

AGENDA

Monday, June 27, 2016 10:00 – 11:30 AM

Meeting to be held by conference call

1-877-353-9184 (toll free from outside Vancouver)

604-681-0260 (from the lower mainland)

Code: 2396379#

THREE SEPARATE MEETINGS WILL BE HELD:

- SelectSeed Co. Ltd. Annual General meeting
- FGC meeting
- BC Forest Genetics Society Annual General meeting

Time	#	Attachments	Item
10:00		Review agenda	
SelectSeed Co. Ltd. AGM			
	1	Separate file sent	Approval of minutes from the last AGM (June 17, 2015)
	2	3 files sent	SelectSeed Annual Report , financial statements to March 31, 2016, and auditor's report
	3	Information below	Members resolution appointing Directors / election of Directors
	4	Information below	Directors resolution appointing officers
	5	Information below	Appointment of an auditor
10:40	Forest Genetics Council Meeting		
	6	Separate file sent	Approval of minutes from March 10, 2016
	7	Information below	Old business and action items (Jack)
	8	Separate file sent	FGC Bylaws
	9	Verbal update	Program Manager succession
	10	Information below	Standing items: CBST & Succession
	11	Information below	Upcoming meeting planning
	12		New business
11:15	BC Forest Genetics Society AGM		
	13	Separate file sent	Approval of minutes from last AGM (June 17, 2015)
	14	Information below	Election of Directors
	15	Information below	Directors report
	16	Information below	Appointment of auditor and accountant
	17	Separate file sent	Society financial statements
	18	Information below	Housekeeping item

SelectSeed Co. Ltd. Annual General Meeting

1. Approval of minutes from the last Annual General Meeting

Suggested resolution:

RESOLVED THAT the minutes from the June 17, 2015 Annual General Meeting are hereby approved.

2. Annual Report and financial statements to March 31, 2016

The Annual Report, financial statements, and auditor's report for the year ending March 31, 2016 were distributed as separate files. The financial statements were prepared by the firm Hayes Stewart Little and Co., and books of account were audited by Nancy McMahon CGA of the same firm. Both the Annual Report and the financial statements were reviewed and approved by the SelectSeed Board of Directors on May 24, 2016.

Suggested resolutions:

RESOLVED THAT the audited financial statements of SelectSeed Company Ltd. for the fiscal year ended March 31, 2016, together with the Report of the Auditors' thereon, in the form submitted to this meeting, are approved and the action of the President and the CEO of the Company in signing the statements as evidence of such approval is hereby ratified and confirmed.

RESOLVED THAT the Annual Report of the Company for the year ending March 31, 2016 is hereby approved.

3. Members resolution appointing Directors

Members of the BC Forest Genetics Society elect SelectSeed Directors to 2-year terms. The terms for Glen Dunsworth and Jim Burbee end August 31, 2016. Both have expressed willingness to stay on the board for another 2-year term ending August, 2018. Glen said that if he is re-appointed, it will be his last term. The procedure for electing Board members is:

- Identify candidates – FGC can nominate other candidates if they wish.
- JW contact candidate(s), discuss duties, and determine if the person is willing to stand for election
- Election by shareholders (FGC members).

A resolution appointing board members is needed.

4. Directors resolutions appointing officers

For information, the following resolutions were passed by the SelectSeed Board during its meeting held May 24, 2016.

RESOLVED THAT Glen Dunsworth is hereby appointed an officer of the company (President) for the year 2016/17, or until his successor is elected or appointed.

RESOLVED THAT Reid Carter is hereby appointed an officer of the company (Secretary) for the year 2016/17 or until his successor is elected or appointed.

(note that if Glen is not re-elected as a director, his term as President will end August 31, 2016 and a new President will be appointed by the Board).

5. Appointment of an auditor

The firm Hayes Stewart Little and Co. has performed duties as SelectSeed auditor for the past 8 years and is familiar with the somewhat unique legal and contractual structure of the company. It is recommended that the same firm is retained as auditor, as their familiarity with the Company keeps costs much lower.

Suggested resolution:

RESOLVED THAT the firm Hayes Stewart Little and Co., 823 Canada Avenue, Duncan, BC V9L 1V2, is hereby appointed as the auditor for SelectSeed Company Ltd. for the ensuing year.

A resolution to adjourn the AGM is needed.

Forest Genetics Council Meeting

6. Approval of minutes from March 10, 2016

Suggested resolution:

RESOLVED THAT minutes of the meeting held March 10, 2016 are hereby approved.

