

Soldiers' Home in Holyoke Board of Trustees Meeting

A meeting of the Board of Trustees of the Soldiers' Home Holyoke (HLY) was held in person, virtually and telephonically on Tuesday, August 10, 2021. The meeting began at 5:14 PM.

Members Present:

Gary Keefe, Chairman; Cindy Lacoste, Isaac Mass and Carmen Ostrander

Board Members on WebEx:

Mark Bigda, Sean Collins, and Kevin Jourdain

Also Present:

Sharon Boyle, General Counsel (EHS); John Cronin, Chief Financial Officer (DVS); Matt Deacon, Legal Counsel (DVS); Robert Engell, Interim Administrator (HLY); Debra Foley, Communications (HLY); Michael Lazo, Interim Superintendent (HLY); Brooke Leahy, Chief of Staff DVS; Michael Lynch, Chief Financial Officer (HLY); Caitlin Menard, Director of Social Services (HLY); John Paradise, HSH Coalition; Rich Polwrek, Director of Facilities (HLY); Cheryl Poppe, Secretary, Department of Veterans Services (DVS); Alda Rego, Assistant Secretary for Administration and Finance, (EOHHS); Mark Yankopoulos, Legal Counsel (HLY); and Kathleen Denner, Recording Secretary (HLY).

Roll Call:

Chairman Keefe conducted a Roll Call as follows: Mark Bigda (Yes), Sean Collins (Yes), Cindy Lacoste (Yes), Isaac Mass (Yes), Carmen Ostrander (Yes), Gary Keefe (Yes) and Kevin Jourdain (Yes).

Pledge of Allegiance - All present recited the Pledge of Allegiance.

Public Comment:

John Paradise stated that the coalition received a copy of the letter that was sent to the veterans regarding the June 30, 2022 closing of the outpatient department and would like to ask some questions. Mr. Paradise asked how will transition plan accommodate the veterans in the community who have relied on the Holyoke Health Center dental program and he would like confirmation that the Holyoke Dental will continue to see veterans? He also asked how will the closure of specialty care effect veterans in the home for example podiatry, dentistry, hematology and urology and how will this affect our most senior veterans who have cognitive or chronic health conditions or dementia? Mr. Paradise asked if we should retain dental rooms and equipment to provide services for residents. He reported that the coalition participated last year in the discussion of the new building but has not seen any public input sessions to their knowledge for phasing out the outpatient services.

Mr. Paradise has received information that the domiciliary is phasing out next spring and is working with social services for a placement plan for resident veterans. He stated the coalition advocates that the home should be in touch with the Western Massachusetts Network to End Homelessness which has a veteran committee and access to available VA supportive housing. The coalition has been told that the Homes visitation is by appointment only and would like to know if this is necessary if the family member has been vaccinated and following protocols? Mr. Paradise also asked, on behalf of the coalition, if veterans service organizations can send representatives to the home to meet with the veterans and they would also like to know if there is a time in the future for veteran groups to see the new

refresh projects and to see the improvements that have taken place? Mr. Lazo will address the questions in his report.

Approval of Minutes:

Upon motion by Trustee Mass and seconded by Trustee Ostrander, it was unanimously VOTED to accept the minutes of the Board Meeting held on May 11, 2021.

Chairman Keefe conducted a Roll Call vote on the approval of the minutes of the Board of Trustees meetings on May 11, 2021. The Roll Call vote is as follows: Mark Bigda (Yes), Sean Collins (Yes), Kevin Jourdain (Yes), Cindy Lacoste (Yes), Isaac Mass (Yes), Carmen Ostrander (Yes), Gary Keefe (Yes). It was unanimously VOTED to approve the minutes.

Approve credentialing and liability for Lisa Fagnoli

A motion was made by Trustee Mass and seconded by Trustee Lacoste to approve the credentialing for Ms. Fagnoli. Discussion as follows, Trustee Mass reviewed the application and wanted to know why are we asking about military status, this needs to come off. Chairman Keefe asked Mr. Yankopoulos to review if this is a standard form from EOHHS or where the form comes from and make sure it is updated. Trustee Jourdain asked if we can get a description because it is unclear on the agenda what Ms. Fagnoli is being appointed to. Mr. Lazo shared she is a social worker therapist from Health Drive and she would not be a member of our medical staff, she is a contractor. Trustee Collins said these will go through the Operations Committee moving forward. Trustee Mass asked if there is a policy of what comes before the Board for credentialing and is this something the Operations Committee or the Bylaws Committee receive a draft form, so the staff knows what to send to the Board? Dr. Dietzen stated the new policy was approved today but it is more internal not what is presented to the trustees. Trustee Collins said we are working on clarification and will be overseeing what is presented to the Board. Trustee Mass asked for clarification on what is the Board's role on approving credentialing and what are we looking for? Trustee Collins said the Operations Committee will be overseeing these moving forward. Trustee Jourdain suggested the credentialing policy go to the CMO and then to the Operations Committee to review and then make a recommendation to the full Board.

