



**LORD STRATHCONA'S HORSE (ROYAL CANADIANS)  
CEREMONIAL MOUNTED TROOP FOUNDATION  
ANNUAL GENERAL MEETING  
MINUTES**

**Thursday 13 September 2018**

**Attendance-In Person**

Board/2IC	Maj	A.S.H.	Wong
Board/CO	LCol	E.D.	Angell
Board/RSM	CWO	R.J.	Clarke
Board/Treasurer	Capt	C.D.	Peterson
Board/Civilian Mbr	Mr.	S.	Rolingher (Non-Voting Member)
Incumbent-Asst Adjt	Lt	C.J.	MacLean
Incumbent-OC HQ	Maj	J.W.	Brown
Incumbent-OC Recce	Maj	M.E.	Selberg
Incumbent-PMC Green Point	MCpl	B.W.	Townsend
Incumbent-PMC Sarcee Rm	WO	C.W.	McDougall
Incumbent-PMC Track Pad	Cpl		Lonegren
Incumbent-SSM HQ	MWO	R.J.	Baglole

**Attendance-Phone**

Board/CoTR	Col	G.G.	Hug
Board/Former RSM	CWO	W.J.	Crabb
Board/Society Secy	LCol	J.A.	Stuckart
Former RSM	Mr.	C.R.	Ells
Serving & Former Gen, Col & CWO	BGen	S.R.	Kelsey

**Observers**

Mrs. K.M. Batty – Recording Secretary	Capt P. Webster (Museum/phone)	Capt Giajnorio (SMT)
WO Chubak (P&D)	Sgt Pasuta (HVT)	MWO Chenier (TQMS)
Sgt Giberson (phone)	Cpl Eidt (Accounts)	

**Proxy-LCol Stuckart**

Board/Former CO	Col	W.J.	Ellis
Board/Former CO	BGen	D.C.	Hilton
Board/Former CoTR	Col	J.E.N.	Roderick
Former CO	Col	J.	Cade
Former CO	Col	K.T.	Eddy
Former CO	BGen	D.A.	Macaulay
Former CO	BGen	P.J.	Peyton
Former CoTR	MGen	P.A.	Neatby
Former RSM	CWO	J.G.	Elliott
Former Strat CO-Other Reg Unit	LCol	J.D.	McEachern
Former Strat CO-Other Reg Unit	LCol	R.A.E.	Williams
Serving & Former Gen, Col & CWO	Col	C.M.	Fletcher
Serving & Former Gen, Col & CWO	Col	J.R.	Forestell
Serving & Former Gen, Col & CWO	CWO	D.W.	Hall
Serving & Former Gen, Col & CWO	Col	C.M.	Hazleton
Serving & Former Gen, Col & CWO	CWO	A.B.K.	Mulhern
Serving & Former Gen, Col & CWO	Col	J.N.	Murphy
Serving & Former Gen, Col & CWO	Col	D.A.	Rundle
Serving & Former Gen, Col & CWO	Col	J.M.	Snell

**Proxy-Maj Wong**

Board/Former RSM	Capt	W.A.	Laughlin
Board/SSS	BGen	T.J.	Cadieu
Former CO	Col	J.B.	Boileau
Former CO	Col	P.P.J.	Demers
Former CO	LCol	J.L.	Ellard
Former CO	LCol	S.G.	Long
Former CO	LCol	M.	Lubiniecki
Former CO	Col	J.J.	Major



