



CSGA Virtual Annual General Meeting 2020

Tuesday July 7th, 12pm – 4:15pm ET

The meeting is being conducted in both official languages and you can choose to listen in the language of your choice through the meeting platform. Robert's Rules of Order will apply to today's AGM. The Annual Meeting is open to all members and stakeholders.

Meeting Chairperson



Jonathan Nyborg
President



My name is Jonathan Nyborg, I'm a seed grower from New Denmark, New Brunswick and I am President of the CSGA.

This is my final day as CSGA President and later in the program I will be handing the Gavel to my colleague and good friend Joe Rennick.

It has been a distinct honour and pleasure to serve you and I look forward to continue to do so as past president.

Before we move into the formal program, let me introduce and thank our sponsor

A special thank you to **Cribit Seeds** and **SeCan**
for their generous contribution in support of
CSGA's 2020 Annual General Meeting.



3

I would like to take the time to thank both Cribit Seeds and SeCan for their contributions towards this year's virtual event.

Cribit Seeds is a family-owned seed business in West Montrose in the Regional Municipality of Waterloo, Ontario, dedicated to high quality seed and is proud to partner with exceptional genetic suppliers to condition and produce pedigreed oat, barley, wheat, corn and soybean seed and hybrids.

Quentin Martin, Co-owner of Cribit Seeds, has been involved with modernizing and improving the Canadian Seed System for much of his 30 plus year career in the business. Two years ago, when CSGA asked for volunteers to form a "grass roots" working group to study the concept of a National Seed Organization, Quentin was gracious with his time and willing to add to the effort of many others.

Thanks to Cribit Seeds, a significant portion of the costs of this year's meeting have been offset.

SeCan has a long tradition of partnering with CSGA in support of Canadian seed growers. Again, this year, we would like to thank SeCan for their contribution. SeCan is "Canada's Seed Partner", and they work closely with breeding partners to bring top-performing cultivars to Canadian farmers. With more than 375 varieties, SeCan continues to be a major supporter of plant breeding in Canada.

On behalf of CSGA, a big thank you to SeCan.

Approval of Meeting Agenda

| | | | |
|----------|----------------------------------|---------|-------------------------|
| 12:00 pm | Opening Remarks | 1:10 pm | Nominations Report |
| 12:05 pm | Approval of the Agenda | 1:25 pm | 2019 Resolutions Report |
| 12:10 pm | Approval of the 2019 AGM Minutes | 1:40 pm | Awards |
| 12:15 pm | President's Report | 1:45 pm | BREAK |
| 12:30 pm | Executive Director's Report | 2:00 pm | Amalgamation Update |
| 12:45 pm | Financial Report | 3:00 pm | 2020 Resolutions |
| 1:00 pm | Approval of the Auditors | 4:15 pm | Adjournment |

Motion to approve the 2020 AGM Agenda as presented to the membership.

Moved by Dave MacKellar; Seconded by Joe Rennick



An initial AGM notice to members was included in the early June issue of Seed Scoop. A reminder notice and call for resolutions was sent to members on June 28th. A final notice was sent to members on July 2nd.

Only the business stated in the agenda outlined in the final meeting notice will be transacted at this meeting. The meeting shall be conducted according to the general provisions of Roberts Rules of Order, adjusted for virtual meetings, as specified on the final meeting notice.

A quorum of 30 members in good standing is required

Voting delegates and any other person attending a meeting of members may address the meeting when there is a call to discuss a motion before the meeting. Should you wish to address the Chair on any motion, please type in your question or comment in the chat section. If there is any discussion or question, the meeting moderator will read the question aloud.

Approval of Previous Meeting Minutes

Motion to approve the Minutes of the 2019 Annual General Meeting in Whistler, BC as presented to the Membership.

Moved by Scott Horner; Seconded by Dale Connell

Motion to approve the Minutes of the November 2019 Special General Meeting of Members in Saskatoon, Saskatchewan as presented to the Membership.

Moved by Scott Horner; Seconded by Dale Connell

Motion to approve the Minutes of the February 2020 Special General Meeting of Members in Saint-Hyacinthe, Quebec as presented to the Membership.

Moved by Scott Horner; Seconded by Dale Connell.



While the Canadian Seed Grower's Association is not under any legal obligation to seek member approval of minutes of Annual Meetings of members, the CSGA Board of Directors has determined it is a best and common practice to do so.

President Report 2020

Jonathan Nyborg

We would like to acknowledge here our Past Presidents, honorary presidents, honorary life and Robertson Associate awards. We would also like to remember those growers who passed and are no longer with us in 2020

CSGA's Strategic Plan



For the last four years, CSGA' Board of Directors has been guided in priority setting and resource allocation by its Strategic Plan.

The Plan took an entire year to develop and drew on the insights and support of its entire Board of Directors, CSGA's Branch Boards of Directors and CSGA members.

It chartered the course that ultimately brought us to where we are today – on the verge of creating a new national seed organization that in turn will spearhead the modernization of the Canadian Seed Regulatory System in partnership with government and our customers.

In doing so, it positioned CSGA in a leadership role, not only in areas of traditional strength, such as seed certification, but in the full range of issues of importance to the entire seed industry.

Simply put, had we not developed and implemented this plan, we would not even be close to where we are today.

Annual Report

CONTENTS

Message from the President

Who We Are

Strategic Plan 2017–2023 Our Results:

- CONTINUOUS IMPROVEMENT OF CSGA STANDARDS AND ASSURANCE SYSTEM - (KRA 1 – High Performing Systems)
- COMMUNICATIONS, MEMBER SERVICES AND STAKEHOLDER RELATIONS – (KRA 2 – Supporting Members)
- CERTIFICATION AND TECHNOLOGY SERVICES MODERNIZATION – (KRA 3 – Sector Growth)
- SEED SYNERGY – (KRA 4 – Partnerships)
- FINANCIAL UPDATE - (KRA 5 – Organizational Efficiency and Effectiveness)

Our 2019 Annual Meeting

Our Board



8

It is available on the CSGA Website and key elements of its table of contents are outlined on this slide – By Key Result Area

It paints a comprehensive, yet succinct portrait of who we are, what we do and how we do it.

It provides a clear picture of our priorities , our 2019-20 results and our financial position, by KRA

Our Report (President and ED) to you today draws heavily on it.

I encourage you to read it.

President's message

Our Objectives :

- Strengthening the Canadian Seed System
- Engaging with Members
- Aligning CSGA Priorities with Members Needs

Our Priorities :

- National Seeds Organization
- Modernized CSGA Seed Certification (2.0)
- Professional Development Program
- Seed Regulatory Modernization

In my second year as President,

We remained committed to the objectives of:

1. strengthening the Canadian seed system
2. by keeping the CSGA engaged with its members.
3. Ensuring CSGA's priorities align with theirs.

AND

WE remained focussed on results in 4 key priority areas:

1. Establishment of a new National Seeds Organization
2. Continued Modernization of CSGA Crop / Seed Certification
3. National occupational standards and a comprehensive professional development program for seed growers
4. Working with CFIA and our industry partners to formally begin the Seed Regulatory Modernization process

Thank You

- Our Industry and Government Partners
- Our Members
- Our Branch Boards and Staff
- Our Board of Directors
- Our CSGA Staff

Before passing the baton to our ED , I would like to take this opportunity to thank all those who made my tenure so rewarding and meaningful

- Our Industry and Government Partners – without whom our seed certification system would not function
 - Our Members – who have been my source of inspiration throughout – you are the best
 - Our Branch Boards and Staff – For your leadership and collegial approach – always putting the country first
 - Our Board of Directors – for your incredibly hard work and dedication
 - Our CSGA Staff - for your professionalism and perseverance – helping us all be the best we can be
 - Now over to Glyn, who like me , is moving on this year. It was been an incredible journey. Thank you Glyn --- and the best is yet to come!!
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Executive Director's Report



Glyn Chancey
Executive Director



Thank You Jonathan

It has indeed been an incredible journey and I echo your thanks to:

Our Industry and Government Partners

Our Members Our Branch Boards and Staff

Our Board of Directors

And particularly my staff , of whom I am both incredibly proud and grateful .

They are world class. But more of that later

Let me briefly build on your remarks and touch on our key results in 2019-20, before moving to the financials

CSGA Assurance System and Standards

- Continuous Improvement
- Circular 6 Modernization
- Standards Development



Continuous improvement is an essential element of the CSGA's ISO-certified quality management system (QMS). This includes modernizing information management and technology (IM/IT) systems, vital to improving organizational efficiency and effectiveness, a Key Result Area in the CSGA Strategic Plan. Improvements in 2019 included:

- Improvement within the *Members' Area* of the CSGA website allowing increased efficiency and access for members to appraisal data, variety descriptions, applications, and certification data.
- Enhancements to the varietal purity and genetic identity monitoring controls with the addition of varietal concern alert flags. These flags improve CSGA's tracking and CFIA's oversight of crops planted with potentially problematic parent seed.
- A new workflow process to expedite notifications to growers regarding varietal concerns identified by the CFIA's Variety Verification post-control testing program, which audits samples from plots and from inspectors. Variety Verification samples from inspectors increased by 26% from 2018.
- Transition to an enhanced ISO certification level (ISO 9001:2015) which includes all aspects of CSGA: certification, standard setting, and member services.
- Expansion of the Remote Appraiser Program included appraisals of certification applications.
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Circular 6 modernization

- complete review of its Regulations and Procedures for Pedigreed Seed Crop Production (Circular 6), seed sector value chain consultations, and standards changes recommended by crop-specific working groups

- These changes involved requirements for land use, minimum isolation, and maximum impurity standards, primarily in cereal, pulse, hemp, and soybean crops.
- The entire user interface for CSGA's seed crop certification requirements (Circular 6) was completed in 2019, including significant re-formatting of the contents. With the online search tool, members can now quickly access specific crop certification standards.

Standards Development

- In response to member and client requests, a Hybrid Corn working group was formed, standards were introduced for hybrid mustard crop certification, and work began on guidelines for non-traditional hemp seed crops.
- Complimenting the work of AOSCA and the Canadian Hemp Trade Alliance (CHTA), a sub-committee of CSGA's Plant Breeders' Committee helped develop guidelines for feminized hemp seed (FHS) and hybrid hemp seed crop certification. These certification standards will be brought forward in 2020.

Certification and Technology Modernization

- SeedCert 2.0
- Variety Profile Platform
- Blockchain Pilot
- Professional Development Project



13

Forward planning endeavours in 2019–2020, for:

Modernizing CSGA information management (IM/IT) systems – 2.0 . SeedCert is an end-to-end digital platform that enables Canada’s seed crop certification system. End-users range from members, CFIA, seed companies, inspection services, inspectors. SeedCert 2.0 modernization could expand CSGA’s current ‘info hub’ (SeedCert 1.0) to provide cost-effective end-to-end digital seed traceability to support a broad range of business models. Potential advantages include enhanced recognition of existing Quality Management Systems, red tape reduction, more reliable data records, strengthened data security, enhanced transparency and safety assurance, increased QMS resilience and threat protection and support for small and medium sized enterprises.

