

## **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 September 13, 2022. The meeting began at 5:35 PM.

### **Board Members in Person:**

Gary Keefe

### **Board Members via WebEx:**

Mark Bigda, Sean Collins, Kevin Jourdain, Isaac Mass, and Carmen Ostrander.

### **Also Present:**

Matthew Bruening, Coordinator Intern (IGO); Sharon Boyle, Legal Counsel (EHS); John Cronin, Chief Financial Officer (DVS); Matthew Deacon, Legal Counsel (DVS); Dr. Diane Dietzen, Chief Medical Officer (HLY); Robert Engell, Interim Administrator (HLY); Carolyn Fenn, State Long Term Care Ombudsman (EOHHS); Debra Foley, Communications (HLY); Kelly Jones, Quality Manager (HLY); Michael Lazo, Interim Superintendent (HLY); Michael Lynch, CFO (HLY); Caitlin Menard, Director of Social Services (HLY); Elba Pires Morgado, Western Mass Eldercare, Ombudsman; Cheryl Poppe, Secretary (DVS); Michael Ravosa, UBS; Patti Spirito, Western Mass Eldercare, Ombudsman; Brett Walker, General Counsel (HLY); Linnea Walsh, Communications Manager (VET); Mark Yankopoulos, Deputy General Counsel (VET); and Kathleen Denner, Recording Secretary (HLY).

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

**Roll Call:** Chairman Keefe conducted a Roll Call as follows: Trustee Collins(Yes), Trustee Jourdain (Yes), Trustee Mass (Yes), and Trustee Ostrander. Trustee Bigda joined at 5:45 pm.

### **Trustees' Operations Committee Report (Trustee Collins)**

Trustee Collins started by reviewing the KPI's and said they are looking relatively stable but under people we are still dealing with the per diem and agency hours. He and Ms. Jones have discussed the agency hours and how recruitment is a challenge, and it is continuing to get out there and get the word out to get good candidates. He continued that it used to be having a state nursing job was something you cherished.

Trustee Collins reviewed Safety and we did see in we are in the red but we popped up on behavioral events we continue to have ongoing dialogue as to what is behind it, the biggest contributing is that they are doing a better job at documenting and it is not yelling or physical altercations it just can be an encounter that may have not been appropriate, so they are starting tracking that and you can get education focused on staff and that the veterans understand the proper rules of engagement. Chairman Keefe complimented the staff this is the first time since January communication hit the

green 91%. Trustee Jourdain he questioned on the overtime that he saw the most recent one went red but we were making some progress and the reason for the slide back a little bit.

Trustee Collins shared that under the quality measure we have popped up a little with lower respiratory tract infections in June and that did improve in July with no significant issues but improved on the overall infection rate. He continued that he loves the way the track all the infections as well as the antibiotic stewardship. Trustee Collins stated that the skin injuries are making progress and it is a process to be defined, as we establish a years' worth of data, because they are picking up bruising and skin care, it is a great measure to track but we need more data to make heads or tails of if we are making improvement and if we need to make many adjustments and there not benchmark in regards to how they want to get after overall skin care. Trustee Collins asked Ms. Jones to comment on the overtime hours. Ms. Jones shared that she thinks if we are looking to track into the specifics but as the agency hours go down and there is less agency availability that is being covered by overtime, the same number of shifts being covered by less bodies which is going to result in overtime. Chairman Keefe shared that overtime in June July August are vacation months so that adds to it. Ms. Jones agreed. Trustee Collins stated that they are making tremendous efforts to get recruiting on the way. He continued that on the census sheet that is old data and Mr. Lazo will update us. He shared that on the case mix things are rock stable but the acuity level did have some fluctuation, the overall shifting of staff is what is key here and they are doing a very good job with their staffing matrix.

Trustee Collins reviewed page 2 the audit forms and getting back to communication piece they are formulating their quality program and tracking and notifications, they are digging into the failure to notify and overtime why they don't get executed. He continued that there was a policy that stated if it warrants a call to the physician, then it warrants a call to the family. In the IP care audits there are no issues there. Trustee Collins reported that SBAR's had to do with infections control that always gives us the antibiotic stewardship and brings good dialogue, the team is getting after it and finding out why, if started in hospital then form not completed, other ones are that whether or not the form needs to be completed, a lot of education going on there.

