
Board of Directors Meeting Minutes

February 22, 2019

Directors Present: Bryan Thompson, Chair, Carmen Hooker Odom, Vice-Chair, Jean Andersen, Dr. Richard Blanks, Dan Brummitt, Bob Byrd, Dr. Christopher Colenda, Scott Craver, Devon Cornett, Terry Cox, Keith Duncan, George Dunlap, Judy Klusman, Thomas Lane, Layton Long, Tchernavia Montgomery, Beverly Morrow, Gordon Powell, Dr. Jennifer Richards, Marcelle Smith and Dana Weston

Directors Absent: None

Staff Present: Trey Suttan, Chuck Hollowell, Rob Bryan, Steve Ermish, Rudy Dimmling, Mary Hamilton, Ashley Conger, Robert Grasty, Allison Stewart, Brittney Phifer, and Callan Skinner

Guests: Janet Breeding and Warren Kerper

Location: 650 N. Highland Avenue, Suite 130, Winston-Salem, NC 27101

1. Welcome and Call to Order

- i. Bryan Thompson, Chair, called the meeting to order at 9:01 a.m.
- ii. Members of the public were provided an opportunity to address the Board of Directors. Mary Miller, Tim Gallagher and others provided remarks.
- iii. After public comment, Mr. Thompson noted that the Board received comments from Mr. Hafez and Mr. Gallagher and explained that the Board will need to address these comments at the end of the meeting in closed session due to confidential matters involving protected health information.
- iv. Mr. Thompson then opened the floor to Trey Suttan, CEO, to provide an update on the public comments that were made by Judy Lewis and Paula Yost at the December Board Meeting.
- v. Before moving to the Consent Agenda, Mr. Suttan introduced Rudy Dimmling and noted that he will serve as Cardinal's interim Chief Operations Officer.

2. Consent Agenda

Mr. Thompson presented the Consent Agenda items to the Board for approval.

A motion was made and seconded to approve the Consent Agenda items as presented, consisting of: (i) the meeting minutes from the December 14-15, 2018 Board of Directors Meeting, and (ii) the December 2018 Executive Report.

All in favor. Motion approved.

3. CEO Report

- i. Mr. Suttan presented the CEO Report. In doing so, he began by opening the floor to Allison Stewart, Director of Communications and Marketing, to provide an update on Cardinal's 2018 Impact Report. To begin with, she explained that the theme of this year's report is – A Year In Recovery: What we've learned, how we've grown, and what to expect going forward.
- ii. In her remarks, Ms. Stewart stated that the 2018 Impact Report covers events, initiatives, spending and improvements for Cardinal's 2018 fiscal year. In terms of key facts and figures, Ms. Stewart pointed out that (i) 21 directors were installed to Cardinal's new Board of Directors in January 2018, (ii) 39 community organizations were awarded over \$4 million in grants through Cardinal's Community Reinvestment Initiative, and (iii) 12,200 opioid overdose reversal kits were donated by Cardinal to partner organizations.
- iii. As part of her update, Ms. Stewart noted that Cardinal strives to be a good partner in the community. In doing so, she noted the following: (i) that Cardinal held 946 community training sessions in FY 2018 (up from 297 in FY 2017), (ii) that 14,550 individuals and stakeholders attended a community training session conducted by Cardinal (up from 5,472 in FY 2017), and (iii) that Cardinal trained 734 law enforcement and first responders in Crisis Intervention Team (CIT) Training in FY 2018.
- iv. Next, Mr. Suttan provided an update on the FY 2019 CEO Goals. In his remarks, he noted that these goals are comprised of Organizational Goals that are aligned with Cardinal's 5-Pillar Strategy.
- v. For the Operational Readiness pillar, Mr. Suttan noted that Cardinal has (i) completed six process improvement initiatives, (ii) trained and certified 17 Lean Six Sigma Greenbelts and launched training for an additional 18 individuals in January, and (iii) launched leadership financial summary reviews in December to inform key actions.
- vi. For the Member-Focused Clinical Operations pillar, Mr. Suttan explained that Cardinal has developed and launched a Person-Centered Planning Training in collaboration with providers as well as exceeded the TCLI annual goal in just six months by moving 121 individuals into independent housing.
- vii. For the Providers As Allies pillar, Mr. Suttan noted that Cardinal is developing rate-setting methodologies, which will serve as the basis for value-based payments in FY 2020. He also noted that Cardinal recently procured a provider relationship management tool and launched a 90-day implementation plan for contracting and credentialing.
- viii. Next, Mr. Suttan opened the floor to Britney Phifer, Manager, Utilization Management, to provide an update on the Service Authorization Project. As she noted, this is one of Cardinal's Lean Six Sigma projects, and is designed to decrease the amount of time it takes to process a Treatment Authorization Request ("TAR").

