



Berkshire Healthcare Systems, Inc.

P.O. Box 2489
75 North Street, Suite 210
Pittsfield, MA 01201

March 30, 2022

Via email – dph.don@state.ma.us

Ms. Lara Szent-Gyorgyi, Director
Determination of Need Program
Department of Public Health
250 Washington Street, 5th Floor
Boston, MA 02108

RE: Determination of Need Application – Windsor Nursing & Retirement Home
Application No. 22032410-CL

Dear Ms. Szent-Gyorgyi,

Pursuant to 105 CMR 100.000 ("Regulations"), on behalf of Berkshire Healthcare Systems, Inc. ("Applicant"), we are submitting the related documents to accompany Determination of Need Application No. 22032410-CL. The Applicant requests approval to complete renovations at 265 North Main Street, South Yarmouth, MA 02664.

Windsor Nursing & Retirement Home is a 120-bed licensed skilled nursing and rehabilitation center located in South Yarmouth, Massachusetts. Windsor Nursing & Retirement Home, which has been operated and managed by the Berkshire Healthcare Systems, Inc. since 1987, specializes in short-term rehabilitation and long-term care. Additionally, it has a sub-acute unit and provides hospice and respite care.

The facility was originally constructed in 1975 with 120 licensed beds. The building is 1 story, contains a total of 46,100 gross square footage, and is a Type I non-combustible construction type.

To comply with the De-Densification Requirements effective April 30, 2022, the Applicant proposes to relocate 23 licensed beds in triple-bedded rooms by constructing two wings attached to the front of the existing facility. Each wing will have 4,986 square feet for a total of 9,072 square feet. All of the beds in the addition would be semi-private rooms.

We believe that the Applicant has met the requirements of the "sustain and restore" sections (105 CMR: 100.100) of the Department's determination of need regulations. It is our understanding that the proposed work complies with the Department's definition of a conservation project.

We will be submitting the application and all necessary attachments with this letter of intent. We have also met the public notice requirements as specified in the regulations. A copy of the check for the filing fee is attached to the application.

Berkshire Healthcare Systems and the Applicant want to confirm several important matters in this submission to your office:

- First, the objective of the plan is to address key regulatory requirements, to enhance the facility and services for residents and staff, and to foster financial sustainability in future operations
- Second, separately the Applicant is submitting Attestation and Waiver Request documentation concurrently to appropriate State Agencies, which confirm the good faith intent to comply with the
- DPH new licensure rules related to 3 and 4 bed rooms. Note that in the Attestation, there is specific citation of the submittal of this timely DON application.
- Third, the plan is predicated on the intent to continue current facility operations, services, and employment. The project involving new construction will not cause undue hardship or major displacement and will be phased to assure continuity.
- Fourth, this is a renovation/construction project involving an existing facility and currently licensed beds.
- Fifth, the project will address the 3 and 4 bed requirement, Life Safety Code upgrades, and it will enhance quality, environment, and infection protection features.
- Sixth, the Applicant wants to highlight that this proposed project is intended to assure continuation and continuity of the existing facility and its services. This is a renovation and enhancement project at the existing licensed and approved site. The project does not add new SNF beds to the LTC system. It assures sustained and enhanced operation of existing services. The number of beds, the required parking, environmental and zoning elements are reflective of the plan to continue what is in place and make it stronger in a cost-effective way. The plan is also designed to control project cost, mitigate hardship to residents and staff, and to avoid significant bed reduction during construction and renovation.
- Seventh, the application points to the material improvement in future financial performance following the project. The Applicant acknowledges DoN's policy relating to obtaining the opinion of financial feasibility by an independent, qualified CPA, and will address and comply with this as needed.

Thank you for your consideration of this request. Please contact Karen Koprowski, Regulatory Advisor, should you have any questions or need further information. Her contact information is as follows: (774-239-5885) kkoprowski@strategiccares.com

Sincerely,



William Jones

Berkshire Healthcare Systems, Inc
Chief Executive Officer

Enclosures

Cc: Elizabeth Chen, Executive Office of Elder Affairs
Stephen Davis, DPH Healthcare Licensure and Certification
Suzanne Barry, Center for Health Information and Analysis
Kate Mills, Health Policy Commission
Whitney Moyer, MassHealth Office of Long-Term Services and Supports
Attorney General's Office

