



2019 NENA Election Guide

NENA Members' guide to holding elections
for the NENA Board of Directors, NENA
Strategic Directions Group and NENA
Participatory Budget Group

www.neweconomy.org.au

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How to use this Guide

This Guide has been written to help NENA Members understand their opportunities and responsibilities in electing the NENA Board of Directors, NENA Strategic Directions Group and NENA Participatory Budget Group.

Please send any questions, comments, suggestions to NENA's Coordinating Hub: nenam@neweconomy.org.au

About the New Economy Network Australia (NENA)

The New Economy Network Australia (NENA) is a network of individuals and organisations working to transform Australia's economic system so that achieving ecological health and social justice are its foundational principles and primary objectives.

NENA works to facilitate connections, showcase and promote innovative ideas, approaches and projects, to build peer-to-peer learning and use collective strategies to create and advocate for change, so that we can build a strong movement of people demanding, creating and benefiting from a 'new' economy.

Members of NENA will work together to:

- Build a 'community of practice'; a network where people who want to build the New Economy can find each other, learn from one another, share information and participate in different kinds of movement building.
- Facilitate collaboration, education and peer-to-peer relationships that strengthen the Network and the movement.
- Facilitate, host and co-host events and projects that strengthen relationships between members and work to achieve the objects of the Network.

- Create processes to enable members of the Network to promote their work, connect with others, and invite support for their causes and/or advocacy campaigns.

NENA's Foundational Principles

- **Ecological Sustainability:** That economic activity respects and operates within ecological limits, bioregional health and planetary boundaries, supports the regeneration of natural systems and recognises and upholds the inherent rights of nature to exist, thrive and evolve.
- **Social Justice:** That everyone can participate and benefit from economic activity in inclusive and equitable ways and that this requires working in solidarity to address the historical and ongoing marginalisation of certain groups by racism, imperialism, classism, patriarchy and other systems of oppression.
- **Democracy:** That economic decision-making is participatory, inclusive and transparent and emphasises collective stewardship and management and sharing of economic resources, activities and outcomes.
- **Place-based/ Emphasising Locality:** That building strong, local/place-based economies is important for Australia's communities, rooting wealth and power in place through localised economic activity.
- **First Nations People in Australia:** That working in solidarity with First Nations Peoples is vital to creating a new economy in Australia. NENA acknowledges that the sovereignty of the First Nations Peoples of the continent now known as Australia was never ceded by treaty nor in any other way. NENA acknowledges and respects First Nations Peoples' laws and ecologically sustainable custodianship of Australia over tens of thousands of years through land and sea management

practices that continue today. NENA also acknowledges and respects the ancient, Earth-centred, steady-state economic system that was created and managed by First Nations Peoples across the continent for millennia. Australian society is in debt to First Nations People for many aspects of the modern economy.

NENA's Work – Three Dimensions

There are three dimensions to NENA's work: we are **building networks, connections and shared initiatives**:

1. **within** specific geographic areas such as towns/cities, regions and states;
2. **across** different sectors within the new economy, including: sustainable food, energy, transport, housing, Indigenous economics, ecological economics and many more; and,
3. **that prioritise** specific strategic goals every year.

NENA's Network Structure

NENA's goal is to be a network in which individuals and organisations can find each other, find out about each other's work and work effectively together to build a new economy.

There are **four key elements** to NENA's structure:

- **MEMBERS.** Our structure starts with NENA Members. Individuals and Organisations can be members of NENA. NENA's Membership Policy can be found on the NENA website.
- **NENA HUBS.** NENA Members can create or join 'Hubs', which carry out much of NENA's work. The Hubs can be created based on geography (towns or regions) and also by sector (e.g. education, technology), in order to build networks, create collective support and

activities.

- **BOARD OF DIRECTORS.** All NENA members can elect the Board of Directors. The Board of Directors is responsible for the healthy functioning of the Network, including good governance, legal compliance and business management.
- **STRATEGY AND FINANCE.** In addition to being able to work independently in semi-autonomous hubs, and elect the Board of Directors, NENA members elect TWO other collective decision making bodies within the NENA Structure: a **Strategy Directions Group** to help develop the national strategic objectives and priorities of the Network and a **Participatory Budget Group** created to enable people across the Network, to contribute to the raising and allocation of funding for the Network.

For full details about how the elements of NENA work, please see the NENA Operational Handbook and the NENA Constitution, both of which are available on the NENA website.