Trustee Collins said on the policy review a lot of them we do quarterly reviews, I was satisfied with as an outside observer is the policies that were being addressed such as the pain assessment and restraint policy those both were being addressed because of the audit from the Joint Commission. He continued that they saw and identified shortcoming and they fixed the policy whether it is the checklist or the process flow. They had the policy squared away in 30-60 days. Trustee Collins said that the rest of the policies there were no questions but on the pain assessment and restraint policy were updated based on the feedback from the Joint Commission. There was only one pending question to be followed up at the next Operations Committee meeting regarding the intravenous policy and the use of pumps. Chairman Keefe asked June 22 have 24 but only add up to 18, Ms. Jones probably 2 that did not meet criteria so they do not et in the total. Ms. Jones shared that we had a discussion at the

Operations Committee that the infection prevention team the Antimicrobial Stewardship and the staff who are completing the forms are doing two different things, they were not following the same set of rules which resulted in the 41% completion rate. She continued that she has not seen it yet for this month but now that we are speaking the same language it should improve.

Trustee Collins discussed page 3 which covers the Pinnacle report, really just following the trend, on the right-hand side it shows how many people have been surveyed 8 in August, 3 month 24, 12 month 69. We did trend down because we were starting to make a lot of improvements. He continued that it is hard to tell if anything significant jump out at us, the one thing based on the dashboard that communication is getting better, communication to families and their family support efforts that the one area is currently being addressed.

Trustee Collins shared that the committee doing great work, the admission policy are being held at secretariat level and should be squared away soon. He finished with that the committee discussed CMS compare and we will discuss at the next Operations Committee so it will be in next month's minutes.

#### **Approval of Minutes:**

Upon motion by Trustee Jourdain and Seconded by Trustee Ostrander it was unanimously VOTED to accept the unamended minutes of the regular Board Meeting held on August 9, 2022, the Finance Committee May 23, 2022 and the Operations Committee Meeting on June 28, 2022. No Discussion. The vote passed unanimously.

#### **Payette Update (Mr. Lazo):**

Next update will occur November 2022.

#### **CFO/Treasurer Report (Mr. Lynch)**

Mr. Lynch gave an overview of the FY23 Trustee Fund Spending Plan was sent out with the materials. He continued that we have expended 20% of the budget through the end of September. Mr. Lynch reported that the donations received in July and August we're just over \$1,000 each month, but noteworthy that so far through September we are at almost \$6,000 and that will be formally reported on at next months meeting. He continued that at the Finance Committee we conditionally approved funding for additional weekly bingo events that were previously funded with the Canteen revenue. Mr. Lynch stated that as part of our effort to review and make improvements to our financial operations I requested the Trustee funding for the additional bingo events moving forward which amounts to an additional \$240 a month or \$2,400 dollars this fiscal year.

Mr. Lynch shared that they have reposted for Budget Director position with interviews scheduled for next week. He continued that these past 4 weeks represents one of the busiest and exciting times in the fiscal year. He has built, submitted and received complimentary reviews of our FY23 spending plan and also created departmental budgets financial which is something the Home has never had. This will lead to more

financial accountability, planning and strategy on behalf of the department heads and create a more financially inclusive environment within the home. Mr. Lynch reported that he created an exercise focusing on capital projects that our teams will be completing in FY23 and those projects have been reviewed and once approved he will provide the list to the Finance Committee.

Mr. Lynch shared that at the Finance Committee meeting we discussed the recent OIG report on the Homes finances from 2016-2020 and continue to review and asses any options we have in each of the four areas that were cited in the report. As always, we strive to maintain sound financial management and compliance with Massachusetts finance law, regulations and best practices will continue to look where improving can be made.

### **DVS Staff Report (Secretary Poppe)**

Secretary Poppe hoped that everyone had some reflective remembrances this weekend with the 21<sup>st</sup> anniversary of 9/11. She continued that September is suicide prevention month and suicide awareness month. She continued that within our department we are going to put out information on a regular basis and as you may know the hotline now has changed to 988 if someone needs to reach out for help or assistance. She continued that the SAFE team always available. Secretary reported that on the 23<sup>rd</sup> of September we are going to have another military cultural awareness training for clinicians/providers with the focus on women veterans and the military. She continued that the Women Veteran Network is having a Women's Veteran Family Day on October 1 at Green Hill Park in Worcester. She asked everyone to spread the word to as many women veterans or women service members as possible to join in that. Secretary Poppe shared that they did a press release the other day that we have been able to award a total of 4 million dollars in special outreach grants to some of our current outreach providers but also new providers to be able to expand on their outreach capabilities out in their communities to make sure that all of our veterans are accessing services. Trustee Jourdain stated that he is curious now that the new governing legislation has been adopted are you the key leader are you planning the first meeting advisory committee that has been formed, and are there appointments started to be made, and have you thought about dates for first meeting. Secretary Poppe replied that they are working on putting together the plan for the transition which will be due to the legislature of October 1 so right now we are focusing internally as to how some of that change will come into effect and included in the transition plan. Chairman Keefe stated that the Governor signed but didn't he put some stipulations that delayed this until March. Mr. Deacon implementation date is march that is important if there is not date it would have been 90 days from signing this gives a little more time.

