



ANCIENT FUTURE

A NEW ENTITY FOR
BURNING SEED

FINAL REPORT
SEPTEMBER 2018

(3,5)
VIRTUAL
QUANTUM
 γ_B
 $\delta_+(S_5)$
ELECTRONS
 $K_+(S)$

706
922-36
922-40
057-22
057-25
141-09
087-04
087-07
087-08
141-08



ACKNOWLEDGEMENTS

This report is the outcome of the countless hours put in by volunteers across the Burning Seed community. To that end, the restructure committee would like to make the following acknowledgements:

We would like to acknowledge the three directors of Red Earth City – Robin McPherson, Richard Martin, and Phil Smart. First, for having the vision to establish the foundations upon which the Burning Seed community could grow. Second, for having the courage to initiate this community consultation project in the first place, and to gift a new entity to the community.

We also acknowledge all the members of the steering group (colloquially referred to as the 'big group' or 'super group') of this project for attending numerous meetings over many months and having the patience to work through all of the details of the consultation process.

We would also like to acknowledge the facilitation efforts of Rebecca 'Kitty' Apostolopoulos for guiding us through some very tricky conversations, as well as that of Baron de Marxhausen and Andy Goodyear for travelling all over Australia to hear what the community has to say.

We have also benefited from the pro bono legal and financial advice of Dr Mark Williams, and Jacqueline Hodges, as well as the design assistance of Vanessa Battersby and the Seed Communications team.

Finally, we would like to acknowledge the almost 1,600 members of the Seed community who provided their views in some way, and without whom neither the event, nor this engagement process could have been possible.

Burn bright.

)°(

CONTENTS

Executive summary	5
Introduction	10
This document	10
Background and context	10
Project governance	11
Project expenditure	12
The 10 Principles	12
Methodology	14
Preparation and planning	14
Consultation	14
Analysis and reporting	16
Action learning	17
Results	19
Entity	19
Membership	23
The board	27
Assets and finance	30
Future consultation	32
Demographics	33
Operations	36
Discussion and recommendations	39
Entity	39
Membership	41
Future consultation	44
Assets	45
Next steps and concluding remarks	46
<i>Appendix 1: Trust agreement</i>	47
<i>Appendix 2: RC terms of reference</i>	48
<i>Appendix 3: Engagement framework and questions</i>	51

ACRONYMS

The following acronyms are used in this document:

NFP	Not-for-profit
RC	Restructure committee
REC	Red Earth City Pty. Ltd.
TC	Burning Seed Town Council
ToR	Terms of reference



EXECUTIVE SUMMARY

This document is the final report from the consultation process to support the creation of a new entity for Burning Seed. Its intended audience is the Red Earth City (REC) directors, the Burning Seed Town Council (TC), and the wider Burning Seed community. It has been drafted by the Burning Seed restructure committee (RC).

The purpose of the consultation process was to develop a series of recommendations that would provide the REC directors with guidance on the most appropriate legal entity (or group of entities) to run Burning Seed into the future. The consultation process was also designed to explore what should be contained in the constitution of the entity (or group of entities). A new entity is being designed as the current model is no longer considered appropriate. Moreover, when REC was established to run Burning Seed, the directors always intended that a new entity would be established at some point, following detailed and rigorous community consultation.

The consultation process ran from November 2017 until May 2018. During that time, almost 1,600 participants in the Australian Burner community provided input in some way. The main consultation mechanisms included an online questionnaire, a series of 'Town Halls', and a written submissions process. Before the formal consultations began, a planning process ran from June – November 2017. Reporting and analysis commenced in May 2018, and was finalised in August 2018.

There were several clear findings from the consultation process. The first of these was that there is support for two entities being created – a 'holding' entity and an 'operating' entity. The operating entity would be responsible for the day-to-day running of the event, and all contracts would be signed in that entity's name. The holding entity would own the assets. What was less clear from the consultation, however, was whether both entities would need to be the same legal type, and the ownership arrangements between the two. These issues will require further thought and consideration.

The make-up of the board was another clear finding of the consultation. First, there is a strong appetite in the community for a relatively even split between skills-based and representative directors. In relation to the former category, there were several skills that were considered to be most valuable. These included governance, management and leadership, finance, event management, legal, marketing, risk management, and community engagement. There were two strong views about the size of the board – either seven members, or nine members. Finally, there was strong agreement that director term-limits should be imposed, though the exact length is still to be determined.

Another very clear finding was that all members should be responsible for appointing the directors. The precise ways in which this occurs, however, will need additional thought and reflection, particularly in relation to skills-based directors.

There was also clear agreement that the entity should be professionally audited on a regular basis (at least yearly, that members should have final say on the sale of any major assets; that the entity should be empowered to raise money in as many ways as possible, so long as they are in line with the 10 Principles and the ethos of Burning Man.

Finally, there was an almost unanimous view that any money and assets currently held by REC should be transferred to the new entity once it has been established.

What was less clear from the consultation process was the specific entity that should be adopted. Several respondents considered that a co-operative was the most suitable. At the same time, there were other arguments that indicate a co-operative is not as suitable.

In addition, views were almost split regarding who should be a member of the new entity. For several respondents, anyone who wants to be a member should be able to become one. On the other hand, there was an almost equal response that only people who volunteer their time (i.e. artists, theme camps, etc.) should be able to become members. In a similar way, views were almost evenly split regarding whether there should be different classes of membership. These views can be contextualised by the fact that a vast majority of participants agreed that there should be an application process for membership.

Finally, the community was split regarding whether the purposes of the new entity should be expanded beyond just running Burning Seed. For participants who felt that more purposes should be adopted, these commonly related to: running additional events and programs (i.e. fundraisers); safeguarding the values of the Burner community; transparency; and providing more support for artists and theme camps. Environmental sustainability was also a concern of participants.

Given these findings, the restructure committee would like to make 11 recommendations. These are outlined below. The recommendations are arranged by the four focus areas of consultation – specific entity, membership, assets, and future consultation. Substantiation for, and detailed discussion of, recommendations is provided in the 'Discussion and Recommendations' section of this report.

The RC's recommendations are as follows:

ENTITY

Recommendation 1: *The RC and steering committee give further thought to the specific entity type, in light of the main findings of this report and legal advice.*

Recommendation 2: *The primary purpose of the new entity should be running Burning Seed, but the new entity should be enabled to implement other purposes as and when necessary or desirable.*

MEMBERSHIP

Recommendation 3: *The board of the new entity should contain no less than seven, and no more than nine, directors.*

Recommendation 4: *The board of the new entity should contain between 3 and 4 skills-based directors, and between 4 and 5 representative directors.*

Recommendation 5: *As far as possible, skills-based directors should collectively have a mix of the following skills sets: Governance & leadership; finance; event management; legal; risk management & OHS; community engagement; and marketing.*

Recommendation 6: *Director terms should have a maximum time limit and that mechanisms should be put in place to strike a balance between maintaining organisational knowledge, and allowing new people to sit on the board.*

Recommendation 7: *As far as possible, the board should be evenly split between people from New South Wales, and people from Victoria, with some positions left for directors from other states.*

Recommendation 8: *All directors should be appointed by the entity's membership.*

Recommendation 9: *Anyone who wants to apply for membership to the new entity can do so via the relevant application process, but that membership only be approved based on involvement in the Burner community.*

FUTURE CONSULTATION

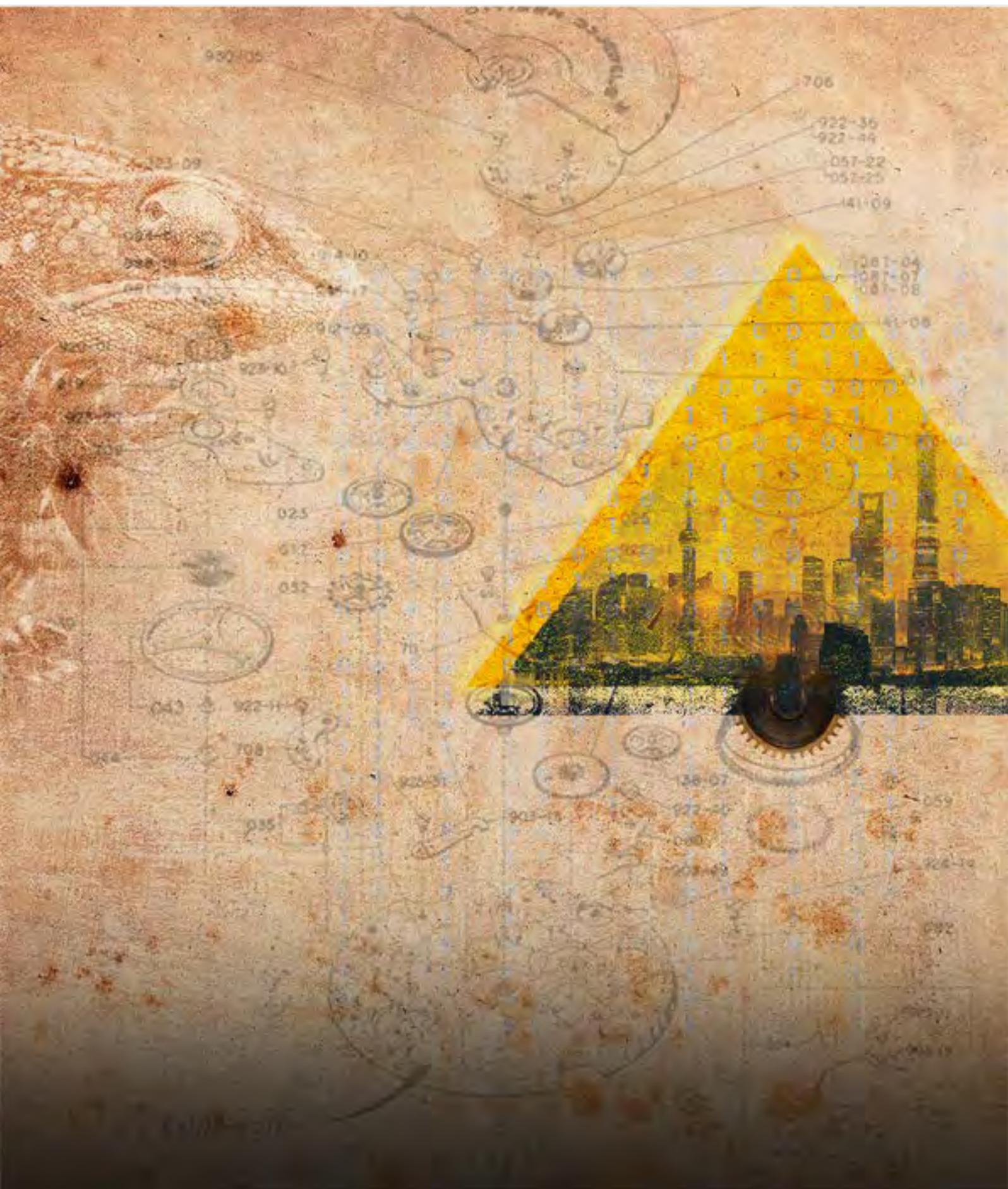
Recommendation 10: *The types of decisions for which the membership is consulted remains highly restricted, and that members only be consulted on matters of strategic or whole-of-community significance.*

ASSETS

Recommendation 11: *All money and assets currently held by REC be transferred to the new entity (or group of entities), and that advice on the legal and tax implications of such a transfer be obtained well in advance.*

The remainder of this report is structured in two parts. The first part ('Ancient') provides the history, context, methodology, data, and findings from the consultation process. In this sense, it discusses where the project has come from. The second part ('Future') provides the recommendations, as well as the conclusion and next steps for the process. In this way, it discusses where we will go from here.

ANCIENT





INTRODUCTION

THIS DOCUMENT

This document is the final report for the community consultation process to support a new legal entity (or group of entities) for Burning Seed. The Burning Seed restructure committee (RC) has drafted this report, with input and comments from the directors of Red Earth City (REC), as well as the Burning Seed Town Council (TC).

Its purpose is to communicate the findings, discussion, and recommendations arising out of the consultation process. More specifically, it presents the main findings from that process, as well as the recommendations based on the data collected.

The intended audience for this report is the entire Burning Seed community. This is defined as the REC Directors, volunteers in the Burning Seed organisation ('the Org'), theme camps, artists, event volunteers, and general participants. Given that the RC has been formally established as a committee of REC, the recommendations have been drafted with the REC directors as their primary audience.