Trustee Jourdain made a motion to pass on information from the staff up to the Operations Committee for review and then forwarded to the Board for a full vote. Dr. Dietzen said she does not know if there are delays in consultations. Trustee Collins stated she has temporary privileges until September 10. Trustee Mass asked if credentialing at the Board level related to our insurance liability and he would like to understand who is credentialled by the Board and who is not and what is the difference. Trustee Jourdain stated as a general rule the Board has voted on doctors and mid-levels and social workers should go to the medical director. Trustee Mass asked why are we even credentialing the upper level medical staff and what the purpose of a Board vote on credentialing is. Trustee Collins this goes back to oversight and this can be taken back to Operations Committee and have a discussion, this may be an overreaction of what has happened in the past. He also shared a dental hygienist was voted on a few months ago. Trustee Collins stated the scope of the Operations Committee, oversight is key and that means you make sure the people who are providing license care, license clinical social worker and make sure they have a current license and the educational background.

Trustee Jourdain made a motion to refer to the Operations Committee and Trustee Mass seconded.

Chairman Keefe conducted a Roll Call vote on referring to the Operations Committee. The Roll Call vote is as follows: Mark Bigda (Yes), Sean Collins (Yes), Kevin Jourdain (Yes), Cindy Lacoste (Yes), Isaac Mass (Yes), Gary Keefe (Yes), Carmen Ostrander (Yes). It was unanimously VOTED to refer to the Operations Committee.

CFO/Treasurer Report (Mr. Lynch)

Mr. Lynch informed the Board that this month the Finance Department are in budget process. He shared that Governor Baker signed the FY22 budget into appropriating 28.3 million and are in the phase of billing out the final spending plan for the year and when that is in place he can report on the FY22 state appropriated funds. Mr. Lynch shared that the trustee funds quantity of donations has decreased for the month of July, but the total donation in the amount \$5750 dollars for the month matches our monthly average so far for FY21. Mr. Lynch shared there were no disbursement for the month of July and for August include inscriptions, entertainment services and reimbursement for the NASVH conference. At the Finance Committee meeting it was voted to transfer funds to the UBS account and one pending expenditure for the chamber of commerce dues. We have been a member of the chamber of commerce for over 10 years, we have had veterans attend events out in the community, the chamber holds an event here in November to celebrate veteran's day and for every ornament the sell they give \$5 to the Home. Chairman Keefe asked what amount are the dues for the chamber of commerce? Mr. Lynch replied \$209. Trustee Jourdain asked if the payment can wait till next Finance Committee meeting, Mr. Lynch said we have time and can discuss then. Mr. Lynch thanked Board for the opportunity to attend the NASVH conference.

DVS Staff Report (Secretary Poppe)

Secretary Poppe stated Mr. Lazo has covered all the items that we wanted to speak on. She gave congratulations to the team in Holyoke and everyone who was involved on getting the August 1 deadline for the second phase of the state home construction grant. She gave also congratulated the team for getting the accreditation from Joint Commission. Chairman Keefe closure of outpatient clinic has asked Mr. Lazo and operations and Dr. Dietzen procedure and process. Trustee Mass asked Secretary Poppe is she heard the discussion about the Board vote asking you to convey to the Governor about state funds being used for the NASVH conferences as opposed to Trustee funds. Secretary Poppe stated she did not hear the conversation but she is aware that this come out of the Finance Committee meeting and she has conveyed it thru the Executive Offices of Health and Human Services and it is the administration and finance policy that no travel takes place with appropriated funds and has to be either federal funds or private funds and sometimes travel for certain conferences and trainings are done through federal. This will not have to be addressed again till the winter conference. can go thru federal of private funds. Trustee Mass shared his appreciation the chain of command that you have to work through. The Boards hope is that and I hope you convey this to EOHHS that our intent that the Governor has eyes on our resolution and has an opportunity to consider it himself with the recommendation of the policy advisors he has. I am hoping we receive a response on whether or not this is something valued by the Governor and the Executive Offices of Health and Human Services and this conference. Secretary Poppe said she will relay that up.

Holyoke Soldiers' Home Administrator/Staff Report (Mr. Lazo)

Mr. Lazo shared with the Board that staffing at Home is continuing to grow our team; we have onboarded a program analyst, a night RN and a per diem RN. He reported the Home currently has 320 employees with 318 reporting to work that gives us 94.4% reporting and currently no staff out due to COVID. He also reported that a few days ago the DPH guidance has changed. He said all staff must be tested once a week regardless of vaccination status and daily screening continues for all visitors and staff. The Veterans are not part of the surveillance testing program but are encouraged to wear masks.

Mr. Lazo shared that the Home has had live concerts and Bingo and yesterday a resident Tony Paige turned 100 years old. He let the Board know that the Recreation Department is bringing in for this month performers, various picnics in the pavilion, ice cream social and performers are asked to wear masks when performing.

