

## AGENDA

Tuesday, June 18, 2013 1:00 – 3:30 PM

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:**

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

Time	#	Attachments	Item
1:00			Review of agenda
			<b>SelectSeed Co. Ltd. AGM</b>
	1	Separate file sent	Approval of minutes from the last AGM (June 26, 2012)
	2	Information below	Message from the SelectSeed Board regarding breeding program support (Glen Dunsworth)
	3	3 files sent	SelectSeed Annual Report , financial statements to March 31, 2013, and auditor's report
	4	Information below	Members resolution appointing Directors / election of Directors
	5	Information below	Directors resolution appointing officers
	6	Information below	Appointment of an auditor
1:45			<b>Forest Genetics Council Meeting</b>
	7	Separate file sent	Approval of minutes from March 20, 2013
	8	Information below	Old business and action items
	9	Information below	FGC membership
	10	Information below	Support from SelectSeed for Dr. Yousry El-Kassaby's research
	11	Information below	LBIS budget updates
	12	Information below	Applied genomics lab proposal
	13	Information below	July 17 <sup>th</sup> meeting with Tom Ethier, Jim Sutherland
	14	Information below	Planning fall field meeting and meeting with SelectSeed Board
	15	Information below	Forest Genetics 2013 conference update
	16		New business
3:15			<b>BC Forest Genetics Society AGM</b>
	17	Separate file sent	Approval of minutes from last AGM (June 26, 2013)
	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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Attachments to the agenda (June 18, 2013)

## **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 26, 2012 Annual General Meeting are hereby approved.

### **3. Message from Glen Dunsworth, SelectSeed Board Chair**

It is the view of the SelectSeed board that succession issues within the breeding group of the MFLNRO have reached a critical juncture. Glen will speak to this and to a Board recommendation that SelectSeed lead the preparation of a letter, with signatures to be sought from major licensees, to Minister Steve Thompson expressing concern at the opportunity costs to not maintaining core genetics expertise within the MFLNRO.

### **2. Annual Report and financial statements to March 31, 2013**

The Annual Report, financial statements, and auditor's report for the year ending March 31, 2012 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 June 12, 2013.

**Suggested resolutions:**

RESOLVED THAT the audited financial statements of SelectSeed Company Ltd. for the fiscal year ended March 31, 2013, 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, 2013 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, Russ Clinton, and Henry Benskin end August 31, 2013. All have agreed to stand for a further 2-year term ending August 31, 2015. 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
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, 2015.

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

The following resolutions were passed by the SelectSeed Board during its meeting held June 12, 2013, and are included here for information.

RESOLVED THAT Glen Dunsworth is hereby appointed an officer of the company (President) for the year 2013/14, or until his successor is elected or appointed.

RESOLVED THAT Reid Carter is hereby appointed an officer of the company (Secretary) for the year 2013/14 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, 2013 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 6 years. The SelectSeed board is happy with her reports and she understands the 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.

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## Forest Genetics Council Meeting

### 7. Approval of minutes from March 20, 2013

Suggested resolution:

RESOLVED THAT minutes of the meeting held March 20 2013 are hereby approved.

### 8. Old business and action items from March 20, 2013

Responsibility	Action	Action taken
Jack	Put the MFLNRO Co-Chair issue on the June 2013 FGC meeting agenda for discussion if it is not resolved by that time	Resolved
Barrie	Check to see if the whitebark pine recovery plan workshop has been scheduled yet and communicate back to Council	Done; meeting held
Jack	Conduct a Doodle poll of FGC members to determine meeting dates for the remainder of 2013	Done for June and December. Sept. pending
Annette	Collate and summarize available terms of reference information for the SelectSeed review and distribute it to FGC members prior to the June, 2013 meeting	Done; material sent with this meetings info.
Jack	Email FGC members a file containing Phil Lepage's slides	Done
Annette, Domenico, Alvin Yanchuk, Jack	Form a subcommittee to review whether further contributions through SelectSeed Ltd. to the NSERC Industrial Chair of Applied Forest Genetics and Biotechnology will advance Forest Genetics Council objectives and report back to the FGC by May 15, 2013. Subcommittee members are Annette, Domenico, Alvin Yanchuk, and Jack	Done; report to be discussed
Jack	Prepare a letter by April 4, 2013, to Chief Forester, Dave Peterson, outlining the LBIS Tree Improvement Program budget allocations recommended by Council	Done
Jack	Send a message to the person who forwarded the request for FGC participation on the CDFCP stating that participation does not fit the FGC mandate, but future possible collaboration with the GCTAC on projects may be considered	Done