BACKGROUND AND CONTEXT

On the June long weekend in 2009, a group of 30 people met at Bellingen NSW to discuss a future Australian regional Burning Man event. A sub-committee of this group was formed to create a legal entity that would support an Australian regional burn. This sub-committee was called the 'vision group'.

The vision group did two things. First, following consideration of different types of legal entity, it created a proprietary limited company to run Burning Seed. This proprietary limited company was called Red Earth City Pty. Ltd. (REC). Amongst other things, the constitution of REC required directors to make decisions by consensus and run the company in a non-profit manner. This meant that any money raised by the event would need to be re-invested directly back into the entity. It also committed the directors of the company to financial transparency.

The vision group also established a trust agreement. This agreement was based on the discussions held at that first meeting in Bellingen. This agreement required REC to, at some point in the future, facilitate a transition to another form of entity (or group of entities) that was in line with the needs of the Burning Seed community. The trust agreement can be found in **Appendix 1**.

In light of the trust agreement, section 176(k) of the REC constitution defined one of REC's purposes as facilitating a transition of the company to a nationally registered, charitable, not-for-profit (NFP) entity (or group of entities), following a process of broad community engagement and rigorous internal examination. For the purposes of this transition, the following three NFP structures were considered appropriate: company limited by guarantee; incorporated association, or a (non-trading) co-operative.

This report is the final report from the consultation process required by the Trust Agreement and the REC constitution.

PROJECT GOVERNANCE

The project had two layers of governance – a restructure committee (RC) and a steering committee. The RC was established in June 2017 as a committee of the REC board. It was given two primary purposes. The first of these was to design and execute a community engagement plan in collaboration with the TC and the Board of Directors of REC. The second was to elicit Burning Seed community feedback on which type of entity (or group of entities) is favoured by the community and key elements they would like included in the constitution of this entity (or group of entities).

The RC was governed by terms of reference (ToR), which can be found at **Appendix 2**. The ToR was developed collaboratively between the RC and steering committee and received formal approval from REC on 11 September 2017.

From September 2017 until March 2018, the RC met twice per month to discuss matters of relevance to its purposes. After March 2018, RC meetings were held on an 'as needs' basis.

The steering committee (colloquially referred to as the 'big group' or 'super group') was comprised of the RC, TC, and REC directors. It generally met monthly to discuss matters of strategic importance to the project, including approval of important documents (i.e. project plan, engagement strategy, consultation instruments, etc.), and key areas of focus for the consultation.

Membership of both the RC and steering committee can be found by following these links (links were current as at August 2018):

- <http://burningseed.com/red-earth-city-directors/>
- <http://burningseed.com/town-council/>
- <http://burningseed.com/about/future-of-seed/restructure-committee-bios/>

PROJECT EXPENDITURE

A budget for the project was approved by the steering group as part of the project plan. Table 1 below outlines what money was spent on this project, and how much. All funds were appropriated from REC. These figures are current as at time of writing.

Table 1: Expenditure

Item	Spent
Travel (inc. airfare & accommodation)	\$1,123.02
Venue hire	\$1,696.53
Professional advice	\$88.74
External facilitation	\$500.00
Catering	\$39.39
Stationary	\$126.54
Information technology	\$288.00
Total	\$3,862.22

THE 10 PRINCIPLES

As with any Burning Man event, Burning Seed is governed by the 10 Principles of Burning Man.¹ This project aligned with the following principles in the ways described:

- **Radical self-expression:** Several consultation methods allowed participants the option to provide input that wasn't specifically asked for in the consultation questions. The written submissions process was designed specifically to encourage wild-card suggestions, and open the floor to the breadth of diverse knowledge and experience around not-for-profit* entity types within our community. In addition, the questionnaire included several 'open ended' responses, and the November Town Halls were structured organically to allow Burners to express themselves as fully as possible.
- **Communal effort:** This project involved Burners working together to produce the best outcome for the community. The steering group involved collaborations between three different groups – the TC, REC, and RC. In addition, over 1,500 Burners participated in the consultations in some form.
- **Civic responsibility:** Community engagement itself is a form of civic responsibility. It provides individuals with the opportunity to have a direct say in, and deliberate over, the rules and processes that may affect them. This is a form of participation that is in direct alignment with democratic ideals that date back to antiquity.

1 See <https://burningman.org/culture/philosophical-center/10-principles/>

- **Participation and Radical Inclusion:** Multiple forms and forums of consultation were adopted to allow as many Burners as possible to participate. The RC adopted an approach that made it as simple as possible for Burners to participate.
- **Gifting:** A consultation process is very resource-intensive. All members of the RC, TC, and REC gifted their time to the project, while external facilitators worked at heavily reduced rates.



METHODOLOGY

This project consisted of three phases: a preparation and planning phase, a consultation phase, and an analysis & reporting phase. All phases were conducted in accordance with an 'action research' or 'action learning' cycle of Reflect – Learn – Plan – Act. Each of these is described in more detail below.

PREPARATION AND PLANNING

The **preparation and planning phase** ran from July – October 2017. As part of this phase, the RC and steering group collaboratively developed the RC's ToR, the project plan, and an engagement strategy. The project plan outlined the various steps that would need to be taken to successfully deliver this community engagement project at a high level. The steering committee formally approved this document on 16 August 2017.

The engagement strategy developed the specific areas of interest for the consultation at a finer level of detail. This included development of several consultation questions, and alignment of different consultation methods to those specific questions (see **Appendix 3**). It also included a communications strategy, as well as a stakeholder analysis. The steering committee formally approved the engagement strategy on 21 November 2017. All documents can be accessed by contacting Burning Seed.

This first phase also included conversations with key informants, who were asked to communicate to their networks that the community engagement process was happening, and to discuss areas of interest for that process. Finally, an information session was also held at Burning Seed itself. This allowed for an initial Q&A session, and general key messages to be circulated.

CONSULTATION

The **consultation phase** ran from September 2017 – May 2018. It involved several different methods of consultation:

- Initial face-to-face discussions (a.k.a. 'Town Halls') (November 2017)
- Written submissions process (February – April 2018)
- Secondary face-to-face discussions (April – May 2018)
- Questionnaire (April – May 2018).

Overall, just over 1,500 Burners participated in the process through one of these methods.

During this phase, the REC Directors also released a 'Statement of Intent' which confirmed their commitment to the restructure process, as well as the fiscal continuity of Burning Seed.²

INITIAL FACE-TO-FACE DISCUSSIONS

In November 2017, two Town Halls were held – one in Melbourne, and the other in Sydney. These were designed to encourage general discussion. As such, they did not focus on any specific aspect of the engagement. Rather, they were designed organically, as a way of understanding the issues that were most important to the community. The session was externally facilitated. Where relevant, results from these initial consultations informed the design of later rounds of consultation. Overall, 55 Burners participated in this initial round.

WRITTEN SUBMISSIONS PROCESS

The written submissions process was opened in February 2018, and closed in April 2018. This was designed to allow community members to write in and provide ideas on whatever they felt was useful and important for the restructure committee to know. At the same time, participants were provided with a series of questions that were guiding the consultation. This was to assist participants to craft a suitable response. A form was set up in Google Forms to facilitate this process. In addition, participants were provided with the option of sending in their submission via email. Overall, seven written submissions were received.

SECOND FACE-TO-FACE SESSIONS

A second round of Town Halls occurred over April and May 2018. This second round included sessions in Melbourne, Sydney, Newcastle, and Matong. It also included an online session for people who couldn't make it to the other locations. These sessions were more focussed than the first round in November. They explicitly asked several questions that were raised in the engagement strategy. These sessions were facilitated by members of the RC, as well as an external facilitator. Facilitators encouraged participants to answer the questions asked in the engagement strategy, but also allowed for general discussion to occur. These sessions included 24 Burners in total.

² See <http://burningseed.com/wp-content/uploads/2018/01/REC-Directors-Statement-of-Intent-Jan-2018--The-Future-of-Burning-Seed.pdf>

QUESTIONNAIRE

Finally, a questionnaire was circulated widely throughout the Burner community. An email was sent to anyone who created a Burner profile in the years 2015, 2016 and 2017, as well as through internal Burning Seed mail lists. This resulted in the questionnaire being sent to approximately 10,000 people.

As part of the development process, the questionnaire was beta-tested with a small number of people in the Burner community, none of whom had any involvement with the consultation process, nor the RC or steering group. The purpose of this testing process was to bring new perspectives into the questionnaire development process, and ensure that all questions would have salience with the wider community.

The questionnaire was designed to understand the community's preferred legal entity (or group of entities). It also asked community members' preferences on what should be included in the entity's (or group of entities) constitution.³ The questionnaire was opened on 16 April 2018, and closed on 15 May 2018. Reminder emails were sent out on 1 May and 11 May.

Overall, the questionnaire received 1,489 responses. Of these, 640 were partial responses. This represents a completion rate of 57%.

ANALYSIS AND REPORTING

Data analysis and reporting began in April 2018 and concluded in early-August 2018.

Questionnaire respondents were validated by checking emails against the mailing list. A total of 141 respondents did not have an email address, so could not be validated. In a sensitivity analysis, they were excluded from analysis, but the results remained substantively the same.

Qualitative data was thematically analysed and coded against the main consultation questions. These were triangulated across all data sources to ensure consistency and rigour.

This phase also involved two reflection workshops on 1 June 2018 and 29 July 2018. As part of the first workshop, all members of the steering group were asked to reflect on the data that emerged through the consultation phase, and what it revealed about the main consultation questions. This workshop informed the 'Discussion and recommendations' section below.

³ From this point on, the word 'entity' is used to include 'group of entities' as well, unless the contrary intention is indicated or implied.

As part of the second workshop, all facilitators, team leads, and 2ICs were provided a draft copy of this report and were asked to consider some of the practical implications of the report's recommendations. Participants in this second workshop were also asked to outline any specific concerns they may have regarding implementation. These discussions have informed the section under the heading 'Operations' below.

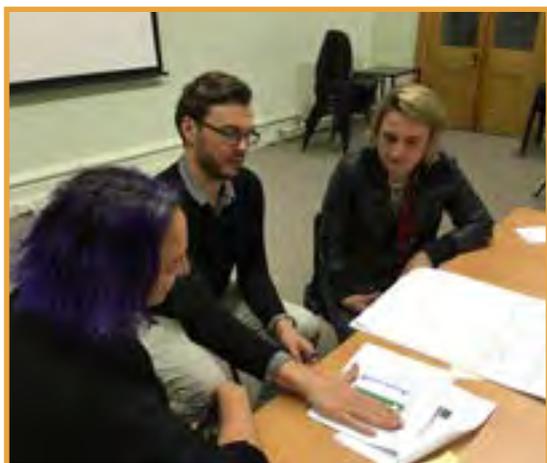
All analysis is included in the 'Results' section of this report. A final version of the report was provided to the REC directors for response on 12 August 2018.

ACTION LEARNING

The process adopted an 'action learning' or 'action research' process. This meant that findings from each of the consultation phases were used to inform the next stage of consultation. To do this, brief summary reports from the consultation phase were provided back to the steering group for discussion. This occurred at several points in the process, including the steering group meeting of December 2017, as well as the reflection workshops on 1 June and 29 July.

Photos from both reflection workshops can be found below and over the page.

Images 1–3: Reflection workshop (1 June)



Images 4-6: Reflection workshop (29 July)



This section provides a summary of the feedback received through the various consultation approaches. The discussion is arranged according to the areas that were the focus of the process (see **Appendix 3**). This section does not provide any detailed discussion or recommendations regarding the new entity (or group of entities) – that is the function of the next section. Rather, this section's sole purpose is to present the data that will be used as the basis for the discussion and recommendations.

ENTITY

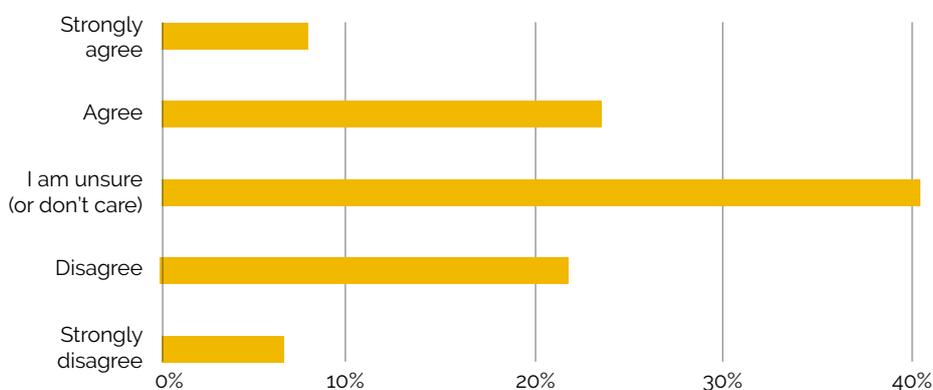
PURPOSES

The first question that was asked of participants in the consultation process was the extent to which the purposes of the new entity should be broader than just running Burning Seed. The results of this question are included in Chart 1. This question received the highest response of all questions, with 1,489 people providing an answer. Overall:

- 464 respondents either 'Agreed' or 'Strongly agreed' that the purposes of the new entity should be broader than just running the event
- 604 respondents were either unsure, or else didn't care
- 421 either 'Disagreed' or 'Strongly disagreed' with the statement.

