
Board nomination process

Background

The Alternative Technology Association (ATA), trading as Renew Australia, is governed by a Board whose members are elected by the Members of the Association at the Annual General Meeting. [Cl. 8(3)(c) and 22]

There must be at least three and no more than seven ordinary board members in addition to four office bearers for a total of between seven and eleven board members. [Cl.19-21]

Board members are appointed for a two-year term. They must retire by rotation at the second AGM after their election and are eligible for re-election, for up to two more two-year terms. [Cl.22(3)]

Board vacancies at 2020 AGM

The Board currently has eleven members, the maximum number allowed under the Constitution.

Three Board members will be retiring by rotation at the 2020 AGM: Louisa Scott (Treasurer), Tim Drinkall and Kylie Taylor. All three are eligible to serve a further term and have decided to nominate for re-election.

If additional nominations are received, a ballot will be required to elect members to fill the three board vacancies. [Cl.22(6)]. The manner of voting is at the discretion of the Board [Cl.22(7)].

At the 2020 AGM, a ballot - if required - will be conducted electronically.

Nomination process

To ensure voting members are able to make an informed decision about the merit of candidates in a contested election, nominees are invited to provide information on their background and credentials in a brief statement, and an optional video recording. It will not be possible for nominees to address the 'virtual' AGM directly during the meeting.

It is critical that anyone wishing to nominate for board appointment follows the steps set out below with strict adherence to deadlines.

Candidates wishing to nominate for election to the Board,

- must be a member of the ATA in good standing
- must complete the nomination form (the final 2 pages of this document)
- must have another member of the ATA second their nomination
- must submit their completed and signed, nomination form by 10am on Monday, 23 November 2020, via email to BoardSecretary@renew.org.au

Alternative Technology Association Inc. (trading as Renew Australia)
ABN: 57 533 056 318

Board nomination: Information for candidates

Organisation overview

The Alternative Technology Association (ATA), trading as Renew Australia, is the leading organisation in Australia that enables, represents and inspires people to live sustainably in their homes and communities. Further information about Renew activities and programs is available at <http://www.renew.org.au/>

Established in 1980 in Melbourne, Renew is incorporated as an Association in Victoria. Today, the Association has some 11,000 members throughout Australia and many active branches. Renew is registered as a charity with the Australian Charities and Not-for-profits Commission (ACNC). It manages the Renewable Energy Development Trust Fund, a Public Fund listed on the Australian Government's Register of Environmental Organisations (REO). Donations to this fund are tax deductible.

The organisation has a staff of 17. Its annual turnover in the order of \$2.5 million with income derived mainly from membership, publishing two magazines, consulting projects, and grants and donations.

Current context

Renew has undergone substantial change over the past 12 months, including board renewal through appointment of five new board members at the 2019 AGM, election of a new President, appointment of a new CEO early in 2020, and a restructure in mid-2020 to address short- and long-term financial viability issues. The Annual Report 2019/20 contains further details.

The 2020 restructure was a difficult process for staff, members, key volunteers, management and the board. It was made more difficult by the realities of COVID19 lockdown in Melbourne where most of the Renew team have been working from home this year and with a newly appointed CEO having started the week before lockdown.

As of November 2020 with the restructure complete, Renew is now operating from a position of financial sustainability and can focus more energetically on its core purpose. This includes growing its reach and impact in supporting Australians who want to live more sustainably in responding to the climate emergency.

The objectives of changes implemented in 2020 have been achieved. The Board's priority focus for the coming period will be on strengthening relationships with key stakeholders, including branch volunteers, staff, and supporters.

Role of the Board

The role of the board is set out in Clause 19 of the ATA Constitution, which states that the Board *'has power to perform all such acts and things as appear to the Board to be essential for the proper management of the business and affairs of the Association'*.

