

A. Annual General Meeting - BC Forest Genetics Society

Time/Date: 9:10 – 9:30 am, Wednesday, June 21, 2023

Members: Annette van Niejenhuis, Bob Johnson, Dan Mazerolle, Domenico Iannidinardo, Jeff Mycock, Juergen Ehltng, Katherine Spencer, Kona Van Diest, Keith Thomas, and Leith McKenzie.

Regrets: Bevin Wigmore, Shannon Jonasson.

Guests: Kerry McGourlick, Rod Willis, Jim Burbee, Jack Woods, Sally John, and Brian Barber, Select Seed Co. Ltd; and Mike Evans, Grant Thornton LLP.

Proceedings

This annual general meeting (AGM) of the Society was held via video conference. Draft agenda and materials were provided in advance. Brian provided an overview of all three meetings held on this National Indigenous Peoples Day. Leith McKenzie was also introduced and welcomed.

1. Agenda

There being adequate notice served to members, and a quorum being present, Keith, interim president, called the AGM to order, and confirmed attendees and agenda. Brian Barber was appointed to record minutes.

9:10	20		A. BC Forest Genetics Society AGM
		1	Welcome and agenda Keith
		2	A1 Approval of minutes of June 15, 2022 Keith
		3	Report of directors Keith
		4	A2 Financial statements of the Society Mike Evans
		5	Housekeeping Keith
		6	Election of Society's directors Keith
		7	Society's representative for SelectSeed AGM Keith
		8	Appointment of Society's accountant Keith
		9	Adjournment

Motion: The agenda for this meeting is hereby approved. Annette/Kat. Carried

2. Approval of minutes from the Society's last AGM

Minutes of the Society's June 15, 2022 meeting were included as attachment A1.

Motion: The minutes from the June 15, 2022 AGM are hereby approved. Domenico/Kat. Carried.

3. Report of directors of the Society

The current directors and officers of the Society are Keith Thomas, president, Domenico Iannidinardo, vice president, and Annette van Niejenhuis, secretary/treasurer.

Gord Chipman and Pat Martin ceased to be members of FGC and the Society during the past year. Keith was appointed director and interim president by the Society's directors on June 14, 2023. Leith McKenzie, recently appointed to FGC, also applied for membership to the Society.

The 2022 Annual Report and Statement of Directors and Registered Office of the Society were filed with the BC Registrar of Societies via the Society's lawyer on May 10, 2023. The registered office of the Society is Johns Southward LLP, 204-655 Tyee Rd, Victoria, BC, V9A 6X5.

The Society continues to own all voting (Class A) and value (Class B) shares of Select Seed Company Ltd. There is no change in ownership status of these shares.

Motion: The report of the directors to the members of the Society is hereby approved. Kat/Bob. Carried.

4. Society financial statements to March 31, 2023

The non-consolidated (and unaudited) financial statement of the Society prepared by Grant Thornton LLP was sent as a separate document. The Society retains \$25 in assets. No transactions occurred during the fiscal year.

The \$25 in assets includes membership fees collected when the Society was first established. Members have not been charged fees or dues since. This asset is deemed immaterial.

Motion: BE IT RESOLVED, the financial statement of the Society for the fiscal year ending March 31, 2023, is hereby approved. Annette/Kat. Carried.

5. Housekeeping

No appointments, contracts, or payments were made in fiscal year 2022/23.

Resolution: BE IT 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. Bob/Dan. Carried.

6. Election of Society directors

The current directors retired at this time in accordance with the Society's bylaws. All directors confirmed their interest in standing for re-election.

Resolution: BE IT RESOLVED THAT Keith Thomas, Domenico Iannidinardo and Annette van Niejenhuis are hereby re-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. Kat/Dan. Carried.

The directors subsequently held a brief meeting to appoint Keith as president, Domenico as vice president, and Annette as secretary/treasurer.

7. Society's representative at SelectSeed's AGM

The Society is the sole shareholder of Select Seed Company Ltd. (SelectSeed or Company). As such, it is entitled to one vote at the SelectSeed's AGM. The members were asked to appoint their representative to the Company's AGM held immediately following this meeting.

Motion: The president is appointed to be the Society's representative at SelectSeed's AGM to be held June 21, 2023. Domenico/Annette. Carried.

8. Appointment of an accountant

The Society's financial statement was prepared by Grant Thornton LLP, at minimal cost, under the terms of service outlined in its engagement letter with SelectSeed. SelectSeed's auditor for 2023/24 will be appointed during the Company's AGM.

Motion: The firm appointed as SelectSeed's auditor for 2023/24 is hereby appointed to prepare the Society's financial statement for the fiscal year ending March 31, 2024. Annette/Bob. Carried.

9. Adjournment

Motion: The AGM of the BC Forest Genetics Society is hereby adjourned. Annette/Kat. Carried.

Action: Brian will prepare the draft AGM minutes for the president's signature and submit along with notice of any changes to the directors to the Society's lawyer to file with the BC Registrar of Societies.

These draft Minutes accurately reflect the Society's AGM held on June 21, 2023.

Keith Thomas, PAg
President, BC Forest Genetics Society

Date