Mr. Lazo reported the design of new building continues and the staff is engaged trying to come up with the right building for our purpose also working with Payette DCAMM and with their assistance the Home did submit the second phase of the VA Grant. He also shared the Domiciliary is slated to close March 31. He said the veterans are aware and the social workers are actively working with housing specialists at the VA and Massachusetts Voucher Program. Mr. Lazo stated there are 11 veterans living in the domiciliary, many have good insight into locations. He shared that the long term care phase 4 for the refresh project which is going on in 2 North has been delayed due to back ordered supplies; there is a tentative move date of August 17 with refresh for 1 North beginning at the end of the month.

Mr. Lazo updated the Board that in person visitations are open Tuesdays through Saturdays from 9 am to 4 pm and evening hours on Wednesdays until 7 pm and appointments are not required and we ask visitors to wear masks, fill out a questionnaire and encourage Binaxing but it is not required. He also stated that if there is someone that still requires a virtual visit, we can support that. He reported 2800 visits since visitations opened up.

Mr. Lazo shared the new DPH vaccination guidance against COVID-19 became mandatory for all long-term care settings in the Commonwealth and the home is at a 83% vaccinated with ongoing vaccine clinics for staff or they can receive the vaccine out in the community if easier. Mr. Lazo shared that we still have relationships with several different enrichment programs and trauma care for veterans with onsite for one on one and group sessions and a 5 day offsite program for any employees that were employed since March 1 last year.

Mr. Lazo congratulated Sean Bergeron for being voted the Valor Victor this month, this program is similar to employee of the month the Valor Victor exemplifies 3 of our 6 values: care with honor and dignity, veteran focused personalized healthcare, respect and compassion, serve and inspire with commitment to quality, integrity and trust.

Mr. Lazo reported the credentialing from the DPH July 27 came through and we do not have the results yet but reports are that it went fairly well. He also shared we are waiting on final report for July 14 and 15 Joint Commission follow up visit. The Joint Commission sent a letter on August 5 with our accreditation.

Mr. Lazo informed the Board of the Outpatient closure letter that went to various stakeholders yesterday and starting in September we will be scheduling transitional visits. He also shared that there is a letter being drawn up now that will be mailed out to all veterans on our roster. Chairman Keefe asked what led to this decision and where did this decision come from? Mr. Lazo replied the decision is multitiered. He believes a couple of things that went into this; first there has been a change in guidance, possibly DPH or VA, that no longer allows an outpatient clinic be attached to a long-term care facility. He assumes we were grandfathered based on the age of the home and that is one of the reasons. Trustee Mass asked if that is a DPH regulation or a guidance. Mr. Lazo could not confirm if it was a regulation or a guidance and did not want to speak out of turn.

Mr. Lazo shared that he spoke with Dr Dietzen who spoke with many of the providers that were here before and none of them had any intention of returning to the Home to provide specialty services. He stated that least of all we were losing money in the service and that was a very small part this and I can dig a littler deeper into that and provide more on that piece.

Mr. Lazo reviewed that we have been closed since March of 2020 and it may have been a little bit before then because it was a flu outbreak prior to COVID. He stated there has been a lot of discussion and review and the closure was decided and we will make transition visits for any veteran requesting one with April 30, 2022 as the last date for appointments. He shared that they will officially close June 30 to provide a 60-day window for pharmaceutical refills so anyone with an appoint on April 30 will have 60 days of refills before we close completely. As we go through this process, we will be doing transitional visits with our social work group and also bringing in a third-party social work group that will help with the transition and will coordinate with the VA. We did check with the VA in Leeds and they manage all of the Suboxone in Springfield and Chicopee. They have availability with short waits for appointments. Mr. Lazo said when Dr. Higgins was here, he spoke with colleagues at both Baystate and Holyoke Medical Center and they both have availability and Dr. Dietzen has contacts there and is double checking to confirm. He also stated the way we are moving forward and I think the plan we have in place to move forward is a good one this gives our Physicians a sense of closure and they will be able to meet with their veterans it has been a challenge for them over the past year or so trying to give care through televisits and this will allow them a face to face in person visit.

Trustee Mass stated that Mr. Lazo was pretty passive and you said the decision was made, who made the decision; was it your decision or was it higher than you, was it the medical director, who made the final decision? Mr. Lazo replied that he would call this a three-tiered decision from the Home, DVS, and EOHHS. Trustee Mass followed up asking who had the final authority to make the final decision? Mr. Lazo stated the authority would come from the secretary. Trustee Mass said that is incorrect, I think the final authority comes from the Board. The statute is very specific that the Board adopts reasonable rules and regulations governing outpatient treatment in Chapter 6 section 71 there is also a presumption in there that the Home will provide outpatient treatment. We are adopting reasonable rules and regulations. It is possible that we wouldn't provide any at all but I think a fair reading of it is that we must provide reasonable rules and regulations and at any level the Board must make the final decision about a permanent closure. Mr. Mass would like Mr. Lazo to take a look at that and see if you actually have the authority to do what you are proposing to do. Chairman

