

**Board of Trustees
A. Luke Crispe Room
13 December 2023
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
BMCS Michael diMonda
Melissa Hurt
Dr. Jacqueline Kelly

Jamie Percey
Sandra Pinsonault
Joyce Scribner
Rev. Richard Setzer
Cathy Tester
Joseph Chip Troiano
Robert E. Burke, Director, Vermont Office
of Veterans Affairs

Excused: Jennifer Carmichael
LTC David Fabricius

Charly Dickerson
Robert Hooper

Guests: Rep. Mary Morrissey
Jon Endres, Environmental
Jean Cody, QA Nurse
Robyn Boland, Executive Assistant

Dr. Peter King
Donna Richards, Director of Nursing
Melinda Crowl, Marketing/Admissions

Steve McClafferty, Finance
Dr. Kishore Bobba
Lisa Sloan, DAV

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 COL Fagan to accept the 9 August 2023 minutes as written, second by BMCS diMonda. Motion carried.

TOPIC	DISCUSSION	ACTION
<p style="text-align: center;">PRESIDENT WELCOME</p>	<p>President De Gasta welcomed the Board, Representative Mary Morrissey, Lisa Sloan of the DAV and members of the staff and thanked them for joining the meeting. President De Gasta also wished everyone a very happy holiday season and prosperous New Year.</p> <p>Representative Mary Morrissey thanked VVH staff and the Board for the great job they do on behalf of veterans.</p> <p>Lisa Sloan of the DAV said that it was great to be back and wished all Happy Holidays. She also thanked everyone for keeping VVH going.</p>	<p style="text-align: center;">INFO</p>
<p style="text-align: center;">INTRODUCTIONS</p>	<p>Three new Trustees were introduced to the Board: Representative Joseph “Chip” Troiano, Ms. Sandra “Sandy” Pinsonault, and Ms. Melissa Hurt. A brief biography was provided by each of their mentors: Mr. Cupoli, Mrs. Scribner and Mr. Percey, respectfully.</p>	<p style="text-align: center;">INFO</p>

<p>RECOGNITIONS</p>	<p>Mr. Percey was recognized for his many years of service on the Board of Trustees (BoT). This is his last official Board meeting as his term ends January 31, 2024. The recently elected classified employee, Ms. Hurt, will serve a three-year term as the classified employee Trustee.</p> <p>U.S. News & World Report designated VVH among the elite 19% of skilled nursing facilities that earned a “High Performing” rating, the highest possible achievement.</p> <p>The State conducted their annual survey the week of October 23. CEO Jackson reported on the one Life Safety (Elevator project) and four clinical deficiencies that were cited from the survey. The Plan of Correction was submitted and accepted. Education is ongoing. The State surveyors will conduct an unannounced re-visit after January 6, 2024, to verify compliance. The VA grant request for the Elevator project, now a Life Safety issue, will receive a much higher priority ranking.</p>	<p>INFO</p>
<p>EDUCATION & TRAINING UPDATE</p>	<p>COL Fagan reported this year’s Education and Training held October 24-25 at the Lake Morey Resort received mostly very good scores. A compilation of responses provided on the Evaluation Form will be provided for the February 14 Board meeting. The Work Group made a recommendation, which was approved by the President, to hold the 2024 Education and Training Program at the Lake Morey Resort again next year as it is the most reasonably priced and simplest option available.</p>	<p>INFO</p>
<p>STATE STATUTE AND DILLON RULE</p>	<p>COL Fagan reported on Vermont Statute, Title 20, Chapter 87, §1711-1720, pertaining to definitions used for “gift” and “Home”. Preliminary interpretation of the Statute is that the Home is only authorized to offer service to residents at the Home (in Bennington) and not at any other location. Vermont is a Dillon Rule state, and VVH as an instrumentality of the State, must adhere to Vermont Statute and laws. Consequently, changes must be approved by the legislature. Validation of this interpretation is essential since a significant amount of our strategic planning work has been devoted to providing additional services and programs to veterans in various locations throughout Vermont. On behalf of the Board, COL Fagan requested Representative Morrissey to submit a request to the Legislative Council to research what we are permitted under State statute regarding service expansion and extending the Home’s reach beyond the Bennington campus. However, the Legislative Council does not issue interpretations of statutes, rather they will interpret bills that will amend a statute. Consequently, Rep. Morrissey has been requested and agreed to submit a bill that would enable the Home to provide services to veterans outside of this facility. While the process has begun, it could take months or longer to achieve the desired statutory changes. COL Fagan also made an inquiry as to how many unhoused veterans there are in Vermont. A goal of the legislature is to end homelessness in the State of Vermont, and the implementation of our Strategic Plan could help to support that goal and assist in the passage of a bill to request statutory changes.</p>	<p>INFO</p>
<p>MS TEAMS / OUTLOOK</p>	<p>President De Gasta requested feedback from the Trustees as to the information they would like/not like to be included in the weekly CEO Report. Also discussed the possibility of the CEO/COO providing</p>	<p>INFO</p>

