

**Board of Trustees**  
**A. Luke Crispe Room**  
**12 April 2023**  
**1300 hours**

**Present:**

COL Gary De Gasta, President  
 COL Peter Fagan, Vice President  
 Michael Klopchin, Secretary  
 Kent Butterfield

CPT Brenda Cruickshank  
 Lawrence Cupoli  
 Charly Dickerson  
 BMCS Michael diMonda  
 LTC David Fabricius

Dr. Jacqueline Kelly  
 Jamie Percey  
 Joyce Scribner  
 Rev. Richard Setzer  
 Cathy Tester

**Excused:** Jennifer Carmichael

Robert Hooper

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

**Guests:** Rep. Mary Morrissey  
 Jon Endres, Environmental  
 Patricia Babcock  
 Shannyn MacVicar  
 Dr. Peter King  
 Robyn Boland, Executive Assistant

Melinda Crawl, Marketing  
 Cindy Murray, Educator  
 Asa Morin, COO  
 Steve McClafferty, Finance  
 Fred Dunn

Rebecca Souza, DNS  
 Mary Ryan  
 Scott Betit, IT  
 Jean Cody, QA Nurse  
 Joseph Krawczyk family

The meeting was called to order by President De Gasta at 1300 followed by the Pledge of Allegiance.

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

Motion made by COL Fagan to accept the 8 February 2023 minutes as written, second by Mr. Cupoli. Motion carried.

TOPIC	DISCUSSION	ACTION
<b>PRESIDENT WELCOME</b>	President De Gasta welcomed the Board, Representative Mary Morrissey, the Krawczyk family, retired Trustee Fred Dunn, and members of the staff and thanked them for joining the meeting.	<b>INFO</b>
<b>PROCLAMATION FOR JOSEPH KRAWCZYK</b>	Representative Mary Morrissey read her prepared remarks presented to State Legislators in Montpelier during a Joint House Legislative Session. She also read the Proclamation adopted by the Legislature and which has been entered into the Archives of the State of Vermont. Rep. Morrissey read and presented the framed Proclamation to Joe’s widow, Dolores Krawczyk, and family members in attendance.	<b>INFO</b>
<b>NEW TRUSTEE</b>	Jamie Percey, mentor for new Board member Reverend Richard Setzer, introduced and provided a brief biography. Rev. Setzer expressed his desire to be involved as has seen great care at VVH rendered	<b>INFO</b>

<p><b>BOARD COIN PRESENTATIONS</b></p>	<p>to his father, currently a Home Resident.</p> <p>President De Gasta presented Board Challenge Coins to those Trustees who had not yet received them: COL Fagan, LTC Fabricius, Mr. Cupoli, Ms. Tester and Rev. Setzer.</p>	<p><b>INFO</b></p>
<p><b>BELL PROJECT DONATION</b></p>	<p>Ms. Tester provided CEO Jackson a check for \$23,604.74 for the Home’s “ Bell Project” (refurbish the bell and erect a protective cover). This was her Commander’s Project while serving as the Commander American Legion, Department of Vermont.</p>	<p><b>INFO</b></p>
<p><b>RETIREMENT PLAQUE</b></p>	<p>President De Gasta read his biography and presented Frederick Dunn, Jr. his Board of Trustee Retirement Plaque. The Board thanked Mr. Dunn for his nine years of dedicated service as a Trustee.</p>	<p><b>INFO</b></p>
<p><b>MARKET STUDY</b></p>	<p>CEO Jackson introduced Eric Sheehan from Gibbous via zoom. Mr. Sheehan provided an Executive Brief of the Market Study his firm will be conducting. Eric’s briefing included a quick introduction, project goals, and high-level project schedule. The Market Study goals are: To identify the number of Vermont Veterans and their disbursement across the state; the Home’s “competitors”; and Customer service improvement and identify the current services available to veterans and veteran health care needs. The project timeline is 3/16/23-12/15/23. Phase 1 will be Veteran data collection (4 months), Phase 2 will be Competition and analysis (3 months) and Phase 3 will be Final market assessment (2 months). Data will be collected from numerous resources. The CEO will include information from the bi-weekly briefings with Gibbous to the Board in her CEO Weekly Report and she will upload the slides to the Board’s Teams page.</p>	<p><b>INFO</b></p>
<p><b>BY-LAWS</b></p>	<p>Mr. Dickerson hopes to have his report and proposals on the Board of Trustee By-Law changes and recommendations completed for the June or August meeting.</p>	<p><b>INFO</b></p>
<p><b>NOMINATIONS</b></p>	<p>Mr. Percey’s term as the employee-elected representative on the Board expires this year. Will hold an election early this fall. Mr. diMonda has offered to assist with the election.</p> <p>Election of Board Officers (President, Vice President and Secretary) and the two At Large Executive Committee members will be held at the annual meeting in August. Contact Mr. Dickerson if interested in any of the five elected positions: President, Vice President, Secretary and two At Large Executive Committee members.</p>	<p><b>INFO</b></p>
<p><b>COMMITTEE MEMBERSHIP</b></p>	<p>President De Gasta read the committee assignments for the new Trustees. The Buildings and Grounds Committee will need to meet and identify who will serve as Chair.</p>	<p><b>INFO</b></p>

