

BOARD OF DIRECTORS MEETING & ANNUAL RETREAT

January 25-26, 2024

The Board of Directors of Vaya Health will hold its annual Board Retreat and Training on January 25-26, 2024, at the Renaissance Asheville Downtown Hotel, located at 31 Woodfin Street, Asheville, NC 28801. The Retreat will include a regular Board of Directors meeting at 4:00 p.m. on Thursday, January 25, 2024, and the annual Board Training required by N.C.G.S. § 122C-119.1 on Friday, January 26, 2024. 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: 203 929 691#

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

REGULAR BOARD MEETING

AGENDA

January 25, 2024

4:00 – 7:00 p.m.

A. Welcome and Call to Order

Ronnie Beale, Chair (5 minutes)

B. Approval of Agenda and December 14, 2023 Meeting Minutes

Ronnie Beale, Chair (5 minutes)

C. Public Comment

Ronnie Beale, Chair (maximum of 20 minutes)

D. Conflict of Interest Disclosure

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

E. Report of the Chair

Ronnie Beale, Chair (30 minutes)

1. Reappointment of Chair and Vice Chair – **ACTION REQUIRED**
2. Nomination of At-Large Seat – **ACTION REQUIRED**
3. Introductions and Swearing-In of New Regional Board Appointees to the Area Board
4. Appointment(s) to fill Committee Vacancies – **ACTION REQUIRED**
5. Annual Review and Approval of the Board of Directors Bylaws – **ACTION REQUIRED**

F. Physical Health Network Adequacy

George Ingram, VP of Physical Health Network Operations & VBC (20 minutes)

G. Report of the Consumer and Family Advisory Committee

CFAC Representative (15 minutes)

H. Report of the Chief Executive Officer

Tracy Hayes, Area Director & Chief Executive Officer (20 minutes)

- I. 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/or to consult with attorneys pursuant to N.C. Gen. Stat. § 143-318.11(a)(3); and/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). *(45 minutes)*

J. Other Business (5 minutes)

1. Approval of Rockingham County Resolution – **ACTION REQUIRED**

K. Motion to Recess until the following day

Dinner buffet will be available from 7:00 – 8:00 p.m.

ANNUAL RETREAT AND TRAINING AGENDA

January 26, 2024

9:00 a.m. – 12:00 p.m.

Breakfast buffet will be available from 8:00 – 9:00 a.m.

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- A. **Call to Order and Motion to come out of Recess** *(10 minutes)*

- B. **Presentation from the North Carolina Department Health and Human Services (NCDHHS)**
*Jay Ludlam, NC Medicaid Deputy Secretary, and
Kelly Crosbie, NC DMH/DD/SUS Director (45 minutes)*

- C. **Annual Board Training required by N.C.G.S. § 122C-119.1**
 - 1. Fiscal Management, Budget Development, and Fiscal Accountability Training
Larry Hill, Executive Vice President & Chief Financial Officer (30 minutes)
 - 2. Board Responsibilities and Compliance Oversight
Steve Martin, General Counsel & Chief Compliance Officer (45 minutes)

- D. **Attention Deficit Hyperactivity Disorder (ADHD)**
Judith Kirkman, VP of Clinical Strategies (30 minutes)

- E. **Other Business** *(5 minutes)*
 - 1. Handouts: Who We Are presentation, Tailored Plan Resource Guide, Board of Directors Resource Materials

- F. **Adjournment**

Boxed Lunches will be available for dining in or taking on the road