Keefe asked when were you notified of this decision, Mr. Lazo replied a day or so ago. Chairman Keefe asked Trustee Mass to repeat what he was referring to. Trustee Mass stated it is Chapter 6 section 71 specifically gives the Board, one of the limited authority we have is, to adopt reasonable rules and regulations governing outpatient treatment and I would suggest that requires us to actually have Outpatient treatment and there is another reading of that that we could adopt a rule that it's a reasonable rule we won't have any but I think the Board has to make that decision and I know I haven't had any information on this. He said there may have been conversations going on, but as a Board member I have not been alerted to that it was even under consideration. Mr. Lazo replied that we have talked about this at other meetings prior to this closure. Trustee Mass said we have talked about it 5 years from now when in the new building with not suggestion that it was being done in the near, or even intermediate future at least not that I heard maybe it is in one of the minutes that I tried to review to see but I haven't seen that. He said he certainly did not know it was September. Trustee Collins stated we have read some of that in the Medical Staff meeting minutes with the concerns the providers had and we did discuss that and needed some further clarifications and I don't think anybody on the Board was anticipating the Outpatient department closing so early but sometime in the future after the new building. Trustee Jourdain said we discussed the closure ultimately of the Outpatient department or certainly a radical reduction of services except for perhaps what we were going to do for our for our daycare patients when we have the new facility was that we were going to scale down all of our Outpatient department that was the only time we discussed that and that is when we were going to have the new building and that would be 5 years from now. He also stated to just have this which is a decision that has been made by "EOHHS" that we are closing the Outpatient department on June 30, no discussion before the Board and if you want to read the statute a little further it says that the medical director also is supposed to oversee the operations of the Outpatient department obviously under the rules and regulations that we establish; I have never heard Dr. Dietzen testify before this Board or the Operations Committee about saying based on x,y and z reasons we need to close this down and we want to bring this to the Board attention and we would like to do this for xyz reasons. He also stated that there is a Board of trustees, there are people in place, we have bylaws, we have rules and regulations on these things and you have to follow the process because this has serious patient impact and that is what we are here to do as trustees. We have a fiduciary duty. We have a duty to these patients to make sure that all of these transitions are appropriate for them and all of these things are considered, and patients have an opportunity to be heard. Maybe there is a community based veterans that receive and count on these services, maybe they would like to come and speak up or come before the Operations Committee and say it is a hasty decision or I think it is a great decision I'll just go down the street because there is no problem whatsoever getting services elsewhere. Who knows what they are going to say but how about we listen to them. Trustee Jourdain shared that maybe we embrace this decision but I think there is a lack of conversation going on about the decision and we need to have that conversation, it comes back to we have rules and regulations and we need to be following those.

A motion was made by Trustee Jourdain to have this topic will be referred to the Operations Committee Jourdain and was seconded by Trustee Bigda. Discussion. Chairman Keefe said when you present this to the full Board it will include answers to the questions that Mr. Paradise has and will lay out a draft transition plan based on the information that you receive from Mr. Lazo, Dr. Dietzen, EHS and EOHHS. Trustee Jourdain added if there is a plan

about domiciliary closing in the near future let get that on the table too. Mr. Lazo said the domiciliary is closing March 31, 2022. Trustee Mass said the plan was for social services and transition the veterans. Secretary Rego added the construction is relying on the domiciliary being vacated earlier because that is the biggest part of where we are going to place the new building. Trustee Jourdain asked is there a domiciliary date closure? Mr. Lazo replied 3/31/2022 and all residents have been notified and social workers have been working with the transition of the veterans.

Chairman Keefe conducted a Roll Call vote to refer to the Operations Committee. The Roll Call vote is as follows: Mark Bigda (Yes), Sean Collins (Yes), Kevin Jourdain (Yes), Cindy Lacoste (Yes), Isaac Mass (Yes), Carmen Ostrander (Yes), Gary Keefe (Yes). It was unanimously VOTED to refer to the Operations Committee.

Chairman Keefe asked Mr. Paradise, as the coalition leader, to please go directly to Mr. Lazo to have responses quicker and if he is unable to answer then the question will go to Board.

Holyoke Soldiers' Home General Counsel Report (Atty Yankopoulos)

No significant issues to bring before the Board. Trustee Mass asked regarding Bennett Walsh if the Attorney General investigation still ongoing? Mr. Yankopoulos replied as far as he knows it is still ongoing. Trustee Mass asked if the DOJ pending criminal matter. Mr. Yankopoulos replied as far as he knows it is still ongoing. Chairman Keefe asked Mr. Yankopoulos where we stand with the Attorney Generals open meeting law requirement? Mr. Yankopoulos replied we are in compliance the only remaining issue is the meeting law training for Trustee Collins and he has already registered for that. Trustee Collins for open meeting law training is signed up for September. Mr. Deacon brought to the Board's attention a new legal matter the estate of a resident has brought suit against the Home and are going thru presentment and will be working with Mr. Yankopoulos on a recommendation with that case. Trustee Jourdain asked if these are these related to COVID situation from last year. Mr. Deacon replied yes. Trustee Jourdain asked if there any other pending open meeting law issues other than the Attorney General one or requests for records? Mr. Yankopoulos replied none at this time.

