

## **BOARD OF DIRECTORS MEETING & ANNUAL RETREAT**

**January 22-23, 2026**

*The Board of Directors of Vaya Health will hold its annual Board Retreat and Training on January 22-23, 2026, at the Grand Bohemian Lodge, located at 11 Boston Way, Asheville, North Carolina, USA, 28803. The Retreat will include a regular Board of Directors meeting at 4:00 p.m. on Thursday, January 22, 2026, and the annual Board Training required by N.C.G.S. § 122C-119.1 on Friday, January 23, 2026. 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: 563 305 311#**

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

### **REGULAR BOARD MEETING**

#### **AGENDA**

**January 22, 2026**

*4:00 – 7:00 p.m.*

**A. Welcome and Call to Order**

*Ronnie Beale, Chair*

**B. Approval of Agenda and December 11, 2025, Meeting Minutes**

*Ronnie Beale, Chair*

**C. Public Comment**

*Ronnie Beale, Chair (maximum of 20 minutes)*

**D. Conflict of Interest Disclosure**

*Steve Martin, General Counsel & Chief Compliance Officer*

**E. Report of the Chair**

*Ronnie Beale, Chair (15 minutes)*

- 1. Reappointment of Chair and Vice Chair – ACTION REQUIRED**
- 2. Appointment(s) to fill Committee Vacancies – ACTION REQUIRED**
- 3. Annual Review and Approval of the Board of Directors Bylaws – ACTION REQUIRED**

- F. Report of the Finance Committee and the Chief Financial Officer**  
*Larry Hill, Executive Vice President & Chief Financial Officer*
  
- G. Annual Report of the Consumer and Family Advisory Committee**  
*CFAC Representative*
  
- H. Provider Advisory Council Report**  
Carson Ojamaa, PAC President
  
- I. Report of the Area Director and Chief Executive Officer**  
*Tracy Hayes, Area Director & Chief Executive Officer*
  
- J. 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).
  
- K. Other Business**
  
- L. 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 23, 2026

9:00 a.m. – 12:00 p.m.

***Breakfast buffet will be available from 7:30 – 9:00 a.m.***

Dial In: 1-828-552-4129      Passcode: 898 170 881#

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- A. **Call to Order and Motion to come out of Recess** *(5 minutes)*
  
- B. **Annual Board Training required by N.C.G.S. § 122C-119.1**
  - 1. Introduction and Reference to Board material  
*Tracy J. Hayes, Area Director & Chief Executive Officer (5 minutes)*
  - 2. North Carolina Department of Health and Human Services Training *(60 minutes)*  
*Kelsi Knick, Deputy Director, Behavioral Health I/DD Tailored Plans*  
*Michelle Merritt, I/DD Clinical Consultant*
  - 3. Fiscal Management, Budget Development, and Fiscal Accountability Training  
*Larry Hill, Executive Vice President & Chief Financial Officer (45 minutes)*
  - 4. Board Responsibilities, Compliance Oversight, and Required FCA Training  
*Steve Martin, General Counsel & Chief Compliance Officer (45 minutes)*
  
- C. **Pharmacy Team** *(20 minutes)*  
*Dr. Heather Cree, Vice President of Pharmacy Operations*
  
- D. **Other Business** *(5 minutes)*
  
- E. **Adjournment**

***Boxed lunches will be available for dining in or taking on the road.***