

**Biodynamic Agriculture Australia Ltd**  
**Minutes of Board Meeting / Workshop held at Bellingen office**  
**27 & 28 July 2010**

<b>PRESENT:</b>	Ray Unger, Chairman, Carolyn Ditchfield, Deputy Chairman, Ross McDonald, Treasurer, Board members, Shane Joyce, Cheryl Kemp, Hugh Lovel, and John Priestley. Louise Skidmore, Secretary.	<b>ACTION</b>
	Chairman Ray Unger opened the meeting, expressing a strong desire that all Board members would take the opportunity during the two day meeting to put the past difficulties behind, to be productive, enthusiastic and to consider all views put forward to reach a strong way forward to recovery for the BAA.	
<b>MINUTES:</b>	Minutes of 5 July meeting were accepted provided corrections and omissions are added. Moved H Lovel, Seconded C Ditchfield. Carried	<b>Secretary for Chairman</b>
<b>INWARDS CORRESPONDENCE:</b>	<ul style="list-style-type: none"> <li>▪ Letter from Jay Clowes, solicitor, regarding A Tillett.</li> <li>▪ Letter from Pete Higgs, Seamagic Organics.</li> <li>▪ Advices from CGU Workers Compensation (NSW) Ltd regarding A Tillett's claim.</li> <li>▪ Travel expense claim from U Spranz to DI Conference, Germany</li> <li>▪ EAL invoice for soil tests relating to Bushfire area treated with BD</li> </ul>	.
<b>OUTWARDS CORRESPONDENCE:</b>	<ul style="list-style-type: none"> <li>▪ CGU Workers Compensation (NSW) Ltd – Initial Notification of Injury and subsequent medical certificates for A Tillett claim.</li> <li>▪ Email to J Clowes regarding A Tillett's status.</li> <li>▪ Email to C Sargent, Sparke Helmore regarding supply of documents referenced in outstanding invoice.</li> <li>▪ Letters to WHK and BAA staff re appointment of Ted Clarke</li> <li>▪ Letters of Agreement to U Spranz &amp; I Cuming regarding horns shipped to their properties for production of BD500.</li> <li>▪ Letter to I Cuming regarding return of horn stuffing machine and Secretariat materials to BAA.</li> <li>▪ Letter of apology to Shabari Bird.</li> <li>▪ Email, R Unger response to Dr Philip Duguid's email.</li> </ul>	
<b>Motion</b>	That the inwards and outwards correspondence be accepted. Moved C Kemp, Seconded H Lovel. Carried.	
<b>ARISING FROM CORRESPONDENCE:</b>	<p>J Clowes telephoned Secretary following day to seek clarification as to whether A Tillett was terminated or not. Secretary responded verbally and confirmed by email that A Tillett's employment was not terminated, and that a further review would be conducted when her medical/workers compensation leave is over.</p> <p>Secretary reported CGU are conducting an on-the-ground investigation of A Tillett's workers compensation claim. Glenyss Price, independent investigator, will be speaking to A Tillett on 28</p>	