This would suggest that there is no clear majority view regarding the extent to which the entity's purposes should be restricted to just running the event.

Chart 1: The purposes of the new entity should be broader than just running Burning Seed (n=1,489)



Respondents that either 'Agreed' or 'Strongly agreed' that the purposes should be broader than just running Burning Seed were asked to provide up to 3 additional purposes for the new entity. The more common answers were:

- Safeguarding the Burning Seed community and culture (including promotion of Burner values in the default world)
- Running events, programs and initiatives
- Ensuring environmental sustainability of the event
- More support for artists and theme camps

Respondents were also asked what elements of Burner culture should be retained in the new entity, and what elements the new entity should develop. The answers to these two questions may be particularly relevant for defining the purposes of the entity. In relation to elements of Burner culture that should be retained, almost all respondents answered that the 10 Principles (either in whole, or in part) should be retained. There were 502 responses to this question.

The incorporation of the 10 Principles in the new entity's constitution was also a common response included as part of the written submissions process.

Several strong themes also emerged in relation to ways in which the new entity should develop Burner culture. There were 412 responses to this question. The more common answers were as follows:

- Increased community engagement (72 respondents)
- Promotion of the 10 principles (65 respondents)
- More projects, events, and other initiatives (58 respondents)
- Promoting burner values in the default world (43 respondents)
- Promoting tolerance and inclusion (42 respondents)
- More support for artists and theme camps (40 respondents)

Thirty-one respondents felt that the entity should allow the development of Burner culture to happen organically, while 35 felt that it should stay as is.

Feedback received through the various Town Halls also indicated that the entity should articulate the culture and vision for Burning Seed, including growth. Finally, concern was expressed in the Town Halls regarding hierarchy. As part of this, participants felt that the entity should be concerned to maintain a 'flat' structure, and should not be too hierarchical in its decision-making processes.

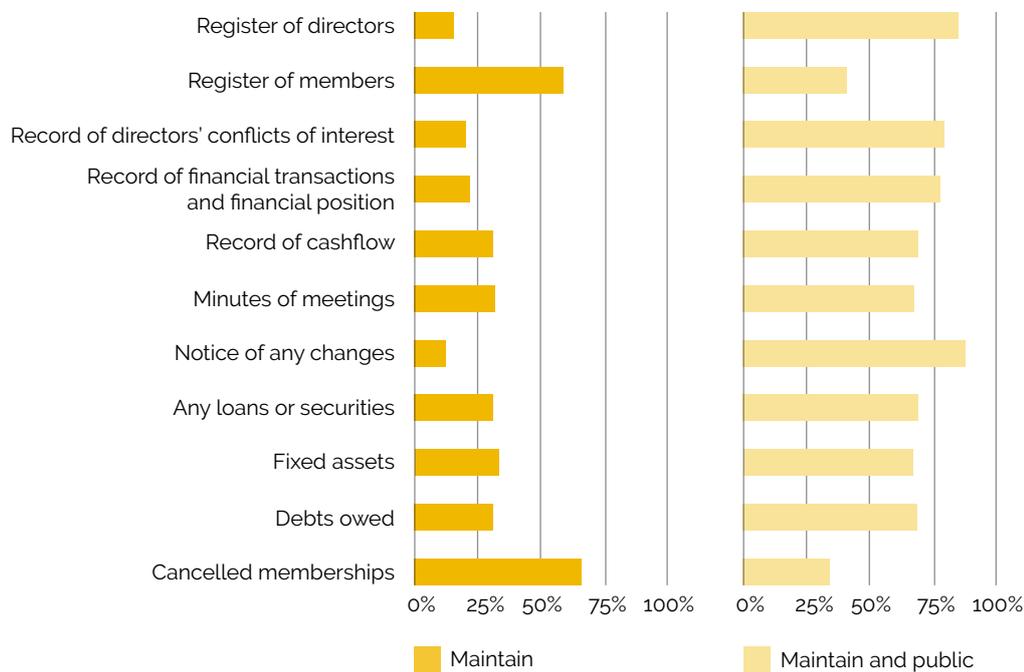
TRANSPARENCY

Respondents were asked to outline the documents that they felt the new entity should only be required to maintain, and those that they felt should be made available to the public. Overall, respondents generally felt that as many documents as possible should be made publicly available. The only exception to this was records of cancelled memberships, and the register of members. These results are provided in Chart 2.

Respondents to this question were also given the opportunity to note whether there were any other documents that they felt should be made publicly available. Sixty-three respondents chose this option. The most common theme in these answers was that everything should be made publicly available (16 respondents). Other more common answers were related to financial records (5 respondents); and meeting minutes (3 respondents).

These views were reflected in Town Halls and written submissions. A very strong view expressed right across both consultation methods was that the entity needs to be more transparent in its operations. While transparency as a general principle was considered to be important, feedback received indicated that the priorities for transparency were Seed’s finances, as well as policies and procedures.

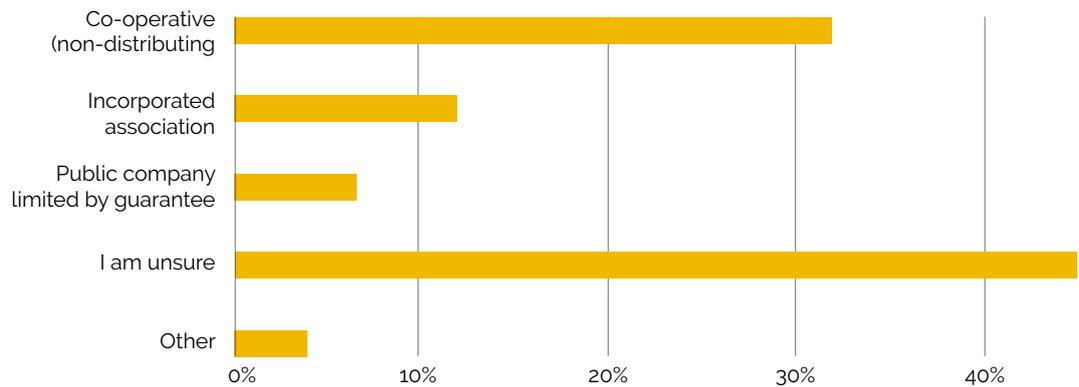
Chart 2: Documents that should be made available (n=1,060)



ENTITY STRUCTURE

Respondents were asked to provide their views on the specific entity structure that they preferred for Burning Seed. The most common response provided to this question was 'I am unsure' (420 respondents). Of the remaining answers, a non-distributing co-operative was the preferred structure (298 respondents). These are reflected in Chart 3.

Chart 3: To the best of your knowledge, what is your preferred structure for Burning Seed? (n=928)

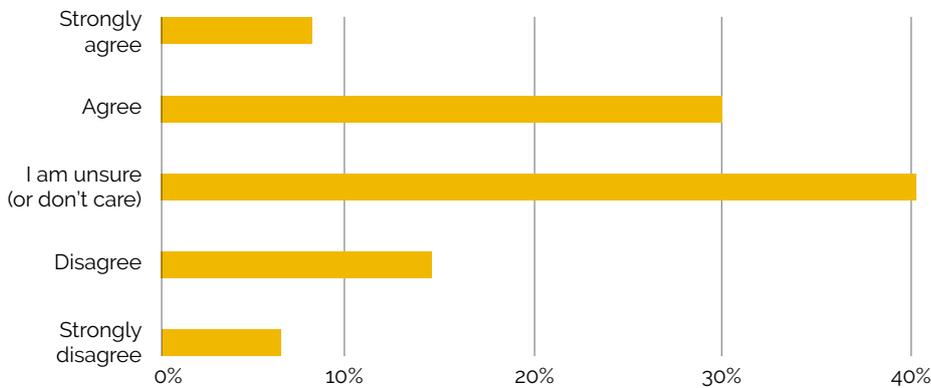


The uncertainty over the specific entity type that was preferred for Burning Seed was also reflected in the Town Halls. Several participants in that element of the consultation expressed uncertainty about which model (i.e. co-operative, public company limited by guarantee, incorporated association) was best.

Finally, respondents were asked to provide their views on the extent to which two separate entities should be created. One of these would be an operating entity, which would be charged with running the event. The other would be a holding entity, which would own all of Burning Seed's assets. Respondents were advised that this arrangement may be more difficult to administer, but would significantly reduce any financial risks. The overall trend for this question was slightly towards 'Agree' (though not by much). In total, 351 respondents either 'Agreed' or 'Strongly agreed' that this arrangement was suitable, while 193 either 'Disagreed' or 'Strongly disagreed'. A total of 368 were unsure. These results are represented in Chart 4.

Conversations had through the various Town halls reflected this view. People who participated in this form of consultation generally expressed support for the creation of both a 'holding entity' and an 'operating entity'. However, views were expressed that additional thought would need to be given regarding the relationship between the two.

Chart 4: At least two separate entities should be established (n=912)



MEMBERSHIP

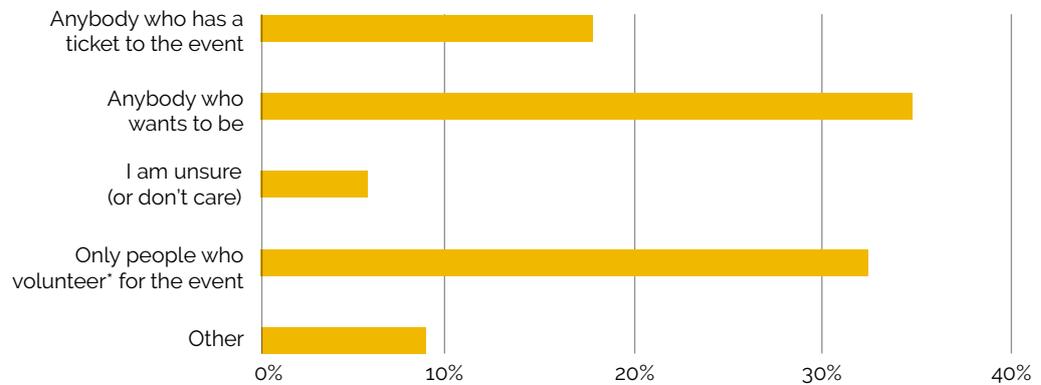
A key focus of the questionnaire was regarding membership of the new entity. Several questions were included that sought to understand the Burning Seed community's views on membership requirements.

MEMBERSHIP REQUIREMENTS

The first question related to membership was about the basic requirements for being a member. A total of 508 respondents replied that there should be some basic requirement on membership, being either the purchase of a ticket, or volunteering in some way (i.e. as an artist, through a theme camp, or for the Burning Seed organisation). A total of 355 respondents replied that anyone who wants to be a member should be able to be one. These results are reflected in Chart 5.

These views were largely replicated in the Town Hall sessions, as well as the written submissions. A common view expressed in the Town Halls was that membership should be based on the level of contribution to the event, though this was disputed by some. Those that provided a written submission generally expressed that membership should be offered to those who purchase a ticket, or through volunteering for the event.

Chart 5: Who should be a member of the new entity? (n=1,009)



* i.e. Org members, Rangers, Artists, Theme Camp members, etc.

A total of 89 respondents selected 'Other' to this question. Most commonly, these replies indicated that there should be some minimum requirement for individuals to become members of the new entity. These requirements largely followed the options included in the multiple-choice question above.

