

## **Soldiers' Home in Holyoke Board of Trustees Meeting**

A meeting of the Board of Trustees of the Soldiers' Home Holyoke (HLY) was held telephonically on Tuesday, March 9, 2021. The meeting began at 5:12 PM.

### **Members Present:**

Gary Keefe, Chairman; Mark Bigda; Sean Collins; Kevin Jourdain, Cindy Lacoste, Isaac Mass and Carmen Ostrander

### **Also Present:**

Michael Lazo, Chief Operating Officer; Aimee Desmarais, Chief Nursing Officer; Glen Hevy, Deputy Superintendent; Debra Foley, Communications; Cheryl Poppe, Secretary, Department of Veterans Services (DVS); Stephen Giordano, Interim Chief Financial Officer; Mark Yankopoulos, Legal Counsel; Alda Rego, Assistant Secretary for Administration and Finance, EOHHS; Matt Deacon, Legal Counsel, DVS; Catherine Starr, Secretariat Human Resources Director; Jessica Sherer, Secretary Director of Talent Acquisition; Faythe Abber-Van Dam, Director of Recruitment Executive Office of Health and Human Services; Jamie Gaitan, Tech Support; and Kathleen Denner, Recording Secretary.

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

Chairman Keefe thanked the staff at the Soldiers' Home for welcoming the Board back and everyone for attending.

**Public Comment:** No public comment this month.

### **Approval of Minutes**

Upon motion by Trustee Mass and seconded by Trustee Collins, it was unanimously VOTED to accept the minutes of the Regular Meeting held on February 9, 2021 with the following changes:

Under CFO/Treasurer's Report in the 5<sup>th</sup> paragraph "but they may change in the future"; replace the word they with that.

Under Old Business in the 4<sup>th</sup> paragraph the fourth sentence should read: Mr. Jourdain stated that he believes the way we ultimately configure the building can allow us some additional potential opportunity to add further beds.

Under Old Business in the 15<sup>th</sup> paragraph, first sentence, change the last word from these to them.

Under Old Business in the 15<sup>th</sup> paragraph, second sentence, add the words "people feel comfortable to" before "come to the Board of Trustees so action can be taken to ensure patient safety is handled."

Under Old Business in the 16<sup>th</sup> paragraph, second sentence, delete the word "ability" and change the word "want" to "wants."

Trustee Jourdain made a motion to amend the minutes and it was seconded by Trustee Collins.

Chairman Keefe conducted a Roll Call vote on the approval of the amended minutes of the Board of Trustees meeting on 02/09/21. 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 five changes to the Board of Trustees meeting minutes held on 2/09/21.

### **Holyoke Soldiers Home Administrator Update**

Mr. Lazo reported, starting yesterday, the VA survey is being conducted. The survey will last 4-1/2 days. We have outreach every day with the surveyors and so far, no major issues have been identified. The initial unofficial report will be received on Friday. COVID testing continues twice weekly. All Veterans remain negative. 208 out of a possible 214 organic staff were tested (97% compliant), all organic staff were negative. 80 out of 88 contractors were tested, with one positive. This contractor had no Veteran contact and for this reason there will be no impact on visitations. Mr. Lazo met today with Trustee Collins for the initial kick-off of the Operations Committee. Trustee Mass asked if the VA survey is looking at our deficiencies from the last report? He would like to hear how we are doing compared to last time. Mr. Lazo reported this is a new company working with VA. We are the second virtual survey and it a completely new survey. Trustee Mass asked if the VA has a copy of the last report. Mr. Lazo replied yes. Ms. Desmarais added they were part of our quality meeting and we discussed the ongoing monitoring of past efficiencies.

Trustee Collins stated that the Operations Committee is working on scheduling a meeting for the first week of April. Trustee Collins had some follow up questions for Mr. Lazo regarding the units that went from 8 to 7, can you please clarify? Mr. Lazo responded stating they had closed the fourth-floor units while reopening others to cover overflow. Trustee Collins thanked Mr. Lazo for sending out the DPH responses to all Board members. Trustee Collins appreciates the ongoing efforts of everybody to keep distance and wearing masks. He asked how often doing secret shopper? Ms. Desmarais explained there are a certain amount every week, it depends on when the person is assigned. We have a group that comes in on off shift to monitor hand washing and they also do on the spot education. Trustee Collins asked how did the fair go? Ms. Desmarais they are starting from the beginning with education. We will start with scheduling the fair once yearly, with our goal being four times a year with safety, nursing and an overall review. An education plan is in the process of being developed. Trustee Collins stated that ongoing education is a big focus, and that these are the kinds of operations they would like to see reports on.