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	<p>July and will be interviewing office staff on 29 July. Ms Price will be contacting other persons present at the 9 February incident by telephone.</p> <p>Seamagic Organics was discussed later in the workshop section of the meeting.</p> <p>EAL invoice – it was explained that Shane Martin had initiated this test with previous approval and that the Board looks forward to a report on the result of the project which could be included in Newsleaf and on the website.</p> <p>Travel expense claim for U Spranz. Needs verification from February minutes. Note to request a report for Newsleaf from U Spranz on the trip.</p> <p>Discussion regarding situation where horns were dispatched without paperwork to U Spranz’ and I Cuming’s properties prior to June 2010. No acknowledgement of letters of agreement sent to both parties has been forthcoming. It was decided that no equipment will leave the BAA premises in the future without a signed agreement or contract satisfactory to BAA. R McDonald pointed out that at the time there were issues with space and with the lease at Bellingen and that it seemed a prudent move. R McDonald offered to contact both parties to follow up on the agreements.</p>	<p><b>C Kemp to contact Shane Martin for Newsleaf</b></p> <p><b>Secretary (note p.13)</b></p>
<p><b>Motion:</b></p>	<p>That R McDonald is appointed to follow up on the horns, horn stuffing machine and produced BD500 and their return to Bellingen and to request written statements of intention from both U Spranz and I Cuming.</p> <p>Moved H Lovel, seconded C Kemp, and Carried.</p> <p>R McDonald will try to have a response within 7 days.</p>	<p><b>Treasurer</b></p>
<p><b>FINANCIALS</b></p>	<p>Treasurer, Ross McDonald, presented tables showing actual management accounts and a cash flow forecast for the year ending December 2010. R McDonald drew the Board’s attention to the fact that trading has suffered over the last six months from unbudgeted non-productive expenditures incurred as a result of events within the organization.</p> <p>R McDonald took the Board through the detail of the accounts and the assumptions therein. It was shown that:</p> <ul style="list-style-type: none"> <li>- the cash position at the end of June was +\$62K</li> <li>- BAA has run at a loss over the first 6 months of 2010.</li> <li>- July-December revenue needs to be at least \$212K to maintain current cash position.</li> <li>- Outstanding accounts at present include ~\$10K legal fees incurred Jan-July for advice to the previous Board including advice on the constitution.</li> </ul>	

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	<p>R McDonald is negotiating a 50% reduction on returning officer fees which may now be reduced to \$4K and will negotiate with Sparke Helmore regarding staggered payments of their invoice.</p> <p>Discussion ensued on the financial situation and achievable ways to increase income to ensure stability:</p> <ul style="list-style-type: none"> <li>- rationalization of staffing levels</li> <li>- workshops and training events, including product sales at events</li> <li>- AGM to include national workshop/conference and raffle</li> <li>- actively seek and employ a marketing person with strong IT skills to develop a user-friendly website in house with online marketing services and manage workshops.</li> <li>- minimization of Board expenses</li> </ul>	
<b>OTHER BUSINESS</b>		
<b>Anne Tillett</b>	<p>There was some discussion on retrieving the BAA property taken home and presently still held by A Tillett, who is now likely to be on Workers Compensation until at least 24 August. Items include future Newsleaf articles and materials, files and documents relating to the Board, mobile phone, keys, laptop computer (not backed up on server). A Tillett has not responded to several requests to either bring these items to the office or to advise the office when they may be collected.</p> <p>As A Tillett had contacted R McDonald the previous week, he offered to contact her during the meeting with an offer to collect the items. R McDonald telephoned A Tillett several times and in the mid afternoon of 28 July, A Tillett allowed R McDonald to pick up the items from her home. Board members expressed their thanks to R McDonald for his perseverance in reaching the least stressful outcome for A Tillett and avoiding the necessity to take further action.</p>	
<b>Registration of Logo</b>	The Board is unsure about whether the logo is registered. Secretary to do registrations and trademarks search.	<b>Secretary (note – p13)</b>
<b>WORKSHOP COMMENCED AFTER TEA BREAK</b>		
	<p>Board members identified topics:</p> <ul style="list-style-type: none"> <li>▪ Regional biodynamic workshops</li> <li>▪ National Workshop/AGM</li> <li>▪ FarmReady</li> <li>▪ A user-friendly website</li> <li>▪ Maintaining up-to-date member information</li> <li>▪ Enabling communication between members</li> <li>▪ Marketing and IT</li> <li>▪ Short term / long term Staffing &amp; skills base</li> <li>▪ Demystifying radionics for members</li> </ul>	

