



Have your say 

Annual Resolutions and Biosecurity Response Levy Consultation Information 2025

Booklet with key information on DairyNZ's Annual Meeting,
resolutions and Biosecurity Response Levy consultation

Submission of feedback closes at 12 noon, Tuesday, 4 November 2025



Kia ora koutou

Thank you for taking the time to read this booklet which includes information on the Annual Meeting resolutions and the Biosecurity Response Levy consultation.

As we reflect on the past year, we feel optimistic about what lies ahead for farmers, despite the challenges our sector has faced in recent years. DairyNZ ended the financial year in a stronger position, having sharpened our commercial focus which included the continuation of carefully reducing our costs.

We listened closely to your feedback during the levy rate consultation earlier this year and have committed to greater transparency about how your levy is invested and the value it delivers to both you and to our sector. You can read more about that in the Annual Report, which is included in your voting pack.

This is important because we know that change will continue, but that also brings opportunity. The world increasingly values sustainably produced milk and looks to New Zealand for science-backed breakthroughs.

DairyNZ will be at the forefront of that future - working every day to ensure your levy is the best investment you can make.

This season also begins the lead-up to our six-yearly Milksolids Levy vote, running from Monday 16 February to Friday 13 March 2026. The levy underpins DairyNZ's work - funding world-leading science and research, extension services, and evidence-based policy and advocacy.

The levy enables us to keep supporting farmers and representing your interests as we look to the future. Further details about the voting process and regional engagement events will be shared closer to the time.

We have also heard that you want both greater connection with our scientists and experts, along with engaging with other farmers in discussion groups. With around 70 upcoming regional events nationwide over the coming months, including discussion groups, find out what's happening near you at **dairynz.co.nz/events**.

This includes our Annual Meeting, where we're inviting levy paying farmers to visit our Waikato research farms. These purpose-built farms are equipped with the latest technology to run world-class, replicated farm systems studies, and this visit gives you a chance to see first-hand the science and innovation your levy supports. We look forward to seeing some of you there.

Thank you again for taking the time to have your say.

Tracy Brown
Chair

Campbell Parker
Chief Executive

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DairyNZ Annual Meeting and research farm tour

On behalf of the DairyNZ Board, we are pleased to invite DairyNZ levy payers to attend our upcoming Annual Meeting and tour of DairyNZ's Waikato research farms.

Come along to our DairyNZ research farms:

This year we are excited to give our levy payers the opportunity to tour DairyNZ's purpose-built research farms, Scott Farm and Lye Farm in Waikato, from 10am on Thursday 6 November.

You will hear firsthand about some of the research DairyNZ is currently conducting, including getting to view our individual animal intake units infrastructure and facilities, where we conduct detailed animal and methane emissions research.

Additionally, hear more about the farm systems research including the work we are doing looking at a pasture-based system where cows calve every 24 months (extended lactation), which is outlined in the annual report (visit dairynz.co.nz/annual-report).

A range of our key scientists and experts will be available to discuss in more detail the latest research, tools and solutions that will make a difference on-farm.

Location: Meet in carpark of **Zenders Café & Venue**, 44 Hopkins Road, Newstead, Hamilton

Timings:	10am	Pick up from Zenders, and commence farm tours
	12.15pm	Return to Zenders
	12.30pm	Lunch
	1.15pm	Annual meeting



Save the date and register now to secure your spot on the tour! Spaces are limited.



If you're unable to attend this tour, register your interest at dairynz.co.nz/farm-tour to be notified about future opportunities to visit our research farms.



For assistance call the Election Helpline 0800 666 935

Notice of DairyNZ Annual Meeting

Following the research farm tour, DairyNZ's Annual Meeting will be held at Zenders Café, Hamilton on Thursday, 6 November at 1:15pm. Lunch will be available from 12:30pm, before the Annual Meeting commences.

The Annual Meeting will present key highlights from the year 2024/25, including how DairyNZ invested levy funds last season, a summary of the annual audited financial accounts, and an overview of DairyNZ's key projects and future investment priorities.