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- ix. In her report, Ms. Phifer noted that this project facilitated the transition from individual work queues to continuous flow “pods” where team members actively collaborate to process a TAR through a series of processes or stations, thus increasing efficiency and standardization.
 - x. As part of this project, Ms. Phifer noted that the Lean Six Sigma team collaborated with Cardinal’s IT Department to standardize the TAR process by automating the assignment and letter generation process. She explained that this project has increased enthusiasm and improved morale among staff.

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)(5) of the General Statutes for the Board to instruct Cardinal’s staff concerning the position to be taken regarding a proposed sublease arrangement.

All in favor. Motion approved.

4. CEO Report (Continued)

5. Executive Committee Report

The meeting returned to open session.

6. Executive Committee Report (Continued)

- i. Once in open session after Devon Cornett, Dana Weston, members of the public and staff reentered the meeting room, Mr. Thompson, Chair, continued with his update on the Executive Committee Meeting that was held on February 21, 2019. In his discussion, Mr. Thompson noted that DHHS requested the help of the NCACC with establishing the regions for Tailored Plans under Medicaid Reform.
- ii. In his remarks, Mr. Thompson stated that the NCACC will appoint a committee of county commissioners from across the State to develop recommendations for these new Tailored Plan regions. He noted that the NCACC is requesting that the Board Chairs of each LME/MCO appoint a county commissioner to this committee by Friday, March 1.
- iii. As the Chair of the Board’s Finance and Audit Committee and a member of the Board’s Executive Committee, Mr. Thompson noted that he appointed Dan Brummitt to serve on this committee for the NCACC.
- iv. Next, Mr. Thompson opened the floor to Chuck Hollowell, General Counsel, to provide an update on the CEO Employment Agreement. In his remarks, Mr. Hollowell noted that a modification is needed to the CEO Employment Agreement as a result of the change that was made to the CEO’s base salary in October. He explained that this modification can be accomplished either through an addendum or a new agreement.



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- v. According to Mr. Hollowell, he suggested that the Executive Committee move forward with a new agreement in order to align the CEO's employment agreement with the template agreement that was approved by the Board for executive staff, and, as Mr. Hollowell noted, the Executive Committee was in agreement. Mr. Hollowell noted that this will result in relatively minor changes to the CEO's employment agreement.
 - vi. Mr. Hollowell then briefly reviewed the minor changes to the CEO's employment agreement. Among other things, he noted that the new agreement adds non-disparagement and non-competition provisions. He also noted that the new agreement adds two additional grounds for Cardinal to terminate for-cause, including: (i) a failure to satisfactorily perform job duties, and (ii) a failure to comply with a legal directive.
 - vii. After discussion, the Board agreed to move forward, upon the recommendation of the Executive Committee, to approve the CEO Employment Agreement as revised.

A motion was made, upon the recommendation of the Executive Committee, to approve the CEO Employment Agreement as revised.

All in favor. Motion approved.

- viii. Next, Mr. Thompson provided an update on the engagement of Korn Ferry to assist with Board Development. During the engagement, Mr. Thompson explained that Korn Ferry will interview Board members to determine what changes they would recommend making to improve the Board's effectiveness and strategic value, particularly as Cardinal begins making the transition to a Tailored Plan.
- ix. In his remarks, Mr. Thompson explained that a key outcome of this engagement will be the creation of a benchmarked "success profile," which will be used to guide Cardinal's future development and operation as a Board.
- x. Mr. Thompson noted that the Committee discussed providing a summary of Korn Ferry's findings and recommendations to the County Commissioner Advisory Board ("CCAB") in order to assist the CCAB in understanding future requirements regarding Cardinal's Board and Medicaid Reform. He noted that the Committee supported this approach but only if the CCAB approves of receiving such information.
- xi. After discussion, the Board agreed, upon the recommendation of the Executive Committee, to proceed forward with the Korn Ferry engagement, with the caveat that Korn Ferry's findings and recommendations will only be provided to the CCAB if the CCAB approves of receiving such information.

