

AGENDA

Wednesday, June 15, 2011 9:00 AM – 12:00

Meeting to be held at the West Fraser Timber offices, 1250 Brownmiller Road, Quesnel BC.

See location map sent as a separate file

Call in option available: 1-877-385-4099 Access Code 98064#

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			Welcome and introductions
			Review of agenda
			SelectSeed Co. Ltd. AGM
	1	Separate file sent	Approval of minutes from the last AGM (June 16, 2010)
	2	3 files sent	SelectSeed Annual Report , financial statements to March 31, 2011, 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
	6	Information below	Director compensation
10:00			Forest Genetics Council Meeting
	7	Separate file sent	Approval of minutes from March 16, 2011
	8	Information below	Old business and action items
	9	Information below	FGC membership update
	10	Information below	2011/12 budget update
	11	Information below	Status of genetic conservation position in MFLNR – Tr. Imp. Branch
	12	Information below	Pli seed supply in the BB and CHL – what's next?
	13		New business
	14		Location for September 21, 2011 meeting
11:30			BC Forest Genetics Society AGM
	15	Separate file sent	Approval of minutes from last AGM (June 16, 2011)
	16	Information below	Election of Directors
	17	Information below	Directors report
	18	Information below	Appointment of auditor and accountant
	19	Separate file sent	Society financial statements
	20	Information below	Housekeeping item

Attachments to the agenda (June 15, 2011)

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 16, 2010 Annual General Meeting are hereby approved.

2. Annual Report and financial statements to March 31, 2011

The Annual Report, financial statements, and auditors report for the year ending March 31, 2011 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, 2011.

Suggested resolution:

RESOLVED THAT the audited financial statements of SelectSeed Company Ltd. for the fiscal year ended March 31, 2011, 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, 2011 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, Jim Burbee and Russ Clinton end August 31, 2011. All have agreed to stand for a further 2-year term ending August 31, 2013. Their re-election has been endorsed by the SelectSeed Board. The procedure for electing Board members is:

1. Identify candidates - FGC can nominate other candidates if they wish.
2. JW contact candidate(s), discuss duties, and determine if the person is willing to stand for election (all three are willing to stand for another term)
3. Election by shareholders (FGC members).

Suggested resolution:

RESOLVED THAT Reid Carter, Russ Clinton, and Henry Benskin are hereby elected to the SelectSeed Board of Directors for further two-year terms ending August 31, 2013.

4. Directors resolutions appointing officers

The following resolutions were passed by the SelectSeed Board during its meeting held May 26, 2011, and are included here for information.

RESOLVED THAT Glen Dunsworth is hereby appointed an officer of the company (President) for the year 2011/12, or until his successor is elected or appointed.

Attachments to the agenda (June 15, 2011)

RESOLVED THAT Reid Carter is hereby appointed an officer of the company (Secretary) for the year 2011/12, 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, 2011 and a new Secretary will have to be appointed by the Board)

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 Director compensation

SelectSeed Co. Ltd. directors are responsible for actions of the Company. They are compensated for meetings and travel expenses related to SelectSeed business. Compensation for SelectSeed directors was set by the FGC in 2000, shortly after the company was formed. Rates are:

Meetings: \$700 per day (\$750 for the President)

Conference calls: \$300 (\$350 for the President)

These rates include time spent for preparation and for travel. Travel costs are compensated at cost.

The Board meets mostly by conference call (2 or 3 per year), with 1 face-to-face meeting per year (or less). Total annual board costs are in the range of \$9,000 to \$12,000 per year.

Board compensation levels have not been discussed by the SelectSeed board. This topic is raised by Management to seek guidance from shareholders regarding board compensation levels, as they have not been reviewed for over 10 years.

Attachments to the agenda (June 15, 2011)

Forest Genetics Council Meeting

7. Approval of minutes

Suggested resolution:

RESOLVED THAT minutes of the meeting held March 16 2011 are hereby approved.

8. Old business and action items from March 25, 2010

Responsibility	Action to be done	Action
Jack, Brian, Kerry	Draft a letter from the FGC to Jim Snetsinger about the importance of genetic conservation and the social license component, and stress the need to have these activities properly resourced.	Done by Kerry
Jack	FGC members will review the Terms of Reference for the Decision Support subprogram and vote on whether to endorse it by an email vote.	Done
Jack to lead	FGC members will vote by email on appointing Guy Burdikin as DSTAC chair.	Done
Jack to lead	Prepare a letter by March 18, 2010, to Jim Snetsinger, recommending LBIS Tree Improvement Program budget allocations.	Done
Jack	Schedule for discussion at an upcoming FGC meeting the issue of increasing the FGC role to include organizing nursery support.	Advance to September
Annette	Outline possible issues associated with growing high-gain coastal Douglas-fir in nurseries, and pass this information to Sylvia L'Hirondelle for her to investigate.	Advance to September
GCTAC members	Review the 2007 Indigenous Tree Genetic Conservation plan and seek input beyond GCTAC members. A new draft is requested for the FGC to review in September, 2011. Complete a revised plan by December, 2011.	Underway
Lee Charleson	Communicate with anyone who may be interested about the availability of Aspen root-cuttings from genecology collections made in 2010.	Done
Tim Lee	Lead discussions among the parties interested in the Thompson Okanagan high and low-elevation orchards and bring a recommendation to the FGC regarding where the orchards should be established.	Underway
Larry, Jack, Lee Charleson, Guy Burdikin	Develop information outlined in the 4 steps above regarding Pli seed supply in the Big Bar and Chilcotin (see item # 5) and distribute to FGC members for discussion prior to the June 15, 2011 meeting	Discussion underway

