

## Heritage Advisory Committee Terms of Reference

### 1. Establishment

The Council has established the Committee in accordance with section 41 of the *Local Government Act 1999*, to be known as the Heritage Advisory Committee, to assist the Council:

- 1.1 with guidance and advice on heritage related matters; and
- 1.2 in supporting and promoting heritage related matters; and
- 1.3 to assist the Council and its Property Service section to preserve and interpret the city's heritage for future generations.

### 2. Definitions

Unless the context indicates otherwise, the following terms have the following meanings in these Terms of Reference:

<b>Act</b>	means the <i>Local Government Act 1999</i> (SA).
<b>Chairperson</b>	means the chairperson of the Committee, appointed in accordance with Clause 5 of these Terms of Reference.
<b>Committee</b>	means the Heritage Advisory Committee established by resolution of the Council, to be governed by these Terms of Reference.
<b>Council</b>	means the City of Holdfast Bay Council.
<b>Member</b>	means a member of the Committee.
<b>Terms of Reference</b>	means these terms of reference.
<b>Administration</b>	means staff of the Council. Clause 7 refers to administrative support given to the Committee (agenda preparation, minute taking etc).
<b>EOI</b>	publicly advertised expressions of Interest for appointment to the committee via Council's website and social media.
<b>Term of Office</b>	the amount of time a member will be appointed to the committee.
<b>Register of Interest</b>	each member of the committee shall lodge a Primary Return with six (6) weeks of appointment. The lodgement of an Ordinary Return is to be submitted on or within 60 days after the 30 June each year. a register of interests will be maintained by the Chief Executive Officer.

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### **3. Role of the Committee**

- 3.1 The functions of the Committee are to provide advice, feedback and advocacy to the Council and its Property Services section with respect to built heritage conservation and promotion, having regard to the purposes of the Committee set out in paragraph 3.1.1:
  - 3.1.1 advocate for the appropriate activation and management of Holdfast Bay's built heritage through the city's Strategic Plan Vision of 'Protecting our Heritage', and the broader commitments in Our Holdfast 2050+ including that the city's 'Heritage is honoured, alongside new developments in architecture, design and sustainability', and 'Support built heritage protection and enhancement'.
- 3.2 The Council has not delegated any powers or functions to the Committee. However, the Council may do so at any time if necessary or convenient to allow the Committee to properly carry out its roles and functions. These Terms of Reference will be amended if any such delegation is made.

### **4. Membership**

- 4.1 Membership of the Committee shall consist of each of the following persons (unless they have ceased to be a Member by virtue of clause 4.4, come to the end of their term of office or by clause 10):
  - 4.1.1 up to four (4) Council Member representatives, one (1) from each Ward; and
  - 4.1.2 up to a maximum of two (2) independent qualified members, to be appointed by Council following a publicly advertised expression of interest process; and
  - 4.1.3 the Heritage Adviser retained at the time to provide heritage advice to Administration in the assessment of development applications affecting heritage listed properties and/or located in Character Areas of Holdfast Bay; and
  - 4.1.4 membership shall provide representation from across the Council area where possible, subject to skills and availability of nominations.
- 4.2 The Council may at any time alter the above membership by adding, subtracting, or substituting any membership positions.
- 4.3 A Member will, subject to the Act, hold office as a member of the Committee until their office becomes vacant by virtue of clause 4.4 of these Terms of Reference or until the conclusion of the current term of Council.

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- 4.4 A person ceases to be a Member upon any of the following circumstances occurring:
  - 4.4.1 the Member is removed from office by the Council;
  - 4.4.2 the Member resigns from office by written notice to the Council;
  - 4.4.3 the Member has been absent, without leave of the Committee, for three or more consecutive meetings;
  - 4.4.4 the Member ceases to hold the office which entitles them to be a Member (for example they cease to be Member of Council);
  - 4.4.5 the Member dies or becomes of unsound mind.
- 4.5 The Committee may invite members of the public, subject matter experts or members of Administration to a Committee meeting if their attendance is deemed relevant to the topics discussed at the meeting.
- 4.6 Membership of the committee will be up to a maximum four (4) year term. Members may reapply via the EOI process for reappointment.
- 4.7 Expression of Interest will be advertised on a four (4) yearly basis. Council members will remain on the committee for their term of office.
- 4.8 A member of a committee holds office at the pleasure of the Council (section 41(5) of the Act).

## **5. Chairperson**

- 5.1 The presiding member of the Committee will be the Chairperson.
- 5.2 The Chairperson will be an Elected Member.
- 5.3 A Chairperson shall be nominated by the Committee Members at the first meeting after a new term of Council, at the end of a serving term of the current Chairperson, or when the position becomes vacant (by virtue of clause 4.4), by seeking nominations and a vote of Members.
- 5.4 The Chairperson will be required to be appointed by Council at the next meeting of Council following this meeting.
- 5.5 The role of the Chairperson includes:
  - 5.5.1 overseeing and facilitating the conduct of meetings in accordance with the *Local Government (Procedures at Meetings) Regulations 2013*;

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- 5.5.2 ensuring all Committee members have an opportunity to participate in discussions in an open and encouraging manner; and
  - 5.5.3 establishing and maintaining good communications with between the Committee, Administration and Council.
- 5.6 If the Chairperson is absent from a meeting of the Committee, another Member chosen from those present will preside at the meeting as the acting Chairperson.
- 5.7 The Chairperson shall serve a term of four (4) years in the role or until the end of their term as an Elected Member; at the conclusion of this time they will revert to being a member of the Committee.
- 5.8 The Chairperson at the end of their first four (4) year term is eligible for reappointment by the Council on recommendation by the Committee for a further four (4) year term.

