



# BOX DIVVY FOUNDATION

## *Organisational Charter*

Supporting Australian Farmers Through Disaster and Recovery

Established 2026

ACN / ABN: [To be inserted upon registration]

Version 1.0

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# 1. Introduction and Background

*Why the Box Divvy Foundation exists*

## 1.1. The Crisis Facing Australian Farmers

Australia's farming sector is the foundation of national food security, cultural identity, and regional economic vitality. Yet the industry faces a convergence of pressures that are pushing many family farms to the brink.

Extreme weather events — floods, bushfires, droughts, and hailstorms — are occurring with greater frequency and intensity. Bushfires are devastating larger tracts of land, while floods are delivering greater volumes of water over longer periods, destroying crops, livestock, infrastructure, and livelihoods in a matter of hours.

These events compound pre-existing structural pressures:

- Rising production costs driven by energy, fuel, and fertiliser prices
- Reduced farmgate returns as major supermarkets leverage buying power
- Persistent labour shortages in regional and rural areas
- An ageing workforce and declining interest from younger generations in agricultural careers
- Deteriorating mental health across farming communities

The statistics are sobering. Approximately 40% of Australian vegetable growers are considering leaving the industry within the next year, with a further 40% open to exiting if they had a viable alternative. In the dairy sector, farm numbers have fallen by nearly 40% since 2016, with roughly one third of remaining farmers actively considering quitting.

When a catastrophic weather event strikes, it is often the final blow. Many charities rush to assist in the immediate aftermath, but as media attention moves on and competing crises emerge, sustained support disappears — even when the need for recovery assistance continues for months or years.

## 1.2. The Box Divvy Foundation's Response

The Box Divvy Foundation was established to fill this gap: to provide sustained, meaningful, and dignified financial support to farmers and primary producers in New South Wales and beyond who have been directly impacted by natural disasters and climate emergencies.

Unlike event-driven appeals, the Foundation is designed for permanence. It operates continuously, raises funds through the Box Divvy community of members and supporters, and channels assistance directly to affected farmers with minimal administrative overhead.

*Box Divvy Pty Ltd pledges to match every donation made by members dollar-for-dollar — an enduring commitment to Australia's farming communities and to the people who feed us all.*

## 2. Name, Legal Status and Registration

*How the Foundation is constituted under Australian law*

### 2.1. Name

The organisation shall be known as the Box Divvy Foundation (hereinafter referred to as "the Foundation").

### 2.2. Legal Structure

The Foundation is established as a not-for-profit company limited by guarantee (CLG) incorporated under the Corporations Act 2001 (Cth) and registered with the Australian Securities and Investments Commission (ASIC).

As a company limited by guarantee, there are no shares or shareholders. The liability of each member (director) is limited to the amount they guarantee to contribute to the Foundation's assets upon winding up, which shall not exceed \$10.

### 2.3. Registered Charity Status

The Foundation is registered as a charity with the Australian Charities and Not-for-profits Commission (ACNC) under the Charities Act 2013 (Cth). It is classified under the charitable subtypes of:

- Relief of poverty, sickness or the needs of the aged (in respect of hardship relief to disaster-affected farmers); and
- Other purposes beneficial to the community (in respect of resilience-building and disaster-preparedness programs).

### 2.4. Deductible Gift Recipient (DGR) Status

The Foundation has applied for endorsement as a Deductible Gift Recipient (DGR) by the Australian Taxation Office (ATO). Upon endorsement, all donations of \$2 or more made to the Foundation will be tax-deductible for Australian taxpayers. Tax-compliant receipts will be issued for all qualifying donations.

### 2.5. Australian Business Number (ABN)

The Foundation holds an ABN and will display this number on all official communications, receipts, and public-facing materials. All financial activities are conducted in accordance with the Foundation's obligations under Australian taxation law.

### 2.6. Governing Documents

The Foundation is governed by its Constitution (the formal corporate constitution lodged with ASIC), this Organisational Charter (which provides operational detail and policy), and such other policies and procedures as are adopted by the Board from time to time. In the event of any inconsistency, the Constitution prevails.