FILING FEE

WINDSOR NURSING HOME / WIN
P.O. Box 2489
Pittsfield, MA 01202

COMMONWEALTH OF MASSACHUSETTS

Patent Number US 6,902,770

67564

*

DATE 3/25/2022 CHECK NUMBER 159547

INVOICE NUMBER	INVOICE DATE	DESCRIPTION	GROSS AMOUNT	DISCOUNT	NET AMOUNT
21-190039	7/1/2021	Vchr: VO410796	\$25.59	\$0.00	
DB0014838	7/1/21	DISB0199907	-25.59		
FILING FEE 22	3/22/2022	VO417344 FILING FEE	\$8,522.67	\$0.00	\$8,522.67
PRINT BATCH 3,919	VENDOR CODE WIN:C000048	PAY TO NAME COMMONWEALTH OF MASSACHUSETTS			NET TOTAL \$8,522.67

FOLD

FOLD

FOLD

FOLD

VERIFY THE AUTHENTICITY OF THIS MULTI-TONE SECURITY DOCUMENT. CHECK BACKGROUND AREA CHANGES COLOR GRADUALLY FROM TOP TO BOTTOM.

(413)447-2982
WINDSOR NURSING HOME
P.O. Box 2489
Pittsfield, MA 01202

TD Bank

53-7054/2113

DATE 3/25/2022 CHECK NUMBER 159547

PAY Eight thousand five hundred twenty-two and 67 / 100 Dollars Only

TO THE
ORDER
OF

COMMONWEALTH OF MASSACHUSETTS

AMOUNT \$ 8,522.67

William A. Jones Jr.

Details on back.

Security Features Included

PUBLIC NOTICE

Cape Cod Times

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Thursday, March 17, 2022

Notice Content

PUBLIC ANNOUNCEMENT CONCERNING A PROPOSED HEALTHCARE PROJECT Windsor Skilled Nursing & Rehabilitation Center South Yarmouth Management Systems Inc., which is owned by Berkshire Health Care Systems, Inc., intends to file an application with the state's Department of Public Health to make changes to its existing skilled nursing facility, Windsor Skilled Nursing & Rehabilitation Center (Windsor). Windsor is located at 265 North Main Street in the town of South Yarmouth Massachusetts. Its parent company, Berkshire Health Care Systems, is a not-for-profit provider which has been delivering high-quality care to elders and disabled persons across Massachusetts for more than 30 years. Windsor plans to construct two additions or wings to the front of the building, each of which would be 4,986 square feet. The total new construction would be 9,972 square feet and the estimated capital expenditure for the project would be \$4,261,334. This figure does not include any updates to the existing facility. The two wings would allow Windsor to comply with the state's new De-Densification requirements, which will prohibit nursing facilities from having residents in three or four-bedded rooms effective April 30, 2022. Windsor will relocate twenty-three (23) beds currently in three-bedded rooms within the existing building to the new wings to meet this new state requirement. The Applicant does not anticipate any price or service impacts on the Applicant's existing patient panel because of the application. Any ten taxpayers of the Commonwealth may register in connection with the application no later than April 30, 2022, or 30 days from the filing date, whichever is later, by contacting the Department of Public Health Determination of Need Program, Attention Program Director, 250 Washington Street, 6th Floor, Boston, MA 02108. The application may be inspected at such address. March 17, 2022 No. 7052671

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Boston Globe, The

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Thursday, March 17, 2022

Notice Content

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ARTICLES OF ORGANIZATION



The Commonwealth of Massachusetts

Office of the Secretary of State
One Ashburton Place, Boston, MA 02108

Michael Joseph Connolly, Secretary

ARTICLES OF ORGANIZATION

(Under G.L. Ch. 180)

Incorporators

NAME

RESIDENCE

Include given name in full in case of natural persons; in case of a corporation, give state of incorporation.

JOHN F. ROGERS

78 WEST STREET
LENOX, MA 01240

The above-named incorporator(s) do hereby associate (themselves) with the intention of forming a corporation under the provisions of General Laws, Chapter 180 and hereby state(s):

1. The name by which the corporation shall be known is:
SOUTH YARMOUTH MANAGEMENT SYSTEMS, INC.
2. The purposes for which the corporation is formed is as follows:

SEE CONTINUATION SHEET 2A

Approved

C ☐
P ☐
M ☐
R.A. ☐

RECEIVED
1990 MAR - 6 PM 12:24
CORPORATION DIVISION

Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on separate 8 1/2 x sheets of paper leaving a left hand margin of at least 1 inch for binding. Additions to more than one article may be continued on single sheet so long as each article requiring each such addition is clearly indicated.