### 9. FGC membership

Kerry McGourlick has retired and resigned his position as FGC Industry Co-Chair. Industry foresters, with support from Archie McDonald of COFI, were canvassed for a recommendation for a new Co-Chair. Larry Gardner was nominated and received the support of industry. His appointment as new Co-Chair will go to the Provincial Chief Forester for ratification.

Larry moving to Co-Chair will create a vacancy in his position as Interior Industry Seed Producer rep. Interior private seed producers, again keeping COFI informed, were canvassed. Mark Tamas, Manager of Stewardship and Tenures, from Tolko Ltd. was chosen and his membership on Council will also go to the Provincial Chief Forester for ratification.

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Thanks for Larry and Mark for making these important contributions.

#### 10. Support from SelectSeed for Dr. Yousry El-Kassaby's research

The following report was prepared by the committee set up by Council at the last meeting. Committee members are Annette, Domenico, Alvin Yanchuk, and Jack.

##### **Background:**

In 2005 Dr. Yousry El-Kassaby successfully developed an NSERC-Industrial Chair position at UBC. Co-funding was provided through Council business planning and the MFLNRO. In 2010 the Chair was renewed with several industrial partners contributing, including FPInnovations, PRT Growing Services, TimberWest, Western Forest Products, the Johnson Family Fund, and the FGC through SelectSeed Ltd. The FGC/SelectSeed contribution was \$55,000 per year, to be reviewed annually.

As of June 1, 2013, Yousry will move to a department head position at UBC and the NSERC Chair and NSERC funding contributions will end. UBC will fully cover Yousry's salary as a department head. Yousry intends to continue with his research program and has asked the industrial partners to continue their contributions. He has also said that the Faculty of Forestry, Dean's office, will match any industrial contributions received.

##### **Research projects underway:**

- Pollen contamination and self pollination rates in coastal Douglas-fir orchards (complete final 2 of 5 seedlots)
- Larch and spruce wood-quality assessments
- Development of neural network analysis of wood quality
- Development of seed orchard design software
- Seed thermal priming to increase germination capacity and energy

##### **Request from Yousry:**

To continue FGC/SelectSeed funding of \$55,000 for the 2013/14 and 2014/15 fiscal years

##### **Summary of committee discussion:**

Points in favour of continuing funding support include:

- The research work continues to address issues relevant to the broad FGC program.
- Commitments have been made to students and a post-doctoral fellow based on the assumption of ongoing support
- Funding leverage will continue through UBC
- Several projects will be wrapped up within one or two years.

Points against continuing funding include:

- The shift to a department head position will leave Yousry with less time for research
- Some projects have not advanced according to the originally-proposed schedule

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- Funding under the current situation will result in 20% overhead from UBC

**Options:**

- Continue funding at \$55,000 (the level of the past 3 years)
- Cease funding
- Fund at an amount less than \$55,000

**Prevailing viewpoint and recommendation to the FGC:**

Continue funding support at \$55,000 for this fiscal year and review this support again as part of FGC business planning for 2014/15.

**Conditions of funding:**

- Yousry will be asked to present relevant research to members of the CTAC and ITAC, in particular, seed orchard design software, Fdc contamination, and wood quality neural networking.

**11. LBIS budget update (Brian, Jack)**

The FGC recommendation to the MFLNRO for Land Base Investment Strategy (LBIS) Tree Improvement Program (TIP) budget allocations was accepted by the Ministry. Brian will provide an update on progress.

LBIS is reviewing their priority-setting structure for allocations across various program areas, including tree improvement. As their TIP is well organized with respect to business planning and reporting, LBIS administrators decided to use the TIP as an example for other LBIS programs to follow. Jack and Lee Charleson worked with a LBIS consultant and provided assistance to him as LBIS developed their priority-setting methods. At this time the only change to information coming to LBIS administrators from the FGC is a breakdown of investment benefits to a MFLNRO regional level.