## 3. Charitable Purpose and Mission

*What the Foundation exists to do*

### 3.1. Mission Statement

*To provide timely, dignified, and sustained financial support to Australian farmers and rural communities devastated by natural disasters and climate emergencies, enabling them to rebuild, adapt, and continue feeding the nation.*

### 3.2. Charitable Purposes

The Foundation exists to:

- Provide financial assistance and emergency relief to farmers, primary producers, and farming families directly affected by natural disasters, including but not limited to floods, bushfires, cyclones, drought, and severe storms;
- Support the recovery and rebuilding of farms and agricultural businesses following disaster events;
- Fund programs and infrastructure that build resilience and reduce vulnerability to future climate emergencies;
- Relieve distress, hardship, and financial disadvantage experienced by primary producers and rural communities;
- Facilitate community, corporate, and philanthropic support for affected farmers through fundraising, partnerships, and awareness activities;
- Provide or facilitate referrals to mental health, financial counselling, and other wellbeing services for farmers and their families.

We will prioritise those farmers who are in a current supply arrangement with Box Divvy. These purposes are charitable and directed toward the public benefit as required by the Charities Act 2013 (Cth) and applicable ACNC guidelines.

### 3.3. Geographic Focus

The Foundation's primary focus is on farmers and primary producers who are in a current supply arrangement with Box Divvy, and who are located in Australia.

### 3.4. Beneficiary Classes

The primary beneficiaries of the Foundation are:

- Individual farmers and primary producers whose operations have been materially damaged or destroyed by a declared disaster or climate emergency;

- Farm families experiencing severe financial hardship as a result of a disaster;
- Rural farming cooperatives and community organisations providing essential direct support to affected farmers;
- Individual farmers or farming operations seeking to invest in resilience infrastructure prior to a disaster event.

Across these groups, we prioritise those who are in a current supply arrangement with Box Divvy.

## 4. Values and Operating Principles

*The standards that guide every decision*

### 4.1. Core Values

The Foundation conducts all its affairs in accordance with the following core values:

#### 4.1.1. Integrity

We hold ourselves to the highest standards of honesty, transparency, and accountability. Every dollar donated is treated as a sacred trust and directed with maximum efficiency toward those who need it most. We do not mislead donors about how funds are used, and we do not tolerate any form of financial mismanagement or self-dealing.

#### 4.1.2. Urgency

Climate emergencies demand immediate action. The Foundation is structured to mobilise resources rapidly when disaster strikes, cutting through unnecessary bureaucracy to deliver help when it matters most. Speed and accountability are not in conflict; both are essential.

#### 4.1.3. Respect for Farmers

Farmers are the custodians of our land and the backbone of our food system. We approach our work with deep respect for their knowledge, resilience, and dignity, ensuring that assistance is always offered in a manner that preserves their independence and self-determination. We do not treat recipients as passive objects of charity.

#### 4.1.4. Community

We believe the strength of a community lies in its willingness to come together in times of need. We foster meaningful connection between urban donors and rural recipients, building a national sense of shared responsibility for our farming communities. Every donation, however small, is part of this community fabric.

#### 4.1.5. Sustainability

Our goal is not only to help farmers recover from disaster but to contribute to their long-term resilience and viability. We invest in solutions that help farming families adapt, prepare, and endure, recognising that sustainable agriculture is in everyone's interests.

#### 4.1.6. Transparency

We publish clear, accessible, and timely reports on how all funds are raised and spent. Donors have a right to know their contributions are making a genuine difference, and we commit to honest, plain-language communication at every level of our operations.

## 4.2. Ethical Standards

All directors, volunteers, contractors, and representatives of the Foundation are expected to:

- Act in the best interests of the Foundation's beneficiaries and the public benefit;
- Maintain confidentiality in respect of sensitive beneficiary and donor information;
- Declare and manage any actual or perceived conflicts of interest promptly and transparently;
- Refuse any personal benefit, gift, or inducement that could compromise or appear to compromise their independence;
- Report any suspected misconduct, fraud, or breach of this Charter to the Chair or Company Secretary without delay.

