

NOTICE OF MEETING

Notice is hereby given that a meeting of the Executive Committee will be held in the

**Council Chamber – Glenelg Town Hall
Moseley Square, Glenelg**

Tuesday 24 January 2023 at 5.00pm



Pamela Jackson
GENERAL MANAGER, STRATEGY AND CORPORATE

Executive Committee Agenda

1. OPENING

The Chairman, Mayor Wilson will declare the meeting open at 5.00pm.

2. APOLOGIES

2.1 Apologies received

2.2 Absent

3. DECLARATION OF INTEREST

If a Council Member has an interest (within the terms of the Local Government Act 1999) in a matter before the Council they are asked to disclose the interest to the Council and provide full and accurate details of the relevant interest. Members are reminded to declare their interest before each item.

4. CONFIRMATION OF MINUTES

Motion

That the minutes of the Executive Committee held on 9 August 2022 be taken as read and confirmed.

5. REPORTS BY OFFICERS

5.1 Executive Committee – Terms of Reference (Report No: 18/23)

6. URGENT BUSINESS – Subject to the Leave of the Meeting

7. CLOSURE



PAMELA JACKSON
GENERAL MANAGER, STRATEGY AND CORPORATE

Item No: 5.1

Subject: **EXECUTIVE COMMITTEE – TERMS OF REFERENCE**

Date: 24 January 2023

Written By: General Manager, Strategy and Corporate

General Manager: Strategy and Corporate, Ms P Jackson

SUMMARY

At the end of 2021, several changes were made to the *Local Government Act 1999* (the Act) relating to the appointment, performance review and termination of Chief Executive Officer (CEO). Section 102A provides that a council must review the performance of its CEO at least once in each year. In addition, the council must obtain and consider the advice of a qualified independent person for the purposes of the review.

As Council was in its final year of term when this change took effect, the independent member was appointed for the 2021/22 review process with a view to undertaking an appointment process at the commencement of the new Council's term.

Following the 2022 Local Government elections and the appointment of a new Committee, Council now needs to determine whether to appoint an independent member to the Committee or to engage an independent qualified person satisfy the legislative requirements.

RECOMMENDATION

1. **The Executive Committee recommends to Council the Expression of Interest for an Independent Member for the Executive Committee for the Council term; OR**
 2. **The Executive Committee recommends to Council:**
 - **an amendment to the Committee's Terms of Reference to remove the appointment of an Independent Member; and**
 - **the Expression of Interest for a Qualified Independent Person, for a term of 3 years, to provide advice to the Committee on the Chief Executives' Performance Review.**
-

STRATEGIC PLAN

Statutory compliance

COUNCIL POLICY

Not applicable

STATUTORY PROVISIONS

Local Government Act 1999

BACKGROUND

Section 102A provides that a council must review the performance of its CEO at least once in each year. In addition, the council must obtain and consider the advice of a qualified independent person for the purposes of the review.

REPORT

At the end of 2021, several changes were made to the *Local Government Act 1999* (the Act) relating to the appointment, performance review and termination of Chief Executive Officer (CEO).

Section 102A provides that a council must review the performance of its CEO at least once in each year. In addition, the council must obtain and consider the advice of a qualified independent person for the purposes of the review. This section of the Act outlines the definition of a qualified independent person:

- a) not a member or employee of the council; and*
- b) determined by the council to have the appropriate qualifications or experience in human resource management.*

The information provided in this section of the Act does not explicitly state that a qualified independent person must be appointed to the Committee reviewing the CEO's performance, however interaction between the person and the committee is clearly envisaged.

The following three options satisfied the legislative requirements.

1. Appoint an independent qualified person as a member of the Executive Committee.
2. Engage an independent qualified person to attend the relevant Executive Committee meeting, without being a member, to provide independent advice.
3. Engage an independent qualified person to review the recommendations of the Executive Committee, and present both to Council for a decision.

This Committee's Terms of Reference were reviewed early in 2022 to reflect this change and adopted by Council on 10 May 2022.

Refer Attachment 1

As Council was in its final year of term, the independent member was appointed for the 2021/22 review process with a view to undertaking an appointment process at the commencement of the new Council's term.

Ms Christine Molitor was appointed as the Independent Member of the Executive Committee for 2021/22 review process. Ms Molitor has significant experience in executive human resource management having held the position of Chief Executive Officer and currently holds positions on a number of Boards.

Following the 2022 Local Government elections and the appointment of a new Committee. The first order of business for the new Committee is to review the Committee's Terms of Reference. A key part of this review is to determine whether to continue with an Independent Member of the Committee, as was done in 2022, or alternatively to engage a qualified independent person to provide the Committee with advice on the CEO's performance review, as required under the Act.