7. Old business and action items from March 10, 2016

Responsibility	Action	Action taken
All FGC members	Review bylaws pertaining to member-meeting attendance and the assignment of delegates to meetings for discussion at the June FGC meeting.	Underway
Jack	Complete an analysis of seed supply and demand for all interior seed planning units using harvest flow information.	Done; recommend deferral to Oct. meeting for discussion
Stephen (and Jack)	Set up and lead three workshops in key interior areas to inform local foresters about genetic resource management and to seek input on seed demand (before September 2016).	Underway
Stephen and Jack	Prepare a clear motion on interior seed orchard expansions for FGC decision at the September, 2016 FGC meeting.	Pending
Jack	Post the document "Guiding Principles Respecting Public and Private Seed Orchard Management in BC" on the FGC website.	Done
Brian, Darrell Wood	Review the purpose of OTIP and eligibility criteria as part of the LEAN review process.	Underway
Jack, Brian, Mark T.	Prepare a letter with a budget recommendation for the Provincial Chief Forester by March 20, 2016.	Done
Jack	Communicate with TAC chairs on the approved budget levels.	Done
Brian, Mark T., Jack, others who can participate	Present the budget recommendation to the Provincial Chief Forester and identify shortfalls.	Done
Brian, Shane	Prepare a recommendation for an additional \$300,000 of "unfunded pressures" to be added to the 2016/17 LBIS Tree Improvement Program budget for internal MFLNRO review.	Done
Jack	Poll FGC members to find a meeting dates in mid June and September, 2016.	Done

8. FGC bylaws:

An action item from the March 10, 2016 meeting was to review bylaws pertaining to meeting attendance and the assignment of delegates. FGC bylaws were sent as a separate attachment. Please refer to Article 8 - Meetings to prepare for this discussion.

9. Program Manager succession:

Henry Benskin will provide an update on the succession process being undertaken by the SelectSeed Board.

10. Standing items:

Climate-based seed transfer:

A workshop was held May 10th on the Scientific Basis for Climate Based Seed Transfer. It was directed at silviculturists from industry, BCTS and the Ministry and well attended. A CBST web-based application for identifying suitable seedlot for an specific location, or an area-of-use for a specific seedlot was presented on May 28th.

An update will be provided.

Succession:

An update will be provided.

11. Next FGC meeting October 12 & 13, 2016. To be hosted by Joe and Interfor in Campbell River.

Meeting planning needed.

Planning for a December 2016 meeting date is recommended.

BC Forest Genetics Society (the “Society”)

Annual General Meeting -- Agenda and Resolutions

June 27, 2016 – Conference call

12. Approval of minutes from the last Society AGM

Suggested resolution:

RESOLVED THAT minutes from the June 17, 2015 AGM are hereby approved.

13. Election of Society Directors

Current Directors are Brian Barber, Rob Guy, and Mark Tamas.

Suggested resolution:

RESOLVED THAT the following persons are hereby elected Directors of the Society to hold office until the date of the next Annual General Meeting or until their successors have been duly elected or appointed.

Brian Barber, Rob Guy, and Mark Tamas

14. Report of Directors of the Society

- AGM filing requirements with the Ministry of Finance and Corporate Relations were met for 2015/16
- The Society continues to have full ownership of all voting and value shares of SelectSeed Company Ltd. There is no change in status with respect to share ownership.

Suggested resolution:

RESOLVED THAT the report of the Directors to the Members of the Society is hereby approved.

15. Appointment of an accountant; waiver of the need for an audit:

Suggested resolution:

RESOLVED THAT the firm of Hayes Stewart Little and Company Ltd., 823 Canada Avenue, Duncan, BC V9L 1V2, is appointed as the Societies accountant for the ensuing year.

Suggested resolution:

RESOLVED THAT the appointment of an auditor is waived for the current fiscal year until the close of the next Annual General Meeting.

16. Society financial statements to March 31, 2016:

There were no transactions during the fiscal year.

Suggested resolution:

RESOLVED THAT financial statement of the Society for the fiscal year ending March 31, 2016 is hereby approved, and that the Chair of the Society is authorized to sign a consent resolution of the members of the Society concerning member acceptance of these financial statements.

17. Housekeeping

This resolution is required for the formal filing of the Society report. No appointments, contracts, or payments were made.

Suggested resolution:

RESOLVED THAT all acts, appointments, contracts and payments of money made or done by the Directors of the Society since the last Annual General Meeting, are hereby ratified.