

Special Called Board of Directors Meeting Minutes

July 14, 2017

Directors Present: Lucy Drake, Chairman, Amanda Blanks, Bill Burgin, George Dunlap, Ethel Fuller, Carolyn Hoskins, Fred McClure, John Moon, Marcelle Smith, Bryan Thompson, Danny Wright, and Steve Yuhasz

Directors Absent: Nancy Fey-Yensan

Staff Present: Richard Topping, Pete Murphy, Amy Kendall, Chuck Hollowell, Steve Martin, and Callan Skinner

Guests: Mary Beth Johnston, Partner, K&L Gates, Mackenzie Morse, Partner, K&L Gates, and Steve Pine, Associate, K&L Gates

1. Call to Order

Lucy Drake, Chairman, called the meeting to order at 10:00 a.m.

- i. Chuck Hollowell, General Counsel and Secretary, introduced Mary Beth Johnston, Partner, K&L Gates, Mackenzie Morse, Partner, K&L Gates, and Steve Pine, Associate, K&L Gates to the Board.
- ii. Ms. Drake noted that the Board Retreat will be moved to the end of the agenda.

A motion was made and seconded to go into closed session pursuant to § 143-318.11 and § 122C-126.1 of the General Statutes to discuss competitive health care information and § 143-318.11(a)(3) of the General Statutes to discuss an attorney-client privileged matter.

All in favor. Motion approved.

2. CEO Update Report

3. Meeting with Legal Counsel

The meeting returned to open session.

A motion was made and seconded by the Board to authorize the Company's management team to engage on policy matters that will assist the Company in pursuing integrated care opportunities and that will continue its mission of serving the needs of special populations.

All in favor. Motion approved.

4. Board Retreat

Mr. Hollowell provided an update on the FY 2018 Board of Directors Retreat and noted that the Company is researching retreat destinations in the State of North Carolina.

A motion was made and seconded to adjourn the meeting.

All in favor. Motion approved.

Meeting adjourned 3:07 p.m.



Callan Skinner, Clerk



Date