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Former CO	LCol	D.R.B.	Rogers
Former CoTR	MGen	H.C.	Ross
Former RSM	CWO	A.S.	Batty
Former RSM	CWO	J.	Dorrance
Former RSM	Capt	C.H.	Hills
Former RSM	CWO	P.J.	Wonderham
Former Strat CO-Other Reg Unit	LCol	T.	Bradley
Former Strat CO-Other Reg Unit	LCol	J.L.	Cochrane
Former Strat CO-Other Reg Unit	LCol	V.G.	Kirstein
Former Strat CO-Other Reg Unit	LCol	R.N.	Lawrence
Former Strat CO-Other Reg Unit	LCol	E.G.	MacEachern
Former Strat CO-Other Reg Unit	LCol	A.D.	MacIntyre
Former Strat CO-Other Reg Unit	LCol	J.J.	Schneiderbanger
Incumbent-Adjt	Capt	M.R.	Shumka
Incumbent-OC A	Maj	J.A.	Anderson
Incumbent-OC B	Maj	J.	Nguyen
Incumbent-SSM A	MWO	K.A.	Shiells
Serving & Former Gen, Col & CWO	Col	I.D.	Barnes
Serving & Former Gen, Col & CWO	Col	A.S.	Henry
Serving & Former Gen, Col & CWO	Capt	R.	Stacey
Serving & Former Gen, Col & CWO	CWO	M.B.	Talty
Serving & Former Gen, Col & CWO	CWO	L.M.	Taylor
<b>Proxy-LCol Angell</b>			
Former Strat CO-Other Reg Unit	LCol	M.G.	Onieu
<b>Proxy-CWO Clarke</b>			
Former RSM	CWO	J.	Ramsay
Incumbent-SSM B	MWO	S.R.	Churchill
Serving & Former Gen, Col & CWO	CWO	A.S.	Mayfield
<b>Proxy-WO McDougall</b>			
Incumbent-SSM Recce	MWO	M.M.C.	Parent
<b>No Response Received</b>			
Board/Regtl Col	Col	D.R.	Parsons
Board/Civilian Mbr	Mr.	J.	Bilyk (Non-Voting Member)
Board/Civilian Mbr	Mr.	R.T.	Prokopy (Non-Voting Member)
Former CO	BGen	P.H.C.	Carew
Former CoTR	Col	I.D.M.	Egener
Former CoTR	LGen	J.A.	Fox
Former RSM	Capt	D.M.	Biener
Former RSM	CWO	J.W.	Chamberlain
Former RSM	CWO	D.A.	Ross
Former Strat CO-Other Reg Unit	LCol	R.C.	McDonald
Serving & Former Gen, Col & CWO	Capt	G.	Bamford
Serving & Former Gen, Col & CWO	Col	W.B.	Fox
Serving & Former Gen, Col & CWO	Col	J.A.R.	Gardam
Serving & Former Gen, Col & CWO	CWO	T.C.	Holland
Serving & Former Gen, Col & CWO	CWO	B.N.	Murphy
Serving & Former Gen, Col & CWO	BGen	T.E.	Putt



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**Overall Statistics**

Present or Phoned (yes)	16	LCol Stuckart Proxies	19
Proxy	54	Maj Wong Proxies	30
Total Yes, Phone or Proxy	70	LCol Angell Proxies	1
		CWO Clarke Proxies	3
Regrets	5	WO McDougall Proxies	1
Civilian (non-voting)	-3	Brad Norman Proxies	0
Remove from Society Matters	-2	Total Proxies	54
No response	14		
Eligible voting members	89	Current Total Members (94) - Non-Voting Civilians - Removals	
Percentage of eligible voting members	79%	Quorum benchmark is 75% for Special	

1. **Opening Remarks** – The AGM was opened at 1400 hrs with LCol Angell thanking everyone for their attendance. LCol Stuckart reminded everyone that the focus of the AGM is to recap the activities for 2017 and a quick look ahead. Col Hug noted that he is looking forward to open and frank discussions. Quorum was achieved with 79% of the voting membership participating and represented.
2. **Reviews of 2016 CMT AGM Minutes - The previous minutes were** circulated along with the agenda. The Ops Advisor asked for any errors or omissions.
3. **A motion** was made by CWO Clarke, **seconded by** LCol Angell, that the 2016 Ceremonial Mounted Troop Foundation minutes from the meeting held 5 April 2017 be accepted as presented. **CARRIED** – of the voting membership represented, there was no abstained votes and the motion was carried unanimously.
4. **Foundation Operations Overview** – Maj Wong provided a brief update on the operations overview of CMT noting that the herd sits at 25 horses. A few local rides will finish up the current 2018 season. He noted that the Foundation did not pay for business developments as that aspect was shifted to the Society.
5. **2017 Financial Reports** - Capt Peterson gave an overview of the audited 2017 Ceremonial Mounted Troop Foundation financial report that was circulated via email to all Regular members. He noted that the Foundation opted to continue with a full audit instead of a review for its financial statements in the hopes of being prepared to apply for a casino in 2019.
6. **A motion** was made by Maj Brown, **seconded by** MWO Baglole, to adopt the audited 2017 Ceremonial Mounted Troop Foundation financial report as presented. **CARRIED** – of the voting membership represented, there was no abstained votes and the motion was carried unanimously.
7. **Appointment of Auditor for 2018 - A motion** was made by Maj Selberg, **seconded by** WO McDougall, that Jay C. Noden Professional Corp be appointed as the 2018 auditor with remuneration being set by the Operations Advisor based on costs from the previous year. **CARRIED** – of the voting membership represented, there was no abstained votes and the motion was carried unanimously.
8. **Board of Directors Report**– LCol Stuckart advised the members that 2017 was seen as pivotal year to get SMT prepared and resources available for the major ride season in 2018. The Board got into a battle rhythm of meetings in 2017 with a cycle of 4 meetings per year ensuring the governance and balance of foundation matters. The Governance committee looked at articles of association, over the course of a year, and made a recommendation to the Board. It is the responsibility of the Board to make sure that resources are available for Foundation operations going forward.
9. **Strathcona Mounted Troop Report** – Capt Giajnorio provided members with an overview of SMT steady state, 2017/2018 ride season, 2019 goals and areas of concern. See PowerPoint slides 10-14, which were distributed via email prior to the meeting.



