

**Soldiers' Home in Holyoke
Bylaw Committee Board of Trustees Meeting Minutes**

A meeting of the Bylaw Committee Board of Trustees of the Soldiers' Home in Holyoke (HLY) was held telephonically on Wednesday, April 27, 2021. The meeting began at 5:30 PM.

Bylaw Committee Members Present:

Cindy Lacoste Finance Committee Chairman: Gary Keefe, Isaac Mass

Also Present: Mark Yankopoulos, Legal Counsel, Matt Deacon, Legal Counsel, DVS and Kathleen Denner, Recording Secretary

Roll Call Vote is as follows: Trustee Lacoste (Yes), Trustee Keefe (Yes), Trustee Mass (Yes).

Pledge of Allegiance: All present recited the Pledge of Allegiance

Approval of Minutes: No prior meeting.

New Business

Review of draft Admission Discharge Policy v4:

Mr. Deacon stated the Board worked on the review of the draft Admission, Transfer, and Discharge Policy and then he reviewed it. He asked about the questions on discharge process and that the statute says the Holyoke Board will work towards discharge criteria and the admission criteria have to do with VA status. Mr. Deacon said the regulations have gone to EHS for approval and they will send back to the board for review; and added that Mr. Yankopoulos knows more of the day to day at the facility, so he has been included in the process. Trustee Lacoste asked on page 2 in the comments EOHHS was working on language regarding discrimination. Mr. Deacon answered the comment was a skeleton of a regulation comes from the VA discharge regulation. He added if an acuity-based situation was to occur and someone needs medical expertise, that is not avail in the home, so that was what the back and forth was about. Mr. Yankopoulos said that Dr. Higgins was putting together what describes the acuity level we can care for, if we have to discharge because cannot care for, we need to have a guideline for that. Trustee Mass asked when looking at day care in the future, do we continue to use the word resident maybe should be patient, or should we have a different discharge policy for day care? Trustee Lacoste stated on page 3 section 4 refers to an appeal procedure that we are going to prepare. Mr. Yankopoulos replied that there are statutory requirements for agency appeal hearings that we can easily adopt, to be in compliance with the minimum standards. Trustee Lacoste asked Mr. Yankopoulos regarding appeals that were held previously; have we been doing it properly? As long as we have the discharge notice and then get the discharge regulation and appeals process in place. Trustee Lacoste asked in the last paragraph of section 7 regarding the policy on how the resident will

be readmitted when the leave exceeds the bed hold policy? Mr. Yankopoulos said the Deputy and admissions team are working on reviewing and streamlining these policies. Mr. Deacon discussed how the appeals are being held and they are using the hearing rules that are already out there. He also shared that there is a formality and due process for residents and a bed hold policy is a requirement.

Trustee Keefe requested in the section 4 titled "documentation" the first sentence has the letter "a" after discharges that needs to be deleted. He then asked another question regarding section 7 titled "bed-hold policy and readmission" part three final part allowing to return, is there a policy separate or should be included in this document? Mr. Yankopoulos replied to keep regulatory framework as basic as can be to give flexibility within the policy.

Trustee Mass moved to recommend the policy with Trustee Keefe's one edit. Trustee Lacoste seconded. No discussion. Roll call vote: Trustee Mass (Yes), Trustee Keefe (Yes) and Trustee Lacoste (Yes).

Roberts Rules of Order:

Trustee Lacoste asked the Committee to discuss if we should to adopt the Roberts Rules of Order. Trustee Keefe said it will have to put in front of the board for a vote. Trustee Mass asked if we are not following Roberts what are we following? Trustee Mass said this creates a problem if we are not following Roberts Rules of Order then issues are open law issues. He is concerned it would be tied to bylaws and the State or municipal level that does not use Roberts Rules of Order. Trustee Keefe is not totally comfortable using them, the intent is to make sure we are moving forward. Trustee Mass feels we are basically using the Robert Rules of Order currently.

Trustee Mass made motion to move the decision of using the Roberts Rules of Order to board for a full vote. Trustee Keefe seconded. No discussion. Roll call vote: Trustee Mass (Yes), Trustee Keefe (Yes) and Trustee Lacoste (Yes).

Advisory Board to the Trustees:

Trustee Lacoste shared that she was asked to add an advisory board to the Board of Trustees and would like to discuss this idea. She stated the advisory board would be to protect the Board of Trustees and the Home; and it is all in the best interest of the veterans. Trustee Lacoste shared that there is a veteran advocacy council at the home, and it will be discussed with the social workers to find out what rules they are running by. She added people have the ability to speak before the board during public comment, if they have a concern, so not sure if an advisory board is necessary. Trustee Keefe said we lost a lot of veterans due to COVID and we are trying to work out our role with the home and state. He suggested that we could expand the public comment section. He does want to learn more about what the family advocacy group has to say. Trustee Mass feels it is not the right direction for us to go in and

would like to take direction from a wider view of the community. Trustee Keefe suggested, that in the future, 2 seats for family members may be added to the board.

Trustee Mass made a motion to forward a negative vote on adding an advisory board to the Board of Trustees to the full board. Seconded by Trustee Keefe. No discussion. Roll call vote: Trustee Mass (Yes), Trustee Keefe (Yes) and Trustee Lacoste (Yes).

Review of Soldiers Home of Holyoke Bylaws:

Article I – Organization discussion.