Annual Meeting agenda

Below is the proposed programme for the DairyNZ Annual Meeting. Levy payers should note that the order of items may change at the discretion of the Chair.

Welcome

- Welcome/introduction
- Resolution 1 – approval of minutes from the 2023/24 Annual Meeting (a show of hands)
- Chair's review
- Chief Executive's review
- Chief Financial Officer review - presenting the company's 2024/25 financial results
- Overview of the Biosecurity Response Levy consultation
- Questions from members

Announcement of vote results

- Directors' Remuneration Committee Chair provides a review
- Resolution 2 – remuneration of the Directors of DairyNZ Inc
- Resolution 3 – ratification of Independent Director Mark Todd

Close of meeting

Tea and coffee will be available at the close of the Annual Meeting, with the opportunity to engage with DairyNZ's Board members and senior leadership, including the Chief Executive.

A recording will be made available on the DairyNZ website, as soon as possible after the Annual Meeting close.

Find out more at dairynz.co.nz/elections

DairyNZ's Annual Meeting will be held at Zenders Café, 44 Hopkins Road, Hamilton on Thursday, 6 November at 1:15pm.

Lunch will be available from 12:30pm, before the Annual Meeting commences.

Sign up to DairyNZ's research farm tour and Annual Meeting.



2025 Annual Meeting Resolutions

Resolution 1 – approval of minutes

Minutes for approval from the 2023/2024 Annual Meeting (voting by show of hands at the Annual Meeting).

Resolution 2 – approval of the remuneration of directors of DairyNZ Inc

Under the Rules of DairyNZ Inc, the Board recommends payments to directors each year for approval by members. The DairyNZ Board, as allowed by the Rules of DairyNZ Inc, have delegated its powers to recommend director payments to the Directors' Remuneration Committee, which comprises of three dairy farmers who are current levy payers and members of DairyNZ Inc, and who are entirely independent of DairyNZ and its subsidiaries, with no employment, contractual or directorial ties.

The Directors' Remuneration Committee reviews and recommends changes to directors' payments to ensure that they are at an appropriate level and effectively managed to attract and retain directors and to motivate them to encourage enhanced performance by DairyNZ, in working towards achieving the sector's objectives.

In determining its recommendation to members of DairyNZ Inc for approval, the Directors' Remuneration Committee met formally and provided the following report for members in relation to directors' remuneration.

2025 report to members of DairyNZ Inc from the Directors' Remuneration Committee

The Directors' Remuneration Committee (DRC) comprises of three dairy farmers who are current levy payers and members of DairyNZ Inc. These individuals are entirely independent of DairyNZ and its subsidiaries, with no employment, contractual or directorial ties. DairyNZ provides secretariat support to the DRC. DRC members are elected by DairyNZ Incorporated members and formally announced at Annual Meetings.

Director Remuneration Committee

The Committee is made up as follows:

1. Shirley Trumper was elected at the 2020 DairyNZ Annual Meeting. Shirley was up for re-election in 2025 for a further three years. Shirley was unopposed and therefore re-elected in 2025.
2. Jo Burton was elected at the 2021 DairyNZ Annual Meeting and is up for re-election in 2026.
3. Ellen Bartlett was appointed in 2024 after no nominations were received for the position. She was up for re-election at the 2025 Annual Meeting for a term of two years. Ellen was unopposed and therefore elected in 2025.
4. Robyn Marsh, Chief Financial Officer and Company Secretary of DairyNZ, has served as Secretary since June 2023.

The Committee is guided by a Terms of Reference which outlines the process and scope of the DRC's review of director remuneration. In considering appropriate fees for DairyNZ's directors and subsidiary boards, the DRC takes into consideration the following.