Outlined plans to radically advance future service options and features – Variety Profile Platform – A foundation of the White Paper Single Window - Where currently variety information is held in data silos across multiple organizations and sites, a Variety Profile Platform would provide a single-window approach for accessing the information by the agri-food sector and government regulators. Kick-started with a two-day Variety Profile Platform workshop in June 2019 with government and agriculture industry stakeholders, that created an initial blueprint on which the VPP can be developed.

These plans envisage enhanced distributed ledger traceability, single-window access to services and digital end-to-end certification. At the 2019 CSGA Annual Meeting, the OECD Global Blockchain Policy Forum and the technical working group of the OECD Seed Schemes, CSGA shared with members, regulators and other seed certification authorities, lessons learned from its ‘farm-to-fork’ Identity-Preserved Soybean Blockchain Pilot Project in 2019 with Grain Discovery. CSGA explained how blockchains and other distributed ledger technologies (DLT)

work, their potential practical value in the seed sector and some current examples of 'smart contracts'.

This said, work in these areas was slowed in July 2020, as focus shifted to the National Seed Organization project and resources were reallocated. Another key area for development was not slowed.

Continuing the three-year professional development project to develop and implement a national online training program for seed production. Currently in Year 2, this project will provide the seed sector with modern learning materials to support on-the-job training and seed grower quality management systems development. In 2018, experienced seed growers helped develop practical national occupational standards which provided the foundation for launching curriculum frameworks and online eLearning modules in 2019.

Seed Synergy White Paper Implementation

- National Seed Organization
- Seed Regulatory Modernization
- Value Creation

National Seed Organization - At the 2019 CSGA-CSTA Annual Meeting, the Seed Synergy Oversight Committee (OC) introduced the StrategyCorp (SCI) consultants responsible for developing the Target Operating Model for an industry-led, government-enabled National Seed Organization (NSO). SCI outlined plans for fall data collection, winter consultations with members and the development of an amalgamation proposal by Spring 2020

Members supported recent Board decisions to actively engage in the Seed Regulatory Modernization working group of the Seed Sector Value Chain Round Table, tasked with developing recommendations to CFIA and to develop research papers and member surveys to support development of policy positions

While confirming its preference for the trailing royalty model, the CSGA Board strongly supported continued engagement with producer groups to build consensus. Kevin Runnalls, a CSGA Executive Committee member and a past president, was tasked with leading CSGA work in this area. In his capacity as CSGA's Canadian Federation of Agriculture Board representative and Chair of their Seed Innovation Committee, he supported efforts to coordinate CFA policy positions with the Grain Growers of Canada, the CSTA and the CPTA to develop a principles document, to provide common terms of reference for producer organizations and the seed sector.

Financial Report 2019-2020

- Statement of Operations – Revenue
- Schedule of General and Administrative Expenses
- Statement of Operations – Expenses
- Statement of Changes – Net Assets
- Statement of Changes – last 4 years
- Financial Update 2020-21 / 2021-22

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- Breakdown of Financial Report – This year's results / As well as an overview of the last 4 / Touch on 2020-21
 - Statement of Operations – Revenue
 - Schedule of General and Administrative Expenses
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Statement of Operations

Period ended January 31, 2020, with comparative information for the year ended January 31, 2019

| | BUDGET 2020 | ACTUAL 2020 | ACTUAL 2019 (9 MONTHS) |
|---------------------------------|--------------|--------------|---------------------------|
| Revenue: | | | |
| Acreage fees | \$ 1,312,500 | \$ 1,279,364 | \$ 1,312,385 |
| Membership fees | 684,000 | 668,200 | 699,400 |
| Branch acreage fees | 425,000 | 427,427 | 480,049 |
| Client service fees | 439,954 | 406,304 | 429,014 |
| Assessment for CFIA inspections | 200,025 | 171,688 | 195,891 |
| Branch membership fees | 125,000 | 135,425 | 146,780 |
| Interest and other revenue | 33,000 | 109,137 | 58,102 |
| Plot fees | 73,500 | 88,890 | 87,120 |
| Project contributions | 100,000 | 52,480 | - |
| | 3,392,979 | 3,338,915 | 3,408,741 |

Fee revenue relative to the previous year remained stable, despite the different lengths of the respective reporting periods. Interest and other revenue were higher in 2019–2020 while membership fees and acreage fees were slightly lower. Differences in the length of the respective reporting periods between 2018–2019 and 2019–2020 did not noticeably impact year-over-year revenue changes, as most revenue is generated in the May to January period each year. Budgeted, Actual and Previous Year – remarkably consistent

Statement of Operations

Period ended January 31, 2020, with comparative information for the year ended January 31, 2019

| | BUDGET 2020 | ACTUAL 2020 | ACTUAL 2019 (9 MONTHS) |
|--|--------------|--------------|---------------------------|
| Expenses: | | | |
| General and administrative expenses (schedule) | 3,251,139 | 2,721,623 | 2,418,059 |
| Branch fee paid out | 550,000 | 562,852 | 626,829 |
| CFIA inspections | 200,025 | 172,308 | 195,641 |
| Project expenses | | 302,963 | 86,979 |
| | 4,001,164 | 3,759,746 | 3,327,508 |
| Excess (deficiency) of revenue over expenses before the undernoted | (608,185) | (420,831) | 81,233 |
| Other income (expense): | | | |
| Amortization of deferred capital contributions | 14,055 | 14,055 | 59,955 |
| Loss on disposal of capital assets | - | (4,070) | - |
| | 14,055 | 9,985 | 59,955 |
| Excess (deficiency) of revenue over expenses | \$ (594,130) | \$ (410,846) | \$ 141,188 |

Overall, the general administrative expenses of the association were higher than the previous year by \$432,238. This is attributable primarily to the different lengths of the respective reporting periods, which as noted above would be similar on an adjusted basis. Actual expenses in 2019-20 were substantially less than budgeted expenses. This was the result of a mid-year CSGA Board decision to defer planned investments in CSGA systems modernization and to focus efforts on the Seed Synergy amalgamation project.

Note that Seed Synergy Project Expenses were separated out of General Administrative Expenses by our Auditors in our actuals.

Schedule of General and Administrative Expenses

Period ended January 31, 2020, with comparative information for 2019 – continues into next slide

| | BUDGET 2020 | ACTUAL 2020 | ACTUAL 2019 (9 MONTHS) |
|--|-------------|-------------|---------------------------|
| Amortization of tangible capital and intangible assets | \$ 203,461 | \$ 117,482 | \$ 110,732 |
| Annual general meeting (net) | - | 32,576 | 16,293 |
| Bad debts | 3,000 | 316 | 2,572 |
| Contracted services | 240,166 | 163,872 | 125,527 |
| Data processing | 93,683 | 122,642 | 91,450 |
| Employee benefits | 240,167 | 233,088 | 213,833 |
| Honoraria | 100,000 | 99,000 | 83,500 |
| Insurance | 33,080 | 35,067 | 26,466 |
| Internet and web site service | 17,220 | 14,399 | 9,364 |
| Membership fees | 32,902 | 20,303 | 9,956 |
| Office supplies and stationery | 22,359 | 19,136 | 18,141 |
| Postal services | 12,459 | 11,292 | 10,819 |

On an adjusted basis (12 vs 9 months), overall operational expenses in 2019–2020 tracked closely to those in 2018–2019. Direct and indirect Seed Synergy Collaboration Project expenses in 2019–2020 were also comparable (\$305,000 / 2018–2019 versus \$320,000 / 2019–2020).

Core salary costs on an adjusted basis increased approximately

14% as a result of the implementation of an independent compensation review commissioned by the CSGA Board. All other expenses remained comparable on an adjusted basis.

Next slide adds more line by line detail –

High light Key Areas

Professional Fees – Much of the budgeted amount was recorded in the actuals as a separate project expense. – so the actuals and budgeted are much closer than they look

Technical and data development, Contracted Services AND Publicity were much lower than budgeted – Due to shift in priorities mid-year to amalgamation.

Director travel was higher than budgeted due to a significant increase in the number of meetings – driven mainly by amalgamation

Schedule of General and Administrative Expenses

Period ended January 31, 2020, with comparative information for 2019 –continued from previous slide

| | BUDGET 2020 | ACTUAL 2020 | ACTUAL 2019 (9 MONTHS) |
|--------------------------------|--------------|--------------|---------------------------|
| Presentations and sponsorships | 20,100 | 22,179 | 11,330 |
| Printing | 4,860 | 2,808 | 5,770 |
| Professional fees | 335,270 | 71,504 | 56,560 |
| Publicity | 57,000 | 15,565 | 21,955 |
| Rent | 106,056 | 106,279 | 79,595 |
| Rental of equipment | 14,442 | 13,616 | 12,361 |
| Salaries | 1,105,736 | 1,075,130 | 803,540 |
| Special projects | - | 6,157 | 160,296 |
| Subscriptions | 980 | 526 | 243 |
| Technical and data development | 255,471 | 104,508 | 89,426 |
| Telephone | 12,780 | 11,540 | 8,007 |
| Travel, directors | 188,613 | 279,165 | 308,913 |
| Travel, staff | 151,334 | 143,473 | 141,410 |
| | \$ 3,251,139 | \$ 2,721,623 | \$ 2,418,059 |



18

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14% as a result of the implementation of an independent compensation review commissioned by the CSGA Board. All other expenses remained comparable on an adjusted basis.

High light Key Areas

Professional Fees – Much of the budgeted amount was recorded in the actuals as a separate project expense. – so the actuals and budgeted are much closer than they look

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Lower amortization due to decision not to move forward with investments in technology – Seed CERT 2.0 - Digital Certificate (subsequently accelerated by COVID).

Data Processing – higher due to Tornado – acceleration of back-up capacity development

Statement of Changes in Net Assets

Year ended January 31, 2020, with comparative information for the nine-month period from May 1, 2018 to January 31, 2019

| | INTERNALLY RESTRICTED | INVESTED IN TANGIBLE CAPITAL AND INTANGIBLE ASSETS | UNRESTRICTED | 2020 | 2019 |
|--|--------------------------|---|-------------------|---------------------|---------------------|
| Balance, beginning of year | \$ - | \$ 245,146 | \$ 2,137,075 | \$ 2,382,221 | \$ 2,231,095 |
| Excess of revenue over expenses | - | (4,070) | (406,776) | (410,846) | 141,188 |
| Remeasurements related to pension liability | - | - | 312,460 | 312,460 | 9,938 |
| Purchase of tangible capital and intangible assets | - | 46,186 | (46,186) | - | - |
| Amortization of tangible capital and intangible assets | - | (117,482) | 117,482 | - | - |
| Amortization of deferred capital contributions | - | 14,055 | (14,055) | - | - |
| Fund transfer for transition fund and contingency reserve | 2,000,000 | - | (2,000,000) | - | - |
| Balance, end of year | \$ 2,000,000 | \$ 183,835 | \$ 100,000 | \$ 2,283,835 | \$ 2,382,221 |

CSGA-ACPS
Canadian Seed Growers' Association
Association canadienne des producteurs de semences

20

The financial position of the association has decreased as of January 31, 2020, relative to the previous year, with the Association's net assets lower by \$98,386. There was an operational deficit of \$410,846 which was offset by an increase in the defined benefit pension fund asset of \$497,371. The continued high level of investment in the Seed Synergy Collaboration Project and a significant increase in pension fund portfolio performance are the principal explanatory factors respectively, for these changes.