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

Mr. Lazo stated that admissions is at 111 veteran residents right now and all available beds are full. We are pending completions of construction on 2 South which will reopen 1 North which would generate 12 additional secure unit beds. Mr. Lazo reported from a COVID standpoint there has been a change in the booster shot

availability there is a new Bivalent vaccine that we are looking to receive and then offer to resident and staff. He continued that the oldest style vaccine we are at 109 out of 111 of eligible residents have been boosted. We continue with surveillance testing two times a week, unfortunately we continue to find positive staff and an occasional positive resident.

Mr. Lazo shared going back the current building we continue to work on 2 South and we also have other facility issues. We are working on with facilities, finance and dcamm and some of these things are fairly expensive so have to go through the study process to review the issue, prepare the bid and reach out to vendors. Mr. Lazo is hopeful that we can get some of them fixed and we are trying to be fiscally responsible with the new building in the not-too-distant future but we are still 4-5 years away, so we need to main the building we have.

Mr. Lazo stated that as we start to wind down the summer, we still have some great activities going on outside including bands, picnics, and other events. He continued that starting next week we have the first of hopefully many, Walmart trip and this is the first time in an extremely long period. He reported that they are finishing training this week for recreation staff, just to make sure everyone is refreshed on securing wheelchairs in our vans and once that is complete, we should be able to plan some trips next week to Walmart or wherever they .

Mr. Lazo informed the board that on Saturday September 10 we had our first car show in 2/12 years. He thanked the Corvette Club for sponsoring this event, there were approximately 90 cars in back parking lot and the veterans were able to come downstairs or look out the windows. Mr. Lazo stated it was a great event and thanked the Corvette Club the Vietnam Veterans, the Legion riders and DAV chapter 11 for supporting veteran activities over the past few weeks.

Mr. Lazo reported that staffing is at 94.5% are active and reporting to work. Our average HPPD for August is 6.74% which is slightly lower than July, but we still remain above the CMS gold standard.

Mr. Lazo reiterated what Mr. Lynch reported that there are interviews for the Budget Director next week and our new Nursing Educator started this week, our new VCC started approximately two weeks ago, all administrative nursing positions are now full, and we continue recruit for line staff in all positions, nursing, facilities, dietary, and housekeeping.

Mr. Lazo reminded everyone that Maggie Feyre from the Recreation Team will be retiring in November. He continued that there has been a second interviews with candidates for her position and we are looking to get an overlap so the new person can learn a little bit from Maggie before she retires.

Mr. Lazo shared that we submitted our corrective action plan to the Joint Commission on August 14 and then we submitted some additional clarification on August 30, and

the corrective action plan was accepted by the Joint Commission on Friday September 9 and we are now accredited by the Joint Commission.

Mr. Lazo stated that we continue to work with DVS to bring in a consultant to work with us CMS survey preparations, as we know we need to become CMS certified in the not too distant future. He said looking at the new building that there has been no real movement on VA Grant and that the conditional award request was submitted in early August and the VA has called a meeting on Monday to discuss this request.

Mr. Lazo restated that Secretary Poppe mentioned that September is Suicide Awareness Month. He continued that we do have 3 classes, so far, set up with Sarah Gaer who works with us through the Recovery Group is trained in suicide awareness and will be providing classes to anyone interested. He said that September being Suicide Awareness Month it is a very appropriate class for us to have.

Chairman Keefe asked for clarification that there were 90 vehicles for the care show. Mr. Lazo replied yes. Chairman Keefe asked how many veterans participated. Mr. Lazo replied that 20-25 were able to get outside, and others were able to view from the windows to the back lot.