Considerations

- a. Market information is provided by Strategic Pay annually (provided in April 2025), an organisation that undertakes remuneration surveys and advises organisations on directors’ remuneration. Strategic Pay director fees are categorised based on data relevant to the size of DairyNZ Inc (income range, employee numbers, asset value and also against the dairy industry). Table 1 below shows how DairyNZ directors have been benchmarked against similar sized organisations in New Zealand across income, number of employees and asset value and the number of organisations within that comparison grouping. DairyNZ Board remuneration is currently positioned within the median range for Income and Employee

Table 1: Benchmarking of DairyNZ director remuneration against other NZ organisations

Strategic Pay Benchmarking Comparators	Strategic Pay Range that is relevant to DairyNZ	Number of NZ Organisations benchmarked against	DairyNZ Inc 31 May 2025
Income	\$50M - \$100M	46 Organisations	\$84M
Employee numbers	151 – 300	38 Organisations	278
Asset Value	\$50 - \$100M	23 Organisations	\$84M
Dairy Industry	6 Organisations		

Numbers, upper quartile for Assets and lower quartile for the Dairy Industry. “Dairy Industry” analysis is based on a sample of six organisations operating in the dairy industry with six chairs and 37 directors in the sample. Based on the recommendations for 2025/26 by the DRC, the DairyNZ Board remuneration remains in the same positioning against all comparators.

- b. The DRC meet annually to review the Strategic Pay report and speak with both the Chair of DairyNZ Inc and a Farmer elected director, and from time to time a subsidiary Chair to understand the requirements and time commitment of the role over the last 12 months and also of the coming 12 months. Strategic Pay’s benchmarking showed that across New Zealand directors had a median expected effort of 96 hours per year. A DairyNZ Director spends at least two times that effort based on DairyNZ being an industry representative organisation.

DairyNZ Directors dedicate time to preparing for and participating in eight to nine scheduled Board meetings and four sub-committee meetings annually. In addition, they attend extra out-of-session meetings to address issues and policy matters affecting the dairy sector. Throughout the year, directors also engage directly with dairy farmers, often through DairyNZ hosted events and forums, and represent DairyNZ at broader sector gatherings and industry-wide events.

- c. The third overlay made by the DRC is the wider macro consideration of both economic conditions, DairyNZ’s financial position and farmer sentiment.
- d. It is the view of the DRC that to attract and retain dairy farmers to give back to the sector, and the necessary governance of a levy organisation across a large and strategically important sector such as dairy within New Zealand, it is appropriate for DairyNZ fees to be positioned between the median to upper quartile
- e. Strategic Pay noted an average of 5.4% to 5.9% increase in director fees across New Zealand as a three-year rolling average for both the private and public sector respectively. It is the view of the DRC that a modest approach to increasing director fees is appropriate, and this is reflected in the recommendations made.

- f. DairyNZ Inc has three independent directors. Independent directors play an important role where board members are representatives of their membership base as these individuals provide the complementary and vital governance competence, specialist skillsets and experience in addition to the dairy sector knowledge of the farmer elected board members. Two of the three independent directors chair the Audit & Risk Committee and the People & Culture Committee. The New Zealand director fee benchmarking data and report demonstrated the need to remunerate accordingly for these specialist skillsets and experience given the roles, responsibilities and workload of each sub-committee Chair. The DRC has considered this important aspect for DairyNZ and therefore notes the recommendation in Table 2 below.
- g. The Committee also reviewed the daily allowance for the Associate Director role and recognised the importance of increasing this allowance to reflect the time required off farm and also market movements. The allowance did not increase in the prior year.

Recommended Fees for 2025/2026

Having received and considered all the information it requested, the DRC met on 21 May 2025 to discuss and agree on its recommendations, as set out below.

Recommendations for DairyNZ Subsidiaries

The DRC makes the following recommendations for Directors of Dairy Training Limited and New Zealand Animal Evaluation Limited:

Dairy Training Limited:

- There are currently no independent directors but if that were to change during 2025/26 then this director would be paid at the DRC approved daily rate.

New Zealand Animal Evaluation Limited:

- There be no change to the current director fee of \$20,000.
- There be no change to the current Chair fee of \$40,000.