The association's net assets have an operating reserve ratio of 60.74% (available net assets over total expenses). This ratio is equal to 75.51% when third party expenses that flow through CSGA are taken into consideration (Branch fee paid out, CFIA inspections). These ratios are down slightly from 2018–2019 levels of 61.08% and 79.86% respectively but are still very healthy.

As a result, the association has the financial ability to fund future programs and support its mission. However, continued high levels of investment in the Seed Synergy Collaboration Project are not sustainable without additional transitional revenues.

CSGA is committed to continuing its amalgamation negotiation with the four other national seed industry organizations as part of the Seed Synergy Collaboration Project. A temporary fee increase to fund this work was approved for 2020–2021, for up to three years, subject to annual review. The association should continue to target higher assets over current liabilities to ensure the required funds are available to meet future obligations.

It is expected to bring in an additional \$500,000

CSGA Financial Profile: 2017-2020

| Year | April 2017 | April 2018 | Jan 2019 | Jan 2020 | Total – 4 years |
|--|------------|------------|-----------|-----------|--|
| Net Assets Increase (decrease) | (18,283) | 166,824 | 73,676 | (98,386) | 126,831 |
| Surplus (draw down) | (353,147) | 266,946 | 97,127 | (410,846) | (399,920) – avg \$100 k / yr draw down |
| Liquid Net Assets | 1,897,116 | 1,986,864 | 2,137,075 | 2,100,000 | 202,884 |
| Pension Plan Fair Value of plan assets | 4,607,664 | 4,626,094 | 4,597,159 | 5,073,448 | 465,784 |
| Net of benefit obligation | 106,045 | 89,620 | 103,215 | 497,371 | 391,326 |

CSGA's core budget has increased over the last 4 years. However the quality and value add of the services that it provides through SeedCert and has increased as well.

The most significant increase in expenditures above those required for core business requirements is related to modernization and the Seed Synergy project in particular. Average of \$500k per year. More in 2020 (next slide).

In most of the last 4 years this money has come from a combination of operating surpluses (2018, 2019) and reserves (2017 and 2019). To January 31 2020, the cumulative impact of this incremental annual income has been to leave CSGA slightly better off (list by category of measure).

As a result, the organization is well positioned to manage the financial pressures associated with COVID and the amalgamation process.

CSGA Financial Update 2020-21 / 2022-22

Budget 2020-21 (February 2020)

Forecast Update (May 2020)

Scenarios (July 2020)

Considerations

CSGA's 2019-20 Fee Structure (Membership, Acreage, Varietal eligibility and other (mainly non-member) Seed Certification Services) is sufficient to cover normal operating expense.

However, it is not sufficient to cover sustained incremental effort of the type we have been experiencing for the last few years and this year in particular.

For this reason, the CSGA Board, following consultation with members, approved a temporary fee increase in 2020-21 , designed to generate an extra \$500 K. per year for up to 3 years (reviewed annually).

This additional revenue was meant to help maintain our traditional level of reserves (\$1.8 – 2.1 million) while at the same time underwriting a planned investment of approximately 500K in 2020-21 in the amalgamation process.

The CSGA Budget for 2020-21 (approved in early March 2020) targeted a small drawdown of reserves (100-200K) and was based on the assumption that the amalgamation transition process would extend through 2021-22 and that similar levels of investment would be required for that year and possibly 2022-23 as well. Why was this? Despite the ambitious targets, the amalgamation negotiations were proceeding slowly and an early (July 2020) agreement was seen as unlikely.

Subsequently, there were several negotiating breakthroughs in April and early May and the Board was required to revisit its assumptions, It did so on May 14, when it approved the ratification agreement. A number of projected 2021-22 expenditures were reprofiled to 2020-21. In addition, COVID related contingency expenditures and revenue reductions were added. The range of anticipated drawdown was increased (400-600K) .

This forecast range remains in effect.

What then should we expect for 2021-22. Based an analysis of two scenarios (successful amalgamation and failed amalgamation) we estimate a surplus of revenue over core CSGA business expenses of between 500K to 700K in 2021-22., if the current fee schedule remains in effect. So the Seeds Canada or CSGA 2.0 Board will have choices to make , but ample financial flexibility to make them.

The Board considerations in setting the 2021-22 Budget and Fees will include (member needs / priorities , target reserve ration, pension fund recovery scenarios – post COVID, modernization priorities and other amalgamation transition considerations)

Reflections

- 2011 : Government Prepares for Privatization of Field Inspections
- 2012 : Alternative Service Delivery Decision
- 2013: CSGA Begins Development of Digital Platform
- 2014: SeedCert Established-Digital Mindset Comes to CSGA.
- 2015: Continuous Technological Improvement Model (Seed Cert 1.0-2.0) Takes Hold

In reflecting on my 5 years with CSGA , it became clearer to me that any success achieved was built on the foundation established by my predecessor. I simply inherited the fruits of his labour and have been doing my best ever since, not to leave things worse off than I found them. Let me touch on the accomplishment of the 5 years prior to my arrival.

Reflections

- 2016: CSGA Modernization Process is Formalized – Seed Synergy Conversation Begins in Earnest
- 2017: Partner Convergence Begins - CSGA Strategic Plan, Seed Synergy Vision Statement
- 2018: Seed Synergy Green Paper – CSGA National-Branch Reset – Single Window Concept Begins to Take Form
- 2019; Seed Synergy White Paper Finalized- NSO Project Initiated
- 2020 : Amalgamation Agreement/Seed Regulatory Modernization Begins?

It has been a rewarding 5 years and an eventful one: From a conversation with members on CSGA's Strategic Direction and a parallel discussion with partners on Seed System Modernization begun in 2016 -- to the present there have been some important milestones. List them 2016 to 2020.

I am pleased and proud with what our Organization and the entire seed sector has accomplished in this time.

Pleased with how our Board has assumed leadership.

Pleased with how our Branches and National have come together as one unit

Pleased with the advancement in our technology and how CSGA modernization has positioned the whole seed and ag sector for future success.

Pleased with the dramatic improvement in service to members since ASD was announced 8 years ago and the progress on professional development

Most of all pleased with and proud of the CSGA Staff – whether CSGA 2.0 or Seeds Canada – you are in good a hands

Ultimately this has been 5 years of investment. Investment in personnel , systems and processes to build a shared vision for the future.

NONE OF THIS POSSIBLE WITHOUT YOUR (MEMBER) SUPPORT AND FUNDING

Thank You

President's, Executive Director's Reports - Q&A



Appointment of Association Auditors Speaker



Jonathan Nyborg
President



25

Appointment of Association Auditors

Motion to appoint KPMG auditors of the Association for the ensuing year at the remuneration to be set by the Board of Directors.

Moved by André Lussier; Seconded by Roy Klym



24

On the advice of the CSGA Audit Committee, the Board recommends the appointment of KPMG as auditors of the Association for the ensuing year at the remuneration to be set by the Board of Directors.

Nominations Report Speaker



Kevin Runnalls
Past President

Nominations Report 2020

CSGA Nomination Committee Chair: Kevin Runnalls

Nominations Report

The following have been **elected** by the members of their respective Branches for appointment as Grower Directors to the CSGA National Board:

- **British Columbia:** David Wuthrich
- **Alberta:** Glenn Logan and Scott Horner
- **Saskatchewan:** Roy Klym and Laurie Wakefield
- **Manitoba:** Eric McLean and Ryan Murray
- **Ontario:** David MacKellar and Dale Connell
- **Quebec:** André Lussier and Martin Provencher
- **Maritimes:** Jim Baillie and Peter Boswall

The following have been named for appointments to the CSGA National Board by their respective Provincial Ministers as Advisors to the Board.

- **Lori Vickers** of British Columbia
- **Marc MacNaughton** of Alberta
- **Mitchell Japp** of Saskatchewan
- **Chami Amarasinghe** of Manitoba
- **Joanna Follings** of Ontario
- **Djiby Sall** of Quebec
- **Peter Scott** of New Brunswick
- **Steven Tattrie** of Nova Scotia
- **Steven Hamill** of Prince Edward Island

Nominations Report

The following three individuals were appointed to the CSGA Board of Directors for 2020 – 2021:

- **Joe Rennick** of Milestone, Saskatchewan
- **Jonathan Nyborg** of New-Denmark, New Brunswick
- **Bryan Harvey** of Saskatoon, Saskatchewan

The following individuals will represent the CSGA Executive Committee for 2020-2021.

- **Joe Rennick** of Milestone, Saskatchewan as President
- **Dale Connell** of Palmerston, Ontario as First Vice President;
- **Laurie Wakefield** of Maidstone, Saskatchewan, as Second Vice President;
- **Djiby Sall** of Quebec, Quebec as Provincial Ministry representative; and
- **Jonathan Nyborg** of New-Denmark, New Brunswick as Past President

Nominations Report

Motion to approve the 2020 Nominations Report as presented to the membership to elect the nominees identified to the CSGA Board of Directors.

Moved by Peter Boswall; Seconded by Glenn Logan



Resolutions Report

CSGA Resolution Committee Chair: Kevin Runnalls

As Chair of the Resolutions Committee, I will continue with the Resolutions Report. This report provides responses to members on 2019 resolutions that were carried by members in attendance at the Whistler, BC Annual General Meeting in July 2019.

2019 Resolution #1

WHEREAS: A lot of effort went into making the 2019 CSGA Annual Meeting in Whistler, British Columbia a success; and

WHEREAS: Numerous organizations provided funds to assist with the financing of the Annual Meeting

THEREFORE BE IT RESOLVED: That CSGA extend thanks to all the speakers, special guests, members of the local organizing committee, staff and all level of sponsors for their efforts and contributions to the 2019 CSGA Annual Meeting in Whistler, BC.

Moved by: Dave Wuthrich, **Seconded by:** Jonathan Nyborg **CARRIED**

Response to Resolution #1

All those who contributed to the 2019 CSGA Annual Meeting in Whistler, BC were thanked by CSGA.

2019 Resolution #2

WHEREAS: Canadian Seed Growers' Association has membership of over 3,000 members, mostly individual or family farms;

AND WHEREAS: Certified seed is the foundation of progressive agriculture;

AND WHEREAS: All the royalties to be collected in any of the Value Creation models will be fully funded by the Seed Growers and Commercial Growers;

THEREFORE BE IT RESOLVED: That the CSGA membership receive at least 2/3 (66.67%) of the positions at the governing table of the newly created Seed Synergy organization.

