



## AGENDA

Wednesday, June 11, 2008 9:00 AM – 12:00

Meeting by conference call:

Call in #: 1 866 596 5278  
ID#: 2499357 #

**THREE SEPARATE MEETINGS WILL BE HELD:**

1. SelectSeed Co. Ltd. Annual General meeting
2. FGC meeting
3. BC Forest Genetics Society Annual General meeting

Time	#	Attachments	Item
9:00			<b>SelectSeed Co. Ltd. AGM</b>
	1	Separate file sent	Approval of minutes from the last AGM (June 13, 2007)
	2	2 files sent	SelectSeed Annual Report and financial statements to March 31, '08
	3	Information below	Members resolution appointing Directors / election of Director
	4	Information below	Directors resolution appointing officers
	5	Information below	Appointment of an auditor
	6	Information below & separate file	SelectSeed mgt. and Program Mgr. services to the FGC
9:30			<b>Forest Genetics Council Meeting</b>
	7	Separate file sent	Approval of minutes from March 12, 2008
	8	Information below	Old business and action items
	9	Separate file sent	Final report from the Breeding Subprogram Review Committee
	10	Information below	Update from the Genecology and Seed Transfer Review Committee
	11	Information below	Report from the Genetic Conservation TAC re. FTE and budget
	12	Information below	Updates: Genome Canada mtg. (Ottawa); Seed transfer standards
	13		New business
11:30			<b>BC Forest Genetics Society AGM</b>
	14	Separate file sent	Approval of minutes from last AGM (June 13, 2007)
	15	Information below	Election of Directors
	16	Information below	Directors report
	17	Information below	Appointment of auditor and accountant
	18	Separate file sent	Society financial statements
	19	Information below	Housekeeping item
	20	Information below	Directors resolution

Attachments to the agenda (June 11, 2008)

## **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, 2007 Annual General Meeting are hereby approved.

### **2. Annual Report and financial statements to March 31, 2008**

The Annual Report and financial statements, for the year ending March 31, 2008 were distributed as a 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 approved by the SelectSeed Board of Directors.

**Suggested resolution:**

RESOLVED THAT the audited financial statements of SelectSeed Company Ltd. for the fiscal year ended March 31, 2008, together with the Report of the Auditors' thereon made up to the end of the Company's fiscal year, in the form submitted to this meeting, are hereby approved and the action of two Directors of the Company in signing the statements as evidence of such approval is hereby ratified and confirmed.

### **3. Members resolution appointing Directors**

Members of the BC Forest Genetics Society elect SelectSeed Directors to 2-year terms. The terms for Jim Burbee and Shane Browne-Clayton end August 31, 2008. Jim has agreed to stand for a further 2-year term ending August 31, 2010, but Shane has decided to not stand for re-election. Consequently, at the discretion of shareholders, a 5<sup>th</sup> member of the board is needed. The procedure for electing Board members is:

1. Identify candidate(s)
2. JW contact candidate(s), discuss duties, and determine if the person is willing to stand for election
3. Election by shareholders (this could be done by email).

**Suggested resolution:**

RESOLVED THAT Jim Burbee is hereby elected to the SelectSeed Board of Directors for a further two-year term ending August 31, 2010.

### **4. Directors resolutions appointing officers**

The following resolutions were passed by the SelectSeed Board during it's meeting held May 29, 2008, and are included here for information.

RESOLVED THAT Glen Dunsworth is hereby appointed an officer of the company (President) for the year 2008/09, or until his successor is elected or appointed. (Russ Clinton / Jim Burbee) CARRIED.

RESOLVED THAT Reid Carter is hereby appointed an officer of the company (Secretary) for the year 2008/09, or until his successor is elected or appointed. (Russ Clinton / Jim Burbee) CARRIED.

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Attachments to the agenda (June 11, 2008)

## **5. Appointment of an auditor**

### **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.

## **6. SelectSeed management and program management services to the FGC**

A letter from SelectSeed Board Chair, Glen Dunsworth, was sent to Council as a separate file.

This item concerns the increasing workload associated with providing management services to Council in an increasingly complex program, while also operating SelectSeed as a company with 14 seed orchards and the need to generate revenue through seed sales. As SelectSeed moves increasingly to the production phase, the dual workload of FGC management services and SelectSeed management is in need of review. The letter from Glen Dunsworth asks for FGC discussion of this matter. At issue is the shareholder expectation that SelectSeed will generate a positive net cash flow; a goal that is set back by increasing FGC management functions and costs. Glen will speak to the matter during the conference call.

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Attachments to the agenda (June 11, 2008)

## Forest Genetics Council Meeting

### 7. Approval of minutes

#### Suggested resolution:

RESOLVED THAT minutes of the meeting held March 12, 2008 are hereby approved.