Should the Executive Committee wish to engage a qualified independent person (as outlined in Recommendation 2), changes will be required to the Terms of Reference which are reflected in Attachment 2.

Refer Attachment 2

BUDGET

Expenses will be managed within existing operational budgets.

LIFE CYCLE COSTS

There are no life cycle costs associated with this report.

Attachment 1





C100522/2598A

EXECUTIVE COMMITTEE TERMS OF REFERENCE

1. The Executive Committee is a committee established under section 41 of the Local Government Act 1999.
2. The objective of the Executive Committee is to undertake the annual performance appraisal of the Chief Executive Officer.
3. The functions of the Executive Committee are:
 - a. To recommend to Council the form and process of the Chief Executive Officer's annual performance appraisal;
 - b. To undertake the annual performance appraisal;
 - c. To provide a report and to make recommendations to Council on any matters arising from the annual performance appraisal.
4. The Executive Committee's authority extends to making recommendations to Council and does not have any authority to make decisions in relation to the Chief Executive Officer's employment arrangements.
5. Membership of the Executive Committee comprises:
 - a. The Mayor;
 - b. The Deputy Mayor;
 - c. Four other Elected Members being one from each Council ward, appointed by Council; and
 - d. an Independent qualified person.
6. The Independent Member of the Executive Committee must have recent and relevant human resource management, business, industrial relations, psychology, or law qualifications and must not be an employee of the City of Holdfast Bay as required under section 102A of the Local Government Act 1999.
7. Members of the Executive Committee are appointed by Council. Elected Members are appointed for the term of Council or as otherwise determined by Council. The Independent Member is appointed for a term not exceeding 3 years. On expiry of their term, the Independent Member may be re-appointed by Council.
8. The Mayor, or in his/her absence, the Deputy Mayor is the Chairperson of the Executive Committee.
9. Meetings are conducted in accordance with Part 3 of *the Local Government (Procedures at Meetings) Regulations 2000*.
10. Minutes of the Executive Committee meetings will be presented to Council as soon as practicable.



C100522/2598A

11. Meetings will be open to the public unless sec 90(3) of the *Local Government Act 1999* applies.
12. A quorum comprises 4 members and no business can be transacted unless a quorum is present.
13. Members shall be provided not less than 3 clear days' notice in writing of the time and place of an ordinary meeting of the Executive Committee and 4 hours' notice of the time and place of a special meeting.

Attachment 2





C100522/2598A

EXECUTIVE COMMITTEE TERMS OF REFERENCE

1. The Executive Committee is a committee established under section 41 of the Local Government Act 1999.
2. The objective of the Executive Committee is to undertake the annual performance appraisal of the Chief Executive Officer.
3. The functions of the Executive Committee are:
 - a. To recommend to Council the form and process of the Chief Executive Officer's annual performance appraisal;
 - b. To undertake the annual performance appraisal;
 - c. To provide a report and to make recommendations to Council on any matters arising from the annual performance appraisal.
4. The Executive Committee's authority extends to making recommendations to Council and does not have any authority to make decisions in relation to the Chief Executive Officer's employment arrangements.
5. Membership of the Executive Committee comprises:
 - a. The Mayor;
 - b. The Deputy Mayor;
 - c. Four other Elected Members being one from each Council ward, appointed by Council; and
 - ~~d. an Independent qualified person.~~
6. **The Executive Committee must appoint a Qualified Independent Person to provide independent advice regarding the Chief Executive Officer's performance review.** The ~~Independent Member of the Executive Committee~~ Qualified Independent Person must have recent and relevant human resource management, business, industrial relations, psychology, or law qualifications and must not be an employment of the City of Holdfast Bay as required under section 102A of the Local Government Act 1999. **The Qualified Independent Person is appointed for a term not exceeding 3 years. On expiry of their term, the Qualified Independent Person may be re-appointed by Council.**
7. Members of the Executive Committee are appointed by Council. Elected Members are appointed for the term of Council or as otherwise determined by Council. ~~The Independent Member are appointed for a term not exceeding 3 years. On expiry of their term, the Independent Member may be re-appointed by Council.~~
8. The Mayor, or in his/her absence, the Deputy Mayor is the Chairperson of the Executive Committee.



C100522/2598A

9. Meetings are conducted in accordance with Part 3 of the *Local Government (Procedures at Meetings) Regulations 2000*.
10. Minutes of the Executive Committee meetings will be presented to Council as soon as practicable.
11. Meetings will be open to the public unless sec 90(3) of the *Local Government Act 1999* applies.
12. A quorum comprises 4 members and no business can be transacted unless a quorum is present.
13. Members shall be provided not less than 3 clear days' notice in writing of the time and place of an ordinary meeting of the Executive Committee and 4 hours' notice of the time and place of a special meeting.