Moved by: Ed Lefsrud, **Seconded by:** Kevin Runnalls **AMENDED**

AMENDMENT

WHEREAS: Canadian Seed Growers' Association has membership of over 3,000 members, mostly individual or family farms;

AND WHEREAS: Certified seed is the foundation of progressive agriculture;

AND WHEREAS: Seed growers have a personal and vested interest in the seed industry;

THEREFORE BE IT RESOLVED: That the CSGA Board maintain the recognition of CSGA membership size both in terms of membership numbers and financial contribution representation on the new Board of a National Seed Organization.

Moved by: Shannon Bieman, **Seconded by:** Joe Hickson **CARRIED**

Response to Resolution #2:

The proposed Seeds Canada Board of Directors includes 7 regional positions and an additional designated seed grower position amongst the four value chain seats. This provides the opportunity for former CSGA members to hold at least two thirds of the seats.

2019 Resolution #4

WHEREAS: The board of CSGA has asked for comments and ideas about Seed Synergy;

AND WHEREAS: As the industry moves forward and any proposed model must be achievable, affordable and acceptable to the CSGA membership;

THEREFORE BE IT RESOLVED: That the board of CSGA consider the model proposal of CSGA, CSI and CSAAC join together and have memorandums of understanding with CSTA, CPTA and CropLife.

Moved by: Carl Bolton, **Seconded by:** Ron Markert **CARRIED**

Response to Resolution #4:

The CSGA Board determined there was not sufficient support from the partners for the proposed

Motion to approve the Resolutions Report as presented to the membership

Moved by Jim Baillie; Seconded by Eric McLean



Awards Nominees

CSGA Awards Committee Chair: Kevin Runnalls

This year, the CSGA Board would like to honor distinguished seed growers with the Robertson Associate Award and sector stakeholders with the Honorary Life Award. Seeing as we can't present these distinguished individuals with awards in person, they've all graciously agreed to receive their award in the presence of their peers at the 2021 Annual Meeting in Winnipeg, Manitoba. With that said, we couldn't let the opportunity to shine a little light on them in 2020. Please join us in congratulating...

Slide 38: Awards Slide 1/2

CSGA Award Recipients 2020

Honorary Life – Robertson Associates



Calvin Pitura
Domain,
Manitoba



Chris Ens
Reinland, Manitoba



Rick Rutherford
Grosse Isle,
Manitoba



Terrence Ardell
Vanscoy, Saskatchewan



19

Slide 39: Awards slide 2/2

CSGA Award Recipients 2020

Honorary Life



Jennifer Mitchell Fetch
Brandon, Manitoba



Jennifer Seward
Carman, Manitoba



Tom Fetch
Brandon,
Manitoba



18

Break
1:45pm – 2:00pm

Amalgamation Update Session

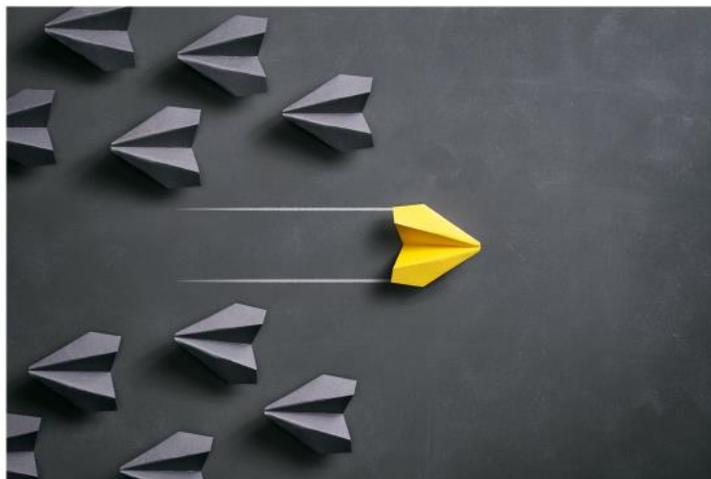


Jonathan Nyborg
Past President / Session Chair

The Annual Meeting has now resumed, and we will proceed with an update on the proposed Seeds Canada Amalgamation. I am now your Past President and I will be your Session Chair today. For the past year, Roy Klym, a seed grower from Saskatchewan, and I have represented you around the amalgamation negotiations table. And if the amalgamation proposal is ratified, I will be the Seeds Canada director for the Atlantic Canada. I will facilitate discussion and ensure that all points of view are heard. I will help answer any questions you may have about the amalgamation proposal and along with my CSGA Board colleagues, explain why our Board of Directors chose to recommend the amalgamation proposal to you. I will kick things off and will

be followed by Chris Loreto from Strategy Corp. Chris will run you through the nuts and bolts of the amalgamation proposal. Chris will be followed by 5 of our CSGA Directors. Each will bring his unique personal and regional perspective to the question why amalgamation is in the best interests CSGA and the seed certification system and whether it is also in the best interests of seed growers

A Once in a Generation Opportunity



Several things have driven the seed industry in recent times, technological change, the move by government to download regulatory activity not directly related to human health and safety and the separation of urban Canada from the food production system. Alternative service delivery was the first indication of this and was thrust upon us without prior discussion and there was already talk of “seed regulatory modernization”. So, in 2015, CSGA hired a new executive director, who could work with all of the CSGA’s partners, including government, to position seed growers and the seed sector for success. After the Board began to develop a Strategic Plan to guide the CSGA through a modernization exercise and the potentially turbulent times ahead, discussions with our Seed Synergy partners began in earnest. The intent was to prepare for discussions with the Canadian Food Inspection Agency on a next generation seed system for Canada – what CFIA has described as a **“once-in-a-generation” opportunity for a holistic review of Canada’s seed regulatory framework**. The idea of a single national seed organization was also discussed at this time.

Coming Together



40

The CSGA has invested significantly over the past five years on modernization and Seed Synergy with excellent results. Significant improvements have been made to our information management systems, Circular 6 and the procedures it contains, and our human resources. The Board and its committees have also been improved as has the collaborative relationship with the Branches. The development of a shared industry-government vision for the seed sector including the amalgamation proposal, now before you, although difficult, was also successful and resulted in a **“Green Paper” in 2017** which was followed by **extensive consultations with members** and then a **“White Paper”, published in late 2018**.

The White Paper set out a vision for an **industry-led, government-enabled “next generation seed system” for Canada**. At the centre was the concept of a seed certification system delivered by the private, not-for-profit sector in cooperation with the CFIA with a “single window” for seed regulatory services and increasing use of information management and information technologies.

Most seed growers accept and support the CSGA’s recent modernization initiatives, but many are concerned with the proposal to amalgamate with the four other organizations. While few would argue against consolidating the regulatory aspects of Canada’s seed system through a merger of the CSGA and the CSI, **many have questioned the wisdom of joining with the trade**.

The **Board of Directors of the CSGA struggled with this question for some time**. It is true that there are some fundamental differences between the two groups, **Boots versus suits**, as some people describe it. **There are also similarities**, including a passion for seed and the **family nature of so many seed enterprises**. One common theme that both the grower and the trade annual meetings have had in common, **is the focus on families and relationships**. Despite the intense competition that characterizes the Canadian seed sector growers and companies

recognize the importance of people and working together for the benefit of all in a strong and supportive community.

So that's what this amalgamation is about – about coming together; about dispensing with the “us” and “them” labels; about working cooperatively for a better future for all; about listening and learning; about finding ways to prepare for an uncertain future; about creating that future together.

Times Are Changing



Potential for conflict of interest between the regulatory and the advocacy mandates within a single organization has been mentioned as a concern but this can be managed through a formal agreement between Seeds Canada and the CFIA. The Seed Synergy partners committed to a strong regulatory system in the White Paper.

Collectively, the CSGA representatives on the Seed Synergy Oversight Committee, the Executive Committee, the members of the Board and CSGA staff invested countless hours to reach the best possible amalgamation agreement. Regular meetings to discuss and refine **CSGA positions** and **coordination with provincial branches** ensured that CSGA's leadership was fully informed and that the **issues of greatest importance to the CSGA were addressed**.

CSGA would have preferred more time to develop a more complete package and a deferral of the amalgamation ratification vote until later this year or early 2021, COVID-19 was a game-changer. Post-COVID-19, public finances for programs not directly related to the health and safety of Canadians will be threatened. Rather than wait for the axe to fall again, the seed sector must move quickly. And given that this discussion has been going on for almost five years, it is time to decide.

For some of us, **this is a difficult decision**. The CSGA founded in 1904 has a proud 116-year tradition of serving Canadian agriculture. To suggest that it should no longer exist as a separate entity does not come easily. Others recognize that **times have changed** and that seed growers could be better off by joining forces with our seed sector partners.

The Road Less Travelled?



The Road Not Taken

*Two roads diverged in a yellow wood,
And sorry I could not travel both
And be one traveler, long I stood
And looked down one as far as I could
To where it bent in the undergrowth;*

*Then took the other, as just as fair,
And having perhaps the better claim,
Because it was grassy and wanted
wear;
Though as for that the passing there
Had worn them really about the same,*

*And both that morning equally lay
In leaves no step had trodden black.
Oh, I kept the first for another day!
Yet knowing how way leads on to way,
I doubted if I should ever come back.*

*I shall be telling this with a sigh
Somewhere ages and ages hence:
Two roads diverged in a wood, and I—
I took the one less traveled by,
And that has made all the difference.*

- Robert Frost



In the final analysis, it was the potential benefits of a Seeds Canada over the status quo that was convincing: **a single, national seed association, speaking with one voice to government, rather than five or six different voices**; a single organization to provide **regulatory services** in a modern, efficient manner, rather several organizations; an organization able to invest the necessary **resources** in its members and staff to achieve the best possible outcomes for all; a **streamlined, focused** organization that is more **efficient** and **effective**; and an organization that is **positioned to assume greater responsibility** for designing and delivering the seed regulatory functions for the benefit of our members, seed sector stakeholders and Canadian agriculture.

If the Seed Synergy organizations ratify the amalgamation proposal, by a two-thirds majority of the members of each organization, the hard work of your OC representatives, Executive Committee, Board and staff will have ensured that that the incoming Board of Seeds Canada has an excellent roadmap for the transition to the new organization. The CSGA promoted the inclusion of a number of measures to ensure that Seeds Canada: benefited from strong **regional representation**; that **seed certification** occupies a **central position** in the new organization and that **Regional Seed Associations** are able to nominate individuals to the Seed Certification Committee; that **distance voting** on important issues, including the election of directors to the Board, was enshrined; that both **English and French** are the languages of the organization; that a high level implementation plan and budget was agreed beforehand to ensure **business continuity**; and that membership and service fees would be **reasonable** and **proportionate**.

Ultimately, we must decide – whether to continued on our familiar path OR to take that other fork - in Robert Frost's words – THE ROAD LESS TRAVELLED.

In either case, we cannot know for sure what lies around the bend.

The Future is in Your Hands



Much will depend on the new Board. There are many familiar faces on the inaugural Board of Seeds Canada and a lot of talent. It will take some time for them to work out details of the transition and the final structure of the organization, but they will be guided by the work that has already been done and the ongoing advice of an experienced, dedicated and professional staff.