Some of the more common responses were as follows:

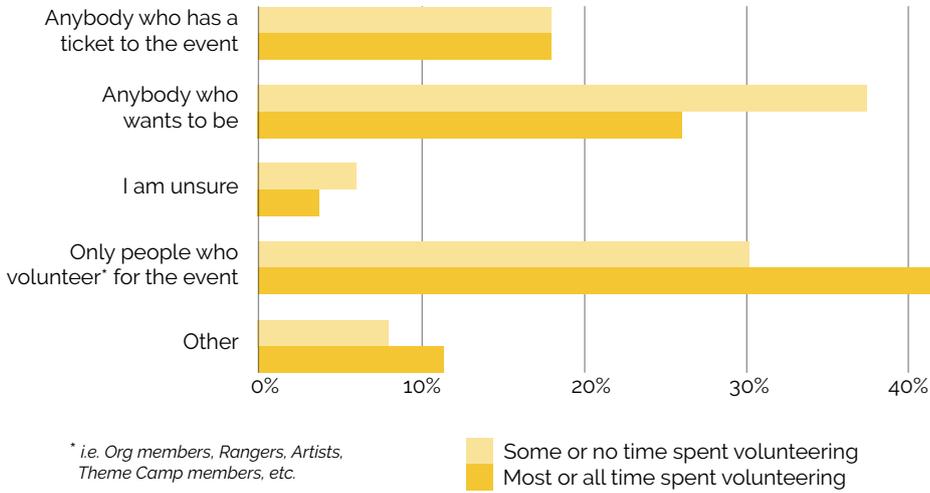
- Nineteen respondents replied that any members must volunteer as part of Seed (either through the Org, as an artist, or through theme camps).
- Fourteen respondents replied that membership should be based on participating in the burner community more broadly (i.e. not just participating in Seed).
- Sixteen respondents replied that any members must have attended Seed before, with an additional five replying that more than one attendance was necessary.

Other views that were expressed included that members should go through an application process (12 respondents), and that membership should incur a fee (6 respondents).

Overall, this would suggest that there is a slight majority view that there should be some restrictions on who should be a member of the new entity, though this is not a very clear majority.

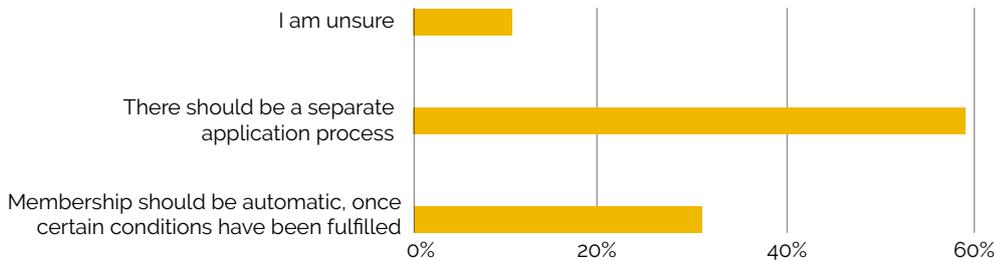
The data from this question was also cross-tabulated by the level of participation from each respondent. Those who volunteered for the event more strongly agreed that only people who volunteer for the event should be a member, while respondents who generally weren't involved in organising the event (i.e. through a theme camp, as an artist, or part of the Org) more strongly agreed that anyone who wants to be a member should be able to become one. This is reflected in Chart 6.

Chart 6: Entity membership, by time spent volunteering (n=1,009)



Respondents were also asked whether membership should require a separate application process, or whether it should be automatic. A vast majority of respondents to this question (596) replied that there should be a separate application process. These results are reflected in Chart 7.

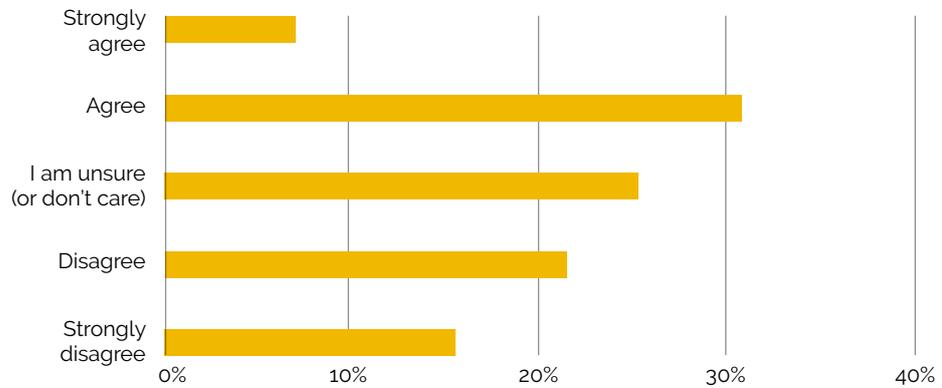
Chart 7: Membership application process (n=1,009)



CLASSES OF MEMBERSHIP

Respondents were asked whether there should be separate classes of membership. Overall, 381 respondents either 'Agreed' or 'Strongly agreed' that there should be different classes, while 374 either 'Disagreed' or 'Strongly disagreed' with this proposition. The remainder were unsure or did not care. See Chart 8. This would suggest that there is no clear majority regarding the extent to which membership of the new entity should be structured around different classes.

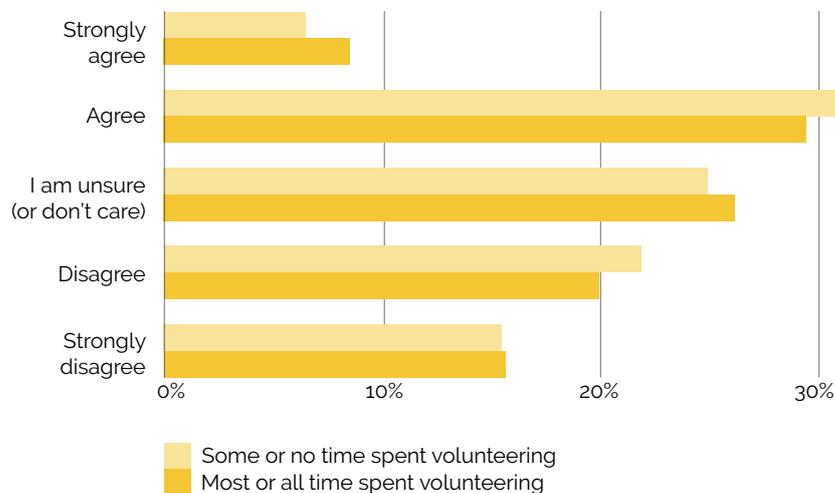
Chart 8: Do you agree that there should be different classes of membership? (n=1,009)



Those respondents that either agreed or strongly agreed to the previous question were asked to provide suggestions on how such membership could be divided. A total of 216 respondents provided answers here. The most common response (157 respondents) was that membership should be determined based on level of commitment. That is, the more committed you are to Seed, the more of a 'say' you should have. A second cohort (37 respondents) felt that membership should also be divided based on the 'type' of commitment to Seed. For instance, someone who participates as a Ranger would have different rights to someone who participates as an artist.

Answers to this question were also cross-tabulated with the amount of time respondents volunteered with Burning Seed. This process did not provide any additional insights into the community's views. That is, we cannot attribute views on membership classes to the nature of individual respondents' involvement in Burning Seed. These results are shown in Chart 9.

Chart 9: Membership classes, by time spent volunteering (n=1,009)



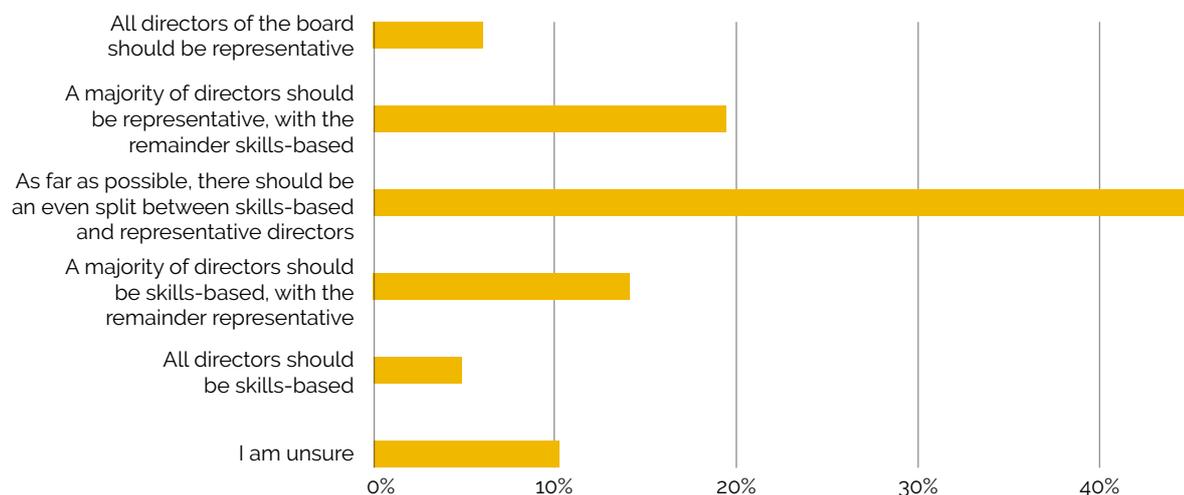
Finally, respondents were asked to provide any final statements or ideas relating to membership. The most common concerns related to the rules for membership (145 respondents). There was a great variety of responses provided here. A common response was the need to balance democratic ideals with hierarchy. Respondents generally recognized that there would be the need for some degree of hierarchy. At the same time, this needs to be balanced with democratic ideals, without slowing down decision-making processes. Another common concern was the rules related to membership. Concerns were expressed regarding the management of a large but inactive membership base, with some respondents pointing to the need for having some mechanism to cancel membership due to no or low involvement. Several respondents also noted the need for a simple and cheap membership model.

THE BOARD

BOARD COMPOSITION

Another central focus of the questionnaire was the make-up of the board of directors. The first question that respondents were asked was regarding the balance between skills-based and representative directors. Overall, a majority of respondents replied that the board should, as far as possible, strike an even balance between skills-based and representative directors.⁴ See Chart 10.

Chart 10: Skills based vs. representative directors (n=977)



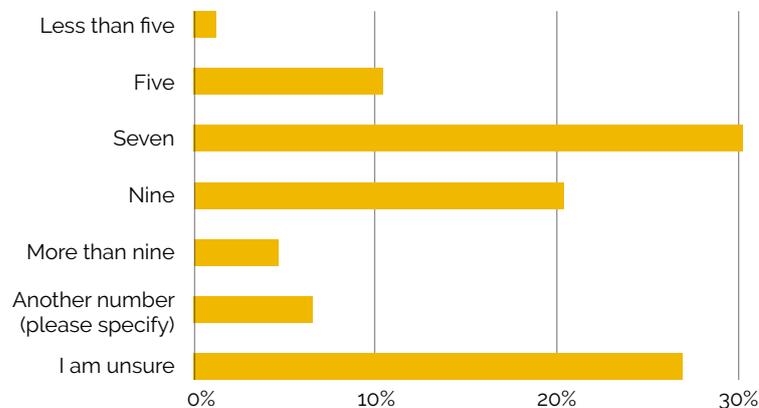
⁴ A skills-based director was defined in the questionnaire as someone appointed only to provide certain skills to the board. They were also defined as not being required to represent community views. A representative director was defined in the questionnaire as someone appointed to represent community views, with no minimum skills requirement for their appointment.

Respondents were asked to indicate up to five skills that they felt were most valuable for the board to contain. The most common response was related to governance, management and leadership. This answer (or similar) was recorded 477 times. Financial skills was the second most-common answer, with 376 responses recorded. The remaining responses (and frequency) were as follows:

- Event management (inc. logistics and Seed operations) (376 responses)
- Legal (315 responses)
- Marketing, comms, and PR (139 responses)
- Risk management (inc. OHS and fire safety) (121 responses)
- Community engagement (inc. Indigenous engagement) (119 responses)
- Arts, music and design (111 responses)
- Building, construction and engineering (92 responses)
- Environmental sustainability (inc. waste management) (59 responses)

Respondents were asked to provide their views on a suitable size for the board. The most common answers were seven (281) and nine (191), though it should be noted that 252 respondents marked that they were unsure. These results are shown in Chart 11.

