

## **Bylaws of the Forest Genetics Council of British Columbia**

### **Article 1: Name**

The name of this organization is the Forest Genetics Council of British Columbia.

### **Article 2: Purpose**

The purpose of the Forest Genetics Council ("Council") is to champion forest gene resource management in British Columbia, to oversee strategic and operational planning for the provincial forest gene resource management program, and to advise the Chief Forester on forest gene resource management policies.

### **Article 3: Membership**

#### **Section 1 – Stakeholder Representation**

The Forest Genetics Council shall represent the cross-section of stakeholders involved in the management and use of forest tree genetic resources, i.e., forest industry and Ministry of Forests in the coast and interior, seed producers, seed users, and researchers. The number of seats allotted to each stakeholder group is shown in Section 3 of this Article.

#### **Section 2 – Nomination and Appointment of Councillors**

Each stakeholder group shall nominate individual(s) to represent it on the Council. Forest industry representatives shall be nominated by forest industry associations ( Council of Forest Industries of BC (COFI) for the interior, and the Coast Forest and Lumber Association (CFLA) for the coast) and by forest companies that are not members of the associations. The Chief Forester of BC shall appoint Councillors from these nominees. The member representing the Forest Investment Council is non-voting.

Councillors shall normally be appointed for a term of three years, and may be appointed for more than one term. Appointments should be staggered.

### Section 3 – Membership

Council Positions	Industry	MOF	Universities	Other
<b>Co-chairs</b>				
Industry and MOF	1	1		
<b>Ministry of Forests</b>				
Appointed by Chief Forester with recommendations from the FGC; members from producer, regulator, researcher, and user groups (BC Timber Sales)		3		
<b>Industry</b>				
Interior seed user (north and south representatives)	2			
Interior producer	1			
Coast seed user	1			
Coast producer	1			
<b>CTAC and ITAC Chairs (from any sector or group)</b>				
FIC (non-voting; ex-officio FIC secretary)		1 non-voting		2
<b>University</b>				
Canadian Forest Service			1	
<b>Total voting members (14)</b>				
	<b>6</b>	<b>4</b>	<b>1</b>	<b>3</b>

### Article 4: Technical Advisory Committees

#### Section 1 – Four Technical Advisory Committees (TACs)

The Council shall have four technical advisory committees: a committee for the coastal region of the province, to be known as the Coastal Technical Advisory Committee (CTAC); a committee for the interior region of the province, to be known as the Interior Technical Advisory Committee (ITAC); a committee concerned with program-level extension activities, to be known as the Extension Technical Advisory Committee (ETAC); and a committee concerned with gene conservation, to be known as the Gene Conservation Technical Advisory Committee (GCTAC).

#### Section 2 – Purpose of TACs

The TACs provide technical and policy information and advice to the Council, and contribute to the development of Council's plans and associated budgets, e.g. species plans, extension plans, and forest gene conservation plans. The Coastal and Interior TACs also act as a channel for communication among the Council, seed users, and seed producers.

#### Section 3 – Activities

The activities of the Coastal and Interior TACs include:

- advising the Council on technical and policy issues, program priorities, and program budgets
- striking sub-committees including *species committees*, and others dealing with specific technical issues such as the development of species plans
- evaluating, ranking, and recommending projects for funding based on the Council's Business Plan ("FGC Business Plan")
- assisting with monitoring progress towards FGC Business Plan objectives
- providing technical advice to stakeholders

- communicating with and receiving input from seed users, and providing a forum for stakeholder input.

The activities of the ETAC include developing a strategy and plans for program-level extension activities. The activities of the GCTAC include developing and overseeing implementation of research and activities in support of provincial gene conservation of indigenous forest trees.

#### Section 4 – TAC Chairs

Each TAC shall have a Chair.

TAC chairs shall be named for a three-year term by the Council.

#### Section 5 – Appointment of TAC Members

TAC members will be named by the TAC Chair, with nominations from Councillors. They will be drawn from the range of cooperators in forest gene resource management, including government, industry, and the research and consulting communities.