	<p>the Report monthly instead of weekly, but also continue to inform the Board of urgent issues as they arise. CEO Jackson will consider the Board’s suggestions and provide feedback.</p> <p>Many Trustees are still having difficulty with accessing the Outlook and/or the Teams page. Some barriers reported include: difficulties resetting passwords, ADS would not help because “Trustees are not state employees”, and no responses to phone messages or emails to IT, etc.</p>	
LUNCH BREAK	Lunch break from 12:08pm to 12:50pm.	INFO
CORPORATE COMPLIANCE	COO/CO Morin’s report was submitted to the Board prior to today’s meeting. CEO Jackson provided a brief recap of compliance issues. Further discussion was deferred to Executive Session.	INFO
BY-LAWS AMENDMENT	Prior to the meeting, Mr. Dickerson, Chair, Nominating and By-Laws Committee, provided Trustees with a proposed revision (amendment) to the By-Laws combining paragraphs in the Admission Eligibility section (b) and (c) to read: “(b) Spouses of veterans and Gold Star Parents: Up to 25% of beds at the Home may be allocated to spouses, widows or widowers of veterans who themselves would be eligible for admission, and to Gold Star Parents as outlined in federal regulations at 38CFR 51.210(d) and defined as: “parents any of whose children died while serving in the Armed Forces”. A motion to amend the By-Laws as recommended by Chair Dickerson was made by COL Fagan, second by SFC Adams. The motion carried unanimously. No further discussion. The new By-Laws will take effect at the end of today’s meeting.	CLOSED
BOARD POLICY ON TRUSTEE COMPENSATION	Mr. Dickerson also drafted a Board policy on Trustee compensation to State Statute and incorporating information provided by the Attorney General’s office was distributed to Trustees prior to today’s meeting. No further discussion. A motion to approve the Board Compensation policy made by COL Fagan, second by Mr. Troiano. This policy clarifies the BoT is following the statutes. No further discussion. None opposed. Motion carried unanimously. This policy will take effect today.	CLOSED
BOARD POLICY ON CLASSIFIED TRUSTEE	Having been informed the Governor does not appoint the elected Trustee, Mr. Dickerson is drafting a Board policy to address elected classified Trustees.	INFO
TOPIC	DISCUSSION	ACTION
HOME REPORTS CEO CMS L&P SURVEY	Recap of the CMS L&P annual survey was provided earlier today in the Recognitions section.	INFO
MALCOLM BALDRIGE	Feedback was received from the consultant on the first draft, changes were made and it has been resent to the consultant for his approval. The final draft will be submitted by December 31.	INFO

