



## Jetty Road Mainstreet Committee Terms of Reference

Endorsed by Council at its meeting held 8 February 2022 minute reference C080222/2543

### 1. Background/Preamble

The Jetty Road Glenelg Precinct (“the Precinct”) is recognised throughout South Australia and beyond as one of the best examples of a thriving traditional retail, hospitality and business district, servicing the needs of the community and around two million visitors each year.

In 1994, the former City of Glenelg established the Jetty Road Mainstreet Board (“the Board”) with the aim of supporting the Precinct to flourish and expand, to strengthen partnerships between businesses, the Council and local community. In 2007, the name was changed to the Jetty Road Mainstreet Management Committee (JRMMC) and later, to the Jetty Road Mainstreet Committee (JRMC).

### 2. Establishment

The Jetty Road Mainstreet Committee (JRMC) is an advisory committee of the City of Holdfast Bay formed under Section 41 of the *Local Government Act 1999*.

### 3. Objectives

The JRMC is established to advise Council on:

- 3.1 Enhancing and promoting the Precinct as a vibrant shopping, leisure and recreational area with year round appeal to residents and visitors.
- 3.2 Furthering the economic development of the Precinct and encouraging further retail investment in the Precinct.
- 3.3 A consistent marketing and brand strategy for the Precinct.
- 3.4 Initiatives required to operate the Precinct in accordance with the Council’s Strategic Management Plans.
- 3.5 The Committee will also maintain communication between the Council, traders, landlords, tourism providers, consumers and residents in the Precinct.

### 4. Purpose

The purpose of the JRMC is to:

- 4.1 Recommend a strategic management and financial plan for the Precinct for a period of at least four years for consideration and adoption by Council;
- 4.2 Promote the Precinct and to encourage its use by residents, visitors and the

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greater community in general;

- 4.3 To make recommendations to Council in relation to the maintenance and upgrade of the Precinct's existing infrastructure and physical appearance to ensure it is maintained to a high standard in keeping with a historic seaside village concept;
- 4.4 To recommend annually to Council a budget to support the performance of its activities and functions. Through regular reporting to Council on the JRMC's financial and general performance, monitor the aspects of the budget approved by Council relating to the JRMC and the Precinct.

### 5. Code of Conduct

- 5.1 All members of the Jetty Road Mainstreet Committee are required to operate in accordance with Part 4 of the *Local Government Act 1999*, in that they are required at all times to:
  - 5.1.1 act honestly in the performance and discharge of official functions and duties;
  - 5.1.2 act with reasonable care and diligence;
  - 5.1.3 not make improper use of information or his or her position; and
  - 5.1.4 abide by the Elected Member Code of Conduct.
- 5.2 All members of the Committee will support as one the recommendations of the Committee and Council and will work with other members of the Committee and with employees of the City of Holdfast Bay in a respectful and professional manner at all times.
- 5.3 The JRMC is subject to compliance with all City of Holdfast Bay policies, plans and procedures.
- 5.4 The Conflict of Interest Provisions under the *Local Government Act 1999* shall apply to all members of the JRMC as if members of the JRMC were Members of Council.
- 5.5 The general duties contained in Section 62 of the *Local Government Act 1999* apply to all members of the JRMC as if members of the JRMC were members of Council.

### 6. Meetings

- 6.1 Meetings will be held at least once every 2 months.
- 6.2 All meetings of the JRMC shall held in a place open to the public except in special circumstances as defined by section 90 of the *Local Government Act 1999*.
- 6.3 A Notice of Meetings showing the meeting dates, times and locations will be prepared every 12 months and published on Council's web-site, and be displayed in a place or places determined by the CEO.
- 6.4 Meetings will not be held before 5:00pm unless the Committee resolves otherwise by a resolution supported by a two-thirds majority of members of the Committee.

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- 6.5 A special meeting can be called by the Chief Executive Officer of the Council at the request of the Presiding Member or at least two members of the JRMC to deal with urgent business at any time. A request for a special meeting must include details of the time, place and purpose of the meeting which will be included in the notice of the special meeting.
- 6.6 Each notice of meeting, agenda and reports for each JRMC meeting shall be placed on the Council's website.
- 6.7 Members of the public have access to all documents relating to the JRMC unless prohibited by resolution of the Committee under the confidentiality provisions of section 91 of the *Local Government Act 1999*.