Recommendations for DairyNZ Inc

DairyNZ Directors’ Remuneration Committee recommends the following:

Table 2: Summary of DairyNZ Board of Director Remuneration recommendations

	Current Remuneration 2024 - 2025	Recommended Remuneration 2025 - 2026	Actual Increase	% Change
DairyNZ Board Chair	\$100,000 pa	\$102,000 pa	\$2,000	2.0%
DairyNZ Board Deputy Chair	\$62,143 pa	\$64,000 pa	\$1,857	3.0%
DairyNZ Directors (x 4)	\$52,143 pa	\$54,000 pa	\$1,857	3.5%
Audit & Risk Committee Chair	\$62,143 pa	\$65,000 pa	\$2,857	4.6%
People & Culture Committee Chair	\$62,143 pa	\$65,000 pa	\$2,857	4.6%
Daily Allowance (Assoc Directors)	\$875	\$900	\$25	2.9%
Total Director Remuneration (excluding Associate Director daily allowance)	\$495,001	\$512,000	\$16,999	3.4%

The Directors' Remuneration Committee will continue to balance the need to attract and competitively remunerate farmer directors - who represent their industry good body which requires time off their farms throughout the season - to retain a high calibre of governance required for a broad and complex organisation representing New Zealand's leading industry alongside a duty of care of prudence and cost effectiveness.

Last year the Committee agreed to propose an increase to directors' remuneration and are comfortable to again recommend a small increase in fees to stay in step with the wider New Zealand market and due to DairyNZ sitting in the lower quartile of remuneration for the Dairy Industry (see Table 1). Based on the DRC's independent review, the Committee has recommended a small increase to the Chair and Director fees for the 2025/2026 year.

Shirley Trumper

Chair
DairyNZ Directors' Remuneration Committee

Resolution of the members of DairyNZ pursuant to Rule 41

IT IS HEREBY RESOLVED: That in accordance with the recommendation by the Directors' Remuneration Committee, the members approve the proposed remuneration of the directors for the period from 1 November 2025 to 31 October 2026.

The proposed remuneration is as follows:

- a. Chairperson – \$102,000 per annum.
- b. Deputy Chair – \$64,000 per annum.
- c. Directors – \$54,000 per annum.
- d. Committee Chairs - \$65,000 per annum.
- e. \$900 per day for the allowance for associate directors or members representing DairyNZ on governance committees.

Resolution 3 – ratification of board appointed independent director

The Rules of DairyNZ Incorporated require that the members of the Society be requested to ratify the appointment of any non-member board appointed director.

2025 report to members of DairyNZ Inc from Chair of People and Culture Committee

Firstly, we would like to thank Mark Todd for his great work on the DairyNZ Board during his first term. He brings considerable experience, with a strong background in accountancy, finance and executive management roles.

Independent directors are a key component of the DairyNZ Board, as they help compliment the skills that the farmer-elected directors have, while bringing a perspective from outside of the dairy sector.

Whenever hiring an independent director, the DairyNZ Board considers a range of key skills, including:

- Governance experience
- Commercial depth and financial literacy
- Future vision

- Strategic thinking and strategy development
- Stakeholder roles/perspective

Mark is a valuable member of the DairyNZ Board, and brings a significant amount of these key attributes, which are important to continue supporting the success of DairyNZ, and the wider New Zealand dairy sector.

Mark has been the Chair of our Audit and Risk Committee since late 2022. In addition to overseeing our finance and audit functions, he has led a significant work programme including the review of key DairyNZ processes, improvements to our business case and project management systems and a key focus on our subsidiaries. Mark was appointed as a director on the Southern Dairy Hub Board from 18 June 2024 (of which DairyNZ is a 37.5% shareholder), as well as joining the OSPRI Board from 1 November 2024, post the changes made by shareholders (of which DairyNZ is a 45.5% shareholder).

Mark contributes across all aspects of DairyNZ and his governance experiences strengthen the Board as a whole.

Mary-anne Macleod

Chair
DairyNZ People and Culture Committee

Resolution of the members of DairyNZ pursuant to Rule 31.3

The DairyNZ Board's decision to appoint Mark Todd as a director for another term requires members' ratification. Mark Todd was initially appointed to the DairyNZ Board in April 2022 and ratified during the October 2022 election.

