

ARARAT HOME OF LOS ANGELES, INC.
MINUTES OF ANNUAL MEMBERSHIP MEETING
Mission Hills, CA ♦ March 27, 2022

An annual meeting of the members of Ararat Home of Los Angeles, Inc. was called on Sunday, March 27, 2022, in Mission Hills, CA, to vote on: an amendment to the corporate bylaws, a resolution, the election of trustees, and other matters that might come before the meeting; and to receive the reports of the officers, committees, administrators and affiliated organizations in review of years 2019-2021. Due to the COVID-19 pandemic and related restrictions on gatherings, membership meetings were not held in 2020 and 2021.

VERIFICATION OF QUORUM, INVOCATION AND PLEDGE OF ALLEGIANCE

In the absence of Board of Trustees Chair Joseph Kanimian, 1st Vice Chair Ron Nazeley called the meeting to order at 3:25 p.m. He announced that a quorum had been reached with 37 members present and 94 member proxies received.

Trustee Gary Kaloostian delivered the invocation, and Trustee Richard Jebejian led the Pledge of Allegiance.

APPROVAL OF AGENDA & MINUTES

With a change in the order of committee reports that would be presented, a motion to approve the agenda was made, seconded and passed. A motion to approve the minutes of the Annual Membership Meeting of March 31, 2019, was made, seconded and passed.

REMARKS AND REPORT BY 1st VICE CHAIR

First Vice Chair Nazeley welcomed those in attendance. He commended and expressed appreciation to the Administration of Ararat Home and all staff members for the work they have done meeting the challenges of the COVID-19 pandemic for the past two years.

He then presented highlights of Ararat Home's activities and accomplishments of the previous three years. In May 2019, a banquet celebrated the Home's 70th anniversary. In August, the Ararat-Eskijian Museum organized a Celebration of Life in remembrance of Professor Vahakn Dadrian and his life-long work. That same month, Christine Karapetian joined Ararat Home as Administrator of the Convalescent Hospital. In September, Dr. Aram Youssoufian retired after serving as Medical Director of the Nursing Facility for 25 years. In December, Archbishop Nourhan Manougian, Armenian Patriarch of Jerusalem, visited Ararat-Eskijian Museum. In January 2020, Ararat Home obtained the status of a continuing care retirement community. In February, the first phase of planning for the Home's second campus was completed. In March, Ararat Home facilities closed to visitors, and operations changed in accordance with COVID-19 pandemic restrictions and regulations. Throughout 2020, individuals and organizations in the community sent monetary and in-kind donations and care packages to Ararat Home, to residents and to staff members. In 2020 and 2021, the Home's Annual Raffle Fundraisers as well as the Christmas appeals garnered very strong support. In September 2020 and February 2021, the Home lost long-time supporters Armen Hampar and Nora Hampar, respectively, both of whom contributed immensely to Ararat Home over several decades. In January 2021, Ararat Home facilities began administering COVID-19 vaccinations to residents and staff members; extra doses were offered to volunteers and community members. In October, Ararat Nursing Facility was ranked as the #1 nursing home in California by *Newsweek* magazine.

Mr. Nazeley then briefly introduced the trustees who were present at the meeting.

DISCUSSION OF BYLAW AMENDMENT & ARARAT-ESKIJIAN MUSEUM RESOLUTION

Chief Operating Officer Derik Ghookasian presented the amendment to the bylaws. He explained that since Ararat Home is now operating as a continuing care retirement community, the Board of Trustees is required to include two trustees who are residents of the Home. The Resident Trustees are elected by the Resident Council, not the Ararat Home membership, and their nomination is approved by the Board; they each serve a one-year term. This nomination and approval process was done several months ago. As such, he introduced the Resident Trustees currently serving on the Board, both of whom were in attendance: Mrs. Takoohi Josephian and Mr. Onig Tajirian. He then read a portion of the CA Health & Safety Code § 1771.8 (i.2) relevant to this amendment: “At least one resident, or two residents for a governing body with 21 or more members, of the continuing care retirement community [the corporation] operates [must] participate as a voting member of the provider’s governing body.”