Chart 11: How many directors should serve on the board? (n=937)



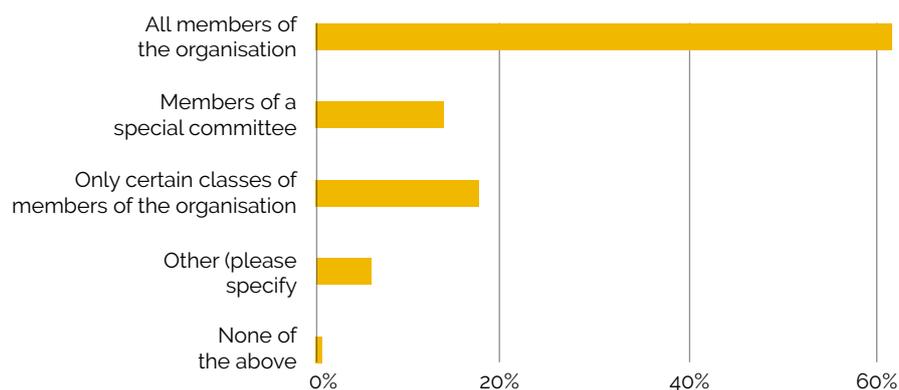
A total of 61 respondents selected 'Another number' to the above question. The more common responses gave a number not included in the list above (19 respondents), or else provided a range of number of directors (14 respondents). Another cohort of respondents (16 respondents) felt that the number of directors should be proportionate to the number of members.

Those respondents that selected either 'less than 5' or 'more than 9' to the above question were also asked to provide their reasoning. There were 109 responses to this question. The more common reasons given for having a larger board (i.e. more than 9) were either to incorporate diversity into the board (32 respondents), or else distribute the workload (19 respondents). A larger board was also felt by 6 respondents to be more representative. Those that felt that a smaller board (i.e. less than 5) was suitable tended to answer that practicalities were important, insofar as a larger board would slow down decision-making processes (19 respondents).

APPOINTMENT OF DIRECTORS

A vast majority of respondents (584) also replied that all members of the entity should be responsible for appointing the directors. See Chart 12.

Chart 12: Who should be responsible for deciding who is appointed as a director? (n=942)

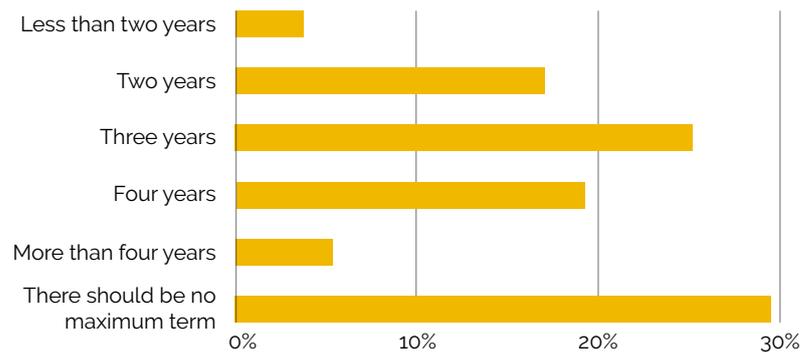


A total of 56 respondents selected 'Other' to the above question. Most responses gave versions of the options included in the multiple-choice answers above. Thirty-seven responses roughly corresponded to the answer 'All members of the organisation', while another 11 responses roughly corresponded to 'A special committee'. The remaining responses were either the current board (6 respondents), or all attendees (3 respondents).

A common theme to emerge from the Town Halls was the importance of the appointment process. As part of this, participants noted that appointments should be transparent and inclusive. Those that provided a written submission also placed high importance on the appointment process, often noting that transparency was important here, and that members should be the ones deciding on who is appointed.

Respondents were also asked to indicate whether there should be a maximum term imposed for directors. A large majority (670 respondents) replied that there should be a maximum term of some kind, with the most common response being 3 years. These results are reflected in Chart 13.

Chart 13: Maximum term for directors (n=951)



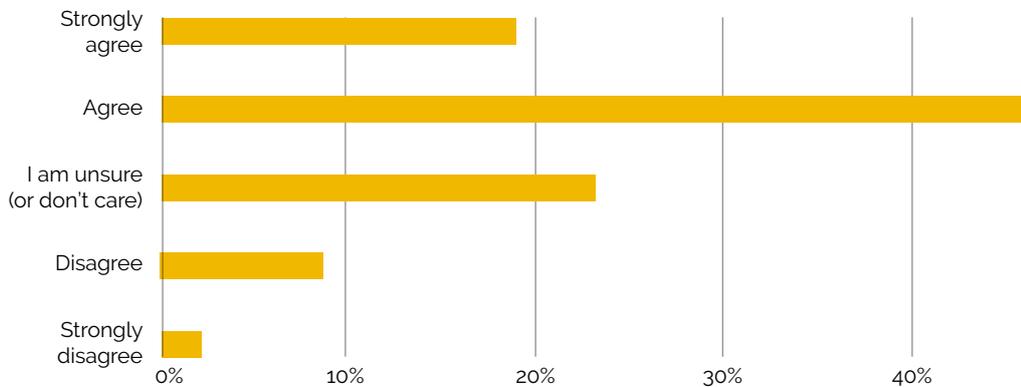
Those respondents that answered either 'less than 2 years' or 'more than 4 years' to the above question were asked to provide their reasoning. Seventy-four respondents provided an answer here. Those that preferred terms of less than 2 years felt that it would bring in 'new blood' (20 respondents); it would counteract power imbalances (3 respondents); or would allow new people to develop skills (4 respondents). Those that preferred terms of more than 4 years (36 respondents), felt that it would provide continuity in board operations.

Town Hall participants also provided feedback on the length of terms. Overall, a majority view was that there should be some limitation on length. In general, participants didn't express a specific preference for the length (though a small minority suggested 3 years). Limitations were justified by the need to bring in 'new blood' and ensuring that people don't burn out. It was, however, considered to be important to balance this need with ensuring maintenance of organizational knowledge. Thus, it was considered appropriate by some to seek a balance between turnover and continuity.

ASSETS AND FINANCE

Respondents were asked the extent to which they felt the new entity should be professionally audited on a regular basis. Overall, respondents tended to either 'Agree' or 'Strongly agree' with this proposition (see Chart 14)

Chart 14: The new entity should be professionally audited on a regular basis (n=1,077)



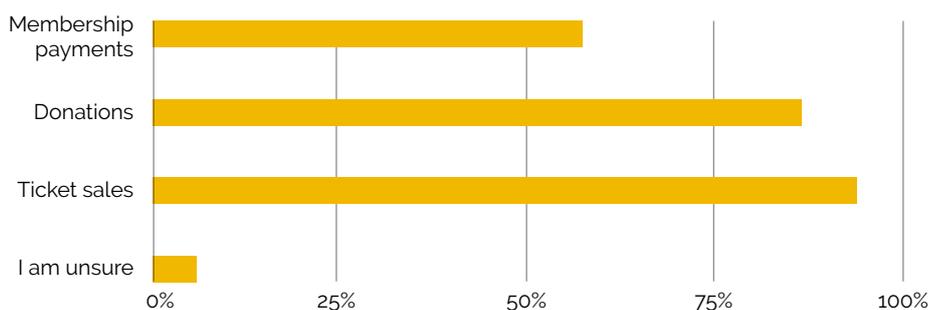
Respondents were also asked about the kinds of approaches that the new entity should be able to take regarding revenue. Almost all respondents agreed that the new entity should be able to raise revenue through ticket sales and donations. About 58% of respondents agreed that membership payments should be used to raise money (see Chart 15).

The option of membership fees was also raised through the Town Halls. A general view was in support of membership fees, but that they should be kept very low. The consultation did not reveal the precise quantum for fees, however.

Respondents were also able to provide 'Other' ways in which finance could be raised. A total of 231 respondents selected this option. The more common responses were:

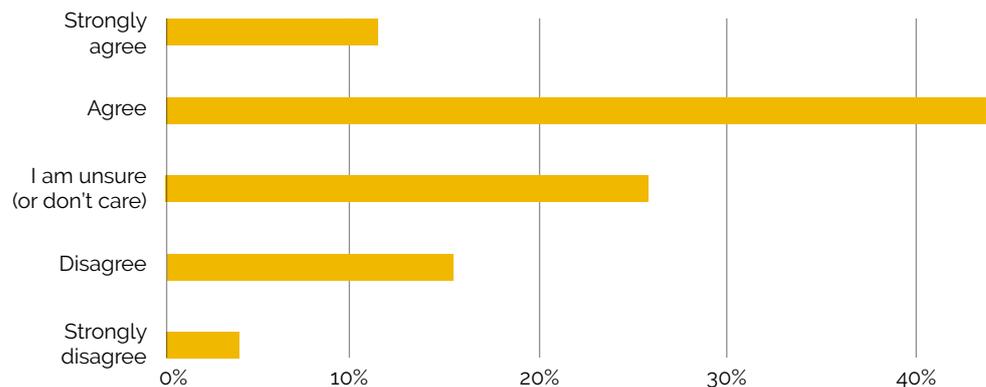
- Fundraising (including fundraising events) (154 respondents)
- Grants (25 respondents)
- Crowdfunding (6 respondents)
- Selling of merchandise (6 respondents)
- Sponsorship (5 respondents)
- Investments (4 respondents)

Chart 15: Methods of raising revenue (n=1,066)



There was generally strong agreement that members should have final approval if any important assets are going to be sold (see Chart 16).

Chart 16: Do you agree that members should have final say over sale of any important assets? (n=1,009)



Finally, a very strong theme to emerge from the Town Halls and the written submissions process was the status of any money and assets currently held by REC. There was an almost unanimous view that any money and assets currently held by REC belong to the Burning Seed community. In this view, REC was acting as a custodian or trustee of the money and assets. Because of this, all cash and assets should be transferred to the new entity once it has been established.

FUTURE CONSULTATION

The ways in which the entity engaged with the community was a strong theme to emerge from the Town Halls. Overall, participants considered that community engagement was vital to the successful future operation of the entity. People expressed a view that increased community engagement was important. At the same time, several participants recognised that it was completely impractical to consult on every decision. Indeed, the more common view expressed was that the actual issues that the community should be consulted on should relate to large decisions that affect everyone. Some examples included:

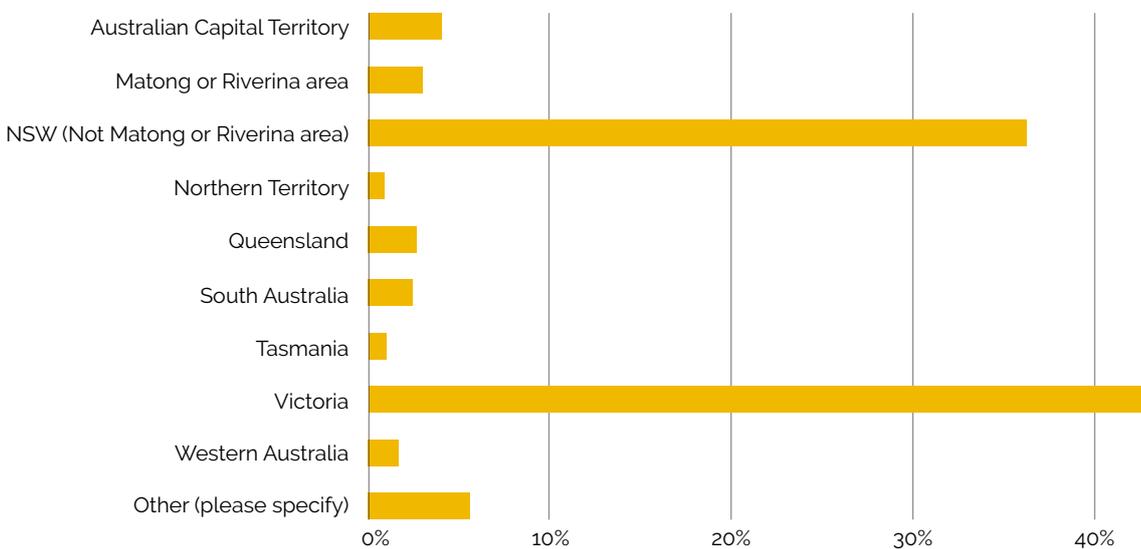
- Changes to the 10 Principles
- Changes to the constitution
- Sale of any important assets
- Major financial transactions
- Change in the site.

The written submissions and Town Halls also indicated that future consultation should adopt multiple methods, but that online approaches were particularly useful and convenient. Both components indicated that social media should be avoided as a consultation mechanism.

DEMOGRAPHICS

Respondents to the questionnaire were asked their primary location. Most commonly, respondents were either from Victoria, or from New South Wales. This is reflected in Chart 17.

