



**LORD STRATHCONA'S HORSE (ROYAL CANADIANS)
REGIMENTAL SOCIETY
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 Adj	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



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Former CO	Col	J.J.	Major
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
 Proxy-LCol Angell			
Former Strat CO-Other Reg Unit	LCol	M.G.	Onieu
 Proxy-CWO Clarke			
Former RSM	CWO	J.	Ramsay
Incumbent-SSM B	MWO	S.R.	Churchill
Serving & Former Gen, Col & CWO	CWO	A.S.	Mayfield
 Proxy-WO McDougall			
Incumbent-SSM Recce	MWO	M.M.C.	Parent
 No Response Received			
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 meeting opened at 1441 hrs with the Chair noting that the participation of all of our members is important to the continued success of the Society. He urged members to ask questions to better understand the purpose of the Society. Quorum was achieved with 79% of the voting membership participating and represented.
2. **Reviews of 2016 Society 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 LCol Stuckart, **seconded by** Maj Selberg, that the 2016 LdSH(RC) Regimental Society 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. **Society Operations Overview** – Maj Wong indicated that the Museum, Pipes & Drums and HVT are doing well overall. The Society actually came in under budget in 2017 due to donations for the MW 2018 project from Friends of the Regiment, and lance sales. Due to the significance of MW 18 planned activities, the museum received many donations.
5. **2017 Financial Report** - Capt Peterson highlighted the results of the reviewed 2017 Regimental Society financial report which was distributed to all regular members via email prior to the meeting. He highlighted a \$76,892 surplus in 2017. He also indicated that 2017 was the first year of the Society not having a full audit complete, opting instead for a review.
6. **A motion** was made by CWO Clarke, **seconded by** LCol Angell, to adopt the reviewed 2017 LdSH(RC) Regimental Society 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** – LCol Stuckart noted that the Society has been using Jay Noden as our auditor for the last four or five years.
8. **A motion** was made by Maj Selberg, **seconded by** Maj Brown, that Jay C. Noden Professional Corp be appointed as the 2018 auditor with remuneration being set by the Society Operations Adviser based on costs from the previous year.
9. **Board of Directors Report** – LCol Stuckart advised the members that 2017 was an active year. The Board meets in March, June, September and November. The main focus in 2017 was to ensure that MW 2018 was recognized in an appropriate manner with the resources and support required.
10. With the guidance of the Governance Committee, the Board adopted a process for risk assessment. Any projects or activities that are brought forward for Board consideration are first sent to the governance committee for a risk assessment before any further action by the Board.



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11. The Governance Committee has also been working on a governance review of the Society. The bylaws had been changed in 2015 but by 2017 it was realized that more changes were required. This review has been complete and is being recommended by the Board of Directors for approval.
12. The Chair voiced that the value of having civilian members on the Board over the past three years the Society has added significant value. In several instances they have provided sage advice and this is one reason why the board is recommending the adoption of the proposed bylaws.
13. **Museum Report** – Capt Webster provided members with a comprehensive overview of the steady state, 2017/2018 review, 2019 goals, long-term plans and areas of concern. See PowerPoint presentation, slides 12-17 which was distributed via email prior to the meeting.
14. Maj Wong advised members that Capt Webster, Sgt Giberson and our gallery volunteers have been recognized by the Museum manager for their outstanding contributions and are well regarded. Maj Wong also noted that the gallery receives most of their core funding by DHH, but sometimes private donations are required to offset the grant funding.
15. **Historical Vehicle Troop** – Sgt Pasuta provided the AGM with an overview of the steady state, 2017/2018 review, 2018 goals, long-term plans and areas of concern. See PowerPoint presentation, slides 18-23 which was distributed via email prior to the meeting.
16. Maj Wong indicated that HVT traded an old Sherman hull for 2 Bren Gun carriers. It is anticipated that one will be delivered in 2019 and the other in 2020.
17. A question was raised wondering if HVT had a prioritized approach to increase visibility in the Edmonton region. Sgt Pasuta noted that although some relationships have been built and more ways are being looked at, a prioritized approach has not been developed yet.
18. **Pipes & Drums** – WO Chubak provided an overview of the activities, steady state, goals and concerns for the Pipes and Drums. See PowerPoint presentation, slides 24-29 which was distributed via email prior to the meeting.
19. **Regimental Association** – The Regimental Association President was unable to provide a report, however LCol Stuckart advised that at the Association AGM earlier this year, Mr. Brad Norman was voted in as the new President, taking over from CWO Wonderham.
20. Col Hug noted that the Association is looking for volunteers to organize a full reunion to happen in 2020. He recognized that a reunion might be later than 2020 but stressed that it should take place in conjunction to significant regimental events.
21. LCol Stuckart stressed the importance of the Troop Leaders and their annual reports. The face of the Society comes from our troops, and gains us public exposure. All Troops need to focus more on Edmonton visibility and working towards providing public outreach. Many granting opportunities are often based on what organizations can provide to the public.
22. Col Hug stressed to all members that it is important to realize what the troops are trying to achieve, noting that without volunteers the success of our Society troops are in danger so we need to come up with creative ways to promote volunteerism.
23. **A motion** was made by Capt Peterson, **seconded by** BGen Kelsey, to accept the annual reports as presented. **CARRIED** – of the voting membership represented, there was no abstained votes and the motion was carried unanimously.

