

**LABDARA FOUNDATION ANNUAL GENERAL MEETING**  
**TUESDAY APRIL 10, 2018**  
**LABDARA LITHUANIAN NURSING HOME**

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**Chairperson: Mr. Marius Rusinas**

**1. Call to order: 7:02 p.m. by Chairperson: Mr. Marius Rusinas**

- There were 36 members (15 L.N. and 21 Labdara) present at the meeting.

**2. Members of the Presidium**

- Mr. Rusinas welcomed all those present and introduced the Labdara Foundation Board of Directors: President Gabija Petrauskas, Vice President Raimundas Smolskis, Treasurer Virginia Peciulis, Secretary Daiva Vorps, Board Members Regina Masionis, Rimas Petrauskas, Julija Simonelis, Rauda Dickinson and Ruta Valaitis.

- The members of the Audit Committee were introduced: Gene Kobelskis and (regrets) Edis Stravinskas

- Also introduced were: Robert Berg ACC Consulting, Roger Chaplin Accountant, David Burgess Accountant, Arunas Morkunas Bookkeeper. The recording secretaries were Daiva Vorps and Regina Masionis.

- Mr. Rusinas read the names of the Labdara residents who passed away during 2017:

Nijole Banelis,      Konstancija Blekaitis,      Irene Daunoraviciene, Eleonora Duda, Wacława Galica, Benjamina Gataveckas, Jonas Gudavicius, Josephine Kairys, Meta Kazakevicius, Vladas Kazlauskas, Algis Kiaupa, Elzbieta Krivas,

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Kestutis Kudirka, Jean Kuzmas, Liudvika Morkunas, Joseph Mozuraitis, Dana Naikauskas, Danguole Radzevicius, Ceslovas Senkevicius, Stasys Skema, Vladas Slenys, Danute Stosiunas, Maryte Tamulaitis, Anele Urkis, Aldona Vitkus, Antanas Zalpys, Algis (Pranas) Zemaitis.

- A minute of silence followed the reading of the names.

### **3. Approval of Agenda**

- Mr. Rusinas advised that there is one change to be made to the printed Agenda, item 6B is to be added: Internal Audit Committee Report – G. Kobelskis

- Mr. Rusinas asked the membership to approve the agenda by a vote:

**For:** all

**Against:** none

**Abstain:** none

### **4. Approval of the 2017 AGM minutes**

- Mr. Rusinas asked the membership if they wanted the minutes read out loud. They declined as there were copies at the registration desk for members to review if desired as well as online on the Labdara website. The 2017 minutes were approved as written.

### **5. President's Report - G. Petrauskas**

- G. Petrauskas read her report to the membership in both English and Lithuanian. The report included a summary of the many events and activities conducted by Labdara Foundation on behalf of the Home during 2017. It was a very productive year and much got accomplished. Some of the highlights being:

- **Modernized Labdara's website** – thanks to PARAMA for the funding and Ed Kurak and Virginia Peciulis for their many hours of hard work to set up the new website
- **Launched a Labdara Facebook page** – due to Virginia Peciulis' initiative and hard work

- **Outdoor Signage** – old nursing home sign replaced by a pixel message sign shared by Labdara, Resurrection Church and RCU, completely financed by RCU, as well as outdoor wall signage.
- **15<sup>th</sup> Anniversary Fundraising Drive** – for new resident dining room furniture launched by the Board in March 2017 and raised the full \$75,000 by November and furniture in place for Christmas. Deep gratitude goes to our Lithuanian Community for its tremendous support
- **Open House and Plaque** – As part of the 15<sup>th</sup> Anniversary celebrations for the Home, Labdara hosted an **open house and tea** for the community on June 25<sup>th</sup>. At this event a new bronze plaque was unveiled in the main lobby of the Home. Our sincere thanks to RCU who funded the plaque.
- **Evening of Thanks Dinner** – The Board organized a dinner of thanksgiving to commemorate the 15<sup>th</sup> Anniversary of the Home and to especially thank the founders of the Home, the long standing staff of the Home, the major donors over the years and the many volunteers.
- **Outdoor Chairs** – Part of the refurbishing efforts for the nursing home, Labdara Foundation organized the purchase of sturdy outdoor chairs for the comfort and enjoyment of the residents.
- **Family Council** – The Board is pleased to have been able to recruit three volunteers: Laima Underys, Rasa Buskaitis-Wilkinson and Liucija Kaminskas as the new Family Council team. They held their first meeting on March 25, 2018.
- **Policy Work** – The board undertook to develop and adopt a **Privacy Policy** regarding our website and publications that is posted on Labdara’s website. The Board also adopted a **Conflict of Interest Policy** for Labdara Foundation and the Board membership per government regulation requirements.

