

Executive Committee Report

Date: November 15, 2023

Meeting Type: Teams

Members Present: Gary De Gasta, Peter Fagan, Mike Klopchin, Brenda Cruickshank and Charly Dickerson

Members Absent: n/a

Invited Guests (staff members): Melissa Jackson, Asa Morin, and Robyn Boland

Meeting Start Time: 10:00 am

Review of Executive Committee Report of September 14, 2023. Motion to accept made by COL Fagan, second by Mr. Klopchin. Discussion: **Staffing Mandate:** CEO Jackson will provide more information during her section of today's meeting. The topic will also be an agenda item for the December BoT meeting. **Contract:** There will be an Executive Session at the end of this meeting. **QAPI:** CEO Jackson will present the updated QAPI Plan to the Board at the December meeting for its annual approval. **Per Diem, Travel, and By-Laws Board Policies:** Both policies are being drafted by Charly and expected to be ready for discussion at the December BoT meeting. No further discussion. Motion carried unanimously.

Review of Executive Committee Report of October 6, 2023. Motion to accept made by COL Fagan, second by Mr. Klopchin. No discussion. Motion carried unanimously.

Strategic Plan Goal #7: Enhance Leadership. Action Steps and Background Context: "To enhance the leadership of management and the Board in order to lead expanded services and geographic reach as a statewide organization for veteran care".

Status updates of the six "Action Steps" to Implement EC Strategic Plan Goal #7:

1. Refine the Board composition and committee structure to support VVH's strategic vision.

EC -- Three Trustees have been added to the Board: Melissa Hurt replacing Jamie Percey as the elected classified employee Trustee; two Trustees appointed by Governor Scott – a non-veteran and the wife of a former resident, Sandra "Sandy" Pinsonault; and a Vietnam combat veteran and State Representative, Joseph "Chip" Troiano. Last minute efforts by Robyn enabled all three new Trustees to attend the October 24-25 Education Program – on behalf of the BoT, thank you Robyn!

2. Develop committees or work groups to advance the implementation of this Strategic Plan between Board meetings.

EC – Board's Standing Committee meetings are being conducted between scheduled Board meetings in person, via teleconferencing or MS Teams. The Education and Training Work Group (created in 2014 and responsible for planning, staging and executing the Annual BoT Education Program) is our only Board Work Group – activities addressed below.

3. Recruit targeted expertise to the Board including legal, strategic planning advisory, and grant-writing experience to the Board.

EC -- With only one Trustee vacancy remaining, at least for the indefinite future, the Board will be unable to accomplish its targeted goal - to recruit members with legal, grant writing and strategic planning expertise.

4. Plan for new management structures as VVH establishes new locations and services with executive- and facility-level management.

EC -- Actions deferred pending completed Market Study -- If available, the Market Study Final Report will be an agenda item for December 13 or subsequent BoT meeting. Hopefully, the Study will offer options for service expansion/possible geographical locations.

5. Support and encourage management leaders to be active in national organizations and associations.

EC – No change. Our CEO has earned an impressive national profile and is mentoring our COO and our new Director of Nursing Services, Donna Richards. We can hope both our COO and DNS will participate in their state, regional and national organizations/associations.

6. Continue to invest in the education and development of VVH's supervisors and middle managers.

EC -- No change. The BoT endorses the Home's employee Learning Management System and welcomes the opportunity for Trustees to participate in its programs as appropriate.

Contents and summary of discussions:

Executive Committee Functional Areas:

Operations:

- **CEO Operational topics:**

- **Updates:**

- Recap of CMS L&P annual unannounced survey -- CEO Jackson reported on the four clinical and one Life Safety deficiencies cited by the team – the Elevator project. The Plan of Corrections (POC) have been submitted. Staff education and audit tools are underway to address the deficiencies. Substantial compliance must be achieved by December 9, 2023. The VA grant request for the Elevator project, now a Life Safety issue, will become a much higher priority item. However, the availability of Federal funds may not be available for several years.
- Covid 19 and viruses: Although VVH has not had any positive covid cases in the past few weeks, a local nursing home has had 8 cases in the past 24 hours and the local hospital had 5 admissions over the weekend. Due to this uptick of covid and the flu in the community, staff will continue to wear surgical masks, possibly through the winter. **NOTE:** It might be wise to urge Trustees to wear masks during the December meeting in support of the Home's policy and to protect residents.
- VISTA Volunteer: No update.
- 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 consultant has a very high success rate with his Baldrige Award applicant clients.
- EVSEs installation on VVH property: No update.

- **Gibbous Market Study -- Expectations for Study “deliverables”?** CEO Jackson reported we will be receiving the final draft report shortly after the December BoT meeting. The document will include the narrative Report, with the slides and maps, and will comprise the Appendix. Ideally, Gibbous will be able to meet with the Board at the February 14 BoT meeting for an in-depth review and discussion of the final report.

COL Fagan reported he spoke with Representative Morrissey and she will submit our inquiry 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.

Brief discussion on Vermont being a Dillon State, which, unfortunately seems to mean that authorities not specifically spelled out in statute are not allowed.

He also spoke with DCF requesting statistics on homeless veterans as this will help if a statutory change is needed.

- **FY 25 Budget Challenges** and how VVH is working to address them: Melissa reported one of the best ways the Home can impact its budget is by reducing agency/contract staff costs. As the current residents of A wing are moved to the other units in anticipation of the A wing renovation, reductions in agency staff is expected to occur.
- **CMS Staffing Mandate:** Discussion on the National CMS staffing mandate and the impact it will have on nursing homes. The goal to deliver high-quality care with an appropriate number of staff cannot be argued. However, without the resources to pay worker salaries and the availability of the skilled staff to deliver the care, rebuilding the workforce, with the current shortage of direct care providers, could take a decade or more. Excluding LPN's (the personnel providing the preponderance of direct care in nursing homes) will only exacerbate the problem.