Home's Family Advocate Committee Report (Ms. Menard/ Ms. Foley)

Ms. Menard reported that we have been able to have in person advocacy meetings and is much better attended. She said we have been able to get executive team leaders, dietary, EVS and ombudsman in attendance. The third meeting will be happening this Thursday and our family advocacy meetings we are doing in person and WebEx which has helped families that are out of state stay in touch. She shared some of the feedback they have been receiving they would like updates on the gift shop, the canteen and on vending machines. Ms. Menard shared that overall families and veterans are happy; and communications have gotten much better.

Home's Veterans Advocate Committee Report (Ms. Menard/Ms. Foley) included above

Trustees' Finance Committee Report (Trustee Jourdain)

Trustee Jourdain reported we have some new business and old business so we can take care of all once. Trustee Jourdain shared the \$100,000 for the EMR has been returned by the State. Mr. Lynch and Massachusetts licenses plate revenue by non veteran sources.

Mr. Yankopoulos gave an update on license plate issue, he spoke with RMV and as it stands our reading of the statute of who can apply for a distinctive registration plate seems to be in accord with theirs but they are asking for a few more weeks to review the issue. He continued the RMV has another agency asking for a plate so they would like some time to see how that will work in practice. Mr. Yankopoulos will be touching base with them in 2 weeks to see where we are. Trustee Mass believes it will raise more money that we raise on all other giving combined on an annual basis.

Trustees' Operations Committee Report (Trustee Collins)

Trustee Collins reported that the Operations Committee has not meet since inaugural meeting in May. He shared an overview of the meeting, the new dashboard, reviewed scope of the operation committee, oversight of operation clinical related issues, KPI's (key performance indicators) and is thrilled by what is being tracked in the Home. Trustee Collins said the core areas they are looking at is people, safety, service, quality and some finance. He stated we are putting a lot of effort to higher standards for the home and are hitting national standards. Trustee Collins reported the one of the standard agenda item is the Medical Staff update where we will review the minutes, take care of issues and credentialing packages then provide an executive summary to the Board that we do our due diligence, on those who hold a license, meeting the requirements. Standard agenda item is outside agency audits inspections with a dashboard will show outstanding visit items and return visit dates. Trustee Collins want to continue on with better communication for the Board members. He stated another standing agenda item supporting patients, family and staff with any complaints and another agenda item following the transitional plan document and make sure we are executing.

Trustees' By Laws Committee Report (Trustee Lacoste)

Trustee Lacoste reported the Bylaws Committee had a meeting at the end of July and pushed out the final bylaw corrections. Trustee Lacoste made a motion to approve the Bylaws and it was seconded Trustee Mass. Discussion. Chairman Keefe asked if we can possibly put on website? Trustee Lacoste will follow up with Ms. Foley. Chairman Keefe conducted a Roll Call vote to approve the Bylaws as amended. The Roll Call vote is as follows: Mark Bigda (Yes), Sean Collins (Yes), Kevin Jourdain (Yes), Cindy Lacoste (Yes), Isaac Mass (Yes), Carmen Ostrander (Yes), Gary Keefe (Yes). It was unanimously VOTED to approve the Bylaws as amended.

Old Business

Update Holyoke Soldiers' Home Ombudsman Program (Trustee Collins/Mr. Lazo)

Trustee Collins reported that Mr. Lazo had announced at the joint Board meeting last month that Patricia Spirito was selected as new ombudsman.

Update on Telephone/Television Account (Mr. Lynch)

Mr. Lynch reported that there they have had internal discussion within the Home resume charges for telephone and tv services. He reminded the Board these charges have been provided through the pandemic. Trustee Mass would like a report on what total cost is and how it would affect the trustee account if the trustee account was to pick up the cost. He believes this would be a recreational activity bit does not know how large of accosts it is. Mr.

Lynch informed the Board it is \$1/day for TV and in the past the families would pay for the phone services and we provide the phone. Trustee Jourdain stated that these have not previously been funded by Board. He shared that there is a DirectTV bill that the Board pays in the canteen.

Update on potential to expand License Plate revenues by non-veteran source (Mr. Lynch/Trustee Mass) above

Update on \$100k for EMR returned by state (Mr. Lynch/Trustee Jourdain) above

Update on VA Survey Corrective Action Plan status (Mr. Lazo)

Mr. Lazo reported the we received notice from the VA that corrective action plan was accepted. Jourdain asked if the board received the corrective action plan, Mr. Lazo will resend.

Update on VA state home grant application (Sec Poppe) above

Status of admissions based on Refresh Program Completion (5-10 beds) (Mr. Lazo)

Mr. Lazo stated that our current numbers and status of the refresh we have identified approximately 4 additional beds from domiciliary to long term care side and we will have approximately 10 – 15 beds. He also shared the admission team are reviewing the list and 5 names to move forward with and once we have talked with DVS and they give the ok to move forward we have 5 names that we will start with. Chairman Keefe asked for a ballpark date? Mr. Lazo replied a few months once the refresh is complete, possibly the end of October. Trustee Mass stated that we should make a big announcement and we should be celebrating.