P.C.

3. If the corporation has more than one class of members, the designation of such classes, the manner of election or appointment, the duration of membership and the qualification and rights, including voting rights, of the members of each class, are as follows: -

NONE

Other lawful provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation, or of its directors or members, or of any class of members, are as follows:-

SEE CONTINUATION SHEETS 4A THROUGH 4D ATTACHED HERETO.

CONTINUATION SHEET 2A

This Corporation is formed exclusively for charitable purposes and to acquire, establish, maintain and operate skilled nursing and extended care facilities and render related services; and to carry on any other lawful business and activities as may be appropriate and consistent with its status as a charitable corporation under Massachusetts General Laws, Chapter 180, as amended from time to time and with the Corporation's status as an organization described under Section 501 (c) (3) of the Internal Revenue Code of 1986, as amended from time to time, including but not limited to:

1. owning, leasing, operating and maintaining property suitable or necessary for the Corporation to provide such services and facilities; and
2. employing or retaining such qualified persons or entities as may be needed for the Corporation to provide such services and facilities.

BB#4735-5
MASUB

4. The corporation shall have the following powers in furtherance of its corporate purposes:

(a) The corporation shall have perpetual succession in its corporate name.

(b) The corporation may sue and be sued.

(c) The corporation may have a corporate seal which it may alter at pleasure.

(d) The corporation may elect or appoint trustees, officers, employees and other agents, fix their compensation and define their duties and obligations.

(e) The corporation may purchase, receive or take by grant, gift, devise, bequest or otherwise, lease, or otherwise acquire, own, hold, improve, employ, use and otherwise deal in and with, real or personal property, or any interest therein, wherever situated, in an unlimited amount.

(f) The corporation may solicit and receive contributions from any and all sources and may receive and hold, in trust or otherwise, funds received by gift or bequest.

(g) The corporation may sell, convey, lease, exchange, transfer or otherwise dispose of, or mortgage, pledge, encumber or create a security interest in, all or any of its property, or any interest therein, wherever situated.

(h) The corporation may purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, employ, sell, lend, lease, exchange, transfer, or otherwise dispose of, mortgage, pledge, use and otherwise deal in and with, bonds and other obligations, shares, or other securities or interests issued by others, whether engaged in similar or different business, governmental, or other activities.

(i) The corporation may make contracts, give guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds and other obligations, and secure any of its obligations by mortgage, pledge or encumbrance of, or security interest in, all or any of its property or any interest therein, wherever situated.

(j) The corporation may lend money, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

(k) The corporation may do business, carry on its operations, and have offices and exercise the powers granted by Massachusetts General Laws, Chapter 180, in any jurisdiction within or without the United States, although the corporation shall not be operated for the primary purpose of carrying on for profit a trade or business unrelated to its tax exempt purposes.

(l) The corporation may pay pensions, establish and carry out pension, savings, thrift and other retirement and benefit plans, trusts and provisions for any or all of its trustees, officers and employees.

(m) The corporation may make donations in such amounts as the Member or trustees shall determine, irrespective of corporate benefit, for the public welfare or for community fund, hospital, charitable, religious, educational, scientific, civic or similar purposes, and in time of war or other national emergency in aid thereof; provided that, as long as the corporation is entitled to exemption from federal income tax under Section 501(c)(3) of the Internal Revenue Code, it shall make no contribution for other than religious, charitable, scientific, testing for public safety, literary, or educational purposes or for the prevention of cruelty to children or animals.

(n) The corporation may be an incorporator of other corporations of any type or kind.

(o) The corporation may be a partner in any business enterprise which it would have power to conduct by itself.

(p) The trustees may make, amend or repeal the by-laws in whole or in part, except with respect to any provision thereof which by law or the by-laws requires action by the Member.

(q) Meetings of the Member may be held anywhere in the United States.

