

MEETING MINUTES

June 24, 2021

The Board of Directors of Vaya Health conducted its regular meeting on Thursday, June 24, 2021 at the Vaya Health Administrative Offices, located at 200 Ridgefield Court, Asheville, NC 28806; with PUBLIC ACCESS via electronic communication only (real-time two-way audio and/or visual communication, i.e. telephone and webex).

<i>In Attendance:</i>	<i>Attending:</i>	<i>Apologies:</i>
Billy Kennedy	X	
Gary Blevins	X (by phone)	
Ira Dove	X (by phone)	
Carson Ojamaa	X (by phone)	
Josh Kennedy	X (by phone)	
Dr. Tim Fitzsimons	X	
Mike Norris	X	
Nancy Baker	X	
Pat McGinnis	X	
Rick French (Chair)	X	
Ronnie Beale	X	
Frank Stout	X (by phone)	
Patrick Betancourt	X	
Connie Orr		X
Will Wakefield	X (by phone)	
Ashley Wooten	X (by phone)	
Kevin King	X (by phone)	
Page Lemel		X
Dakisha "DK" Wesley	X (by phone)	

Also attending the June 24, 2021 Board of Directors meeting:

Brian Ingraham, President & Chief Executive Officer; Tracy Hayes, General Counsel & Chief Compliance Officer; Craig Martin, Chief Medical Officer; Larry Hill, Executive VP & Chief Finance Officer; Robert Webb, Executive VP & Chief Information Officer; J.K. Coward, Board Attorney; Yvonne French, DHHS Liaison; Melissa Isaacs, Executive Director of Finance; Vicki Escudero, Financial Reporting & Budgeting Manager; Melissa Brown, Executive Assistant; Christina Rose Carter, Executive Legal Assistant & Clerk to the Board; and no members of the public.

A. Call to Order and Roll Call:

Mr. Rick French, Chairman of the Board, called the meeting to order at 4:37 p.m.

B. Public Hearing on the Proposed Vaya Health State Fiscal Year 2021-2022 Budget

Ms. Pat McGinnis made a motion to open the public hearing. Mr. Billy Kennedy seconded the motion.

Motion unanimously approved.

The Board of Directors opened the public hearing at 4:39 p.m.

No members of the public attended the public hearing for public comment on the Proposed Vaya Health State Fiscal Year 2021-2022 Budget.

Mr. Billy Kennedy made a motion to close the public hearing. Ms. Nancy Baker seconded the motion.

Motion unanimously approved.

The Board of Directors closed the public hearing at 4:44 p.m.

Mr. Mike Norris made a motion to adopt the FY21/22 State Fiscal Year Budget, as presented. Mr. Ira Dove seconded the motion.

Motion unanimously approved.

Melissa Isaacs and Vicki Escudero left the meeting.

C. Review & Approval of Agenda, May 27, 2021 Board of Directors Meeting Minutes, and June 1, 2021 Emergency Called Meeting Minutes:

Ms. Nancy Baker motioned to approve the agenda, May 27, 2021 Board of Directors Meeting Minutes, and June 1, 2021 Emergency Called Meeting Minutes, as presented. Mr. Billy Kennedy seconded the motion.

Motion unanimously approved.

D. Conflict of Interest Disclosure

No Board members disclosed a conflict of interest at the June 24, 2021 Board Meeting.

E. Report of the Chair

Mr. Rick French, Board Chair, updated the Board members regarding his decision to postpone the Board Retreat tentatively scheduled for July and combine the retreat with the regularly-scheduled August 26 Board Meeting. The new Board Retreat dates are August 26-27, 2021. The retreat will be hosted in Asheville with an online option for remote attendees.

F. Report of the Chief Executive Officer

Mr. Brian Ingraham, President and CEO, presented several updates to the committee regarding: NC Governor's FY22 Proposed Budget, Single Stream Funding, BH and I/DD Tailored Plan Readiness, COVID-19 response, DHHS and County Relations, and Employee Engagement updates.

G. Report of the Finance Committee and Chief Financial Officer

Mr. Larry Hill, Executive VP and Chief Finance Officer, presented the Finance report to the Board. The presentation included FY21 results from operations, Medicaid Treatment Ratio and Risk Corridor, current state of risk reserve, and trended fund balance. Mr. Hill continued by presenting Budget Revision No. 5.

