FSC Canada
2008 ANNUAL GENERAL MEETING
October 21st, 2008
Toronto, ON

Attendees:
- Richard Brooks, Greenpeace Canada, Organizational member, Environmental chamber
- Wade Cachagee, FSC Canada Board, Aboriginal Peoples chamber (by phone)
- Catharine Grant, Individual Member, Environmental chamber
- Trevor Hesselink, Wildlands League (CPAWS), Organizational Member, Environmental Chamber
- Brian Nicks, Domtar, FSC Canada Board, Economic chamber (by phone)
- Alan Young, Chair, FSC Canada Board, Environmental chamber

FSC Canada Staff:
Antony Marcil, President & CEO, FSC Canada
Maia Becker, Vice President, FSC Canada

CALL TO ORDER

The Chair called the meeting to order at 9:10 am, welcoming the members and guests, inviting open discussion but noting that only members may vote. The Chair noted that Notice of the meeting was served in accordance with FSC Canada By-laws, as were notification of submission of member proxies and Motions.

The number of members at the meeting, in person and by proxy, meant that the weighted voting used by FSC International may not be applicable at this meeting, however voting representatives were present from each of FSC Canada’s four chambers.

The Chair noted the absence of the Secretary (Gérard Szaraz) and the Treasurer (Dick Kouwenhoven) of the Board, and indicated he would be acting on their behalf.

NOTICE AND PROXIES

The Secretary confirmed that 23 proxies have been received and posted, 12 of which are held by the Secretary, and 11 of which are held by members in attendance.

The Secretary noted that two requests for the presentation of Motions have been received at the FSC Canada office within the specified period.

The Secretary further noted that additional motions may be raised from the floor during the “Other Business” portion of the Agenda; they will be only briefly discussed and received for information and further action by the Board.

The Secretary confirmed that all attendees had received a copy of the Agenda and that no additions were required.

- Richard Brooks, seconded by Trevor Hesselink, moved that the Agenda for the 2008 AGM be approved. MOTION CARRIED.
MINUTES OF THE PREVIOUS MEETING

The Secretary noted that the minutes of the meeting of the previous Annual General Meeting, held in Toronto, ON on September 28th 2007 were posted on the FSC Canada Website, and copies are available at the back of the room. No comments have been received.

- Trevor Hesselink, seconded by Catharine Grant, moved that the Minutes of the 2007 AGM be approved. MOTION CARRIED.

CHAIR’S REPORT

The Chair referred to the written report in the FSC Canada 2007-2008 Annual Report. The Chair further reported that the number of Forest Management and Chain of Custody certifications is up and that markets for FSC products are becoming well established. The Chair highlighted the challenges associated with the growth that has been experienced and stressed the importance of FSC developing the maturity that is already expected of it in the marketplace. No comments from the floor.

- Richard Brooks, seconded by Trevor Hesselink, moved that the Chair’s Report be accepted. MOTION CARRIED.

PRESIDENT’S REPORT

The President referred to the written report in the FSC Canada 2007-2008 Annual Report and provided an overview of the current status of FSC certification in Canada. He also highlighted the challenges faced by FSC, such as implementation and consistency of standards, lack of consideration of National office input by FSC International when these standards are being developed, and the lack of a formal role for National offices (voting or otherwise) within the FSC network. He also informed members of the proposal by FSC Global Development, and FSC Canada’s concerns regarding this proposal, to charge non-certificate holders, such as environmental groups, retailers, end-users and journalists for the use of the FSC trademarks (the initials ‘FSC’, the words ‘Forest Stewardship Council’, and the ‘check-tree logo’).

TREASURER’S REPORT

The Treasurer noted that FSC Canada Auditors McPherson and McPherson have provided a report for consideration, covering fiscal year 2008, which was reviewed and approved by the Board of Directors. Copies are available for anyone who wishes and a summary is available in the FSC Canada 2007-2008 Annual Report.

The Treasurer noted that during the past fiscal year, FSC Canada total revenues were $631,558 against total expenses of $602,965.

The Treasurer formally acknowledged our financial supporters, as listed in the FSC Canada 2007-2008 Annual Report – whose support has been instrumental in making FSC Canada the success it is.

- Alan Young, seconded by Richard Brooks, moved that the Auditor’s report for FY 2008 be approved. MOTION CARRIED.
Appointment of Auditors

➢ Alan Young, seconded by Richard Brooks, moved the McPherson and McPherson be appointed as the Auditors of Record for the Fiscal Year 2009. MOTION CARRIED.

RESOLUTIONS

Two Requests for the presentation of Motions have been received at the FSC Canada office within the specified period.

**RESOLUTION: CPAWS 1**
Moved by: Wildlands League, Trevor Hesselink (Environmental Chamber Organizational member)
Seconded by: Catharine Grant, an Environmental Chamber Individual member

BE IT RESOLVED THAT
FSC Canada acknowledges the ecological, legal and market importance of effectively protecting woodland caribou habitat and commits that the review and revision of the 2009 National Boreal Standard will support this outcome. Specifically, that FSC Canada calls for an independent assessment of the effectiveness of the NBS in providing effective habitat protection for Boreal Woodland Caribou to be considered in the Boreal Standard Revision process.