A motion was made, upon the recommendation of the Executive Committee, to proceed forward with the Korn Ferry engagement, with the caveat that Korn Ferry's findings and recommendations will only be provided to the CCAB if the CCAB approves of receiving such information.

All in favor. Motion approved.

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- xii. Lastly, Mr. Thompson noted that the Executive Committee meeting was used yesterday to preview the February Board agenda in order to help ensure that items are addressed appropriately.

7. Governance Committee Report

- i. Dr. Jennifer Richards, Chair, updated the Board on the Governance Committee Meeting that was held on January 27, 2019. In her remarks, Dr. Richards provided an update on the current vacancy on the Board resulting from William Pilkington's resignation in December.
- ii. In her discussion, she noted that Mr. Pilkington held the following slot on the Board pursuant to G.S. § 122C-118.1(b) – “an individual with financial expertise consistent with the scale and nature of the managed care organization.”
- iii. To fill this vacancy, Dr. Richards noted that the Board will need to follow the same process in filling this vacancy as it did with the recent appointment of Dana Weston to the Board.
- iv. Dr. Richards noted that once the Governance Committee makes its recommendation to the Board on how to address the vacancy, the Board may then make a recommendation to the CCAB as the Selection Committee, but the CCAB ultimately has sole authority for filling vacancies on the Board.
- v. With respect to Mr. Pilkington's resignation, Dr. Richards explained that there is not a need to add a new Board member since several directors on the Board have “financial expertise.” She noted that Dan Brummitt, the Chair of the Finance and Audit Committee, is one example and could readily fill this slot.
- vi. Dr. Richards then informed the Board that the Committee in January adopted a motion to make a recommendation to the Board that it ask the CCAB to move Mr. Brummitt from a County Commissioner slot on the Board to the financial expertise slot previously held by Mr. Pilkington.
- vii. After discussion, the Board agreed to move forward, upon the recommendation of the Governance Committee, to approve that a recommendation be made to the CCAB to move Dan Brummitt from a County Commissioner slot on the Board to the financial expertise slot previously held by Mr. Pilkington.

A motion was made, upon the recommendation of the Governance Committee, to approve that a recommendation be made to the CCAB to move Dan Brummitt from a County Commissioner slot on the Board to the financial expertise slot previously held by Mr. Pilkington.

All in favor. Motion approved.

- viii. Next, Dr. Richards provided a brief update on the Spring 2019 Board Self-Evaluation. In her remarks, she reiterated the importance of completing the Board Self-Evaluation. Of the twenty-one directors, twelve submitted completed evaluations this Fall.

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- ix. Dr. Richards noted that the Committee made a few adjustments to the Board Self-Evaluation process when it met in January. Most notably, Dr. Richards explained that the Spring Board Self-Evaluation will be carried out electronically to make it easier for directors to complete and for staff to compile the results.
 - x. Lastly, Dr. Richards provided an update on director professional development. In doing so, she explained that the Executive Committee asked the Governance Committee in December to take a closer look at additional in-house professional development as well as the best way to make these opportunities available to the Board in terms of timing, location and format.
 - xi. In follow-up to the request made by the Executive Committee, Dr. Richards noted that the Governance Committee asked staff to prepare and send out a survey to determine what topics are of particular interest to the Board. She noted that sample topics include: (i) Medicaid Transformation and Tailored Plans, and (ii) Board Development.
 - xii. Dr. Richards also noted that the survey asks the directors to rank how they prefer to receive the trainings, whether via on-demand videos from a director's computer or other device or a third-party webinar, etc.
 - xiii. For those who have not yet done so, Dr. Richards asked the directors to complete the survey by Monday, February 25th. She noted that the Committee will work with staff to compile the results, and that the results will be presented to the Board in April.

