

Bylaws of the Forest Genetics Council of British Columbia

Article 1: Name

The name of this organization is the Forest Genetics Council of British Columbia.

Article 2: Purpose

The purpose of the Forest Genetics Council ("Council") is to champion forest genetic resource management in British Columbia, to oversee strategic and operational planning for the provincial forest genetic resource management program, and to advise the Provincial Chief Forester on forest genetic resource management policies.

Article 3: Membership

Section 1 – Stakeholder Representation

The Forest Genetics Council shall represent the cross-section of stakeholders involved in the management and use of forest tree genetic resources, i.e., forest industry and Ministry of Forests, Lands and Natural Resource Operations (MFLNRO) on the coast and in the interior, seed producers, seed users, and researchers. The number of seats allotted to each stakeholder group is shown in Section 3 of this Article.

Section 2 – Nomination and Appointment of Councillors

Each stakeholder group shall nominate individual(s) to represent it on the Council. Forest industry representatives shall be nominated by forest industry associations (Council of Forest Industries of BC (COFI) for the interior, and the Coast Forest and Lumber Association (CFLA) for the coast) and by forest companies that are not members of the associations. The Chief Forester of BC shall appoint Councillors from these nominees. The member representing the Land Based Investment Strategy (LBIS) is non-voting.

Councillors shall normally be appointed for a term of three years, and may be appointed for more than one term. One third of councillors' terms should expire each year.

Section 3 – Membership

Council Positions	Industry	MFLNRO	Research Community	Any
Co-chairs				
Industry and MFLNRO	1	1		
Ministry of Forests, Lands and Natural Resource Operations				
Appointed by the Provincial Chief Forester with recommendations from the FGC; members from producer, regulator, researcher, and user groups (BC Timber Sales)		3		
Industry				
Interior seed user (north and south representatives)	2			
Interior producer	1			
Coast seed user	1			
Coast producer	1			
CTAC and ITAC Chairs (from any sector or group)				2
LBIS (non-voting; ex-officio)		1 non-voting		
University			1	
Canadian Forest Service			1	
Total voting members (14)	6	4	2	2

Article 4: Technical Advisory Committees

Section 1 – Seven Technical Advisory Committees (TACs)

The Council shall have the following technical advisory committees:

- Coastal Technical Advisory Committee (CTAC) to provide expert opinion on all Genetic Resource Management (GRM) in the coastal area of the province;
- Interior Technical Advisory Committee (ITAC) to provide expert opinion on all GRM in the interior area of the province;
- Seed Transfer Technical Advisory Committee (STTAC) to provide expert opinion on genecology research and seed transfer policy;
- Genetic Conservation Technical Advisory Committee (GCTAC) to provide expert opinion on native tree species conservation efforts;
- Extension Technical Advisory Committee (ETAC) to recommend program-level extension activities;
- Pest Management Technical Advisory Committee (PMTAC) to provide expert opinion on cone and seed pest management research and extension support
- Decision Support Technical Advisory Committee (DSTAC) to recommend information systems related to GRM,

Section 2 – Purpose of TACs

The Technical Advisory Committees (TAC) provide technical and policy information and advice to the Council, and contribute to the development of Council’s plans and associated budgets, e.g. species plans, extension plans, and forest genetic conservation plans . The Coastal and Interior

TACs will act as channels for communication among Council, seed users, seed producers, researchers. Other TACs will report directly to Council from time to time as needed, and will communicate with the Coastal and Interior TACs on issues of importance to a wider range of stakeholders.

Section 3 – TAC Chairs

Each TAC shall have a Chair.

TAC chairs shall be named for a three-year term by the Council.

Section 4 – Appointment of TAC Members

TAC members will be named by the TAC Chair. They will be drawn from the range of cooperators in forest genetic resource management, including government, industry, and the research and consulting communities.

The TAC Chair shall ensure that the members of the TAC:

- have the technical expertise and experience needed to carry out their TAC duties, and
- represent the range of cooperators engaged in forest genetic resource management activities in the province.

