

**BOARD OF DIRECTORS MEETING  
AGENDA**

**December 1, 2022**

*4:30 – 6:00 p.m.*

*The Board of Directors of Vaya Health will conduct a regular Board of Directors meeting at 4:30 p.m. on December 1, 2022 at the Vaya Health Administrative Offices, located at 200 Ridgefield Court, Suite 218, Asheville, NC 28806. PUBLIC ACCESS will be available via electronic communication only (real-time two-way audio and/or visual communication, i.e., telephone and Microsoft Teams).*

**Dial In: 1-828-552-4129 Passcode: 215 325 006#**

**Microsoft Teams: [Click Here to Join Meeting](#)**

**A. Call to Order and Roll Call**

*Rick French, Chair (5 minutes)*

**B. Review & Approval of Agenda and October 27, 2022 Board of Directors Meeting Minutes**

*Rick French, Chair (3 minutes)*

**C. Public Comment**

*Rick French, Chair (maximum of 20 minutes)*

**D. Conflict of Interest Disclosure**

*Tracy Hayes, General Counsel and CCO (2 minutes)*

**E. Report of the Chair**

*Rick French, Board Chair (10 minutes)*

1. In Memoriam: Ed Tarleton, Frances Kennedy, and Jane Harris
2. Re-Appointment of Board Members – **ACTION REQUIRED**
3. At-Large Appointment(s) – **ACTION REQUIRED**

**F. Report of the Chief Executive Officer**

*Brian Ingraham, President & CEO (10 minutes)*

**G. Report of the Finance Committee and Financial Officer**

*Larry Hill, Executive VP and Chief Financial Officer (15 minutes)*

1. Approval of Financial Reports – **ACTION REQUIRED**

**H. Regulatory Compliance & Quality Committee Report**

*Billy Kennedy, Chair (5 minutes)*

**I. Provider Advisory Council Report**

*Carson Ojamaa, PAC President (5 minutes)*

**J. Consumer & Family Advisory Committee Report**

*CFAC Representative (5 minutes)*

**K. Closed Session – Joint Report of the Futures Committee and Executive Committee**

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). (30 minutes)

**L. Other Business (5 minutes)**

**M. Consent Agenda**

**N. Adjournment**