Chairman Keefe asked Secretary Poppe what do we have to do to get some media coverage, something like the car show so people can see that there is a lot of good going on here. He continued asking if we can go back to whatever Ms. Foley and the team did to put together a public relation or a media notice out there so we can get a reporter to report on it and when they interview people they get the permission from the veteran or family. Secretary Poppe shared that Mr. Lazo has already started by having his meetings with the veteran service organizations so he can get that word out and she will connect with Linnea Walsh her Communications person with Ms. Foley. Secretary explained that sometimes the local paper will come to cover an event particularly if it is a Corvette Club or some local event that is happening and get it started that way. She continued the organization itself, we don't know, they may be sometimes self-promoting but they like to show the work they are doing too and that will get some positive press in the paper. Chairman Keefe shared that the weather is still warm, we have Veterans Day and the holidays and there will be plenty of potential opportunities and the activity team is funding all types of good stuff and he would like to see some positive news stories. Trustee Mass said in his view the local media are the most important media, it is great if this stuff gets out to the Boston Area, but for our residents they are mostly coming from Western Mass, so the local media is the most important. Chairman Keefe added that while we were dealing with COVID we were in a shutdown but a lot of good positive press and people need to see it. He continued that the team that is in here and the whole atmosphere has changed. Trustee Jourdain asked regarding the good news of Maggie Feyre retiring and we need to do some type of recognition of her after approximately 40 years at the facility, he would like to make a motion to give her a plaque on behalf of the board. Trustee Bigda seconded. Unanimously pass. Discussion. Mr. Lazo shared he agrees that Maggie deserves something and it will be 41 years when she finally retires but a

concern he has is setting a precedent as we have another 40 year individual retiring around the same timeframe. Trustee Jourdain said if you work 40 years, I will get you another plaque and asked Mr. Lazo get us the information and we are happy to do that. He continued when you put in those kinds of years anything north of 25 years, they deserve the recognition. Chairman Keefe asked Mr. Lazo and the team to make a recommendation before the next Finance Committee meeting and also suggested a plaque in the home and list the names of anyone over a certain number of years. Chairman Keefe suggested acknowledging them at Veterans' Day.

### **Holyoke Soldiers' Home General Counsel Report (Atty Walker)**

Mr. Walker reported that there are 2 open cases in the Massachusetts Superior Court, 2 open cases in the U.S. Federal District Court in Massachusetts, 3 open cases in Massachusetts Commission Against Discrimination, 1 open case in the Department of Industrial Accidents, and 3 matters pending arbitration in the next few months.

Mr. Walker stated that we have the U.S. Attorney's Office returning for their follow up inspection walk through next month on October 21. He continued that he is in the process of producing a whole bunch of documents they have requested.

Mr. Walker said they are revisiting a lot of our policies with the Policy Committee. He realized upon reviewing the slide deck that the board of trustees have established some priorities and he will speak to Ms. Jones about giving them as much attention to those as we can.

Mr. Walker reported they are working with the legal department for DVS and EOHHS to provide a response to the OIG report. Chairman Keefe asked how many of the investigations are holdovers from the COVID incidents. Mr. Walker replied that two of them, the two from U.S. District Court. Chairman Keefe asked how many are open right now recent cases. Mr. Walker replied that there have been no new ones that have been initiated in the last two months. Trustee Mass stated that it sounded like more than I was aware of, I was not aware of any claims but those could have been associated with some of the other claims that are just being filed in two venues but I think it would be helpful to have an executive session where we can get a better overview of these, I do not think it should be talked about in open meeting but having this idea of the scope of what litigations is out there would be helpful for the board. He continued that if nothing else in reviewing what we may have for upcoming labially or areas that we may need to take some action. Chairman Keefe noted that he will try to add that to the October meeting. Trustee Jourdain asked if for that meeting, maybe in advance of that or for that meeting if we could have a write up of all the cases with a few sentences outlining the issues that would be helpful. Chairman Keefe asked Mr. Walker to give us a synopsis so we have the background information. Chairman Keefe asked if these cases in our discussion do we have to go into executive session. Mr. Deacon replied that one of the exemptions for executive session is to discuss litigation strategy, if you are asking for a report as to some of these matters than it is probably best in executive session. He continued that If there are questions we don't want to have to stop everyone.

**Trustees' Finance Committee Report (Trustee Jourdain)**

Trustee Jourdain shared that the last Finance Committee meeting was on August 24. He continued that they had a budgetary review of the current FY budget, it was reviewed that we had a very low reversion of state dollars back to the general fund, which is always good which was nearly at 0% so we do try to make good use of the money legislature gives us to run the Home. Trustee Jourdain stated that they discussed the creation of the department level budgeting, and we are going to ask him for some detail around that. He continued that they discussed the capital plan, ticket items over \$100,000, reviewed COVID related grants that had come in and it was noted that we did have one from the VA in the amount of \$2.4 million that has not been spent yet, but there is a plan in place. Trustee Jourdain stated they also discussed about tracking losses of property here at the facility be it expiration, inventory control, policies, inventory tagging, we are going to have some follow up discussion on that, relative to how we track when there are expired items or that have to be thrown away or lost items. He continued that they discussed donations to trustee account and we did note a few things, one is that we have been averaging a higher amount of donations but some of the higher level donations that we have been receiving typically we would be the recipient of some very large donations that would up our average considerably and we have not to date had one of those types of big donations so our revenue year over year is down, we are at about \$40,000 we need to get the word out there that we are back in action and that these donations are greatly appreciated, and hoping as more citizens and groups have more exposure to the facility that will inspire that sort of confidence in the facility and that goes hand in hand with the messaging about the good work we are doing and the public would be impressed with all the services and entertainment given to the residents from the Trustee Fund. He continued that we need to get the word back out there that the work continues and services are being provided and the residents appreciate what we are doing.

