

Please note that the audio of this public meeting will be recorded and published on Council's website where it will be available for one (1) month, in accordance with Council's decision.



AGENDA

FOR COUNCIL MEETING TO BE HELD ON

26 AUGUST 2024 AT 6.30PM

IN THE COUNCIL CHAMBER, 34 CHURCH STREET, SALISBURY

MEMBERS

Mayor G Aldridge
Cr B Brug
Cr L Brug
Deputy Mayor, Cr C Buchanan
Cr J Chewparsad
Cr A Graham
Cr K Grenfell
Cr D Hood
Cr P Jensen
Cr M Mazzeo
Cr S McKell
Cr S Ouk
Cr S Reardon

REQUIRED STAFF

Chief Executive Officer, Mr J Harry
Deputy Chief Executive Officer, Mr C Mansueto
General Manager City Infrastructure, Mr J Devine
General Manager Community Development, Mrs A Pokoney Cramey
General Manager City Development, Ms M English
Manager Governance, Mr R Deco
Team Leader Council Governance, Ms J O'Keefe-Craig

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Presentation of Minutes pg 7

Presentation of the Minutes of the Council meeting held on 22 July 2024.

Presentation of the Minutes of the Special Council meeting held on 19 August 2024.

Petitions pg 7

No Petitions have been received.

Committee Reports

Policy and Planning Committee: 19 August 2024 pg 8

Chair: Cr P Jensen

- 1.0.1 Future Reports for the Policy and Planning Committee
- 1.1.1 Final City Plan 2040 - Engagement Report and Recommendations

Finance and Corporate Services Committee: 19 August 2024 pg 9

Chair: Cr B Brug

- 2.2.1 Independent Living Units and Lifestyle SA Villages
 - **See Further Information Report:**
 - 2.2.1 Independent Living Units and Lifestyle SA Villages (41)

Governance and Compliance Committee: 19 August 2024 pg 10

Chair: Cr D Hood

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- 3.1.1 Community Compliance Matters
- 3.1.2 Dog and Cat Management (Cat Management) Amendment Bill 2024

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 - ESATS1 Future Reports for the Environmental Sustainability and Trees Sub Committee
 - ESATS2 Tree Removal Requests – June 2024
 - ESATS3 Tree Removal Response Letter Templates
 - ESATS4 Impacts of Amendments to the Planning, Development and infrastructure Regulations regarding Regulated and Significant Trees
- 4.0.2 Recommendations of the Asset Management Sub Committee meeting held on Monday 12 August 2024
 - AMSC1 Future Reports for the Asset Management Sub Committee
 - AMSC2 Improved Amenities for Carlyle Reserve Pooraka
- 4.0.3 Future Reports for the Urban Services Committee
- 4.1.1 Capital Works - July 2024
- 4.1.2 Office for Recreation, Sport and Racing - Community Recreation and Sports Facilities Program - Application Update
- 4.1.3 Car Parking Options - Salisbury Recreation Precinct
- 4.1.4 Free Organic Waste Drop Off Scheme
- 4.1.5 NAWMA Charter Review
 - **See Further Information Report:**
 - 4.1.5FI NAWMA Charter Review (43)
- 4.1.6 Proposed Revocation of Community Land Classification - Rundle Reserve
 - *This item was considered in Confidence at the Committee*
- US-OB1 FFSA Requirements Pontian Eagles

Community Wellbeing and Sport Committee: 20 August 2024

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Chair: Cr D Hood

- 5.0.1 Future Reports for the Community Wellbeing and Sport Committee
- 5.0.2 Recommendations of the Salisbury Living Sub Committee meeting held on Monday 12 August 2024
 - SLSC1 Future Reports for the Salisbury Living Sub Committee
- 5.1.1 Salisbury Fringe Carnival 2024 Evaluation and Recommendations for 2025 Event
- 5.1.1 Salisbury Fringe Carnival 2024 Dry Zone
- 5.1.2 Review of Lease and Licence Policies
 - *This item was considered in Confidence at the Committee*
- 5.1.3 Youth Sponsorship Applications - July 2024
- 5.2.1 Community Development Quarter 4 update