Section 5 – Activities for the Coastal and Interior TAC

In addition to responsibilities listed in Section 2, the activities of the Coastal and Interior TAC will include:

- advising the Council on technical and policy issues, program priorities, and program budgets;
- striking sub-committees including species committees, and others dealing with specific technical issues such as the development of species plans;
- evaluating, ranking, and recommending projects for funding that support Council's Strategic Plan ;
- assisting with monitoring progress towards FGC Strategic Plan objectives;
- providing technical advice to stakeholders; and
- communicating with and receiving input from seed users, and providing a forum for stakeholder input.

Section 6 – Species Committees

The Coastal and Interior TAC will name sub-committees known as species committees, as needed. Membership of the species committees shall include seed users. The species committees will:

- develop species plans¹;

¹ a species plan comprises a breeding plan and a production plan for an operationally defined program, as well as other information in support of plan development.

- develop coordinated strategies for breeding, operational seed production, and information needs at the program level;
- provide a forum for stakeholder input to the development of seed planning unit strategies²; and
- recommend strategies to the CTAC or ITAC.

Section 7 – TAC Meetings

TAC shall meet at least once annually, and additionally as needed. Each TAC shall designate for itself the number constituting a quorum. Locations for TAC meetings shall be chosen to provide convenient access for participants.

Article 5: Other Committees

Other committees may be struck as deemed necessary by Council.

Article 6: Societies and SelectSeed Company Ltd.

Section 1 – Societies

The Forest Genetics Council may create and direct a society to be called the BC Forest Genetics Society, or other societies, whose purpose will be to help realize the Council's goals and objectives for the delivery of a comprehensive forest genetic resource management program in British Columbia.

Section 2 – SelectSeed Company Ltd.

The BC Forest Genetics Society will hold all shares of a company named SelectSeed Company Ltd. (SelectSeed). The purpose of SelectSeed is to make strategic capital investments that will expedite the production and delivery of genetically selected seed and vegetative material in accordance with the FGC Business Plan.

SelectSeed's purpose, for which it is accountable, is to help achieve the objectives of the FGC Business Plan. It will report annually to Council on progress made toward achieving these objectives.

Article 7: Officers

Section 1 – Co-Chairs

The Provincial Chief Forester shall appoint two individuals among the appointed Councillors to co-chair the Forest Genetics Council. One Co-Chair shall be chosen from the MFLNRO, and one from the forest industry.

Section 2 – TAC Chairs

All TAC chairs shall be chosen by Council and may be drawn from within or outside the Council membership at the time.

² a program strategy is defined for each combination of species, seed planning zone, and elevation band, known as a seed planning unit (SPU).

ITAC and CTAC chairs, once appointed by Council shall become members of Council.

Section 3 – Program Manager

A Program Manager will be responsible for overall management of the Forest Genetics Council program, and oversight of the delivery of funding from the MFLNRO. SelectSeed will provide resources for a Program Manager, and will carry out these program management functions on behalf of Council.

Responsibilities of the Program Manager will include:

- managing the Land Based Investment Strategy TIP in conjunction with the MFLNRO Program Financial Administrator (PFA);
- managing SelectSeed ;
- developing standards and protocols for investments in the Operational Tree Improvement Sub-program in conjunction with the CTAC, ITAC, and PFA;
- ensuring clear communication of program objectives, strategies, and funding arrangements between the Forest Genetics Council, TAC Chairs, stakeholders, the MFLNRO - PFA, and other funding agencies;
- preparing program-level technical reports as needed;
- reporting to the Council and the Provincial Chief Forester on progress towards MFLNRO Tree Improvement Program and FGC Strategic Plan objectives;
- coordinating Business Plan development in conjunction with Council, all TAC, and associated subcommittees;
- developing technical standards in conjunction with the Council, and advisory committees;
- in collaboration with the PFA, facilitating the effective functioning of Council's business.

Article 8: Meetings

Section 1 – Regular Meetings

Council will hold meetings quarterly – normally in March, June, September and December.