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**New Business**

10. **Special Resolution** - LCol Stuckart and Maj Wong explained that to change the Foundation Articles of Association, we are required to declare that the changes are a Special Resolution in order to have them accepted by the Alberta Corporate Registrar.
11. **A motion** was made by Maj Brown, **seconded by** Maj Selberg, that the resolution relating to the repealing and replacement of the Articles of Association of the Ceremonial Mounted Troop Foundation be deemed a Special Resolution. **CARRIED** – of the voting membership represented, there was no abstained votes and the motion was carried unanimously.
12. **Repealing and Replacing the Foundation Articles of Association** – LCol Stuckart and Maj Wong explained that this motion is required to cancel the existing Articles of Association before a new set can be voted in.
13. **A motion** was made by BGen Kelsey, **seconded by** MCpl Townsend, that the existing Articles of Association of the Ceremonial Mounted Troop Foundation be repealed in their entirety and replaced with the amended Articles of Association as prepared by the Governance Committee, as distributed. **CARRIED** – of the voting membership represented, there was no abstained votes and the motion was carried unanimously.
14. **Updating Corporate Registry** – LCol Stuckart and Maj Wong explained that the purpose of this motion is to give authorization to Patriot Law Group to present our new Articles of Association to the Corporate Registrar of Alberta.
15. **A motion** was made by Capt Peterson, **seconded by** MWO Baglole, that the Foundation lawyers, Patriot Law Group, are directed and authorized to update the Corporate Registrar with respect to the Special Resolution to repeal and replace the Articles of Association of the Ceremonial Mounted Troop Foundation and that the Operations Advisor (in his capacity as one of the Directors) is authorized to provide a Certified Copy of the Special Resolution and any other required documents to Patriot Law Group for this purpose. **CARRIED** – of the voting membership represented, there was no abstained votes and the motion was carried unanimously.
16. **Minor and non-substantive Corrections to Corporate Registry** – LCol Stuckart and Maj Wong explained that this motion means that we are accepting the changes that bring the wording and definitions of the Articles of Association up to date, but does not authorize changes to the substance of the Articles of Association. Essentially, this authorizes all changes except the governance changes, which were addressed in the repealing and replacing of Foundation Articles of Association motion.
17. **A motion** was made by WO McDougall, **seconded by** Maj Selberg, that the Operations Adviser and/or the Foundation lawyers, Patriot Law Group, are directed and authorized to make any and all non-substantive corrections to the Articles of Association of the Ceremonial Mounted Troop Foundation necessary to ensure compliance with the Corporate Registrar's technical requirements. **CARRIED** – of the voting membership represented, there was no abstained votes and the motion was carried unanimously.
18. **Election of Board of Directors 2018/2019** – LCol Stuckart advised that the aim is for the Board to consist of 19 members, however over the last year two resignations occurred. The proposed Board of Directors is missing a civilian director and former RSM director. He did note that recruitment is ongoing, and an electronic vote may be taken so that the two vacant positions can be filled.
19. **A motion** was made by Cpl Lonegren, **seconded by** WO McDougall, to adopt the new Ceremonial Mounted Troop Board of Directors as presented. **CARRIED** – of the voting membership represented, there was no abstained votes and the motion was carried unanimously.

**Open Discussion/Adjournment**

20. **New Business** – A call for new business resulted in no new business being brought forward.
21. **Closing Remarks** – LCol Stuckart stressed that although the AGM may seem like it is only a procedural meeting, the Board of Directors meetings consist of much more ongoing discussions. Issues and motions forwarded to the AGM for a vote have been discussed and reviewed by the Board over the course of the year and are seen as improvements to the Foundation.
22. LCol Angell thanked everyone for their time and effort for reviewing the background material and participation.
23. Col Hug commended SMT on MW 2018, noting that he regretted not being able to participate in person, but from all the reports and video he has seen, the troop has done a fantastic job. He asked that his personal congratulations be given to all riders of the troop for their professionalism and skill.



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24. He went on to say that the RCD Guild have changed their membership to include more input from Cpls, MCpls, Sgts and WOs which is proving to pay dividends due to the excellent input and fresh set of eyes. He encourages junior members of the AGM to bring forward ideas and suggestions.
25. **A motion** was made by Capt Peterson, **seconded by MCpl Townsend** to adjourn the meeting at 1439 hrs. **CARRIED** – of the voting membership represented, there was no abstained votes and the motion was carried unanimously.

**Documents Included circulated prior to AGM**

- 2016 Foundation AGM Minutes
- Proposed Foundation Articles of Association
- Proposed 2018/2019 Board of Directors
- CMT Foundation PowerPoint Meeting presentation
- CMT 2017 Audited Financial Statements

**Approved for Distribution – October 15, 2018**

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LCol E.D. Angell  
Senior Regimental Advisor

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LCol (Ret'd) J.A. Stuckart  
Vice Chair (on behalf of the Chairman)