How to participate in NENA

- The general public (non-members) are welcome to:
 - Attend NENA events
 - Visit our website for news and updates
 - Join our Facebook and other social media pages
 - List their organisations, projects, initiatives in the NENA Directory, on the NENA website
- NENA Members can:
 - Enjoy NENA events, the NENA website and social media
 - List their organisations, projects, initiatives in the NENA Directory

- Join NENA’s Member-only discussion space on the NENA website, called “BuddyPress”
- List news and events on the website and social media
- Network via member-only forums on the NENA website
- Join an existing hub and/or create a new hub
- Work within *geographic* hubs to support and participate in regular activities
- Work within *sectoral* hubs, to help identify key goals, activities and provide input to the Strategy Directions and Participatory Budget Group
- Vote at NENA Annual General Meetings to elect members of the Board of Directors
- Vote at NENA elections for members of the Strategy Directions Group and Participatory Budget Group

NENA’s Active Membership Requirements

As a cooperative, NENA invites active membership from everyone who becomes a formal, financial member of the Network.

Rule 1.5 of the **NENA Constitution** relates to Active Membership requirements, and states:

1. *To establish and maintain active membership of the co-operative a member must pay the relevant annual subscription set out in rule 3.2, and either:*
 - a. *Actively participate in at least one of the co-operative’s **Geographic or Sectoral Hubs**, by attending at least 2 meetings of a **Geographic or Sectoral Hub** per year; or*
 - b. *Volunteer in a capacity approved the Board for at least 8 hours per year to support one of the co-operative’s primary activities.*

2. *For **Organisation Members**, the active membership requirements may be performed by one or more of its authorised representatives.*

Rule 1.4 of the Co-operative sets out that the primary activities of the Co-operative are to:

- a. *Establish and run **Geographic or Sectoral Hubs** that engage in collaborative policy and advocacy work and / or research, training or education events and activities that support at least one of the co-operative’s purposes.*
- b. *Organise events, workshops, and meetings that support at least one of the co-operative’s purposes.*
- c. *Support and promote research, training and other educational events and activities of members that support at least one of the co-operative’s purposes.*
- d. *Develop and distribute resources, regular publications and newsletters that support at least one of the co-operative’s purposes.*

About NENA Hubs

NENA Members can create or join ‘Hubs’, which carry out much of NENA’s work. The Hubs have been formalised in NENA’s Constitution, to ensure they form the foundation of NENA’s work. Hubs can be created based on geography (towns or regions) and also by sector (e.g. education, technology), in order to build networks, create collective support and facilitate collective activities. For full details about how to join and work within a Hub, please read NENA’s Hub Guide, which can be found on NENA’s website: <https://www.neweconomy.org.au/nena-hubs/>

Election processes for NENA

The NENA Constitution sets out the requirements for holding elections for the NENA Board of Directors.

Notice of the NENA AGM must be given to all NENA members at least 6 weeks before an AGM and elections are held (Rule 4.5).

In 2019, the AGM will be held at the Annual Conference in Perth on 7th October, so notice must be given to all members by 26 September 2019.

The Board must notify all members of the number of directors retiring at the AGM and any casual vacancies to be filled (Rule 4.5(2)), and advise members of their eligibility to nominate as a director, the duties and responsibilities of a director and the nomination and election procedures.

ELECTING THE BOARD OF DIRECTORS

Section 4 of the NENA Constitution sets out the legal requirements for electing the Board of Directors.

Number of Directors and their roles and responsibilities

The NENA Board must have at least 5 directors and no more than 9 directors.

The role and responsibilities of the NENA Board of Directors can be found in Attachment 1.

Nomination procedures

A notice must be displayed on the NENA website inviting members to nominate for Board elections.

A nomination form, which members can download will be made available on the website. **See Attachment 2 for a copy of the nomination form.**

The nomination form must ask nominees to:

- Provide details of the qualifications and experience of the person nominated;
- Be signed by two or more members; and
- Be accompanied by a notice in writing, signed by the nominee consenting to their nomination

All nominations and the notices of consent must be lodged with the Secretary of the co-operative at least 30 days before the AGM (Rule 4.5(5)).

When notice is sent out to NENA members about the AGM it must include details of each person who has nominated, including their name, qualifications and experience as a director of any company or co-operative (Rule 4.5(6)).

Election procedures

At the 2019 AGM, in accordance with Rule 4.4 (First directors and terms of office) *half of the founding Directors will stand down*, and elections will be held for the remaining vacant positions, to make a total of at least 5 and up to 9 Director positions.