Trustee Jourdain reported that we have been averaging about \$75,000 a year in investment income which is almost double the amount in actual donations. He continued that this goes to show good stewardship that our investment income is a considerable portion of our budget and it should be noted that our budget is fixed at around \$150,000 a year and we try to maintain at least a year of revenue in the checking account and we are currently exceeding that at \$240,000 currently in the checking account this is in addition to our long-term investments. We also reviewed the Canteen fund having about \$140,000 and the Lottery fund having about \$180,000. He continued that they discussed the tablet use by residents we have approximately 170 tablets available and 38 are being used, we are also trying to get the message out that we have a lot more content from our subscription that the Trustee Fund pays for the IN2L that is our there for the residents that has a lot of great programming and games.

Trustee Jourdain shared that the Finance Committee had a comprehensive discussion about the OIG report where we got into a lot of facets of that. He continued that Attorney Walker is working on the legal guidance relative to the questions I have



before you in the new business section of the meeting. Trustee Jourdain stated that Chairman Keefe had inquired about reviewing some better audio equipment for the entertainment, as you know we make a considerable investment of approximately \$3,000 a month for entertainment and we want to make sure they have good audio equipment in order to hear the entertainers and speakers.

Trustee Jourdain reported that they reviewed the State Vehicle Replacement Policy we are trying to gather additional information on that we have requested Mr. Lynch to provide us with an inventory of the vehicles at the Home and discuss the projected roll out and the future needs of the facility related to vehicles. He continued that there are a number of environmental considerations, to it a number of need for electric vehicles in the future that is going to be a bigger part of the type of vehicles we are required to purchase. Trustee Jourdain also said we want to make sure we are considering how we are accommodating for that including sufficient charging stations and relative to the people that are building our new facility we are certainly going to need to account for the future of electric vehicles at the facility.

He concluded with that it was a very robust Finance Committee meeting and I know at least twice a year we ask that Mr. Ravosa to make a presentation not just to the Finance Committee but to the entire board about the state of the state of our long term investment accounts.

Mr. Ravosa shared that the markets stocks and bonds, and the whole economy has been extremely challenging. Mr. Ravosa reported on the Asset allocation review, this is a big picture view of how the Soldiers' Homes money is invested the part A is Cash, part B is Fixed Income and C is Equity. He continued that A is about 1.6 % cash, B is at 47.37% for fixed income and C is at 51.03% for equities. Mr. Ravosa shared that we are trying to keep that balance of 50/50, 50% stocks, 50% bonds and cash and if you dive deeper into the equity component you will see that we are extremely diversified where you see US Large Cap, Core, Growth, Value, Mid Cap, Core, our portfolio of stocks are mostly dividend paying stocks who have a history of raising dividends. He said this way you do not capture as much of the downside, and we are not as down as the market is.

Mr. Ravosa reported on the 2021 the opening value, net deposits, withdrawals, dividend income and all the change in value. He continued in 2021 we did 11.47%, in the previous quarter 3/31 to 6/30 we lost 7.4% and the rolling twelve months we lost 6.26% in the period 2/6/20 to 9/8/22 we were up 3.04%.

Mr. Ravosa discussed page 4 the Expected Cash Flow chart from October 2022 to September 2023 we have a lot of cash flow coming into the accounts to the tune of a little over \$73,000, so all the dividends from the stock and bonds that are paying interest creates income that can buffer against market declines especially in the past couple of months there has been not where to hide so the security selection has been extremely important, now it is a stock pickers market.

