

Annual General Meeting Minutes

Time/Date: 8:40 – 8:51 am, Wednesday, June 19, 2025

Participants

BC Forest Genetics **Society members:** Annette van Niejenhuis, Bevin Wigmore, Bob Johnson, Dan Gaudet, Dan Mazerolle, Juergen Ehlting, Lise van der Merwe, Katherine Spencer, Keith Thomas, and Shannon Jonasson.

Regrets (proxy): Bevin (Bob), Juergen (Dan M), Kona Van Diest, and Leith McKenzie

Guests: Albert Nussbaum, deputy chief forester, Ministry of Forests; Mike Evans, Doane Grant Thornton LLP; and Kerry McGourlick (president), Rod Willis (secretary), Sally John (director), Brian Barber (CEO), and Frederik Vroom (manager), Select Seed Co. Ltd.

Proceedings

This annual general meeting (AGM) of the BC Forest Genetics Society (Society) was held via video conference. Members of the Society also serve as members of the unincorporated Forest Genetics Council of BC, appointed by the chief forester of British Columbia¹. Keith, as the Society's president, presided over the AGM as per Bylaw 40(1).

1. Agenda

There being adequate notice served to members, and a quorum being present, Keith called the AGM for the BC Forest Genetics Society to order and confirmed attendees and the agenda.

8:40	20		A. BC Forest Genetics Society AGM	
		1	Welcome and agenda	Chair
		2	A1 Approval of minutes of June 12, 2024	Chair
		3	Report of directors of the Society	Chair
		4	A2 Financial statements to March 31, 2025	Mike Evans
		5	Housekeeping	Chair
		6	Election of Society's directors	Chair
		7	Society's representative at SelectSeed's AGM	Chair
		8	Appointment of Society's accountant	Chair
		9	Adjournment	

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

Motion: Brian is appointed to record meeting minutes. Annette/Bob. Carried.

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

Minutes of the Society's June 12, 2024, meeting are included as attachment A1.

Motion: The minutes from the June 12, 2024, AGM are hereby approved. Bob/Kat. Carried.

¹ B.C. Forest Genetics Society *Constitution and Bylaws*. Part 2 Membership.

3. Report of directors of the Society

Current directors of the Society are Keith Thomas (president), Juergen Ehltng (vice president), and Annette van Niejenhuis (secretary/treasurer)..

Persons who attended the last AGM who are no longer members of FGC nor of the Society are Francesco Cortini and Jeff Mycock. New members appointed to FGC and accepted as members of the Society over the past year are Lise van der Merwe, Ministry of Forests, and Dan Gaudet, Vernon Seed Orchard Co.

The 2024 annual report, statement of directors, and registered office of the Society were filed with the BC Registrar of Societies in July 2024. The registered office of the Society remains as 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 the ownership status of these shares.

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

4. Society financial statements to March 31, 2025

The non-consolidated (and unaudited) financial statement of the Society prepared by Doane Grant Thornton LLP is included as attachment A2. The Society retains \$25 in assets. No transactions occurred during the fiscal year.

Suggested Motion: BE IT RESOLVED THAT the financial statement of the Society for the fiscal year ending March 31, 2025, is hereby approved. Dan M./Bob. Carried.

5. Housekeeping

No appointments, contracts, or payments were made in fiscal year 2024/25. A confirming resolution is required as part of the annual filing requirements of the Society.

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. Annette/Shannon. Carried.

6. Election of Society directors

Directors must retire immediately prior to the election of the Society's directors at the AGM. Incumbents may stand for re-election. Keith, Annette and Juergen are willing to serve another term as directors.

Resolution: BE IT RESOLVED THAT Keith Thomas, Annette van Niejenhuis, and Juergen Ehltng 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. Dan M/Bob. Carried.

The directors held a brief meeting to confirm that Keith will continue to serve as president, Juergen as vice president, and Annette as secretary/ treasurer of the Society (Officers).

7. Society's representative at SelectSeed's AGM

The Society is the sole shareholder of Select Seed Company Ltd. (SelectSeed) and is entitled to one vote at SelectSeed's AGM, which will be held immediately following this meeting. The Officers or members may appoint their representative to vote at SelectSeed's AGM.

Motion: Keith is appointed to be the Society's representative at SelectSeed's AGM to be held June 19, 2025. Annette/Dan G. Carried.

8. Appointment of an accountant

The Society's financial statement was prepared by Doane Grant Thornton LLP, at minimal cost, under the terms of service outlined in its engagement letter with Select Seed Company Ltd.

SelectSeed's auditor for 2025/26 will be appointed during the Company's AGM.

Motion: The firm appointed as SelectSeed's auditor for 2025/26 is hereby appointed to prepare the Society's financial statement for the fiscal year ending March 31, 2026. Bob/Shannon. Carried.

9. Adjournment

Motion: The AGM of the BC Forest Genetics Society is hereby adjourned at 8:51 am. Annette/Kat. Carried.

Action: Brian to 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 19, 2025.



Keith Thomas, PAg
President, BC Forest Genetics Society

June 23, 2025

Date