## 5. Governance and Board Structure

*How the Foundation is directed and held accountable*

### 5.1. The Board of Directors

The Foundation is governed by a Board of Directors responsible for the strategic direction, financial stewardship, and legal compliance of the organisation. The Board currently comprises four directors:

Director	Role	Responsibilities
Anton van den Berg	Executive Director – Programs	Research and assess how funds are best deployed; liaise with affected farmers; recommend grant allocations to the Board; oversee program delivery.
Richard Czeiger	Executive Director – Governance & Secretary	Oversight of legislative, regulatory, and taxation compliance; act as Company Secretary; maintain statutory records; co-sign material financial transactions.
Jayne Travers-Drapes	Non-Executive Director	Independent oversight; participate in Board deliberations; serve on sub-committees as required; provide skills-based contribution.
Alexandra Mattinson	Non-Executive Director	Independent oversight; participate in Board deliberations; serve on sub-committees as required; provide skills-based contribution.

### 5.2. Director Duties and Obligations

All directors of the Foundation are subject to the duties imposed by the Corporations Act 2001 (Cth), the ACNC Act 2012 (Cth), and the ACNC Governance Standards. In particular, each director must:

- Act with reasonable care and diligence in discharging their functions;
- Act in good faith in the best interests of the Foundation and for its charitable purposes;
- Not improperly use their position or information to gain a personal advantage or cause detriment to the Foundation;
- Ensure that the Foundation does not trade while insolvent;
- Disclose to the Board any material personal interest in a matter being considered by the Board, and absent themselves from deliberations and decisions on that matter unless the Board otherwise determines;

- Ensure that the Foundation's resources are applied only toward its charitable purposes and not for private benefit.

## 5.3. Remuneration

No director shall receive remuneration, fees, or payment of any kind for their services as a director. Reasonable out-of-pocket expenses properly incurred in the performance of directorial duties may be reimbursed with Board approval, provided such expenses are modest and documented.

## 5.4. Board Meetings

### 5.4.1. Scheduled Meetings

The Board shall meet at least once per quarter. Meetings may be conducted in person, by telephone, by video conference, or by any other technology that allows all participants to communicate simultaneously.

### 5.4.2. Emergency Meetings

Special Board meetings may be convened at any time by the Chair, or by any two directors jointly, in response to a natural disaster or other matter requiring urgent attention. Notice requirements may be abridged for emergency meetings.

### 5.4.3. Quorum

A quorum for a Board meeting is three directors. Decisions require a majority of directors present and voting.

### 5.4.4. Minutes

Minutes of all Board meetings, including decisions made, shall be recorded in sufficient detail and stored securely in the Foundation's designated cloud-based records system. Minutes shall be accessible to all directors and, in summary form, to the public through the Foundation's website.

### 5.4.5. Written Resolutions

The Board may pass resolutions without a meeting, provided all directors are given the opportunity to vote and a majority return written or electronic approval. Written resolutions shall be recorded as if they were meeting minutes.

## 5.5. Appointment and Removal of Directors

Directors are appointed by the existing Board. Appointments shall be documented and notified to ASIC and the ACNC as required. A director may be removed by resolution of the Board where they:

- Are found to have engaged in serious misconduct, fraud, or a material breach of their duties;
- Are disqualified from managing companies under Australian law;
- Are absent from three or more consecutive Board meetings without leave of absence granted by the Board;
- Voluntarily resign by notice in writing to the Company Secretary.

The Board shall maintain a minimum of two directors at all times.

## 5.6. Conflict of Interest Policy

Directors and any persons engaged by the Foundation must promptly disclose any actual, potential, or perceived conflict of interest in relation to any matter before the Foundation. Upon disclosure, the affected person shall:

- Not be present for or participate in any deliberation or vote relating to the relevant matter;
- Not exercise any influence over other persons in relation to the matter;
- Be recorded as having disclosed a conflict of interest in the meeting minutes.

The Company Secretary shall maintain a conflict of interest register. All disclosures shall be recorded and retained for a minimum of seven years.

## 5.7. Sub-Committees

The Board may establish sub-committees to assist with specific functions, including but not limited to grants assessment, fundraising, or audit and risk. Sub-committees shall include at least one director and shall report to the full Board. Sub-committees have no independent authority to bind the Foundation unless expressly delegated by the Board.

## 6. Fundraising

*How the Foundation raises the funds it needs*

### 6.1. Fundraising Compliance

All fundraising activities of the Foundation shall be conducted in compliance with applicable state and territory fundraising legislation (including but not limited to the Charitable Fundraising Act 1991 (NSW)), ACNC requirements, and any applicable ACCC consumer law obligations. The Foundation shall hold all required fundraising authorities and licences and shall renew them as required.