Mr. Ravosa discussed page 6 the Summary of Performance by Account, there are two accounts listed, one account is the stock account and the other is our fixed income account so we can look at them individual and then look at the returns blended and look at the bench marks. He continued that in 2021 our stock portfolio did 22.9% and the bond portfolio lost .78% and we had a total return of 11.47%. Mr. Ravosa stated how did we did versus our benchmarks, so the bond aggregate index lost 1.54% and our bonds lost .78% so we did better than the benchmarks. He continued that the Dow Jones that year returned almost 21%, the MSCIE fund that lost 6.7%, the NASDAQ was up 21.3% and the S&P was up 28.7% and our stock portfolio was up 22.9%. Mr. Ravosa reported that if you look at the previous quarter our stock portfolio lost 10.82% and the bonds lost 3.5% and if you look at the bond index they lost 3%, we did not lose nearly as much. He continued that the various benchmarks the Dow Jones lost 10.7%, the International lost 7.4% and the NASDAQ lost 22.4% and the S&P 500 lost 16.1%. He continued that the theme is that we are doing better than the benchmarks from the last 12 months, especially our stock portfolio was 4.43%, the bonds lost 8.3% but if you look at the bond index it was down over 12% in the last 12 months, the Dow Jones over 7%, the international indexers were down 16%, the NASDAQ was down 22%, the S&P 500 was down almost 10% and our stock portfolio was down 4.43%, again a lot of that is because of the security selection being more value oriented dividend paying stocks.

Mr. Ravosa reviewed the Portfolio Holdings summary value as of September 8 is 1.401 million with on 1 million realized gain \$190,485 a little over 15% with the estimated income from the stocks is a little over \$32,539 so the yield on our stock portfolio is 2.32%. He continued that if the market stays flat, we will still have income into the accounts.

Mr. Ravosa explained that page 5 lists the holdings in alphabetical order and gave some of the most recognized names. He stated that there are no crazy high price earnings ratio stock in this portfolio they are all very blue-chip, value-oriented stocks so when markets recover these will always be around. They will pay a dividend and pay dividend every year.

Mr. Ravosa discussed the Bond holdings from September 8, 2022 document. We own all individual bonds so that means we put in 2023 \$165,000 in bonds, we invested that money so when the bonds come due we will get 100% of the money back, bonds are going to appreciate but when you buy individual bonds like a CD, a Treasury or a AAA rated corporate bond when it matures you get all your money back and the interest along the way. Mr. Ravosa stated that what is great about our bond portfolios is on paper it has a few losses but when the holdings come due we will not lose a nickel, you can see the estimated income in the current yield next to each year so we have what is called a laddered bond approach meaning we have money coming due every year and as that money comes due we will replace it at a higher interest rate. He continued that this gives us flexibility in a rising interest rate environment to capture that and buy bonds at a higher interest rate. He anticipates that the 2023 bonds that we replace instead of having a current yield of 3.5% it will probably be north of 4%.

Trustee Jourdain asked if we are eligible to purchase, I Bonds those investment interest bonds earning 9-1/2 to 10% and could we consider that. Mr. Ravosa replied that you can only purchase up to \$10,000 and you have to purchase through the treasury direct and hold them for a minimum of nine months. Mr. Ravosa will look into it and get back to Trustee Jourdain.

#### **Trustees' Operations Committee Report (Trustee Collins) Above.**

#### **Trustees' Bylaws Committee Report (Trustee )**

Chairman Keefe shared that he is working on setting a date to look at the Admission Discharge policy.

#### **Superintendent Hire Committee Report (Trustee )**

Chairman Keefe asked if any update on the advertisements that are out there. Mr. Deacon answered that there is no update on this one. Chairman Keefe stated that the committee was working with Mr. Cronin and was helping with some of the finance. Mr. Deacon said he and Mr. Cronin were working the issue with DVS and he will connect with Chairman Keefe this week so we can figure out a way to move forward. Trustee Mass stated he is concerned that the process and wants to make sure where we are at. He continued that we have make a selection, a recommendation is forwarded on to another committee that makes a selection and then ultimately a hire. The other committee is not up and running yet, does it exist of the exoficio members since there have been no appointed members and we probably want to figure out where we need to be as far as appointed people before we actually keep going as where we need to be in the structure before we go down the process if making a recommendation. He would hate to be in a position where we are interviewing candidates and then they are left in limbo for months at time because the process cannot move forward. Chairman Keefe asked that March 1 is when the new processes will be stood up and until then we follow our current processes and authorities based on the 6 of us that are remaining now of the board. He continued that if we were to get someone before March, we follow our current process right now because come March we the board that exist now will not be in place, he will as Ms. Boyle to explain at the next meeting. Chairman Keefe said that as long as he is serving as the Adjutant General, he will have to come off March 1 this board and he will be on the council. Mr. Deacon responded saying that is correct and there is no change until the 1<sup>st</sup> of March and then there is going to be a change in the hiring process as Trustee Mass has mentioned. He continued that if there is action taken by the board before March 1 then it is through the normal process that the board if familiar with. Chairman Keefe stated that is a half a year with the board, the only change we would see then is the change in the appointing authority with the new Governor. Mr. Deacon replied yes. Trustee Mass added that it does not seem like a realistic timeline, we have been at this for two years and have not moved very far, but I hear what you are saying. He continued that there is an opportunity so we should keep driving forward.