In answer to an inquiry, he explained what a continuing care retirement community is, what benefits it provides residents, and what advantages the status has for Ararat Home.

COO Ghookasian next presented the resolution regarding incorporating Ararat-Eskijian Museum as a separate 501(c)(3) California nonprofit corporation. He explained that as a separate entity, the Museum could officially be accredited as a museum, which will create opportunities for mutually beneficial relationships with students and scholars. Additionally, as a separate entity, the Museum could qualify for funding from additional public and private sources, thus enabling more efficient operations.

COO Ghookasian invited Museum Director Maggie Mangassarian-Goschin to provide further information and present the Museum’s report.

ARARAT-ESKIJIAN MUSEUM REPORT

Director Mangassarian-Goschin remarked that, in 1983, Luther Eskijian presented the idea to the Board of Trustees of building a sanctuary and museum complex on the Ararat Home campus to preserve Armenian culture and heritage. The museum began operations in 1996, and has since collected over 1,200 heirlooms, some of which are rare items. To bring life to the Museum, in 2002, a monthly lecture series was begun with the purpose of reaching out to the community and introducing the richness of Armenian history to the next generation. The series became a meeting point for the community to learn and share their thoughts and to meet and greet young and upcoming scholars globally. From then to now, the Museum has hosted over 340 lectures, 10 international conferences, several exhibitions, movie screenings and plays, and many presentations of new publications. With the pandemic closures and restrictions, these activities were moved to a virtual forum and reached an even wider audience. In 2020 and 2021, 15 and 22 events, respectively, were hosted on the Zoom telecommunication platform in collaboration with the National Association for Armenian Studies and Research, The Promise Armenian Institute at UCLA, the Western Diocese of the Armenian Church of North America, and various other community organizations. The same energy will continue in 2022. Thus far this year, the Museum has had three presentations with the Getty Center and the Fowler Museum at UCLA and has hosted a two-day international hybrid conference, “1860 Gesaria (Kayseri) to Los Angeles 2022: Mapping Culture & Sharing Stories,” which reached over 1,800 in-person and virtual attendees in 18 countries and still counting.

Among the Museum’s other projects have been translations into English of books written by well-known scholars. Thus far, 10 have been published and several more are in process. Additionally, the Museum’s library and archives have been expanded to include over 5,000 rare books written by prominent scholars. The Museum acquired Professor Vahakn Dadrian’s archives a few years ago and donated 3,000 of his books to USC Shoah Foundation Institute. As a leading scholar of Armenian

Genocide studies, Professor Dadrian's collection was essential to complement the oral testimonies of Armenian Genocide survivors kept at the Institute. During the pandemic, as part of this expansion, archive rooms were created in Sheen Memorial Chapel to house the archival material of Professor Dadrian, Professor Hewsen, Reverend Eskijian, and other archives passed down to the Museum. Additionally, the archives store over 200 diaries and personal notes of Armenian-American veterans of World War II. For this reason, a name change from Ararat-Eskijian Museum to Ararat-Eskijian Museum and Research Center is intended.

Director Mangassarian-Goschin explained the purpose of the resolution and the importance of creating a separate corporation for the Museum. After 25 years of serving the community and expanding its resources, the Museum, without accreditation, is hindered from inviting international scholars to conduct research at the institution; additionally, the Museum cannot offer undergraduate and graduate students any opportunities or benefit from their assistance. As a separate entity, while remaining under the auspices and control of Ararat Home, the Museum may qualify for funding from sources that are currently unavailable to it. She concluded by urging members to support the resolution so that the Museum may continue its mission of preserving the rich culture and heritage of the Armenian people for future generations.