(r) No part of the assets of the corporation and no part of any net earnings of the corporation shall be divided among or inure to the benefit of any officer or

trustee of the corporation or any private individual or be appropriated for any purposes other than the purposes of the corporation as herein set forth; and no substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation except to the extent that the corporation makes expenditures for purposes of influencing legislation in conformity with the requirements of Section 501(h) of the Internal Revenue Code; and the corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office. It is intended that the corporation shall be entitled to exemption from federal income tax under Section 501(c)(3) of the Internal Revenue Code and shall not be a private foundation under Section 509(a) of the Internal Revenue Code.

(s) Upon the liquidation or dissolution of the corporation, after payment of all of the liabilities of the corporation or due provision therefor, all of the assets of the corporation shall be disposed of to one or more organizations exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code.

(t) In the event that the corporation is a private foundation as that term is defined in Section 509 of the Internal Revenue Code, then notwithstanding any other provisions of the articles of organization or the by-laws of the corporation, the following provisions shall apply:

The trustees shall distribute the income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code.

The trustees shall not engage in any act of self dealing as defined in Section 4941(d) of the Internal Revenue Code; nor retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code; nor make any investments in such manner as to incur tax liability under Section 4944 of the Internal Revenue Code; nor make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

(u) The corporation shall have and may exercise all powers necessary or convenient to effect any or all of the purposes for which the corporation is formed; provided, however, that no such power shall be exercised in a manner inconsistent with Massachusetts General Laws, Chapter 180 or any other chapter of the General Laws of the Commonwealth of Massachusetts; and provided, further, that the corporation shall not engage in any activity or exercise any power which would deprive it of any exemption from federal income tax which the corporation may receive under Section 501(c)(3) of the Internal Revenue Code.

(v) All references herein: (i) to the Internal Revenue Code shall be deemed to refer to the Internal Revenue Code of 1954, as now in force or hereafter amended; (ii) to the General Laws of the Commonwealth of Massachusetts, or any chapter thereof, shall be deemed to refer to said General Laws or chapter as now in force or hereafter amended; and (iii) to particular sections of the Internal Revenue Code or the General Laws of the Commonwealth of Massachusetts shall be deemed to refer to similar or successor provisions hereafter adopted.

5. By-laws of the corporation have been duly adopted and the initial directors, president, treasurer and clerk or other presiding, financial or recording officers whose names are set out below, have been duly elected.
6. The effective date of organization of the corporation shall be the date of filing with the Secretary of the Commonwealth or if later date is desired, specify date, (not more than 30 days after date of filing).
7. The following information shall not for any purpose be treated as a permanent part of the Articles of Organization of the corporation.

a. The post office address of the initial principal office of the corporation in Massachusetts is:

725 NORTH STREET, PITTSFIELD, MA 01201

b. The name, residence, and post office address of each of the initial directors and following officers of the corporation are as follows:

NAME	RESIDENCE	POST OFFICE ADDRESS
President: Clint Bourdon	45 Candlewood Road Ipswich, MA 01938	45 Candlewood Road Ipswich, MA 01938
Treasurer: Thomas M. Clarke	44 Clydesdale Avenue Pittsfield, MA 01201	44 Clydesdale Avenue Pittsfield, MA 01201
Clerk: Keith T. Pryor	6 Baldwin Lane Amherst, MA 01002	6 Baldwin Lane Amherst, MA 01002
Directors: (or officers having the powers of directors)		
Clint Bourdon	Same as Above.	Same as Above.
Thomas M. Clarke	Same as Above.	Same as Above.
Keith T. Pryor	Same as Above.	Same as Above.

c. The date initially adopted on which the corporation's fiscal year ends is:

December 31

d. The date initially fixed in the by-laws for the annual meeting of members of the corporation is:

Third Tuesday in January in each year

e. The name and business address of the resident agent, if any, of the corporation is:

IN WITNESS WHEREOF, and under the penalties of perjury the INCORPORATOR(S) sign(s) these Articles of Organization this 5th day of March, 1990.

I/We the below signed INCORPORATORS do hereby certify under the pains and penalties of perjury that I/We have not been convicted of any crimes relating to alcohol or gaming within the past ten years; I/We do hereby further certify that to the best of my/our knowledge the above named principal officers have not been similarly convicted. If so convicted, explain.


John F. Rogers.

The signature of each incorporator which is not a natural person must be by an individual who shall show the capacity in which he acts and by signing shall represent under the penalties of perjury that he is duly authorized on its behalf to sign these Articles of Organization.