Mark Todd

Mark chairs DairyNZ's Audit and Risk subcommittee and is an independent director with experience across a broad range of New Zealand businesses and sectors. He is the current Chair of the New Zealand Lotteries Commission (Lotto) and a board member of McKenzie & Willis and OSPRI. Mark has previously served on various Boards including CityCare, Apex Water, Paper Plus and St George's Hospital.



Mark was a senior executive at Kathmandu Holdings Ltd, where he was Chief Financial Officer and then Chief Operating Officer, as well as a board director for six years after the company listed on the ASX/NZX in 2009. He is a Chartered Accountant Fellow and a Fellow of the New Zealand Institute of Directors.

IT IS HEREBY RESOLVED:
To ratify the appointment by the Board of Mark Todd as an appointed director of DairyNZ Inc and DairyNZ Ltd for a term of three years.

DairyNZ's Board of Directors and DRC election outcome

As only two nominated candidates were received for the DairyNZ Board of Director election, and two vacancies existed, Tracy Brown and Chris Lewis were elected unopposed as DairyNZ Inc Directors.

Similarly, Shirley Trumper and Ellen Barnett were elected unopposed as Directors' Remuneration Committee members.

Any questions on the Annual Meeting resolution voting process should be directed to returning office Anthony Morton on 0800 666 935 or iro@electionz.com

About DairyNZ's Board of Directors

DairyNZ has a governing board of eight directors, with five farmer-elected directors and three independent, professional directors, from across the country.

Board members play a critical role in setting the strategic direction and driving DairyNZ forward to maximise performance and achievement of goals that benefit the dairy sector and progress a positive future for New Zealand dairy farming.

The Board is responsible for setting strategy and overseeing the performance of the organisation as well as making decisions to respond to the risks and opportunities facing dairy farmers and the sector.

Current board director tenure

A summary of the current DairyNZ Board directors, the date they were first appointed and the end date at the three-year term.

Director name	First appointed	End of current term
Farmer-elected directors		
Tracy Brown	October 2019	Re-elected unopposed October 2025
Chris Lewis	October 2022	Re-elected unopposed October 2025
Cameron Henderson	October 2023	October 2026
Jacqueline Rowarth	October 2018	October 2027
Richard McIntyre	October 2024	October 2027
Independent directors		
Mark Todd	April 2022	October 2025
Mary-anne Macleod	October 2020	October 2026
David Hunt	July 2024	October 2027

Meet your re-elected farmer directors

Following our nomination process in August, DairyNZ directors Tracy Brown and Chris Lewis have been re-elected unopposed to the DairyNZ Board.

Both directors have made a strong impact during their time on the DairyNZ Board and will continue to play a vital role as we support farmers through research, new solutions, advocacy and extension.

The following section provides information on the re-elected farmer directors, including their farming and governance background.



Tracy Brown
Matamata

Tracy is the current chair of DairyNZ and brings a farmer voice as well as governance and leadership experience in strategic delivery through a range of roles across the sector and community.

Born in Northland (Te Rarawa), she now farms with her husband Wynn and their team on their Matamata property 'Tirorod'. Tracy's early career started in Wellington as an Economist for the NZ Meat & Wool Boards Economic Service.

She is also the previous Chair of the DairyNZ Dairy Environment Leaders Forum and has a strong understanding of policy and advocacy and has a good connection into government having previously held two Cabinet appointed roles.

Along with these experiences, Tracy is currently a Director of the Ag Emissions Centre, and Chair of Te Rawawa Farming Ltd. Her previous roles include being Trustee on the New Zealand Dairy Industry Awards, Dairy Women's Network and St Paul's Collegiate School, Chair of the Ballance Farm Environment Awards Alumni and Matamata Intermediate School, along with being a member of National Animal Welfare Advisory Committee.

Tracy is also an AWDT 'Escalator' Alumni and Nuffield Scholar, was a finalist in 2017 Westpac Women of Influence Awards and won a Sustainable Business Network's 'Sustainability Superstar' award in 2018.



Chris Lewis
Pukeatua

Chris has been a DairyNZ director since 2022, with a focus on ensuring the Board provides strong governance that reflects farmers' realities and invests levy payer funds wisely.

