



**Perley Rideau**

The Perley and Rideau  
Veterans' Health Centre

[www.perleyrideau.ca](http://www.perleyrideau.ca) 1750 Russell Road, Ottawa, Ontario K1G 5Z6 Tel.: (613) 526-7171 Fax: (613) 526-7172

**To: Corporation Members**

**Notice is hereby given** that the 116<sup>th</sup> annual meeting of The Perley and Rideau Veterans' Health Centre Corporation will be held in Lupton Hall at the Perley Rideau, 1750 Russell Road, Ottawa Ontario K1G 5Z6 on **Thursday, June 05<sup>th</sup>, 2014 at 14:00 hours**, for the purposes of:

- providing a report on 2013 activities and accomplishments and the evolution towards creating a seniors' village;
- receiving and approving the audited financial statements for the year ended December 31, 2013;
- appointing the auditors for the Health Centre until the Annual Meeting 2015;
- electing the directors of the Corporation;
- transacting such further and other business as may properly come before the meeting or any adjournment thereof.

Dated this **16th** day of **May 2014**.

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Akos Hoffer, Secretary



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**The 116<sup>th</sup> Annual Meeting  
of The Perley and Rideau Veterans' Health Centre Corporation  
to be held in Lupton Hall  
at The Perley and Rideau Veterans' Health Centre  
on Thursday, June 5th, 2014 at 14:00 Hours**

**A G E N D A**

1. WELCOME – Akos Hoffer

2. MINUTES – Michael Jeffery

To approve the minutes of the 115th Annual Meeting of the Corporation held on Thursday, June 6th, 2013 (**Attachment #1**)

3. BUSINESS ARISING FROM THE MINUTES

4. REPORT OF THE CHAIRMAN – Michael Jeffery

The Chairman will provide a report on 2013 activities and accomplishments and the evolution to creating a seniors' village.

5. REPORT OF THE MEDICAL DIRECTOR – Dr. Benoit Robert

The Medical Director will provide a report on 2013 medical services at the Perley Rideau.

6. REPORT OF THE TREASURER – Robin Sellar

The Treasurer will provide highlights from the 2013 audited financial statements and respond to any questions.

7. ADOPTION OF REPORTS

To move the adoption of the Reports of the Chairman of the Board, the Medical Director, and the Treasurer.

8. APPOINTMENT OF AUDITORS – Robin Sellar

The Treasurer will request approval of KPMG as the auditors for 2014.

9. ELECTION OF DIRECTORS – Michael Jeffery

10. RECOGNITION OF SERVICE

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11. ANY OTHER RELEVANT BUSINESS

12. ADJOURNMENT

*Refreshments will be served*

**MINUTES OF THE 115<sup>TH</sup> ANNUAL MEETING OF  
THE PERLEY AND RIDEAU VETERANS' HEALTH CENTRE CORPORATION  
HELD ON THURSDAY, JUNE 06, 2013 AT 14:05 HOURS IN  
LUPTON HALL AT THE PERLEY AND RIDEAU VETERANS' HEALTH CENTRE**

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<b>PRESENT:</b>	Peter Strum, in the Chair	Carole Guzman
	Ron Buck	Michael Jeffery
	Joan Costello	Terry McEwan
	Duane Daly	Peter Martin
	Bill Dickie	Melanie Macdonald
	Ray Desjardins	Susan Pollak
	Susan Fletcher	Robin Sellar
	Greg Fougère	Margaret Tansey
	Robin Ghosh	David Walden
	Ted Gordon	Andréé Wylie

**ALSO ATTENDING:** 10 Members; 17 Guests

**13/01 WELCOME**

G. Fougère, CEO welcomed everyone to the 115<sup>th</sup> Annual Meeting of the Perley and Rideau Veterans' Health Centre Corporation; he introduced P. Strum, Chairman.

**13/02 MINUTES**

Minutes of the Annual Meeting of the Corporation held on Thursday, June 7, 2012 were approved on a **MOTION** by R. Desjardins, **SECONDED** by J. Pitzul.

**CARRIED**

**13/03 REPORT FROM THE CHAIRMAN**

P. Strum commented that while this meeting was focused on 2012, he noted that an important event occurred in January 2013. At that time, G. Fougère advised the Board that following twenty-six years with the Perley and Rideau Veterans' Health Centre, seventeen of those years as CEO, he had decided to retire from the Perley Rideau and enjoy an extended holiday before undertaking new endeavours. P. Strum recognized G. Fougère for his dedication to the Perley Rideau and as a passionate advocate for seniors in this community. His inspired vision of healthy living alternatives for seniors assisted the Board of Directors in developing its fifteen year *Creating a Seniors Village* strategy and his solid leadership in implementing Phase I of the strategy was key to its success.

Copies of the *Report to the Community 2012* were provided at the meeting. The *Chairman's 2012 Annual Report*, a summary of the results of the Board of Directors, management, staff and volunteer efforts in 2012, was presented by P. Strum and received.

P. Strum advised that this was his final term as Chair and that he would be retiring as an active member of the Board. He extended thanks to the Board of Directors, G. Fougère, staff and volunteers for their efforts on behalf of the residents of the Perley Rideau.

#### **13/04 MEDICAL DIRECTOR'S REPORT**

The report from the Medical Director was presented by Dr. Benoit Robert, Medical Director, and received.