For Information

- 5.1.4 Grant No. 1/2024-25: Para Hills East Soccer Club Community Grant Application
- 5.1.5 Grant No. 2/2024-25: Penfield Model Engineers Society Community Grant Application
- 5.1.6 Grant No. 3/2024-25: Sanatan Cultural Organisation of South Australia Incorporated Community Grant Application
- 5.1.7 Grant No. 4/2024-25: Lions Club of Salisbury - Dogs Day Out Community Grant Application
- 5.1.8 Grant No. 5/2024-25: Salisbury United Football Club Community Grant Application

Innovation and Business Development Committee: 20 August 2024

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Chair: Cr S Reardon

- 6.0.1 Future Reports for the Innovation and Business Development Committee

Audit and Risk Committee: 13 August 2024

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Chair: Cr K Grenfell

- 7.1.1 Internal Audit Report - Rates Setting and Revenue Process
- 7.1.2 City Plan 2040 - Engagement Report & Recommendations
- 7.1.3 Audit & Risk Committee Annual Work Plan - 2023/24 and 2024/25
- 7.1.4 3-Year Internal Audit Plan
- 7.1.5 Risk Management and Internal Control Activities
- 7.1.6 Policy Review - Enterprise Risk Management Policy
- 7.1.7 Audit and Risk Committee Annual Report 2023/2024
- 7.2.1 Climate Change Risk Assessment
- 7.2.2 Outstanding Actions Arising from Internal Audits

Chair: Mayor G Aldridge

- 9.1.1 Performance Review Process
- 9.1.2 CEO Personal Evaluation System FY2023/2024

Council Assessment Panel

No Council Assessment Panel meeting was held in July 2024.

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Committee Reports:

Urban Services Committee: 19 August 2024

Chair: Cr S Ouk

- 4.1.6 Proposed Revocation of Community Land Classification - Rundle Reserve
 - **See Further Information Report:**
 - 4.1.6FI Proposed Revocation of Community Land Classification - Rundle Reserve
- 4.4.1 Tenancy Matter – Mawson Lakes
- 4.4.2 Tenancy Matter – Salisbury Park
- 4.4.3 Street Tree Inspection and Pruning Program 2024/25

Community Wellbeing and Sport Committee: 20 August 2024

Chair: Cr D Hood

- 5.1.2 Review of Lease and Licence Policies
- 5.4.1 Recommendations of the Confidential Salisbury Living Sub Committee meeting held on Monday 12 August 2024
 - SLSC2 Unsolicited Bid – Deborah Grove Reserve
 - SLSC3 Further Investigation for Future Development – Amsterdam Crescent Reserve
 - SLSC4 Affordable Housing and Short Term Accommodation Opportunities
 - SLSC-OB1 Strategic Property Matter – City Centre
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Innovation and Business Development Committee: 20 August 2024

Chair: Cr S Reardon

- 6.4.1 Project Connect – Update

Audit and Risk Committee: 13 August 2024

Chair: Cr K Grenfell


- 7.4.1 Quarterly Cybersecurity Report – 30 June 2024
- QWON1 Litigation Update

CEO Review Committee: 5 August 2024

Chair: Mayor G Aldridge

- 9.2.1 Annual Review of CEO Total Remuneration 2023/2024

CLOSE



John Harry
CHIEF EXECUTIVE OFFICER

KAURNA ACKNOWLEDGEMENT

The City of Salisbury acknowledges that we are meeting on the traditional Country of the Kurna people of the Adelaide Plains and pays respect to Elders past and present. We recognise and respect their cultural heritage, beliefs and relationship with the land. We acknowledge that they are of continuing importance to the Kurna people living today.

