

Burning Seed Restructure Committee

A summary of progress made in the Burning Seed Restructure Process.

Equinox Report

September 2020



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Progress check

🌑 ← Less complete ---- More complete → 🌕

- 🌕 Operational entity type chosen
- 🌕 Domains registered
- 🌕 Meeting schedule established
- 🌑 Working Groups convened
- 🌑 Vision sessions progressing
- 🌑 Organisational design proposals discussed
- 🌑 Community Engagement Plan updated
- 🌑 Legal counsel engaged
- 🌑 Names confirmed
- 🌑 Constitution drafting workshops
- 🌑 Registration of entities

Acknowledgment of Country

The Burning Seed Restructure Committee acknowledges the traditional owners of the lands on which we live and gather to share knowledge, celebrate and co-create. Our home away from home, Red Earth City, is Wiradjuri land and we pay our respects to the Wiradjuri Elders, past and present.

Overview

In May 2017, a Restructure Committee (RC) was established under section 176(k) of the Red Earth City Pty Ltd (REC) Constitution. The purpose of the RC was to facilitate an open and inclusive process to establish a new legal entity ('the new entity') to handle the affairs of Burning Seed into the future. The primary transition is the establishment of a new not-for-profit, member-based organisation. The RC (made up of interested stakeholders) was to achieve this purpose in close collaboration with the REC directors and the Burning Seed Town Council (TC). As the Restructure process evolved, these three distinct bodies, when combined in late 2018, became referred to as the Steering Group.

Stage 1: The consultation period

Between December 2018 and June 2019, the Steering Group ran two processes to recruit Burners interested in becoming a member of the new entity post-incorporation. This was after an initial ad hoc call out in mid 2018 was also undertaken. Approximately 240 people indicated a desire to be a founding member of the entity ('the prospective members').

The Steering Group also agreed that a Vision Group would be established, and that participants of this Vision Group were to be drawn from the 240 prospective members mentioned above.

The primary purpose of the Vision Group was to facilitate the 240 prospective members' decision-making on the following matters:

- a. An entity type or types, which must be either an incorporated association, a company limited by guarantee, or a (non-distributing) co-operative.
- b. A name for the new entity/entities.
- c. Facilitate the co-authoring of a constitution brief with the Steering Committee.

Between August 19 and March 2020, the following tasks were achieved:

- The entity type chosen for an Operational entity is to be a company limited by guarantee.
- The name/s will likely be derivations of "Sunburnt..."; for example the working title for the Cultural entity is Sunburnt Arts.

In December 2019 a process of facilitating the drafting of a constitution commenced with the constitution team interpreting the Ancient Futures Report towards a brief to counsel. The [CT Interim Report](#) was delivered in February 2020. In March 2019 the Vision Group, for the first time, met with the Steering Group.

When the stakeholder groups convened to commence a process of co-authoring a constitution, the Reserved Vision Group and some Open VG members elected to leave the process. Under the Terms of Reference for the Restructure Committee, there needed to be a minimum of 6 members to make democratic decisions and only 3 remained. At this time, the remaining members of all the groups reached consensus to merge together under the terms of the Restructure Committee TOR, which was changed by REC to allow all stakeholders to participate, up to a maximum of 20 - [More info on the TOR can be found here](#).

Presently and ongoing:

The RC meets monthly, and has commenced constitution drafting workshops for both the Cultural/Holding Entity and the Operations Entity using Loomio. Visioning sessions held online have commenced which are designed to capture ideas about what kind of organisation design and framework will best serve the Burner Community, as well as to hold space for the foundational work that has not been formalised to date. Work flows are scheduled to follow moon cycles rather than calendar dates. Generally, initiatives launch on a New Moon and evaluations or delivery align to the Full Moon¹.

The RC communicates on Discord and several working groups have formed to manage tasks. RC meeting agendas and minutes are open for the committee with the intention of publishing once the process has concluded, while the Discord channels can be read by all RC members.

Working Groups

The Restructure Committee working groups are simply self-nominated areas for participation and work and Working Group members have no special powers and their Discord channel communications are transparent to the entire RC. The current Working Groups are:

Constitution - Makes recommendations on constitutional matters, facilitates a process of collaborative drafting, and will deliver a brief to counsel that reflects the consensus of the committee members and the desires of the community as captured in the Ancient Future Report.

Comms - Manages mailing lists, draft communiqués and publish. Current protocol is that the RC discusses the need for a comms task and agrees on a brief. Comms shares a draft for comment. Once amended and approved the information goes out to the agreed audience (prospective members, whole of community, Seed comms for website publication etc.).

Implementation - Prepares for the administrative and statutory requirements for registration.

Digital - Manages digital assets and prepares for transition. Curate virtual platforms to prospective members to boost engagement .

Care and Support - Creates ways to support all members of the organisation through the transition process. Develop a draft Code of Conduct for members and make recommendations for a committee or ombudsman to provide resolution services to the membership.

Risk & Indemnity - Consults with professionals and makes recommendations on a range of topics around risk, including: indemnity for Board, officers, volunteers, content creators and the legal relationship between the operational and cultural entities to mitigate risk to the assets flowing from the activities of the event.