He farms together with his wife Caroline, daughter Olivia, and son Daniel. They farm 360ha (330ha effective) at Pukeatua, Waikato, milking 930 cows, along with a drystock farm near Te Awamutu in partnership with his parents.

With farming in his DNA, he understands the realities of modern dairy farming - from labour shortages to environmental pressures and market volatility. This understanding shapes his thinking on the DairyNZ Board, to help ensure DairyNZ remains farmer-focused and delivers practical value.

Previously, Chris held a position as Dairy Chair for Federated Farmers, and also held portfolios covering animal welfare, ACC, employment, skills and training, immigration, adverse events and dairy. He also has experience on a variety of property trust boards.



Biosecurity Response Levy Consultation information

Proposal to amend the Biosecurity Response Levy

The Biosecurity Response Levy is collected by DairyNZ on behalf of dairy farmers to pay the dairy sector's share of biosecurity response costs.

The Biosecurity Response Levy came into effect on 1 September 2019 and funded the *M. bovis* programme until 31 December 2024.

From 31 December 2024, the levy was reduced to 0 cents with the *M. bovis* programme now funded by the new Mycoplasma Bovis National Pest Management Plan Levy managed by OSPRI.

DairyNZ is seeking your view on broadening the scope of what the Biosecurity Response Levy can be spent on to include **readiness activities**, which are the things that help us prepare to respond in the event of other disease outbreaks in New Zealand.

What does that mean for you as a farmer paying the levy?

In short, it helps us as we work towards a single biosecurity levy, and it unlocks existing *M. bovis* reserves that can be used for other biosecurity readiness activities making better use of investment farmers have already made.

Readiness activities include our commitments to prepare for Foot and Mouth Disease as part of a new operational agreement signed in June 2025 as well as getting ready for other possible threats like Lumpy Skin Disease.

Why do we want to change the Biosecurity Response Levy?

Currently, the Biosecurity Response Levy can only be used to fund biosecurity **responses**. By supporting the change to expand the levy to also fund **readiness**, we can simplify the funding of biosecurity readiness and response activities and make spending more transparent.

This change will bring DairyNZ in line with other sector groups such as Beef+Lamb New Zealand and Kiwifruit Vine Health who also fund response and readiness from one levy.

The funding reserve will remain as a safeguard for a response should it be needed but also be able to be drawn down gradually over time for biosecurity readiness.

Why we need to consult

Any change to the *Biosecurity (Response–Milksolids Levy) Order 2019* (the "Biosecurity Response Levy") requires consultation with levy payers. This means we can't make changes without consulting with levy payers first.

We encourage you to have your say so that your views are considered. This is your opportunity to provide feedback on how levy funds are used to protect your farm and the wider industry from biosecurity threats.

A non-response is taken as support for the proposal to amend the levy order and spend the levy funds collected prior to the amendment on readiness activities.

Biosecurity Response Levy Consultation Process

This is a **consultation** with all Levy Payers.

DairyNZ is seeking to amend the *Biosecurity (Response - Milksolids Levy) Order 2019* (the "Biosecurity Response Levy"). This process is governed by the Biosecurity Act 1993, and the relevant sections are 100ZA and 100ZB.

To amend the Biosecurity Response Levy, the Minister must be satisfied that, amongst other things, those people that will be liable to pay the levy have been consulted by DairyNZ, and that DairyNZ has given due regard to the views expressed.

The Biosecurity Response Levy is imposed on Milksolids produced in New Zealand by a dairy farmer for supply to a dairy processor, this includes dairy farm owners, dairy farm leaseholders, and sharemilkers. A dairy farmer that provides Milksolids for supply to a dairy processor and are required to pay the levy are termed 'levy payers'.

DairyNZ is engaging all levy payers as part of the **consultation process** and using the information it receives from processors to identify and contact relevant farmers.

For more information about the proposal go to **www.dairynz.co.nz/biosecuritylevy**

The **consultation closes** at 12pm on Tuesday, 4 November.

For any assistance with voting enquiries please contact the Electionz helpline on 0800 666 935.





DairyNZ 