

## AGENDA

### Tuesday, June 17, 2015 10:00 – 12:00 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 of agenda
<b>SelectSeed Co. Ltd. AGM</b>			
	1	Separate file sent	Approval of minutes from the last AGM (June 13, 2014)
	2	3 files sent	SelectSeed Annual Report , financial statements to March 31, 2015, 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
<b>10:40</b>	<b>Forest Genetics Council Meeting</b>		
	6	Separate file sent	Approval of minutes from March 12, 2015
	7	Information below	FGC membership update (Brian)
	8	Information below	Old business and action items (Jack)
	9	Separate file sent	FGC Strategic Plan - 2015-2020 (Strat. Planning Committee)
	10	Information below	Extension governance model (Extension Review Committee)
	11	Separate file sent	Non-THLB seed use - Committee report (Domenico)
	12	Information below	SelectSeed role in class B seed supply (Joe, Jack)
	13	Information below	Ministry breeder (Michael)
	14	Information below	Interior class-A seed supply/demand report (Jack)
	15		New business
	16		Next meeting - Sept. 23, 2015 - Vernon (hosted by Tolko)
<b>11:50</b>	<b>BC Forest Genetics Society AGM</b>		
	17	Separate file sent	Approval of minutes from last AGM (June 13, 2014)
	18	Information below	Election of Directors
	19	Information below	Directors report
	20	Information below	Appointment of auditor and accountant
	21	Separate file sent	Society financial statements
	22	Information below	Housekeeping item

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## **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 13, 2014 Annual General Meeting are hereby approved.

### **2. Annual Report and financial statements to March 31, 2015**

The Annual Report, financial statements, and auditor's report for the year ending March 31, 2015 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 26, 2015.

**Suggested resolutions:**

RESOLVED THAT the audited financial statements of SelectSeed Company Ltd. for the fiscal year ended March 31, 2015, 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, 2015 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 Reid Carter, Henry Benskin, and Russ Clinton end August 31, 2015. Reid and Henry have expressed willingness to stay on the board for another 2-year term ending August, 2017, but Russ has decided to not stand for re-election. 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 June 5, 2014.

RESOLVED THAT Glen Dunsworth is hereby appointed an officer of the company (President) for the year 2015/16, or until his successor is elected or appointed.

RESOLVED THAT Reid Carter is hereby appointed an officer of the company (Secretary) for the year 2016/16 or until his successor is elected or appointed.

(note that if Reid is not re-elected as a director, his term as Secretary will end August 31, 2015 and a new Secretary will be appointed by the Board).

## 5. Appointment of an auditor

Nancy McMahon CGA from the firm Hayes Stewart Little and Co. has performed duties as auditor for the past 8 years. The SelectSeed board is happy with her reports and she understands the complex contractual arrangements under which SelectSeed operates. No changes are recommended.

**Suggested resolution:**

RESOLVED THAT the firm Hayes Stewart Little and Co. is hereby appointed as the auditor for SelectSeed Company Ltd. for the ensuing year.

## Forest Genetics Council Meeting

### 6. Approval of minutes from March 12, 2015

Suggested resolution:

**RESOLVED THAT minutes of the meeting held March 12, 2015 are hereby approved.**

### 7. FGC membership update

Mark Tamas (Tolko Ltd.) has been appointed as FGC Industry Co-Chair

Chris Stagg (Canfor) has been appointed as the Northern Interior Industry Seed Producer rep.

Thanks to Mark and Chris for taking on these roles!