Therefore, in accordance with Rule 4.4 of the NENA Constitution, in the 2019 elections, three (3) of the Founding Directors will stay in their positions and will not stand for election until 2020. This means that in 2019, nominations are invited for between 2 and 6 Director positions.

If the number of nominees is equivalent to or less than the total possible number of nominees to fill all vacancies, the nominees will be declared elected at the AGM and any remaining vacancies will become casual vacancies (Rule 4.5(8)).

If the number of nominees exceeds the total possible number of vacancies, Rule 4.5(9) sets out how the election of directors must be conducted at the meeting by ballot, as follows:

- A Returning Officer is to be elected at the AGM (this person may NOT be a Director, the Secretary or any person with an interest in the election),
- **All nominees are to be listed on the ballot form in alphabetical order**
- The Returning Officer is responsible for determining the validity of and counting of votes
- If there is an equality of votes, there must be a new ballot
- The Returning Officer is to declare the election results.

How you can vote for the Board of Directors

There are four ways to vote for the Board of Directors:

- (1) If you attend the AGM in person, you will be invited to submit your ballot in person, on the nominated forms.
- (2) If you cannot attend the AGM in person, but can attend via technology (Zoom) you will be invited to submit your ballot electronically, in 'real time' during the AGM, at the same time as those attending the AGM in person (Rule 5.1(3)).
- (3) If you are not able to attend the AGM in person, or via technology, you can vote several weeks before the AGM, via postal vote or online
- (4) Alternatively, you may vote by signing a *directed* or *undirected* member proxy, 48hrs before the AGM (see Rule 5, NENA Constitution for more details). You can send your proxy form to the NENA Secretary here: election@neweconomy.org.au

ELECTING THE STRATEGIC DIRECTIONS GROUP

Rule 4.2 sets out the key provisions regarding the Strategic Directions Group (SDG). The Constitution requires the Strategic Directions Group to be created **before** the AGM is held. So a separate process exists for the SDG and Participatory Budget Group.

Role of the SDG

The SDG will work cooperatively with the Board to prepare regular Strategic Plans for the co-operative and provide general advice to the Board about the co-operative's strategic priorities. (Rule 4.2(3))

The SDG must comprise AT LEAST:

- 3 Directors
- 2 Individual members and
- An authorised representative from each of 2 Organisation Members

These positions are elected for a term of 2 years.

In practice, it would be desirable to have representatives from NENA Hubs comprising the SDG.

- **Position Descriptions for members of the SDG can be found at Attachment 3.**
- **A form to nominate for election onto the SDG is at Attachment 4.**

Elections for the SDG

As the NENA Constitution requires the Strategic Directions Group to be created BEFORE the AGM, online elections will be held for the Strategic Directions Group 1 month before the AGM, in September 2019.

Nominations for the SDG will be invited at the same time as nominations are invited for the Board of Directors. The NENA Secretary will receive all nominations.

An independent third party Returning Officer will oversee the online process for electing the SDG members.

ELECTING THE PARTICIPATORY BUDGET GROUP

Rule 4.2 of the NENA Constitution sets out the key provisions regarding the Participatory Budget Group (PBG).

The Constitution requires the PBG to be created **before** the AGM. So a separate process exists for the PBG and the Strategic Directions Group.

Role of the PBG

The PBG will work cooperatively with the Board to ensure funding is raised from sources that align with the purpose and primary activities of the co-operative and provide general advice to the Board about core funding priorities for the annual budget for the co-operative, including funding to support the development of the Geographic and Sectoral Hubs. (Rule 4.2(3))

The PBG must comprise AT LEAST:

- 3 Directors
- 2 Individual members and
- An authorised representative from each of 2 Organisation Members

These positions are elected for a term of 2 years.

In practice, it would be desirable to have representatives from NENA Hubs comprising the Participatory Budget Group.

- **Position Descriptions for members of the Participatory Budget Group can be found at Attachment 5.**
- **A form to nominate for election onto the PBG is at Attachment 6.**

Elections for the PBG

As the NENA Constitution requires the Participatory Budget Group to be created **before** the AGM, online elections will be held for the Strategic Directions Group 1 month before the AGM, in September 2019.

Nominations for the SDG will be invited at the same time as nominations are invited for the Board of Directors.

An independent third party Returning Officer will oversee the online process for electing the SDG members.