The TAC Chair shall ensure that the members of the TAC:

- have the technical expertise and experience needed to carry out their TAC duties, and
- represent the range of cooperators engaged in forest gene resource management activities in the province.

#### Section 6 – Species Committees

Each of the Coastal and Interior TACs will name sub-committees known as *species committees*. Membership of the species committees shall include seed users. The species committees will:

- develop species plans<sup>1</sup>
- develop coordinated strategies for breeding, operational production, and information needs at the program level
- provide a forum for stakeholder input to the development of seed planning unit program strategies<sup>2</sup>
- provide the Program Manager with technical strategies and budget information for FGC Business Plan development.

#### Section 7 – TAC Meetings

TACs shall meet at least once annually, and additionally as needed. Each TAC shall designate for itself the number constituting a quorum. Locations for TAC meetings shall be chosen to provide convenient access for participants.

---

<sup>1</sup> a species plan comprises a breeding plan and a production plan for an operationally defined program, as well as other information in support of plan development.

<sup>2</sup> a program strategy is defined for each combination of species, seed planning zone, and elevation band, known as a seed planning unit (SPU).

**Article 5: Other Committees**

Other committees may be struck as deemed necessary by Council.

**Article 6: Societies and SelectSeed Company Ltd.**

**Section 1 – Societies**

The Forest Genetics Council may create and direct a society to be called the BC Forest Genetics Society, or other societies, whose purpose will be to help realize the Council's goals and objectives for the delivery of a comprehensive forest gene resource management program in British Columbia.

**Section 2 – SelectSeed Company Ltd.**

If needed to achieve the objectives of the Council's Business Plan, the BC Forest Genetics Society may incorporate a company, to be named SelectSeed Company Ltd. (SelectSeed). The purpose of SelectSeed will be to make strategic capital investments that will expedite the production and delivery of genetically improved seed and vegetative material in accordance with the FGC Business Plan.

SelectSeed's purpose, for which it is accountable, is to help achieve the objectives of the FGC Business Plan. It will report annually to Council on progress made toward achieving these objectives.

**Article 7: Officers**

**Section 1 – Co-Chairs**

The provincial chief forester shall appoint two individuals among the appointed Councillors to co-chair the Forest Genetics Council. One Co-Chair shall be chosen from the Ministry of Forests, and one from the forest industry.

**Section 2 – TAC Chairs**

ITAC and CTAC chairs shall be chosen by Council, and once chosen, shall become members of Council.

GCTAC and ETAC chairs shall be named by Council from within the current membership of Council.

**Section 3 – Program Manager**

A Program Manager will be responsible for overall management of the Forest Genetics Council program, including external funding sources such as the Forest Investment Account Tree Improvement Program (TIP). SelectSeed will provide resources for a Program Manager, and will carry out these program management functions on behalf of Council.

Responsibilities of the Program Manager will include:

- management of the Forest Investment Account TIP, in conjunction with the Ministry of Forests Program Financial Administrator (PFA).
- management of SelectSeed

- developing standards and protocols for investments in the Operational Tree Improvement Sub-program in conjunction with the CTAC, ITAC and PFA
- ensuring clear communication of program objectives, strategies, and funding arrangements between the Forest Genetics Council, individual sub-program managers, the Ministry of Forests (PFA), and other funding agencies
- preparing various program-level technical reports as needed
- reporting to the Council and provincial Chief Forester on progress towards Tree Improvement Program and FGC Business Plan objectives
- coordinating Business Plan development in conjunction with Council, TACs and associated subcommittees
- developing technical standards in conjunction with the Council, TACs, and other advisory committees
- working with the PFA, organize council meetings, prepare agendas and minutes, and facilitate the effective functioning of Council business.

## **Article 8: Meetings**

### **Section 1 – Regular Meetings**

Council will hold meetings quarterly – normally the first week of March, June, September and December.

When warranted, additional meetings may be called by the Co-Chairs, or by a vote of Council. Council meetings may be cancelled or postponed at the discretion of the Co-Chairs.

Meetings may be in-person, or by telephone conference or e-mail conference, at the discretion of the Co-Chairs.