### 6.2. Matching Commitment by Box Divvy Pty Ltd

*Box Divvy Pty Ltd will match every dollar donated by members and the public dollar-for-dollar. This commitment is ongoing, unconditional, and forms a foundational element of the Foundation's fundraising model and its promise to donors and beneficiaries alike.*

The matching arrangement shall be documented in a formal Deed of Agreement between Box Divvy Pty Ltd and the Foundation, reviewed annually by the Board.

### 6.3. Fundraising Channels

#### 6.3.1. Box Divvy App Donations

The primary fundraising channel is the Box Divvy app, through which members can donate by selecting a donation product and adding it to their cart. The quantity field allows members to set their desired donation amount. This channel allows for seamless, low-friction giving by the Foundation's existing community of supporters.

#### 6.3.2. Online Donations via Website

Donations may also be made by members of the general public directly through the Foundation's public website using a credit or debit card. Bank transfer donations are also accepted; donors making a bank transfer must email [foundation@boxdivvy.com.au](mailto:foundation@boxdivvy.com.au) to ensure remittance details are confirmed and a tax-compliant receipt is issued.

#### 6.3.3. Direct Marketing Campaigns

The Foundation may conduct targeted fundraising campaigns to its member and supporter mailing list. These may take the form of periodic general fundraising reminders or specific appeals tied to declared disaster events. All marketing communications shall be honest, compliant with the Australian Privacy Act 1988 (Cth) and the Spam Act 2003 (Cth), and include an unsubscribe mechanism.

### 6.3.4. Government Grants

The Foundation will actively pursue funding from Commonwealth, state, and local government grant programs where these are consistent with the Foundation's charitable purposes. Grant applications shall be approved by the Board prior to submission, and all grant conditions shall be documented, monitored, and reported on as required by the granting body.

## 6.4. Corporate Partnerships

The Foundation actively seeks corporate partners who share its commitment to Australia's farming communities. Partnerships may include financial sponsorships, in-kind contributions, matched giving programs, or cause-related marketing arrangements.

All corporate partnerships must be:

- Documented in a formal written partnership agreement specifying obligations, acknowledgements, and public disclosure arrangements;
- Reviewed by the Board to ensure the partner's activities and values are consistent with the Foundation's charitable purposes and public reputation;
- Free from any arrangement that could compromise or appear to compromise the Foundation's independence, charitable integrity, or donor trust;
- Disclosed publicly in the Foundation's Annual Impact Report and on the Foundation's website.

## 6.5. Bequests and Planned Giving

The Foundation welcomes bequests, testamentary gifts, and planned giving arrangements from individuals who wish to contribute to the long-term sustainability of Australia's farming communities.

All bequest income shall be:

- Treated as restricted funds held in a designated Bequest Reserve, unless the donor has specified otherwise in their will or giving arrangement;
- Applied in accordance with the Foundation's enduring charitable purposes;
- Reported separately in the Foundation's Annual Impact Report.

The Board shall adopt a Bequest Acceptance Policy that sets out how the Foundation evaluates, accepts, and acknowledges bequest offers, including any conditions that may attach to particular gifts. Bequests subject to conditions that are inconsistent with the Foundation's charitable purposes shall not be accepted.

## 6.6. Fundraising Ethics

The Foundation is committed to ethical fundraising practices. In particular, the Foundation will not:

- Make false, misleading, or deceptive representations to potential donors;
- Apply undue pressure, manipulation, or harassment in its fundraising activities;
- Accept anonymous donations exceeding \$10,000 without Board approval and appropriate due diligence;
- Accept donations from sources that are unlawful, inconsistent with the Foundation's values, or that could compromise its integrity or reputation;
- Use fundraising imagery or messaging that demeans or exploits the people it seeks to help.

## 7. Grants and Distributions

*How the Foundation allocates and distributes funds*

### 7.1. Types of Financial Assistance

The Foundation provides two broad categories of financial assistance:

Grant Type	Description
Emergency Relief Grants	Rapid-response payments to farmers who have suffered immediate, material loss as a direct result of a declared natural disaster or climate emergency. Designed to address urgent needs within days or weeks of an event.
Resilience and Preparedness Grants	Planned grants to farmers and farming organisations for infrastructure, equipment, processes, or training designed to reduce vulnerability to future climate emergencies. Assessed on a quarterly cycle.