Status of EMR vendor contract (DVS/HHS rep)

Mr. Deacon shared we are still negotiating. Chairman Keefe asked if what is the delay or because of COVID are things taking a little longer? Mr. Deacon stated they have been in discussion with vendor and we are asking a lot of questions on our side, due to it being so complicated. Ms. Rego stated this is a complicated system to implement across any setting and these vendors are multinational companies and you have to ensure our due diligence. She gave examples of some of the items i.e. where it will be hosted? Cloud or? Ms. Rego state we are making sure we understand all aspects and being across two homes and making sure the clinicians are comfortable with the changes and appreciates the Boards patience. Chairman Keefe appreciates their due diligence and making sure all aspects are covered. Ms. Rego stated this has the power to transform our business and clinical processes; and we want to make sure staff and clinicians are prepared for the change as well.

Update on status of Complaint/Whistleblower Process & Program(Trustee Collins/Mr. Lazo)

Trustee Collins reported the ombudsman will be addressing some of these issues. He also shared that at the Operations Committee they looked at employee, patient, family issues, placards, phones and items to be posted and we have met the intent. Trustee Mass asked if patient safety placards gone up? Mr. Lazo asked residents rights poster? Trustee Mass asked if someone sees something wrong with anyone is there is a number you can call to

report. Mr. Lazo will show Trustee Mass up on the units. Chairman Keefe asked if the Trustee Collins could get with Mr. Lazo and Ms. Foley to see if there is there a link on the Home's website. He suggested a banner with the information. Trustee Collins feels they should be posted in elevators, on the floors entering and leaving the building. Trustee Mass stated the KPI very useful tool, when is the May June July coming out? Mr. Lazo will email to the trustees.

Status of reintroducing annual BBQ for residents w/ Trustees Serving (9/14/21) (Mr. Lazo)

Trustee Lacoste the BBQ had previously been prior to the Board meeting. She shared that lunch time 11 -12 and Board starts earlier possibly 1 or 1:30 pm. Chairman Keefe asked if Mr. Lazo could send specifics. Mr. Lazo will have Maggie put together and will send to the Board. Chairman Keefe looking to start the Board meeting 1pm.

New Business

**Finance Committee recommendation to Vote to approve (Trustee Jourdain)
Adopting the policy to invest in veteran funds recommended by UBS**

Trustee Jourdain made a motion to adopt a policy to invest 5% of veteran funds recommended by UBS and seconded by Trustee Mass. Discussion non heard. Chairman Keefe conducted a Roll Call vote to adopt the policy. The Roll Call vote is as follows: Mark Bigda (Yes), Sean Collins (Yes), Kevin Jourdain (Yes), Cindy Lacoste (Yes), Isaac Mass (Yes), Carmen Ostrander (Yes), Gary Keefe (Yes). It was unanimously VOTED to adopt the policy.

Transfer \$270,000 to the UBS long term investment account.

Trustee Jourdain shared the purpose of this motion is that we will soon have a trustee account budget to which the Finance Committee is still working on with the CFO. We took a review to see how much we want to have in reserve into the checking account and at this time it is our recommendation to leave a standing balance of around \$150,000 which is the recommended amount that we think that based on our current review we would spend in a course of a year. As a reminder to trustees we want to have a full year of expenses sitting reserve in the checking account and as donations are coming in that will be replenished at a minimum we would have a full yar of expenses and we anticipate we will be allocating about \$150,000 toward our normal operating expenses. Mr. Jourdain reported at this time we have in excess of \$400,000 in that account wo we are way over that amount and therefor the recommendation is to allocate 270,000 form our checking account into our investment accounts. We also want to be good stewards of these funds because as you know we get a miniscule amount of interest in the checking account. Trustee Jourdain reported that what you are likely to see is continuing our conservative investment policy, which is about 50% fixed income and 50% in equities is what is being recommended to us by our UBS advisor

A motion was made by Trustee Jourdain to transfer \$270,000 from the checking account into the long-term investment account managed by UBS. Seconded by Trustee Mass. Discussion non heard. Chairman Keefe conducted a Roll Call vote to transfer the funds. The Roll Call vote is as follows: Mark Bigda (Yes), Sean Collins (Yes), Kevin Jourdain (Yes), Cindy Lacoste (Yes), Isaac Mass (Yes), Carmen Ostrander (Yes), Gary Keefe (Yes). It was unanimously VOTED to transfer the funds.

Forward a positive recommendation to the Full Board to resolve to request Secretary Poppe Convey to the Governor the express will of the Board of Trustees of the Holyoke Soldiers Home is that the cost of out of state travel for staff attending the NAVHC be allowed to be paid from the operating budget and to send a copy of said resolution to the Chairman of the Chelsea Soldiers Home.