In answer to inquiries, Director Mangassarian-Goschin and COO Ghookasian explained that as a separate entity, the Museum's current and future assets will belong to Ararat Home. The assets will be loaned to the Museum for display, and the Museum will lease space from the Home. Additionally, the majority of the Museum's new Board of Directors will be comprised of Ararat Home trustees.

BALLOTING

First Vice Chair Nazeley explained the unique ballot this year, which is different than in years past due to meetings that were not held in 2020 and 2021. While each trustee voted to the Board by members typically serves a three-year term, trustees continued to serve in their positions during the pandemic past the expiration of their terms. Since all terms have now expired, all Board positions are included on this year's ballot. Each position will be voted on by members for a new one-year, two-year, or three-year term, depending on the year the term expired: 2020, 2021 or 2022. He then called for all ballots to be completed and submitted.

REPORTS BY CHIEF OPERATING OFFICER AND ADMINISTRATORS

1. Chief Operating Officer of Ararat Home

COO Ghookasian remarked that thousands of Armenian elders have called Ararat Home their "home" over the years, and the demand for the Home's unique services has grown beyond capacity. Despite the unprecedented challenges of the COVID-19 pandemic in 2020 and 2021, the Administration worked hard to ensure smooth operations. Oversight and support were provided to the facilities and administrators, personal protective equipment and infection control supplies were purchased, staffing ratios were maintained, all regulations and mandates were followed and implemented, all reporting was completed, and communication was maintained with residents and families. The pandemic also presented extraordinary financial challenges that were met with the receipt of federal and state stimulus funds as well as full forgiveness of the Paycheck Protection Program (PPP) loan, all while maintaining a healthy cash flow for the Home. Additionally, Ararat Home successfully paid off the \$6.99 million insured bond that was issued in 2006 for the Nursing Facility's second phase of construction. With coordinated work between the Long-range Planning Committee, architects and consultants, the second campus project is moving forward. He concluded by thanking Chair Kanimian, the Board of Trustees, volunteers, and the community of supporters for their dedication, tireless efforts and support of the Home's mission, and he expressed appreciation for the commitment of the Home's leadership team and the devotion of staff to that mission.

2. Administrator of Ararat Assisted Living Facility

Administrator Rita Noravian reported that after 24 months from the start of the COVID-19 pandemic, life is somewhat back to normal in the facility thanks to vaccines, boosters, and rigorous infection control protocols. Throughout the pandemic, the goal of protecting residents and staff was pursued vigilantly. The facility remained in compliance with all guidelines from regulatory agencies. Consistent and transparent communication was maintained with residents and their families. No supply or staffing shortages were experienced. Besides monetary contributions, donations of sponsored staff lunches, care packages, and other goods were received from community groups, individuals, and companies. She presented certain data that help provide a perspective of the pandemic's impact on the facility's operations and provision of resident care. In the past two years, the following quantity of supplies was used: 10,223 COVID-19 tests administered to residents and staff; 4,600 N-95 respirators; 38,488 medical masks for residents and staff; 400,000 medical gloves; and 426,000 Clorox wipes. The facility remained 100% compliant in all areas of medication management, staff education and in-service trainings continued, and an Ararat Marketplace was conceptualized to bring the shopping experience home to residents during the period of physical distancing. The management and staff received numerous letters of appreciation and praise from residents' families throughout the difficult times of the pandemic. With certain restrictions in place in 2020 and 2021, the facility managed 45 admissions and 64 discharges. She concluded by thanking staff members for their strong commitment to resident care, the Board of Trustees and COO Ghookasian for his endless support.

