



28 February, 2011

ARTILLERY SENATE TERMS OF REFERENCE

1. **Aim.** The aim of this document is to articulate the Terms of Reference for Artillery Senate, have them incorporated in RCA Standing Orders, and have them adopted forthwith.

2. **Overview.** Artillery Senate is the highest governing body of the Royal Regiment and acts its *de facto* Board of Directors. Its mandate is to promote and preserve the long-term well being of the RCA and ensure its interests are furthered. While Artillery Council (chaired by the Senior Serving Gunner), concerns itself largely with matters related to operational effectiveness and leadership (Lines of Operation 1 and 2 of the RCA Family Strategy), Artillery Senate focuses on the health of the Family institution and its place in Canadian society (Lines of Operation 3 to 5). Artillery Senate will not involve itself in matters within the purview of Artillery Council, unless specifically requested to advise or assist. To accomplish its mandate, Artillery Senate works with a variety of stakeholders both within and outside the Royal Regiment, including Artillery Council, the Royal Canadian Artillery Association (RCAA), Honoraries, regional Artillery associations and other “Friends of the Royal Regiment.” Artillery Senate is assisted and advised by an informal advisory council to Artillery Senate, made up of all retired Artillery General Officers and former members of the Senate if not retired General Officers.

3. **Membership.** Artillery Senate is chaired by the Colonel Commandant. The Senate will include the following ex officio members, as listed. This will not preclude the senate from appointing a different number of ex-officio members should conditions dictate. As of this date, Artillery Senate includes the following as members:

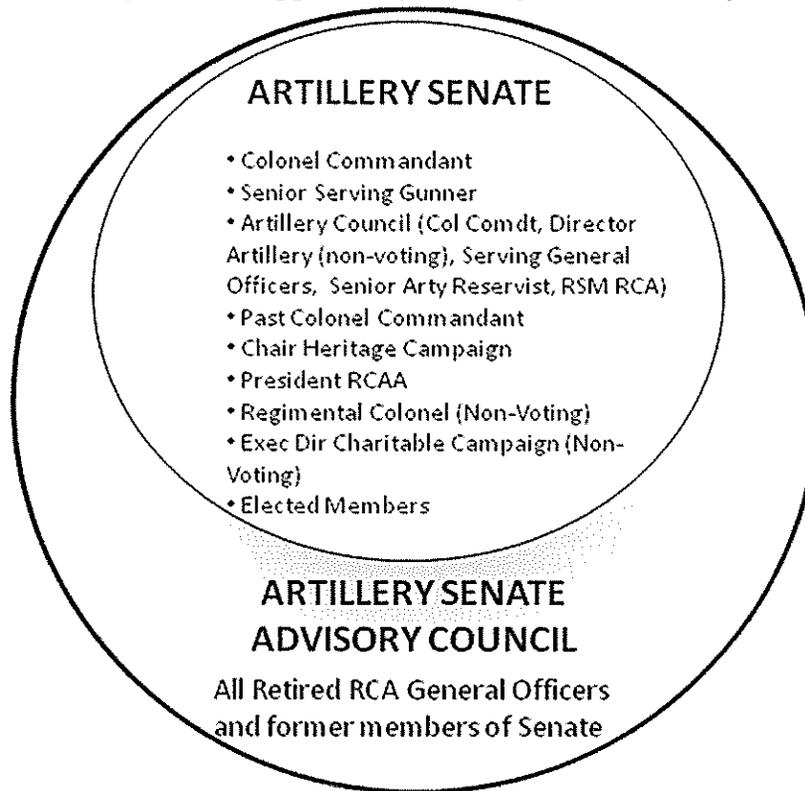
- a. The Senior Serving Gunner (Co-Chair);
- b. All members of Artillery Council (Colonel Commandant, Director Artillery (Non-voting), Artillery General Officers, Senior Reservist of the RCA, RSM RCA);
- c. The immediate past Colonel Commandant;
- d. The President of the RCA Association, or representative;
- e. The Chair of the RCA Heritage Campaign;
- f. The Regimental Colonel (Non-voting), who also acts as Secretary for the Senate;
- g. Executive Director Heritage Charitable Campaign (Non-voting); and
- h. Elected members (five to ten) - such eminent Canadians (including retired Gunners) as may be approved as members of the Senate (for a time-limited period).

4. **Elected Members.** To produce balance within the Senate and to ensure that the broader Regimental Family is and seen to be fairly represented, additional Gunners of distinction from both the Regular Force and Reserve component of the Regiment may be elected to the Senate. They will have

voting rights and will be elected to the Senate for a period of two or three years. Their membership may be extended, but normally not more than one extension. Members so elected will be expected to serve for a minimum of two years. Additionally, to emphasize our connections to Canadian society, eminent Canadians with no Gunner background may also be elected to the Senate. The same conditions apply. The total number of elected members in each of the two categories will be subject to a periodic review by the Senate itself.