### 7.2. Eligibility for Emergency Relief Grants

To be eligible for an emergency relief grant, an applicant must:

- Be a working farmer or primary producer operating within an area directly and officially affected by the declared disaster;
- Have suffered a direct and demonstrable financial loss as a result of the disaster (including loss of crops, livestock, infrastructure, or productive capacity);
- Derive their primary livelihood from farming or agriculture;
- Not be fully compensated for the relevant losses by insurance, government disaster payments, or other assistance such that no genuine financial need exists.

Rural community organisations and cooperatives providing essential direct support to affected farmers may also be eligible where their operations directly benefit eligible primary producers.

### 7.3. Types of Emergency Assistance

Emergency relief grants may cover any or all of the following, as determined by the Board:

- Direct emergency cash grants for immediate personal needs including food, accommodation, and essential farm expenses;
- Provision of or funding for livestock feed, water, and emergency veterinary care;
- Assistance with temporary fencing, infrastructure repair, and essential equipment replacement;

- Funding for professional farm recovery planning and advisory services;
- Co-funding of mental health and wellbeing services for farmers and their families;
- Any other immediate practical assistance the Board determines to be appropriate in the circumstances.

## 7.4. Resilience and Preparedness Grants

The Foundation also recognises the critical importance of pre-disaster resilience. Quarterly grants may be awarded to fund:

- Water storage and irrigation infrastructure improvements;
- Fire mitigation and land management works;
- Flood-proofing of essential infrastructure;
- Diversification programs to reduce vulnerability to single-event loss;
- Training in climate-adaptive farming practices;
- Community-level preparedness initiatives.

Applications for resilience grants may be submitted at any time and will be assessed at the quarterly Board meeting.

## 7.5. Grant Assessment Process

### 7.5.1. Emergency Response Protocol

Upon the declaration or confirmation of a significant natural disaster affecting farming communities within the Foundation's geographic scope, the Programs Director (or their delegate) shall:

- Convene an emergency Board meeting within five (5) business days of the event;
- Assess the scale, geographic extent, and likely impact of the event on primary producers;
- Identify and make contact with affected farmers (through direct outreach, partner organisations, or community networks);
- Obtain a brief assessment of each applicant's needs and proposed use of funds;
- Present recommendations to the Board for approval of emergency grant allocations;
- Arrange transfer of approved funds as quickly as practicable.

### 7.5.2. Quarterly Assessment Process

Applications for resilience and preparedness grants will be assessed at each quarterly Board meeting. The Programs Director shall prepare a summary of all applications received, with recommendations, for Board consideration. The Board shall determine grant allocations by majority vote.

## 7.6. Due Diligence

Notwithstanding the urgency of emergency response, the Foundation shall apply proportionate due diligence to all grants and relief payments. The level of due diligence shall be calibrated to the size and nature of the grant:

Grant Tier	Due Diligence Requirements
Grants up to \$5,000	Basic identity verification and brief statement of need from applicant. Board approval by majority.
Grants \$5,001 – \$20,000	Identity verification, evidence of farming activity, brief description of losses and proposed use of funds. Board approval by majority.
Grants above \$20,000	Full application including financial evidence of loss, proposed use of funds, and independent verification where practicable. Board approval by unanimous vote.

In all cases, recipients may be asked to provide a brief written report on how funds were applied within a reasonable period of receipt. This requirement will be proportionate to the grant size and the circumstances of the recipient.

## 7.7. Grant Payment

All approved grants shall be paid by electronic funds transfer to the verified bank account of the recipient. The Foundation shall not make cash payments under any circumstances. Payment records shall be maintained in the Foundation's financial records system.

## 7.8. Refusal and Review

The Board may decline a grant application on any grounds that it reasonably considers appropriate, including insufficient funds, failure to meet eligibility criteria, or concerns arising from due diligence. Applicants whose applications are declined shall be notified promptly and may request a review of the decision by the Chair within 14 days. The Chair's decision on review is final.

# 8. Financial Management

*Managing donated funds with integrity and efficiency*

## 8.1. Financial Year

The Foundation's financial year runs from 1 July to 30 June each year.