**12. Applied genomics lab proposal**

The science of genomics has advanced dramatically in the past decade due to billions invested worldwide. Federal and provincial investments through Genome Canada and the satellites, including GenomeBC, have helped move this science forward to the point where applications in support of tree breeding and climate-based seed transfer may be within reach. Opportunities exist to set up a collaborative lab that can focus on forest resource applications, primarily tree selection and climate-based seed transfer. Such a lab needs to be associated with, but outside the academic environment to allow management and incentives that would align with applied objectives.

Collaborations and opportunities have been discussed with stakeholders in the MFLNRO, the CFS, Forest Product Innovation (FPI), GenomeBC and Genome Canada. Response has been very positive.

The concept is to collaborate on a 5-year pilot project. Funding could come from GenomeBC/Canada, FGC-led LBIS, and SelectSeed. The lab could be located at the FPIInnovations facility at UBC. FPI would contract to provide space and there may be leverage opportunities with a similar products-based genomics lab they wish to set up. There may also be opportunities to provide some contract services to genomics research projects.

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This project could also offer opportunities for expertise development in BC. Close collaboration with MFLNRO tree breeders would be a requirement.

Discussions are underway. No financial commitments have been made.

Direction from Council is needed to proceed further with this project.

**13. July 17<sup>th</sup> meeting with Tom Ethier & Jim Sutherland**

Brian and Jack are scheduled to meet with Tom Ethier (ADM Resource Stewardship Division) and Jim Sutherland (Deputy Chief Forester) on July 17<sup>th</sup> to provide an update on the following:

- LBIS funding recommendations
- FGC reporting to the MFLNRO and the link of the FGC Bylaws, Society Bylaws, and SelectSeed.
- Planned SelectSeed Ltd. review in the fall
- Update on program progress to objectives

**14. Planning a fall FGC field meeting and a separate meeting with the SelectSeed Board**

Following canvassing of FGC members support was expressed for a fall field-based meeting and a separate meeting with the SelectSeed Board; the latter meeting to be planned for Richmond.

A location and date for the field meeting needs to be finalized. Options include:

- Kettle River Seed Orchards / meeting in Osoyoos
- Vernon area seed orchards / meeting in Kelowna or Vernon
- Kalamalka Forestry Center / meeting in Kelowna or Vernon

**15. Update on the Forest Genetics 2013 conference**

The Forest Genetics 2013 conference is a joint meeting of the Canadian Forest Genetics Association, the Western Forest Genetics Association, and two IUFRO Working Groups. It will be held at Whistler from July 22<sup>nd</sup> to 25<sup>th</sup>, with an optional 1-day field trip to Vancouver Island on the 26<sup>th</sup>. This Registration to date is about 140 people from 21 countries. Target registration of 150 will be exceeded. A loan to the conference from SelectSeed Ltd. to assist with upfront expenses will be fully repaid. Council contributed \$3,000 through SelectSeed.

The organizing committee includes Sally Aitken and Lee Charleson (co-chairs), Diane Douglas, and Jack Woods (finance). Many others from BC are assisting with organizing.

The FGC information poster will be displayed throughout the conference and both the FGC and SelectSeed logos will be on promotional materials.

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

### Annual General Meeting -- Agenda and Resolutions

June 26, 2012 – Conference call

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

**Suggested resolution:**

RESOLVED THAT minutes from the June 26, 2012 AGM are hereby approved.

#### 18. Election of Society Directors

Current Directors are Brian Barber, Rob Guy, and Larry Gardner.

**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 Larry Gardner

#### 19. Report of Directors of the Society

- a. AGM filing requirements with the Ministry of Finance and Corporate Relations were met for 2012/13.
- 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.

#### 20. 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.



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**21. Society financial statements to March 31, 2013:**

There were no transactions during the fiscal year.

**Suggested resolution:**

RESOLVED THAT financial statement of the Society for the fiscal year ending March 31, 2013 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.

**22. 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.