3. Administrator of Ararat Convalescent Hospital

COO Ghookasian presented Administrator Christine Karapetian's report on her behalf. The Convalescent Hospital is a 5-star facility that maintains a home-like environment. Many staff members have been serving for over 15 years, with one approaching her 40th year. Most residents are above the age of 85, with the eldest having just turned 100. The facility was impacted, like all others nationwide, by the pandemic. With teamwork, cooperation and diligent prevention efforts, COVID-19 infections have been limited in the past two years to a few small clusters. The facility has conducted 94 consecutive weeks of COVID-19 testing of residents and staff. It was one of the first facilities in Los Angeles County to administer vaccines in January 2021, and all residents and staff members are currently vaccinated and boosted. The facility did not experience supply or staffing shortages. Residents and families have maintained their connection through virtual visitation platforms, window visits, and in-person indoor and outdoor visits. The facility sends weekly updates and communication to families. All required daily and weekly reporting to local, state and federal departments and agencies continues to be done. All COVID-focused surveys/audits in the past two years and all quarterly kitchen inspections have resulted in zero deficiencies. The facility transitioned from paper charting to electronic medical records, which is a more streamlined structure for care. Additionally, a multi-communication platform has been implemented for sending alerts and urgent messages to staff members and residents' families through text messaging, email, and automated phone calls. She concluded by thanking COO Ghookasian for his consistent guidance and assistance and the Board of Trustees for its support.

4. Executive Director/Administrator of Ararat Nursing Facility

Executive Director Margarita Kechichian reported on the successes of the Nursing Facility despite the struggles that all long-term care facilities faced in the past two years. The facility's operations have settled into a "new normal" and have improved overall. Emergency provisions have increased, communication systems with residents, families, staff and government agencies have improved, and all staff have become more knowledgeable about infection control. The facility continues to manage frequent agency visits and surveys and maintains compliance with ever-changing regulations. All staff members and 96% of residents are currently vaccinated and boosted. The facility experienced no

shortage of supplies or staffing. It maintained its 5-star rating and was ranked as the top nursing home in California by *Newsweek* magazine for 2021-2022. The facility was acknowledged in various media articles and segments for its effective and timely response to COVID-19. She concluded by thanking staff members for their determination, endurance and resilience as well as COO Ghookasian and the Board of Trustees for their support.

REPORT BY TREASURER

Treasurer Michael Surmeian commended COO Ghookasian for his tremendous work during the first two years of the pandemic and the Administrators for their dedication and leadership in ensuring smooth operations in the face of incredible difficulties. He stressed the significance of the achievements COO Ghookasian had mentioned in his report, particularly that the almost \$7 million bond was paid off without any late payments and with a renegotiated interest payment that saved the Home \$200,000. He thanked COO Ghookasian for securing the 100% forgiveness of the \$1.2 million PPP loan and the grant of \$1.9 million to cover the deficit brought on by facilities' lower occupancy rates during the past two years.

He reported that Ararat Home's finances have continued to be audited annually by an independent accounting firm. For the year ending December 31, 2021, Withum, a nationally recognized firm, issued their Audit Opinion expressing that the financial statements are fairly presented, and no issues were found; this is the highest form of assurance given by a CPA firm. The consolidated operations of Ararat Home in 2020 yielded a profit of \$5.1 million, and a profit of \$4.8 million in 2021. This is a strong financial showing for the Home despite reduced resident admissions and lower occupancy levels in all facilities.

In answer to an inquiry, Treasurer Surmeian reported that the portion of the profits due to operations (i.e., resident care) versus grants or gifts was about \$1.2 million in 2020 and a little over \$1.4 million in 2021.

COMMITTEE REPORTS

1. Annual Picnic

Committee Chair Michael Surmeian reported that the Annual Picnic was not organized in 2020 and 2021 due to pandemic restrictions on gatherings, especially in long-term care community settings. However, the Annual Raffle Fundraiser that normally coincides with the yearly picnics was done, and it yielded a very strong profit for the Home both years. He thanked Executive Secretary Ani Dikranian for initiating that effort.

