



To: Corporation Members

Notice is hereby given that the 124th annual meeting of The Perley and Rideau Veterans' Health Centre (Perley Health) will be held via video/audioconference (see **Agenda – Pg. 2** for Zoom details) on **Thursday, June 02nd, 2022 at 14:00 hours**, for the purposes of:

- providing a report on 2021-22 activities and accomplishments and the evolution of Perley Health;
- receiving the audited financial statements for the year ended December 31, 2021;
- appointing the auditors for Perley Health until the Annual Meeting 2023;
- electing the directors of the Corporation; and,
- transacting such further and other business as may properly come before the meeting or any adjournment thereof.

As prescribed by By-Laws 8.a. and 9.d. of the Corporation, Regular Members of the Corporation are required to pay a \$1.00 annual fee not later than the date of the Annual Meeting. **Failure to pay the annual fee on or before June 02nd, 2022** shall result in the Regular Member ceasing to be a member of the Corporation, as of the date of the Annual Meeting.

Dated this **20th** day of **May 2022**.

Akos Hoffer, Secretary

**The 124th Annual Meeting
of The Perley and Rideau Veterans' Health Centre (Perley Health)
to be held via video/audioconference*
on Thursday, June 02nd, 2022 at 14:00 Hours**

AGENDA

1. WELCOME – Akos Hoffer

2. MINUTES – Margaret Tansey

To approve the minutes of the 123rd Annual Meeting of the Corporation held on Thursday, June 03rd, 2021 (**Attachment #1**)

3. BUSINESS ARISING FROM THE MINUTES

4. REPORT OF THE CHAIR – Margaret Tansey

The Chair will provide a report on 2021-22 activities and accomplishments and the evolution of Perley Health.

5. REPORT OF THE CHIEF MEDICAL OFFICER – Dr. Benoit Robert

The Chief Medical Officer will provide a report on 2021 medical services at Perley Health.

6. REPORT OF THE TREASURER – Joe Lund

The Treasurer will provide highlights from the 2021 audited financial statements and respond to any questions.

7. APPOINTMENT OF AUDITORS – Joe Lund

The Treasurer will request approval of Deloitte as the auditors until the Annual Meeting 2023.

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8. ADOPTION OF REPORTS

To move the adoption of the Reports of the Chair of the Board, the Chief Medical Officer, and the Treasurer.

9. ELECTION OF DIRECTORS – Mary Dawson

10. RECOGNITION OF SERVICE

11. ANY OTHER RELEVANT BUSINESS

12. ADJOURNMENT

Due to the COVID-19 restrictions, this meeting will be held virtually via the following coordinates:

Join Zoom Meeting:

<https://zoom.us/j/94074468732?pwd=OGpwMkVHaDVmaIFJQU9hNmdCYkJ4QT09>

Meeting ID: 940 7446 8732

Passcode: 166009

One tap mobile

+14388097799,,94074468732#,,,,*166009# Canada

+15873281099,,94074468732#,,,,*166009# Canada

Dial by your location

+1 438 809 7799 Canada

+1 587 328 1099 Canada

+1 647 374 4685 Canada

+1 647 558 0588 Canada

+1 778 907 2071 Canada

+1 780 666 0144 Canada

+1 204 272 7920 Canada

855 703 8985 Canada Toll-free

Meeting ID: 940 7446 8732

Passcode: 166009

**MINUTES OF THE 123RD ANNUAL MEETING OF
THE PERLEY AND RIDEAU VETERANS' HEALTH CENTRE
HELD ON THURSDAY, JUNE 03, 2021 AT 14H00
VIA ZOOM**

PRESENT:

Kris Birchard, Chair	Guy Levesque
Ron Buck	Sharon Levine
Lloyd Campbell	Joe Lund
Cathy Danbrook	Terry McEwan
Mary Dawson	Louise Siew
Bill Dickie	Gordon Stock
Mike Jeffery	Margaret Tansey
Akos Hoffer	David Walden
Mary Ann Lamb	

ALSO ATTENDING: 9 Members; 9 Guests

21/01 WELCOME

Akos Hoffer, Secretary and CEO extended welcome to all. He explained that Members of the Corporation are entitled to vote at this meeting and asked that they state their name for the record when Moving or Seconding a Motion. He advised that Silence Procedure would be utilized for voting purposes and that anyone Opposed to a Motion should unmute their microphone in order to state their Opposition. He introduced K. Birchard, Chair who thanked everyone for attending.

21/02 MINUTES

It was **MOVED** by R. Buck and **SECONDED** by B. Dickie that the minutes of the 122nd meeting of The Perley and Rideau Veterans' Health Centre held on Thursday, June 04th, 2020 be approved as distributed.

CARRIED

21/03 BUSINESS ARISING FROM THE MINUTES

There is no business arising from the minutes.

21/04 REPORT OF THE CHAIR

The Chair's report was provided by K. Birchard, and received.

21/05 REPORT OF THE CHIEF MEDICAL OFFICER

The Medical Director's report was presented by Dr. B. Robert, and received.

21/06 REPORT OF THE TREASURER

The *Financial Statements of The Perley and Rideau Veterans' Health Centre December 31, 2020* were shared virtually. J. Lund, Treasurer provided highlights from the statements noting that the statements were prepared in keeping with generally accepted accounting principles. He also reported that the auditor had issued an unqualified opinion that the statements present fairly the financial position of the Perley Rideau as at December 31, 2020.