Much will also depend on the members of Seeds Canada, especially the voting Business Class members, and their commitment to building a world class organization. Even if only 10 per cent of the over 2000 grower businesses choose to become members, they will be a driving force in the new organization. Ultimately, the decision to amalgamate will almost certainly be a good one for seed growers **if** they choose to be active in the new organization.

It is the duty of the Directors of the Board of an organization to make decisions that are in the best interest of the organization and its stakeholders. Your CSGA Board, after much deliberation and soul-searching, determined that the proposal to amalgamate with the other four organizations based on the Amalgamation Agreement was sound and to put it to a vote of the members. As a member, you have no such obligation to the CSGA and can vote in your own interest. I encourage you to read the material you have been provided, to consider the pros and the cons, to engage with other seed growers and to learn more. And I encourage you to vote.

With that, I'd like to wish you all good health and great crops.

Speaker



Chris Loreto
Principal, StrategyCorp

It is great to be with you all today. I want to spend the next few minutes going over some of the key elements of the proposed design for Seeds Canada. This presentation will only touch on some of the details of the proposed amalgamation and creation of Seeds Canada. For more information, I encourage you to get the full ratification package on the CSGA website.

Amalgamation Ratification Package

- The Amalgamation Ratification Package that will be provided to members includes the following documents:
 - **The Articles of Amalgamation:** This sets out the purpose of the new Seeds Canada organization.
 - **The Amalgamation Agreement:** This sets out the legal terms and conditions for amalgamation amongst CSGA and its amalgamating partners. This document also provides the names and terms of the inaugural Board of Directors of Seeds Canada.
 - **The Seeds Canada General By-law:** This is the general by-law that will govern Seeds Canada and its governance and conduct of its business activities.
 - **The Special Resolution of Members:** This document sets out the resolution that members are being asked to vote on to approve the amalgamation and the creation of Seeds Canada.
 - **The Seeds Canada Business Plan:** This document, which is the focus of this webinar, sets out the business plan to get Seeds Canada up and running.
 - **Frequently Asked Questions on the Amalgamation:** This document provides answers on frequently asked questions from members on the amalgamation process and Seeds Canada.

This package is available on CSGA's website and will also be provided to CSGA members in hard copy via mail

47

Let's start by going over what is in the ratification package just mentioned.

The Amalgamation Ratification Package being provided to members includes the following documents:

The Articles of Amalgamation: This sets out the purpose of the new Seeds Canada organization.

The Amalgamation Agreement: This sets out the legal terms and conditions for amalgamation amongst CSGA and its amalgamating partners. This document also provides the names and terms of the inaugural Board of Directors of Seeds Canada.

The Seeds Canada General By-law: This is the general by-law that establishes the framework of Seeds Canada's governance and business activities.

The Special Resolution of Members: This document sets out the resolution that members are being asked to vote on to approve the amalgamation and the creation of Seeds Canada.

The Seeds Canada Business Plan: This document, which is the focus of this webinar, sets out the business plan to get Seeds Canada up and running.

Frequently Asked Questions on the Amalgamation: This document provides answers on frequently asked questions from members on the amalgamation process and Seeds Canada.

We would encourage you to read these documents carefully and participate in town halls and other events CSGA will be hosting to answer members questions on the Amalgamation Ratification Package.

Seeds Canada: Services, Membership, and Fees and Finances

| | |
|--|---|
|  <p>Services</p> | <ul style="list-style-type: none"> •Seeds Canada will provide all of the regulatory, member, and client services currently offered by the amalgamating partners today – from seed certification to trade facilitation •Professional development for the seed industry will be expanded •English and French are the languages of the Corporation |
|  <p>Membership</p> | <ul style="list-style-type: none"> •All current members of the five amalgamating partners in good standing will be grandfathered into Seeds Canada at inception •There will be three classes of members: Seed Industry Business Class, Seed Industry Professional Class, Seed Industry Affiliate Class •Seed Industry Business Class members will have voting rights •Membership in the Seeds Canada will be voluntary |
|  <p>Fees and Finances</p> | <ul style="list-style-type: none"> •Members of the five amalgamating organizations will pay grandfathered membership fees at inception (i.e. membership fee will be the total amount paid by each member to the five organizations) •Seeds Canada will have two main types of fees – Membership Fees and Service Fees •Seeds Canada will bring together the financial resources of the five associations, creating a financially stronger organization |

I will spend the balance of this presentation on the governance structure of Seeds Canada. However, before I do that, I do want to speak to the service scope, membership structure, and fees and finances of Seeds Canada

In terms of services, Seeds Canada will provide two types of services: Member Based Services and Client Based Services.

- Member Based Services are services exclusive to members of Seeds Canada such as communications, professional development programming, and advocacy.
- Client Based Services are services associated with seed industry regulation or operation (e.g., seed crop certification, Registered Seed Establishment accreditation, and training for seed quality assurance activities) and non-seed services such as organic certification.

On Day 1, Seeds Canada will continue to deliver the 36 services that are currently being delivered by the five Seeds Synergy Partners.

In terms of Seeds Canada's Membership Structure, there will be three classes of members: Seed Industry Business Class, Seed Industry Professional Class, Seed Industry Affiliate Class.

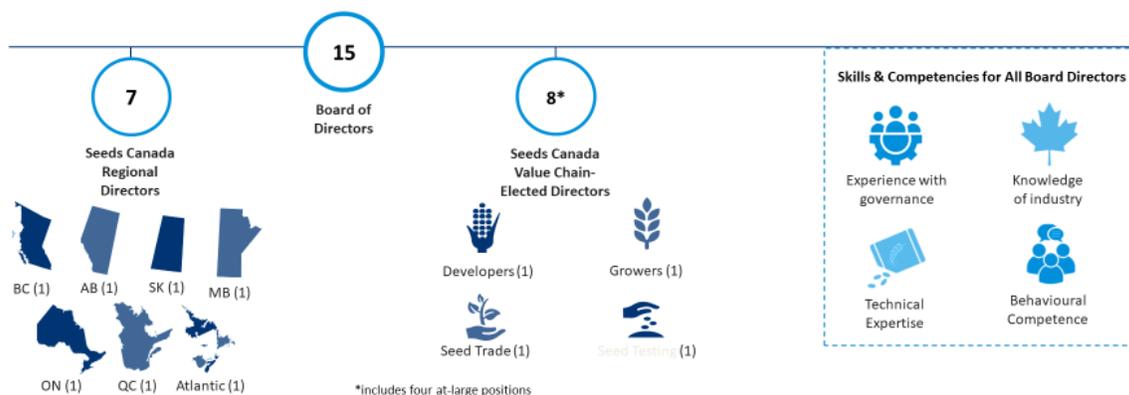
The Seed Industry Business Class will be the voting class in Seeds Canada.

On Day 1 of Seeds Canada, all current members of the five amalgamating partners will be grandfathered into Seeds Canada.

Lastly, with respect to fees and finances, those who are grandfathered into Seeds Canada will pay the same total amount of fees that they paid in the most recent fiscal year to the amalgamating associations/organizations of which they were members.

- So, in the case of current CSGA members, if a farm wishes to be grandfathered in as a Seed Industry Business Class Member, they will pay \$240 for that membership. If the farm is a member of another national seed organization, they would also pay that fee.
- Individuals listed on seed crop certificates issued by the CSGA in 2020 will have the opportunity to be grandfathered into the Seed Industry Professional Class for \$25.00.

Seeds Canada: Governance



- After the Inaugural Board, Board directors will hold office for 2 years. Elections will be staggered to ensure continuity across election cycles
- The Board will be elected by the Seed Industry Business Class Members of Seeds Canada. All Seed Industry Business Class Members will be entitled to cast a ballot, in person at an AGM, or through electronic or mail-in ballot



Like any Board of Directors, the Seeds Canada Board will be responsible for approving the organization's strategy, business and risk management plans, approving budgets, signing off on advocacy positions, supporting the growth and diversification of the organization's membership, and overseeing succession planning of the Board and the Executive Director of the organization.

The Seeds Canada Board of Directors has been designed to balance value chain and regional perspectives. Seeds Canada will have directors from seven regions. These regions are:

BC
 Alberta
 Saskatchewan
 Manitoba
 Ontario
 Quebec, and
 Atlantic

It will also have directors from the seed industry value chain:

Developers
 Growers
 Trade, and
 Testing.

In addition, consistent with leading governance practice, a skills matrix will be used to ensure that the Board has access to candidates who collectively bring the breadth and depth of skills,

knowledge, and experienced necessary for it to effectively conduct its fiduciary, oversight, and policy making responsibilities.

After the Inaugural Board, Board directors will hold office for 2 years. Elections will be staggered to ensure continuity across election cycles.

The Board will be elected by the Seed Industry Business Class Members of Seeds Canada. All Seed Industry Business Class Members will be entitled to cast a ballot, in person at an AGM, or through electronic or mail-in ballot.

Seeds Canada Governance: Inaugural Board of Directors



Glenn Logan
Alberta



Brent Collins
At-Large



Eric McLean
Grower



Quentin Martin
Ontario



Daniel Lanoie
At-Large



Ellen Sparry
Trade



Jonathan Nyborg
Atlantic



Holly Gelech
At-Large



Jeff Reid
At-Large



Nick Sekulic
British Columbia



Jeff Loessin
Developer



Lyndon Olson
Saskatchewan



Annie Bergeron
Quebec



Dianne Gilhuly
Analyst



Jim Wilson
Manitoba

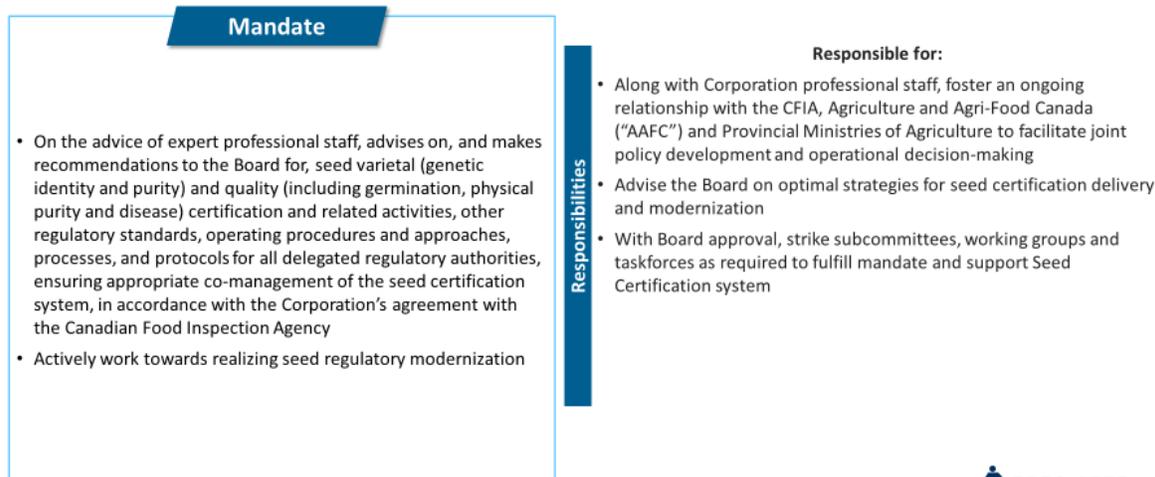


On Day 1 of Seeds Canada, a 15-member board of directors will be in place. This Board will consist of one representative from each of Seeds Canada's seven regions, and one representative from the four value chain segments, plus four additional members who will be 'at-large' directors.