<b>EDUCATION &amp; TRAINING UPDATE</b>	COL Fagan reported this year's Education and Training will be held October 24-25 at the Lake Morey Resort. The Work Group will be meeting next week to start planning the agenda. Trustees were urged to offer suggestions for the overall program, as well as specific agenda topics.	<b>INFO</b>
<b>TOPIC</b>	<b>DISCUSSION</b>	<b>ACTION</b>
<b>HOME REPORTS</b>		
<b>CEO</b>		
<b>CMS ENFORCEMENT LETTER</b>	CEO Jackson reported there is no update on the CMS fine. She has been emailing (L&P) Licensing and Protection every 2 weeks. Most deadlines are on the Provider. The regulations do not really hold L&P or CMS to a hard deadline. Will advise the Board as soon as more information is available.	<b>INFO</b>
<b>VA ANNUAL SURVEY</b>	Currently working on corrective action plans for the deficiencies. There were no direct-care issues.	<b>INFO</b>
<b>BALDRIGE</b>	Working on the Baldrige Silver Award and still waiting to hear if we achieved the Bronze Award. There is no monetary consideration for the Bronze but adopting Baldrige is expected to assist with recruitment and marketing.	<b>INFO</b>
<b>BUDGET TESTIMONY</b>	Have provided testimony to all groups except Senate Appropriations.	<b>INFO</b>
<b>COMMANDANT'S HOUSE</b>	The Commandant's House is currently being rented by the Green Mountain Vietnam Veterans Association. They had applied for a grant, which was granted, but the grant is through HUD, to replace the roof, windows and siding. The grant requires they must secure the money first and then get reimbursed. Consider having a thorough inspection of the house and then explore whether additional monies are available for issues such as internal renovations (adding a bathroom, heat and air conditioning, etc.). Do not know if there is a deadline for the grant.	<b>INFO</b>
<b>OTHER</b>	At tomorrow's Department Head meeting, will be asking staff for possible dates to have the Board meet them to get acquainted and provide an overview of their department operations.	<b>INFO</b>
<b>COO/CCO</b>		
<b>CORPORATE COMPLIANCE</b>	COO/CCO Asa Morin provided a brief review of issues and concerns that have been brought to Compliance as of March 23. Due to the sensitive nature of the concerns, further discussion will take place during Executive Session. There is a healthcare network that offers comparative compliance data for hospitals, doctor offices and nursing homes, but not one for only nursing homes.	<b>INFO</b>
<b>MS TEAMS TUTORIAL</b>	Scott Betit, IT Department, met earlier in the day with those Trustees that wanted some assistance on the new MS Teams program. Scott will create another PowerPoint for the Trustees to help assist them navigating between their emails and Teams page. If having issues, email or leave a message for him.	<b>INFO</b>

TOPIC	DISCUSSION	ACTION
<p><b>HOME REPORTS PANEL REBECCA SOUZA, DNS</b></p> <p><b>DR. KING, PROVIDER</b></p>	<p>Rebecca Souza, Nursing Director, and staff have been focusing on falls during the last six months. Started at 98%, currently at 89%. The goal is to get to 74% by July 30<sup>th</sup>. Provided descriptions of what is defined as a fall. Looking at the processes related to falls and how to improve the process.</p> <p>Dr. Peter King applauded the staff for dealing with covid during the past several years. Life at the Veterans' Home looks more like pre-covid than it did a year ago. Will be updating our mask guidelines soon. Community prevalence is down. The local hospital has not had a covid patient in the ICU for 7 months. Continue to advocate for vaccinations.</p> <p>In the next six months, focus on filling physician vacancies - we lost one physician last October from the VA and Dr. Salazar is fully retiring this fall. Any advocacy the Board can give on our behalf specifically for physician services to the VA, GVAC, or any other influential organization to develop interest would be appreciated. New admissions must be seen by a "physician" per CMS, and not by a Nurse Practitioner or other provider.</p>	<p><b>INFO</b></p> <p><b>INFO</b></p>
<p><b>STEVE MCCLAFFERTY, FINANCE</b></p>	<p>In response to a trustee question, Finance Director Steve McClafferty discussed the two accounts within the Endowment Fund: Common Trust Fund and the Vuori account. He distributed Vuori account background information including the Estate Will and read from page 4, section D of the Will describing how the funds are to be used for "needy" veterans who are residents of the Home. Mr. Dickerson reported the Board established a policy about 6-8 years ago regarding the definition of a needy veteran as any veteran that is on Medicaid reimbursement by definition is a needy veteran. About 80% of our veterans are on Medicaid. We have not accessed funds from this account. We use the Member's Assistance Donated Account which has addressed most of our veterans' needs.</p>	<p><b>INFO</b></p>
<p><b>JON ENDRES, ENVIRONMENTAL</b></p>	<p>Jon Endres, Director of Environmental Services, reported the Security Project is about 60-70% complete. Supply chain issues continue. There was never a firm substantial completion date on the project due to availability of product.</p> <p>As stated in the report previously submitted, other projects in the pipeline are the Boiler Room Plant Renovation/Replacement of the Emergency Generator and the Elevator Project/Climate Control Project. When/if the budget passes, funds will be available for both projects.</p> <p>Still waiting for BGS (Buildings and General Services) on the contract for design work on the A-wing project which is funded by covid grant money. There were six design bids in June 2022 but still no awarding of a contract by BGS. Concern is mounting that the bids may now be outdated which could cause further delays.</p>	<p><b>INFO</b></p>
<p><b>MELINDA CROWL, ADMISSION/MARKETING</b></p>	<p>Melinda Crowl, Director of Marketing and Admissions, commented there are a lot of events coming up this summer. Also working on recruitment. Provided explanations of why only 13% of referrals are</p>	<p><b>INFO</b></p>