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	<ul style="list-style-type: none"> <li>▪ Chromotology &amp; sensitive crystallization</li> <li>▪ Demeter International</li> <li>▪ Biodynamic Certification Australia Ltd</li> <li>▪ Hamish Mackay/Biodynamics 2024</li> <li>▪ Running cost of Board</li> <li>▪ The new Resource Manual</li> <li>▪ Constitutional Review</li> </ul>	
	<p>General discussion ensued on workshops, until the meeting adjourned at 6.25pm, Tuesday, 27 July 2010</p>	
<b>DAY TWO</b>		
	<p>Meeting reconvened at 08:53 Wednesday, 28 July 2010</p>	
<p><b>Regional biodynamic workshops - and - FarmReady</b></p>	<p>Discussion continued on workshop format and the need to develop and write course material and av presentations (powerpoint or slides) for a standardized series of workshops which could be presented by any approved BAA presenter, anywhere in the country. Workshops need to be scaled from basic to advanced, including prep-making.</p> <p>C Kemp has investigated gaining FarmReady endorsement for workshops. FarmReady approval requires a complex formal application with documentation including Cert IV trainer accreditation, course syllabuses, participant evaluation and demonstration of how the course fits the FarmReady climate change focus. The new Resource Manual may be useful in addressing the climate change criteria.</p> <p>The Board supported gaining FarmReady course approval and eligible landholder subsidy for BAA workshops at the earliest opportunity.</p> <p>With regard to ensuring continuity of presenters it was suggested that BAA consider sponsoring one or two new member presenters through the Cert IV course on an annual basis. Cost is approximately \$900 and the course is available online through open learning as well as in regional centres.</p> <p>It was also pointed out that if competence could be proven the Cert IV requirement could be bypassed. However, the Cert IV course itself does offer practical and useful techniques.</p> <p>Current Cert IV holders are Alan Johnstone, Cheryl Kemp, Hamish Mackay. The recent <i>Train the Trainers</i> course attendees might also identify persons who would be interested in becoming Cert IV accredited presenters.</p>	<p><b>C Kemp and Secretary</b></p>

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	<p>It was agreed that workshops can and should be scheduled as soon as possible, while we prepare the FarmReady approval application. There is a need to spread them around the country, advertise them on the website, and seek assistance from the regional BAA groups.</p> <p>Ideas which could be followed up include:</p> <ul style="list-style-type: none"> <li>- invite the biodynamic groups (BAA members) to canvas and coordinate regional workshops</li> <li>- developing partnerships with Landcare and catchment groups to promote and coordinate workshops in regional areas on a cost-sharing basis.</li> <li>- involve younger members in the nuts and bolts of getting workshops happening. S Joyce has suggested three young farmers who are prepared to contribute to planning sessions.</li> <li>- brain-storming session at the National Workshop.</li> </ul> <p>C Ditchfield will put a notice up on the website to attract interest from member groups in hosting workshops.</p> <p>C Kemp said it would be useful if an automatically generated email could be sent to members whenever the website is changed and that an email instructing members on how to navigate through the site would be appreciated by some members.</p> <p>H Lovel said it would be very useful if we could compile a list of academics sympathetic to biodynamics who might help with networking and promoting biodynamic speakers to TAFEs and universities. J Pristley already does this with 3 universities.</p>	<b>C Ditchfield</b>
<b>National Workshop and AGM</b>	<p>A venue in coastal SE Queensland is to be selected for the next National Workshop and AGM anticipated to be held in March. Workshop to be comprised of group session and a keynote speaker.</p>	
<b>Website</b>	<p>The Board discussed the need to have a completely revamped and functional website. This should include a members' only login page where internal documents could be published, such as minutes of meetings and list of members in a pdf format (not a database which would risk misuse). The website should be managed from the office and should be a strong marketing tool for BAA products. The need for a person with strong IT skills was identified.</p>	
<b>Maintaining up-to-date member information</b>	<p>The need for up-to-date member information was discussed. Current database records appear to be insufficient and/or incomplete. It was decided that this information might be best obtained by redesigning the membership application form and renewal process, and should be done as soon as possible.</p>	<b>C Kemp &amp; L Milne</b>
	<p>Secretary passed around a simple membership list published annually as an A5 booklet by a member-based company similar to BAA. The</p>	