The Inaugural Board of Directors is presented on this slide.

This Inaugural Board of Directors achieves the balance of regional and value chain representation and includes individuals with the depth and breadth of skills, knowledge, and experience to successfully launch Seeds Canada.

Seed Certification Committee: Mandate and Responsibilities



The Seed Certification Committee's responsibilities may change over time as Seeds Canada assumes new delegated authorities

Now, let's turn our attention to going into some detail on one of the Board Committees that will be of interest to CSGA members - the Seed Certification Committee.

- The Seed Certification Committee's mandate is to advise on, and make recommendations to the Board for, seed varietal and quality certification and related activities, other regulatory standards, operating procedures and approaches, processes and protocols for all delegated regulatory authorities, and ensuring appropriate co-management of the seed certification system, in accordance with the Corporation's agreement with the Canadian Food Inspection Agency.
- Along with Corporation professional staff, the Committee is to work to foster an ongoing relationship with the CFIA, Agriculture and Agri-Food Canada and Provincial Ministries of Agriculture to facilitate joint policy development and operational decision-making.
- The Committee is to also advise the Board on optimal strategies for seed certification delivery and modernization and it may, with Board approval, strike subcommittees, working groups and taskforces as required to fulfill its mandate and support the Seed Certification system.

Seed Certification Committee: Structure

| Composition | Number | Description |
|---|-------------|---|
| Board Director | 1 | <ul style="list-style-type: none"> On the advice of Governance and Nominating Committee The appointed director shall serve as chair of the Committee |
| Seeds Canada Members (voting) | 10 | <ul style="list-style-type: none"> 7 Appointed by the Board of Directors based on nominees from Regional Seed Associations Membership diversity (i.e. value chain, regional representation, background, etc.) and experience and knowledge of the science and practice of seed production |
| NSO Staff / Experts (non-voting) | As Required | <ul style="list-style-type: none"> Management-level staff working in certification and regulations Operationalizes direction of the Seed Certification Committee One Senior Science Advisor and one Secretary serving the committee |
| Federal Government (CFIA, AAFC) Advisors (non-voting) | 2 | <ul style="list-style-type: none"> Federal government liaisons working in Seed Certification |
| Provincial Government Advisors (non-voting) | Up to 10 | <ul style="list-style-type: none"> Provincial agriculture officials may be invited to attend as observers |

In terms of its structure, the Seed Certification Committee will consist of one Board Director who will serve as Chair of the Committee (or an appointee as determined by the Board for the first two years post-amalgamation).

- As a point of interest for CSGA members, the Inaugural Seed Certification Committee will be chaired by Roy Klym.

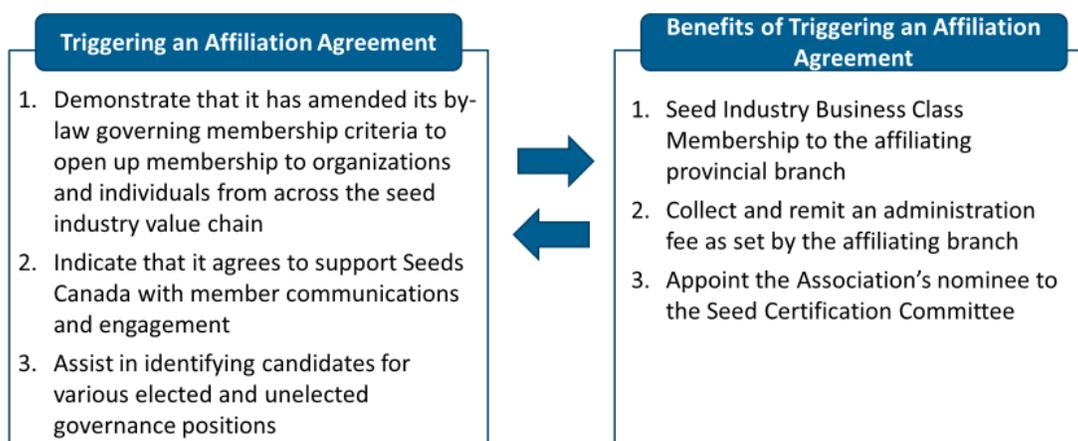
The Seed Certification Committee will have an additional 10 members.

- There will be a committee member drawn from each of Seeds Canada's seven regions. These individuals will be nominated by regional seed associations and appointed by the Seeds Canada Board of Directors. I will explain more about this process in a moment when we discuss Affiliation Agreements for Regional Seed Associations.
- The Board will appoint three other members based on the value chain, skills, knowledge, and experience needs of the Committee.

Management staff will be included as appropriate in a non-voting role

As government relationships are important to the success of the overall industry, two federal (CFIA and AAFC) advisors or liaisons can be part of the Committee as non-voting members. In addition, up to 10 provincial advisors (non-voting) can be invited to attend as observers.

Affiliation Agreement: Regional Seed Associations



To support structuring a regional presence for Seeds Canada, Seeds Canada's General By-law will establish a procedure and timeline to enable CSGA Provincial Branches to become affiliate organizations of Seeds Canada through an affiliation agreement (to be known as Regional Seed Associations).

In order to trigger the affiliation arrangement, a CSGA provincial branch will do three things:

- One, demonstrate that it has amended its by-law governing membership criteria to open up membership to organizations and individuals from across the seed industry value chain;
- Two, indicate that it agrees to support Seeds Canada with member communications and engagement; and,
- Three, assist in identifying candidates for various elected and unelected governance positions.

In exchange to agreeing to these three requirements, Seeds Canada would confer a Seed Industry Business Class Membership to the affiliating provincial branch, collect and remit an administration fee as set by the affiliating branch, and accept and appoint the Association's nomination for a regional position on the Seed Certification Committee (on demonstration that the Association undertook an open and fair nominating and vetting process for arriving at their nominee).

For the first three years of operation, or until a CSGA branch enters into an Affiliation Agreement, the Board of Seeds Canada will act as if an Affiliation Agreement is in place with CSGA branches. This includes collecting and remitting provincial branch fees that are currently collected and remitted to branches by CSGA. Members should also consult the Seeds Canada General By-law for the specific procedure and timeline.

Implementation Planning

- Upon successful ratification votes before September 1, the Implementation Period will commence on or before October 15
- During this period, CSGA and its partners will be collaborating and coordinating on the execution of the Seeds Canada 100 Day Implementation Plan
- The execution of the Implementation Plan will involve a governance structure that is a hybrid of existing staff and consulting resources along with the integration of the Seeds Canada Board of Directors (through a Transition Committee)
- Day to day implementation work activities will be delivered by an Amalgamation Secretariat which will report to the Transition Committee and coordinate with the EDs of the five amalgamating organizations



I want to finish my presentation by speaking to implementation planning for the amalgamation and the creation of Seeds Canada.

Implementation will only commence once every amalgamating organization has achieved positive votes on the amalgamation from their respective memberships.

However, a Seeds Canada Implementation Plan has been developed that will be actioned once all organizations have held successful votes.

This Seeds Canada Implementation Plan includes 11 key implementation categories, from governance to regulator engagement, with more than 160 implementation activities to be completed pre- and post-amalgamation.

Upon successful ratification votes, the Implementation Period will commence for the amalgamation of the five organizations and the creation of Seeds Canada.

During this period, CSGA and its partners will be collaborating and coordinating on the execution of the Seeds Canada Implementation Plan.

The execution of the Implementation Plan will involve a governance structure that is a hybrid of existing staff and consulting resources along with the Seeds Canada Board of Directors through a Transition Committee.

Day to day implementation work activities will be delivered by an Amalgamation Secretariat which will report to the Transition Committee and coordinate with the EDs of the five amalgamating organizations.

CSGA Directors' Perspectives on Amalgamation



Scott Horner
(Alberta)



Roy Klym
(Saskatchewan)



Eric McLean
(Manitoba)



Dale Connell
(Ontario)



André Lussier
(Quebec)

Scott Horner



Scott, you are a past President of the CSTA and you are an Alberta seed grower. You have seen firsthand, both sides of the street.

What new opportunities will Seeds Canada provide for seed growers?

What risks does Seeds Canada pose for those same businesses?

Assuming the amalgamation vote is positive, what work needs to be done to ensure the historic launch of Seeds Canada is a success?

What new opportunities will Seeds Canada provide for seed growers?

- To do more... to have the focused resources of the entire sector aligned behind key seed grower priorities.
- To gain an advocacy voice... CSGA is a regulatory body, it has no advocacy mandate, gaining a strong, coordinated advocacy voice will benefit growers

What risks does Seeds Canada pose for those same businesses?

- Change is hard, fear of the unknown and fear of loss is what can cripple the process... the risk many fear is that seed growers will lose their role in delivery of seed crop Certification and that seed growers will lose their voice.
- Risk of increased fees, this is a real risk regardless of what industry association you belong to... and this risk exists whether CSGA stands alone or amalgamates with Seeds Canada... The Seeds Canada commitment to grandfather and maintain membership fees is a good start, and the fact that a majority of the directors are seed growers gives me confidence that a fair, practical and equitable structure will be put in place

Assuming the amalgamation vote is positive, what work needs to be done to ensure the historic launch of Seeds Canada is a success?

- I think it's really important the new Seeds Canada Executive Director, the staff and the new Board of Directors invest in team building and a significant onboarding program that informs everyone of the Seeds Canada mandate and builds consensus around how to achieve it. I think one of the challenges that hasn't been addressed is that each association has preconceived and often inaccurate notions about the priorities, objectives and responsibilities of the other associations. Predictably each association has an elevated sense of importance. It's time we all take a step back and recognize how hugely interdependent we are on each other... each group is an important link in the supply chain, no group is more important than the other... industry develops new products, seed growers produce the seed and that seed is sold by both groups. CSI, CPTA and CSAAC are critical cogs driving the system that results in a producer purchase and all of us getting paid. So I feel it's critical at the outset that the new board, staff and ED all have an accurate understanding of the responsibilities and priorities each of the individual associations has, without this knowledge there will be unnecessary conflict at the board table and an inability to achieve Seeds Canada goals.

Roy Klym



Roy, you represented CSGA branches in the Seeds Canada amalgamation negotiations. You are past president of the Saskatchewan Seed Growers and you are a large and successful independent Saskatchewan seed grower.

What opportunities will Seeds Canada provide for independent seed growers?

What risks does Seeds Canada pose for those same businesses?