8. Finance and Audit Committee Report

- i. Dan Brummitt, Chair, updated the Board on the Finance and Audit Committee Meeting that was held yesterday. In his remarks, he noted that the Committee held one of its scheduled "deep dive" meetings, and he thanked the directors who attended who are not on the Committee.
- ii. Mr. Brummitt began by providing an overview of the Compliance Report. In his remarks, he noted that Amber Burriss, Director of Ethics and Compliance, presented the Compliance Report to the Committee yesterday. According to Mr. Brummitt, this included a discussion of the HIPAA incidents that have been reported in FY 2019.
- iii. As part of the Compliance Report, Mr. Brummitt noted that Ms. Burriss covered Cardinal's internal audit of its Corrective Action Plan ("CAP"). On this point, Mr. Brummitt noted that Cardinal received the Follow-Up Assessment regarding the CAP on Tuesday from the DHHS Office of the Internal Auditor ("DHHS OIA"), and that this follow-up assessment found that Cardinal has implemented sufficient procedures to address the action items in the CAP.
- iv. Of particular importance, Mr. Brummitt explained that this follow-up assessment found that Cardinal's Board and the Executive Management Team have taken steps to increase transparency within the Organization and have established a culture more consistent with its role as a local government entity.

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- v. Next, Mr. Brummitt noted that, consistent with the schedule set forth in the Committee's Annual Plan of Work, the Committee met yesterday to begin the process of selecting an independent auditor to review Cardinal's financial statements for FY 2019.
 - vi. As part of this process, Mr. Brummitt noted that staff recently sent out a Request for Proposal in order to begin reviewing firms that have the qualifications to serve as Cardinal's independent auditor for FY 2019.
 - vii. Mr. Brummitt stated that the Committee will need to meet again in March or April to finalize the selection of the independent auditor for FY 2019.
 - viii. Next, Mr. Brummitt provided an update on Cardinal's risk reserve account. In his discussion, he noted that Cardinal is required to maintain, pursuant to the terms of its contract with DHHS, a restricted risk reserve account with a Federally-guaranteed financial institution that is licensed to do business in the State of North Carolina.
 - ix. In his discussion, he noted that the Committee discussed Cardinal's plans to remit at least a portion of its restricted risk reserve balance on deposit at Uwharrie Bank to an account at Wells Fargo where it currently maintains other operational accounts.
 - x. Mr. Brummitt then opened the floor to Mary Hamilton, CFO, to provide an update on Cardinal's restricted risk reserve account and the plan to remit at least a portion of the balance on deposit at Uwharrie Bank to Wells Fargo. In her remarks, Ms. Hamilton discussed the benefits of Cardinal maintaining its restricted risk reserve account at several banks.
 - xi. After Ms. Hamilton's remarks, Mr. Brummitt noted that staff prepared a resolution to accomplish the following objectives: (i) to authorize the transfer of a portion (and, potentially, all) of the restricted risk reserve balance on deposit at Uwharrie Bank to Wells Fargo, and (ii) to designate Mr. Suttan, Mr. Hollowell, and Ms. Hamilton as authorized signatories on the restricted risk reserve accounts at Uwharrie Bank and Wells Fargo.
 - xii. After discussion, the Board agreed to move forward, upon the recommendation of the Finance and Audit Committee, to approve the resolution regarding Cardinal's restricted risk reserve accounts.

A motion was made, upon the recommendation of the Finance and Audit Committee, to approve the resolution regarding Cardinal's restricted risk reserve accounts.

All in favor. Motion approved.

- xiii. Next, Mr. Brummitt provided an update on staff's request to set up a reserve fund in the amount of \$10M to support Tailored Plan Readiness. In his remarks, Mr. Brummitt stated that the purpose of setting up this reserve fund is to assist Cardinal in carrying out its strategic plan and to accomplish its objective of becoming a Tailored Plan.

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- xiv. Mr. Brummitt then opened the floor to Ms. Hamilton to provide brief remarks on the Reserve Fund for Tailored Plan Readiness. In her discussion, she noted that this reserve fund will assist Cardinal in remaining compliant with the newly implemented solvency standards as well as help it address any further single-stream funding cuts.
 - xv. After discussion, the Board agreed to move forward, upon the recommendation of the Finance and Audit Committee, to approve setting up a reserve fund in the amount of \$10M to support Tailored Plan Readiness.

A motion was made, upon the recommendation of the Finance and Audit Committee, to approve setting up a reserve fund in the amount of \$10M to support Tailored Plan Readiness.

All in favor. Motion approved.