## 8.2. Bank Accounts

The Foundation shall maintain at least two bank accounts:

- An operating account for the receipt of donations and payment of grants and approved operational expenses;
- A restricted bequest reserve account for the holding of bequest income pending Board direction.

All bank accounts shall require two authorised signatories for any payment exceeding \$2,000. The Company Secretary shall maintain an up-to-date list of authorised signatories.

## 8.3. Financial Controls

The Foundation shall maintain the following financial controls at all times:

- All income shall be deposited promptly into the Foundation's bank accounts;
- All expenditure must be approved in advance by the relevant authorised delegate as specified in the Foundation's delegation schedule;
- No payment shall be made to a director or related party without full Board approval and documentation;
- All financial transactions shall be recorded in the Foundation's accounting system within 14 days of the transaction;
- The Company Secretary shall prepare a financial summary for each Board meeting, including income, expenditure, cash balances, and grants committed and paid.

## 8.4. Operational Expense Commitment

The Foundation is committed to minimising administrative overhead. Key targets:

*Target: Over 95% of all funds donated will be directed to recipients. Administrative and operational expenses shall not exceed 5% of total funds raised in any financial year, excluding extraordinary legal or compliance costs approved by the Board.*

This metric will be calculated and disclosed in the Annual Impact Report. Typical operational expenses may include accounting and auditing fees, legal compliance costs, fundraising campaign costs, and web hosting. All operational expenses must be approved by the Board.

## 8.5. Accounting and Audit

The Foundation shall maintain accounts in accordance with applicable accounting standards and ACNC financial reporting requirements. Annual financial statements shall be prepared by an external accountant and, where required by the ACNC, reviewed or audited by a registered company auditor. Financial statements shall be lodged with the ACNC annually and made publicly available on the Foundation's website.

## 8.6. Restricted Funds

Funds received for a specific purpose (including event-specific disaster appeals, bequest income, and restricted grants) shall be held and accounted for separately from general operating funds and shall only be applied toward the specified purpose. Where a restricted purpose becomes impossible or impractical, the Board shall apply the funds as closely as possible to the original intent and shall notify relevant donors.

## 8.7. Investment of Reserves

Surplus funds not immediately required for grants or operations may be invested in low-risk, capital-secure instruments (such as term deposits or cash management accounts with an authorised deposit-taking institution) to preserve purchasing power. The Foundation shall not invest in speculative or high-risk assets. All investment decisions require Board approval.

## 9. Transparency, Reporting and Accountability

*Keeping donors, recipients and the public informed*

### 9.1. Annual Impact Report

The Foundation shall publish an Annual Impact Report within three months of the end of each financial year. The report shall include:

- Total funds raised during the year, broken down by source;
- Total grants and distributions made, broken down by category and recipient type;
- A summary of each significant grant or program, including outcomes;
- Operational costs as a percentage of total income;
- A statement of the Foundation's financial position;
- A summary of Board activities and decisions for the year;
- A forward-looking statement on priorities for the coming year.

The Annual Impact Report shall be published on the Foundation's website and distributed to registered subscribers and key partners.

### 9.2. Grants Register

The Foundation shall maintain a publicly accessible Grants Register on its website at <https://boxdivvy.com.au/foundation>. The Grants Register shall record:

- The name or description of each recipient (with consent, or anonymised at the recipient's request);
- The amount of each grant;
- The date of payment;
- A brief description of the purpose for which the grant was made.

The Grants Register shall be updated within 30 days of each grant payment.

### 9.3. ACNC Reporting

The Foundation shall lodge its Annual Information Statement and financial reports with the ACNC by the required due dates each year. All information lodged with the ACNC will be consistent with information published on the Foundation's own website.

### 9.4. Social Media and Community Communications

The Foundation will maintain a regular presence on social media channels operated by or in conjunction with Box Divvy, including but not limited to Facebook, Instagram, and email newsletters. Posts and communications shall be consistent with the Foundation's values, factually accurate, and respectful of recipients' privacy and dignity.

