

Appendix C - Darebin Energy Foundation Terms of Reference

Purpose

Darebin City Council (Council) recognises that we are in a climate emergency. Council aspires to be a national leader in response to this critical intergenerational issue and supports bold and ambitious action. The Darebin Energy Foundation (the Foundation) has been formed to accelerate sustained and meaningful action with the community (residents, businesses, education and other organisations) to reduce Darebin's greenhouse emissions and embed community resilience to climate change. The Foundation will have a strong focus on our most vulnerable and socio- economically disadvantaged communities.

The Foundation will work with Council, community groups, other governments, authorities, private sector and other organisations to achieve this aim.

The Foundation will:

- Facilitate a Darebin climate think tank to develop local zero emissions and resilience proposals and solutions.
- Harness and encourage community participation and investment (volunteering and donation).
- Develop and contribute to programs that educate and mobilise the community on the above issues.
- Develop and trial innovative programs and delivery mechanisms which can be scaled up to achieve significant change.
- Advocate to governments and industry to increase climate change action and funding for community and local government action.
- Advocate to the State and Federal Governments regarding policies and issues that support the purpose of the Foundation.
- Work to ensure there are sustainable long term funding and resourcing commitments from Council to drive down emissions and embed climate resilience in our community, with a strong focus on our most vulnerable communities.
- Work with Council to deliver identified actions of the Climate Action Plan including, but not limited to, community-owned renewable energy projects.
- Devise and apply for other sources of funding (e.g. grants, fee for service etc.) that improve effectiveness and financial sustainability of the Foundation.

The Foundation will complement and enhance Council's work on climate change and will not double up on Council's climate change action.

Transition and Development

The first focus for the Foundation is to determine the most effective long term Foundation governance model for Council consideration by February 2018 to inform the 2018/19 Council budget process. This will include resourcing and targets and may affect changes in membership and representation.

Representation and Membership

There are 9 community members and a Councillor representative from each of the 3 Council wards.

Community members will be selected based on expertise and experience in: climate change mitigation and adaptation; community engagement and mobilisation; fund sourcing and advocacy. Representation across Darebin will be sought.

In the first year a membership committee formed from the 3 Councillor representatives and 2 officers will determine community member appointment based on these criteria.

Council Officers will attend meetings and advise the Foundation as required.

(It is anticipated that the Manager Environment and Community Outcomes, Coordinator Energy and Adaptation and Chief Financial Officer will advise and attend in the first year.)

The Mayor or Councillor representative acts as Chair. When a Councillor is not present at a meeting a Council officer will act as Chair. (There is intent to transition to an independent Chair in the long term model.)

Conduct of Foundation members

Members will:

- act honestly and treat others with respect.
- exercise reasonable care and diligence
- not make improper use of their position or make improper use of information acquired because of their position

Where there is a requirement for confidentiality, this is to be noted in the minutes if the matter arises during a meeting, or made clear to members if arising in communication outside of a meeting (e.g. provision of a draft policy ahead of a meeting, for discussion and feedback at the meeting), and addressed accordingly.

Members must disclose a conflict of interest in relation to any matter the Foundation is concerned with or that the Foundation will, or is likely to, consider or discuss. The conflict of interest, including the nature of the relevant interest, must be disclosed before the matter is considered and must be recorded in the minutes.

The Councillor Chair is the official spokesperson for the Foundation. Foundation members may only speak on behalf of the group where the content and spokesperson is agreed by a quorum at a Foundation meeting. Any engagement with the media will be in accordance with Council's standard media and communications policy.

Members must ensure that new issues raised by the public or community are brought back to the Foundation for consideration before any public information or response is provided in relation to the issue.

Quorum

For decisions where a vote is required, at least 7 representatives including 2 Councillor representatives must be present. If this is not the case the decision will be postponed until the next meeting. If this is not possible a vote via email/mail may be pursued.

Resourcing

The Foundation formation and actions will be funded by the Council operational budget in 2017/2018 and the first year of the Foundation will determine sustainable resourcing and working models for the Foundation. This will include discussions with other organisations and local governments to ensure that an optimum long term model is developed for the Foundation.

Meetings and Reporting

The Foundation will hold at least 3 meetings between July and December 2017.

A report will be provided to Council by February 2018 on the proposed long term model for the Foundation, this will determine membership terms and appointment.