When warranted, additional meetings may be called by the Co-Chairs, or by a vote of Council. Council meetings may be cancelled or postponed at the discretion of the Co-Chairs.

Meetings may be in-person, or by telephone or video conference, at the discretion of the Co-Chairs.

Section 2 – Special Meetings

Special meetings may be called by the Co-Chairs, or by the Co-Chairs at the request of any Councillor. Such meetings will be held in the most expedient way possible (e.g., telephone conference, e-mail conference), and only for the transaction of the business for which the meeting was called.

Section 3 – Independent Action by Co-Chairs

On occasion Council may be called upon to act rapidly in response to unexpected events. In such situations, the Co-Chairs and Program Manager shall act as required to deal with the situation on Council's behalf. In doing so, they shall act in accordance with their understanding of Council's wishes. Before taking such independent action, the Co-Chairs and Program Manager shall make every effort to consult with as many Councillors as possible by telephone or e-mail. Time permitting, the Co-Chairs shall obtain concurrence of a majority of Councillors by telephone or e-mail before taking such independent action. Councillors shall be notified of such action immediately afterward by electronic mail, conventional mail, or telephone. Such action shall be recorded in a special memo placed in the minutes book or files.

Section 4 – Quorum

A quorum is a majority (more than half) of the voting members of Council.

Section 5 – Rights of a Councillor Who Cannot Attend a Meeting

If a Councillor is unable to attend a scheduled meeting, the Councillor may send a substitute to audit the meeting in his or her place if the Program Manager has been notified before the meeting. The substitute attending the meeting shall not be allowed to vote.

Section 6 – Proxy Votes

The vote of a Councillor who cannot attend a meeting may be given by proxy to another Councillor, including either of the Co-Chairs, if the Program Manager has been notified before the meeting in writing or by telephone, by the Councillor giving the proxy.

Section 7 – Agenda

The agenda for each meeting shall be distributed to Councillors no less than 5 business days before the meeting. This agenda shall be made available to people outside Council who express interest in seeing the agenda.

Section 8 – Meeting minutes

Minutes of all Council meetings shall be recorded by the PFA or the Program Manager or designate. Minutes shall be sent to Councillors for review and comment within 10 business days of the meeting. Minutes will be reviewed and approved by resolution at the subsequent Council meeting.

Section 9 – Attendance by visitors

Visitors are permitted to observe Council meetings, under the following conditions:

- Anyone wishing to observe a Council meeting must give notice to Co-Chair or the Program Manager in advance of the meeting.
- Visitors may not participate in Council business, but Council members may direct questions to visitors or ask them to participate in Council discussions, at the discretion of Council. A question period for visitors may be held after the meeting adjourns if time permits.

- Council reserves the right to ask visitors to leave the meeting room if business must be conducted *in camera*.

Article 9: Parliamentary Authority

Council shall be governed by *Robert's Rules of Order* when they are applicable and not inconsistent with these bylaws and any other special rules Council shall adopt.

Article 10: Amendment of Bylaws

These bylaws may be amended by a two-thirds vote of Council, excluding proxy votes and providing previous notice of the intent to amend bylaws has been given³.

Article 11: Plans

Council will ensure that the Strategic and Business Plans needed to guide the provincial forest genetic resource management program are produced and maintained. Stakeholders will use the Council's Plans as a guiding framework when planning their activities in forest genetic resource management.

Section 1 – Strategic Plan

The Strategic Plan will outline the issues, goals and objectives, organizational framework, and cooperator roles and responsibilities for forest genetic resource management in British Columbia.

Section 2 – Business Plan

The Business Plan sets priorities and guides the allocation of funding and effort in all program areas. Programs focused on enhancing the commercial value of the genetic resource are logically subdivided into operational and biological program units which manage and improve genetic material for a species within a seed zone and elevation band (Seed Planning Unit - SPU). These are ranked, and the flow of activities and funds are described. Species plans will form a part of the Business Plan.

³ "previous notice" means that the amendment must have been on the agenda and distributed to councillors at least one week (5 business days) before the meeting.