### 8. Old business and action items from March 12, 2015

Responsibility	Action	Action taken
Annette, Mark T., Scott, Lee, Jack	Review the extension governance model as per motion 3, and make a recommendation to the FGC at the June, 2015 meeting.	Report prepared
Committee on Class-A seed use for non-THLB land	The Committee was asked to complete their report and bring a recommendation to Council at the June, 2015 meeting.	Report prepared
Tree Imp. Branch	Prepare options for the soliciting and reviewing of a call-for-proposals for the Genecology, Applied TI and Biotechnology, Cone and Seed Pest Management, and Genetic Conservation programs for the June, 2015 FGC meeting.	In progress
Jack	Complete the Interior Class-A seed supply and demand report for presentation at the June, 2015 FGC meeting.	Not completed
Strategic Planning Committee (Brian, Annette, Raoul, Mark, Jack)	The Strategic Planning Committee is asked to finalize the outstanding items in the new Strategic Plan and present a new draft to Council at the June, 2015 meeting.	Draft prepared
Joe	Discuss the issue of class B seed inventories with Dave Jackson, Interfor,	Done
Jack	Put an item on the June, 2015 agenda about the FGC / SelectSeed role in class B seed supply.	Done
Jack	Poll FGC members to determine if the June FGC meeting can be held on June 17th rather than 18th as currently scheduled.	Done
Jack	Present Matador trial results at the September, 2015 meeting.	Pending

### 9. FGC Strategic Plan 2015-2020

A draft Strategic Plan was sent with meeting materials. It is hoped that this plan can receive FGC approval during the call.

#### **10. Extension governance model**

The Extension Review Committee (Mark, Annette, Scott, Lee Charleson, Jack (support)) submits the following report:

1. The Annual Projects Report should be coordinated through the Decision Support TAC for this year.
2. Ask all TACs to discuss extension delivery and their role in extension, and provide a recommendation on governance to this committee by December 1, 2015.
3. This Extension Review Committee will stay active and will provide further recommendations to Council at the December, 2015 meeting.
4. The Extension TAC will be amalgamated with the Decision Support TAC until further FGC discussion has taken place. In the interim, extension responsibilities will be assigned to this combined TAC.

**Suggested resolution:** The recommendations from the Extension Review Committee are hereby accepted and the Decision Support TAC and Extension TAC will be temporarily amalgamated until the December, 2015 FGC meeting.

#### **11. Committee report on non-THLB seed use**

A report was sent as a separate attachment.

#### **12. SelectSeed role in class-G seed supply**

This is a follow-up item from the March 12, 2015 meeting. At that meeting an action item for Joe was to follow up with Dave Jackson (Interfor) about Dave's suggestion that the FGC and/or SelectSeed play a role in the supply of Class B seed to aid smaller licensees with meeting their reforestation obligations. The idea of having SelectSeed take on an expanded role in this area was floated and discussion deferred to this meeting.

#### **13. Ministry breeder update**

Trevor Doerkson has been hired to the position of Research Scientist Tree Breeder to work from the Kalamalka Forestry Center. Trevor will begin work on the interior spruce, Douglas-fir and western larch programs. He starts in August.

This position is financially supported with funding from SelectSeed Ltd. An MOU between SelectSeed and the Ministry is being developed.

#### **14. Interior Class-A seed supply / demand report**

This has been a work in progress for about a year. Since the March, 2015 FGC meeting, Stephen, Annette, and Jack have sought input from orchard and nursery staff to update input information for orchard supply modeling. This information is now available, but there has been insufficient time to complete a comprehensive analysis and report on Interior Class-A seed supply and demand expectations. This report will require substantial discussion, as it may have implications for interior orchard capacity needs. Therefore, it is recommended that this issue be deferred until the September 23, 2015 meeting.

#### **16. Next FGC meeting September 23, 2015. To be hosted by Mark and Tolko in Vernon.**

Meeting planning needed. Field tours, priorities?

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## BC Forest Genetics Society (the “Society”)

### Annual General Meeting -- Agenda and Resolutions

June 17, 2015 – Conference call

#### 12. Approval of minutes from the last Society AGM

Suggested resolution:

RESOLVED THAT minutes from the June 13, 2014 AGM are hereby approved.

#### 13. Election of Society Directors

Current Directors are Brian Barber, Rob Guy, and Larry Gardner. As Larry is no longer a member of Council, he must be replaced as a Society director.

**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 2014/15

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, 2015:

There were no transactions during the fiscal year.

**Suggested resolution:**

RESOLVED THAT financial statement of the Society for the fiscal year ending March 31, 2015 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.