Mr. Patrick Betancourt made a motion to approve Financial Dashboards and Reports, as presented. Mr. Mike Norris seconded the motion.

Motion unanimously approved.

Ms. Nancy Baker made a motion to approve Budget Revision No. 5, as presented. Mr. Ronnie Beale seconded the motion.

Motion unanimously approved.

H. Report of the Provider Advisory Council

Ms. Carson Ojamaa, PAC President, updated the Board on two special called meetings held this week, in lieu of a PAC meeting, to address work force shortages. The special called meeting attendance exceeded regular PAC meetings and were divided between MH/SU and I/DD providers.

I. Report of the Regulatory Compliance & Quality Committee

Mr. Billy Kennedy, RCQC Chair, summarized highlights from the RCQC meeting as follows: The meeting started with an introduction of Dr. Tim Fitzsimons, new committee member. Vaya staff presented the Operational Performance Measures, highlighting that Vaya continues to successfully meet all Super Measures, throughout the COVID-19 State of Emergency. The report included the collaboration between Vaya staff and network providers that allowed Vaya to meet DHHS goals for the Perception of Care Survey. Vaya staff then presented the Quality Improvement Committee report. The Committee reviewed the annual Quality Management and Compliance documents and voted to recommend approval of the QM plan, QM description and QM evaluation, as presented for submission to DHHS. The Committee also voted to recommend approval of the annual Compliance Plan, as presented.

Ms. Pat McGinnis made a motion to approve the annual Quality Management documents, as presented. Mr. Tim Fitzsimons seconded the motion.

Motion unanimously approved.

Ms. Pat McGinnis made a motion to approve the annual Compliance Plan, as presented. Mr. Billy Kennedy seconded the motion.

Motion unanimously approved.

Mr. Billy Kennedy encouraged all Board members to read the Quality Management documents and Compliance Plan. Mr. Ronnie Beale recognized Mr. Billy Kennedy for his time investment, diligence, and commitment as the RCQC Chair. Ms. Tracy Hayes enthusiastically supported Mr. Beale's recognition of Mr. Kennedy.

J. Report of the Consumer & Family Advisory Committee

Ms. Pat McGinnis updated the Board on recent developments with the CFAC. Ms. McGinnis is looking forward to working on the consolidation efforts. During the recent CFAC meeting, Ms. Tracy Hayes, General Counsel and Chief Compliance Officer, and the Privacy and Security Committee provided an educational training, and Mr. Larry Hill presented the CFAC budget package. Ms. McGinnis is recommending a budget increase for CFAC and joint meetings between Vaya and Cardinal CFAC.

Mr. Rick French thanked Ms. Pat McGinnis and Ms. Nancy Baker for their work with the CFAC.

K. Other Business

Mr. Kevin King left the meeting, designating Mr. Ronnie Beale as his proxy.

- L. Closed Session pursuant to N.C. Gen. Stat. § 143-318.11(a)(1) in order to prevent the disclosure of competitive health care information that is privileged or confidential pursuant to N.C. Gen. Stat. § 122C-126.1; or not considered a public record within the meaning of Chapter 132 of the General Statutes; and to consult with attorneys pursuant to N.C. Gen. Stat. § 143-318.11(a)(3); or to consider the qualifications, competence, performance, character, fitness, or conditions of appointment, of an individual public officer or employee pursuant to N.C. Gen. Stat. §143-318.11(a)(6).**

Mr. Tim Fitzsimons made a motion for the Board of Directors to enter closed session. Mr. Ronnie Beale seconded the motion.

Motion unanimously approved.

The Board of Directors entered closed session at 5:40 p.m.

Mr. Josh Kennedy made a motion for the Board of Directors to resume open session. Ms. Nancy Baker seconded the motion.

Motion unanimously approved.

The Board of Directors resumed open session at 6:54 p.m.

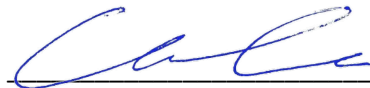
M. Consent Agenda

N. Adjournment

Mr. Billy Kennedy made a motion to adjourn. Ms. Nancy Baker seconded the motion.

Motion unanimously approved.

Meeting adjourned at 6:54 p.m.



Christina Rose Carter,
Executive Legal Assistant and Clerk to the Board