Chart 17: Primary location of respondents (n=849)

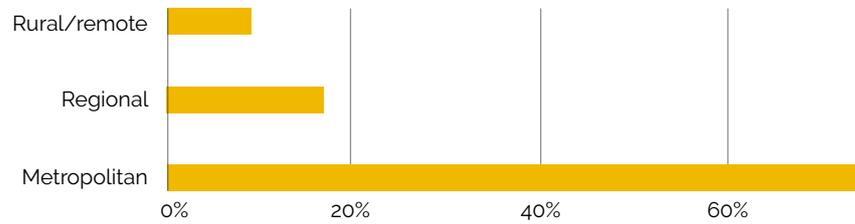


There were 47 respondents that selected the 'Other' option to this question. Of these:

- 14 were from New Zealand
- 11 were of no fixed address
- 7 were from a European country (Belgium, Finland, Germany, Sweden)
- 4 were from New South Wales
- 2 were from Asian countries (Thailand, Indonesia)
- 1 was from Victoria
- 1 was from Israel
- 1 was from South Africa.

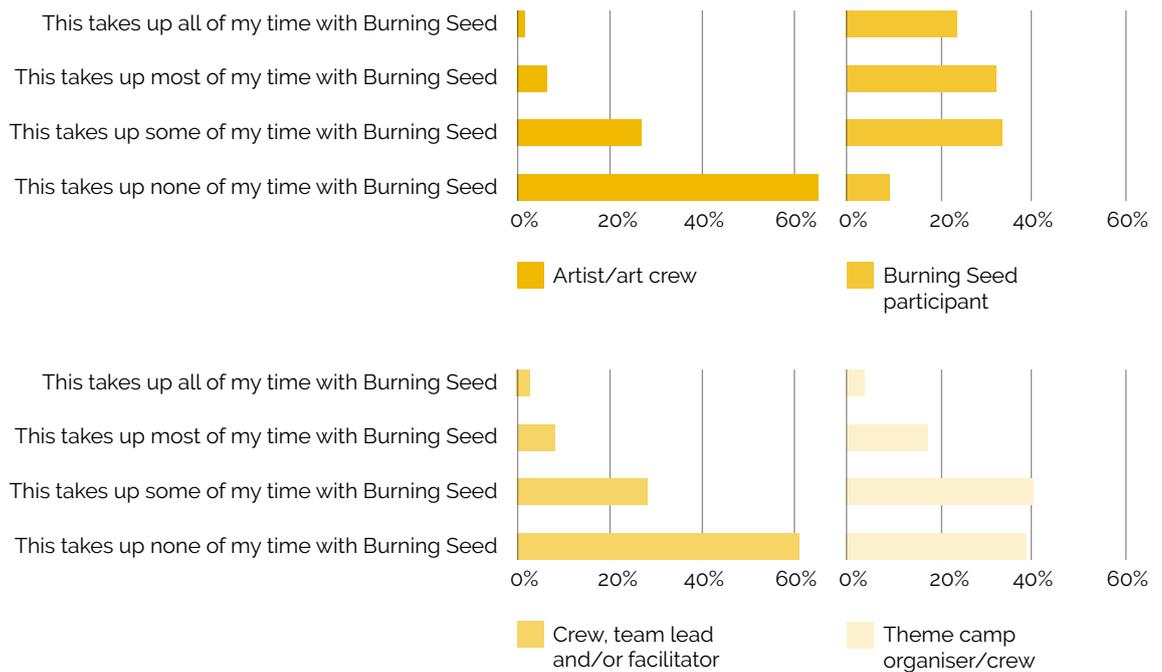
As shown in Chart 18, a vast majority of respondents live in a metropolitan area.

Chart 18: Location of respondents (n=849)



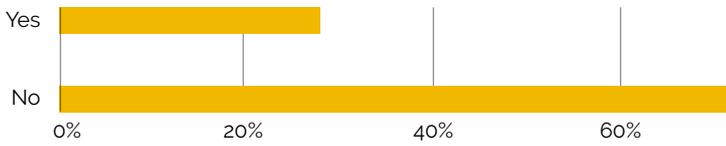
Respondents were also asked the primary way in which they were involved with Burning Seed. This is shown in Chart 19.

Chart 19: Extent of involvement in Seed (n=849)



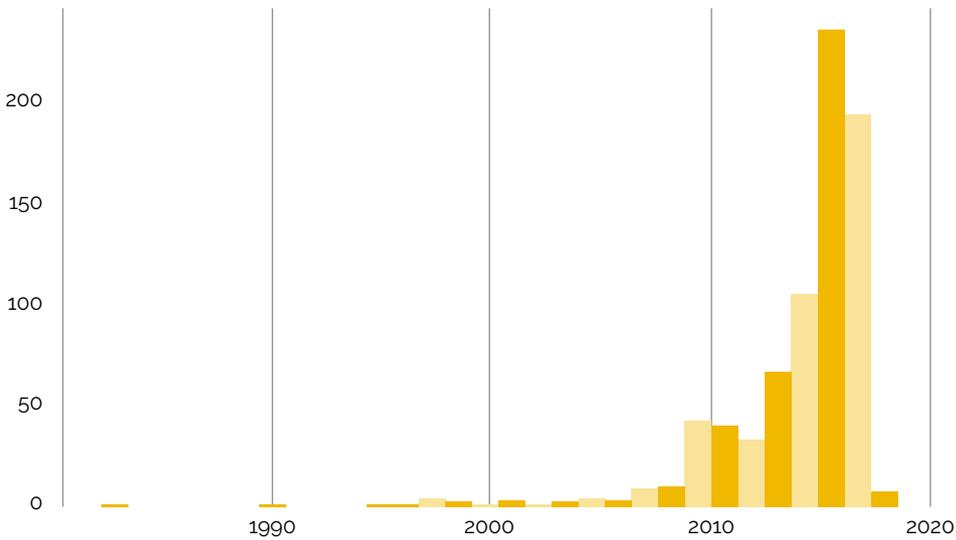
Respondents were asked about their involvement in other Burns. A vast majority of respondents (72%) had had no involvement in other Burns. This is reflected in Chart 20.

Chart 20: Involvement in other Burns (n=849)



Finally, respondents were asked the year of the first Burn. The most common response here was 2017 (193 respondents). The second most common response was 2015 (180 responses), while the third most common response was 2014 (105 responses). This information is provided in Chart 21 below.

Chart 21: Year of first Burn (n=849)





OPERATIONS

On 29 July, the RC held a second reflection workshop with all Burning Seed Facilitators, Team Leads and 2ICs. Eleven people participated in this session – nine from Melbourne, and two from Sydney.

The purpose of this workshop was to allow these participants to provide insights into how the report's findings and recommendations might affect the Org's operations, and to allow the restructure committee to 'sense check' the feasibility of the proposed recommendations.

To facilitate this process, a draft version of this report was provided to workshop participants. Participants were asked to talk about the strengths of the report, as well as areas of concern. There were five main themes of this session. These were:

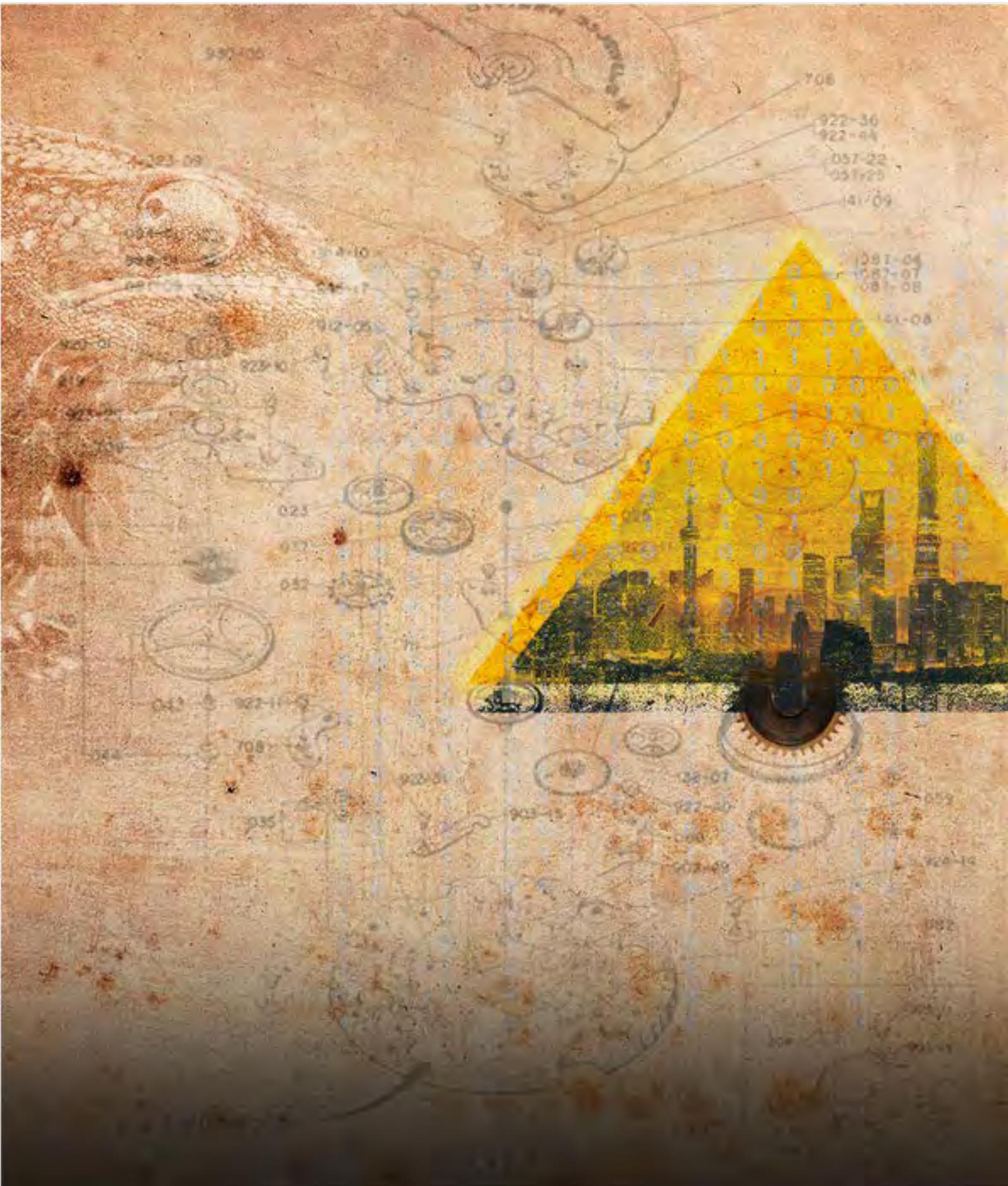
1. **The general uncertainty in the data about the entity type:** participants considered there to be a lot of uncertainty regarding the particular entity type (i.e. co-operative, CLG, incorporated association). At the same time, there was recognition that some very clear themes emerged from the data. The group suggested that the specific entity should only be chosen following legal advice, and should be designed so that some of the clearer aspects of the data are addressed.
2. **The need for additional purposes:** the discussion recognised that the data did not produce a clear answer regarding the extent to which the new entity should incorporate purposes beyond the running of the event. At the same time, a desire was expressed for the new entity to be able to expand its operations should the need or desire arise, and should there be sufficient human and/or financial resources available.
3. **Difficulties in recruitment and appointment processes:** concerns were expressed regarding the appointment processes for skills-based directors. As part of this, participants considered that the governance model and constitution need to recognise the difficulties in finding suitable appointees for a volunteer-based organisation, and to make allowance for situations in which suitable directors cannot be found. Moreover, the appointment process for skills-based directors should be given detailed thought, to ensure that principles of democratic decision-making are maintained.
4. **The challenges in determining a suitable membership model:** the appropriate membership model was another matter raised in the workshop. As part of this, it was recognised that working through a suitable model will require some detailed consideration to ensure alignment with Burning Man principles and ethos.

5. **Timelines and implementation:** several participants expressed concern for the new entity to be established in a timely fashion, and expressed a desire for more detail to be provided regarding both steps to, and dates for, implementation.

Themes 1, 3, and 4 generally reflected internal steering group and RC discussions regarding the interpretation of the data, and the most appropriate recommendations. Themes 2 and 5 were additional to internal steering group and RC conversations.

All themes were used to refine the draft version of discussion and recommendations, and to ensure salience with key stakeholders.

FUTURE





DISCUSSION AND RECOMMENDATIONS

The previous section focused specifically on the outcomes, major themes and findings from the community consultation process. The purpose of this section is to synthesise the consultation results in response to the main questions that guided this inquiry, and make recommendations based on that synthesis.