Timeline for 2019 NENA Elections

Date	Action
8 July	<ul style="list-style-type: none"> • Election guide available on NENA website. • Nomination forms and process information available on NENA website. • Official notice emailed to all members, inviting them to NOMINATE for Board of Directors, Strategic Directions Group or Participatory Group if they wish to do so.
20 August	All nominations, for all positions, to be received by NENA Secretary
1 September	<ul style="list-style-type: none"> • Formal notice of AGM sent to all NENA members. AGM notice MUST include a list of all the people who have nominated for the Board and brief biographical information. • Proxy forms sent to members, with AGM notice.
Mid-September	"Postal ballot" (online process) opened up for voting for Strategic Directions Group and Participatory Budget Group. Both Groups are to be established prior to the 2019 AGM. Official third party Returning Officer will manage process
	Outcomes of SDG and PBG elections announced
	"Postal ballot" (online process) opened up for voting for NENA Directions. Official third party Returning Officer will manage process leading up to, and during, the AGM
7 October	AGM & NENA Elections Official third party Returning Officer will manage process

Attachment 1 – Position Description, NENA Board of Directors

The New Economy Network Australia (NENA) is a network of individuals and organisations working to transform Australia's economic system so that achieving ecological health and social justice are its foundational principles and primary objectives.

NENA works to facilitate connections, showcase and promote innovative ideas, approaches and projects, to build peer-to-peer learning and use collective strategies to create and advocate for change, so that we can build a strong movement of people demanding, creating and benefiting from a 'new' economy.

NENA's members work towards strategic goals across sectoral and geographic hubs.

The NENA Constitution requires that there be a minimum of 5 and maximum of 9 Directors (Rule 4, NENA Constitution). NENA Directors are elected for 2 years and may run for re-election for a further 2 year term (maximum).

The Co-operatives National Law determines the directors' powers and duties. Directors might not be experts, but they must serve to the best of their ability, represent the interests of members impartially and put members' interests first, be accountable for financial management, and ensure members are informed while not disclosing confidential information.

The role of NENA Directors

NENA Directors are required to:

- Oversee the strategic, financial and governance systems of NENA

- Attend (via zoom) between 6-8 Board meetings per year (50%+), held as often as necessary and at least every 3 months (Rule 4 NENA Constitution)
- Work with the Strategic Directions Group, to develop an Annual NENA Strategic Plan
- Work with the Participatory Budget Group, to develop and approve an annual budget and fundraising plan, and engage with ongoing budget and fundraising issues
- Monitor the performance and activities of the organisation against its legal purposes and strategic plan
- Make decisions about planning, resources, goals and activities of the organisation
- Oversee risk management for the organisation
- Ensure the co-operative operates within the law
- Ensure the sustainability of the co-operative by monitoring its financial viability and finances
- Whether there are enough members and who will be new members
- Make decisions about whether or not to take disciplinary action against a member
- Call special meetings when required
- Ensure board policies are implemented
- Prepare and submit an annual report of activities to the general meeting
- Ensure appropriate bookkeeping systems are maintained
- Ensure complete and accurate minutes are kept of meetings
- Implement policies and procedures in line with the co-operative's objectives.

Qualifications and personal qualities required

NENA Directors should

- Have previous experience working on Management Committees and/or Board of Directors
- Have previous experience creating, managing and overseeing budgets
- Have knowledge or experience in managing cooperatives
- Have a passion and commitment to building the new economy
- Be 18 years old or above, and an active **Individual Member** or an authorised representative of an **Organisation Member** of NENA, and NOT be a disqualified person for the purposes of s181 of the Cooperatives National Law

Remuneration

- No Director may be remunerated for their role as Director, unless it is approved at a general meeting (Rule 4, NENA Constitution)

Attachment 2 – Nomination Form, for NENA Member to be elected as a NENA Director

Nominee Details:

Name:

Address:

Email address:

☐ I declare that I am 18 years of age or older

☐ I declare I am an **Individual Member**

OR

☐ I declare I am an authorised representative of an **Organisation Member** of NENA.

Name of Organisational Member: _____

☐ I declare I am NOT a disqualified person for the purposes of s181 of the CNL

Nominee Capabilities:

Please provide up to 500 words describing your qualifications and experience relevant to the position of NENA Director (please refer to Position Description for NENA Board of Directors). You may also attach your CV if you wish.

Nominee Consent:

Nominee Signatory

(Please also fill out separate form – “Consent to be nominated”)

Nominator Details:

Name of Member (1):

Signature of Member:

Name of Member (2)

Signature of Member:

Photo – please attach a high-resolution profile (head shot) photo that can be used on the NENA website, together with the 500 word description of your qualifications. Your address will NOT be made public.

