
From: Bloom, Crystal <Crystal.Bloom@huschblackwell.com>

Sent: Monday, February 13, 2023 1:09 PM

To: Allen, Jennica F. (DPH) <jennica.f.allen@mass.gov>; del Rosario, Jessica (DPH) <jessica.delRosario@mass.gov>; Teague, Katelyn (DPH) <Katelyn.Teague@mass.gov>; Maffei, Elizabeth (DPH) <elizabeth.maffei@mass.gov>; Renaud, Dennis (DPH) <Dennis.Renaud@mass.gov>; Conover, Lynn (DPH) <lynn.conover@mass.gov>; Rodman, Rebecca (DPH) <rebecca.rodman@mass.gov>

Cc: Ciolfi, Kasey <Kasey.Ciolfi@huschblackwell.com>

Subject: Navigator Homes Workforce Housing

CAUTION: This email originated from a sender outside of the Commonwealth of Massachusetts mail system. Do not click on links or open attachments unless you recognize the sender and know the content is safe.

Hello,

Thank you for the discussion last week. In follow-up, please find additional information to assist in your review.

1. The Purchase and Sale agreement between Martha's Vineyard Hospital (Seller) and Navigator (Buyer) for the sale of Windemere includes a provision related to workforce housing. This provision is in effect as the transaction closed last year and Navigator is now the owner of Windemere. While the formal agreement noted in the provision below has not been developed as it is premature, the provision includes a commitment to providing workforce housing for 10 years from the opening of the new facility with the ability to extend two times for 5 years each. Please see excerpt below.

Workforce Housing Agreement. Within three (3) months of with the execution of this Agreement, Seller and Buyer shall enter into a Workforce Housing Agreement, which shall provide, among other things, that Seller, or its Affiliates, shall provide Buyer, for use by Buyer's employees, access to thirty (30) beds of workforce housing in the Workforce Housing. The Workforce Housing Agreement shall also provide that if the Workforce Housing is not open and available for use when the New Facility opens, Seller or its Affiliate will provide access to thirty (30) beds for use by Buyer's employees in housing Seller or its Affiliates own, control, or lease. The rent charged to Buyer's employees at the Workforce Housing, or at such other housing provided by Seller or its Affiliates, shall be at a discount from market and no higher than subsidized rent generally charged to employees of Seller or its Affiliates in housing owned, controlled, or leased by Seller or its Affiliates. If the Workforce Housing Agreement is not executed, this Section 17(k) shall bind Seller to the same extent as if the Workforce Housing Agreement is executed. Notwithstanding the foregoing, if Seller does not build or operate the Workforce Housing, it shall be obligated to fulfill all of its obligations in this Section 17(k) for a period of ten (10) years from the opening of the New Facility, with two five year extensions requiring the approval of both Seller and Buyer, not to be unreasonably withheld, conditioned, or delayed.

2. MVH currently leases 85 units of housing and owns 7 units. Eighty of the leased units are long term and five are seasonal rentals. Of this, 25-30 units are typically utilized by Windemere staff. With respect to the new housing, MVH may hire a manager to operate it.
3. The Applicant and MVH were required to seek approval from the Martha's Vineyard Commission (MVC) for the workforce housing and the new skilled nursing facility. The following materials provide information regarding the new housing, as well as studies providing data on the island's housing needs. We have highlighted relevant sections as some documents are lengthy and cover other topics.
 - a. Navigator/MVH's Application for DRI review- This is the narrative that was filed with MVC to explain the housing proposal.
 - b. MVC Decision on Application
 - c. MVC's Policy for Developments of Regional Impact: Housing Policy- This is the policy utilized by MVC to review the application filed by Navigator/MVC seeking approval to develop the housing.
 - d. Martha's Vineyard Housing Needs Assessment 2020 Update
 - e. Martha's Vineyard Statistical Profile

4. As noted in the attached DRI application, Dukes County Regional Housing Authority will set the rents for the housing and carry out the application process. The following documents
 - f. 2022 Dukes County Income Chart
 - g. Housing Application currently used by DCRHA

I hope this information is helpful. Please do not hesitate to contact me if you have questions or need additional information.

Thanks,
Crystal

Crystal Bloom
Partner

HUSCH BLACKWELL LLP

One Beacon Street,
Suite 1320
Boston, MA 02108-3106

Direct: [617-598-6783](tel:617-598-6783)

Fax: [617-720-5092](tel:617-720-5092)

Crystal.Bloom@huschblackwell.com

huschblackwell.com

[vBio | vCard](#)

Healthcare, Life Sciences & Education

Healthcare Regulatory

Husch Blackwell is redefining partnership and client service. With 800+ lawyers in more than 20 offices across the United States, including [The Link](#) virtual office, we are a national law firm with a coast-to-coast footprint focused on tackling the most complex business challenges.