It was **MOVED** by J. Lund and **SECONDED** by L. Campbell that the financial statements for the 12-month period January 1, 2020 to December 31, 2020 be received as presented.

CARRIED

21/07 APPOINTMENT OF AUDITORS

It was **MOVED** by J. Lund and **SECONDED** by G. Stock that the members of the Corporation appoint Deloitte as Auditor for the Health Centre, to hold office until the next Annual Meeting, at a fee to be determined by the Board of Directors.

CARRIED

21/08 ADOPTION OF REPORTS

It was **MOVED** by C. Danbrook, **SECONDED** by M. Collins that the reports of the Chair, the Chief Medical Officer and the Treasurer be adopted as presented.

CARRIED

21/09 ELECTION/RE-ELECTION OF DIRECTORS

M. Dawson, Chair, Governance Committee commented that the bylaws of The Perley and Rideau Veterans' Health Centre provide for a Board consisting of from 9 to 18 duly elected Members with the number of Directors determined from time to time by the Board.

She advised that Susan Fletcher, having completed the maximum 10-year term, was retiring from the Board. S. Fletcher's contributions to the governance of the Perley Rideau, particularly related to the Governance Guide for Directors, was noted. She further noted that S. Fletcher has agreed to continue to serve as an Adjunct Advisor to the Governance Committee for the coming year.

Three (3) current Adjunct Advisors have agreed to stand for election as Directors at this meeting, they are: Mr. Guy Levesque, Dr. Sharon Levine, and Capt. (Ret'd) Louise Siew. Six (6) current Directors have agreed to stand for re-election: Lloyd Campbell, Heather Garnett, Mary Ann Lamb, Joe Lund and Gordon Stock, for another three-year term; and, Bill Dickie, for a one-year term.

Two Honorary Directors, Mike Jeffery and Terry McEwan have also agreed to continue to serve in that capacity for the coming year.

It was **MOVED** by M. Dawson and **SECONDED** by M. Tansey that:

Guy Levesque, Dr. Sharon Levine, and Louise Siew be **elected** for a three-year term; and that Lloyd Campbell, Heather Garnett, Mary Ann Lamb, Joe Lund and Gordon Stock be **re-elected** for a three-year term; and that Bill Dickie be **re-elected** for a one-year term; and, that Mike Jeffery and Terry McEwan be **re-appointed** as Honorary Directors for the coming year.

Therefore, the membership of the Board of Directors for The Perley and Rideau Veterans' Health Centre for 2021-2022 will be as follows:

Kris Birchard	Mary Ann Lamb
Ron Buck	Guy Levesque
Lloyd Campbell	Sharon Levine
Cathy Danbrook	Joe Lund
Mary Dawson	Louise Siew
Bill Dickie	Gordon Stock
Heather Garnett	Margaret Tansey
Hans Jung	David Walden

CARRIED

21/10 AMENDMENT OF CORPORATION BYLAWS

The Perley and Rideau Veterans' Health Centre Bylaws as amended June 04, 2020 and a recommended amendment to Section 5, (d) (i) Directors was included with the agenda package.

M. Dawson highlighted the amendment that specifies the official start date for Directors as the date when first elected and provides a mechanism for an incumbent Chair of the Board to continue to serve as Chair for a maximum of three consecutive years, not exceeding two years beyond the designated 10 years of service as a Director.

It was **MOVED** by M. Dawson, **SECONDED** by M.A. Lamb that the bylaws be amended as presented.

CARRIED

21/11 RECOGNITION OF SERVICE

K. Birchard remarked that S. Fletcher was first appointed to the Board of Directors in October 2011 and subsequently elected in June 2012. During her service she served on the Audit and Risk Management Committee, Governance Committee (of which she served as Chair from 2013 – 2016), Executive Committee, Veteran Transition and Strategic Planning Committee and the Special Advisory Group. She also represented the Health Centre on the Foundation Board's Governance Committee. With her retirement, the Board will miss her keen level of discernment but fortunately the Governance Committee will benefit from her continued service as Adjunct Advisor.

As K. Birchard was concluding his term as Chair of the Board, M. Tansey thanked him for his leadership noting that during his three-years as Chair, the Perley Rideau launched the Centre of Excellence in Frailty-Informed Care, opened the Specialized Behavioural Support Unit (SBSU) and

the Sub-Acute Care for the Frail Elderly program as well as managed the COVID 19 pandemic. His advocacy on behalf of Perley Rideau, including the support of including “Therapeutic” in the Recreation and Creative Arts Program name was considered exceptional and his diligence and commitment to Perley Rideau and the Board unsurpassed. His efforts with strengthening the relationship with the Foundation, including his efforts in assisting to secure P. Mansbridge as Honorary Chair of the Capital Campaign were also acknowledged. A heartfelt thank you on behalf of all members of the Board was extended to K. Birchard for all of his contributions as Chair.

K. Birchard conveyed his thanks to the Board noting that his tenure as Chair was made easier by his talented colleagues on the Board and Perley Rideau staff.

21/12 ANY OTHER BUSINESS

There was no other business.

21/13 ADJOURNMENT

It was **MOVED** by H. Garnett, **SECONDED** by M.A. Lamb that the meeting be adjourned at 14h45.

Akos Hoffer, Secretary

Kristan K. Birchard, Chair

/jw