Trustee Collins would like to address some questions from the Medical Staff minutes regarding the outpatient department and how are patients getting care and prescriptions? He also asked if there is a transition plan for when the new building is in place? Mr. Lazo replied they are currently working on the next steps. Trustee Collins stated please let us know if you need any help. Trustee Collins asked about the admission process and packet that is being put into place. Mr. Lazo reported that it is being reviewed and the admission team is currently reaching out to the Veterans on the wait list.

Trustee Jourdain asked Mr. Lazo if he had an opportunity to follow up on the requested report from last month, relative to the compliance program. This was regarding past statistics of complaints on the Home or through the compliance program. He would like to know how many reports have been filed over last few years, the follow up on what percentage are screened out and what percentage are sustained? Mr. Lazo reported that he has no information on it at this time, but we are continuing to work on it.

Trustee Jourdain requested an update on Senator Markey's visit to the Home? Mr. Lazo shared that the Home received a call the day before that Senator Markey would be in Springfield attending to other business and wanted to stop by and express his thanks to the staff for their hard work over the last year. Senator Markey was joined by Senator Velis with the visit on the front porch therefore no testing was necessary. The visit lasted for approximately 10-15 minutes.

Trustee Jourdain asked if there was any opportunity for Deputy Secretary Sheehan to provide us with DPH policy and the citations on the visitation report? Mr. Lazo reported that Mr. Sheehan is on leave so there is no update.

### **Approval of Medical Staff Appointment**

Neil Moreau, R.D.H., Dental Hygienist - New

Jason St. Peter, O.D., Optometrist – New

Mark Yankopoulos sought approval for the new appointments of the practitioners listed. Information on these appointments was provided to the Board members.

Trustee Collins made a motion to approve the appointment of Neil Moreau and Jason St. Peter. Trustee Lacoste seconded it.

Chairman Keefe conducted a Roll Call vote on the approval of the appointment of Neil Moreau and Jason St Peter. 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). The VOTE was unanimous to approve appointments.

### **Approve credentialing and temporary/full time hires of CMO(s) and CFO/Treasurer**

Chairman Keefe asked if there were any questions for Mr. Lazo on these three candidates. Mr. Lazo discussed the two CMO's the first being Dr. Barry Smith and the second being Dr. Alan Munro. They are both organic to the Home. We will continue to search for a permanent CMO. Trustee Mass is concerned that, at this time, a 20-hour work week there is not enough coverage. Mr. Lazo stated that we also have Dr. Higgins one day a week for coverage and is available by email. Chairman Keefe asked if the positions were 37.5- or 40-hour work week? Mr. Lazo reported that it is a 40-hour position. Trustee Jourdain asked if the hours at Chelsea are a 37.5- or 40-hour work week for their CMO? Secretary Poppe confirmed it was 37.5-hour position. Trustee Jourdain stated that our coverage should be at least what Chelsea has.

Trustee Jourdain made a motion to approve the two interim CMO's. Trustee Mass seconded it.

Chairman Keefe conducted a Roll Call vote on the approval of the two interim CMO's. 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 two interim CMO's.

The new CFO/Treasurer Mike Lynch was introduced by Mr. Lazo. Mr. Lynch came to us from DYS. Trustee Mass would like to discuss with him the structure of the CFO vs. the Treasurer position, and the need to align those. Trustee Jourdain is very supportive of interim CFO/Treasurer and feels he is

very qualified but ultimately thinks the new Superintendent would want to make the permanent appointment. Trustee Jourdain would like to make a reiteration of the points that were made back in 2020. As we exam this issue and part of our back to the statute strategy, which is whatever we do at the Holyoke Soldiers' Home is going to be grounded in law and grounded in regulations.

