

Non-Performance and Complaint Procedures

The procedures for determining whether a Managing Company is performing its obligations in a satisfactory manner and/or for terminating its Exclusivity Right shall be as follows:

1. A formal complaint shall be submitted to the CSTA along with evidence of unsatisfactory performance.
 - a. Unsatisfactory performance includes, but is not limited to, the following:
 - i. Consistent lack of supply of Foundation seed;
 - ii. Inflated price of Foundation Seed as it relates to market value;
 - iii. Refusal to sell Foundation Seed to a certain company or individual based on reasons other than adequate or equitable distribution of supply or ability of customer to pay;
 - iv. Consistent poor quality of Foundation seed or lack of Foundation seed; and
 - v. Consistent non-participation in CSTA surveys, or inadequate reporting s required in the Canadian Forage Seed Project Managing Company Contract.
 - b. Evidence of unsatisfactory performance includes, but is not limited to, the following:
 - i. Recurrence of unfulfilled orders;
 - ii. Recurrence of denied requests;
 - iii. Demotion of seed without justification; and
 - iv. Recurrence of substantial and unjustified price increases.
 - c. Evidence may be documented in the following ways:
 - i. Dated copies of correspondence by letter or email; and
 - ii. Records of telephone conversations that include dates, times, subjects discussed, and the names of individuals involved in the conversation.
2. The CSTA shall provide the Committee and the Managing Company against whom the complaint has been filed with a copy of the complaint and evidence. The Committee shall conduct deliberations based on written submissions. The Committee may, in its absolute discretion, determine whether to also hold an oral hearing.
3. The Managing Company shall have 30 days to respond to the complaint (the “Response”).
4. The CSTA shall provide the Response to the Committee and the complaining party.

5. On expiration of the 30 day period, the CSTA shall, in a timely manner, convene the Committee to consider the matter.
6. If the Committee requires additional information, each party will have a reasonable amount of time, as prescribed by the Committee, to provide the requested information.
7. The Committee shall evaluate the information and make a recommendation to the CSTA in a timely manner.
8. The CSTA may, in its sole discretion, act on the recommendation of the Committee or decline to follow the Committee's recommendation, or take any other course of action deemed appropriate. The CSTA shall notify the Managing Company and the complainant of its decision within 30 days of the Committee's recommendation.
9. The complainant or the Managing Company may appeal the CSTA's decision within 30 days. The other party will also have 30 days to respond. Upon expiry of this 30 day response period, the CSTA shall convene the Committee in a timely manner and the Committee shall make a recommendation to the CSTA. The CSTA, in its sole discretion but after consideration of the Committee's recommendation, shall issue a determination no later than 90 days after the date of the CSTA's initial decision. This decision by the CSTA shall be final and binding on the complainant and the Managing Company.