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<p><b>Enabling communication between members</b></p>	<p>purpose of the list is to foster communication between members who are located throughout Australia; commercial use is strictly prohibited as noted on the front cover.</p> <p>Advantages identified in favour of a published list of members:</p> <ul style="list-style-type: none"> <li>- would enable members to contact other members living near them</li> <li>- would foster groups</li> <li>- could include basic information ie farmer or gardener</li> </ul> <p>Negative aspects identified were:</p> <ul style="list-style-type: none"> <li>- would need to be published annually or at least biennially</li> <li>- might cost approximately \$5 to print</li> <li>- would require members' agreement for inclusion and provision of an opt-out option which might be included on joining/renewal form</li> </ul> <p>The Board was in favour of pursuing the development of a booklet/list of members for distribution to the membership.</p>	
<p><b>Short term / long term Staffing &amp; skills base</b></p> <p><b>Marketing and IT</b></p> <p><b>Newsleaf</b></p>	<p>Some rationalization has already taken place. C Ditchfield asked what particular skills the present part-time staff offered. Whether the current staff had skills to lead a workshop drive. The Board discussed the need for a strong marketing push and the need for a person with high level of IT skills, and the likelihood that any of the present staff might fit this description. It was felt that none of the current staff would satisfy these criteria, which are entirely new to the BAA. The need to compile a job description prior to advertising the position is evident. Agricultural knowledge is secondary in such a position. \$20K is budgeted for the position up to the end of December which may take some time to fill.</p> <p>It was agreed that a hierarchy in the office was unnecessary as currently Alan and Leonie had their own areas of expertise which they operated very competently – they did not need ‘managing’. The person sought would have a coordinator role within the office with specific responsibility for marketing and IT.</p> <p>Discussion continued regarding the need to get workshops happening very quickly while a marketing/IT person was being sought as well as recognition of the need to publish the Spring Newsleaf. An interim solution favoured by the Board required C Kemp to step down from the Board for six months.</p>	
<p><b>Motion</b></p>	<p>That Cheryl Kemp be offered the position of interim marketing manager, with the key role being to identify and train a suitable permanent person for this position provided she is prepared to temporarily step down from the Board during her secondment to the role and that it is envisaged that this position will be reviewed in six months.</p> <p>Moved J Priestley, seconded H Lovel. Carried (C Kemp abstained)</p>	

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	<p>Discussion regarding salary followed. R McDonald pointed out that \$20K was budgeted for the position. It was decided that the offer would be for 5 days full-time at \$60K/yr.</p> <p>C Kemp accepted the proposal provided a start date of 1 September 2010 is acceptable to the Board. The Chairman will put this offer to C Kemp in writing.</p>	<p><b>Secretary for Chairman</b></p>
	<p>Alan Johnstone, Leonie Milne, Ted Clarke and Joan Chapman joined the meeting at 11am</p>	
	<p>Chairman, Ray Unger welcomed Alan, Leonie, Joan and Ted to the meeting and thanked Alan for the comprehensive report which he had submitted to Board members before the meeting. C Ditchfield summarised Board discussion and decisions thus far, that the Board was keen to get workshops underway, increase product sales, to restore financial stability and to direct the high interest members had shown over the past six months to increased participation in spreading the practice of biodynamics.</p> <p>J Priestley pointed out that this was his first experience of coming on to a Board where no records were handed on from the previous Board, and where none could be found in the office.</p> <p>Alan expressed his concern about supply of horns and that the previous board policy of decentralizing BD500 production had seen several thousand horns of varying quality leave Bellingen. He was concerned about their replacement and about retrieving the BD500 produced. Horn manure is adequate at the moment for members' Needs. There are reliable sources of herbs, bladders and other organs though quality varies between sources.</p> <p>Darius Outhred is providing a steady supply of good quality horns. In exchange for continuing to do so, Darius would like a discussion in the Newsleaf of radionics and field broadcasting, which he opposes. This was agreed to unanimously.</p> <p>Alan put forward ideas for new items for sale – dried equisetum, dried preparation herbs, diatomaceous earth, clay, zeolite, brix meters, flow forms, a package form of manure concentrate for septic treatments, inoculants for silage. Animal health products, peppers, (buy from lady who makes them). J Priestley pointed out that quality assurance is of prime importance – it may be best to make peppers here. Seeds to perpetuate a biodynamic seed bank; there's a need to promote seed bank to our gardeners. Pest control - apparatus and traps. Specialist garden tools.</p> <p>C Ditchfield stated that there is a potential to identify horn manure preparations from different sources by paper chromos so members could choose which they prefer.</p>	

