



Suite 1600 Cathedral Place
925 West Georgia Street
Vancouver, BC
Canada V6C 3L2
T: 604.685.3456

October 18, 2023

BY EMAIL

British Columbia Farm Industry Review Board
PO Box 9129 Stn Prov Govt
Victoria, BC V8W 9B5

Attention: Justine Lafontaine Policy Analyst
Justine.Lafontaine@gov.bc.ca / firb@gov.bc.ca

Dentons Canada LLP
20th Floor,
250 Howe Street
Vancouver, BC V6C 3R8

Attention: Morgan L. Camley, Mélanie Power,
Emma Irving
morgan.camley@dentons.com
melanie.power@dentons.com
emma.irving@dentons.com

Affleck Hrabinsky Burgoyne LLP
1000 – 570 Granville Street
Vancouver, BC V6C 3P1

Attention: Robert P. Hrabinsky
rhrabinsky@ahb-law.com

Dear Sirs and Mesdames:

MPL British Columbia Distributors Inc. (MPL BC) Agency Prior Approval Process

As you are aware, we are counsel to Windset Farms (Canada) Ltd. and Greenhouse Grown Foods Inc. (**Windset/GGFI**). We are in receipt of the letter from MPL BC's counsel dated October 17, 2023 seeking clarification with respect to the BCFIRB's decision dated October 11, 2023 in the above-noted matter (the **Decision**).

Craig A.B. Ferris, K.C.
D: 604.631.9197
F: 604.641.2818
cferris@lawsonlundell.com

We disagree that the Panel appointed for this Supervisory Review needs to clarify the terms of the Decision. We also do not agree with MPL BC's interpretation of the Decision that it has been approved for marketing starting January 1, 2024.

Paragraph 79 of the Decision states that:

BCFIRB approves the designation of MPL BC as a designated agency as per the Natural Products Marketing (BC) Act Regulations section 8 for a probationary period, that being the 2024-2025 growing season.

Paragraph 83 of the Decision then states the following:

This is in addition to, and does not supplant, the Vegetable Commission conducting a review of MPL BC's agency license in accordance with section 3 of Part XIV of the General Orders **and in advance of the 2024-25 growing season.**

[Emphasis added]

This paragraph of the Decision provides that the Commission is to conduct a review of MPL BC's agency license in advance of the 2024-2025 growing season. The Commission is at liberty to review and assess whether MPL BC's status as a designated agency should be maintained, and may determine any additional terms and conditions on that designation it deems appropriate (Part XIV, s. 3 of the Commission's General Orders). It is our understanding this requirement was deemed necessary by the Board because more than a year and a half has passed between the time the Commission recommended that MPL BC receive an agency designation, and this Panel's Decision, whereas normally the Board's approval process follows very closely after a Commission recommendation to designate agency status (para. 25 of the Decision).

This makes sense for the Board to require MPL BC to submit updated business information to the Commission given the passage of time since it made its application, as reflected the Panel's comments at paragraph 64 of the Decision.

Paragraph 84 of the Decision confirms that BCFIRB can subsequently approve the Commission's approval in writing:

A decision of the Vegetable Commission to approve MPL BC as a designated agency for the 2024-2025 growing season must be approved in writing by BCFIRB.

The terms of the Decision states that the matter is to go back to the Commission for review and consideration, and determination as to whether the requirements for Agency designation status are met and whether there are any additional terms and conditions required. Paragraph 84 then provides that any designation of the agency status for the 2024-2025 growing season must then be approved by the BCFIRB in writing.

In our view, MPL BC is now attempting to circumvent the requirements of this Panel's Decision by asking it to confirm that it is able to market product starting January 1, 2024. That is not what the Decision states. To accept MPL BC's interpretation would give no meaning to paragraphs 83

and 84 of the Board's Decision which requires actions on the part of both the Commission and the Board in advance of the 2024-2025 growing season.

It is the position of Windset/GGFI that the Decision and needs no further clarification from this Panel. To support MPL BC's interpretation would be tantamount to rewriting the Panel's order, which is beyond its jurisdiction.

Yours very truly,

LAWSON LUNDELL LLP



Craig A.B. Ferris, K.C.*

* Law Corporation
CAF/pdl