New Business

24. **Special Resolution** – LCol Stuckart and Maj Wong explained that to change the Society bylaws, we are required to declare that the changes are a Special Resolution in order to have them accepted by the Alberta Corporate Registrar. It was noted that in 2015, major change to the Society's governance saw the Board members dropping to a total of 19 directors. Good governance allows us to fundraise and operate
25. **A motion** was made by Maj Selberg, **seconded by** MCpl Townsend that the resolution relating to the repealing and replacement of the Bylaws of the LdSH(RC) Regimental Society be deemed a Special Resolution. **CARRIED** – of the voting membership represented, there was no abstained votes and the motion was carried unanimously.



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26. **Repealing and Replacing the Bylaws of the Society** – LCol Stuckart and Maj Wong explained that this motion is required to cancel the existing Bylaws before a new set can be voted in.
27. **A motion** was made by Maj Brown, **seconded by** MWO Baglole, that the existing Bylaws of the LdSH(RC) Regimental Society be repealed in their entirety and replaced with the amended Bylaws 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.
28. **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 updates to the Corporate Registrar of Alberta.
29. **A motion** was made by WO McDougall, **seconded by** Capt Peterson, that the Society lawyers, Patriot Law Group, are directed and authorized to update the Corporate Registrar with respect to the Special Resolution to repeal and replace the Bylaws of the LdSH(RC) Regimental Society 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.
30. **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 Bylaws up to date, but does not authorize changes to the substance of the bylaws. Essentially, this authorizes all changes except the governance changes, which were addressed in the repealing and replacing of Society Bylaws motion. **CARRIED** – of the voting membership represented, there was no abstained votes and the motion was carried unanimously.
31. **A motion** was made by MCpl Townsend, **seconded by** Maj Brown, that the Operations Advisor and/or the Society lawyers, Patriot Law Group, are directed and authorized to make any and all non-substantive corrections to the Bylaws of the LdSH(RC) Regimental Society 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.
32. **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 if the two vacant positions are filled. It was stressed that the Nominating Committee is diligently looking at individuals that are the right fit.
33. **A motion** was made by Maj Selberg, **seconded by** MWO Baglole, to adopt the new 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

34. **New Business** - A call for new business resulted in no new business being brought forward.
35. **Closing Remarks** - LCol Angell thanked the Troop representatives for the annual reports. The work done by the troops on behalf of the Society is what makes the Strathcona's stand apart.
36. LCol Stuckart reiterated the importance of the AGM. 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 Society. We are an open and transparent organization and all ranks are encouraged to bring forward ideas and suggestions. Our name is well known across Canada and beyond.
37. Col Hug echoed the sentiments of LCol Angell and LCol Stuckart, stating that our Society Troops are impressive. He indicated that plans are moving forward and he is optimistic that plans will come to fruition. Although he is satisfied that we are moving in the right direction, he did note that there are other initiatives that are being considered by the Board that were not discussed but consideration will be given on how to best communicate these initiatives to the Regular members across the country.



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38. **A motion** was made by Capt Peterson, **seconded by** WO McDougall, to adjourn the meeting at 1539 hrs PM. **CARRIED** – of the voting membership represented, there was no abstained votes and the motion was carried unanimously.

Documents Included circulated prior to AGM

- 2016 Society AGM Minutes
- Proposed Society Bylaws
- Proposed 2018/2019 Board of Directors
- Society PowerPoint Meeting presentation
- Society 2017 Reviewed Financial Statements

Approved for Distribution – October 15, 2018

LCol E.D. Angell
Senior Regimental Advisor

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