PRAYER

Father in heaven

We thank you for the wondrous resources of our City, for its people, its environment and its sense of community.

We thank you for the opportunity to now deliberate over how best to help our community.

Please bless that we will respect one another and that we will all do our best to make decisions that will help our community to grow and prosper.

Bless our efforts this day in God's name.

Amen.

APOLOGIES

LEAVE OF ABSENCE

PUBLIC QUESTION TIME

DEPUTATIONS / PRESENTATIONS

No Deputations have been received.

PRESENTATION OF MINUTES

Presentation of the Minutes of the Council meeting held on 22 July 2024.

Presentation of the Minutes of the Special Council meeting held on 19 August 2024.

PETITIONS

No Petitions have been received.

COMMITTEE REPORTS

1 Policy and Planning Committee Meeting

Chairman - Cr C Buchanan

Consideration of the minutes of the Policy and Planning Committee Meeting - 19 August 2024 and adoption of recommendations in relation to item numbers:

Administration

1.0.1 Future Reports for the Policy and Planning Committee

It is recommended to Council:

That Council:

1. Notes the report.

For Decision

1.1.1 Final City Plan 2040 - Engagement Report and Recommendations

It is recommended to Council:

That Council:

1. Adopts the City Plan 2040, as contained in Attachment 1 (Item No 1.1.1, Policy and Planning Committee, 19 August 2024).
2. Notes the Engagement Report, as contained in Attachment 2 (Item No 1.1.1, Policy and Planning Committee, 19 August 2024).
3. Authorises the Chief Executive Officer to make editorial and other changes to the City Plan 2040 for finalisation in accordance with Council's deliberations and recommendations.

2 Finance and Corporate Services Committee Meeting

Chairman - Cr B Brug

Consideration of the minutes of the Finance and Corporate Services Committee Meeting - 19 August 2024 and adoption of recommendations in relation to item numbers:

For Information

2.2.1 Independent Living Units and Lifestyle SA Villages

It is recommended to Council:

That Council:

1. Notes the report.
2. Request a further information report to be presented to Council with costings to provide a 10% and 15% rebate to all independent living units.

*****See Further Information Item***

2.2.1FI Independent Living Units and Lifestyle SA Villages..... 41

It is recommended to Council:

That Council:

1. Notes the report and that no discretionary rebate be provided to residents in Independent Living Units as the current level of rates imposed is not unfair or unreasonable given the distribution of rates across the community.

3 Governance and Compliance Committee Meeting

Chairman - Cr P Jensen

Consideration of the minutes of the Governance and Compliance Committee Meeting - 19 August 2024 and adoption of recommendations in relation to item numbers:

Administration

3.0.1 Future Reports for the Governance and Compliance Committee

It is recommended to Council:

That Council:

1. Notes the report.

For Decision

3.1.1 Community Compliance Matters

It is recommended to Council:

That Council:

1. Notes the City of Salisbury's obligations under the *Local Nuisance and Litter Control Act 2016* and Council's By-Laws.
2. Notes that the disruption to services from the Animal Welfare League have resulted in a new service being provided by the Community Compliance team managing welfare, rehoming and temporary shelter services for unclaimed dogs.
3. Notes that a Quarter 1 Budget variation will be presented in the first quarter budget review for Contractual Services for 24/25 Financial Year to provide Pound Coordinator services through a contracted service provider arrangement for the 24/25 financial year.
4. Notes that a New Initiative Bid will be presented for the 25/26 Financial year for the creation of a 3-year contract for a full-time equivalent position in the Environmental Health and Community Compliance Division for a Pound Coordinator as either a direct employee or via a contracted service provider arrangement.
5. Notes that a Quarter 1 Budget variation will be presented in the first quarter budget review for Contractual Services for the implementation of a twelve (12) month Licence Plate Recognition trial to review and determine the benefits of the technology in parking enforcement and compliance in school zones and public car park areas.