¹ Complex topics can run over several cycles, while simple ones can be delivered in 14 days

Red Earth Vision Sessions

In July 2020 the first of a series of foundational discussions, called Red Earth Vision Sessions were facilitated by Eric Doriean (Snorky). The RC has used the Circular Flow method to discuss key areas that define concepts and needs; to provide clarity for the committee about where the process is going. At the time of publishing, the Vision Sessions have focused on Red Earth Restructure, Membership (in general, and what that entails), Purposes of the Operational Entity, and a Code of Conduct for members. [Click here to see the first Red Earth Vision Report.](#)

Constitution Workshop Program

The Vision Group Constitution Team delivered its Interim report in February 2020. [This report](#) maps the findings of the Ancient Futures Report to the structure of a constitution model and provided links to detailed rationale from each member of the team towards the recommendations made. The report was colour coded to show which matters were split decisions, majority and consensus.

This exercise interpreted the community consultation results into a brief for a constitution and also took into consideration the existing governance documents that set out some terms for the transition, as well as the legal advice received prior to the Vision Group forming.

At the time of writing the Constitution Working Group has agreed to a minimum sequence of participatory steps.

The first workshop launched on the April full moon. The platform allowed for the program of co-authoring to continue, despite travel restrictions. The workshops that are open at the time of writing can be read in the addendum section at the end of this report.

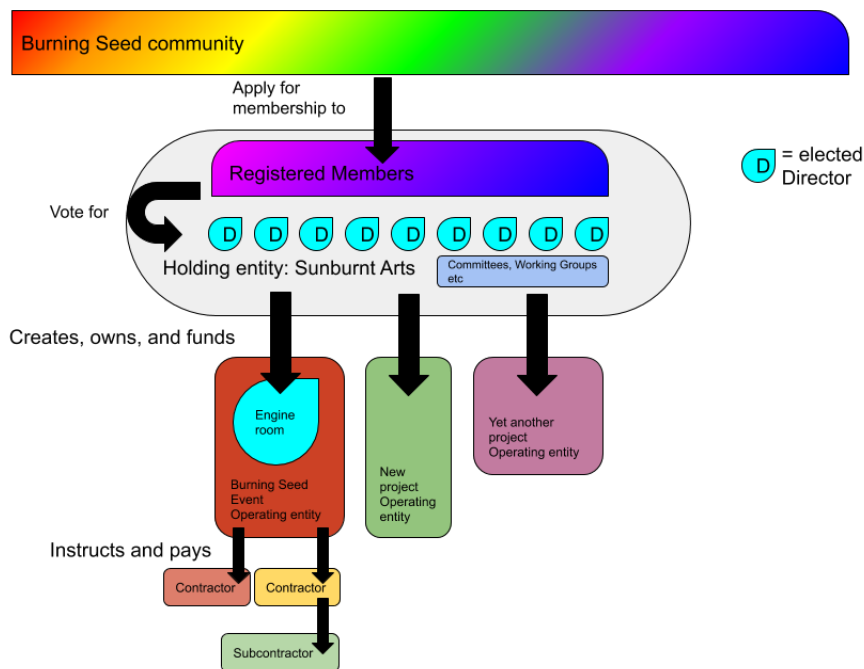
Organisation Design Proposals

An example

It should be noted that all proposals for organisation design are a work in progress and that as deliberations roll out, opinions and consensus can and do shift. Many parts of this big picture have dependencies or influence one another, and these conflicts become more clear during workshops and vision sessions. The details of proposals are still very much in flux and no polling will commence until all proposals are vetted by legal counsel and accounting professionals.

The ownership and funding agreements in the text are only a *suggestion* by the proposal's author and have not been confirmed. The other proposals differ from this only in the nature of the arrows on the diagram.

The Hub Proposal



Conclusion and Next Steps

We thank each one of you for your patience with this process. Great care is being implemented into drafting the best constitutions possible, with the best interests of our community at the heart of it all. We acknowledge the great work of the previous members of the VG and RC as we continue this process forward. Thank you.

And of course WE COULD USE YOUR HELP (Yea Participation! Civic Responsibility! Communal Effort!) If there is a working group below that you, dear burner, think you have the knowledge/bandwidth/expertise in... we would love to hear from you!

The Restructure Committee would welcome experienced assistance with the following deliverables:

Comms: Regular updates to community, ownership of community engagement plan

Digital: Creation of digital assets for new entities, acquisition of online services for new entities

Implementation: Prepare for and manage the administrative tasks that are required for the registration of the entities.

Care and Support: Drafting of Code of Conduct recommended for members and event participants, regular check-ins on RC action items, support and check-in on RC members.

Risk & Indemnity: Reviewing current state policies and identifying insurance needs for all stakeholders. Make recommendations to the RC after seeking solutions.

For continued updates on the RC, please check in at:

<https://www.redearthcity.com/about-the-org/restructure>

If you have questions about the report or you are interested in helping the RC reach the finish line, please do not hesitate to contact Baron de Merxhausen - Restructure Committee lead: restructure@burningseed.com

With gratitude,

The Restructure Committee

(Baron, Robin, Richard, Sam, Madeline, Jo, Phil, Eric, Leanna, Nussy, Tamora, Troy and Susanne)

ADDENDUM

Constitution workshops program

PURPOSES

LEGAL & ORG STRUCTURE

- How do the two orgs relate to each other?
- Organizational Proposals

MEMBERSHIP

- Eligibility & Levels
- Benefits & Rights
- Code of Conduct
- Who are the members of the operational entity?
- Eligibility & Levels

BREAK OUT SESSIONS

- Features of Co-operatives and Incorporated Associations to consider
- Other Burner organisations and how they operate

Forthcoming workshops include:

BOARD

- Size and composition
- Eligibility
- Terms
- Election process

COMMITTEES

- Types
- Size and composition
- Eligibility
- Terms

MEETINGS