<p><b>JEAN CODY, QA</b></p> <p><b>OTHER</b></p>	<p>followed up on. Many referrals are for non-veterans or spouses. There are a lot of New York referrals. New York reimbursement rate has not changed in over 20 years. Also, many referrals from hospitals are applicants with serious behavioral/substance abuse/addiction issues that we are unable to handle. The Medicaid waiver does not apply to New York or Massachusetts applicants. Many of the referrals submitted are not following our criteria (veterans and spouses). We currently have a waiting list.</p> <p>A tremendous amount of work on structure, process and outcomes is being done. Baldrige is providing a wonderful framework for growth and improvement and we continue that journey.</p> <p>Staffing based on the payroll data is processed through the Payroll Based Journal (PBJ).</p> <p>Looking into the LNA class format and waiting for guidance from the state on this.</p> <p>CEO Melissa Jackson reported on Senate Bill S.51. [Draft Bill Template (Vermont.gov)] provides substantial updates to Adult Protective Services aka Adult Abuse Report. The positives of this bill are that it clearly addresses the inappropriate use of resident funds by a guardian, POA or fiduciary. What is uncomfortable and potentially problematic, if this Bill is passed as currently written regarding neglect, the words “failure” or “omission” were added. Without further explanation, any medication errors, treatment errors, etc. could fall into the category of abuse reporting. The Office of Professional Regulation already has a process in place to report significant medication errors. It is difficult to recruit nurses now, but if the slightest mistake becomes an allegation of abuse, who will want to work in this industry?</p>	<p><b>INFO</b></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>
<b>COMMITTEE REPORTS BUDGET AND FINANCE</b>	Committee meeting not held, therefore no report.	<b>INFO</b>
<b>BUILDINGS &amp; GROUNDS</b>	Committee meeting not held, therefore no report.	<b>INFO</b>
<b>OUTREACH &amp; MARKETING</b>	Committee meeting not held, therefore no report.	<b>INFO</b>
<b>QUALITY ASSURANCE</b>	Committee meeting held this morning. No report filed yet.	<b>INFO</b>
<b>BY-LAWS/NOMINATING</b>	Committee meeting not held, therefore no report.	<b>INFO</b>
<b>EXECUTIVE</b>	Committee meeting not held, therefore no report.	<b>INFO</b>
<b>STRATEGIC PLANNING</b>	Committee meeting not held, therefore no report.	<b>INFO</b>

	Prior to the June 14 <sup>th</sup> meeting, all Board Committees are expected to meet and Chairs to submit their Quarterly written Reports for discussion during the Committee Reports agenda item.	<b>INFO</b>
<b>TOPIC</b>	<b>DISCUSSION</b>	<b>ACTION</b>
<b>PUBLIC COMMENTS</b>	No further comments from the public.	<b>INFO</b>
<b>RECESS</b>	President De Gasta called a recess at 3:45 pm until 3:53 pm.	
<b>TOPIC</b>	<b>DISCUSSION</b>	<b>ACTION</b>
<b>EXECUTIVE SESSION</b>	<p>A motion was made by COL Fagan to enter into Executive Session to discuss personnel. The motion was seconded by Mr. Cupoli. No discussion. The motion carried with none opposed and the Board entered Executive Session at 1553. Attendees during the Executive Session included the Board members, and invitees Melissa Jackson, CEO and Asa Morin, COO.</p> <p>A motion was made to exit the Executive Session by COL Fagan, second by CPT Cruickshank. The motion carried with none opposed and the Board returned to its open meeting at 1642 with no action taken in Executive Session.</p>	<b>CLOSED</b>
<b>TOPIC</b>	<b>DISCUSSION</b>	<b>ACTION</b>
<b>ADJOURNMENT</b>	A motion to adjourn the meeting was made by Mr. diMonda, second by CPT Cruickshank. Motion carried with none opposed. The meeting adjourned at 1645.	<b>CLOSED</b>

Meeting adjourned at 1645. Next Board meeting is 14 June 2023.