3.1.2 Dog and Cat Management (Cat Management) Amendment Bill 2024

It is recommended to Council:

That Council:

1. Approves the draft submission on the *Dog and Cat Management (Cat Management) Amendment Bill 2024* as presented in Attachment 1 to this report (Item No. 3.1.2, Governance and Compliance Committee, 19 August 2024).
2. Authorises the Administration to lodge the submission on the *Dog and Cat Management (Cat Management) Amendment Bill 2024* with the State Government as Council's submission on the Bill as presented in Attachment 1 to this report (Item No. 3.1.2, Governance and Compliance Committee, 19 August 2024).

4 Urban Services Committee Meeting

Chairman - Cr S Ouk

Consideration of the minutes of the Urban Services Committee Meeting - 19 August 2024 and adoption of recommendations in relation to item numbers:

Administration

4.0.1 Recommendations of the Environmental Sustainability and Trees Sub Committee meeting held on Monday 12 August 2024

It is recommended to Council:

That Council:

1. Receives and notes the information contained in the Environmental Sustainability and Trees Sub Committee meeting held on 12 August 2024 and that the following recommendations contained therein to be adopted by Council:

4.0.1-ESATS1 Future Reports for the Environmental Sustainability and Trees Sub Committee

It is recommended to Council:

That Council:

1. Notes the report.

4.0.1-ESATS2 Tree Removal Requests - June 2024

It is recommended to Council:

That Council:

1. Notes the items within this report.

4.0.1-ESATS3 Tree Removal Response Letter Templates

It is recommended to Council that:

That Council:

1. Approves the content of the City of Salisbury Advisory Note on State Government legislation changes relating to Regulated/Significant trees as presented in Attachment 1 of the report (Item ESAT3 Tree Removal Response Letter Templates – Environmental Sustainability and Tree Sub Committee, 12 August 2024).
2. Approves the Tree Removal Request Template Suite as presented in Attachment 2 of the report (Item ESAT3 Tree Removal Response Letter Templates – Environmental Sustainability and Tree Sub Committee, 12 August 2024).

4.0.1-ESATS4 Impacts of Amendments to the Planning, Development and Infrastructure Regulations regarding Regulated and Significant Trees

It is recommended to Council:

That Council:

1. Notes that educational materials on the changes in State Government legislation relating to regulated and significant trees will be included in responses to community requests as well as being available via the City of Salisbury website and social media posts.
2. Notes that a further report will be presented to the Environmental Sustainability and Trees Sub Committee in January 2025 that will consider the financial and resource implications of the revised regulations.
3. Notes that the Mayor will be writing to the Minister for Planning regarding Council's request to seek previously identified tree species, being *Eucalyptus sideroxylon*, *intertexta*, *camaldulensis* and *leucoxylon*, to be exempt from the legislation.

4.0.2 Recommendations of the Asset Management Sub Committee meeting held on Monday 12 August 2024

It is recommended to Council:

That Council:

1. Receives and notes the information contained in the Asset Management Sub Committee of the meeting held on 12 August 2024 and that the following recommendations contained therein to be adopted by Council:

4.0.2-AMSC1 Future Reports for the Asset Management Sub Committee

It is recommended to Council:

That Council:

1. Notes the report.

4.0.2-AMSC2 Improved Amenities for Carlyle Reserve Pooraka

It is recommended to Council:

That Council:

1. Notes the report.
2. Approves a budget bid of \$85,000 for playspace improvements at Carlyle Reserve be considered as part of the 2025/26 budget deliberation process.