- G.Petrauskas in her concluding remarks noted that the younger generations are not stepping up with volunteering their time or with donations to support the Home. Resident's fees and Ministry subsidies just cover the Home's operating expenses (we are always at a break-even point), there is no additional flex and the Home must rely on community support through various donations drives. Therefore we must maintain and grow our community interest and support if Labdara is to survive as a Lithuanian nursing home long into the future.

The president's entire report is attached to the minutes. (Attachment #1)

#### **6A. Treasurer's Report – V. Peciulis**

- V. Peciulis read her report to the membership (Attachment#2). Her report was based on the year ending in 2017. She explained the different types of sources of funds that Labdara has at its disposal, a breakdown of Labdara Foundation "General" funding sources from 2017 and a high-level overview report of the Foundation's 2018 budget. The majority of Labdara Foundation funds in 2017 came from: 43% from bequests, 30% from fundraising drives, 16% from Bingo. As bequests are not guaranteed and are strictly at the discretion of the donor it is not really a sustainable or planned source of funding, therefore funds from fundraising play a very significant role in paying for the increasing number of improvements and infrastructure upgrades that may become necessary as the Home ages.

#### **6B. Internal Audit Committee Report – G. Kobelskis**

- The internal audit report was read by G. Kobelskis ( Attachment #3). The committee is comprised of G. Kobelskis and E. Stravinskis. The Audit Committee took note of the Labdara Foundation financial statements for 2017 and did not have any questions for the Foundation directors. She made mention that during the course of the year the board members conducted their duties in a professional manner supporting the management company, Assured Care Consulting, and the management staff of the nursing home.

#### **7. Auditors' Report - R. Chaplin**

- R. Chaplin, representing “Chaplin & Co.” provided a condensed financial statement for Labdara Foundation covering the year ended by December 31, 2017. (Attachment #4 A,B,C)
- It is the responsibility of “Chaplin & Co.” to express an opinion on the summary financial statements based on their procedures which are conducted in accordance with the Canadian Auditing Standard (CAS) 810.
- The financial statements included balance sheets, statements of fund balances, statements of revenue and expenses, schedule of expenses, statement of cash flows and notes to financial statements. - It was their opinion that the summary financial statements derived from the audited financial statements of Labdara Foundation for the year ended December 31, 2017 are a fair summary of those financial statements.

#### **8. Manager’s Report - R. Berg**

- Mr. R. Berg’s report was an overview of industry trends into the future(Attachment#5). With the coming of the baby boomers, demand for long term care (LTC) beds will continue to rise at a greater rate than the supply. This will mean that members in the community will face longer and longer wait lists. Funding has not kept up with operating cost increases. Each year we are expected to do more with less and it accumulates. In Labdara the resident’s average age is 92.3 vs the provincial average of 83 in LTC., and the acuity at the Home is 4.94% higher than the provincial average; yet we are only given an extra 1.6% in funds from the government to provide our residents with the quality of care they deserve. Our Labdara staff is outstanding but the average age of our workforce is getting older and fewer and fewer young people are entering careers in health care, especially long term care. This is our reality.

#### **9. 5 Year Outlook - R. Smolskis**

- R. Smolskis presented the completed 2017 operational plan and the projected 2018 operational plan which was finalized and approved by the Labdara Foundation Board last November (Attachment #6). He stated that we are always seeking to stretch our limited funds to achieve a balance between wants and needs. Based on a 2017 3<sup>rd</sup> party engineering review by MMM Group of major internal heating, cooling, water and electrical systems in our 15-year old building, there is \$0.5M in infrastructure refurbishment and replacement required between now and 2026. One of the more expensive items in this period will be

modernization of the fire alarm panel at \$110K, a critical safety system. R. Smolskis added that looking out further, our plan identifies potential infrastructure spending needs of over \$3.15M over the next 24 years.

### **10. Discussion of Reports**

- R. Juodis posed the question that since the Ministry of Health requires us to maintain a reserve fund of \$500K and we presently have \$100K more (\$600K in total) have we thought about using the extra funds to pay down our outstanding mortgage? R. Berg responded to the question and explained the Foundation's position by stating that it has been looked into in the recent past and was found that it would be more expensive in the end to refinance a new mortgage and thus it would not be cost effective to do so. Also with the projected infrastructure expenditures over the next number of years and possible unforeseen expenditures it is prudent to maintain a healthy reserve fund.