9. FGC membership update

Raoul Wiart is welcomed to Council. He will replace Judi Beck as the CFS representative. Raoul has a management role with the Canadian Wood Fibre Center. He will present an overview of the CWFC at the September FGC meeting.

Council membership as of June 2011:

Attachments to the agenda (June 15, 2011)

Annette	van Neijenhuis	CTAC rep	Western Forest Products Inc.
John	Mitchell	Coast producer	TimberWest Forest Corporation
Tim	Lee	ITAC Chair	Vernon Seed Orchard Co.
Brian	Barber	Co-chair - MFR	MFLNR, Tree Improvement Branch
Rob	Guy	University	UBC
Vacant		MFR rep	MFLNR
Raoul	Wiar	CFS and CWFC rep	Canadian Forest Service
Scott	King	S. Interior user rep	Louisiana Pacific
Al	McDonald	MoF rep (BC Timber Sales)	BC Timber Sales
Barrie	Phillips	MFR rep	MFLNR, Tree Improvement Branch
Larry	Gardner	Interior producer	West Fraser Timber Ltd.
Joe	LeBlanc	Coast seed user	International Forest Products Ltd.
Kerry	McGourlick	Industry Co-Chair	Western Forest Products Inc.
Gernot	Zemanek	Interior - Private sector	Roserim Forest Nursery

10. Finalizing budget allocations to subprograms

The Land Based Forest Investment Program allocation to Tree Improvement is \$3.5 million. Thanks to Jim Snetsinger and Brian Barber for their work in bringing this through.

Brian and Darrell will provide a status update on the funding allocation status. Subprogram allocations are as recommended by Council at the March 16th meeting.

Subprogram or Project	Budget
Genetic Conservation	\$ 205,000
Tree Breeding	\$ 1,156,000
Operational Tree Improvement (OTIP)	\$ 765,000
Extension and Communication	\$ 20,000
Genetic Resources Decision Support	\$ 60,000
Seed and Cone Pest Management	\$ 130,000
Seed Transfer and genecology	\$ 620,000
Applied Tree Improvement and Biotech	\$ 137,000
Expansion of Class A seed supply (SelectSeed)	\$ 440,000
Tree Improvement Branch Administration and Contingency	\$ 30,000
Subtotal	\$ 3,563,000
Risk Managed	\$ - 63,000
Total	\$ 3,500,000

Attachments to the agenda (June 15, 2011)

11. Status of genetic conservation position in MRLNR Tree Improvement Branch

The FTE loss in the Tree Improvement Branch (TIB) has resulted in Jodie Krakowski having to leave the Tree Improvement Branch. Genetic conservation work that was led by Jodie is under review in TIB. As requested by Council, the Genetic Conservation TAC is in the process of reviewing the CG plan. Barrie and Brian will provide an update on this situation.

12. Pli seed supply in the BB and CHL seed zones

Pli seed supply in the BB and CHL seed zones will be the topic of a field tour on June 14th. The issues are:

- Increased planting due to fires
- Ownership; some licensees have inadequate supplies
- Insufficient seed for some elevation bands
- Supply difficulties due to beetle-killed stands (there are no breeding programs or seed orchards for these zones).

Some FGC members will attend the June 14th tour. A summary of discussion and observations will be provided.

Attachments to the agenda (June 15, 2011)

BC Forest Genetics Society (the “Society”)

Annual General Meeting -- Agenda and Resolutions

June 15, 2011 - Quesnel

15. Approval of minutes from the last Society AGM

Suggested resolution:

RESOLVED THAT minutes from the June 16, 2010 AGM are hereby approved.

16. Election of Society Directors

Current Directors are Brian Barber, and Rob Guy. One director position is vacant (previously Bruce MacNicol). Directors must be an FGC member. The position does not involve any work, but directors must be reported on annual Society report filings under the Societies Act.

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, _____

17. Report of Directors of the Society

- a. AGM filing requirements with the Ministry of Finance and Corporate Relations were met for 2010.
- 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.

18. 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 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.

Attachments to the agenda (June 15, 2011)

19. Society financial statements to March 31, 2011:

There were no transactions during the fiscal year.

Suggested resolution:

RESOLVED THAT financial statement of the Society for the fiscal year ending March 31, 2011 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.

20. 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.