What needs to happen with Seeds Canada to ensure that it is a positive force for independent seed growers?



Q: What opportunities will Seeds Canada provide for independent Seed Growers?

The 1st one that comes to mind are the efficiencies that are possible by leveraging technology to the certification services under a single organization. Too many times we must input the exact same information several times to different agencies. This is time consuming and wasteful.

Secondly is the access to a much larger networking community to identify and develop new and innovative business opportunities if the Seeds Canada board embraces all eligible members.

What risks does Seeds Canada pose for those same businesses?

A reluctance of the Seeds Canada board to recognize the input and important contributions of the grass roots members. To have “Suits rather than Boots” serving on the board of directors and various committees. One of Seeds Canada’s Goals is “Building a strong, united voice for Canada’s seed industry that successfully advocates for industry needs and interests” Will growers be considered as part of the industry if the board is dominated by “suits”?

An increase in the fee structure of grower members to carry a larger portion of Seeds Canada operating budget. If a large portion of growers decide to become clients thereby reducing member numbers the service entry fee portion of certification will have to increase to pay for the rest of the organization.

What needs to happen with Seeds Canada to ensure that it is a positive force for independent seed growers?

Seeds Canada will need to prove within the first year that it is providing “ Real Value” for the money spent by grower members on membership. How this is accomplished is a daunting task as each and every member has a different definition of what is real value for their business.

Many of us place very little value on advocacy and social license. Yet these are becoming increasingly important in today’s society and a more unified voice nationally working in conjunction with focused independent regional associations should prove to be very cost and results effective.

Eric McLean



Eric, you and your family grow pedigreed seed and run a successful Manitoba seed company. You are past president of the Manitoba Seed Growers. You are a strong proponent of Seeds Canada and you are one of its proposed initial directors.

What new opportunities will Seeds Canada provide for seed growers?

What risks does Seeds Canada pose for those same businesses?

Why should seed growers have confidence in the proposed Seeds Canada Board of Directors to balance the interests of large and small seed businesses?



What are the opportunities that Seeds Canada will provide for seed growers?

There are many opportunities that will come from amalgamating the seed industry into one entity. As I reflect upon this, I believe that the immediate benefits will be in the areas of communications, project development, marketing, and advocacy.

Opening clear and honest communications will provide time savings, ability to converse frankly, and build cohesion around how everyone is important in the seed system. Right from grassroots to suits, the industry will evolve to this understanding as each entity gets to know each other and the role they play in the industry.

Project development will be enhanced because both sides of the story will be heard early before wrong paths are chosen. In the past, many projects proceeded before concerns were fully understood and I believe that seed growers will provide important feedback and information to educate industry partners as to how farmers needs must be addressed.

Marketing efforts improve as product creation becomes more effective due to improved communications and the value of seed and seed products becomes entrenched. In many circles the gap between plant breeder, company, grower, and farmer can lead to misalignment of priorities for varietal development. The hope is with one entity that all these groups will come together to work to providing valuable seed solutions.

Currently there is no voice for seed growers or the other regulatory and service providers to be heard. The trade has a lobby seat to ask government to listen to concerns, but otherwise we

are not heard. With the creation of Seeds Canada: growers, regulators and analysts will now have the ability to craft unified messaging.

Q: What risks does Seeds Canada pose for small businesses?

Histories of these organizations are combining soon. Legacies only last as long as they remain relevant and provide value. Its risky to alter existing organizations that function well. Disruptions cost money and weaken budgets and abilities to function properly. If Seeds Canada fails to provide value to members while fees are adjusted to accommodate the new organization growth then small enterprises (whether they are growers, industry, or service) will not be happy. Seeds Canada must ensure transparent workings with excellent communications to its members to be able to prove it's doing the best possible effort to grow and excel the Canadian Seed Industry.

Q: Why should seed growers have confidence in the proposed Seeds Canada Board of Directors to balance the interests of large and small businesses?

My own operation includes all facets of seed production. This puts me in a position to understand why its important to proceed with the amalgamation to create Seeds Canada.

I am a seed grower, and represent the farm that produces seed by seeding, caring for, and harvesting the best seed I can grow.

My wife runs the seed enterprise, which facilitates production, roguing, cleaning, grading, logistics, sales and marketing of the seed that my farm grows (as well as the seed that our many contract growers produce as well).

Most people would agree that marriages are one of the ultimate unions. As such they require constant attention and communication to ensure success. A successful union also requires that each partner looks out for the other.

My wife and I have a team of employees that we communicate with them to guide the seed production process everyday. Many of them work with both operations as seasonal requirements demand. Our salesman runs a combine so he can see how the crop feels and performs, while our seed plant staff are roguing and doing crop inspection.

We are not conflicted and confused about asking farm employees to discuss needs that arise with staff that regulate and condition product, because they share constructive ideas that make our farm and business the best that we can be.

We plan, work, and develop together.

As one of the people chosen to sit on the inaugural Board of Directors of Seeds Canada, I plan to work together to create a cohesive team with the other board members. I can assure you,

that all of those chosen to be on that first board do not have failure in mind. There may be troubles, but all directors have the goal of achieving excellence in the Canadian Seed Industry. If everyone keeps the goal in mind, then the future will be full of possibilities for generations to come. That is continuing the legacy of what the CSGA and CSTA set out to do many years ago.

Dale Connell



Dale, you and your family have a long history with CSGA and the Ontario Seed Growers Association. You are on the Board of the Canadian Seeds Institute and you are on the CSGA Executive.

What new opportunities will Seeds Canada provide for seed growers?

What risks does Seeds Canada pose for those same businesses?

The Seed Canada 'FAQs' document, states that Canada is "in danger of being surpassed by other countries." Why and how are we in danger of being surpassed by other countries? How will Seeds Canada help change that?

New Opportunities

- a bigger arena to operate within
- less isolation, more integration between people in the seed sector
- more models to pick from ie. Western Growers, CPMA, E.U. models
- a broader base for income and fees to cover overhead

Risks

- there are not many risks but there will be a change in mindset
 - the base is a business model not a grower or job
 - the consensus/ Nash equilibrium will be different

Why and how we are in danger?

- we need a better investment climate and ROI
- our small market size and value are handicaps/ challenges
- we need a large, engaged talent pool where people see a future for themselves and others
- we need to stop resting on what we have got
- in some ways this is too small an idea

André Lussier



André, you have been on the Board of Directors of both the CSGA and the Quebec Seed Growers Association for many years. You are a successful contract grower.

What new opportunities will Seeds Canada provide for seed growers?

What risks does Seeds Canada pose for those same businesses?

Historically, CSGA's national office has been challenged to provide services and opportunities for its French speaking members. The situation has improved over time but many of the organizations that CSGA is amalgamating with have a unilingual English tradition. Should French speaking seed growers be worried?

What can be done to ensure that Seeds Canada French speaking membership will prosper over time?



Opportunities

Instead of reinventing the wheel, in the spring of 2018, CSGA had decided to organize a visit of countries that have successful seed organisations. We visited Netherland and France. Those two countries have a central seed organisation with all the stakeholders of the seed chain. A lot like what we are trying to implement in Canada. In this trip we met a lot of farmers and I asked every single one of them if they were happy with a joint organisation. The answer was the same all the time : yes they are happy and no, the large companies have not taken control. No reason why it would be different in Canada.

Risk

In my mind, the biggest risk is disengagement of the seed growers. With CSGA, membership was automatic if you were using the services. With the new organisation, you can choose to only pay for services and not pay for being a member.

Many are scared that we will lose control of the organisation. However, we have all the tools are in our hands so it does not happen. My farm has the same number of vote as a large company. One business one vote. There will be distance voting for those who cannot attend. With that, we, as seed growers can remain a driving force in the organisation. But to vote, you have to be a member. If we lose control, it will be by lack of involvment, because we have the biggest number of business.

French

In Seed Canada, it's written black on white that the languages of the corporation are English and French. Also, CSGA's employees will be integrated in Seed Canada, so the bilingualism will not be lost. We are not starting with new people. It will simply be business as usual.

The interim board will have a critical job to maintain or even improve this aspect. Knowing some of them, I'm confident it will go the right way. After all it's a national organisation serving customers in both official languages.

Questions and Answers – Member Discussion



Amalgamation Update: Call to action

Get informed. Visit <https://seedgrowers.ca/seeds-canada-ratification/> to read the full ratification package

Ratification Package Documents



Register for one of our virtual town hall sessions in English or French

English Town Hall dates

July 2020

Thursday, July 9 @ 8 am ET
Wednesday, July 15 @ 8 am ET
Thursday, July 16 @ 10 am ET
Wednesday, July 22 @ 8 am ET
Thursday, July 23 @ 10 am ET
Thursday, July 30 @ 11 am ET

August 2020

Wednesday, August 5 @ 8 am ET
Thursday, August 6 @ 10 am ET
Wednesday, August 12 @ 8 am ET
Thursday, August 13 @ 10 am ET
Wednesday, August 19 @ 8 am ET
Thursday, August 20 @ 10 am ET
Monday, August 24 @ 10 am ET

French Town hall dates

juillet

le vendredi 10 juillet, 9 h HE
le lundi 13 juillet, 9 h HE

août

le vendredi 7 août, 9 h HE
le mardi 11 août, 9 h HE
le mardi 18 août, 9 h HE

Seed growers are invited to get informed about the ratification package and the proposed amalgamation. Our website features the full documents for you to access at any time. You will also be receiving hard copies of the documents in the mail, along with a voting card for you to

cast your vote in a secured manner. Voting will begin on July 15th and will close during the Special General Meeting August 27th.

You are also invited to register for one of our town hall sessions in either English or French. You will be given an overview of the proposed amalgamation as well as an opportunity to ask your questions.

This is a critical moment for the seed sector. I ask all seed growers to get informed, get engaged and cast your vote.

Speaker



Kevin Runnalls

Past President, Chair
Resolutions Committee

2020 Resolutions - Resolution #1

RESOLUTION #1

TITLE: SWOT Analysis

Member name: Carl Bolton

WHEREAS, this is the most important decision in the entire history of the CSGA, and the resulting change in scope, size and culture of the new organization will have more significant consequences on growers (the only organization named in the Seeds Act) than any of the other organizations; and

WHEREAS the Board and staff in their due diligence will have studied this final agreement from all aspects and performed a SWOT analysis including but not limited to membership, governance and costs; and

WHEREAS with every venture, there are opportunities but there are ALWAYS risks and consequences, and therefore the members are entitled to all the information, pros and cons, to make a more informed decision

THEREFORE BE IT RESOLVED that the CSGA immediately include their complete SWOT (Strengths, Weaknesses, Opportunities, and Threats) analysis of the new seed organization on their membership-only website to help members make a more informed decision.

Moved by Carl Bolton; Seconded by Roy Klym



Members were invited by an electronic newsletter to submit resolutions to CSGA. Resolutions allow members to express their views on matters related to affairs of the association. The deadline to submit resolutions was at midnight, Pacific time on Sunday July 5th. The following resolutions were submitted by active members of the association. I will now read the resolution(s).