### **Section 2 – Special Meetings**

Special meetings may be called by the Co-Chairs, or by the Co-Chairs at the request of any Councillor. Such meetings will be held in the most expedient way possible (e.g., telephone conference, e-mail conference), and only for the transaction of the business for which the meeting was called.

### **Section 3 – Independent Action by Co-Chairs**

On occasion Council may be called upon to act rapidly in response to unexpected events. In such situations, the Co-Chairs and Program Manager shall act as required to deal with the situation on Council's behalf. In doing so, they shall act in accordance with their understanding of Council's wishes. Before taking such independent action, the Co-Chairs and Program Manager shall make every effort to consult with as many Councillors as possible by telephone or e-mail. Time permitting, the Co-Chairs shall obtain concurrence of a majority of Councillors by telephone or e-mail before taking such independent action. Councillors shall be notified of such action immediately afterward by electronic mail, conventional mail, or telephone. Such action shall be recorded in a special memo placed in the minutes book or files.

### **Section 4 – Quorum**

A quorum is a majority (more than half) of the voting members of Council.

#### Section 5 – Rights of a Councillor Who Cannot Attend a Meeting

If a Councillor is unable to attend a scheduled meeting, the Councillor may send a substitute to audit the meeting in his or her place if the Program Manager has been notified before the meeting. The substitute attending the meeting shall not be allowed to vote.

#### Section 6 – Proxy Votes

The vote of a Councillor who cannot attend a meeting may be given by proxy to another Councillor, including either of the Co-Chairs, if the Program Manager has been notified before the meeting in writing (e-mail is acceptable) or by telephone, by the Councillor giving the proxy.

#### Section 7 – Agenda

The agenda for each meeting shall be distributed to Councillors no less than 5 business days before the meeting. This agenda shall be made available to people outside Council who express interest in seeing the agenda.

#### Section 8 – Meeting minutes

Minutes of all Council meetings shall be recorded by the PFA or the Program Manager or designate. Minutes shall be sent to Councillors for review and comment within 6 business days of the meeting. Comments received by the Program Manager within 5 business days of being sent to Councillors will be incorporated into the minutes.

#### Section 9 – Attendance by visitors

Visitors are permitted to observe Council meetings, under the following conditions:

- Anyone wishing to observe a Council meeting must obtain the permission of a Co-Chair or the Program Manager in advance. Permission to attend will be given at the discretion of the Co-Chairs or Program Manager and shall not be unreasonably withheld.
- Visitors may not participate in Council business. A question period for visitors may be held after the meeting adjourns if time permits.
- Council reserves the right to ask visitors to leave the meeting room if business must be conducted *in camera*.

#### Article 9: Parliamentary Authority

The Council shall be governed by *Robert's Rules of Order* when they are applicable and not inconsistent with these bylaws and any other special rules the Council shall adopt.

#### Article 10: Amendment of Bylaws

These bylaws may be amended by two-thirds vote of the full council<sup>3</sup> providing previous notice has been given<sup>4</sup>.

---

<sup>3</sup> At its meeting 05 Dec 2001, Council was clear that amendments to bylaws can be made only by a two-thirds vote of the entire voting membership, with no proxy votes allowed. For example, if there are 11 councillors on council, at least 8 must be present and vote in favour to pass a motion to amend the bylaws.

<sup>4</sup> "previous notice" means that the amendment must have been on the agenda and distributed to councillors at least one week (5 business days) before the meeting.

### **Article 11: Plans**

Council will ensure that the strategic and business plans needed to guide the provincial forest gene resource management program are produced and maintained. Stakeholders will use the Council's plans as a guiding framework when planning their activities in forest gene resource management.

#### **Section 1 – Strategic Plan**

The strategic plan will outline the issues, goals and objectives, organizational framework, and cooperator roles and responsibilities for forest gene resource management in British Columbia.

#### **Section 2 – Business Plan**

The business plan sets priorities and guides allocation of funding and effort in all program areas. Programs focused on enhancing the commercial value of the genetic resource are logically subdivided into operational and biological program units which manage and improve genetic material for a species within a seed zone and elevation band (Seed Planning Units - SPU). These are ranked, and the flow of activities and costs are described. Species plans will form a part of the Business Plan.