## **6. Vacancies**

- 6.1 If for any reason by virtue of clause 4.4 of these Terms of Reference a vacancy occurs:
  - 6.1.1 within the first 12 months of Expression of Interests for the Committee being closed, a suitable but unsuccessful candidate may be approached to fill the vacancy; or
  - 6.1.2 longer than 12 months from the date of Expression of Interest closing then a new round seeking Expressions of Interest must be advertised to fill the vacancy.

## **7. Administration**

- 7.1 The Committee will be provided with administrative support by the person occupying or acting in the office of Chief Executive Officer of the Council (or their delegate).
- 7.2 The Committee shall act at all times in accordance with these Terms of Reference in the performance of its functions.
- 7.3 Minutes must be kept of the proceedings at every meeting of the Committee (in accordance with the *Local Government (Procedures at Meetings) Regulations 2013*. The minutes of the proceeding of a meeting will include:
  - 7.3.1 the names of the Members present at the meeting; and
  - 7.3.2 each motion carried at the meeting; and

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- 7.3.3 any disclosure of interest made by a Member, with an appropriate note in accordance with section 74 or 75 of the Act (as the case may be); and
  - 7.3.4 details of the making of an order under section 90(2) of the Act, in accordance with section 90(7) of the Act.
- 7.4 The minutes of the proceedings at a meeting of the Committee must be submitted for confirmation at the next meeting of the Council or, if that is omitted, at a subsequent meeting.

## **8. Register of Interest**

- 8.1 Pursuant to section 72 of the Act, Council resolves that all members of the committee must lodge a Primary and Ordinary Return.
- 8.2 A member of the committee, must within six (6) weeks after their appointment, submit to the Chief Executive Officer a primary return.
- 8.3 Each member of the committee must, on or within 60 days after 30 June each year, submit to the Chief Executive Officer an ordinary return.
- 8.4 The Chief Executive Officer will maintain a register of interests.

## **9. Meetings**

- 9.1 Insofar as the Act, these Terms of Reference, and any procedures adopted by the Council and applicable to the Committee do not specify a procedure to be observed in relation to the conduct of a meeting of the Committee, then the Committee may determine its own procedure.
- 9.2 The first meeting of the Committee after it has been established shall occur at a place and time determined by the Chief Executive Officer.
- 9.3 The Committee shall, at its first meeting after being established, determine the place, date and time meetings of the Committee will be held.
- 9.4 Notice of meetings of the Committee shall be provided to Members in accordance with section 87 of the Act and to the public in accordance with section 88 of the Act.
- 9.5 A quorum for a meeting of the Committee shall be one half of the total number of Members of the Committee in office (ignoring any fraction) plus one.
- 9.6 No business can be transacted at a meeting of the Committee unless a quorum is present.

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- 9.7 A question arising for decision at a meeting of the Committee will be decided by a majority of the votes cast by the Members present at the meeting and entitled to vote on the question.
- 9.8 Each Member who is present at a meeting of the Committee must, subject to a provision of the Act to the contrary, vote on a question arising for decision at that meeting.
- 9.9 The Chairperson has a deliberative vote on a question arising for decision at the meeting and, in the event of an equality of votes, does not have a casting vote.
- 9.10 For the purpose of sections 89 and 90(7a) of the Act, the Council determines that the Chairperson, or the Committee, may approve one or more Members (including, to avoid doubt, all Members) participating in a meeting of the Committee by telephone or other electronic means, by way of a telephone, computer or other electronic device used for communication.
- 9.11 The agenda and minutes of the Committee meetings, subject to any items that are discussed in confidence under section 90 of the Act and subsequently retained under section 91 of the Act, are also required to be made available to the public.
- 9.12 Notice of each meeting confirming the venue, time and date, together with an agenda of items to be discussed, shall be forwarded to each member of the Committee, no later than three business days before the date of the meeting. Supporting papers shall be sent to Committee members (and to other attendees as appropriate) at the same time.
- 9.13 The Chief Executive Officer shall ensure that the proceedings and resolutions of all meetings of the Committee are minuted and that the minutes comply with the requirements of the *Local Government (Procedure at Meetings) Regulations 2013*.
- 9.14 Minutes of the Committee meetings shall be circulated within five days after a meeting to all members of the Committee and to members of the Council and will (as appropriate) be available to the public.

## **10. Reporting**

- 10.1 The Committee may make recommendations for Council consideration.
- 10.2 Any recommendations made by the Committee will be presented in the form of a report by a Council Officer supporting the Committee at the next Council meeting for decision.
- 10.3 A copy of the Committee minutes will be included in the agenda of the next ordinary Council meeting.

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- 10.4 Council Members on the Committee who have declared a conflict of interest are unable to vote on a matter at a Council meeting.

**11. Tenure**

- 11.1 The Committee will continue in existence until wound up by the Council or at the end of Council's Term.

**12. Subcommittees**

- 12.1 The Committee may establish subcommittees to assist it in any matter.
- 12.2 Subcommittees are required to comply with these Terms of Reference.

**13. Review**

- 13.1 The Committee shall review its Terms of Reference annually to ensure that it is operating at maximum effectiveness.
- 13.2 These Terms of Reference may be reviewed and amended by the Council at any time.

Version Controls		
Version	Version Date	Council adoption
v1	27 May 2025	C270525/_____