Expectations of Board members

Candidates nominating for election to the board are expected to be familiar with and meet the general requirements of a board member set out by the regulators that are relevant to ATA/Renew:

[Consumer Affairs Victoria – Running an incorporated association](#)

[ACNC – Governance standards](#)

[REO – Guidelines](#)

At a minimum, Board members need to

- meet the requirements for a Responsible Person [[ACNC Governance Standard 4](#)] and not be disqualified as a Director under the Corporations Act; and
- carry out their duties in line with [ACNC Governance Standard 5](#), which includes
 - acting with reasonable care and diligence
 - maintaining confidentiality of board matters
 - acting honestly and fairly in the best interests of the charity and for its charitable purposes
 - not misusing their position or information gained as a responsible person
 - disclosing actual or potential conflicts of interest
 - ensuring that the financial affairs of the charity are managed responsibly, and
 - not allowing the charity to operate while it is insolvent.

Renew specific expectations include that board members

- regularly attend, are fully prepared for, and constructively contribute to board meetings, including occasional planning sessions
- participate in committees / working groups as required
- take on a portfolio role as and when required
- attend Renew events whenever possible
- deal with “out of session” issues, by email or teleconference
- represent Renew within the member network and to the broader community
- actively encourage membership of Renew
- maintain membership of Renew whilst serving as a board member.

Time commitment

Board members can expect to spend on average 10-15 hours per month on Renew matters including board and committee meeting preparation and attendance, communications, and occasional special tasks.

The Board normally meets monthly between February and December for 2.5 – 3 hours on a Tuesday, starting at 5pm. In 2020, board meeting practice has been adapted with meetings now held regularly via remote meeting technology (video conference).

Each director is also expected to contribute to a board committee. At present, there are four active committees: Finance, Strategy and Business Development, People and Culture, and Governance.

In addition, Board members are expected to attend an annual planning day, the AGM, and occasional events and functions.

Board candidates should be aware that the time commitment required can increase dramatically in unusual circumstances, such as during the COVID19 crisis.

Honorary role

Directors are appointed to the Renew Board on an honorary basis and do not receive payment for their board service, nor reimbursement of expenses incurred.

To nominate

Complete the nomination form on the following pages and submit this by 10am on Monday, 23 November 2020 via email to BoardSecretary@renew.org.au

Contact for inquiries

Grant Downie
Board Secretary
BoardSecretary@renew.org.au

Alternative Technology Association Inc, trading as Renew Australia
ABN: 57 533 056 318

NOMINATION FORM FOR ELECTION AS A BOARD MEMBER

Name:	Date and Place of Birth:
Home Address:	Phone:

NB: These details are required for ACNC registration, if you are appointed. Other than your name, they will be kept confidential and not be published.

Briefly outline your employment history

Please attach your CV or a link to your LinkedIn profile.

Briefly outline your governance experience and board credentials, including other directorships held

Why are you interested in joining the board of Renew? How do you describe your commitment to sustainability? *

How would you add value to the board of Renew? *

What skills, experience, networks or resources would you bring to Renew?

*** This information will be published in support of your candidacy.**

Service on the board of Renew requires a time commitment equivalent to approximately 10-15 hours a month, mostly outside normal business hours. Please be aware that in the case of unusual circumstances, like the COVID19 pandemic, time and attention required from board members may increase significantly. For example, while the Renew Board normally meets 8-10 times per year, in 2020, the Board met 12 times just between March and June.

Please confirm that you are able to meet this level of commitment:

YES NO Not Sure

Given the significant economic challenges the not-for-profit sector in Australia faces, board members serving on any board, whether in an honorary or paid appointment, carry personal liability in a range of circumstances, including insolvency, un(der)payment of staff entitlements, and workplace health and safety breaches. <https://communitydirectors.com.au/help-sheets/board-liability-and-negligence>

Please indicate that you are familiar with these issues.

YES NO Not Sure

If you are appointed to the Renew board, are there potential conflicts of interest that could arise for from your employment, other directorships, membership of other organisations, or your personal, business or financial interests? Please provide details.

Candidates may provide a 2-minute video statement to support their nomination, which will be played during the virtual AGM. This must be available by 30 November at the latest. The Renew team can assist with uploading.

Nominations can only be accepted from current Renew members and must be seconded by another current member of Renew.

Nominee: _____

Name of Seconder: _____

Signature of Nominee

Signature of Seconder

Member no.:

Member no.:

Date: / /

Completed Nomination Forms must be received electronically, by 10am AEDT, on Monday 23 November, 2020.

Submit documents via email in MS Word or PDF format, to BoardSecretary@renew.org.au