5. Artillery Senate Advisory Council. The Artillery Senate Advisory Council includes all retired General Officers of the RCA and former members of the Senate, if not retired General Officers. The purpose of the Artillery Senate Advisory Council is to provide the Artillery Senate the wise council of the senior leaders of the RCA, and focus the leader's support, advice and influence to the benefit of the RCA Family. This is an informal arrangement of individuals, not a formal structure. Council members will be kept advised of plans, activities and decisions of Artillery Senate and may be invited to attend meetings or social events. The thoughts and opinions of members of Artillery Senate Advisory Council, submitted to any member of Artillery Senate, will always be most welcome.

6. Concept of Artillery Senate, Supported by Artillery Senate Advisory Council



- 7. Roles and Responsibilities of Artillery Senate.** Artillery Senate is responsible to:
- a. Set the strategy and direction for The Royal Regiment of Canadian Artillery as an institution or Family;
 - b. Develop and guide, and amend as appropriate the RCA Family Strategy;
 - c. Govern the Royal Regiment in matters related to Lines of Operation 3 to 5 of the RCA Family Strategy;

- d. Approve and oversee programs and initiatives in support of the RCA Family Strategy;
- e. Approve the Annual RCA Heritage Operating Plan, including the coordination of fund-raising activities in support of major Regimental activities;
- f. Monitor the RCA Fund and Heritage Charitable Campaign Fund;
- g. Maintain awareness of all nominations for Artillery Honorary Colonels and Honorary Lieutenant-Colonels being submitted to the Minister of National Defence (MND) for approval;
- h. Advise on and approve major amendments to RCA Standing Orders;
- i. Support and assist Artillery Council, if called upon;
- j. Select and approve nominations to Artillery Senate.

8. Senate Appointments and Responsibilities. Selected members of Artillery Senate should take the lead on certain appointments or areas of interest, on a voluntary basis. Appointment specifications and responsibilities have yet to be developed, but in principle the following are considered to be vital positions to be held, in order to further good governance of the RCA Family:

- Chair, Artillery Senate – Colonel Commandant
- Co-Chair, Artillery Senate – Senior Serving Gunner
- Secretary Artillery Senate – Regimental Colonel
- Strategic Planning Member
- Financial Oversight Member
- Membership Selection Member
- RCA Communications and Public Affairs Member
- Chair, RCA Heritage Charitable Campaign

9. Frequency of Meetings. Artillery Senate will meet at least twice annually. Members may call for a meeting at any time for matters that might fall outside scheduled meeting timings. Virtual meetings, e.g., via email, may be conducted for specific purposes, such as approval of non-forecasted activities.

10. Agenda, Briefing Notes and Minutes of Meetings.

- An agenda will be published at least six weeks in advance of Artillery Senate meetings.
- Briefing notes will be prepared and disseminated at least four weeks in advance of Artillery Senate meetings.
- Briefing notes will be published on the RCA website.
- Minutes will be produced for approval of the Chair within 10 working days after a meeting.
- Approved minutes will be posted to the RCA Website.

11. Quorum and Voting. In principle, the Senate will practice a democratic and collegial process. Guidelines for practices/procedures are as follows;

- All ex-officio members (less Director Artillery, Regimental Colonel and Executive Director Charitable Campaign) have voting rights.
- All Elected Members have voting rights.
- A quorum will be 60 per cent of eligible voting members.

- Decision approval requires a simple majority of those voting members in attendance plus proxies.
- Voting by Proxy will be permitted provided that the Secretary Artillery Senate has, from the member, the proxy registered in writing, fax or email.

12. Nominations of Elected Members of the Senate. Nominations for Elected Members to the Senate can be made to the Secretary at any time. The Secretary will forward them to the Membership Selection Member. Approval of a majority of all voting Senate members will be required before new members are admitted. Though not an exhaustive list, of particular interest as potential Senate nominees are those with experience in the following fields:

- a. Those who through their position and influence can better enable the Royal Regiment to advance the RCA Family Strategy;
- b. Former prominent members of the RCA;
- c. Fund raising and charitable work;
- d. Communications (internal and public); and
- e. Sports and entertainment field.

13. Duration of Elected Senator Appointments. Elected Senate appointments should be for two or three years (minimum two), and shall not normally exceed a period of six years (two terms). The aim of staggering appointments is to maintain a healthy turn-over (introducing fresh ideas and energy) while ensuring a degree of corporate memory and continuity.

14. Conclusion

Given that the mandate of Artillery Senate is to promote and preserve the long-term well being of the RCA and ensure its interests are furthered, the above guidelines have been developed and approved by the Artillery Senate at the inaugural meeting on 17 February 2011. This document is therefore the authority to incorporate these Terms of Reference in Regimental Standing Orders, and to adopt the concept of Artillery Senate forthwith. Future amendments to Artillery Senate Terms of Reference may be incorporated by amending RCA Standing Orders.



BGen (Retd) Ernest B Beno
Colonel Commandant