

EXECUTIVE COMMITTEE MINUTES

August 25, 2022

2:30-3:30 p.m.

The Executive Committee of the Board of Directors of Vaya Health conducted its regular meeting on Thursday, August 25, 2022 at the Vaya Health Administrative Offices, located at 200 Ridgefield Court, Suite 218, Asheville, NC 28806; with PUBLIC ACCESS via electronic communication only (real-time two-way audio and/or visual communication, i.e. telephone and webex).

Committee Members:	Attending:	Apologies:
Nancy Baker	X	
Dan Brummitt	X	
Ronnie Beale	X (Virtual)	
Tim Fitzsimons	X	
Rick French, Chair	X	
Mike Norris	X	
Billy Kennedy	X	

Also attending the Executive Committee meeting:

Brian Ingraham, President & Chief Executive Officer; Tracy Hayes, General Counsel & Chief Compliance Officer; Larry Hill, Executive Vice President & Chief Financial Officer; J.K. Coward, Board Attorney; Chris Hyland, Consultant; Celeste Coruzzi, Veritas Partners; Bill Dixon, Veritas Partners; Christina Rose Carter, Executive Business Manager & Secretary to the Board; and no members of the public.

A. Welcome and Call to Order

Mr. Rick French, Executive Committee Chair, called the meeting to order at 2:37 p.m.

B. Approval of Agenda

Ms. Nancy Baker made a motion to approve the Agenda, as presented. Mr. Billy Kennedy seconded the motion.

Motion unanimously approved.

C. 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; or 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. Billy Kennedy made a motion for the Executive Committee to enter closed session. Ms. Nancy Baker seconded the motion.

Motion unanimously approved.

Executive Committee entered closed session at 2:38 p.m.

Mr. Mike Norris made a motion for the Executive Committee to resume open session. Mr. Dan Brummitt seconded the motion.

Motion unanimously approved.

Executive Committee resumed open session at 3:32 p.m.

Mr. Mike Norris made a motion for the Executive Committee to hold a Special Called Meeting on September 7, 2022 regarding the conditions of appointment of Vaya's President and CEO for the FY22/23 fiscal year. Ms. Nancy Baker seconded the motion.

Motion unanimously approved.

D. Other Business

The Executive Committee scheduled a Special Called Meeting on September 7, 2022.

E. Adjournment

Mr. Mike Norris made a motion to adjourn. Mr. Dan Brummitt seconded the motion.

Motion unanimously approved.

Executive Committee adjourned at 3:33 p.m.



Christina Rose Carter,
Executive Business Manager & Secretary to the Board