# Updated constitution for your consideration

## *Why and how are we updating the constitution*

All incorporated not-for-profit organisations must by law have a constitution (also sometimes known as the rules). All of our members have the right to inspect the constitution and obtain a copy on request.

The constitution

* guides how Renew operates
* is a contract between Renew and our members
* sets out Renew’s purposes
* list the rights and responsibilities of members and office holders.

The ATA / Renew Constitution was last formally updated eight years ago in 2014, and is now out of date with regard to legislation. In 2020, the Board consulted law firm Herbert Smith Freehills to review the Constitution. They provided a draft which has been reviewed and refined by the Board.

It is now time for the draft to be reviewed by the general membership and the staff to ensure that it is fit for purpose.

To update our constitution the Board must:

1. propose the change and notify members at least 28 days before the upcoming general meeting.
2. Conduct a special resolution at the AGM to approve the changes to the constitution. It will pass if at least 75 percent of members who vote at the meeting are in favour of the change.

## *What are the updates?*

Key changes in the updated constitution are:

Clause 1. Association Name - to change the name to Renew Australia Inc.

Clause 4 New not-for-profit clause, required by ACNC and ATO

Clause 5.1. States a minimum of 50 members, a requirement for environmental charities listed on REO

Clause.6: Winding up clause - remaining assets must be transferred to a charitable entity, an ACNC and ATO requirement not covered in current constitution

Clause 7.2 Maintaining A Public Fund - to change the name of the fund to **Renewable Energy Development Public Fund** (**Public Fund**), rather than the Renewable Energy Development Trust Fund. This is to be clear that the fund is not actually a Trust Fund and is a Public Fund under ATO guidelines.

## *Changes implemented as a result of member feedback*

1. Table of Contacts has been updated to correct page numbering.
2. Clause 5.3 – clarification of the Register. The heading of Clause 5.3 has been amended to clarify that this is about the Register of Members.
3. Clause 7 has been amended to include the wording Register of Environmental Organisations to clarify that this is a different register from that referred to in Clause 5.3.
4. Clause 9.5 (b) The original version of the new constitution nominated a quorum of 10 people for a general meeting. It was suggested that this was too small a number for a meeting that could make important decisions about the organisation, such as changing the Constitution. The quorum has been increased to 20 members.

## *How can you help from here?*

We would love it if you as a member of Renew could have a look over the new constitution and review it before the AGM. If you’re happy, please come along to the AGM and vote to pass it so we can be compliant with the legislation!

Many Thanks,

Renew Board