- M. McLoughlin asked if the Foundation has ever considered/looked into robotics, new upcoming technologies for seniors at the Home. She continued to state that there is an upfront cost but it's reduced over time and becomes cost effective. R. Smolskis responded to the question by saying that he knew of a program in Japan that is developing robotics to help with senior care but it is in the developmental stages and not yet available. R. Berg added that we are indeed looking at new and upcoming technologies and in fact we at Labdara have added facial recognition technology to the security system that the Board recently approved for installation. This will help with the residents who wander and could potentially injure themselves. Face recognition will call the nursing station and the nurse will be able to go and assist that resident.

- R. Juodis suggested that since Labdara Foundation is looking for cost savings wherever possible, and it spent \$6.5k last year for an engineering study, maybe we could approach U. of T. Engineering Dept. for pro bono work by their graduate engineering students to do whatever we need done? R. Smolskis agreed that it is a very good suggestion and idea that we could look at implementing in the future but the Foundation needed to hire a Certified Engineering Company to do the study to certify the condition/life span expectancy of the current plant at Labdara Nursing Home, to be used as a benchmark into the future for planning purposes.

### **11. Approval of Auditor for 2018**

- M. Rusinas, Chair, asked the membership to vote to accept R. Chaplin & Co. as the auditors for 2018.

Vote was taken: none were against and no abstentions. R. Chaplin & Co. were accepted.

## 12. By-Law Amendments and Vote

- R.Smolskis went through in detail one by one, presenting the 12 by-law changes that the Board proposed (Attachment #7).
- M. McLoughlin asked if the Board had a lawyer review the changes. R. Smolskis affirmed that a lawyer had been consulted.
- R. Juodis asked about item #9 Sec. 21 Dues. He wanted to know what would happen if membership dues were not paid by a member. R. Smolskis replied to the question stating that to date there have never been membership dues levied but if they ever are and a member fails to pay them this member would forfeit their membership. Mr. Juodis suggested this item be deferred to next year's AGM but there was no one to second the motion.
- R. Smolskis , regarding item #6 Sec.4 Quorum Board of Directors meetings, further defined "a majority" as being 50% + 1.
- A. Chodocinskas inquired as to why her husband was denied membership to the Labdara Foundation.

R. Smolskis explained that his application, as the spouse of a current employee at Labdara nursing home, contravened the new Conflict of Interest Policy that the Board was preparing at the time of his application. This Conflict of Interest Policy was voted on and accepted by the Board of Directors in early 2018.

A motion was put forward by R. Smolskis " To accept the current By-Law No.2 as it exists and to further accept the changes to By-Law No.2 as presented this evening". M. Rusinas, Chair, put the motion to a vote: all were in favour, none against. M. Rusinas declared By-Law No.2 accepted and confirmed.

## 13. Election to the Board of Directors

- J. Simonelis, Nominations Committee Chair, advised the membership that the following Board members terms were up and that they were not running for re-election: G. Petrauskas, R.Petrauskas. R. Masionis and D. Vorps. Also there were 2 positions vacant due to earlier resignations from the Board. Thus there were six positions vacant and 6 new members running who

were vetted and approved by the Board of Directors. These six candidates are: Antanas Businskas (newly retired, chartered accountant, former CFO and CEO of various companies), Zita Bersenas-Cers (about to retire dietician and former teacher), Victoria Paulionis-Charko (Registered Nurse), Zibute Janeliunas (private entrepreneur, on Committee at St. Joseph's Hospital, IT background), Judy Kavaliauskas (retired, entrepreneur former Labdara GALA 2016 chair, former corporate executive assistant), Nijole Simonavicius (newly retired, Occupational Therapist, former Manager Trillium Hospital). Each candidate got up and spoke about their background and why they wanted to be on the Board of Directors.

M. Rusinas, Chair, proposed and then announced that all 6 candidates have been accepted to the Board of Directors by acclamation.

#### **14. Open Discussion**

- G. Laurinaitis applauded the excellent work that the Board of Directors did in 2017 and added that she was glad to see the Labdara website updated. She also mentioned that she was surprised to see the minutes of the Labdara Board of Directors monthly meetings posted on the Labdara website. G. Petrauskas responded that what is posted on the website is not Board Minutes but Board NEWS - a synopsis of what the Board is doing on a monthly basis and not the actual recorded minutes of the meeting. It will be up to the next Board of Directors to decide if they wish to continue with this monthly update on the website.

#### **15. Adjournment**

Meeting adjourned at 9:45 p.m.

Recording secretaries: D. Vorps and R.Masionis