2. Endowment Fund

Committee Chair Michael Surmeian remarked that the Endowment Fund was started in 1997 with \$346,000. The purpose of the Committee is to manage the assets of the Fund, with the objective of generating both income and growth. The assets are invested in a balanced portfolio of equity (70%) and fixed income mutual funds (30%). The principal is maintained permanently in the Fund, and only earnings – interest and dividends – are spent. Since its founding, the Fund has distributed over \$1.8 million to the Home. \$2.2 million is available for distribution but remains in the Fund, earning interest, until it is needed. While contributions have continuously been made to the Fund over the years, an overwhelming portion of the growth has been due to management of the Fund on a voluntary basis by John Yaldezian of Wells Fargo Advisors and the Committee members who meet regularly. At the end of 2022, the Fund's value was approximately \$19.9 million.

In answer to an inquiry, Treasurer Surmeian explained that in the last two decades, Ararat Home has generated sufficient cash flow from its operations; thus, distributions from the Endowment Fund have not been necessary. For instance, the acquisition of the property adjacent to campus several years ago was funded by operational cash; no loans or Fund distributions were needed. He credited the Home's healthy financial standing to the Administration's steady leadership and to the remarkable and unwavering support of the Armenian community.

3. Long-range Planning

Committee Chair Michael Surmeian reported that pandemic closures of Los Angeles City planning and development offices paused progress on all construction projects. Nevertheless, the expansion project of building a second campus on the adjacent 13-acre property is ongoing. It is currently in the entitlement phase, and the Committee continues to coordinate work with the architects and all relevant consultants.

4. Casino Night

Committee Chair Gary Kaloostian reported that Casino Night in 2019 was a success. It was well-attended, with past supporters as well as new participants, including a group from the Armenian Professional Society. He stressed the importance of encouraging Armenian youth to connect with and support Ararat Home. He remarked that the gifts were nicely varied and plentiful, and he thanked Committee members Debbie Avedian and Vivian Nazeley for securing those donations and gifts. The professional bar was a good draw for attendees. He thanked the event's grand sponsors for their yearly support: Hank and Louise Arklin, JHM Charitable Foundation, and Arthur Gallagher & Co. He also thanked the remaining Committee members for their efforts: Armen & Nora Hampar, Ron Nazeley, Kathleen Kurkjian, Arthur Zabounian, Cindy Kaloostian, Roy & Annie Martinian, and Executive Secretary Dikranian. The event yielded a profit of about \$19,400. The Committee plans to organize the next Casino Night event whenever COVID-19 restrictions will allow.

REPORTS BY SUPPORTING ORGANIZATIONS

Board Liaison Debbie Avedian thanked all members of the Home's supporting organizations for their dedication to Ararat Home. Their commitment to residents and the Home's operations remained undeterred, and they worked hard during the fundraising challenges of the pandemic to continue that support.

1. Westside Guild

Co-chairs Tamara Goodrow Buuck and Noralea Poladian Goodrow presented the report. Like many other organizations, the Guild had canceled its fundraising events at the start of the pandemic in March 2020. However, members continued to meet regularly either virtually or, when allowed, in-person, and the Executive Board kept in touch with the Home. Members and guests were excited to gather again in December 2021 for the Guild's Annual Christmas Luncheon at the Beverly Hills Hotel. While attendance was lower than in years past, the same fellowship and excitement were present. As a result of the funds raised at that event, they announced a contribution of \$40,000 to the Home.

2. Gift Shop

Board Liaison Avedian presented the report on behalf of Chair Sonia Sakajian for 2019. The Gift Shop, located in the lobby of the Assisted Living Facility, had 18 volunteers who typically devoted one or two days a month to serving the residents. Residents usually stopped in on their way to the Dining Room to purchase various items or to just say hello. The Gift Shop's main source of income was from sales at the monthly luncheon boutiques. She announced a contribution of \$10,000 to the Assisted Living Facility for general operations. The Gift Shop has been closed since the start of the pandemic.

