

**SUBJECT  
TO  
APPROVAL**

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**Board of Trustees  
A. Luke Crispe Room  
14 August 2024  
1100 hours**

**Present:**

COL Gary De Gasta, President  
COL Peter Fagan, Vice President  
Michael Klopchin, Secretary  
SFC Clark Adams, PA-C  
Kent Butterfield

CPT Brenda Cruickshank  
Lawrence Cupoli  
Charly Dickerson  
BMCS Michael diMonda  
Melissa Hurt

Dolores Krawczyk  
Sandra Pinsonault  
Joyce Scribner  
Cathy Tester  
Joseph Chip Troiano

**Excused:** Jennifer Carmichael  
Robert Hooper

LTC David Fabricius  
Rev. Richard Setzer

Robert E. Burke, Director, Vermont Office  
of Veterans Affairs

**Guests:** Representative Mary Morrissey  
Lisa Sloan, DAV  
Mary Ryan, Special Projects

Steven McClafferty, Finance  
Greg Krizan, Environmental Services  
Robyn Boland, Executive Assistant

Donna Richards, Director of Nursing  
Travis Oakes, Electrician

The meeting was called to order by President De Gasta at 1100 followed by the Pledge of Allegiance.

Roll call was taken by Secretary Klopchin and a quorum was announced.

Motion made by Mr. Cupoli to accept the 12 June 2024 minutes as written, second by CPT Cruickshank. Motion carried unanimously.

TOPIC	DISCUSSION	ACTION
<b>PRESIDENT WELCOME</b>	<p>President De Gasta welcomed the Board, Representative Mary Morrissey, Lisa Sloan of the DAV, members of the staff, and thanked them all for attending the meeting. He also noted the Proclamations for COL Joseph Krawczyk and Arthur Charron, previously facilitated by Representative Mary Morrissey, have been framed and are on display in the Crispe Room.</p> <p>President De Gasta also announced that pursuant to the new Open Meeting Law (OML), at the final meeting of the year (December 11th), he will provide a proposed schedule of meetings for the following year for both the Board and the Executive Committee.</p> <p>He also reported that the CEO, Melissa Jackson, is attending the NASVH (National Association of State Veterans Homes) conference in Orlando, Florida this week. COO Asa Whitcomb will be filling in as the Acting CEO.</p>	<b>INFO</b>
<b>RECOGNITIONS</b>	<p>Greg Krizan, Environmental Services Director, was introduced to the Board by Ms. Whitcomb and</p>	<b>INFO</b>

	<p>stated he is settling in remarkably well and he brings a wealth of experience from his employment with AOT. Mr. Krizan stated he is very happy to make the transition to VVH, partly due to its wonderful mission and the fact that he comes from a military family. He looks forward to working with everyone.</p> <p>Travis Oakes, Jamie Percey (not present) and the Nursing staff were recognized for their exceptional response to the water emergency. Additionally, the Board extended their appreciation to Asa Whitcomb (COO), Marjorie LaFountain (Activities Supervisor – not present) and Josh LaPointe (Maintenance – not present) for their efforts and participation in the Resident Putting Green Ribbon Cutting Ceremony held July 6<sup>th</sup>. The Board also thanked Melinda Crowl for arranging to have the aforementioned Proclamations framed and put up for display.</p> <p>Congratulations and thanks to Clark Adams, Trustee, for taking on the role of Chairperson of the Quality Assurance Committee.</p> <p>A formal introduction of our new Trustee, Dolores Krawczyk, was made by President De Gasta. On behalf of the Board, he presented her with a Board Challenge Coin and officially welcomed to the Board.</p>	<p><b>INFO</b></p> <p><b>INFO</b></p> <p><b>INFO</b></p>
<b>TOPIC</b>	<b>DISCUSSION</b>	<b>ACTION</b>
<p><b>HOME REPORTS CEO FACILITY ASSESSMENT</b></p> <p><b>CONTRACTED STAFF REDUCTIONS/BUDGET UPDATE</b></p>	<p>In her role as COO, Ms. Whitcomb provided background for the Facility Assessment approved by the Board of Trustees at the February 14, 2024, meeting. A question was raised regarding the Home’s bed capacity as outlined in the document. Acting CEO Whitcomb explained the current number of VA licensed beds (100) is different from the number of Vermont State beds (130) for which the Home pays a bed tax. Once the A-Wing construction project is completed, the Home will request the VA to recertify the previously reduced 30 beds. COL Fagan made a motion to accept the Facility Assessment. President De Gasta noted that the “staffing section” has been updated with new information (in red font on pages 13-14 of the Assessment previously distributed to Trustees) including resident acuity which, in large part, is responsible for nursing hours per resident per day which are higher than the CMS minimum standard. COL Fagan amended his motion to approve the Facility Assessment with the updated information and with the corrected bed numbers. Second by Mrs. Scribner. No further discussion. Motion passed unanimously.</p> <p>Our “special population” of veterans, who are overwhelmingly male and a majority of whom suffer from dementia and psychiatric disorders, evidence a higher acuity level (requiring increased staff hours) when compared to more traditional nursing homes. The Home had been working to reduce the hours per patient/per day -- currently at 4.43. Agency overtime has been dramatically reduced. The Home is working with HR (Human Resources) on a Merit Bonus Program for VVH staff for picking up shifts and for temporary employees to have the same shift differentials and holiday pay as classified employees.</p>	<p><b>CLOSED</b></p> <p><b>INFO</b></p>

