



SUBMARINERS ASSOCIATION OF CANADA

CENTRAL BRANCH

Minutes of the Annual General Meeting held 27 August 21 over Zoom

The following members were present

Jerry Brown	Bob Bush	Pierre Bouchard	Fred Schatz	George Roach
Mike Young	Moe Allard	Ted Stiles	Sherm Embree	Dave Robinson
Bill Irvine	David Soule	Tony Palmer	Dave Anderson	Yvon Desrosiers
Sylvain Roulliard	Rick Morgan			

1. **Opening Remarks:** The meeting was opened at 1900 by the President with a rendition of the Dolphin March.
2. **Minute of Silence:** Fred Schatz presented the submariners that crossed the bar since the last AGM. A minute of silence was observed in remembrance of our shipmates.
3. **Previous Minutes and Actions:** The previous minutes were presented earlier by Email for the members to review before the AGM. A motion was made by Gord Burns to accept the minutes as presented. It was seconded by Dave Anderson and without opposition carried.

The Action Log (attached) was presented by the secretary. Items 10, 23, and 24 remain outstanding. A discussion on item 23, “source the procurement of a SAOC flag” ensued. The president asked why we need a SAOC flag. Pierre Bouchard responded that it was for the museum in Port Burwell. The museum wants to fly the SAOC flag in recognition of the SAOC fund raising efforts and for the hard work that Jerry Brown and the other SAOC volunteers are putting in wrt Ojibwa’s husbandry, maintenance and repair. Fred Schatz stated that we should not be buying a flag for the museum and that the museum should buy their own. Pierre reiterated that we were only sourcing a supplier for the flag. Fred then volunteered to assist Pierre should they need to use our flag to use a template for a graphic or pattern to produce the replica flag.

4. **Application of New Members:** No new members were presented
5. **Reports:**
 - a. **Membership:** Fred Schatz presented the membership report and indicated the number of paid up members by year. He then made a motion to accept the

membership report as presented. The motion was seconded by Dave Anderson and the motion was carried without opposition.

b. Auditor: The Auditor Ron Ewen was not present. The Treasurer reported on the results of the Audit/Review. The president made a motion to accept the Auditors Report as presented. This was seconded by David Soule and the motion was carried without opposition.

c. Treasurers Report: The Treasurer reported on state of last years financials. He then made a motion to accept the Treasurers Report as presented. This was seconded by Rick Morgan and the motion was carried without opposition.

d. Entertainment Report: The Entertainment Chairman had no report to make as the AGM was cancelled and not other expenditures were made against the Entertainment Budget. Jerry Brown made a motion to accept the Entertainment Budget as presented. The motion was seconded by Sylvain Rouillard and without opposition the motion was carried.

e. Services: Nil Report

f. Slops: Nil Report

6. Old Business:

a. Discussion Awards Program: The Awards Program was the brainchild of Pierre Bouchard and George Roach. It was proposed to the membership in June 21 and was well received by all. They were then tasked to work out the details for the nomination and selection process. On completion, the proposed Awards Program was sent to the members for review prior to discussion at the AGM. The Awards Program consisted of an internal "Peter Heppleston" Award that recognizes significant and outstanding service to SAOC Central and an external Certificate of Appreciation to express gratitude to individuals or groups who are not SAOC Central members for strongly supporting and furthering of SAOC Central goals. The awards program was presented by Pierre and again the proposal was received without protest. Gord Burns mentioned that the only outstanding action was to decide on what the awards would consist of. After a brief discussion Yvon "Rosie" Desrosiers that framed Certificate of Appreciation for both awards would be best. It was generally agreed that the framed certificate of appreciation, complete with a dissertation of why the award was being presented would be the best way to honor the person(s) who are receiving the award. The discussion then went to deciding how to publically recognizing the recipients. David Soule stated that, in light of the Association not having a building that the recipients complete with the dissertation could be posted on our web page. This was decided to be the best way to publically display our appreciation.

b. Discussion Bylaw changes: The inclusion of an Awards Program required changes to our bylaws. Additionally, due to the nonexistence of volunteers with regard to filling SAOC executive positions, the executive decided that changes to the nomination and election process needed to be made. The proposed amendments include:

1. Dissolve the necessity to stand up a Nominating Committee. This role will be filled by the Executive;
2. Elect members to the executive not a position. The executive will assign Officers to positions based on their skill, experience and availability.

The president presented the proposed changes to the bylaws. There was no protest and all agreed that anything that might help to fill the executive positions was a good thing. The president stressed that although these changes are intended to hopefully get new blood into the executive, any member can still volunteer and/or nominate any person that they feel would be a good fit in the executive at any time before the AGM.

Although not proposed for change at this AGM, Gord Burns mentioned that the bylaws include the definition of a quorum for regular meetings but not the definition of a quorum at AGMs. It was probably never considered that we would not have a quorum at an AGM. After a brief discussion it was decided that the executive would discuss and determine if need for change is required.

c. Discussion AGM Timings: Due to the advent of IT Applications such as Zoom, the association could get good representation at meetings, practically any time of the year. Our current FY ends on Dec 31. If we hold our AGM in August during our Annual BBQ weekend there is still 1/3 of the year that would not be reported at the AGM. Therefore it was recommended that the AGM timing might be moved to coincide with the end of our fiscal year. For the most part, this was not received well and the members. The majority of people wanted to keep the timing of the AGM to coincide with the annual BBQ. Rosie stated if the AGM were held one or two months after the end of our FY e.g. end of June or July, all of the budgets could be balanced and accurate reports could be made to the membership at an AGM to be held in August. After a brief discussion the decision was to take the rescheduling of the AGM off the table and to consider moving the end of our fiscal year to better facilitate the reporting of the association financials and other business. The AGM will remain in August to coincide with the Annual BBQ.

7. New Business:

- a. Vote AGM Timing – No vote was taken due to the lack of support regarding the proposed motion.
- b. Vote on the Awards Program – Passed
- c. Vote on the Bylaw Amendments – Passed
- d. Vote on the 2022 Budget – Passed
- e. Elections to the Executive – David Soule and John Currie were both elected to the SAOC Executive.

4. Any Other Business – The President brought up the fact that a new submarine project will face many challenges including generating the number of qualified personnel needed to support a replacement project. Tony Palmer stated that recruitment and retention has always been lacking. Sherm Embree asked us to consider how we can contribute our support as advocates of the submarine acquisition program.

5. **Round Table:** Jerry Brown gave a brief on the work being conducted on Ojibwa. All monies have been turned over Jerry from the treasurer. There were some receipts that are not available from Peter Heppleston however the expenditures were tracked by spreadsheet by the treasurer and Jerry. An affidavit for lost receipts will be submitted for those receipts. There will be a small charge for the food during the Sept work party and Jerry would like to receive advance payment for the food as he needs to buy it before you show for the volunteer work.

Moe Allard stated all was well on Onondaga.

6. **Adjournment** – George Roach read the submariners prayer. There being no further business, the President closed the meeting at 2100. The next meeting will be the AGM 20th of August 2021 @1900 over Zoom.

Original signed by:

R.E. Bush

Date 31 August 21

Original signed by:

G.A. Burns

Date 31 August 21

Attachments:

1. Action Log