Trustee Jourdain stated the purpose of this resolution is the reason why Mr. Lynch and others need to fund the employees because they are being lobbied to go to these important conferences. He shared that there is an executive order that State employees cannot use State funds for out of state travel. Trustee Jourdain feels it is hypocritical that we want our employees to attend but we don't want to use state monies to pay the expense. He said we should revisit this policy, instead of a blanket rule, the executive leadership should be evaluating these conferences and the ones they deem worthy they should be allowed to use state funds.

Trustee Jourdain made a motion for a positive recommendation to use state funds for out of state travel for the Holyoke Soldiers' Home and the Chelsea Soldiers' Home and DVS to attend the NAVHC conference each year. Trustee Mass seconded. Discussion. Trustee Mass stated these are professional development conferences and trade shows that provide valuable information and improve quality of life in the Home, and that is why the Finance Committee approved the travel but that is not what donors give money for. Chairman Keefe asked for clarification that the Finance Committee going to draw up this proposal for this conference that happens two times a year and are we identifying a maximum number that will attend these each year? Trustee Mass the spirit of it is to send to Secretary Poppe to convey our message to the Governor, we are not trying to be overly formal we just want Secretary Poppe to have the force of a vote of the Board of Trustees say they think this is important. Chairman Keefe conducted a Roll Call vote to approve the motion. The Roll Call vote is as follows: Mark Bigda (Yes), Sean Collins (Yes), Kevin Jourdain (Yes), Cindy Lacoste (Yes), Isaac Mass (Yes), Carmen Ostrander (Yes), Gary Keefe (Yes). It was unanimously VOTED to approve the motion.

Vote to approve use Trustee funds for Mike Lynch's attendance at the NASVH conference.

Trustee Jourdain made a motion to use Trustee funds for the attendance of the NASVH conference. The cost \$1996.56. Seconded by Trustee Lacoste. No discussion. Roll Call vote. Chairman Keefe conducted a Roll Call vote to approve the use of Trustee funds. The Roll Call vote is as follows: Mark Bigda (Yes), Sean Collins (Yes), Kevin Jourdain (Yes), Cindy Lacoste (Yes), Isaac Mass (Yes), Carmen Ostrander (Yes), Gary Keefe (Yes). It was unanimously VOTED to use of Trustee funds.

Revised Holyoke Soldiers Home By-Laws Vote to Approve (Trustee Lacoste) above

COVID/ D- Variant Procedures being developed & implemented (Mr. Lazo)

Chairman Keefe shared that he was not sure if home procedures would change with the new variant. Mr. Lazo stated surveillance all employees vaccinated and unvaccinated testing of 1 time a week. The vaccination is now mandatory as of August 4 and we are working through plans to make sure we are following new guidelines, unvaccinated will need to be Binaxed daily until vaccinated. He also shared visitation remains open and now all visitors have to

keep masks on. Dr. Dietzen reported the variant is very concerning and a lot of new guidance and more changes may be coming. Trustee Ostrander asked if passed cloth masks not allowed. Mr. Lazo responded surgical masks are given when staff walks in. Trustee Mass what is our supplies of N95 masks for staff and visitors? Mr. Lynch we have adequate of all PPE stock, with a minimum of 3 months supplies.

Possibility to research and adopt Management Advisory Council (MAC) as used by US Dept of Veterans Affairs as template for Veterans Organizations/Volunteer organizations/Community advocates Committee to further promote HSH Initiatives. (Trustee Collins/Mr Lazo)

Chairman Keefe shared that this came from an email from Mr. Paradise the possibility to research and adapt the management advisory council is used by US Department Veterans Affairs template for veterans' organizations, volunteer organization, community advocates to the committee to further promote initiative. This was discussed by Chairman Keefe, Mr. Lazo and Secretary Poppe and this was referring to the mini mac. Mr. Lazo replied he does now know the difference and he will email the director of the VA of western and central Massachusetts and hopefully he will include him in this meeting and then I can bring that format to the group. Chairman Keefe work with two advocacy groups and go through the Operations Committee.

Motion Board Vote to terminate Outside Council Morris & Mahoney by Chairman Keefe