3. Ladies Auxiliary

Chair Alice Kavaldjian acknowledged the efforts of the Administration and staff in keeping residents safe throughout the pandemic. The last Monthly Tuesday Luncheon was held on March 3, 2020, and it was an enjoyable and successful one. In April of that year, the Ladies Auxiliary contributed \$100,000 to the Building Fund. The group had not met from then until December 2021, when Administrator Noravian invited Auxiliary members to the Assisted Living Facility (ALF) Residents' Christmas Party. The group is looking forward to resuming activities, albeit differently than before. She presented a contribution of \$20,000 to the General Fund. She summarized the Auxiliary's contributions totaling \$430,000 since 2015. She thanked all Auxiliary members, ALF Dietary Department staff, ALF Social Services Coordinator Camelia Boyadjian, Executive Secretary Dikranian, and COO Ghookasian for their support. She acknowledged Noubar Semerdjian, the only male member of the group, for his service and wished him good health during his extended hospital stay.

4. Massis Guild

Board Liaison Avedian presented highlights from the 2019 and 2020 reports that Co-chairs Alice Injijian and Elizabeth Papazian had sent to the Home previously. In 2019, the Guild had 110 members, both female and male. Besides the monthly sponsored luncheon meetings, the Guild organized a successful letter campaign and a *Fabulous 40's* fundraising event. They contributed \$18,000 to the Home for that year. In 2020, with perseverance and determination in the face of pandemic-related challenges, the Executive Board made a concerted effort to keep in contact with all members through a "phone friends" campaign and Christmas greeting cards. Additionally, the Board looked for new ways to raise funds. For several months, with the generous support of members, they actively organized a "Trees and Treasures" fundraiser, where four-foot artificial Christmas trees, fully decorated, complete with \$100 in cash or gift cards, were raffled off. The Guild made a \$20,000 contribution to the Home for that year.

Chair Injijian presented the Guild's report for 2021. She credited the fundraising accomplishments of the Guild to members' love of and loyalty to Ararat Home. She thanked the Home's Board of Trustees and staff members for their commitment to the daily care of residents. After a long separation due to COVID-19, members finally met in person in March 2021. All throughout, however, they had been carrying on their fundraising efforts with hope and energy. In October, the Guild held its annual fundraising event, with the theme of *Kef Night* in celebration of Armenian culture and heritage, and it was very successful. She acknowledged members of the Executive Board – Liz Papazian, Anita Tokatlian, Kathy Sarkissian, Susie Makarian-Pena, Gayle Samarin, Jean Beeson, Sue Anne Boranian, Shirley Smith, and Lovey Sherman – who all worked to keep in touch with members throughout the year. She presented a contribution of \$24,000 to the General Fund.

5. Orange County Guild

Board Liaison Avedian presented the report on behalf of Chair Sona Simsarian for 2021. The Guild resumed its monthly member meetings in March 2021; the group's cohesiveness had not been lost during the months of separation. The Guild is planning its annual fundraiser for September of this year. She announced the Guild's contribution of \$4,500 to the General Fund, in addition to the \$5,500 contribution previously sent to the Home for 2019-2020.

6. San Diego Guild

Board Liaison Avedian presented the report on behalf of Chair Lisa Kradjian for 2021. Due to the pandemic and the increasing age of members, the Guild has not been active since early 2020. The group has been considering going on hiatus or closing. She relayed her best wishes to all sister supporting organizations. In addition to the \$1,250 contribution the Guild previously sent to the Home for 2019, a contribution of \$500 will be sent to the Home for 2020-2021.

ELECTION RESULTS

COO Ghookasian announced that the Bylaw Amendment and the Ararat-Eskijian Museum Resolution both passed unanimously. In the election of trustees, all seven candidates in Group 1 were elected. For Group 2, of the eight candidates, the following seven were elected: Nazar Ashjian, Raffi Balian, Peter Darakjian, Richard Jebejian, Rafi Mardirossian, Harout Mesrobian, Berj Shahbazian, and Nadya Verabian. Lastly, all seven candidates in Group 3 were elected.

ADJOURNMENT

First Vice Chair Nazeley adjourned the meeting at 5:05 p.m.

Respectfully submitted by Ani Dikranian, Executive Secretary of Ararat Home