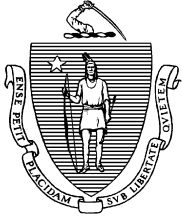


SENATE, No. 2844

[SIMILAR MATTER FILED DURING PAST SESSION
SEE NO. OF]



The Commonwealth of Massachusetts

IN THE YEAR OF TWO THOUSAND AND EIGHT

AN ACT AUTHORIZING THE ESTABLISHMENT OF THE GERIATRIC AUTHORITY OF MALDEN AND PROVIDING FOR THE FINANCING THEREOF

*Be it enacted by the Senate and House of Representatives in General Court assembled,
And by the authority of the same, as follows:*

1 SECTION 1. It is hereby declared that the establishment of a Geriatric Authority in the city of Malden
2 to shelter and protect and provide service to the aging and infirmed who can continue to reside in the
3 community but may be in need of activities and services provided for at or by the McFadden Memorial
4 Manor Nursing Home and such social welfare and health programs in the community relating to the
5 care of the aging is a public purpose. It is further declared that the lack of properly constructed
6 dwelling units designed specifically to meet the needs of elderly and infirmed persons aggravates
7 those diseases peculiar to the elderly.

8 SECTION 2. There politic to be known as the authority, which shall lease, own, maintain and operate
9 the McFadden Manor Nursing Home and any other facilities which may be established by the

10 authority in accordance with the powers conferred by this act. The exercise by the authority of the
11 powers conferred by this act shall be deemed and held to be the performance of essential governmental
12 functions.

13 SECTION 3. Said authority shall consist of seven members. The Director of Public Health shall serve
14 as a member by virtue of said position. The Director of Human Services shall serve as a member by
15 virtue of said position. Five members shall be appointed by the city council and shall serve for a term
16 of three years. Of the members first appointed by the city council, two shall serve for a term of one
17 year, two for a term of two years, and one for a term of three years unless removed from office by vote
18 of the city council for cause. The authority shall hold at least ten meetings in every calendar year and
19 a majority of the members shall constitute a quorum for each meeting.

20 SECTION 4. The authority shall have the general management and control of the McFadden Memorial
21 Manor Nursing Home and any branches thereof which have been or which may hereafter be
22 established, and of the expenditure of the money appropriated for the operation thereof. The authority
23 may appoint an administrator with such assistant and subordinate, officers and other employees as it
24 may deem necessary or expedient. The authority shall have jurisdiction of its affairs and of the
25 property under its control. The authority shall establish and enforce all necessary rules and regulations
26 for the administration, admission, government and removal of residents in the McFadden Memorial
27 Manor Nursing Home and any other such facility which it may control. The authority shall reimburse
28 said city annually the amount of principal and interest paid by said city after the effective date of this
29 act, on bonds and notes issued by said town pursuant to section ten A.

30 SECTION 5. The members of the authority shall elect a chairman, a vice-chairman, secretary and
31 treasurer who shall serve for a term of one year, or until their successors are elected. Said election
32 shall be held annually during the month of July.

33 SECTION 6. The following standing committees shall be appointed by the chairman with the approval
34 of the members: budget and finance, medical, personnel, social and volunteer service. The chairman
35 shall be a member ex-officio of all committees.

36 SECTION 7. The chairman shall preside at all meetings of the authority. He shall appoint the
37 chairman of all standing and special committees and shall maintain general supervision over all the
38 affairs of the authority. He shall, together with the treasurer, execute and deliver for, on behalf and in
39 the name of the authority, all instruments which may be required for the proper prosecution of its
40 business. In the absence or inability of the chairman to perform his duties, his duties shall be
41 performed by the vice-chairman. The secretary shall attend all meetings of the authority.

42 The Treasurer shall have custody of the funds of the authority and shall keep and maintain
43 complete records of all financial transactions and shall carry a complete record of all accounts. The
44 treasurer shall cause books to be kept containing a detailed account of all funds received and
45 expended, and shall make quarterly reports to the city controller of funds received and expended.

46 SECTION 8. The authority shall have the following powers and duties:

47 (a) To adopt a seal, and the engraved or printed facsimile of such seal appearing on any bond,
48 note, or other instrument of the authority shall have the same effect as though such seal were
49 impressed thereon.

50 (b) To sue and be sued, but only to the same extent and upon the same conditions that a non-
51 profit organized pursuant to Massachusetts General Laws.