Chairman Keefe reported the Board voted to retain council on April 21, 2002 and a reference was made to all the pending investigation and Mr. Walsh's litigation. The driving issue to retain the council appears to have been the conflict between the Attorney General's Office would have by representing the Board while simultaneously investigating the Home. Trustee Mass seconded. Discussion. Trustee Mass reminded the Board that we heard earlier there is still an Attorney General, Department of Justice investigations and ongoing criminal matter and multiple civil matters related to residents; in the civil matters the Board of Trustees could be individually be names as defendants. Trustee Mass also shared the reason Morris & Mahoney were retained was because usually the Board of Trustees would be represented by the Attorney General's Office but because the Attorney General's Office is investigating, it is a conflict of interest and this will be ongoing for years and it is premature to dismiss Morris and Mahoney. He also shared the scope of their representation includes things like the authority of Board and finance issues. He also thinks the authority of the Board became very notable today when we talked about the closure of the outpatient services and where does that authority lie in the Executive Offices of Health and Human Services or the Board of Trustees, where are the lines of legality and I think it is important for us to have representation representing the interest of the Board because historically that has been different from the interest of the Executive Offices of Health and Human Services it has been upheld by judges indicating that the authority lies with the Board where the Executive Offices of Health and Human Services has taken the opposing view. Trustee Jourdain asked a procedural professional conduct question of whoever drafted and asked for this to be on the agenda and if it was the Executive Offices of Health and Human Services are they interfering with attorney client privilege. Chairman Keefe recalled it being put on to discuss as a financial issue, to see if we are paying for a service we longer need. Trustee Jourdain stated that he is a lawyer and General Keefe is not and he is aware of these rules and I hope lawyers that might be talking to you potentially about this are aware. Chairman Keefe said our lawyers have our best interest in mind. Trustee Jourdain said there are conflicts all over

the place on this and I am pointing these out that Executive Offices of Health and Human Services is conflicted, DVS is conflicted, the Attorney General's Office is conflicted. His first objection is our attorneys, I had the opportunity to talk with Attorney Bagley on this motion and he is not even aware that this was even put on the agenda so that is our legal representative has not had an opportunity nor have I, as the client, had the chance to speak to my own attorney regarding a motion to terminate my own attorney's representation. Trustee Jourdain's second objection is, as Trustee Mass lays out numerous pending investigations. Chairman Keefe stated the point has been made. Trustee Jourdain made a motion to deny. Trustee Bigda asked how much are they getting paid? No one knew. Trustee Jourdain said there should be a public accounting for the Board of whatever has been spent but as far as money goes, they are only getting paid for billable hours. Chairman Keefe said Trustee Jourdain and Trustee Mass have made major points and the fact that there is still an Attorney General's Office investigation going on shows the need to keep them. Chairman Keefe stated a motion was made by Trustee Jourdain to deny, do I have a second? Trustee Mass said there is already a motion to approve so we need to vote, if you do not want terminate council you should vote no. Trustee Jourdain stated if this Board votes yes, I object in the strongest terms if this Board were even to vote 4 to 3 or 6 to 1 to terminate my legal counsel and my representation; this is outrageous that this would even be on the agenda, to fire someone's lawyer. Chairman Keefe withdraws his motion Trustee Mass suggested it this issue should arise again my recommendation, I think the cost is a legitimate question and I understand why it was put on the agenda advisable have the counsel state what their view is. Trustee Jourdain thinks it would be appropriate to have a meeting with council to receive updates. Chairman Keefe agreed that we need periodic updates for some of our services. Trustee Mass asked that the issue he asked Mr. Lazo to research regarding authority would be advisable to get an opinion from our own council on the ability of the Home, without a Board vote, to close permanently Outpatient services he would like to see a legal opinion on that. Chairman Keefe asked Mr. Yankopoulos review. Chairman Keefe reiterated that motion has been withdrawn.

Board's having voted to retain counsel, (April 21, 2020). While reference was made to all of the pending investigations and Mr. Walsh's litigation, the driving issue in retaining counsel appears to have been the conflict the AGO would have had in representing the Board while simultaneously investigating the Home.

Chairman Keefe shared the Medal of Honor Convention is happening September 6-12. The committee is looking to fly a few of the Medal of Honor recipients out here to the Home on Wednesday the 8th to thank staff and visit with the veterans. Chairman Keefe and Mr. Lazo are working together to get the black hawks to land in the parking lot with the Medal of Honor recipients. Mr. Lazo shared the landing time is approximately 9 am. Chairman Keefe asked Ms. Foley to get the information out.

Enter into Executive Session to discuss declination of selected superintendent, and plan to advertise and hire position of Superintendent

Chairman Keefe made a motion and it was seconded by Trustee Mass. The motion is pursuant to MGL c. 30A, S21 (a) (8) to consider and nominate an applicant for the open position of Superintendent of the Holyoke Soldiers' Home, the Chair has determined that the applicants' privacy during the final screening and selection process requires executive

session as to not to have a detrimental effect in final screening and selection of a candidate and to approve the Executive Session Minutes dated 03/09/2021, 03/16/2021, 03/18/2021. Chairman Keefe noted for the public's awareness that that the Board of Trustees will not be returning from Executive Session to Public Session. The Board of Trustees will adjourn after the Executive Session has ended.

Roll Call vote as follows: Mark Bigda (Yes), Sean Collins (Yes), Kevin Jourdain (Yes), Cindy Lacoste (Yes), Isaac Mass (Yes), Carmen Ostrander (Yes), Gary Keefe (Yes). It was unanimously VOTED to conclude Public Session and move into Executive Session at 7:20 pm.

Respectfully submitted,

Kathleen Denner
Acting Secretary for the Board of Trustees

Attachments:
HSH BOT By-Laws 1-12-21 FINAL
Medical Staff minutes -5-13-21
BoT-Minutes-20210511-Draft