

BRITISH COLUMBIA VEGETABLE MARKETING COMMISSION

**IN THE MATTER OF THE *NATURAL PRODUCTS MARKETING (BC) ACT* AND
AN APPLICATION FOR AGENCY REASSIGNMENT**

March 5, 2026

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Procedural Chronology

1. By email dated August 29, 2025 Humble Farmer Ltd. (“HFL”) advised the Commission of its intention to apply for reassignment from its current designated agency, Greenhouse Grown Foods Ltd. (“GGFI”) to Country Fresh Produce Ltd. (“CFP”). Because August 31, 2025 fell on a weekend, HFL asked permission from the Commission’s General Manager to submit his formal application on September 2 or 3, 2025. HFL was informed that his request was reasonable, and that the Commission would accept his formal application on or before September 3, 2025.
2. On September 3, 2025, HFL requested, and was granted, a further extension to September 4, 2025.
3. By email dated September 4, 2025, the Commission received HFL’s formal application for reassignment, which was unsigned by both GGFI and CFP.
4. By email dated September 5, 2025, the Commission received a version of the HFL application signed by CFP but not by GGFI.
5. On September 11, 2025, GGFI advised HFL that it would not consent to the proposed transfer on the following grounds:
 - (a) HFL failed to provide written notice of termination to GGFI by September 1, as required under section 3.1 of the Sales/Marketing Agency Agreement. The agreement therefore remains in effect until November 28, 2025.
 - (b) Section 32(2) of the Commission’s General Order requires that applications for reassignment be filed by August 31 of the year preceding the crop year in which the reassignment is to take effect.
6. By letter dated September 18, 2025, the Commission invited written submissions from HFL, GGFI, and CFP regarding whether the transfer application should be approved for the 2026 crop year:

The Commission must now determine whether HFL’s transfer application to CFP should be approved for the 2026 crop year. Accordingly, the Commission invites written submissions from HFL, GGFI, and CFP, either supporting or opposing the application. Parties are encouraged to review the Commission’s General Order, available on the Commission’s website, prior to making submissions. All submissions must be filed with the Commission no later than 5:00 p.m. on Friday, September 26, 2025.

7. By submission dated September 26, 2025, HFL provided the following information:
 - (a) Mr. Toor met with Jeff Madu at the Windset Office in Delta on August 20, 2025, to discuss HFL's need for higher returns.
 - (b) During that meeting, Mr. Toor announced that the HFL and GGFI marketing agreement was expiring on November 27, 2025.
 - (c) Mr. Toor chose to transfer to CFP because Windset was reportedly not interested in discussing a renewal or addressing HFL's financial viability.
 - (d) Mr. Toor offered to allow GGFI to market HFL's winter production to avoid causing difficulties with GGFI's existing retail commitments.
8. By submission dated September 26, 2025, CFP provided the following information:
 - (a) HFL acted in good faith by communicating its intent to transfer on August 31, 2025.
 - (b) CFP is fully prepared to assume agency responsibilities for HFL and has negotiated a more profitable and operationally efficient program for the producer.
9. By submission dated September 26, 2025, GGFI provided the following information:
 - (a) GGFI has pre-sold and entered into retail contracts for 2026 winter production (until April 30, 2026) that include HFL's production.
 - (b) A mid-season transfer would prevent GGFI from fulfilling its contractual commitments and risk lower returns for its other producers.
 - (c) GGFI recommended that the Commission approve the transfer effective May 1, 2026.
10. By letter dated October 9, 2025, GGFI provided a reply submission stating:
 - (a) Mr. Toor met with GGFI's CFO on August 22, 2025, to discuss financial difficulties related to crop issues, avian flu, and family litigation.
 - (b) GGFI maintained its position that the transfer should not occur until May 1, 2026, to allow for orderly marketing.
11. By letter dated October 17, 2025, HFL provided a response submission stating:
 - (a) GGFI committed HFL's production to retailers without having current marketing agreements in place.

(b) HFL remained open to marketing winter production through GGFI only if a beneficial sell price could be negotiated.

12. By letter dated December 22, 2025, the Commission issued a formal request for information to Mr. Toor regarding how HFL's product would be marketed by CFP:

The British Columbia Vegetable Marketing Commission (the Commission) is reviewing the request by Humble Farmer Ltd. ("HFL") to be reassigned from its current designated agency to Country Fresh Produce Inc. ("CFP"), with an effective date beginning week 9 (week of February 23) of 2026.

In considering this request, the Commission must be satisfied that, if this reassignment were permitted, HFL's regulated greenhouse vegetable production would be marketed in full compliance with the General Order. In particular, the Commission must determine whether CFP would be actively engaged in marketing HFL's product, as required under sections 23 and 24 of the General Order, and not primarily reliant on wholesalers or other third parties for that function.