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	<p>C Ditchfield said that there is an urgent requirement to get a proper agreement and tracking system in place for horns which are put down away from BAA office. The lack of such a system has recently seen 5000 horns dispatched to U Spranz and 2000 horns dispatched to I Cuming with no accounting or records.</p> <p>It was decided that a priority for C Kemp together with A Johnstone would be to design protocol so that an accurate inventory and whereabouts of horns was continuously maintained. The Board acknowledged that it was equally important to keep an inventory of all equipment.</p> <p>Chairman, Ray Unger, thanked the Alan, Leonie, Joan and Ted for their welcome input, and ongoing expertise and said that the Board would be as supportive to them as it could without interfering in day-to-day business in their respective areas.</p>	<b>C Kemp</b>
	<p>Ted Clarke gave a summary of his initial investigation into the last 18 months of the accounts and explained that legal fee expenditure for 2009 included \$9K on H Mackay termination issues and \$6K on the constitution.</p>	
<b>Members' understanding of radionics</b>	<p>Discussion on the lack of understanding of radionics amongst the membership and the need for an open discussion in Newsleaf in simple terms to increase general understanding as well as reinforce the fundamentalist position. The Board sees radionics as an optional tool and not as a threat to the fundamentalist position. C Kemp asked H Lovel to précis Steiner's lectures in order to develop a better understanding of Steiner's intentions regarding individual experimentation for Newsleaf. The Board decided that discussion in Newsleaf should include <u>all</u> the improvements and evolutions since the 1924 lectures.</p>	<b>H Lovel</b> <b>C Kemp</b>
	<p>Lunch break 12.35 – 1.40pm</p>	
<b>Pricing structure</b>	<p>Further discussion on supplies available of BD500, pre-mix and other preps and making them available to non-members. R McDonald suggested that we adopt a gross price which is 40% higher for non-members, then give farm members a 60% discount and garden members a 40% discount. It was decided to apply this price structure and it was noted that there is a resolution passed at the 2007 AGM to sell to non-members.</p>	<b>Marketing -</b> <b>C Kemp</b>
<b>Chromotology &amp; sensitive crystallization</b>	<p>Discussion on paper chromatography and sensitive crystallization. Paper chromos are much easier to set up, quite cheaply. H Lovel offered to train someone to read chromos but would have to oversee interpretation at start-up. H Lovel would need to cover his costs, and would prefer to hand over to someone as soon as they can be trained. The present laundry could be converted into the equivalent of a darkroom. BAA already has really good scales. It was decided to</p>	