<p><b>A-WING CONSTRUCTION COST UPDATE</b></p>	<p>The design team is getting closer to a final design. Due to the significant budget shortfall for the project, we are working closely with BGS (Buildings and General Services) for other potential funding sources. CEO Jackson is meeting with the grant manager for the VA while at the NASVH conference this week. The Secretary for the VA is not allowing waivers. Even with a VA waiver, a large shortfall would still exist. This will be a topic of discussion at the NASVH conference this week. A brief discussion on the VA’s Health Administration budget has to be voted upon each year as compared to the Veterans Benefits Administration budget which is mandated by Congress. VA’s construction budget invariably underfunded adversely impacting VA healthcare facilities as well as Veterans State Nursing homes.</p>	<p><b>INFO</b></p>
<p><b>MALCOLM BALDRIGE</b></p>	<p>CEO Jackson and QA Nurse Jean Cody will be accompanied by staff member (and Trustee) Melissa Hurt at the Baldrige Bronze Award ceremony later this year. Ms. Hurt will accept the Award on behalf of the Home. Continuing to work on the Silver Award application by attending many training sessions with our Baldrige consultant.</p>	<p><b>INFO</b></p>
<p><b>OTHER</b></p>	<p>Working with the contractor, insurance and the town regarding the fire hydrant repair. Environmental Services is working on a plan to protect the fire hydrant from future damage.</p> <p>The definition of a “needy” veteran discussion was deferred until the December meeting.</p> <p>The Covid outbreak affecting a number of residents and staff members has been contained to two units (Brandon and North).</p>	<p><b>INFO</b></p> <p><b>INFO</b></p> <p><b>OPEN</b></p> <p><b>INFO</b></p>
<p><b>HOUSE SPEAKER VISIT</b></p>	<p>President De Gasta and Vice President Fagan reported that House Speaker Jill Krowinski and her Chief of Staff, Conor Kennedy, recently visited the Home. CEO Jackson and Steven McClafferty hosted a tour of the Home. The hour-long visit was very cordial with our guests offering many positive comments and observations.</p>	<p><b>INFO</b></p>
<p><b>ASA WHITCOMB, CORPORATE COMPLIANCE</b></p>	<p>CO Whitcomb reviewed her previously submitted Compliance Report. There was a lengthy discussion regarding the process involved when an allegation of abuse is reported: any allegation, whether the Home believes it is or is not valid, is reported to the State Licensing Agency; within 5 days an internal investigation is undertaken to determine if the allegations is verified, unverified, or inconclusive; if the impacted person is a classified employee he/she, has the right to due process as well as representation from VSEA (Vermont State Employee Association); there is a Loudermill hearing and, in some cases, discussions with Labor Relations. Before the Home can make its determination it has to wait for the licensing authority (Office of Professional Regulation) to make a determination.</p> <p>Life Safety deficiencies are being worked on and is one of the priorities for our new Environmental Director.</p>	<p><b>INFO</b></p> <p><b>INFO</b></p>