BACKGROUND
Woodland caribou is a wide-ranging, disturbance-sensitive species that has suffered extensive range loss in the face of a century of anthropogenic influences in Canada. Roads, harvest blocks and other industrial footprints are recognized as the principal anthropogenic threats. Woodland Caribou have been recognized as a threatened species nationally through the Species at Risk Act, and also in Provinces where recovery implementation will need to occur. Recovery planning efforts for the species have now been underway for many years and various products are currently in circulation. For example, Ontario has introduced a new Endangered Species Act and is in the development of a specific caribou regulation to be ready by the spring 2009. Everywhere, including the marketplace, awareness and concern for caribou is growing. In some cases, forest management plans are being challenged on the basis of the threat they pose to caribou. For some areas recovery planning zones overlap tenures where FSC certification has been awarded, or is being contemplated. In the face of these intersecting pressures, the ability of the current boreal standard to maintain stable caribou populations on the landscape needs to be assessed, and a sound position for FSC developed.*

The Chair stressed the importance of considering caribou as a test of the effectiveness of the Species at Risk requirements during the National Boreal Standard (NBS) revision process, and that the criteria developed for caribou not be considered separate from those applicable to other endangered species. The need to engage all Chambers as part of the NBS revision process is highlighted.

It was clarified that the language of the Motion directs the NBS revision process to consider the results of an assessment of caribou habitat as part of that process, but does not dictate to the NBS revision committee what changes are to be made.

The call for coordinating the development of an independent assessment as a tool for use in the revision process was discussed and agreed to.

➢ Trevor Hesselink, seconded by Catharine Grant, moved that the Motion CPAWS 1 be approved, taking into consideration the clarifications above. MOTION CARRIED.
The Chair confirmed the importance of carbon management and the need to explore how this could take place in the Boreal forest. There was discussion of how carbon management, could be considered at the indicator level given that the Principles and Criteria are established internationally and are the framework within which FSC standards are developed. It was suggested Principles 6 & 9 might be used to consider carbon issues within the existing structure.

The Chair indicated that it is an issue being actively discussed at the international level by FSC and its stakeholders, and that any action taken at the Canadian level must address this reality. The upcoming FSC International General Assembly (November 7-9 2008) will have a motion (Motion 43) that relates to carbon and FSC certification.

The Chair also included a cautionary note regarding the complexity of the carbon process and stressed that any decision on indicators related to carbon would be made by the NBS revision committee.

- Trevor Hesselink, seconded by Catharine Grant, moved that the Motion CPAWS 2 be approved, taking into consideration the clarifications above. MOTION CARRIED.

The Chair stated that additional motions may be raised from the floor during the “Other Business” portion of the Agenda.

ELECTION OF DIRECTORS

In accordance with FSC By-Laws, Directors serve two-year terms, with half of the 8-member Board renewed annually. With the expiration of terms for existing Directors there are currently four vacancies on the FSC Canada Board of Directors, one in each of the Chambers. Board members returning for their second year of a 2-year term include Wade Cachagee (Aboriginal Peoples Chamber), Brian Nicks (Economic Chamber), Alan Young (Environmental Chamber), and Arnold Bercov (Social Chamber). Board members standing for re-election are Dick Kouwenhoven (Economic Chamber) and Richard Brooks (Environmental Chamber).

A list of nominees for the Board was created following a Call for Nominations, which took place August 6th to September 22nd, 2008. For Chambers in which there is only one nominee, the nominee is automatically an acclaimed member of the 2008-2010 Board of Directors and no voting is required. For Chambers in which there are no nominees, it is incumbent upon the
elected Board of Directors to appoint an individual or to allow for a second round of nominations to try and recruit a nominee. In this election there was one nominee for the Environmental Chamber (Richard Brooks is acclaimed) and the Social Chamber (Sara Teitelbaum is acclaimed), two nominees for the Economic Chamber (Dick Kouwenhoven and David Euler) and no nominee for the Aboriginal Peoples Chamber.

As a result, there will be a fresh call for Nominations for the Aboriginal Peoples Chamber seat; if more than one Nomination is received a mail ballot election will be held at the same time as an election is held for the Economic Chamber Seat, which will happen before the next Board meeting (November 25th). The current Board of Directors is in effect until such time as the new Board is announced.

The FSC Canada Board of Directors will be holding at their next meeting on November 25th 2008, and in addition to the regular business new officers will be elected.

**OTHER BUSINESS**

The Chair welcomed members to bring and new business items to the floor. No new business was presented.

**NEXT MEETING**

Next year’s AGM will be held at a time and place to be decided by the Board at its next meeting and announced to members.

**ADJOURNMENT**

The Chair declared the meeting adjourned at 10:30 am.