52 (c) With its own funds, or with the appropriation of necessary funds by the city of Malden, to
53 acquire within said city, by purchase or gift, or eminent domain under chapter seventy-nine, chapter
54 seventy-nine A, or chapter eighty A of the General Laws, or by lease or otherwise, any land or
55 buildings or interests in land, air or water for the purposes of the authority, and to plan, design,

56 acquire, construct, reconstruct, improve, extend, equip, repair, maintain, and operate geriatric
57 facilities, which may include, but not be limited to, hospital, nursing home and sheltered living
58 facilities, as such terms are defined in section one of chapter one hundred and twenty-one B of the
59 General Laws, and community facilities designed to meet the need of the elderly, to acquire personal
60 property necessary in connection with the foregoing, and to lease geriatric facilities, either as lessee or
61 lessor, provided: that any lease agreements shall be subject to approval by vote of the city council of
62 the city, that any major construction, reconstruction, or extension, totaling one hundred thousand
63 dollars or more, not requiring the issuance of bonds or notes shall be subject to approval by two-thirds
64 vote of said city council, and that any acquisition of real property shall be subject to approval of two-
65 thirds vote of the said city council.

66 (d) To dispose of any real or personal property of the authority which is no longer needed for its
67 purposes by sale or otherwise provided that no real property shall be disposed of by the authority
68 without approval of two-thirds vote of said city council.

69 (e) To maintain an office at such place or places within said town as it may determine.

70 (f) To receive and apply any grants or gifts for its purposes.

71 (g) To make and enforce such rules and regulations as may, in the judgment of the authority, be
72 necessary or desirable for the efficient operation of any geriatric facility or geriatric system within its
73 jurisdiction, control, and supervision, and for accomplishing the purposes of this act.

74 (h) To issue temporary notes, from time to time, in the name and upon the full faith and credit of
75 the authority in anticipation of revenue to be received from any source in an amount not to exceed two
76 hundred thousand dollars outstanding at any time and in such greater amount as may be approved from
77 time to time by a two-thirds vote of the city council, provided that the aggregate amount of notes
78 outstanding at any time under this section shall not exceed one-half of the authority's ordinary

79 operating revenues of the previous fiscal year. The proceeds of such notes shall be used to pay current
80 operating expenses only but no purchaser of such notes shall be in any way responsible for the proper
81 application of such proceeds. Each such loan shall be payable no later than five years from its date.

82 Temporary notes issued under this clause for shorter periods than permitted hereby may be refunded
83 from time to time by the issue of other temporary notes maturing within the required period.

84 Temporary notes may be issued pursuant to this clause by the chairman and the treasurer whenever
85 they are so authorized by the authority, and said chairman and treasurer shall determine the form,
86 interest rate and other details of such notes and shall sign such notes.

87 (i) To employ and fix the compensation of such consulting and other engineers, attorneys,
88 accountants, construction and financial experts, superintendents, managers and such other employees
89 and agents as it may deem necessary or incidental to the performance of its duties and the execution of
90 its powers under this act.

91 (j) When authorized by a vote of the board of the city council of said city, in its own name or in
92 the name of the city, to enter into agreement with the federal government relative to the acceptance of
93 grants or borrowing of funds for any project which the authority is authorized to undertake, and
94 containing such covenants, terms and conditions as the authority, with like approval, may deem
95 desirable and, pursuant to any such agreement, to borrow funds from the federal government or from
96 any qualified lender under a federally funded, guaranteed or insured lending program, upon the
97 security of its bonds, notes or other evidences of indebtedness, and to secure the same by mortgages
98 upon property held or to be held by it, or by pledge of its revenues.

99 (k) To call upon the various departments, authorities, boards, and commissions of said city for the
100 purposes of assistance in making investigations and in effecting design, construction, and operation of

101 geriatric facilities and the authority shall arrange for payment for such services and expenses of said
102 agencies in connection therewith.

103 (l) To organize and control the activities of such nonprofit corporations as may be necessary and
104 appropriate to receive loans and grants from the federal or state government or from any nonprofit
105 agency for the purposes of this act, provided that the trustees of any such nonprofit corporation shall
106 be the same persons who hold office as members of the authority. The organization of any such
107 nonprofit corporation shall require approval by two-thirds vote of the city council of said city and any
108 action of such nonprofit corporation which if taken by the authority would require approval under this
109 act shall require like approval.

110 (m) To do all acts and things necessary or convenient to carry out the provisions of this act.