To assist the Commission in making this determination, the Commission is requesting information directly from you, based on your understanding and any documentation available to you, regarding how HFL's product would be marketed by CFP if the reassignment were approved.

Please provide the following information:

1. Your understanding of how CFP would market HFL's product, including details of any anticipated involvement of wholesalers or other third parties in the marketing, sale, or distribution of HFL's product, including the nature and extent of their role.
2. Copies of any draft or executed grower marketing agreements, marketing arrangements, or other written understandings involving HFL, CFP, or any third party that relate to the marketing of HFL's regulated product.
3. Any other information or evidence you believe is relevant to demonstrating how HFL's product would be marketed in practice.

The Commission must base its decision on clear and verifiable information. If the evidence establishes that HFL's product would be marketed in a manner that does not comply with the General Order, including where CFP would primarily rely on others to perform core marketing functions, the Commission may be inclined to direct that the reassignment not proceed.

Please note that CFP is currently subject to a separate agency review. The Commission's consideration of HFL's reassignment request is being assessed independently of that process.

Please provide your written response and any supporting documentation by January 7, 2025, to allow the Commission to reconvene and complete its review.

13. By email dated January 6, 2026, Mr. Toor requested an extension to January 13, 2026, noting that HFL and CFP had not yet completed their agreement.
14. By email dated January 12, 2026, Mr. Toor requested a further extension to January 16, 2026, due to illness.
15. By letter dated January 25, 2026, Mr. Toor submitted HFL's response, stating only the following:

By my understanding CFP would be in full management over HFL product on marketing and selling all HFL production. When needed to use a Wholesaler I would be notified and a WholeSale Strategy would be agreed upon before committing product to a Wholesaler.

In all cases, CFP would remain the party actively engaged in marketing HFL's product, and any third-party involvement would be used as an aid in the distribution.

We are uncertain if a Marketing Agreement would be valid before gaining full approval from BC Vegetable Marketing Commission. A Marketing agreement would be signed and submitted to BC Vegetable Marketing Commission with in 2 days of being approved.

16. By phone call with Mr. Toor on February 19th, 2026, the Commission General Manger confirmed the status of the crop, based on the latest information Mr. Toor had available, as follows:

- (a) Week 9 (February 23 – March 1, 2026) is the final week that GGFI has agreed to market production from HFL.
- (b) HFL is currently in production until February 27, 2026, with possible limited production extending into early Week 10.
- (c) HFL is reaching out to GGFI to determine whether any remaining Week 10 volume can be marketed by GGFI.
- (d) Once the current crop is completed, the greenhouse will be cleaned and a new crop of mini cucumbers will be transplanted on March 19, 2026. (Note that this represents a crop mix change from Long English Cucumbers to Mini Cucumbers)
- (e) HFL's total Production area is 19,600 m² (approximately 5 acres).

Issues

17. The main issues before the Commission are as follows:

- (a) Should the Commission exercise its discretion to accept the reassignment application despite it being received after the August 31 deadline prescribed by Section 32(2) of the General Order?
- (b) Having regard to the Commission's December 22, 2025 directions to HFL, has HFL satisfied the Commission that, if this reassignment were permitted, HFL's regulated greenhouse vegetable production would be marketed in full compliance with the General Order? In particular, has HFL satisfied the Commission that CFP would be actively engaged in marketing HFL's product, as required under sections 23 and 24 of the General Order, and not primarily reliant on wholesalers or other third parties for that function?

The Law

18. The following provisions of the General Order of February 11, 2026 govern the Commission's determination of the reassignment request:

PART IV – REQUIREMENTS AND LIMITATIONS

Agency Requirements and Limitations

Active Engagement in Marketing

23. Every Agency licensed by the Commission must be actively engaged in marketing Greenhouse Crops, Processing Crops or Storage Crops received from its assigned Producers.

Determination as to Whether an Agency is Actively Engaged in Marketing

24. (1) The Commission will determine, in its sole discretion, whether an Agency is actively engaged in marketing Greenhouse Crops, Processing Crops or Storage Crops received from its assigned Producers. Without limiting the generality of the foregoing, the Commission will have regard to the following factors:
- (a) whether the Agency is directly identifying target markets, creating marketing plans, and implementing marketing plans;
 - (b) whether the Agency is dealing directly with purchasers other than Wholesalers;
 - (c) whether the Agency is directly managing all aspects of sales and marketing including the preparation of related documentation, the collection of sales revenues, the distribution of sales revenues and management of payables; and
 - (d) whether the Agency is relying excessively on wholesalers or other third parties to market Greenhouse Crops, Processing Crops or Storage Crops received from its assigned Producers.
- (2) For the purpose of determining whether an Agency is actively engaged in marketing Greenhouse Crops, Processing Crops or Storage Crops received from its assigned Producers, the Commission shall have regard to the substance and effect of any arrangement made between the Agency and any other person, irrespective of the form of that arrangement.