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	review in 6 months.	
<b>Demeter International</b>	Discussion centered on whether there was a real benefit to BAA in being a member of DI and whether the cost was justified.	
<b>Motion</b>	That Biodynamic Agriculture Australia Ltd separates from and ceases to be a guest member of Demeter International. Moved H Lovel, seconded J Priestley. Carried.	
	Secretary to write to Demeter International cancel guest membership and request a refund of this year's membership fees.	<b>Secretary</b>
<b>Biodynamic Certification Australia Ltd</b>	The Board expressed a view that it did not oppose certification but that the objectives did not support BAA becoming a certifier.	
<b>Motion</b>	That Biodynamic Agriculture Australia Ltd asks Biodynamic Certification Australia Ltd to find new registered offices. Moved H Lovel, seconded C Ditchfield. Carried.	
	Secretary to write to BCA.	<b>Secretary</b>
<b>Hamish Mackay &amp; Biodynamics 2024</b>	<p>Hamish Mackay joined the meeting at 3pm</p> <p>Chairman, Ray Unger, welcomed Hamish to the meeting.</p> <p>There was a question whether the logo is registered or trademarked in any way and to whom. H Mackay did not know.</p> <p>H Lovel elaborated on how both companies would be able to work together despite both providing the same services.</p> <p>H Mackay explained how his company structure was that which he had originally envisaged for BAA.</p> <p>T Clarke, accountant, entered the meeting in order to show H Mackay how the WA books issue appeared in the accounts and to obtain clarification from him. It was shown that it concerned an invoice ordered for sale or return by D Forster in WA. The invoice which was originally correctly addressed to D Forster in WA had been readdressed to H Mackay. H Mackay maintained that he was simply the courier for D Forster, but that the previous office manager/Board had chosen to falsify the invoice and base a small claims court action on it. H Mackay showed T Clarke and the Board the original invoice, correctly addressed to D Forster and supporting documents from D Forster and the then Treasurer. This explanation was acknowledged by the Board and an adjustment was made in the accounts to accept the returned books and nullify the debt shown as H Mackay's. H</p>	

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	<p>Mackay thanked the Board for clearing the matter up.</p> <p>H Mackay explained that when CEO he had drawn BAA closer to OFA in order to bring biodynamics into the national forum.</p> <p>Regarding the wine forum - was a movie made? H Mackay confirmed that there was a movie and also there is new one on viticulture. These are with J Castagna who has undertaken to edit them.</p> <p>There followed discussion on how H Mackay's profit centre accounting worked very well, and kept the management staff involved and valued. Using an activity stream document provided by Leonie, H Mackay showed the Board how the system he had set up worked – each profit centre or activity contributing to administration and various provisions, this enabled staff and Board to see exactly the productivity and level of funds in each department and how each department was progressing.</p> <p>Time was spent identifying various boxes and items belonging to Hamish Mackay which had been retained by A Tillett in the office. These were given to him. It was noted that Anton von Klopper may have H Mackay's old laptop. While H Mackay does not want the laptop, although it is his personal property, he would appreciate the return of personal data held on the hard drive. It was arranged that H Mackay could access his data off the BAA server where it is archived.</p> <p>Chairman, R Unger thanked H Mackay for taking time to visit the Board and assured him of a new spirit of cooperation from now on, where both companies could work in harmony towards the common goal of spreading education in biodynamics.</p> <p>H Mackay thanked the Board for the opportunity to meet with them and echoed the Chairman's sentiments. H Mackay left the meeting.</p>	
	<p>Secretary has drafted a short explanation for the website explaining the previous Board's actions and the issue surrounding returned books which will be circulated to the Board for approval.</p>	
<p><b>Constitutional Review</b></p>	<p>A small committee is established which will bring a plan to the Board to achieve member participation. Members include L Skidmore, R May.</p>	
<p><b>New Resource Manual</b></p>	<p>While there is no time to actually edit either at the moment, it was agreed to give the new manual to new members and use the old version as a workshop manual. The old version will be edited as workshops proceed and a climate change section added to with a view to improving it before the next print run.</p>	<p><b>C Kemp</b></p>

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<b>Board expenses</b>	In order to minimize Board costs, mileage was set at 30cents per km.	
	Chairman, Ray Unger thanked the Board for a productive workshop and closed the meeting at 6.20pm	

Note: inwards correspondence, travel claim for U Spranz.

This expenditure was approved by the Board at the meeting held 13 February 2010. Sec.

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LOGO: does not appear to be registered and is not TM'd. Sec.