## 9.5. Privacy and Data Protection

The Foundation shall comply with the Privacy Act 1988 (Cth) and the Australian Privacy Principles (APPs) in all its dealings with donor and recipient personal information. In particular, the Foundation commits to:

- Collecting only personal information that is necessary for the Foundation's charitable purposes;
- Never selling, renting, or sharing donor or recipient personal information with third parties without explicit written consent;
- Storing personal information securely and taking reasonable steps to prevent unauthorised access or disclosure;
- Providing individuals with access to their personal information upon request and correcting inaccuracies;
- Publishing and maintaining a Privacy Policy on the Foundation's website.

# 10. Administration and Operations

*The practical workings of the Foundation day-to-day*

## 10.1. Staffing Model

The Foundation operates with a lean, volunteer-led administrative model designed to maximise the proportion of funds directed to beneficiaries. No paid staff are employed. The directors fulfil their roles on a voluntary basis. No office space is leased; all administration is conducted remotely using cloud-based tools and digital communication platforms.

Directors may engage third-party contractors for specific tasks, including:

- Accounting and tax compliance services;
- Legal advice;
- Marketing and design services for specific fundraising campaigns;
- Technology and website management.

All contractor engagements must be approved by the Board, documented with a written brief or agreement, and costed in advance.

## 10.2. Company Secretary

The Company Secretary (currently Richard Czeiger) is responsible for:

- Maintaining all statutory registers and records as required by ASIC and the ACNC;
- Lodging all required notifications and reports with ASIC, the ACNC, and the ATO;
- Maintaining the Foundation's governance records, including Board meeting minutes, resolutions, and the Conflicts of Interest Register;
- Managing the Foundation's correspondence and regulatory obligations;
- Ensuring the Board is informed of any material changes to legal or regulatory requirements.

## 10.3. Records Management

The Foundation shall maintain accurate and complete records of all financial transactions, grant decisions, Board minutes, and statutory filings. Records shall be:

- Stored securely in a cloud-based system accessible to all directors;
- Retained for a minimum of seven years (financial and legal records) or as otherwise required by law;

- Backed up regularly to prevent loss;
- Accessible to directors at all times.

## 10.4. Technology and Communications

The Foundation shall maintain a dedicated section of the Box Divvy website (<https://boxdivvy.com.au/foundation>) containing up-to-date information on the Foundation's activities, the Grants Register, Annual Impact Reports, and donation facilities. The Foundation's email address for formal correspondence is [foundation@boxdivvy.com.au](mailto:foundation@boxdivvy.com.au).

## 10.5. Marketing and Fundraising Campaigns

From time to time, the Foundation will conduct targeted marketing campaigns to raise funds, either as general appeals or in response to specific disaster events. Campaign planning shall include:

- A clear statement of the campaign's purpose and target;
- A budget approved by the Board in advance;
- An effort to obtain donated services (e.g. printing, design) to minimise costs;
- A post-campaign report to the Board on outcomes and cost-effectiveness.

Campaign costs, including paid digital advertising (e.g. via Meta or Google Ads), will be reported transparently in the Foundation's Annual Impact Report as a percentage of funds raised through the campaign.

# 11. Risk Management and Compliance

*Identifying and managing the risks facing the Foundation*

## 11.1. Risk Management Framework

The Board is responsible for identifying, assessing, and managing the key risks facing the Foundation. The Board shall review the Foundation's risk profile at least annually. Key risk categories include:

<b>Risk Category</b>	<b>Description and Mitigation</b>
Reputational Risk	Risk of damage to the Foundation's reputation through fraud, mismanagement, poor communications, or association with disreputable parties. Mitigated by strong governance, transparency, and ethical standards.
Financial Risk	Risk of insufficient funds to meet grant commitments, fraud, or financial mismanagement. Mitigated by financial controls, dual-signatory requirements, and regular financial reporting.
Regulatory Risk	Risk of non-compliance with ACNC, ASIC, ATO, or fundraising legislation. Mitigated by annual compliance review and engagement of legal and accounting advisers.
Operational Risk	Risk of inadequate capacity to respond to large-scale or multiple simultaneous disaster events. Mitigated by clear protocols, volunteer network, and partner relationships.
Privacy Risk	Risk of unauthorised disclosure of donor or recipient personal information. Mitigated by compliance with Privacy Act, secure data storage, and Privacy Policy.
Grant Fraud Risk	Risk that funds are misappropriated by a recipient. Mitigated by proportionate due diligence, identity verification, and reporting requirements.