#### **Upcoming Special Events/Programs at Holyoke Soldiers' Home**

Ms. Foley reported that we are planning for Veteran's Day we have been looking into purchasing a gift for the veterans, we are also currently starting to plan for the holidays. Mr. Lynch we are looking at gifts for the upcoming holidays and once we have a formal cost associated with those we will let the Finance Committee know. Chairman Keefe asked if we are doing the Christmas Chamber of Commerce ornament that we get a return on. Mr. Lynch replied that he followed up with the Chamber of Commerce on the donation that they said that they would make for any types of sales, he will follow up again and see if they are going to sell the ornament again.

## **Old Business**

### **Update of EMR vendor contract (Mr. Engell)**

Mr. Engell updated the board that we have the RFR for the implementation and the PMO that is out and we have received one bidders questions and we will as an SST be reviewing the bids with an opening date at the end of September so we will know how the bids have been responded to. He continued that in the 3<sup>rd</sup> week in December we will have a bid selection at that point. Mr. Engell reported that they are heavily focused on education and training as well as the actual technical implementation of the EMR product in addition to that we have an NOI with the State which has been posted for the pharmacy program that would work with our EMR so that we would have the full functionality of the pharmacy program and that has been posted. He continued that WTM notices have gone out and hope to have response and understanding of how best to proceed with our pharmacy product towards the end of September. He continued that once we have the EMR vendor up and running we will be able to provide much more granularity in detail in terms of the planning the specific action steps and plans according to the implementation along with implementation milestones that will be metric driven based on training, education and readiness of our staff.

### **Update on VA Small Home Grant Program (Sec. Poppe/Mr. Engell/Trustee Chairman Keefe)**

Chairman Keefe reminded everyone that we were briefed last meeting that we had an opportunity to pick up a grant due to California opting out. Mr. Lazo replied that there are no updates at this time but we do have a meeting scheduled on Monday to review where we stand, as I mentioned we submitted for conditional funding back in August and we are still awaiting an approval of that request. Chairman Keefe asked him to follow up with DCAMM on groundbreaking ceremony. Mr. Lazo will speak to Joe Fazio at DCAMM. Trustee Jourdain stated that we asked for that request, a very appropriate ask about having the shovel/ground breaking ceremony before the end of the year and a month goes by, we need a little more responsiveness on some of these request. He continued that this is important and the end of the year is coming so I think your request is very good and I hope it will be taken seriously.

### **Staffing Status (Mr. Lazo)**

Chairman Keefe asked Mr. Deacon if we missed anything as we continue to find our way through the transition of new governance for the State on that we need to be aware of that maybe we did not touch upon and as the topic came up in some of the previous session. Mr. Deacon replied that he briefed it at either the Finance Committee or the last board meeting and they did get a supplemental budget release so as the Secretary had mentioned we are still working internally on the build out and the good news is at least some money attached to it from the legislature at this point. So, we are going to be able to jump start the process and we are still working on transition plan due to the legislature in October.

### **New Business**

Chairman Keefe stated that the topic that has come up was as we previously touch upon is the OIG report as it applies to the finance realm of the board and the Finance Committee. He continued that there has been a lot of conversations between the board members and Mr. Lynch, as he works his way through. Chairman Keefe said as you look at the agenda tonight, we are looking for a legal opinion in what seems to be a dispute between the state legislature and the board's authority relative to the trustee fund. He continued that Trustee Jourdain did a good job breaking it down. Chairman Keefe continued by reading the information below.

- Request for legal opinion on the appearance of a dispute between the State Legislature and the OIG on the Board's authority relative to the Trustee Fund.
  - The new law recently adopted states as follows: "The boards of trustees for each state-operated veterans' home shall **hold and administer** in trust the property included in the "legacy fund" and the "effects accounts", if the transfer thereof to the commonwealth is affected pursuant to a decree of a court of competent jurisdiction and in accordance with the terms and conditions imposed by such decree."
  - The OIG in their letter to the Board dated August 5, 2022 states, "Although the Home has statutory authorization to accept donations, neither the Home nor the Board have statutory authorization to **hold, invest or spend** donated funds."