111 SECTION 9. Any bonds, notes, or certificates of indebtedness of the authority, in the absence of an
112 express recital to the contrary of the face thereof, shall constitute negotiable instruments for all
113 purposes. They may be payable from the income of the authority or constitute a general obligation
114 thereof, may be sold at not less than par, at public or private sale, may mature at such time or times,
115 may be secured in such manner, may provide for such rights and remedies upon their default, may
116 contain such other covenants, terms and conditions not inconsistent with law, may be executed by such
117 officers, and may be issued with or without the corporate seal, all as may be authorized either by vote
118 of the authority or by the officers to whom the power to determine any or all the matters set forth in
119 this sentence may, be expressly delegated by vote of the authority. The engraved or printed facsimile
120 of the seal of the authority on its bonds, notes, or certificates of indebtedness shall have the same
121 validity and effect as if such seal were impressed thereon. Whenever a bond, note or certificate of
122 indebtedness is required to bear the signatures; provided, that each officer whose facsimile signature
123 appears on such instrument has, by a writing bearing his written signature and filed in the office of the

124 secretary of the authority, authorized the officer whose written signature appears on such instrument to
125 cause such facsimile to be placed thereon. The facsimile signature of any officer so engraved, printed
126 or stamped thereon shall have the same validity and effect as his written signature. In case any officer
127 whose signature or a facsimile thereof appears on any notes, bonds, or coupons shall cease to be such
128 officer before the delivery of such notes or bonds, such signature or facsimile shall nevertheless be
129 valid and sufficient for all purposes as if he remained in office until such delivery.

130 The bonds, notes, and certificates of indebtedness of the authority issued under this act
131 including temporary notes issued under clause (i) of section eight their transfer and the income
132 therefrom, including any profit made on the sale thereof, shall at all times be free from taxation within
133 the Commonwealth. The bonds of the authority issued under this act shall be legal investments for the
134 deposits and the income derived therefrom of savings banks, for the trust funds of trust companies, for
135 the capital and other funds of insurance companies and for funds over which the commonwealth has
136 exclusive control.

137 SECTION 10. The employment of any employees of the authority shall be included in the term
138 "employment" as used in sections one to eleven, inclusive, of chapter one hundred and fifty-one A of
139 the General Laws, and the authority is authorized to become liable for payments instead of
140 contributions and otherwise to comply with the provisions of section fourteen of said chapter.

141 Employees of the authority are hereby made eligible to participate in the contributory retirement
142 system under chapter thirty-two of the General Laws. Notwithstanding any general or special law or
143 rule or regulation to the contrary, the authority shall be required to pay to the Malden retirement
144 system quarterly in of each fiscal year, an amount of money equal to the quarterly total amount paid
145 by said retirement system to retired employees of the McFadden Memorial Manor Nursing Home.
146 Such payment shall be in lieu of any other payment, charge or assessment required of the authority

147 pursuant to chapter thirty-two of the General Laws. Employee contributions shall be withheld from
148 the wages of eligible employees and paid to the Malden Retirement system, as required by law.

149 SECTION 10A. For the purposes of this act, the city may from time to time issue bonds or notes to an
150 amount not exceeding, in the aggregate, ten million dollars. Such bonds or notes shall bear on their
151 face the words McFadden Memorial Manor Nursing Home Loan, Act of 2008. Each authorized issue
152 shall constitute a separate loan, and such loans shall be paid in not more than twenty years from their
153 dates. Indebtedness incurred from time to time under this act shall be outside the statutory limit of
154 indebtedness described in section ten of chapter forty-four, exclusive of the limitation contained in the
155 first paragraph of section seven thereof. The proceeds of such bonds or notes shall be paid over to the
156 treasurer of the authority, to be used for the purposes of this act, upon such terms and conditions as
157 said city and the authority shall mutually agree.

158 SECTION 10B. The city shall not assess any tax upon the geriatric facility or geriatric system or part
159 thereof, or upon the income therefrom. Nothing contained in this act shall exempt any lessee or person
160 in possession of a geriatric facility or part thereof, or the property leased or possessed from taxes or
161 assessments payable under the General Laws.

162 SECTION 10C. This act shall be construed in all respects to meet constitutional requirements. If any
163 provision is held invalid in any circumstances, such invalidity shall not affect any other provision or
164 circumstance. In carrying out this act, all things shall be done which are necessary to meet
165 constitutional requirements whether or not such things are otherwise required by statute.

166 SECTION 10D. For the purpose of chapter 30B of the General Laws, the authority shall not be a
167 municipal agency. For purposes of chapter two hundred and sixty-eight A of the General Laws, the
168 authority shall be a municipal agency and without limiting the power of the city council of said city to
169 classify additional special municipal employees pursuant to said chapter, each member of the authority

170 and any person who performs professional services for the authority in a part-time intermittent or
171 consultant basis, shall be considered a special municipal employee.

172 SECTION 11. Upon the passage of the within act and the date transfer of licenses and possession of
173 the premises from the city to the Authority, the Authority shall be absolved and released from any
174 contractual obligations and claims as their may be against the McFadden Memorial Manor Nursing
175 Home.

176 SECTION 12. This act shall take effect upon its passage.