4.0.3 Future Reports for the Urban Services Committee

It is recommended to Council:

That Council:

1. Notes the report.

For Decision

4.1.1 Capital Works - July 2024

It is recommended to Council:

That Council:

1. Approves the inclusion of lighting modification works at Beovich Road & Wright Road, Ingle Farm, within the 2024/25 PR21478 Public Lighting Program, at a value of approximately \$12,000, with no impact to the program budget.
2. Approves the 2024/25 PR13725 Major Traffic Improvement program reprioritisation due to the City Centre major redevelopment, with the deferral of two City Centre roundabouts being replaced with the creation of new left slip lane at Lakeview Drive, Parafield Gardens, with no impact to the budget.
3. Approves a 2024/25 Non-discretionary First Quarter Budget Review Bid to the value of \$60,000 in order to renew a section of Sir Douglas Mawson Lake where a failure has occurred.
4. Approves the renewal of the air conditioner at the soccer sporting clubrooms, Adams Oval, Salisbury North, within the 2024/25 PR18097 SAMP: Building Service Continuity Program, with no impact to the air conditioning renewal program budget.
5. Request a future report to be presented by December 2024 outlining the overall structural integrity and potential maintenance works required at Sir Douglas Mawson Lakes, as part of the Asset Management Plan for ornamental lakes within City of Salisbury.

4.1.2 Office for Recreation, Sport and Racing - Community Recreation and Sports Facilities Program - Application Update

It is recommended to Council:

That Council:

1. Notes the project update provided and that project completion is to be no later than February 2025.

4.1.3 Car Parking Options - Salisbury Recreation Precinct

It is recommended to Council:

That Council:

1. Notes the report and additional carparking options presented.
2. Approves Option 4 as outlined in paragraph 3.17 of the report (Item 4.1.3 – Car Parking Options – Salisbury Recreation Precinct, Urban Services Committee, 19 August 2024) as the preferred choice to complement the Salisbury Recreation Precinct, providing links to the City Centre Renewal and Thrive strategies.
3. Requests Administration to bring back a further information report in relation to options to increase the number of carparks across the precinct.
4. Approves a non-discretionary 1st quarter budget bid of \$1.3m to enable the delivery of Option 4 as outlined in paragraph 3.17 of the report (Item 4.1.3 – Car Parking Options – Salisbury Recreation Precinct, Urban Services Committee, 19 August 2024).

4.1.4 Free Organic Waste Drop Off Scheme

It is recommended to Council:

That Council:

1. Notes the report.
2. Requests Administration to bring back a further information report by November 2024 with costings based on a model that allows City of Salisbury residents to dispose a trailer of green waste once a year.
3. Notes that Administration are undertaking a waste audit in the 2024/2025 Financial Year (FY) to better understand waste generation and consider opportunities for more reuse of materials in the City. This audit forms an important component of work to develop a waste management strategy for Council's operations and the City.

4.1.5 NAWMA Charter Review

It is recommended to Council:

That Council:

1. Approves the amended NAWMA Charter as presented provided as Attachment 1, Item 4.1.5, NAWMA Charter Review, 19 August 2024 at the Urban Services Committee with a further update to be presented at the August 2024 Council Meeting.

****See Further Information Item**

4.1.5FI NAWMA Charter Review..... 43

It is recommended to Council:

That Council:

1. Approves the amended NAWMA Charter as provided as Attachment 1, Further Information Item 4.1.5, NAWMA Charter Review, 19 August 2024.

4.1.6 Proposed Revocation of Community Land Classification - Rundle Reserve

It is recommended to Council:

That Council:

1. Defers this item for consideration as part of the confidential agenda.

US-OB1 FFSA Requirements Pontian Eagles

It is recommended to Council:

That Council:

1. Notes the Pontian Eagles Club have been promoted to State League 1 and is required to meet a level of service directed by the FFSA (Football Federation of South Australia).
2. Approves to provide field fencing, players race and ground signage to meet mandatory FFSA (Football Federation of South Australia) requirements at Yalumba Reserve.
3. Request Administration to bring a report to Council on the costs to meet part 2 of this resolution on the mandatory FFSA requirements at Yalumba Reserve allowing the Pontian Eagles to play State League 1 in the 2025 season, noting that the cost is to be considered as a non-discretionary bid.
4. Invites the Pontian Eagles Club to apply for a Minor Capital Works Grant and Community Grant to meet mandatory FFSA requirements for a score board and media platform.