## 11.2. Fraud Prevention and Whistleblower Protection

The Foundation has a zero tolerance policy for fraud and financial misconduct. Any person who suspects fraud, misconduct, or a serious breach of this Charter shall report their concern to the Chair (or, if the concern involves the Chair, to the Company Secretary or another director) without delay.

The Foundation commits to protecting whistleblowers who make reports in good faith from any form of retaliation, intimidation, or disadvantage. Reports will be investigated promptly and independently. Where fraud or misconduct is confirmed, the matter will be referred to the appropriate authorities.

## 11.3. Insurance

The Board shall ensure that the Foundation maintains appropriate insurance coverage, including at minimum:

- Directors and Officers Liability insurance;
- Public liability insurance (where the Foundation conducts public-facing activities);
- Any other insurance required by law or considered prudent by the Board.

Insurance coverage shall be reviewed annually at the time of renewal.

# 12. Future, Winding Up and Dissolution

*Ensuring the Foundation's legacy endures*

## 12.1. Long-Term Vision

The Box Divvy Foundation is established as a permanent, ongoing charitable organisation. It is not event-based or time-limited. The Foundation's long-term vision is a future in which Australian farming communities are resilient, supported, and economically viable, and in which no farmer is left destitute by a natural disaster that was beyond their control.

## 12.2. Succession Planning

The Board shall maintain a succession plan to ensure continuity of governance in the event of a director's departure, incapacity, or death. The succession plan shall identify potential future directors and ensure that critical institutional knowledge is not held by any single individual.

## 12.3. Winding Up

In the event that the Foundation is wound up or dissolved, all assets of the Foundation remaining after the payment of debts and liabilities shall be transferred to one or more organisations that:

- Are registered charities with the ACNC;
- Hold DGR status with the ATO;
- Have a primary charitable purpose within the Australian farming or agricultural sector;
- Are selected by the Board (or, in the absence of a Board, the liquidator) as most closely aligned with the Foundation's original purposes.

No assets of the Foundation shall be distributed to members, directors, or related parties upon winding up.

# 13. Charter Review and Amendment

*Keeping this document current and relevant*

## 13.1. Review Cycle

This Organisational Charter shall be reviewed by the Board at least every two years, or sooner if:

- There is a material change in the Foundation's operations or strategic direction;
- There is a relevant change in law or regulatory requirements;
- The Board otherwise determines a review is necessary.

## 13.2. Amendment Procedure

Amendments to this Charter require a majority vote of the full Board (not merely those present at a meeting). Proposed amendments shall be circulated to all directors at least 14 days in advance of the meeting at which they are to be considered. Amendments shall be recorded in a version-controlled document, with the date and summary of changes noted.

## 13.3. Version History

Version	Summary of Changes
Version 1.0	Initial adoption of Organisational Charter. Approved by the Board. 2026-04-15

# 14. Definitions and Interpretation

*Key terms used in this Charter*

Term	Meaning
ACNC	Australian Charities and Not-for-profits Commission, the national regulator of charities in Australia.
ASIC	Australian Securities and Investments Commission, the corporate regulator.
ATO	Australian Taxation Office.
Board	The Board of Directors of the Foundation.
Charter	This Organisational Charter as amended from time to time.
CLG	Company Limited by Guarantee — a corporate structure commonly used for not-for-profit organisations in Australia.
DGR	Deductible Gift Recipient — a status conferred by the ATO that entitles an organisation to receive tax-deductible donations.
Foundation	The Box Divvy Foundation, a company limited by guarantee registered with ASIC and the ACNC.
Grants Register	The publicly accessible register of grants paid by the Foundation, maintained on the Foundation's website.
Natural Disaster / Climate Emergency	Any event declared or formally recognised as a natural disaster by an Australian government authority, including but not limited to floods, bushfires, cyclones, drought, and severe storms.
Primary Producer / Farmer	A person or entity whose principal occupation or livelihood derives from agricultural, horticultural, pastoral, apicultural, aquacultural, or related primary production activities.
Restricted Funds	Funds received for a specific purpose designated by the donor or granting body, which must be applied only toward that purpose.

Adopted by the Board of the Box Divvy Foundation

Date: 15th April 2026

Chair: Anton van den Berg

Company Secretary: Richard Czeiger