

## **APPENDIX L-2**

### **Home Health & Hospice Care Board of Directors' Meeting Minutes dated January 5, 2021**

*(confidential treatment requested)*

# Home Health & Hospice Care

## BOARD OF DIRECTORS MEETING MINUTES

TUESDAY JANUARY 5, 2021

4:00 – 5:30 P.M.

REMOTE MEETING VIA ZOOM

**Attendees:** Elizabeth Cote, Marcia Donaldson, John Getts, Dee Pringle, Sue Berube, Ken Bridgewater, Rolf Goodwin, Pat Bernini, Linda Robinson, Jolie Blauvelt, Peter Chaloner, Stephanie Wolf-Rosenblum MD, Sandy Rodgers, David Phillips, Scott Toothaker, Scott Flegal, and Lisa Law.

**Absent:** David Christensen, Jeanine Kilgallen, Jennifer Yeomans, and John Truslow.

**Staff:** Tina Andrade, Ruth Ellen Whitney, Barbara Lafrance, Brenda Rugg, Lucy Saia, Ellen Sorensen and Julie Stone.

**Welcome** Elizabeth Cote

### Business

- Approval of December 1, 2020 Minutes Dee Pringle  
Motion was made by Ken and seconded by Marcia to accept the December 1, 2020 Meeting Minutes as amended (Elizabeth's quote was modified). Motion carried
- Treasurer's Report Rolf Goodwin / Ruth Ellen Whitney  
November Financial Report  
Motion was made by Ken and seconded by Scott T to accept the November Financials as presented. Motion carried.
- Motion to Approve 403b Matching Funds Brenda Rugg  
The formula for the \$ estimate is 50% of the first 6% of deferrals to a maximum of 3% of earnings. The year-end estimate was based on a monthly average from actual wages and hours for 11 months or November 2020, and adding one additional month. Motion was made by Marcia and seconded by Pat to approve 403b Matching Funds as presented. Motion carried.

## **Chairperson's Report**

Elizabeth Cote

- 2021 Standing Board Committees
  - Elizabeth encouraged board members to complete the survey of the committees they are interested in, if they have not yet done so.
- Annual Conflict of Interest Statement
  - Elizabeth reminded board members to sign their Conflict of Interest Statement and mail back to the agency.
- Motion was made by Rolf and seconded by Peter to approve the Exception of the Annual Conflict of Interest of Sue Berube/Berube Insurance as presented. Motion carried
  - John will place a notice in the paper disclosing this conflict.
- Letter of Intent Discussion and Vote

### **Letter of Intent (LOI) Discussion**

John started the discussion asking for comments about the draft letter of intent that was recently sent to the board. Marcia stated she was very impressed and pleased by the document. She did request clarification on page 3, top paragraph: What Moratorium are they referring to? John stated there has been a nursing home NH moratorium in place for 20 years that no new nursing home beds can be built. Consequently this has encouraged growth in the assisted living industry and has also increased the need for services to be available in the home setting.

Jolie asked how long it will take for a final approval with Solution Health (SH). John replied it may take 4-5 months for both parties to develop a definitive agreement for the board to approve. Public hearings will also be scheduled. These will be organized by both parties and also in conjunction with the Attorney General (AG). The AG is now working on the Central New Hampshire VNA and Concord VNA merger. They are also working on the CMC (Granite Health) and Dartmouth-Hitchcock request to come together. Given this activity, it may not be until fall or longer before AG approval is received.

Jolie asked about a rough timeline and how will this information be communicated.

John stated if we approve the LOI today no information will be shared with the public until sometime in February. The Solution Health board will hold a meeting at the end of January. The Manchester VNA board will hold their meeting in mid-January. Once those boards all agree we will work on a communication plan to providers, staff, donors, and the public, which will be shared with the board.

John stated that this is confidential until it's made public. SH went through this process a few years ago so they know what is involved to work towards a successful transition.

Scott F stated that although we may have reservations we need to do this. The questions and issues to address have been addressed in good faith by SH in the LOI document.

Elizabeth reminded the board that this is just a LOI, not the final document.

Ken asked Dee how this agreement might affect The Good Cheer Society activities. Dee stated that she is confident they want to continue to support contributions to the Community Hospice House (CHH).

Elizabeth stated we have a confidentiality agreement in place to not discuss this yet.

Sue commented that the LOI is very clear that we want to protect CHH and make sure that the endowment stays there.

Jolie stated that it's very impressive to keep the CHH endowment separate.

John commented that SH has expressed their desire to promote the sustainability of the CHH.

John thought that if the board approves the LOI then it may be helpful for Sherry Hausmann and Steve Norton to introduce themselves at our February board meeting.

Marcia asked if we will still take patients from St. Joe's Hospital (SJH). John replied that our relationship with SJH is stronger than ever. SH leadership assured us that we can still care for patients outside of the SH system. In reality, most health systems care for all individuals in their community, based on patient choice.

Stephanie commented on the power of the affiliation which is bringing together extensive expertise. As a contracting partner, we can participate in post-acute care coordination to eliminate readmissions. Anything to strengthen this is attractive. Stephanie is surprised at how respectful SH is in preserving CHH and ensuring the collaboration to make it an attractive affiliation. Her only concern is the VNA is affiliated with Elliot. In this new Home and Hospice Division there needs to be balance.