Trustee Keefe asked when we were fighting for the \$400 million due to Hampden county, we were to include Worcester County, do we have to wait to change the bylaws to include Worcester County? Trustee Mass said we have to wait for statute changes. Trustee Lacoste stated once the statute changes, we will add Worcester County.

Article II – Board of Trustees no changes.

Article III - Meetings of the Board of Trustees discussion.

Trustee Keefe thought it was an odd time of the year to review the prior year's accomplishments and that following the FY calendar would allow us to review expenditures. He felt May or June would be more appropriate. Trustee Keefe believes that if we review earlier there would be an opportunity to have specific line items and addendum opportunity. Trustee Keefe suggested going by the calendar year possibly having the annual meeting in November and give accomplishments over the past year and also could add establishing goals and objectives at the regular November board meeting or other such date and time as the trustees determine. Trustee Lacoste will update Bylaws.

Trustee Mass suggested changing Section II Regular Meetings to read the time to be held on the second Tuesday of the month will be determined by the chairperson.

Trustee Mass questioned if the joint meeting with Chelsea should be included, we should check Chelsea's Bylaws and work out a process. Trustee Lacoste could not find anything in their bylaws. Trustee Mass stated that we are required to have a joint meeting so we should add a third section titled Holyoke and Chelsea meeting. Trustee Keefe (Chairman of the Board) will speak to Chelsea's Chairman to review.

Trustee Keefe stated to keep the joint meeting during June. Trustee Mass suggested adding at time, place, and location decided by both chairpersons. Trustee Lacoste will add to Bylaws.

Section 7 Quorum, Notice discussion.

Trustee Mass suggested changing presence of four Trustees to presence of quorum of full board; this could occur when we change when composition of board changes. Trustee Lacoste would like to make it clear that the meeting can continue but no voting can occur. Trustee Mass feels the sentence should be deleted. Trustee Keefe stated a quorum is required for the

business of the meeting to continue to its conclusion. Trustee Mass same as striking sentence. Trustee Lacoste will strike the last sentence in the Bylaws.

Section 9 Remote Participation discussion.

Trustee Keefe suggested it read by any means of a conference technology in place of conference telephone or any other technology that enables the remote participation. Trustee Lacoste will update the Bylaws.

Article IV - Committees of the Board of Trustees

Section 4 Bylaws and Rules Committee discussion.

Trustee Mass suggested changing section 4 title to Bylaws and Rules of the Home Committee. Trustee Lacoste will update. Trustee Keefe asked if the committee should continue to rule of the home. Trustee Mass replied that they are not independent bodies. Trustee Lacoste shared that the advocacy groups are governing outpatient. Trustee Keefe asked if the home designates committees and groups. Trustee Mass replied this is mostly based on statute. Trustee Keefe suggested Rules, policies, and charters of the Home, including but not limited to, the homes designated committees and group. Trustee Mass suggested going broad on the rules of the Home.

Section 3 Operation Committee discussion.

Trustee Keefe asked about the oversight over the review of all inspections and what does the responsibility to adopt? The review of inspections is written by Secretary Poppe but we suggested we have input. Trustee Mass stated the Operations Committee should have input and receive evaluation back. Trustee Mass said we should receive back final evaluation in executive session.

Section 5 Finance Committee discussion.

Trustee Keefe suggested the sentence "the committee shall make recommendations..." should be under Article 2 duties and responsibility.

Article 5 Officers of the Board of Trustees discussion.

Section 2 Secretary discussion.

Trustee Lacoste suggested adding "or their designee should act as secretary" after The Superintendent.

Article 6 Management

Section 1 Superintendent discussion.

Trustee Keefe suggest in line 5 change the word "see" to "confirm" and in line 8 change "and" to "or" after procedure. Trustee Mass would add after first sentence appoint "as required discharge". Trustee Lacoste will make updates.

Trustee Mass stated all other positions are left to the superintendent and every time a change is made to the board. Trustee Lacoste requested when we have annual meeting ask for new organizational chart for January. Trustee Mass would like a guideline for new Superintendent to share.

Trustee Mass said it is redundant, strike it is reviewed above. Trustee Lacoste will edit the bylaws.

Trustee Mass requested changing Section 2 to be named Medical Director. He will verify the statute to change Medical Director to CMI.

Trustee Mass suggested adding a section 3 for Treasurer.
Treasurer of the home shall in accordance with general law (same as in section 1 Superintendent). Trustee Mass asked Mike Lynch for treasurer scope of responsibilities.

Trustee Keefe said the document goes back and forth between using veterans or residents. He asked what is in the statute. Trustee Lacoste stated they have to be a veteran to be a resident, change to patient.

Trustee Mass suggested we move to vote at the August regular meeting. We can send out draft to have edits before the August meeting and have committee meeting too.

Family Advocacy Group & Veteran Advocacy Group:

Trustee Lacoste suggested the committee needs more information from social workers that take care of these groups. Trustee Keefe will find out who is on specific committees and councils? Trustee Mass stated that these are part of the VA requirements

Trustee Mass made a motion to adjourn. Trustee Keefe seconded. All in favor. Meeting adjourned at 7:05 pm.

Respectfully submitted,

Kathleen Denner
Acting Secretary for the Board of Trustees

Attachments:

- HLY Draft Admission Discharge Policy v4 KB 1.25.21 (003)- Attachment 1
- HSH BOT By-Laws as amended 1-12-21 – Attachment 2
- Charter Family Advocate Committee – Attachment 3
- Charter Veteran Advocate Committee – Attachment 4