Confidential

Refer to CONFIDENTIAL ITEMS section of Council Agenda

4.1.6 Proposed Revocation of Community Land Classification – Rundle Reserve
****Further Information Item**

4.4.1 Tenancy Matter - Mawson Lakes

4.4.2 Tenancy Matter - Salisbury Park

4.4.3 Street Tree Inspection and Pruning Program 2024/25

5 Community Wellbeing and Sport Committee Meeting

Chairman - Cr D Hood

Consideration of the minutes of the Community Wellbeing and Sport Committee Meeting - 20 August 2024 and adoption of recommendations in relation to item numbers:

Administration

5.0.1 Future Reports for the Community Wellbeing and Sport Committee

It is recommended to Council:

That Council:

1. Notes the report.

5.0.2 Recommendations of the Salisbury Living Sub Committee meeting held on Monday 12 August 2024

It is recommended to Council:

That Council:

1. Receives and notes the information contained in the Salisbury Living Sub Committee of the meeting held on 12 August 2024 and that the recommendations contained therein be adopted by Council:

5.0.2-SLSC1 Future Reports for the Salisbury Living Sub Committee

It is recommended to Council:

That Council:

1. Notes the report.

For Decision

5.1.1 Salisbury Fringe Carnival 2024 Evaluation and Recommendations for 2025 Event

It is recommended to Council:

That Council:

1. Notes the feedback and evaluation of the 2024 Salisbury Fringe Carnival as outlined in Attachment 1.
2. Notes the Waste Management Report evaluation for the 2024 event as outline in Attachment 3.
3. Approves the location of the Salisbury Fringe Carnival to remain at Carisbrooke Park for the next three (3) years).
4. Notes the Program Overview for the Salisbury Fringe Carnival 2024 as outlined below:

-
- i. A headline musical act (maximum value of \$30k) for Saturday evening
 - ii. Riot City Wrestling promoted as a key family friendly attraction with 4 'matches' on Saturday
 - iii. Increase to 6 carnival rides (from 5)
 - iv. Maintain roving performers, fire twirlers, and the Rastelli tent with a program of continuous Fringe shows across the two days.
 - v. Maintain the special guest event with bell tent and ensure musical acts throughout the duration
 - vi. Improve shaded infrastructure options
5. Approves the headline act to be chosen in consultation with the Mayor and Deputy Mayor and notes up to \$30,000 non-discretionary budget be made available.
 6. Notes a report finalising the Program for the 2025 event will be presented to Council by October 2024.
 7. Notes additional event infrastructure at Carisbrooke Park will improve the overall event experience for attendees and a report considering this will be presented to Council in September 2024.

5.1.1 Salisbury Fringe Carnival 2024 Dry Zone

It is recommended to Council:

That Council:

1. Approves that a report be submitted to declare the entirety of Carisbrooke Park a 'Dry Zone' for this event, with the exception of designated licensed area/s, to enhance security and crowd management.

5.1.2 Review of Lease and Licence Policies

It is recommended to Council:

That Council:

1. Defers this item for consideration as part of the confidential agenda.

5.1.3 Youth Sponsorship Applications - July 2024

It is recommended to Council:

That Council:

1. Notes that two Youth Sponsorship Applications were assessed in July 2024, as included in this report (Item 5.1.3, Community Wellbeing and Sport Committee, 20 August 2024).

5.2.1 Community Development Quarter 4 update

It is recommended to Council:

That Council:

1. Notes the report.

For Information

5.1.4 Grant No. 1/2024-25: Para Hills East Soccer Club Community Grant Application

It is recommended to Council:

That the Community Wellbeing and Sport Committee, in accordance with its delegated powers set out in the adopted Terms of Reference:

1. Approves the request for funding for the July 2024 round of Community Grants as follows:
 - a. Grant No. 1/2024-25 Para Hills East Soccer Club Community Grant Application: to the value of \$5,000 to assist with the purchase of new uniforms especially for the Junior and Women's teams (Item 5.1.4, Community Wellbeing and Sport Committee, 20 August 2024).