Jolie asked if there is a balance now between Elliot Hospital (EH) and Southern New Hampshire Hospital. Stephanie replied not really because Covid now drives decisions. In reality, EH is the more dominate hospital.

Ken asked how that imbalance shows up. Stephanie answered that when leadership positions are created through the SH system, more of these positions seem to be filled by Elliot leaders.

John stated that compared to the Manchester VNA (MVNA) we are about 5-6 million in revenue larger.

Jolie asked if the MNVA is as lean we are. John stated that based on what we know it appears we are very close in our efficiency.

John stated there is such a need for talent, we need everybody, no one is expendable, and everyone is needed. Any streamlining between the two organizations should be organic, as much as possible.

Tina commented that CHH only has 10 beds. Who gets a bed when they need it? Where do they come from? We need to plan to keep the same kind of integrity. John reminded everyone that we have a close relationship with 3 major hospitals and we should continue to care for local community needs first. We want to watch the referral patterns and expand the CHH if necessary, in order to meet needs. Also, if we can justify expansion, operating the house becomes more efficient.

Motion was made by Jolie and seconded by Ken to approve the Letter of Intent as presented. Motion carried unanimously except Stephanie who said she approved the LOI but could not vote because she is an employee of Southern New Hampshire Hospital.

John stated that he and the management team have tried to give the most up to date information and thanked the BOD for their engagement during this process.

#### **President's Report**

John Getts

The spread of the COVID virus is accelerating, both within our community and across the country. At the same time, our healthcare staff continues to work tirelessly and under unpredictable conditions. Challenging our and the community response to the virus, is the ability to maintain a stable healthcare workforce. On any given day, individual staff may be quarantined, due to exposure or may actually be diagnosed with the COVID virus. As our agency leadership maintains collaboration with our healthcare partners, we continue frequent communication with referral hospitals. We also participate in weekly COVID updates and community response coordination with the Greater Nashua Public Health department. At this time we are also actively analyzing with SNNH leadership, opportunities for patients to avoid hospital admissions. We are jointly evaluating the possibility of discharging individuals, who may have previously been admitted, to go directly from the emergency room back to their homes. In these instances, the hospital would send a nurse practitioner to the home immediately after discharge to provide a hands-on assessment and participate in enhanced care coordination with our agency.

It is good news that our front line staff are now able to sign up and receive the COVID vaccine at state designated sites. We anticipate that our direct care staff will receive the first dose within the next three weeks. Initially only 62% of our staff have requested the vaccine. Since we desire a much higher participation, we are developing a campaign to encourage staff, as well as the public, to receive a vaccination. Based on current State of New Hampshire criteria, the next group of individuals eligible to receive the vaccine will be people in our community of all ages, who have co-morbidities such as diabetes, COPD and CHF. The date this will be offered is still to be determined and will be based on vaccine availability.

Next week we will be sharing with staff the board approved retention bonus plan. We are very thankful to be able to offer this support and are referring to this plan as our "Healthcare Hero's Appreciation Bonus". As mentioned at the December board meeting, the bonus will be paid to staff that are employed as of September 30<sup>th</sup> of this year.

As we evaluate our social media strategies, we are currently developing a consistent message that will reinforce our brand and value within the community. Julie Stone and Tina are leading this initiative and Marcia Donaldson has agreed to join in this process. We will provide updates on this initiative and seek feedback at future board meetings.

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Rolf asked why the vaccine is not mandatory, stating that the patients would feel safer. John stated that at this time he is not aware of any healthcare providers mandating the vaccine. Sue commented that the legal view is an ever changing issue by state. Maine Health Care can mandate & terminate. Lucy stated that our medical director Anica will present to the staff an educational session on the Covid vaccine. There are many in the 'maybe' category about getting the vaccine. Jolie stated that this is new and all very scary. John commented as other coworkers get the vaccine, it will help. If we mandated the vaccination and our competition did not, perhaps our staff would leave here and go to them.

#### **Committee Update**

- Development

Sandy Rodgers/Tina Andrade

Tina presented the July 1, 2020 - December 31, 2020 Philanthropic Activity Report. It consisted of Program Funding-Municipalities and Greater Nashua United Way, Special Events, Memorials, Grants, Matching Gifts/Payroll, Bequests, Annual Fund as of 12/31, Spring Appeal and Summer Appeal (first time).

Jolie asked how the annual fund was going so far. Tina replied that it is not too different from last year. Between December 31 and January 5 we probably brought in more. At this time we have a plan for Champagne Luncheon at Sky Meadow in May 2021.

We also received our paperwork from Boston Billiard and we will be given a week sometime in 2021.

#### **Board Sharing**

Elizabeth Cote

Elizabeth wished everyone a happy and healthy 2021 be thanked everyone for attending and for their contribution to the meeting.

Motion was made by Marcia and seconded by Ken to adjourn the meeting. Elizabeth adjourned the meeting at 5:37 p.m.

Respectfully submitted by: Dyan Parker, Executive Assistant  
Reviewed and approved by: Dee Pringle, Board Member, Secretary