- xvi. Next, Ms. Hamilton presented the December 2018 Financial Results. In doing so, she reviewed (i) the Statement of Net Position as of 12/31/18, (ii) the Statement of Revenues, Expenses, and Changes In Net Position as of 12/31/18, (iii) the Administrative Expense Detail as of 12/31/18, and (iv) the YTD 2019 Sources and Uses of Funds.
- xvii. Ms. Hamilton then reviewed the Medicaid FY 2019 Capitation PMPM and the Medicaid FY 2019 Capitation Revenues and Care Costs. In doing so, she noted that the actual capitation revenues include revenue adjustments, such as retroactive enrollment payments and recoupments.
- xviii. Ms. Hamilton then reviewed the Medical Loss Ratio (“MLR”) through December 2018. In her discussion, she noted that the MLR is inclusive of Health Care Quality Improvement (“HCQI”) costs. She also noted that, during the Tailored Plan transition, the MLR will be raised to 88%.
- xix. After reviewing the December 2018 Financial Results, Ms. Hamilton discussed Management’s action plans. In doing so, she noted that the budget process for FY 2020 officially began in February. She also noted that Management continues to focus on provider reimbursement strategies and pay for performance.
- xx. Next, Ms. Hamilton provided an update on solvency. In her remarks, Ms. Hamilton explained that Cardinal’s current cash balance as of 12/31/18 is compliant with the required solvency range.
- xxi. After providing an update on solvency, Ms. Hamilton discussed several emerging financial issues. In particular, she noted that there are members on the Global Eligibility File for which Cardinal did not receive an 820 capitation payment. According to Ms. Hamilton, this contributed to a spending deficit.
- xxii. Ms. Hamilton then provided an update on Cardinal’s financial goals for FY 2019. In her remarks, she explained that, as part of Cardinal’s Operational Readiness strategy, the Organization is striving to accomplish several objectives, including: (i) identifying an additional \$15M in revenue, (ii) revising its provider reimbursement model to be launched in FY 2020, and (iii) completing 15 quarterly finance reviews with major organizational units.

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- xxiii. Lastly, Ms. Hamilton provided an in-depth review of care utilization trends, including: (i) outpatient utilization, (ii) Medical Loss Ratio, and (iii) county utilization. Regarding outpatient utilization, Ms. Hamilton explained that Cardinal is experiencing an increase in utilization of outpatient services, including with respect to PRTF/BH Long Term Residential length of stay.
 - xxiv. Lastly, Ms. Hamilton reviewed the results of the recent audits conducted by the Office of the State Auditor into DMA's Medicaid Capitation Rate Setting and the Division of Health Benefits' Medicaid LME-MCO Contract Provisions.

9. Performance Evaluation and Compensation Committee Report

- i. Tchernavia Montgomery and Dr. Christopher Colenda, Co-Chairs, updated the Board on the Performance Evaluation and Compensation Committee Meeting that was held on February 14, 2019. In their remarks, Ms. Montgomery and Dr. Colenda noted that the Committee engaged Sullivan Cotter in December to assist the Committee in developing the overall incentive plan and performance goals for the CEO position at Cardinal, including how the Committee carries out the annual CEO performance evaluation.
- ii. Next, Ms. Montgomery and Dr. Colenda opened the floor to Warren Kerper with Sullivan Cotter to provide an update on the work that has been accomplished to date on this project. Mr. Kerper began by noting that the policy of Cardinal is to provide compensation that is fair, competitive, reasonable and consistent with compensation that is paid in the health care sector for positions of comparable complexity and responsibility, taking into account Cardinal's public nature.
- iii. Mr. Kerper noted that it is the policy of Cardinal to provide base salary that is at or around the market median (50th percentile) for each position, and that Cardinal's strategy is to target pay for each position within 90% to 110% of the market median, consistent with appropriate guidelines established to ensure internal equity.
- iv. With respect to the CEO position, Mr. Kerper explained that Cardinal's current approach is for the Committee and the Board to subjectively determine the CEO's incentive payout based on the outcome of the CEO performance evaluation process.
- v. In contrast to Cardinal's current approach, Mr. Kerper recommended that Cardinal should consider having the CEO's incentive be based on an objective determination of achievement, as measured against incentive plan goals, and that the CEO performance evaluation process should be used for an assessment of competencies related to leadership development.
- vi. For FY 2019, Mr. Kerper explained that Sullivan Cotter recommends that Cardinal use the existing organization goals that have been agreed to by the Board but develop a methodology by which the achievement of these goals can easily be connected to an incentive award. He noted that adding this proposed structure will ease the process of determining the incentive payout at the end of the fiscal year.