<p>MARKET STUDY</p>	<p>CEO Jackson reported she has a meeting with the Gibbous representatives this Friday. She will provide the final draft report. Trustees to review the document and submit their questions to her as soon as possible so Gibbous has time to make changes in advance of the February 14 Board meeting when an in-depth review and discussion of the final report will take place.</p>	<p>INFO</p>
<p>FY 25 BUDGET CHALLENGES</p>	<p>Without being able to get into specifics until the Governor releases his Budget, CEO Jackson reported we were allowed a 3% General Fund increase over last year. The Medicaid Settlement money will provide a small offset. One way the Home can lower its budget is by reducing agency/contract staff costs – the greatest impact on our budget. As the current residents of A wing are moved to the other units in anticipation of the A wing renovation, reductions in agency staff are anticipated. No VVH staff will lose their job due to closing A wing. We will not cancel any Agency contracts, but some may not be renewed. We are encouraging Agency staff to become VVH employees. Doing so would be at a lower pay rate and could avert the hefty finder’s fees charged by the contracting agencies. CEO Jackson will share the link with the Board to listen to Budget Adjustments with House Appropriations next Tuesday.</p>	<p>INFO</p>
<p>CMS STAFFING MANDATE</p>	<p>There is legislation in Congress to stop the proposed CMS Staffing Mandate. Since the mandate is supported by the White House, it is likely that the President will veto it. Vermont ranks 49th in the United States with over 64% of our nursing positions vacant. VVH currently meets the staffing mandate. CEO Jackson is working on providing talking points to the Board for the Card Room “Meet and Greet” State Legislators on January 30. Discussion took place on the impact the staffing mandate will have on nursing homes and hospitals, especially taking into account more than 75% of nursing homes would not meet the proposed hourly requirements should the staffing mandate be enacted.</p>	<p>INFO</p>
<p>COMMANDANT’S HOUSE</p>	<p>Prior to today’s meeting, CEO Jackson and Jon Endres, Director of Environmental Services, lead a tour of the Commandant’s House for interested Board members. CEO Jackson has made an inquiry asking if VVH can apply for a HUD grant for some of the work that is needed at the Commandant’s House. The local DAV has been granted access to the VVH to continue to conduct their meetings since the Commandant’s House is no longer available.</p>	<p>INFO</p>
<p>QAPI PLAN</p>	<p>Prior to today’s meeting, CEO Jackson submitted the updated annual QAPI (Quality Assurance Performance Improvement) Plan to the BoT for review and approval. It has been prepared in a more-narrative format than previously, including language and goal changes suggested by the Baldrige criteria. Federal regulations require the Board to annually review and approve the Plan. A motion to accept the QAPI Plan as written was made by CPT Cruickshank, second by COL Fagan. No further discussion. Motion carried unanimously.</p>	<p>CLOSED</p>
<p>OTHER</p>	<p>Due to a programming error in our PBJ (Payroll Based Journal) that excluded a half hour each day for lunch for the exempt employees, our staffing 5 Star rating may drop for a period of time.</p>	<p>INFO</p>

	<p>VVH was one of only seven facilities nationwide selected by the VA to participate in a pilot research program -- “Project Team Effort”. The program will commence in January 2024. The VA will conduct onsite visits to review our “resident falls” processes. Since it is a research program, eventually the results will be published and the VVH will be credited. More importantly, we anticipate outside resources will be available to help us in an area we have identified as one of our high-risk Quality Measures -- to reduce the number of falls.</p> <p>On her recent trip to Washington, D.C., CEO Jackson and NASVH (National Association of State Veterans Homes) representatives met with the VA Undersecretary of Health to discuss concerns regarding inadequate VA financial support for mental health and the need for reimbursing state nursing homes for the full costs of high-cost medications for 70% or more service-connected disabled veterans. We currently receive an all-inclusive daily per diem rate regardless of the costs of medications which comprise 80% of our monthly pharmacy costs.</p> <p>The anticipated start date for the construction on A wing is January of 2025 and will take 18 months.</p> <p>VVH has been assigned the date of Tuesday, January 30, 2024, for our meet and greet in the Statehouse Card Room. All Trustees are encouraged to attend this event as it is a great opportunity to meet our legislators, advocate for the Home’s programs, budget, strategic initiatives, and proposed statutory changes.</p>	
TOPIC	DISCUSSION	ACTION
<p>HOME REPORTS DONNA RICHARDS, DNS</p> <p>DR. KING, PROVIDER</p> <p>STEVE MCCLAFFERTY, FINANCE</p>	<p>Since submitting the report, we have hired a few part-time nurses that are in school. Hopefully they will join us as permanent employees after they graduate.</p> <p>Dr. King reported that although covid is less serious, it is much more transmissible. A local nursing home had over 50% active cases recently. VVH had 5 residents with covid and was able to contain the spread to one unit which speaks well for the effective infection control methods employed by staff to protect our residents. He introduced Dr. Kishore Bobba who recently joined us working 2 days a week through an agreement with the Albany (NY) VA. Dr. Bobba thanked the Board for the opportunity to work at VVH and for the Thanksgiving turkey the Board gave to employees. Dr. Bobba is in the process of obtaining his Vermont license. Dr. King expressed his gratitude to Dr. Salazar, even though retired, she came in to help during Dr. King’s recent unexpected absence. There is also extra support coming in January 2024.</p> <p>Mr. McClafferty reported next week CEO Jackson, on behalf of VVH, our veterans, the citizens and Government of France, will award the spouse of one of our recently deceased 101-year-old veterans the French Legion of Honor Award. During WWII, the veteran made topographical maps for the D-Day invasion. CEO Jackson thanked Steve for his serving as the VVH intermediary with the French Government.</p>	<p>INFO</p> <p>INFO</p> <p>INFO</p>