Trustee Jourdain stated that we have a statute that says Treasurer we do not have a statute that says CFO. In the October Board meeting we adopted that this would be investigated. The Board has not heard if legal has formed an opinion on this. Trustee Jourdain does not acknowledge the position of CFO because he does not see the creation of one. The point of the statute was that there would be a Treasurer and an Assistant Treasurer appointed by the Superintendent and confirmed by Board. Trustee Jourdain recommended the Interim Superintendent, Mr. Lazo, appoint Mr. Lynch as Interim CFO, and the Board of Trustees can confirm. Trustee Jourdain questioned where the title CFO came from? Chairman Keefe asked Secretary Poppe to clarify what the statute says? Secretary Poppe asked Ms. Rego if she could address Trustee Jourdain's question. Ms. Rego replied that she recognizes some of the disparity in the statute which says that the Board is responsible for naming the Treasurer. We have, on the state side, a requirement that each state agency have a CFO to run financial operations of each state agency. Ms. Starr added that the title CFO is a position commonly known in the market. Trustee Mass says it is important for the Board to have a vote for whoever is making the financial decisions for the Home. There will need to be a change in the policy, stating that the CFO shall be the treasurer, either with the internal policy through the bylaws committee or through a request for a change in legislation. Trustee Jourdain said the purpose of requesting legal questions is so we don't get bogged down in the minutia. The point is the leg work was supposed be addressed over the past few months. We need clarification because at first glance I look at a statute, and I am told, anecdotally, there's a regulation that I haven't been provided with. Does this mean every portion of state government agency is to have their own CFO? A regulation cannot exceed its statutory authority, so the statute trumps a regulation that it is in conflict with. We need a legal opinion and go thru this issue. Trustee Jourdain asked now that Mr. Lynch has been appointed, is the state EOHHS and HR are they recognizing the Board has confirmation authority over the CFO appointment? The intent of the statute is to have the Board have the confirmation authority over the lead financial position of the Home. Does statute need to be updated? CFO position is subject to Board confirmation? Is that the Commonwealths position? Chairman Keefe stated I do believe it is the position. The intent at the time was that there was no such thing as a CFO, the term was Treasurer. Chairman Keefe stated the statute needs to change to reflect what the State says. Trustee Jourdain stated that when looking ahead, it may be questioned why this was not changed. Do we feel as a matter of policy hire before Superintendent has the opportunity versus, he could be interim and then the new Superintendent could appoint? Trustee Jourdain does not want the Superintendent to feel he did not have a say in choosing his team. Trustee Mass asked if this is an interim position and is it a management position not subject to collective bargaining. So, the Superintendent could remove this person. The applicant, Mr. Lynch, was made aware of that. The complicated issue we have that is secondary to all this is that we currently have someone in the position of Treasurer and is in a collective bargaining position. I don't know how that happened, but this needs to be resolved. Trustee Lacoste made a motion to approve the appointment of Michael Lynch as CFO. Trustee Mass seconded.

Chairman Keefe conducted a Roll Call vote on the appointment of Michael Lynch as CFO. 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 appointment of Michael Lynch as CFO.

#### **April Board of Trustee Meeting Discussion**

Chairman Keefe discussed taking a month of April or May off due to the interview schedule coming up over the next few weeks. Is there still an interest in taking the time off? We will certainly exceed our 9-meeting minimum for the year even with taking a month off. The Finance, Operations and Bylaws Committees are also beginning to meet. Trustee Jourdain agrees, we should get on a cadence of a couple breaks. Typically, one in the summer and one around the holidays off. We need to be sensitive to that fact that we are volunteers. Chairman Keefe noted that some of the big challenges coming up are the new building, the bond bill and the grant application. Trustee Mass stated that the Chairman has the ability to set the schedule. Also, the committees are going to need full Board meetings to vote on any policies that need to be adopted. The decision making needs to happen in consultation with the interim administrator and I don't want the operations of the facility being held up due to lack of meetings. Trustee Mass would prefer to scale down the agenda versus cutting down on meetings.

Trustee Mass stated that we have an obligation to meet with Chelsea and due to these extraordinary times, this has not happened. We need to schedule a meeting with Chelsea. Chairman Keefe said he has been discussing it with Secretary Poppe. They were working on scheduling a meeting to take place in June. Trustee Mass shared from his experience; most Boards make time for Board training. Historically, the Board members don't know all their duties and responsibilities. Staff are doing trainings on core competencies and validating these core competencies. I think, as Trustees, we should set aside one of the meetings during the year for training. Chairman Keefe asked the Board what their thoughts were on choosing two months (i.e. July and December), so members can plan and have a predictable schedule. Trustee Jourdain reported that the combined meeting with Chelsea did not happen, last year, due to COVID. The purpose of the meeting was to have trainings, discuss bylaws and share what best practices each Board were applying. Trustee Jourdain suggested that this could be one of the additional Board meetings for the year.

Trustee Jourdain asked Chairman Keefe if he would like to address the perception on not having public comment for this meeting. He feels that we are shutting people out of having an opportunity to speak. It is limited to 3 minutes per speaker and he would appreciate continuing to have it. They can write or email, it is not necessary to have to speak at the meeting. Chairman Keefe replied that he kept it off the agenda, to save time for the Human Resources training. We will have public comments at regular meetings. Chairman Keefe asked if we could get a motion for July and December to be scheduled time off? Trustee Collins did not think a motion was needed. Chairman Keefe said for personal planning purposes there will not be a July or December Board of Trustees meeting. Chairman Keefe asked Secretary Poppe to schedule the Chelsea combined meeting for June. Secretary Poppe responded that she will work with Eric Sheehan on scheduling. Chairman Keefe asked Trustees to email him the dates of Board meetings that you will not be available for.

**Adjourn:**

Trustee Mass made a motion and it was seconded by Trustee Lacoste to conclude the Public Session and move into Executive Session, for the purpose stated on the agenda. Chairman Keefe noted for the public's awareness 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 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 conclude Public Session and move into Executive Session at 6:20 pm.

Respectfully submitted,

Kathleen Denner  
Acting Secretary for the Board of Trustees