	<p>A major national focus of the federal government is auditing Medicare claims -- a very time-consuming and paper intensive process.</p> <p>The Finance Department, along with the CEO and the CO, continue to audit our PBJ (Payroll Based Journal) submissions to ensure they are submitted accurately. Many other nursing homes are also receiving PBJ citations from CMS (Centers for Medicare and Medicaid Services). Mr. McClafferty is exploring the availability of an automated system/report to eliminate time-consuming manual entries.</p>	<p><b>INFO</b></p> <p><b>INFO</b></p>
<b>TOPIC</b>	<b>DISCUSSION</b>	<b>ACTION</b>
<b>EDUCATION AND TRAINING UPDATE</b>	<p>Work Group Chair Fagan announced Education and Training will be held at the Lake Morey Resort October 22-23. Having received no other recommendations from the Trustees for a change of venue, and for financial reasons, he recommended the Board return to Lake Morey Resort for the 2025 Education and Training program. A motion was made by Mr. Dickerson and second by Mr. Cupoli to return to the Lake Morey Resort in 2025. After a very brief comment, the motion passed unanimously.</p> <p>Chair Fagan reviewed the program agenda and the guests to be invited to the meet/greet and dinner. He also encouraged Trustees to bring a guest and that guests will be required to pay for their food and cash bar.</p> <p>Executive Assistant Boland announced she will send an email to Trustees next week requesting their responses if attending, staying overnight, meal choices, bringing a guest, etc. -- the deadline for a final count is September 6. Dinner entrée choices will be chicken, salmon and steak.</p>	<b>CLOSED</b>
<b>LUNCH BREAK</b>	A lunch break was taken from 12:12pm to 1:00pm.	<b>INFO</b>
<b>TOPIC</b>	<b>DISCUSSION</b>	<b>ACTION</b>
<b>HOME REPORTS DONNA RICHARDS, DNS</b>	Two LNA's started this week and there are a few more starting soon, but having trouble filling the evening supervisor position. Due to the recent Covid outbreak, we are in crisis staffing.	<b>INFO</b>
<b>DR. KING, PROVIDER</b>	(not present) An inquiry was made regarding booster versus strain vaccinations. Ms. Whitcomb noted covid shots (like flu vaccines) will be adjusted each year based on the disease strain. It was also reported that a single flu/covid vaccine is under consideration - - report previously submitted.	<b>INFO</b>
<b>STEVE MCCLAFFERTY, FINANCE</b>	<p>Mr. McClafferty reported he will be transferring funds within the Board of Trustee accounts to cover the upcoming Education &amp; Training in October as well as the annual purchase of turkeys for employees.</p> <p>Donation accounts were reviewed. Regarding the Mobility Trail Fund, COO Whitcomb and the Environmental Director are exploring options such as clearing the trail and completing a gravel path in order to obligate some of the available funds. Based on an inquiry made to Mr. McClafferty for last year's numbers, going forward, the current month, current year to date, prior fiscal year deposits and</p>	<b>INFO</b>

<p><b>MELINDA CROWL, MARKETING</b></p> <p><b>JEAN CODY, QA</b></p> <p><b>ASA WHITCOMB, ENVIRONMENTAL</b></p>	<p>withdrawals will be included in his financial report.</p> <p>(not present as representing VVH at the State Fair this week -- reported previously submitted.) Admissions are on hold due to covid.</p> <p>(not present) COO Whitcomb reported QA is very busy with the Silver Baldrige application and also working on revamping QAPI -- report previously submitted.</p> <p>Environmental Services Director, Greg Krizan will submit the Environmental Services Report starting with the December 11 meeting. He is working on fully revamping the safety plan, safety committee, preventative maintenance plan, and getting overdue projects done.</p>	<p><b>INFO</b></p> <p><b>INFO</b></p> <p><b>INFO</b></p>
<p><b>TOPIC</b></p>	<p><b>DISCUSSION</b></p>	<p><b>ACTION</b></p>
<p><b>COMMITTEE REPORTS</b></p> <p><b>BUDGET AND FINANCE</b></p> <p><b>BUILDINGS &amp; GROUNDS</b></p>	<p>Reviewed the Report submitted, reading portions regarding discussions with the auditors. There was discussion regarding the Board accounts and interest earned on them. Quarterly committee meeting scheduled for 9/20/24</p> <p>Chair Cathy Tester reviewed the B&amp;G Report previously submitted. She reported all the Home's current leases have been reviewed, are current and they will be reviewed annually. A Land Use Agreement with the Bennington Veterans Incubator Farm Cooperative was presented to the Board for approval. The language in the Land Use Agreement is basically the same as language in leases with the High School (for athletic fields) and the Chamber of Commerce. The exception is that, rather than for one-year, this Agreement is for 15 years. Item 22 of the Agreement states "Either party may terminate the agreement, at any time, with a 90-day written notice to the other party."</p> <p>CPT Cruickshank, speaking for herself and several other Trustees, presented a list of questions/concerns: Act 250, waste disposal, erosion, runoff, fertilizer, flood mitigation, liability insurance, local and/or State approval for buildings, source of water, electricity, restrooms, and a feeling that the agreement is vague and may leave the Home exposed. The questions/concerns resulted in a lengthy and spirited discussion.</p> <p>SFC Adams stated his understanding that the vote taken at the June 12 meeting was for the Buildings and Grounds Committee to further explore the feasibility of the project, not to go forward with the project. President De Gasta read the motion from the June 12 Board minutes: "CEO Jackson requested a Board motion to give her (the CEO) permission, working with the Buildings and Grounds Committee, to enter into feasibility discussions regarding the Veterans' Farming Initiative and to appropriately access available HUD funds as needed". [The motion was made and seconded. A request to table this topic yet again was declined. A roll call vote was taken: There were 7 Yes votes, 6 No votes and one Abstention. The motion passed.]</p> <p>Ms. Pinsonault made a motion to accept the lease making grammatical corrections identified by Mr.</p>	<p><b>INFO</b></p> <p><b>CLOSED</b></p>

