



**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 115<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 06<sup>th</sup>, 2013 at 14:00 hours**, for the purposes of:

- providing a report on 2012 activities and accomplishments and the evolution towards creating a seniors' village;
- receiving and approving the audited financial statements for the year ended December 31, 2012;
- appointing the auditors for the Health Centre until the Annual Meeting 2014;
- electing the directors of the Corporation;
- amending the bylaws of the Corporation;
- transacting such further and other business as may properly come before the meeting or any adjournment thereof.

Dated this **23rd** day of May 2013.

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Greg Fougère, Secretary



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**The 115<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 6th, 2013 at 14:00 Hours**

**A G E N D A**

1. WELCOME – Greg Fougère

2. MINUTES – Peter Strum

To approve the minutes of the 114th Annual Meeting of the Corporation held on Thursday, June 7th, 2012 (**Attachment #1**)

3. BUSINESS ARISING FROM THE MINUTES

4. REPORT OF THE CHAIRMAN – Peter Strum

The Chairman will provide a report on 2012 activities and accomplishments and the evolution towards creating a seniors' village.

5. REPORT OF THE TREASURER – Robin Sellar

The Treasurer will provide highlights from the 2012 audited financial statements and respond to any questions.

6. ADOPTION OF REPORTS

To move the adoption of the Reports of the Chairman of the Board and the Treasurer.

7. APPOINTMENT OF AUDITORS – Robin Sellar

The Treasurer will request approval of KPMG as the auditors for 2013.

8. ELECTION OF DIRECTORS – Michael Jeffery

9. BYLAW AMENDMENT – Michael Jeffery (**Attachment #2**)

10. RECOGNITION OF SERVICE

11. ANY OTHER RELEVANT BUSINESS

12. ADJOURNMENT

*Refreshments will be served*

***Together... we improve the well-being of the people we serve***

**MINUTES OF THE 114<sup>TH</sup> ANNUAL MEETING OF THE  
PERLEY AND RIDEAU VETERANS' HEALTH CENTRE CORPORATION  
HELD ON THURSDAY, JUNE 7, 2012 AT 1405 HOURS IN LUPTON HALL**

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<b>Present:</b>	Peter Strum, in the Chair	Robin Ghosh
	Malcolm Collins	Carole Guzman
	Joan Costello	Melanie Macdonald
	Duane Daly	Peter Martin
	Ray Desjardins	Terry McEwan
	Bill Dickie	Susan Pollak
	Susan Fletcher	Robin Sellar
	Greg Fougère	Andrée Wylie

**Also Attending:** 9 Members; 16 Guests

**12/01 WELCOME**

G. Fougère, CEO welcomed everyone to the 114<sup>th</sup> Annual Meeting of the Perley and Rideau Veterans' Health Centre Corporation.

**12/02 MINUTES**

Minutes of the 113<sup>th</sup> Annual Meeting of the Corporation held on Thursday, June 2, 2011 were approved on a **MOTION** by J. Costello, **SECONDED** by C. Guzman.

**CARRIED**

**12/03 BUSINESS ARISING FROM THE MINUTES**

There was no business arising from the minutes.

**12/04 REPORT OF THE CHAIR OF THE BOARD**

Copies of the *2011 Annual Report – A Community of Care* was provided at the meeting. *The Report of the Chair of the Board of the Perley and Rideau Veterans' Health Centre* was presented by Peter Strum and received. The Report focused on the 2011 activities and accomplishments as well as plans to advance the vision to create a seniors' village.

**12/05 MEDICAL DIRECTOR**

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

## 12/06 REPORT OF THE TREASURER

The *Draft Financial Statements of The Perley and Rideau Veterans' Health Centre Year Ended December 31, 2011* were provided at the meeting. R. Sellar, Treasurer, provided highlights from the 2011 audited financial statements. She commented that the audited financial 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 D. Daly that the Financial Statements for the 12 month period January 1, 2011 to December 31, 2011 be approved as presented.

**CARRIED**

## 12/07 ADOPTION OF REPORTS

It was **MOVED** by C. Guzman, **SECONDED** by M. Collins that the reports from the Chairman and the Treasurer be adopted as presented.

**CARRIED**

## 12/08 APPOINTMENT OF AUDITORS

It was **MOVED** by R. Sellar, **SECONDED** by T. McEwan that KPMG Chartered Accountants be appointed Auditors for the Health Centre until the Annual Meeting 2013, at a fee to be determined by the Board of Directors.

**CARRIED**

## 12/09 ELECTION OF DIRECTORS

On behalf of Mike Jeffery, Chair of the Governance Committee, Joan Costello presented the proposed election of directors for 2012-2013. She commented that the Bylaws of the Corporation provide that the affairs of the Health Centre be managed by a Board of Directors consisting of 9-18 duly elected persons, plus the Chair of the Foundation as an ex-officio Director.

Two Directors are seeking re-election to the Board for a three-year term: They are:

- **Joan Costello and Terry McEwan.**

One Director, **Peter Martin**, is seeking re-election to the Board for a one-year term to complete the maximum years of service permitted by the Bylaws.

Since the last Annual Meeting, and pursuant to the bylaws, the Board appointed **Susan Fletcher, Melanie Macdonald** and **Bill Dickie**.

**MOVED** by J. Costello, **SECONDED** by A. Wylie that:

- i) Peter Martin be **re-elected** for a one-year term;
- ii) Joan Costello and Terry McEwan be **re-elected** for a three-year term; and
- iii) Susan Fletcher, Melanie Macdonald and Bill Dickie be **elected** for a three-year term.

The Board of Directors of the Perley and Rideau Veterans' Health Centre Corporation for 2012-2013 will therefore be:

David Bell	Michael Jeffery
Malcolm Collins	Melanie Macdonald
Joan Costello	Peter Martin
Duane Daly	Terry McEwan
Ray Desjardins (Foundation Chair ex-officio)	Susan Pollak
Bill Dickie	Robin Sellar
Susan Fletcher	Peter Strum
Robin Ghosh	Andrée Wylie
Carole Guzman	

**CARRIED**

#### **12/10 OTHER BUSINESS**

G. Fougere expressed thanks to members of the Board of Directors, Family and Friends Council as well as staff and volunteers for their efforts on behalf of the Perley Rideau and the residents it serves.

There was no other business.

#### **12/11 ADJOURNMENT –14:50 hours.**

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Greg Fougère, Secretary

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Peter Strum, Chairman

**BYLAW AMENDMENT**

On March 7, 2013 the Board of Directors endorsed the following amendment to the ByLaws for approval at the June 6, 2013 Annual Meeting of the Corporation.

**Item 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.”

**Item 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.”