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- vii. For FY 2020, Mr. Kerper noted that Sullivan Cotter recommends that Cardinal consider transitioning the CEO incentive plan to a “balance scorecard,” which will allow for a more objective determination of incentive payout.
 - viii. Mr. Kerper explained that the balance scorecard approach uses a tiered structure which features threshold, target and maximum performance levels for each metric and a corresponding incentive payout.
 - ix. Mr. Kerper noted that, while this balance scorecard structure would serve as the primary basis for determining the incentive outcome, the Committee and Board should have the ability to use discretion to adjust awards to account for unexpected events and to consider aspects of performance outside of the incentive plan.
 - x. Next, Mr. Kerper provided an update on the CEO performance evaluation process. In his remarks, he noted that Sullivan Cotter recommends that the CEO performance evaluation process be used to assess competencies related to leadership development.
 - xi. In particular, Mr. Kerper noted that Cardinal should consider the following refinements to the CEO performance evaluation process, including: (i) modifying the feedback/evaluation process to include the CEO’s direct reports (a 360 feedback process) to assess competencies related to leadership development (for clarification, Mr. Kerper noted that the 360 feedback process would not factor into the incentive plan), and (ii) ensuring that the process of distributing feedback surveys and collecting and summarizing data continues to be managed by an independent third-party.
 - xii. After Mr. Kerper’s update, Ms. Montgomery and Dr. Colenda explained that the Committee approved of Sullivan Cotter’s recommendations and adopted the following motions at its meeting in February: (i) a motion to recommend to the Board that it approve the FY 2019 CEO incentive design plan, as recommended by Sullivan Cotter, (ii) a motion to recommend to the Board that it approve the FY 2020 CEO incentive design plan, as recommended by Sullivan Cotter, and to use this approach in subsequent fiscal years, and (iii) a motion to recommend to the Board that it approve the revised CEO performance evaluation process, as recommended by Sullivan Cotter.
 - xiii. After discussion, the Board agreed to move forward and adopt the recommendations made by the Performance Evaluation and Compensation Committee.

A motion was made, upon the recommendation of the Performance Evaluation and Compensation Committee, to approve the FY 2019 CEO incentive design plan, as recommended by Sullivan Cotter.

All in favor. Motion approved.

A motion was made, upon the recommendation of the Performance Evaluation and Compensation Committee, to approve the FY 2020 CEO incentive design plan, as recommended by Sullivan Cotter, and to use this approach in subsequent fiscal years.

All in favor. Motion approved.

A motion was made, upon the recommendation of the Performance Evaluation and Compensation Committee, to approve the revised CEO performance evaluation process, as recommended by Sullivan Cotter.

All in favor. Motion approved.

10. Board Member Comment

- i. Mr. Layton noted that he has received positive feedback from stakeholders in connection with the Health Council Project that is currently being presented to the communities and stakeholders that Cardinal serves.
- ii. Mr. Dunlap commented on the committee reports and noted that they were very helpful and informative to the Board.

For the final two agenda items, Mr. Thompson noted that the Board will need to discuss confidential matters involving protected health information and attorney-client privileged matters in closed session. Mr. Thompson addressed his understanding that at least some of what will be discussed in the closed session deals with issues regarding the time period in which he previously served on Cardinal's Board and, that, as a result, he will recuse himself from the remainder of the meeting at the appropriate time. For the same reasons, Marcelle Smith and George Dunlap indicated that they will recuse themselves from the remainder of the meeting at the appropriate time.

A motion was made and seconded to go into closed session pursuant to the following: (i) § 143-318.11(a)(1) of the General Statutes and 45 C.F.R. § 164.502(a) of the HIPAA Privacy Rule to discuss confidential matters involving protected health information, and (ii) § 143-318.11(a)(3) of the General Statutes to discuss attorney-client privileged matters.

All in favor. Motion approved.

11. Member Update

12. General Counsel Report

The meeting returned to open session.

A motion was made and seconded to adjourn the meeting.

All in favor. Motion approved.

Meeting adjourned at 3:18 p.m.

Callan Skinner

Callan Skinner, Clerk

4/29/19

Date