2020 Resolutions - Resolution #2

TITLE: Website Forum

Member Name: Carl Bolton

RESOLUTION:

WHEREAS COVID-19 has disrupted our world and made communication and dialogue more difficult for members to follow the pros and cons of the merger; and

WHEREAS CSGA has always been an open and transparent organization and promoted open and respectful discussion; and

WHEREAS currently the CSGA website and links provide the reasons to move forward with the merger but does not indicate any concerns or contrary points of view in order for the members to make a fully informed decision

THEREFORE BE IT RESOLVED that as the CSGA website and links only provide the complementary viewpoint for the merger, the CSGA immediately provide an interactive forum on their members-only website for members with different viewpoints and concerns about the proposed merger so that all members can make a more fully informed decision.

Moved by Carl Bolton; Seconded by Roy Klym



2020 Resolutions: Resolution #3

Title: Fiscal Clarity – Fiduciary Responsibility

Member Name: Ed Lefsrud

Resolution:

WHEREAS, with the possible demise of the CSGA, CSGA members require complete financial information in order to make a knowledgeable decision about amalgamation; and

WHEREAS, the current financial statements of CSGA show assets of \$2.9 million and a \$410,000 deficit in the current year; and

WHEREAS, there has been no explanation of where all the assets will go, how much is coming into “Seeds Canada” from the five potential amalgamating associations individually; and

WHEREAS, Item No. 7 of the proposed Amalgamation Agreement states that “Each Party has made full and complete disclosure to the other Party of its assets and liabilities”

THEREFORE BE IT RESOLVED, that all CSGA members receive current and accurate financial information from all the potential “Seeds Canada” amalgamating associations as part of the Ratification package from CSGA prior to the merger vote.

Moved by Ed Lefsrud; Seconded by Heather Kerschbaumer



RATIONALE:

5 organizations have the potential to roll into 1 – with CSGA being perhaps the largest of the 5 with the most members, and most value in dollars from their financial statements. Without full disclosure for all CSGA members to see what the other 4 organizations are bringing to the table, how can CSGA members be expected to make a wise and knowledge-based decisions? Perhaps the 4 others are bringing more than we anticipate, but there is no way to know unless the financial statements of all 5 are provided for all members to study before voting. The power of the new board of the directors in the new “Seeds Canada” association has been completely watered down so the Seed Growers could have very little say, despite the massive number of growers in Canada and the dollars they will be contributing.

2020 Resolutions - Resolution #4

TITLE: Future Fiscal Expectations

MEMBER NAME: Ed Lefsrud

RESOLUTION:

WHEREAS, with the possible demise of the CSGA, CSGA members require complete financial information in order to make an informed and knowledgeable decision, and

WHEREAS, from the list sent to Seed Growers "5 things Seed Growers Need to Know", Item No. 5 states that fees will not change for the next 2 years, and this statement is inadequate for CSGA members to make informed decisions for the more important subsequent 3 years and beyond, and

WHEREAS, the Business Plan "Projected Financial Position of Seeds Canada" has two additional years of financial revenue and expense projections, and

WHEREAS, there has never been any indication that there would be (or should be) cost/ financial savings by amalgamating these 5 associations and therefore fees could be reduced

THEREFORE BE IT RESOLVED, that all CSGA members receive current and accurate financial information listing potential benefits and liabilities (including anticipated future fees/costs) that all CSGA members can expect over at least the next 5 years.

Moved by: Ed Lefsrud; Seconded by Heather Kerschbaumer



RATIONALE:

This potential amalgamation of these 5 associations will forever change the face of agriculture in Canada, with the past 100+ years of CSGA strength and history being dissolved and the Canada *Seeds Act* being forever altered. There are many unanswered questions, such as what will the future costs of this decision be for the next and future generations of farmers. One question that needs to be answered is how much will the costs/increase in fees be going forward for the next generations for at least the next 5 – 10 years?

2020 Resolutions - Resolution #5

TITLE: Governance Representation

Member Name(s): Lyndon Stoll

RESOLUTION:

WHEREAS, the majority of CSGA members are small to mid-sized independent seed growers often with vertical business integration, that are dealing with regulatory burdens that are oriented to larger seed businesses; and

WHEREAS, these small to mid-sized businesses take heavy production risks, yet produce the most bushels of seed on the most acres, and pay the majority of the organizational fees; and

WHEREAS, the CSGA is to act in the best interests of its members; and

WHEREAS, the current proposed structure on the new Seed Organization's Board of Directors does not guarantee that the majority of members will be represented because small to mid-sized independent growers are NOT guaranteed a majority of seats on the board

THEREFORE BE IT RESOLVED that ratification of a new seed organization should be rejected unless the majority of seats (at least 8 out of 15, and/or 6 out of 11, or any other future alternation to seat structure) are guaranteed as reserved for these small to mid-sized independent seed growers on the new seed organization's Board of Directors.

Moved by Lyndon Stoll; Seconded by Sarah Weigum



RATIONALE:

The independent seed growers must be the most resilient piece of any successful seed sector as they take significant expenditure risks growing crops that crucially cover the most acres and produce the most bushels, deal with appropriate regulatory requirement asked of them, and sell this seed into the commercial farmer market, and so must have this voice on the Board of Directors to allow an ability to compete on a level playing field without being forced to install bureaucratic regulations that duplicate the needs of large companies. In the current draft proposal, there is a lack of permanency of Board of Director seat structure, ensuring that power migrates to the minority over the member majority. This is why the new seed organization's Board of Directors needs to ensure that it is representing its risk, regulatory and fee burdened majority membership fairly with a majority of seats guaranteed to these small to mid-sized independent seed growers, no matter the changes in total seat numbers or organizational structure changes made to the seed organization in the future.

2020 Resolutions - Resolution #6

TITLE: NOMINATION PROCESS

Member Name: Ron Markert

WHEREAS, the CSGA is considering amalgamation with CSI, CSTA, CSAAC and CPTA

WHEREAS, in the ratification package under Bylaw 5.6 – Nomination Process, it states that the Board of the new NSO or the Governance and Nominating Committee shall develop the process to determine who is eligible to be nominated to be a Director. It is not a question of if, but when, an abuse of power by the existing Board will happen. The existing Board, or the Governance and nominating committee who is picked by the Board, will have the authority to pre-approve a list of Director nominees; and

WHEREAS yes, the membership will vote for Directors, but they only have a choice of candidates that the existing Board has selected. If the Board has a specific agenda, they may approve only the candidates that share their point of view, even if the membership disapproves

THEREFORE BE IT RESOLVED that the Board or the Governance and Nominating Committee shall only be allowed to provide a biography of possible candidates, but will not be allowed to make recommendations on any possible candidates.

To accomplish this, the Bylaws will need to be revisited and the ratification process will have to be reanalyzed. CSGA needs to present this revision of the Bylaws to the NSO before proceeding with any amalgamation.

Moved by Ron Markert; Seconded by Norman Lyster



2020 Resolutions - Resolution #7

RESOLUTION #7

TITLE: Governance

Member Name(s): Norman Lyster, Ron Markert

Resolution

WHEREAS the CSGA has a long history of open and transparent governance with a belief of science and facts being core to its governance and culture. This has stood well the test of time and adversity of its views on improving its members, the seed industry and the commercial agricultural sector. It has been the bedrock of the credibility of the seed system has had with members, farmers and governments; and

WHEREAS there is an almost panicky sensation that the push by the CSGA BOD is to have an amalgamation penned quickly and yet with no supporting information other than hopes and calls of motherhood and apple pie to cling to for information. And yet from this, members are meant to make a decision of monumental and irrevocable proportions. This, combined with an enforcement of silence regarding any concerns that any of the CSGA BOD may continue to have, leaves a cold chill on the relationship the CSGA BOD has with its members. Particularly cold when the major objective being proposed by amalgamation is having a greater voice; and

WHEREAS sound business and risk management dictates a thorough understanding of the environment one is in, or anticipating being in. Certainly, the governance, regulatory, structure and credibility of the entire system falls solidly within these parameters. An element of skepticism is highly warranted in such a situation, and the more so when information is known to be withheld

THEREFORE BE IT RESOLVED that the CSGA BOD remove all of the impediments to having the full discussion for all to engage in and hear. This would include all members, staff and the BOD. The need is for:

- Weaknesses and threats, as well as opportunities and strengths to be discussed
- The Town Hall Meetings must include representation from both sides, and all town hall meetings to be recorded and archived in their entirety, for easy review by all members.
- A web presence provided for opposing views for concerns or questions to be discussed from both sides.
- The information that the discussion has been broadened on both electronic and hard copy need to be sent to members by July 15th

Moved by Norman Lyster; Seconded by Ron Markert.



Rationale: Having a good outcome requires knowledge of what the possibilities are.

Speaker



Jonathan Nyborg
Past President



Joe Rennick
President



In closing I would like to thank Kevin Runnalls for his time on the board and the Executive Committee, and take a moment to highlight your generosity of your time and expertise. Thank you for your contributions to Canadian agriculture and the Canadian certified seed system. I would like to present you with a virtual retiring director plaque. We will present you with a physical plaque by mail.

I would like to turn it over to Joe Rennick, CSGA's new president.

Retiring Directors and Leadership Transition

Thank you, Jonathan.

Well, this certainly wasn't the way I pictured the passing of the president's gavel. Normally, we would all be gathered together - our CSGA family and friends - and I'd have the chance to shake your hand Jonathan. But I proudly accept this virtual gavel and look forward to leading this great association.

I say our CSGA family because when you travel across this great country together, visit each other in our homes, or hotels or even meet up on a mountain top or the Bay of Fundy – you become family. These are our Kodak moments.

I'd like to take a moment to thank my wife for standing next to me on this journey of almost 20 years – Thank you Bernadette for all of your support.

As your new president, I have mixed emotions. We are stepping into uncharted territory. By the end of this summer, we will know

if the CSGA becomes a part of Seeds Canada or if we evolve into CSGA 2.0. I thank all of you for your trust in my leadership as we move forward. Ahead of the upcoming vote, I ask you - our members - to carefully read and study the ratification documents and materials you've been provided. If we are going to do this, let's do it right – cast an informed and confident vote.

In closing, I would like to thank my friend Jonathan again for his presidential leadership over these last two years. I will continue his open-door policy; you can call or e-mail me anytime. Your feedback and input into this association is critical to shaping how the CSGA runs.

I look forward to hearing from you and I hope to be able to see you in person again soon. Thank you for being a part of this extraordinary AGM. Everyone be healthy and safe.

If there is no other business, I declare the virtual CSGA annual general meeting closed. Thank you.

Motion to adjourn the 2020 Annual General Meeting.

Moved by Dave Wuthrich; Seconded by Ryan Murray



We wish you and all you serve, our provinces and nation, a return to good health and normalcy in the coming weeks and months. We will endeavor to do the same at the Canadian Seed

Growers' Association. Together we are stronger. Thank you.

Thank you for attending