Chairman Keefe stated that Trustee Jourdain broke it down to three questions that we have asked Attorney Walker, Attorney Deacon and Attorney Yankopoulos to get together and provide us with some answers. Chairman Keefe continued by reading the questions below.

*Question 1: The law itself appears to contradict the OIG's statement as to the **holding** of the funds based on the plain reading of both statements. The legislature does not use the words "invest or spend" rather they use the language "administer" which appears intentionally very broad. Moreover, it likely includes any reasonable administrative function related to the good stewardship of the funds which would appear to include investing and spending besides just holding. Legal Counsel is requested to harmonize the OIG statement with the statute to guide the Board on its authority and if further clarification is needed?*

*Question 2: Legal counsel is requested to clarify its understanding of the meaning and significance of the phrase "if the transfer thereof to the commonwealth is effected pursuant to a*

*decree of a court of competent jurisdiction and in accordance with the terms and conditions imposed by such decree” from the statute itself.*

*Question 3: Does Legal Counsel believe there is a need for further legislative changes or do they intend to speak to the OIG office on these language questions and explain that the Board has sufficient legislative authority to hold, invest or spend Trustee Funds?*

Mr. Deacon shared that Trustee Jourdain sent this email to him last week and that he has discussed with Mr. Walker. He had reached out to Ms. Boyle and we are going to coordinate and provide some guidance. He continued that Ms. Boyle has been on vacation the last two weeks so we will work on it. Chairman Keefe stated that the OIG investigates things, but they are not like the AG office. My question is, and a lot of this ties to Trustee Jourdain broke it out is wording and intent of legislature versus a finding in an Inspector General's report. Chairman Keefe stated as he looks at the 3 questions, if we are feeling one way, and the fact that in our opinion we are adhering to the intent of the Trustee Funds, and was done recently with this new board and when Trustee Jourdain took over finance with Mr. Lynch, we are totally operating within good practices in statute. He continued that his question is if our legal guys feel one way and OIG feels another way, who settle the score. Mr. Deacon replied that he thinks the OIG has been interested in the new governance bill so there were some changes as Trustee Jourdain pointed out, and some of the information in the OIG report did look back to before the board had enacted self-regulatory policies. He continued that he thinks that is kind of thing 1 to resolve with the OIG is the new law but if there is a significant dispute the arbitrator is the Attorney General's office so you could pose a question to Attorney General's office but the danger with that is you are stuck with the answer, so you can either work with the OIG to resolve these questions or if we reach an impasse there are State government options like the Attorney Generals Office but if we do not like the answer there is nothing we can do form there. Trustee Mass stated that it seems that most of the OIG report or the great bulk of it was written before the legislature passed the change and I suspect that this is mostly a need to have a phone call between our council and the OIG. He continued that this may be a section that was not updated after the legislature passed and the comments they made were appropriate prior to the change in legislature and I suspect because it is a lengthy document and as we all know immediate on the heels of the legislation passed, meant what they wanted even though is used different language and if we just have a conversation and get a letter indicating that we will be good to go. Mr. Deacon shared that he has been communicating with the IG and this particular investigation and specifically to the board funds, he did say this is not something we are going to be able to resolve overnight this is a complicated issue and it affects both Holyoke and Chelsea. Mr. Deacon stated that there has been a history of boards holding these funds for a long time, so if they are looking for a timeline to get this done in the next 30 days it is not going to happened and he has communicated that to the IG. He continued that he agrees that the new governance bill does change our analysis of this, and I think to Trustee Mass's point, the IG did send a letter the legislature advocating for some points in the governance bill, so they are interested in the subject. Chairman Keefe asked that this is not impacting anything we have been doing so far. Mr. Lynch replied that we have looked at all the areas that were cited in

the report and a lot of them revolve around reporting requirements internal controls, authority to operate Canteen and Lottery, different option available to us. Operations of those activities have not been impacted in response to the report and the needs of the veterans, nothing at this time has been solidified, Trustee Chairman Keefe findings before the board changed. What applies to the OIG report that it has to go to the general fund, Mr. Lynch lottery and canteen revenue would go the general fund and it has not been for several years

No executive session today.

**Adjourn:**

Trustee Jourdain made a motion to adjourn the meeting and it was seconded by Trustee Bigda or Trustee Mass. It was unanimously VOTED to conclude the meeting at 7:36PM.

The next meeting will be October 11, 2022. Executive session will be in October to discuss legal cases.

Respectfully submitted,  
Kathleen Denner, Acting Secretary for the Board of Trustees

**Attachments:**