CMS received 55,000 individual comments submitted in response to its staffing legislation – by far the largest public response to any type of CMS mandate. The shortage of healthcare (nursing) personnel needs to be acknowledged as does the seemingly unrealistic expectations to increase staffing without addressing the education and training structure shortcomings. Addressing quality of care via alternative means – different levels of providers may need to be considered.

Failure of Trustees to access Outlook/read CEO Report/open their Partners -- recently discussed (during November 8th SPC) with the agreed upon outcomes/actions by Board President:

1. Trustees to be taxed to identify topics they feel should be included in the CEO Weekly Report as well as “barriers” they experience in accessing Outlook.
 2. Add the topic as a discussion agenda item to the December 13 BoT meeting agenda.
 3. Instruct committee chairpersons to schedule quarterly committee meeting dates for the next Calendar Year.
 4. Identified committee meeting dates added to the Quarterly Committee Meetings Tracking document -- a reference and reminder for Trustee calendar-planning.
- **Commandant’s House:** CEO Jackson will lead a tour of the Commandant’s House for interested Board members prior to the start of the December 13 BoT meeting. CEO Jackson has made an inquiry to Senator Sanders’ office asking if VVH can apply for a HUD grant for some of the work that is needed at the Commandant’s House. Will keep the Board advised.
 - **QAPI Plan:** CEO Jackson will submit the updated annual QAPI Plan to the Board for approval at the December meeting. It is a more-narrative format than previously, including some language and goal changes as suggested by the Baldrige criteria. The items updated will be identified in red font.

Ombudsman Program: CO Asa Morin

No change – No forms nor comments (pro or con) have been received. Regularly-scheduled CO Report to be presented at the December 13 BoT meeting.

Education & Training:

Chairperson, Education and Training Program Work Group, Vice President COL Peter Fagan

Kudos to our new Chairperson, Vice President Peter Fagan, and his Education and Training Program Work Group. The Work Group delivered an outstanding 1½ day Program on October 24-25 at the Lake Morey Resort. Several Trustee spouses/guests joined the Board during the Tuesday evening dinner.

COL Fagan and the Work Group are preparing an analysis of the responses to the Evaluation Form, a Budget Report and other materials for discussion during the December 13 Board meeting.

Other issues/concerns addressed:

- **New Trustee Committee Assignments/Mentorship Program** -- Suggestions for new Trustee mentors and committee assignments were discussed. Pursuant to the discussion, The President will contact the potential mentors for our newest Trustees – Joyce will be approached to serve as Sandy’s mentor, Jamie will be requested to serve as Melissa’s mentor until his term on the Board expires on January 31st. Thereafter, Jackie will be asked to serve as Melissa’s mentor. Finally, Peter volunteered to serve as Chip’s mentor.
Official Committee assignments for the new Trustees will be made by the Board President at some point following their attendance at their first BoT meeting in December.
Mr. Dickerson will work on new language regarding the process for the classified employee position on the Board now that the governor’s office is no longer appointing the Board’s elected representative.
- **By-Laws/Nominating Committee – Elections** -- **Charly Dickerson, Chair**
Committee Report/recommendations on By-Laws changes: Mr. Dickerson has completed the technical revision to change the language in the By-Laws to combine two paragraphs in the Eligibility section. This new language (amendment) will be presented to the Board for their review and vote during the December meeting.
- **Travel and Per Diem and Meeting Warnings Policies:** Mr. Dickerson’s work on the Board policy for travel and per diem should be available for approval for the December meeting. He is also working on a Board policy for the “Warning” of committee meetings regarding postings on the state’s Annual Calendar of meetings and the

VVH website. Once the Annual Board and Standing Committee Meetings are identified and posted, the Bennington Banner would only need to be advised of these meetings.

• **Agenda items for December 13 BoT meeting:**

- BoT Voluntary Tour of the Commandant's House -- Melissa/Jon
- Update on Final Gibbous Market Study -- Melissa/all
- "Practical Guidance for Health Care Governing Board on Compliance Oversight" -- review and briefly discuss key points -- CO and Gary
- Board By-Laws changes -- Proposed language and a motion for approval – Charly or Jennifer
- Trustee Per Diem and Travel Policy -- Policy and a motion for approval – Charly or Trustee
- Annual approval of the QAPI Plan – Melissa

Executive Session: Topics: Personnel and Contract. A motion was made by COL Fagan to enter Executive Session to discuss a personnel matter and a contract. The motion was seconded by CPT Cruickshank. No discussion. The motion carried unanimously and the Executive Committee entered Executive Session at 11:17 am. Attendees during the first portion of Executive Session included the Executive Committee members and invitees Melissa Jackson, CEO, Asa Morin, COO/CO and Robyn Boland, Executive Assistant. Melissa Jackson exited Executive Session at 11:26 am and Robyn Boland exited Executive Session at 11:27 am.

Exit Executive Session: A motion was made to exit Executive Session by COL Fagan, second by CPT Cruickshank. The motion carried with none opposed and returned to its Open Meeting at 11:46 am. There were no motions or recommendations resulting from Executive Session.

Findings and Recommendations (if any):

Attachments (as required):

Future Agenda Items:

Meeting end time (adjournment): 11:48 am

Next meeting tentatively scheduled for Wednesday, February 28, 2024, at 10:30 am via Teams.

Gary De Gasta
Committee Chair

November 17, 2023
(sign and date)