



## To: Corporation Members

**Notice is hereby given** that the 114<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 07<sup>th</sup>, 2012 at 14:00 hours**, for the purposes of:

- providing a report on 2011 activities and accomplishments and plans to advance the vision to create a seniors' village;
- receiving and approving the audited financial statements for the year ended December 31, 2011;
- appointing the auditors for the Health Centre until the Annual Meeting 2013;
- 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 **25<sup>th</sup>** day of May 2012.

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Greg Fougère, Secretary



**The 114<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 07th, 2012  
at 14:00 Hours**

*Refreshments will be served.*

## **A G E N D A**

1. WELCOME – Greg Fougère
2. MINUTES – Peter Strum

To approve the minutes of the 113th Annual Meeting of the Corporation held on Thursday, June 02<sup>nd</sup>, 2011 (**Attachment #1**)

3. BUSINESS ARISING FROM THE MINUTES
4. REPORT OF THE CHAIRMAN – Peter Strum

The Chairman will provide a report on 2011 activities and accomplishments and plans to advance the vision to create a seniors' village.

5. REPORT OF THE TREASURER – Robin Sellar

The Treasurer will provide highlights from the 2011 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 2012.

8. ELECTION OF DIRECTORS – Joan Costello
9. ANY OTHER RELEVANT BUSINESS
10. ADJOURNMENT

**MINUTES OF THE 113<sup>TH</sup> ANNUAL MEETING OF THE  
PERLEY AND RIDEAU VETERANS' HEALTH CENTRE CORPORATION  
HELD ON THURSDAY, JUNE 2, 2011 AT 1400 HOURS IN LUPTON HALL**

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**Present:**

Peter Martin, in the Chair	Carole Guzman
Dave Bell	Mike Jeffery
Malcolm Collins	Terry McEwan
Joan Costello	Susan Pollak
Ray Desjardins	Robin Sellar
Greg Fougère	Peter Strum
Robin Ghosh	

**Also Present:** 10 Members; 22 Guests

**11/01 WELCOME**

G. Fougère welcomed everyone to the 113<sup>th</sup> Annual Meeting of the Perley and Rideau Veterans' Health Centre Corporation.

**11/02 MINUTES**

Minutes of the 112<sup>th</sup> Annual Meeting of the Corporation held on Thursday, June 3, 2010 were included with the agenda package. An error in the date of the meeting on the first page of the minutes was noted and corrected to "2010" rather than "2011". With this revision, the minutes of the Annual Meeting held on June 3, 2010 were approved on a Motion by T. McEwan, Seconded by J. Hooper.

**CARRIED**

**11/03 BUSINESS ARISING FROM THE MINUTES**

There was no business arising from the minutes.

**11/04 REPORT OF THE CHAIR OF THE BOARD**

The report of the Chair of the Board of the Perley and Rideau Veterans' Health Centre was presented by Peter Strum and received.

**11/05 REPORT OF THE MEDICAL DIRECTOR**

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

**11/06 REPORT OF THE TREASURER**

The report of the Auditor and the Financial Statements for 2010 were presented by R. Ghosh. Note 12 of the statements, *Related Entities*, was referenced and the amendment of "endowment" to "investment" was noted.

It was **MOVED** by R. Ghosh, **SECONDED** by G. Parker that the Financial Statements for the 12-month period (January 1, 2010 to December 31, 2010) be approved as amended.

**CARRIED**

**11/07 APPOINTMENT OF THE AUDITORS**

It was **MOVED** by R. Ghosh, **SECONDED** by D. Bell that KPMG Chartered Accountants be appointed Auditors for the Health Centre until the Annual Meeting 2012, at a fee to be determined by the Board of Directors.

**CARRIED**

**11/08 ADOPTION OF REPORTS**

It was **MOVED** by P. Strum, **SECONDED** by J. Pitzul that the reports of the Chairman, Medical Director, and the Treasurer be adopted as presented.

**CARRIED**

**11/09 ELECTION AND RE-ELECTION OF DIRECTORS**

P. Harle, Chair, Governance Committee reported that the Bylaws of the Corporation provide that the affairs of the Health Centre will be managed by a Board of Directors consisting of 9-18 duly elected persons, plus the Chair of the Board of the Foundation as an ex-officio Director.

Four Directors, **Mac Johnson, Bill Leach, Jim Smith, and Peter Harle** are retiring from the Board. Honorary Director, **Ken Johnson**, who having served for 19 years, is not returning.

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

- **David Bell, Malcolm Collins, Duane Daly, Carole Guzman, Susan Pollak and Peter Strum**

Since the last Annual Meeting, and pursuant to the Bylaws, the Board appointed **Robin Sellar** who is seeking **election** to the Board for her initial three-year term as Director.

**MOVED** by P. Harle, **SECONDED** by K. Johnson that:

- i) David Bell, Malcolm Collins, Duane Daly, Carole Guzman, Susan Pollak, and Peter Strum be **re-elected** for a three-year term; and that
- ii) **Robin Sellar** be **elected** for a three-year term.

The Board of Directors of the Perley and Rideau Veterans' Health Centre Corporation for 2011-2012 will therefore be:

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

**CARRIED**

#### **11/10 APPROVAL OF AMENDED BY-LAWS**

*The Perley and Rideau Veterans' Health Centre Resolution of the Board of Directors* was included with the Annual Meeting agenda package. It was noted that the amendments to the bylaws better reflect the Board's accountability and provide for the appointment of Adjunct Advisors.

It was **MOVED** by P. Harle, **SECONDED** by T. McEwan that the amended by-laws of the Corporation, enacted by the Board of Directors on April 7, 2011 be ratified and confirmed by Members.

**CARRIED**

#### **11/11 RECOGNITION OF SERVICE: RETIRING BOARD MEMBERS**

The contributions of retiring Board members Mac Johnson, Bill Leach, Jim Smith and Peter Harle were highlighted. It was noted that Peter Harle will continue to serve as an Adjunct Advisor. Jerry Pitzul, who had retired from the Board earlier in the year, was acknowledged and his significant contribution in developing the Board's *Governance Guide for Directors* was recognized. A token of the Board's appreciation was presented to retiring Board members.

Honorary Director, Ken Johnson, who had served on the Board of Directors since 1992 was recognized for his long-standing commitment to the Board of Directors and presented with a departing gift along with the Board's appreciation.

On behalf of the Board, Peter Strum expressed thanks to Peter Martin who was completing a three-year term as Chairman. The significant achievements of the Board under Peter Martin's leadership were referenced and a token of the Board's appreciation was presented to him.

**11/12 ANY OTHER RELEVANT BUSINESS**

There was no other relevant business.

**ADJOURNMENT – 15:05 HOURS**

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Greg Fougère, Secretary

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Peter Martin, Chairman