### 7. Membership

- 7.1 The Jetty Road Mainstreet Committee (JRMC) will consist of up to 13 persons with a maximum of 9 persons who are either landlords or traders in the precinct and are contributing to the separate rate.
- 7.2 The Jetty Road Mainstreet Committee may, if it wishes to do so, appoint up to 2 independent members, in addition to the 9 representatives from landlords and traders, who have relevant skills and experience which will benefit the committee without the requirement to be either landlords or traders in the precinct contributing to the separate rate.
- 7.3 The membership of the Committee will consist of two (2) Elected Members being Council members who are from either the Somerton or Glenelg wards. The Mayor shall attend one meeting of the Committee per quarter with no voting rights.
- 7.4 Members of the JRMC are appointed by the Council.
- 7.5 Elected Members and committee members are appointed for a term not exceeding 2 years. On expiry of their term, a member may be re-appointed by Council for a further two year term.
- 7.6 The JRMC may make recommendations to the Council regarding the reappointment of any member, at the expiration of the member's term of office and the reappointment is entirely at the discretion of council.
- 7.7 A JRMC Committee Member's office will become vacant if:
- 7.7.1 In the case of the Elected Members of the Council, appointed by the Council to the JRMC, the Elected Member ceasing to hold office as an Elected Member of the Council; and
- 7.7.2 In the case of the other Management Committee Members appointed in accordance with Clause 7.1:
- upon the Council removing that person from office; or
  - the member resigning their position from the JRMC.
  - upon the member no longer either landlords or traders in the precinct and are contributing to the separate rate.
- 7.8 If Council proposes to remove a Committee Member from the Committee, it must

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give written notice to the Committee Member of its intention to do so and provide that Member with the opportunity to be heard at an Executive Committee meeting, if that Committee Member so requests.

- 7.9 If any Committee Member is absent for three consecutive meetings of the JRMC without leave of the JRMC, the JRMC may recommend to the Council that it remove that Member from office and appoint another person as a Committee Member for the unexpired term.
- 7.10 The removal of a Committee Member and appointment of another Committee Member pursuant to this Clause shall be entirely at the Council's discretion.
- 7.11 In the event of a vacancy in the office of a Committee Member, the Council shall, if it deems fit, appoint another person as a Committee Member on such terms and conditions as it thinks fit.
- 7.12 Each Committee Member must participate in the Council orientation and induction program for Committee Members and must attend all education and training programs as required by the Council from time to time.

### 8. Method of Appointment of Committee Members

- 8.1 The method of appointment of the Committee Members will be as follows:
- 8.1.1 At the expiry of each committee member's term, if not eligible for reappointment, the Council will advertise the vacancies and seek nominations for the positions of the committee members of the JRMC.
- 8.1.2 The Council will call for nominations from either landlords or traders in the precinct and are contributing to the separate rate and will assess these nominations against the following criteria:
- Retail business experience
  - Marketing and/or advertising experience
  - Retail property management experience
  - Experience as a member of a Board of Management or similar governing body
  - Availability to attend meetings
- 8.1.3 If the committee recommends to Council that it believes that the committee would benefit from independent members appointed to the committee with specialist skills the Council would advertise for up to 2 independent members who had skills/experience in the following areas:
- Tourism
  - Events
  - Marketing
  - Food and Dining
  - Economic Development
  - Property Development
  - Investment Attraction
  - Urban Planning and Design

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- 8.2 The selection panel will comprise of a member of the JRMC, the Mayor, one elected member appointed to the committee and the Chief Executive Officer of the Council. Which elected member will be mutually agreed by the two Elected Members on the committee. In the event that the two members cannot agree, the Mayor will decide.
- 8.3 The selection panel will make a recommendation to Council as to the appointment of the committee members for consideration and appointment by the Council.

### 9. Office Bearers

- 9.1 At the first meeting of the JRMC in every second financial year, the JRMC shall appoint, for a bi-annual term, a Presiding Member and a Deputy Presiding Member from amongst the Committee Members. The Presiding Member of the Committee is the committee's official spokesperson.
- 9.2 The Presiding Member and Deputy Presiding Member are to be appointed from those members who are not Elected or Independent Members of the City of Holdfast Bay.
- 9.3 The Deputy Presiding Member will act in the absence of the Presiding Member and if both are absent from a meeting of the JRMC, the Committee members will choose a Committee Member from those present, who are not Elected Members of the City of Holdfast Bay, to preside at the meeting as the Acting Presiding Member.

### 10. Voting Rights

- 10.1 All members have equal voting rights.
- 10.2 All decisions of the JRMC shall be made on the basis of a majority decision of the JRMC members present.
- 10.3 Unless required by legislation not to vote, each member must vote on every matter which is before the JRMC for decision.
- 10.4 The Presiding Member has a deliberative vote, and in the event of an equality of votes has a casting vote.

### 11. Meeting Procedures

- 11.1 Meetings of the JRMC will be conducted in accordance with the *Local Government Act 1999, Part 3 of the Local Government (Procedures at Meetings) Regulations 2000*, these Terms of Reference and any applicable Code of Practice adopted by the Council.
- 11.2 In so far as *the Local Government Act 1999, Part 3 of the Local Government (Procedures at Meetings) Regulations 2000*, the Council's Code of Practice – Procedures at Meetings as applicable to the JRMC and the Terms of Reference does not specify a procedure to be observed in relation to the conduct of a meeting of the JRMC, then the JRMC may determine its own procedure.
- 11.3 If a member of the JRMC is unable to attend a meeting, they may participate in the meeting by telephone or video conference, in accordance with any procedures prescribed by the regulation or determined by the council under section 89 LG Act and

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provided that any members of the public attending the meeting can hear the discussion between all committee members.