The inquiry had four subject areas, and each subject area included one or two questions that the restructure committee sought to answer through the consultation. These are outlined in **Appendix 3**. In light of these questions, and the RC's remit, this section makes several recommendations regarding the entity form that will best reflect the outcomes of the consultation. These recommendations are arranged according to the four subject areas – entity, membership, future consultation, and assets. Each recommendation is justified with respect to the available data.

ENTITY

Recommendation 1: *The RC and steering committee give further thought to the specific entity type, in light of the main findings of this report and legal advice.*

The consultation has not produced a clear finding regarding the specific entity that the community prefers.

Indeed, the responses outlined in Chart 3 suggest a high degree of uncertainty in the community. Combining the responses for those that had a view on the three entity types, over half the participants provided an opinion on a particular type of entity. At the same time, of the four options, participants most commonly answered 'I am unsure'.

Given this, it is important for both the RC and steering committee to now consider in depth the particular entity type that is most appropriate. Given the highly technical nature of this question, professional advice should be included in these discussions.

To inform discussion and further advice, the community has provided feedback on the kinds of considerations that are most relevant to the specific entity that is chosen. These include (but are not limited to):

- Transparency, particularly in relation to finances
- Privacy of member details
- Requirements for the entity to be professionally audited
- The relative merits of (and preference for) having both a holding and operating entity, as well as the correct entity type for each.

Future consideration regarding the type of different entity (or entities) should proceed on this basis.

Recommendation 2: *The primary purpose of the new entity should be running Burning Seed, but the new entity should be enabled to implement other purposes as and when necessary or desirable.*

The community was almost evenly split on the extent to which the purposes of the entity should be expanded beyond just running the event. At the same time, there were several strong themes to emerge right across the consultation. These included:

- **Promotion and stewardship of Burner culture and the Burning Seed community:** This was a strong theme to emerge through the consultation process. Respondents felt that the new entity should be an exemplar of the 10 Principles, and should also focus on propagating these principles into the 'mainstream' or default world, in a similar fashion to the Burning Man Project, Burners Without Borders, or Black Rock Solar.
- **Environmental sustainability:** At several points in the consultation, respondents felt that more emphasis needs to be placed on environmental sustainability of the event. While the 'Leave No Trace' ethos was considered a crucial component of Burner culture, respondents felt that more could be done.
- **Community engagement:** A common concern again across all consultation mechanisms was that more community engagement was necessary, especially on key issues. Engagement on Indigenous issues and local issues (i.e. issues relevant to the Matong and Riverina communities) was also considered important.
- **Events, programs, and other initiatives:** Respondents felt that the new entity could have a role to play in organising more events that supported the community. These may include skills-development workshops, community gatherings, fundraising activities, parties, or displays of Burner art.
- **Arts and theme camps support:** Respondents also felt that more support was necessary for artists and theme camps, but there is limited data on what this would mean in practice.
- **Transparency:** One of the strongest findings from this consultation process was the need for greater transparency, particularly related to how community money is being spent.

These are all laudable goals. However, successful implementation of each of these purposes would require a significant investment in resources. This requirement must be viewed in light of the constraints facing an entirely volunteer-run organisation, in which people are gifting their spare time and other resources. It is therefore imperative that the new entity does not place undue stress on the Burning Seed organisation.

In light of this, the RC recommends that the new entity should be given primary responsibility for running the event, but should not be restricted to just this purpose. Moreover, any other purposes should reflect the themes of the consultation.

Finally, any additional purposes must also be viewed in light of the purposes of other Burner initiatives and organisations. They should be drafted in such a way so that they minimise duplication and overlap.

MEMBERSHIP

Recommendation 3: *The board of the new entity should contain no less than seven, and no more than nine, directors.*

Chart 11 demonstrates that there were two more common preferences for the number of directors of the governing body (i.e. the board) for the new entity – seven members, or nine members. In light of this, the RC recommends that the new entity have some flexibility in determining how many people serve on the board. Providing flexibility to the new entity in determining board numbers is helpful when all staff are volunteers, as it means that the board can remain constituted even if there are vacancies. These numbers are also considered appropriate, as they will, in theory, allow for a balance between rigor and efficiency in decision-making processes.

Recommendation 4: *The board of the new entity should contain between 3 and 4 skills-based directors, and between 4 and 5 representative directors.*

Chart 10 demonstrates that the community prefers a relatively even split between skills-based and representative directors. The numbers suggested for each of these categories of director are a logical corollary of recommendation 3 and the findings in Chart 10. That is, having 3–4 skills-based, and 4–5 representative directors would roughly represent an even split between the two categories.

A slight preference has been given to the number of representative directors, to ensure that the community has more of a direct say in the decision-making processes of the new entity.

Consideration should be given by the new entity to appropriate appointment processes that strike a balance between the need to find the right skills, with democratic decision-making.

Finally, the constitution should not make quorum or board composition requirements particularly onerous. This is to allow for situations in which there are large vacancies on the board.

Recommendation 5: *As far as possible, skills-based directors should collectively have a mix of the following skills sets: Governance & leadership; finance; event management; legal; risk management & OHS; community engagement; and marketing.*

The discussion above shows that these skills were the more common skills that were preferred for the skills-based directors. This is a wide variety of different skills, and it may be possible to find individuals that have several of these. As such, the word 'collectively' has been used, to indicate that the skills should reside right across all directors.

At the same time, given that only a maximum of 4 skills-based directors will be appointed to the new entity, it is possible that there may be skills gaps (i.e. not all of these skills are represented at any one time). This may be due to recruitment issues. That is, the required skills set may not be available from the pool of applicants. Because of this, the constitution should allow for some flexibility in the appointment of skills-based directors. That is, provisions should be included that give the board some flexibility in determining which of these skills sets are most needed at a given point in time, and which are available from the pool of applicants.

Recommendation 6: *Director terms should have a maximum time limit and that mechanisms should be put in place to strike a balance between maintaining organisational knowledge, and allowing new people to sit on the board.*

A strong finding to come out of the results was that directors should have a maximum limit put on their term. Approximately 70% of respondents agreed that there should be a term limit of some kind. The most common of these was 3 years. However, having term limits runs the risk of the board being completely vacant at the end of that period. That is, if all directors have 3-year maximum terms, the risk is that the board would be left completely vacant at the end of that period.

There are several mechanisms that could serve to mitigate this risk. One option is to have different term lengths for representative and skills-based directors. As part of this, skills-based appointees might serve for four years, while representative directors might serve for three. Another option would be to 'stagger' the appointment process.

Another important consideration from the consultation was the need to strike a balance between ensuring the maintenance of organisational knowledge, and that 'new blood' is allowed to serve on the board. This was raised through the questionnaire, as well as the Town Hall sessions. Having either a staggered board appointment process, or having different length of time for the different categories of appointees, would allow for this balance to be struck.

What was less clear from the consultation process was whether directors should be eligible for re-appointment. This is an outstanding issue and should be resolved by the steering group and RC during the drafting of the constitution.

Recommendation 7: *As far as possible, the board should be evenly split between people from New South Wales, and people from Victoria, with some positions left for directors from other states.*

The demographic data from this consultation process indicates that a vast majority of respondents come from Victoria and New South Wales. Because of this, the board should largely be made up of people from these states. At the same time, there were several respondents from other states and territories. As such, some allowance should be included in the constitution for representatives from other states. Where possible, rural and regional directors should also be sought, again, to reflect the demographic make-up of respondents to this consultation process.

Of course, such a recommendation must be contextualised. Appointments can only be made based on the pool of applicants. As such, efforts should be made to incorporate structures that allow for the demographic balance to be maintained. This may include (for instance) asking Burner community organisations (i.e. BOSS or Melburners) for nominees from their respective states.

Though it wasn't a finding of the consultation, good practice would also suggest that diversity of genders (including non-cis) should be incorporated into the constitution.

Recommendation 8: *All directors should be appointed by the entity's membership.*

Chart 12 demonstrates that a vast majority of respondents want the entity's membership to decide on who is to be appointed as a director. Such a mechanism is recommended as part of good governance practice. It will provide an accountability mechanism for directors; will ensure transparency of appointees and appointment processes; and will provide direct community input into the future direction of Burning Seed.

Recommendation 9: *Anyone who wants to apply for membership to the new entity can do so via the relevant application process, but that membership only be approved based on involvement in the Burner community.*

One of the key findings from this consultation process is that the community wants the new entity to be a steward of Burner culture. As part of this, it will be necessary to safeguard the culture. The Burning Man principles risk being undermined by an influx of large numbers of people who do not share those same values. This threatens the future viability of not only the event, but also the Burner movement. Moreover, there is a strong view in the community that only people who actually contribute to the event (i.e. through 'sweat equity') should have a say in its future direction. Finally, having a large membership risks slowing down the day-to-day running of the organisation.

On the other hand, the Burner community is one that values radical inclusion. Full adoption of this principle would mean that there shouldn't be any restrictions to

membership. Moreover, the consultations revealed a desire in the community to propagate the 10 Principles into the default world. This desire, again, would imply little-to-no restrictions on membership, as it would allow people with no previous understanding or experience of Burning Man to participate in the community.

Thus, there are strong reasons to both restrict membership, and also to not restrict it. To balance these competing forces, the RC recommends that there be a minimum requirement on membership, but that this be quite low. It may include at least having attended the event; involvement in organising Seed (i.e. through a theme camp, art project, or with the Org); or involvement in the Burner community more broadly (i.e. in another regional event, Burners Without Burners, or Black Rock Solar).

It should also be remembered that some of the legal entity types (i.e. a co-operative) will require membership approval by the board. Approval processes for membership is also supported by the data represented in Chart 7, which shows that a majority of respondents feel that potential members should have to fill out an application form. Another way of managing this is to institute a small membership fee. This would ensure that any members have some 'skin in the game', and may discourage people who don't take membership seriously. Any membership fee should be kept low, and consideration would need to be given to the benefits of membership (if any). Moreover, consideration of the length of time of membership may also be a useful consideration. Indeed, managing a large but inactive membership base can create unnecessary administrative burdens, which may result in additional workload for staff, with no (or little) benefit to the event or community. Thus, having memberships that automatically lapse might be a way of managing this issue. Finally, not everyone will actually want to be a member. This fact may also act as a tool through which membership can be managed.

FUTURE CONSULTATION

Recommendation 10: *The types of decisions for which the membership is consulted remains highly restricted, and that members only be consulted on matters of strategic or whole-of-community significance.*

There was wide recognition through the consultations that community engagement is important. At the same time, it was recognised that it is not practical or feasible to discuss every single issue with the wider community. For these reasons, the RC recommends that the membership only be consulted on matters of key significance. Indeed, there is very little appetite in the community for the membership to be consulted on every single decision that gets made in the Org.

Finally, there are likely to be some instances in which the law requires that the membership be the final decision-making body. These will have to be incorporated into the decision-making processes of the new entity. For any remaining issues that are deemed significant, the membership and the board should collaboratively establish whether the membership is to be consulted, or whether the membership is the decision-making body.

ASSETS

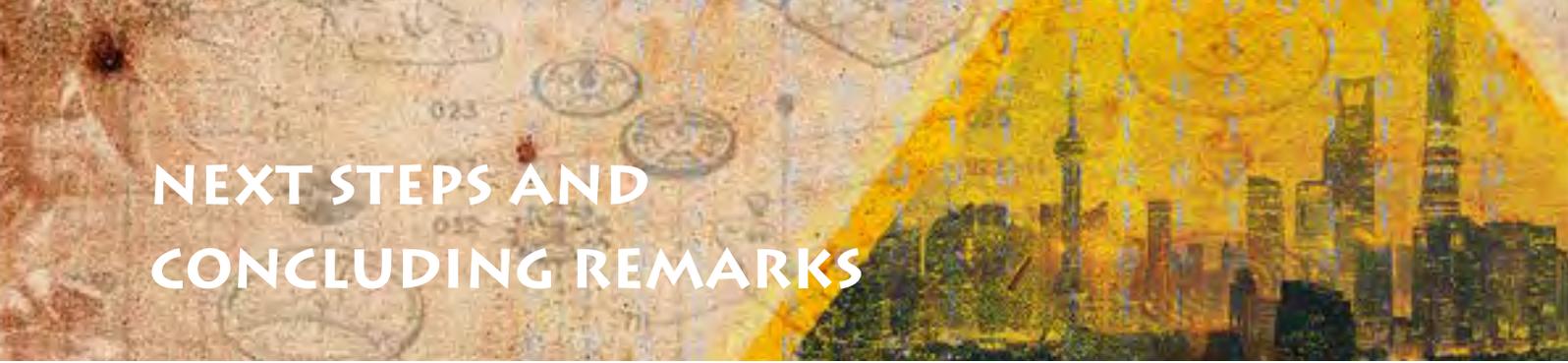
Recommendation 11: *All money and assets currently held by REC be transferred to the new entity (or group of entities), and that advice on the legal and tax implications of such a transfer be obtained well in advance.*

One of the clearest findings from this consultation process was that the community feels very strongly that all money and assets currently held by REC belong to the Burning Seed community. This view is based on the fact that cash and assets have been generated through the event, and due to the hard work (i.e. the 'sweat equity') of volunteers in theme camps, art projects, art cars, and the Org. In this view, REC is acting as a steward or trustee of the funds and assets – REC is not the actual owner of either. Because of this, strong views were expressed that all funds and assets should reside with the entity (or group of entities) charged with running the event.

