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**BOARD OF DIRECTORS MEETING**

**AGENDA**

**October 26, 2023**

*4:30 – 6:30 p.m.*

*The Board of Directors of Vaya Health will conduct a regular Board of Directors meeting at 4:30 p.m. on October 26, 2023 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: 828-552-4129 Passcode: 136 202 414#**

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

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

*Ronnie Beale, Chair (2 minutes)*

**B. Approval of Agenda and August 24, 2023 Board of Directors Meeting Minutes**

*Ronnie Beale, Chair (3 minutes)*

**C. Conflict of Interest Disclosure**

*Steve Martin, General Counsel & Chief Compliance Officer (5 minutes)*

**D. Presentation of the FY22-23 Independent Audit Report**

*CliftonLarsenAllen LLP (10 minutes)*

**E. Report of the Chair**

*Ronnie Beale, Chair (5 minutes)*

1. Nomination for new Board Member – **ACTION REQUIRED**

**F. Report of the President**

*Brian Ingraham, President (5 minutes)*

**G. Report of the Area Director & Chief Executive Officer**

*Tracy Hayes, Area Director & Chief Executive Officer (10 minutes)*

**H. Report of the Finance Committee and Chief Financial Officer**

*Larry Hill, Executive Vice President & Chief Financial Officer (5 minutes)*

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

**I. Provider Network Operations: Network Adequacy & Development**

*Donald Reuss, Vice President of Behavioral Health & IDD Network Operations (20 minutes)*

**J. Provider Advisory Council Report**

*Carson Ojamaa, PAC President (5 minutes)*

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

*CFAC Representative (5 minutes)*

- 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; 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). *(20 minutes)*

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

1. Approval of Surplus Property Management Resolution – **ACTION REQUIRED**
2. Approval of Sole Source Purchase Resolution – **ACTION REQUIRED**

**N. Adjournment**