- 11.4 The decision of the person presiding at the meeting of the Committee in relation to the interpretation and application of meeting procedures is final and binding on the Committee.
- 11.5 A special meeting can be called by the Chief Executive Officer of the Council at the request of the Chair or at least two members of the JRMCM to deal with urgent business at any time. A request for a special meeting must include details of the time, place and purpose of the meeting which will be included in the notice of the special meeting. All Members must be given at least four hours' notice of a special meeting.
- 11.6 All decisions of the JRMCM shall be made on the basis of a majority of the members present in person or via provisions in 11.3.
- 11.7 The presiding member has the right to refuse a motion without notice if he/she thinks that the matter should be considered by way of a written notice of motion, or if he/she believes the motion is vexatious, frivolous or outside of the scope of the Committee.
- 11.8 The presiding member has the right to end debate if he/she believes that the matter has been canvassed sufficiently, taking into account the Guiding Principles of the *Local Government (Procedures at Meetings Regulations) 1999*.

### 12. Quorum

- 12.1 A quorum will be half of the Committee plus one, ignoring any fractions. No business can be transacted at a meeting of the JRMCM unless a quorum is present

### 13. Minutes of Meetings

- 13.1 Minutes of the JRMCM meetings will be placed on Council's website and a copy provided to all Council and JRMCM members within 5 days of a meeting of the JRMCM.
- 13.2 Minutes of the JRMCM meetings will be presented to the next meeting of the Council for their information and endorsement.
- 13.3 Where necessary the minutes of JRMCM will include commentary relevant to the decisions made by the committee. This is not a verbatim record of the meeting.

### 14. Financial Management

- 14.1 The JRMCM financial records will be maintained by the council.
- 14.2 The JRMCM will present to the Council for its consideration and adoption, a proposed annual budget for its activities for the ensuing financial year within the timeframes established by Council for its annual budget preparation cycle.
- 14.3 The financial year shall be from 1 July to 30 June in the following year.

### 15. Reporting Requirements

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- 15.1 The JRMC will prepare a quarterly report to Council on the activities of the Committee reporting on in particular:
- Strategy – the adopted strategic management and financial plan for the Precinct including stakeholder engagement and resources
  - Promotion – promotional activities undertaken to promote their precinct, attendances of residents and visitors
  - Jetty Road Master Plan – provide recommendations to Council in relation to the upgrade of the Precinct’s existing infrastructure and physical appearance aligned with the Jetty Road Master Plan.
  - Financial Performance - financial and general performance, monitor the aspects of the budget approved by Council relating to the JRMC and the Precinct.
- 15.2 The JRMC shall at least once per year, review its own performance, terms of reference and membership and provide a report to council including any recommended changes.
- 15.3 The JRMC presiding member will report to council annually summarizing the activities of the JRMC during the previous financial year.
- 15.4 The JRMC will provide a report for inclusion in the Council’s Annual Report on the outcomes of the annual performance review.

### 16. Secretariat and Support

- 16.1 The Council will employ and manage appropriate Administrative staff<sup>1</sup> to assist the Committee to meet its objectives.
- 16.2 The Chief Executive Officer will ensure that the JRMC has access to reasonable administrative resources in order to carry out its duties.
- 16.3 All workplace equipment and facilities are provided by the Council.
- 16.4 The members of the JRMC will be provided with appropriate and timely training, both in the form of an induction program for new members and on an ongoing basis for all members.

### 17. Roles and Responsibilities

- 17.1 Chair
- To provide leadership to the Committee.
  - To act as the presiding member at all meetings of the Committee, ensuring that the meeting is conducted in a proper and orderly manner, complying with the requirements of the Local Government Act 1999 and the Local Government (Procedures at Meetings Regulations) 1999.
  - To act as the principal spokesperson of the Committee in accordance with Council’s media policy.
  - To act as the Committee’s primary contact with the Administrative staff.

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<sup>1</sup> Funded from the separate rate

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- To regularly liaise with Council Administrative staff in relation to the work of the Committee.
- To provide feedback on Council Administrative staff performance, as required. (The Committee will have the opportunity to provide comment and feedback on staff performance as part of the six monthly City of Holdfast Bay Performance Development Review process. However, any feedback from individual Committee members regarding staff performance must be provided through the Chair).

### 17.2 Deputy Chair

In the absence of the Chair, to fulfil the role of the Chair.

### 17.3 Committee Members

- To attend all meetings of the Committee as practical.
- To make recommendations to Council in a fair and impartial manner, and which are within the scope of the Committee.
- To declare any conflict of interest and act appropriately in respect of that conflict.
- To listen to alternate views and act respectfully to other Committee Members.
- Committee Members have no role in directing Administrative staff of the Council.

### 17.4 Administration

- To refer recommendations of the Committee to Council.
- To provide secretariat and administrative support to the functions of the Committee.
- To ensure that meetings of the Committee occur as scheduled and that members are provided with information in a timely manner.
- To liaise between the Committee and the Jetty Road Traders on matters relevant to the Committee.
- The Coordinator, Jetty Road Development is the principal point of contact between the Committee, through the Chair, and Administration.