JON ENDRES, ENVIRONMENTAL	Nothing further to add from the report previously submitted.	INFO
MELINDA CROWL, MARKETING	Nothing further to add other than what was covered already in the Outreach & Marketing section.	INFO
TOPIC	DISCUSSION	ACTION
COMMITTEE REPORTS BUDGET AND FINANCE	<p>COL Fagan reported the Committee did not meet, but has scheduled quarterly meeting dates for 2024.</p> <p>President De Gasta tasked Board Chairs to schedule their quarterly meetings soon for 2024. The dates will be posted on the state meeting calendar and the VVH website. Doing so will allow us to eliminate warning the Bennington Banner and elsewhere.</p>	INFO
BUILDINGS & GROUNDS	Ms. Tester reported their quarterly meetings are scheduled for next year. She reviewed the report from their December 1 Committee meeting that included a tour of the Commandant’s House. A lengthy discussion ensued regarding repairs that will be needed; the purpose of the building if refurbished; the garage; and possible demolition of the building. Because we are a state entity, we need to use the State procurement/bid system for any work to be accomplished.	INFO
OUTREACH & MARKETING	Committee meeting not held, therefore no report. Melinda Crowl reported the Day of Remembrance will be ready for viewing at the end of the week on YouTube and the VVH website. The overwhelming number of referrals for admission continue to be from hospitals and clinics. Admissions are currently on hold.	INFO
QUALITY ASSURANCE	Committee meeting not held, therefore no report. CPT Cruickshank reported SFC Adams and her attended the VVH QAPI meeting, which she commented is much improved from years ago. The quarterly meetings have not yet been scheduled.	INFO
EXECUTIVE	President De Gasta provided a brief summary of the three Reports previously submitted.	INFO
STRATEGIC PLANNING	President De Gasta provided a brief summary of the Report previously submitted. Also reported he contacted the VA New England Healthcare System Director, Ryan Lilly, regarding his position on any sharing/contract agreements we might enter into with the White Rive Junction VAMC. Mr. Lilly did not envision there would be any issues. He also stated he would strive to “shepherd” agreements through VA Headquarters and the VA’s National Sharing Office. CEO Jackson reported on a conversation with Dr. Brett Rusch of WRJ VAMC regarding Telemedicine and potential sharing agreements for optometry and audiology. She announced that the Brattleboro and Keene, New Hampshire, CBOC’s are combining	INFO

NOMINATING	and will become a “specialty clinic” offering more services than are normally provided by a CBOC. Committee meeting not held, therefore no report.	INFO
BY-LAWS	Committee meeting not held, therefore no report. (See By-Laws Amendment voted upon earlier in the meeting.)	INFO
TOPIC	DISCUSSION	ACTION
PUBLIC COMMENTS	Representative Morrissey thanked everyone for their hard work every day and recognized the positive support in the community. Lisa Sloan, on behalf of Chapter 4 DAV, expressed thanks for letting the DAV use VVH for future meetings. She stated this also benefits the residents as it gives them a chance to get out of their rooms to attend the meetings.	INFO
TOPIC	DISCUSSION	ACTION
EXECUTIVE SESSION	A motion was made by COL Fagan to enter into Executive Session to discuss a personnel matter and a contract. The motion was seconded by Ms. Tester. No discussion. The motion carried unanimously and the Board entered Executive Session at 1438. Attendees during the Executive Session included the Board members and invitee CEO Melissa Jackson. A motion was made to exit the Executive Session by SFC Adams, second by BMCS diMonda. The motion carried with none opposed and the Board returned to its open meeting at 1510. There were no motions or recommendations resulting from the Executive Session.	CLOSED CLOSED
TOPIC	DISCUSSION	ACTION
ADJOURNMENT	A motion to adjourn the meeting made by COL Fagan, second by BMCS diMonda. No discussion. The motion carried unanimously to adjourn the meeting at 1513.	CLOSED

Meeting adjourned at 1513.

Next event: VVH “Meet and Greet” State Legislators at the State House January 30, 2024. Next Board meeting is 14 February 2024.