Because of this, the RC recommends that all money and assets be transferred, and that advice be obtained on the tax implications of such a transfer. Such a view is also in line with the REC Directors Statement of Intent, which states:

We would like to assure the Burning Seed Community that during the transition phase we pledge to support the continued success of Burning Seed by ensuring fiscal continuity and by working with the event's operational team. We confirm that the funds raised through the Burning Seed event will remain with the community and that the community will be consulted now and in the future, once the new entity is formed, as to how the assets should be divided.

Finally, transferring all cash and assets across to the new entity would be the fullest expression of the Burner principle of 'gifting', a principle that was adopted by the Burning Man Org when it established a not-for-profit to run the event in America.



NEXT STEPS AND CONCLUDING REMARKS

This report has discussed the main findings and recommendations that have emerged out of the community consultation process to create a new entity for Burning Seed. From here, the RC will begin to implement the recommendations that have been made, and will keep the community informed about progress. Given the recommendations, there is likely to be one more round of consultation, once a draft model has been developed further. This consultation will likely involve comments on the draft constitution. This consultation will not be as comprehensive as what has been discussed in this report but will instead be streamlined to ensure that it is done in an efficient and timely fashion.

The remaining tasks for this process are as follows:

- Seek legal and tax advice on the findings of this report
- Draft the constitution for the new entity (or entities)
- Develop and run an appointment process for both representative and skills-based directors
- Develop a memorandum of understanding between REC and the new entity (or entities)

The RC will meet in late-August 2018 to discuss the most efficient way of delivering these items.

Finally, some concluding remarks: the consultation itself has revealed that there is a very deep passion and commitment to ensuring the best outcome for Burning Seed. This was well demonstrated by the nearly-1,500 individuals that participated in this process. The process has also shown that there are some very strongly-held views right across the community about what ought to be done about the questions raised through the consultation process – views that seem, on face value, to be quite different.

Ultimately, this report represents one point in a dialogue about the organisation of Burning Seed – a conversation that will continue beyond the establishment of the new entity. Once the new entity has been established, the challenge for both the directors and members of the new entity will be to continue the conversation in ways that allow for the community's passion to emerge, and shape the event in meaningful ways. Differences in viewpoints should be given deep consideration to find solutions that can, as far as possible, factor in different schools-of-thought. If done correctly, such an approach can generate ideas that are robust and impactful. The trick is not to see ideas as a binary choice ('A' or 'B'), but know that there is very often something behind door number three. Understanding how to manage these tensions will be a crucial factor in ensuring the continued growth of both Burning Seed, as well as the Burner community more broadly.

APPENDIX 1: TRUST AGREEMENT

TRUST AGREEMENT

BURNING MAN AUSTRALIA

Ratified by a decision at the Vision Group Meeting, Tuesday, 8 February 2010

1. At the beginning, form a private Proprietary Limited (Pty Ltd) company, whereby it is understood to build adaptability to this Trust Agreement and the rules of the company that will facilitate a transition to another form of entity or organisation that we believe is best for the community or the group, if required.
2. That the company and the organisation formed out of this Trust Agreement is not the end of the line and it can be changed in the future.
3. That there be transparency of the finances of the company and the organisation formed out of this Trust Agreement to the wider Burning Man Community.
4. For consensus decision making at all levels of decision making.
5. Create an Organising Group of up to 6 members to organise the Australian Regional Burn aligned to the Ten Principles and wider philosophy of Burning Man.
6. Create groups and sub groups to recommend to the Organising Group and appoint a Team Lead to each of these groups.
7. Create a Council of Team Leads that can make further recommendations to the Organising Group.
8. Within the company and organisation formed out of this Trust Agreement we are trying to make a funnel and a filter to allow input of ideas and information to move upwards and allow the broader community to have a say in the function of the organisation.
9. Aim to keep the language as clear and simple as possible within the company and the organisation formed out of this Trust Agreement to the wider community.
10. To run the company and organisation formed out of this Trust Agreement in a Non-Profit manner where profit is not distributed to the directors, shareholders, stakeholders and/or members of the wider community.
11. To allow the Organising Group to direct the company to employ people to fulfil certain roles and to compensate people fairly for their time and reimburse out of pocket expenses that may be incurred on behalf of the organisation formed out of this Trust Agreement, this also includes members of the Organising Group and Council of Team Leads.

APPENDIX 2: RC TERMS OF REFERENCE

TERMS OF REFERENCE

REC RESTRUCTURE COMMITTEE

The REC Restructure Committee (RC) is a sub-committee of the Board of Directors of Red Earth City Pty Ltd (REC).

The REC Restructure Committee has been formed in accordance with PART 4 – SUB COMMITTEES 17. Establishment, of the RED EARTH CITY PTY LTD Committee Guidelines for Burning Seed (an Australian regional Burning Man Event) & Burning Man Australia (Version 2 – adopted 17th November 2015).

These REC Committee Guidelines apply to the conduct of the RC unless stated otherwise in these Terms of Reference.

1. Name

Red Earth City Restructure Committee

Abbreviated in these Terms of Reference as: (RC) or (REC Restructure Committee)

2. Size & Membership

No less than 6 and no more than 10 members who have experience in either:

- (1) Burning Seed and REC
- (2) Community Engagement
- (3) Board experience
- (4) Entity creation and governance
- (5) Any other relevant experience that's needed from time to time

New membership will be through nomination and selection by presiding members of the committee on an as needs basis or self-nomination and completion of application process.

3. Delegation

The Board of Directors of Red Earth City Pty Ltd (REC) delegates authority to the restructure committee to carry out its purpose.

4. Purpose

The purpose of the REC Restructure Committee is to design and execute a community engagement plan in collaboration with the Burning Seed Town Council (Town Council) and the Board of Directors of Red Earth City Pty Ltd (REC) to get community feedback on:

- Which type of entity is favoured by the community and key elements they would like included in the constitution of this entity.

Stage 1

- Stakeholder negotiations
- Community consultation program (including but not exclusive to survey)

Stage 2

- Drafting a report, including technical recommendations, summarising the outcomes of this community engagement process and delivering a series of recommendations on the ideal

structure of the Burning Seed entity based on this data, research into entity types held by regional burns and the knowledge and experience of the RC.

- This may include the engagement of external professional consultation services.

Stage 3

- Drafting new entity constitution (including additional community & external professional consultation- if necessary)
- Drafting Memorandum of Understanding between REC P/L and new entity in collaboration with between the new entity and REC P/L in line with the broader community values as expressed through community consultation and the basic principles of Burning Man.

Stage 4

- Conduct elections of founding officeholders

5. Responsibilities & Powers

- (1) Background research and information gathering.
- (2) Developing project plans and timelines.
- (3) Developing project budgets.
- (4) Appointing project managers and engaging external consultants.
- (5) Executing project plans, including the community engagement plan, under the leadership of the project manager.
- (6) Collecting and analysing the data from community engagement.
- (7) Preparing a summary report following on from the community engagement process.
- (8) Delivering a final report to the Town Council and REC directors.

6. Direction

REC may direct the RC on any matter relating to its responsibilities and powers, which must be done:

- (1) at a specially convened meeting between the RC, Town Council and REC, which must agree to the direction; where
- (2) if no agreement can be found, the matter will be referred back to REC for further consideration and possible revision, to be re-put in accordance with clause 6. (1).

7. Meetings

- (1) To be held on the first Monday of each month, unless there is:
 - (a) an agreed forward schedule of meetings (which would supersede this provision); or
 - (b) the committee agrees to have the meeting on a different date;

8. Chair and convener

Each meeting is to have a chair, which will be a rolling chair, so that at each meeting someone else has the responsibility, in alphabetical order of people's surnames.

The chair would also be in charge of organising the next meeting.

9. Non Attendance

Non-attendance of any member at 3 consecutive meetings without notification or other ongoing participation will result in a review of that person's membership:

- (1) via email from a participating RC member; and (if no response)
- (2) via discussion by attending members of the following meeting;

where the person's membership may then be revoked by the RC if they are deemed as non-participating.

10. Quorum

Quorum is half of its voting members (or if the number of voting members is not a whole number, the whole number next higher than one half).

So if there are 8 people on the committee, 4 people would form quorum. If there are 7 people on the committee, 4 people would form quorum.

11. Budget

RC will put forward a recommendation for budget to Town Council and REC, this will be discussed and approved by both bodies in a specially convened meeting.

12. Limits to authority

The following documents are required to have sign off from Town Council and REC before being used or implemented:

- (1) Background paper and research for release to the community.
- (2) The community engagement plan, including comms copy and engagement questions.
- (3) The project plan and timeline.
- (4) Project budget.

13. Provisions to Revision

- (1) If any party wishes to revise this document, they must submit it as a proposal to the RC, Town Council, and REC, who will then convene to discuss the proposal and come to agreement on any revisions.
- (2) The voting members will be the aggregate membership of the RC, Town Council and REC.
- (3) Any revisions will be agreed upon in accordance with PART 3 – COMMITTEES GENERALLY 13. Voting, of the (REC) Committee Guidelines (Version 2 – adopted 17th November 2015).
- (4) If the RC is still in existence, the aforementioned bodies are required to reconvene after 18 months from approval of this document to review the provisions of this document.

14. Minutes

- (1) Each meeting will have minutes taken, which will then need to be approved at the following meeting.
- (2) Each meeting is to have a note-taker.
- (3) The note-taker is a rolling position, so each week the responsibility is someone else in reverse alphabetical order here (again, people's surnames).
- (4) The note-taker is also be responsible for:
 - (a) circulating the minutes; and
 - (b) drafting the agenda for the next meeting.

15. Reporting

- (1) The RC must report to the REC monthly, so where there has been no meeting of the RC the Chair of RC will give an email update.
- (2) Minutes must be provided to REC within 7 days of the meeting where the Minutes have been approved.

APPENDIX 3: ENGAGEMENT FRAMEWORK AND QUESTIONS

Subject area	Consultation question(s)	Consultation method	Stakeholder group
Entity	<p>What is the most appropriate legal structure for the new Burning Seed entity (or entities)?</p> <p>What should be contained in the constitution of that new entity (or entities)?</p>	<p>Questionnaire</p> <p>Written submissions</p>	<p>Crew, team leads, facilitators</p> <p>Theme camps</p> <p>Artists</p> <p>Burning Seed attendees</p>
Membership	<p>How should directors be selected in the new entity?</p> <p>Who should be a member of the new entity?</p>	<p>Town Halls</p> <p>Questionnaire</p> <p>Written submissions</p>	<p>Crew, team leads, facilitators</p> <p>Theme camps</p> <p>Artists</p> <p>Burning Seed attendees</p>
Future consultation	<p>How should community input be gathered and processed in the new entity?</p>	<p>Town Halls</p> <p>Written submissions</p>	<p>Crew, team leads, facilitators</p> <p>Theme camps</p> <p>Artists</p> <p>Burning Seed attendees</p>
Assets	<p>What does the community feel is an appropriate allocation of money and assets held by Red Earth City?</p>	<p>Questionnaire</p> <p>Written submissions</p>	<p>REC directors</p> <p>Town Council</p> <p>Crew, team leads, facilitators</p> <p>Theme camps</p> <p>Artists</p> <p>Burning Seed attendees</p>

980105

706

022-36

022-44

057-22

057-25

141-09

023-08

024-01

028-01

024-10

024-17

012-05

020-01

028-01

014

022-01

036

023

017

052

043

022-11

044

708

035

020-01

022-11

138-07

022-11

022-01

022-01

039

028-16

002

057-04

057-07

057-08

43-08