#### **13/05 TREASURER'S REPORT – Robin Sellar**

The *Draft Financial Statements of The Perley and Rideau Veterans' Centre Year-ended December 31, 2012 and 2011* were distributed at the meeting. R. Sellar, Treasurer provided highlights from the audited financial statements. She noted that the statements are draft until approved by the Board of Directors and ratified by the Corporation at this meeting.

It was **MOVED** by R. Sellar, **SECONDED** by B. Dickie that the Financial Statements for the twelve month period January 1, 2012 to December 31, 2012 be approved as presented.

**CARRIED**

#### **13/06 ADOPTION OF REPORTS**

It was **MOVED** by J. Lupton, **SECONDED** by P. Martin that the reports from the Chairman, Medical Director and Treasurer be adopted as presented.

**CARRIED**

#### **13/07 APPOINTMENT OF AUDITORS**

It was **MOVED** by R. Sellar, **SECONDED** by A. Wylie that KPMG Chartered Accountants be appointed Auditors for the Health Centre until the Annual Meeting 2014, at a fee to be determined by the Board of Directors.

**CARRIED**

#### **13/08 ELECTION OF DIRECTORS**

M. Jeffery, Chairman, Governance and Planning Committee presented the proposed election of directors for 2013-2014. He commented that the bylaws of the Corporation provide that the affairs of the Health Centre be managed by a Board of Directors consisting of 9 to 18 duly elected persons plus the Chair of the Foundation as an ex-officio Director. The number of Directors shall be determined from time to time by the Board.

This year, there are three Directors whose terms are expiring and all are willing to stand for re-election for an additional three-year term; they are:

- **Robin Ghosh, Mike Jeffery and Andrée Wylie.**

Since the last Annual Meeting, and pursuant to the bylaws, the Board appointed **Ron Buck, Ted Gordon, Margaret Tansey and David Walden.**

It was **MOVED** by S. Fletcher, **SECONDED** by D. Daly that the Election of Directors report be adopted as presented, including that:

- (i) **Robin Ghosh, Mike Jeffery and Andrée Wylie** be re-elected as Directors for a further three-year term; and,
- (ii) **Ron Buck, Ted Gordon, Margaret Tansey and David Walden** be elected as Directors for a three-year term.

The Board of Directors of the Perley and Rideau Veterans' Health Centre Corporation for 2013-2014 will therefore be:

David Bell

Ron Buck

Duane Daly

Ray Desjardins (Foundation Chair ex-officio)

Bill Dickie

Susan Fletcher

Robin Ghosh

Ted Gordon

Carole Guzman

Mike Jeffery

Melanie Macdonald

Terry McEwan

Robin Sellar

Margaret Tansey

David Walden

Andrée Wylie

**CARRIED**

### **13/09 BYLAW AMENDMENTS**

M. Jeffery reported that the Board had approved a new *Disclosure of Information* policy in an effort to improve the Board's transparency while protecting confidentiality. In March 2013, the Board of Directors endorsed an amendment to Corporate bylaw 6 g. *Confidentiality*, for approval at this meeting:

#### **Bylaw 6 g. Confidentiality - Existing:**

"Unless otherwise directed by a resolution of the Board, matters brought before the Board shall not be treated as confidential. With respect to matters directed to be treated as confidential, Members, Directors, appointees of the Board, and employees of the Corporation shall respect the confidentiality of matters brought before the Board and the privacy of individuals, keeping in mind that unauthorized statements could adversely affect the interests of the Corporation."

**Bylaw 6 g. Confidentiality - Amendment:**

“Unless otherwise directed by a resolution of the Board, matters brought before the Board **shall be treated as confidential**. Members, Directors, appointees of the Board and employees of the Corporation shall respect the confidentiality of matters brought before the Board and the privacy of individuals, keeping in mind that unauthorized statements could adversely affect the interests of the Corporation.”

It was **MOVED** by M. Jeffery, **SECONDED** by D. Daly that the amendment to Corporate bylaw 6 g. be approved as presented.

**CARRIED**

**13/10 RECOGNITION OF SERVICE**

P. Strum presented a token of appreciation to retiring Directors Susan Pollak, Joan Costello, and former Chairman, Peter Martin. It was clarified that M. Collins, also retiring from the Board and unable to attend this meeting, would receive his gift separately. The contributions of each of these Directors were recognized.

M. Jeffery presented a token of appreciation and a departing gift to retiring Board Chair P. Strum. His leadership and service to the Board as Chair, former Treasurer, and former Chair of the Quality of Life and Safety Committee as well as the Audit and Risk Management Committee, were acknowledged.

**13/11 ANY OTHER RELEVANT BUSINESS**

R. Bailey, Co-Chair, Family and Friends Council recognized P. Strum, outgoing Board Chair and expressed the Council's appreciation of the Board's new *Disclosure of Information* policy and its *Record of Decisions*.

G. Fougère expressed his appreciation for the support of the Board of Directors, staff and volunteers over the last twenty-six years and extended his very best wishes to the Health Centre as it continues its evolution as a seniors' village. He acknowledged former CEO, John Lupton and commented that he was very thankful for the many development opportunities he had benefitted from during his long-term career with the Health Centre.

**13/12 ADJOURNMENT**

The meeting was adjourned at 15:05 hours on a **MOTION** by R. Bailey.

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Greg Fougère, Secretary  
/jw

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Peter Strum, Chairman