- (3) Where it appears to the Commission that the Agency is primarily relying on others to market Greenhouse Crops, Processing Crops or Storage Crops received from its assigned Producers, the entrant shall be deemed not to be actively engaged in marketing Greenhouse Crops, Processing Crops or Storage Crops received from its assigned Producers.

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Prohibitions

- 28. (4) No Agency may market Greenhouse Crops, Processing Crops or Storage Crops except in accordance with a detailed marketing plan approved in writing by the Commission.

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PART V – REASSIGNMENT OF PRODUCERS BETWEEN AGENCIES

Where There is No Agreement

- 32. (1) Subject to subsection (2), where a Producer wishes to reassign from its designated Agency to another Agency, or where an Agency wishes to discontinue receiving Greenhouse Crops, Processing Crops or Storage Crops from a Producer, the Commission may redesignate the Agency through which that Producer’s Greenhouse Crops, Processing Crops or Storage Crops shall be marketed, upon the application of the Producer or the Agency, as the case may be.
- (2) Applications made pursuant to subsection (1) must be received by the Commission on or before August 31 of the year preceding the crop year in which the reassignment is to be effective.

Analysis

Late Filing

19. GGFI maintains that the August 31 deadline is essential for “early planning” and “orderly marketing.” They assert that they relied on the absence of a timely application to enter into retail contracts for the 2026 winter production cycle.
20. Nevertheless, the Commission is satisfied that it is appropriate to accept the application for the reassignment despite the late filing, having regard to the following factors:
 - (a) Reasonable Reliance on Commission Direction: On August 29, 2025, Mr. Toor proactively sought permission to submit the application after the weekend of August 31. The Commission’s General Manager explicitly informed him that the request was “reasonable” and set a new deadline of September 3, 2025.
 - (b) Good Faith Efforts to Comply: Although the formal application was not received until September 5, 2025, HFL had communicated its clear intent to reassign by email on the original August 31 deadline.
 - (c) Procedural vs. Substantive Non-Compliance: The transferee agency, CFP, argues that strict enforcement of the August 31 deadline would be “unnecessarily punitive” given that HFL acted in good faith and in direct reliance on the Commission’s own communications.
 - (d) No Prejudice to the Transferor Agency: HFL has expressed its willingness to continue to market its production through GGFI for the 2026 winter production cycle, and it is the Commission’s understanding that HFL has done so. Consequently, it appears that the prejudice feared by GGFI did not come to pass.
21. In the circumstances, HFL’s failure to meet the procedural deadline does not fundamentally undermine the integrity of the regulatory system or prejudice GGFI in any material way.

Actively Engaged

22. Though the Commission has exercised its discretion to accept the application for the reassignment despite the late filing, HFL has failed to satisfy the Commission that CFP would be actively engaged in marketing HFL’s product:
 - (a) In its correspondence dated December 22, 2025, the Commission emphasized that its decision must be based on “clear and verifiable

information.” The Commission specifically requested copies of any “draft or executed grower marketing agreements” to evaluate the practicalities of the proposed arrangement. However, despite multiple extensions granted into January 2026, HFL failed to provide the requested marketing agreements. Mr. Toor’s response of January 25, 2026, noted that HFL and CFP had “not yet completed” their agreement and expressed uncertainty as to whether such an agreement would even be “valid” prior to Commission approval.

- (b) The current record lacks the “verifiable” proof required by the Commission to ensure that production would be marketed in full compliance with regulatory standards. HFL’s submission on this point is primarily declarative, stating an “understanding” that CFP would be in “full management” of marketing and selling all production. It further asserts that CFP would remain the party “actively engaged in marketing” and that third-party involvement would be limited to “an aid in the distribution.” These declarative submissions are not sufficient.
- (c) HFL’s response indicates that it would be notified and a “WholeSale Strategy” agreed upon before committing product to a wholesaler. This suggests that the use of wholesalers remains a contemplated component of the marketing chain, which requires assessment under the “excessive reliance” factor of Section 24(1)(d).
- (d) Under Section 24(3) of the General Order, an agency is deemed not to be actively engaged if it appears to be “primarily relying on others.” HFL’s submission provides no evidence of CFP’s independent marketing infrastructure, staff, or resources that would enable it to perform the functions of identifying target markets or directly managing sales without a wholesaler’s participation, as specifically questioned by the Commission.

Disposition

- 23. For all those reasons, the Commission denies HFL’s application. Consequently, HFL remains assigned to GGFI, at least for the time being.
- 24. Any person aggrieved or dissatisfied with the decisions herein may appeal these decisions to the BCFIRB within 30 days from the date hereof.



Wes Shoemaker, Chair