	<p>Dickerson. Second by Mrs. Krawczyk. During discussion, Mr. Dickerson commented that it is his understanding that the Secretary of Administration needs to approve 15-year leases. Additional discussion followed relating to the mobility trail cutting through part of the land use area; a right of way from Route 7 and the 66-foot access. Ms. Pinsonault amended her motion by stating: "I make a motion that we sign the lease as written with the additions to the grammar corrections, the mobility trail, the 66-foot right of way, and the Route 7 access, and the State of Vermont approval'. Motion second by Mrs. Krawczyk. No further discussion.</p> <p>A roll call vote was taken: There were 12 Yes votes: Kent Butterfield, Larry Cupoli, Gary De Gasta, Charly Dickerson, Peter Fagan, Melissa Hurt, Michael Klopchin, Dolores Krawczyk, Sandy Pinsonault, Joyce Scribner, Cathy Tester, Joseph Troiano. There were 3 No votes: Clark Adams, Brenda Cruickshank, Michael diMonda. The motion passed. The Agreement was approved as amended.</p> <p>Quarterly committee meeting scheduled for 11/15/24.</p> <p>Quarterly committee meeting scheduled for 11/4/24.</p> <p>Chair Adams reported his goal for the Quality Assurance Committee is to work in concert with the QAPI (Quality Assurance and Performance Improvement) committee that meets monthly.</p> <p>President De Gasta reported the Executive Committee (EC) had a Special meeting to discuss a personnel matter with no decisions made. There was brief discussion regarding agenda items for the next EC meeting scheduled for 9/18//24.</p> <p>President De Gasta reported the key component of the SPC meeting was a recommendation to the Board that an Executive Summary addendum, which incorporates the Board policy passed at the June 12 Board meeting, be added to the Strategic Plan. COL Fagan read the motion: "The Board of Trustees concurs with its Strategic Planning Committee's (SPC) assessment that 'a comprehensive update of the VVH Strategic Plan is not feasible and not necessary at this time' and accepts the SPC's recommendation that the June 14, 2024, Board Policy be added as an Executive Summary and Prologue to the VVH Strategic Plan which will constitute the Board's Annual Review of the Plan." Mr. Dickerson so moved the motion, second by Mr. Cupoli. A brief further explanation of the motion was made. No further discussion. The motion passed unanimously. Quarterly committee meeting scheduled for 10/2/24.</p>	<p><b>INFO</b></p> <p><b>INFO</b></p> <p><b>INFO</b></p> <p><b>CLOSED</b></p>
<b>TOPIC</b>	<b>DISCUSSION</b>	<b>ACTION</b>
<b>NOMINATING/BY-LAWS ELECTION OF OFFICERS</b>	<p>Mr. Dickerson reported that no Trustee expressed a desire to be nominated as an Officer of the Board, and the current incumbents expressed their intent to continue in their roles. Hearing no additional motions, Mr. Dickerson proposed to adopt the 5 current incumbents which have each indicated an</p>	<b>CLOSED</b>

	interest to remain as officers and to cast one ballot to include Gary De Gasta for President, Peter Fagan for Vice President, Michael Klopchin for Secretary/Treasurer, and 2 At Large members of the Executive Committee - Brenda Cruickshank and himself. Motion so moved by COL Fagan. Second by Mrs. Scribner. No further discussion. Motion carried unanimously.	
<b>TOPIC</b>	<b>DISCUSSION</b>	<b>ACTION</b>
<b>BOARD POLICIES</b>	Mr. Dickerson reported he is still working on updating the policy adopted at the June Board meeting to include the new Open Meeting Law (OML) guidelines. Three items specifically changed with the new guidelines are: President De Gasta must attend annual training offered by the Secretary of the State on this issue; the posting and recording of meetings and/or hybrid meetings; and for “in case of an emergency” event, the previous law dealt with statewide emergencies, but now has been expanded to include “local events”.	<b>INFO</b>
<b>TOPIC</b>	<b>DISCUSSION</b>	<b>ACTION</b>
<b>PUBLIC COMMENTS</b>	Representative Mary Morrissey said “keep up the great work you are doing” and is happy to see her efforts paid off to get Dolores Krawczyk appointed to the Board timely. Lisa Sloan, DAV representative, echoed to keep up the great work.	<b>INFO</b>
<b>ADJOURNMENT</b>	With no other business, President De Gasta adjourned the meeting at 1428.	<b>CLOSED</b>

Meeting adjourned at 1428. Next Board meeting is 11 December 2024.