EMAIL YOUR NOMINATION TO: election@neweconomy.org.au

Attachment 3 - Position Description, Strategic Directions Group

BACKGROUND

The SDG will work cooperatively with the Board to prepare regular Strategic Plans for the co-operative and provide general advice to the Board about the co-operative's strategic priorities (Rule 4.2(3)).

The SDG must comprise AT LEAST:

- 3 directors
- 2 Individual members and
- An authorised representative from each of 2 Organisation Members

These positions are elected for a term of 2 years.

In practice, it would be desirable to have representatives from NENA Hubs comprising the SDG.

The role of members of the SDG

Members of the SDG are required to work together, and in partnership with the NENA Board of Directors, to:

- Develop processes for NENA members to co-create an Annual Strategic Plan
- Attend (via zoom) between 6-8 SDG meetings per year
- Convene meetings of all interested NENA members several times each year via zoom, to discuss NENA Strategies and implementation
- Liaise with the Participatory Budget Group, to advise about funding priorities for the Annual Strategic Plan

Qualifications and personal qualities required

Members of the SDG must:

- Be a current member of NENA
- Have experience in developing and implementing Strategic Plans
- Have a strong interest in developing, overseeing and implementing strategic goals for NENA

Remuneration

- There will be no remuneration for members of the SDG

Attachment 4 – Nomination Form, for NENA Member to be elected as a Member of the Strategic Directions Group

Nominee Details:

Name:

Address:

Email address:

☐ I am nominating as an **Individual Member**

OR

☐ I am nominating as a **representative of an Organisational Member**

Name of Organisational Member: _____

☐ I declare that I am 18 years of age or older

Nominee Capabilities:

Provide up to 500 words describing your qualifications and experience relevant to the position of Member of the Strategic Directions Group: (please refer to relevant Position Description)

Nominee Consent:

(Please also fill out separate form – “Consent to be nominated”)

Nominator Details:

Name of Member (1):

Signature of Member:

Name of Member (2)

Signature of Member:

Photo – please attach a high-resolution profile (head shot) photo that can be put on the NENA website, together with the 500 word description of your qualifications. Your address will NOT be made public.

EMAIL YOUR NOMINATION TO: election@neweconomy.org.au

Attachment 5 – Position Description, Participatory Budget Group

BACKGROUND

The PBG will work cooperatively with the Board to ensure funding is raised from sources that align with the purpose and primary activities of the co-operative and provide general advice to the Board about core funding priorities for the annual budget for the co-operative, including funding to support the development of the Geographic and Sectoral Hubs (Rule 4.2(3)).

The Participatory Budget Group must comprise AT LEAST:

- 3 Directors
- 2 Individual members and
- An authorised representative from each of 2 Organisation Members

These positions are elected for a term of 2 years.

The role of members of the PBG

Members of the PBG are required to work together, and in partnership with the NENA Board of Directors, to:

- Develop processes for NENA members to co-create an Annual Budget and Fundraising Strategy for NENA
- Attend (via zoom) between 6-8 SDG meetings per year
- Convene meetings of all interested NENA members several times each year via zoom, to discuss NENA Budget and Fundraising issues
- Liaise with the Strategic Directions Group, to take advice about funding priorities for the Annual Strategic Plan

Qualifications and personal qualities required

Members of the PBG must:

- Be a current member of NENA
- Have experience in developing, managing and implementing Budgets
- Have a strong interest in developing, overseeing and implementing participatory budget processes for NENA
- Have a strong interest in, and/or experience in, fundraising for not-for-profit or other entities

Remuneration

- There will be no remuneration for members of the PBG

Attachment 6 – Nomination Form, for NENA Member to be elected as a member of the NENA Participatory Budget Group

Name:

Address:

Email address:

☐ I am nominating as an **Individual Member**

OR

☐ I am nominating as a **representative of an Organisational Member**

Name of Organisational Member: _____

☐ I declare that I am 18 years of age or older

Nominee Capabilities:

Provide up to 500 words describing your qualifications and experience
relevant to the position of Member of the Participatory Budget Group:
(please refer to relevant Position Description)

Nominee Consent:

(Please also fill out separate form – “Consent to be nominated”)

Nominator Details:

Name of Member (1):

Signature of Member:

Name of Member (2)

Signature of Member:

Photo – please attach a high-resolution profile (head shot) photo that can
be put on the NENA website, together with the 500 word description of
your qualifications. Your address will NOT be made public.

EMAIL YOUR NOMINATION TO: election@neweconomy.org.au