### 8. Action items from March 12, 2008

1. Letter to Jim Snetsinger regarding coast and interior broadleaf reports (Woods and Yanchuk). Actions: Letter drafted by JW; sent to AY.
2. Post Broadleaf reports on the FGC website (Woods): MFR checking "moral rights" regarding posting and publishing. In progress.
3. Letter from the FGC to the MFR regarding scion distribution policy (Woods): Done.
4. Inform the Extension TAC of the need for seed and forest genetics extension activities in the Southern Interior region (Woods). Done.
5. Breeding Subprogram Review report to FGC (Woods): report done; to be presented under item 9.
6. Douglas-fir reproductive biology manual cost sharing with other jurisdictions (Woods): contacted the NW Tree Improvement Cooperative, the Inland Empire TIC, and Weyerhaeuser in the US. NWTIC has no money to participate. IETIC may try to participate; will take to Board in the fall. Weyco suggested applying to the Weyerhaeuser Foundation for support.
7. Discuss training on seed supply and planning with the ETAC and with MFR staff leading SPAR training (Woods): done; to be considered for this fiscal year.
8. Whitebark pine information note: discussion with Craig Sutherland (Barber): Discussion completed; support for rack card and accompanying letter. Rack card currently in draft form (to be completed by Woods, Douglas, and Carlson). Letter to be prepared.
9. Discuss first nations membership on FGC with Jim Snetsinger (Barber). Done; hold off for now.
10. Deliver a statement from the FGC at Charlie Johnson's memorial (Barber): Done.
11. Whitebark Pine Ecosystem Foundation lifetime membership (\$1000) (Thomas): Done; membership paid with surplus 2007/08 funds.
12. Merits of allowing 5% planting outside seed zone boundaries to Forest Practices Code Blocks (all FGC members): Done; rule changed.

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Attachments to the agenda (June 11, 2008)

**9. Final report from the Tree Breeding Subprogram Review Committee (Woods on behalf of the committee)**

Report sent under separate cover.

**Suggested resolution:**

RESOLVED THAT the Report of the Breeding Subprogram Review Committee, dated May 27, 2008, is hereby approved and recommendations contained therein will be implemented in the next business cycle of Council.

**10. Update from the Genecology and Seed Transfer Review Committee (Woods on behalf of the committee)**

The Genecology and Seed Transfer Review Committee has met twice by conference call. Terms of reference for the Committee are:

**TOR 1 - Ranking method**

Develop a method for ranking genecology research priorities and seed transfer policy needs.

**TOR 2 - Administrative system for funding**

Develop a system for funding genecology research priorities with FIA Forest Genetic Conservation and Management funds that is directed, efficient for researchers, and has a low administrative cost.

**TOR 3 - Reporting and performance indicators**

Recommend a system of performance indicators that can be used by the FGC for setting objectives, tracking project progress, and reporting.

**TOR 4 - Budget development and review committee structure**

Recommend a committee structure to oversee, on behalf of Council, the development of budgets, reporting, and stakeholder input.

The committee is on track to present a full report and recommendation to Council at the September meeting.

**11. Report from the Genetic Conservation TAC regarding FTE and budget (Barber on behalf of the GCTAC)**

At its June 4<sup>th</sup> meeting, the GCTAC supported a recommendation that the \$100,500 amount being held for a MFR person to undertake genetic conservation functions, as set out in the GCTAC plan of September 17, 2007, will be directed in part to the Research Branch. Jodie Krakowski will begin to take on these functions. The GCTAC recommends that an annual business plan for use of these funds should be developed by Jodie. Approval of the plan will fall to the GCTAC, and ultimately to the FGC as part of the business cycle and Genetic Conservation subprogram.

**12. Updates on seed transfer standards and Genome Canada meeting (Barber)**

**13. New Business**

Attachments to the agenda (June 11, 2008)

## **BC Forest Genetics Society (the "Society")**

### **Annual General Meeting -- Agenda and Resolutions**

June 11, 2008

The Society currently has three Directors (all Councilors are members):

Frank Gundersen (President)  
Chris Hawkins (Secretary)  
Brian Barber (Treasurer)

#### **Items of business:**

#### **13. Approval of minutes from the last Society AGM**

**Suggested resolution:**

RESOLVED THAT minutes from the June 13, 2007 AGM are hereby approved.

#### **14. Election of Society Directors**

Current Directors are Brian Barber, Frank Gundersen, and Chris Hawkins.  
Election of three Directors is required by Society Bylaws.

**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, Chris Hawkins, Frank Gundersen

#### **15. Report of Directors of the Society**

- a. AGM filing requirements with the Ministry of Finance and Corporate Relations were met for 2007.
- b. 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.

#### **16. Appointment of an accountant; waiver of the need for an audit:**

**Suggested resolution:**

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

**Suggested resolution:**

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

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Attachments to the agenda (June 11, 2008)

**17. Society financial statements to March 31, 2008:**

There were no transactions during the fiscal year.

**Suggested resolution:**

RESOLVED THAT financial statement of the Society for the fiscal year ending March 31, 2008 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.

**18. Housekeeping**

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

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.

**19. Resolution of the Directors of the Society (only voted on by Directors)**

RESOLVED THAT the following persons are appointed officers of the Society to hold the office shown opposite their names until their successors are elected or appointed:

Frank Gundersen	-	President
Chris Hawkins	-	Secretary
Brian Barber	-	Treasurer