5.1.5 Grant No. 2/2024-25: Penfield Model Engineers Society Community Grant Application

It is recommended to Council:

That the Community Wellbeing and Sport Committee, in accordance with its delegated powers set out in the adopted Terms of Reference:

1. Approves the request for funding for the July 2024 round of Community Grants as follows:
 - a. Grant No. 2/2024-25 Penfield Model Engineers Society Community Grant application: to the value of \$7,000 to assist with the Penfield Park Railway Sleeper Renewal Project (Item 5.1.5, Community Wellbeing and Sport Committee, 20 August 2024).

5.1.6 Grant No. 3/2024-25: Sanatan Cultural Organisation of South Australia Incorporated Community Grant Application

It is recommended to Council:

That the Community Wellbeing and Sport Committee, in accordance with its delegated powers set out in the adopted Terms of Reference:

1. Approves the request for funding for the July 2024 round of Community Grants as follows:
 - a. Grant No. 3/2024-25 Sanatan Cultural Organisation of South Australia Incorporated Community Grant application: to the value of \$3,600 to assist with the purchase of uniforms and sporting equipment (Item 5.1.6, Community Wellbeing and Sport Committee, 20 August 2024).

5.1.7 Grant No. 4/2024-25: Lions Club of Salisbury - Dogs Day Out Community Grant Application

It is recommended to Council:

That the Community Wellbeing and Sport Committee, in accordance with its delegated powers set out in the adopted Terms of Reference:

1. Approves the request for funding for the July 2024 round of Community Grants as follows:
 - a. Grant No. 4/2024-25 Lions Club of Salisbury – Dogs Day Out Community Grant application: to the value of \$9,000 to assist with their Dogs Day out event at Mawson Lakes (Item 5.1.7, Community Wellbeing and Sport Committee, 20 August 2024).

5.1.8 Grant No. 5/2024-25: Salisbury United Football Club Community Grant Application

It is recommended to Council:

That the Community Wellbeing and Sport Committee, in accordance with its delegated powers set out in the adopted Terms of Reference:

1. Approves the request for funding for the July 2024 round of Community Grants as follows:
 - a. Grant No. 5/2024-25 Salisbury United Soccer Club Incorporated Community Grant application: to the value of \$11,000 to Salisbury United FC 70th Anniversary Family Day (Item 5.1.8, Community Wellbeing and Sport Committee, 20 August 2024).

Confidential

Refer to CONFIDENTIAL ITEMS section of Council Agenda

5.1.2 Review of Lease and Licence Policies

5.4.1 Recommendations of the Confidential Salisbury Living Sub Committee meeting held on Monday 12 August 2024

6 Innovation and Business Development Committee Meeting

Chairman - Cr S Reardon

Consideration of the minutes of the Innovation and Business Development Committee Meeting - 20 August 2024 and adoption of recommendations in relation to item numbers:

Administration

6.0.1 Future Reports for the Innovation and Business Development Committee

It is recommended to Council:

That Council:

1. Notes the report.

Confidential

Refer to CONFIDENTIAL ITEMS section of Council Agenda

6.4.1 Project Connect - Update

7 **Audit and Risk Committee Meeting**

Chairman - Chair K Grenfell

Consideration of the minutes of the Audit and Risk Committee Meeting - 13 August 2024 and adoption of recommendations in relation to item numbers:

For Decision

7.1.1 Internal Audit Report - Rates Setting and Revenue Process

It is recommended to Council:

That Council:

1. Notes the final internal audit report with management comments for the Rate Setting and Revenue Process internal audit as set out in attachment 1 to this report (Item no. 7.1.1, Audit and Risk Committee, 13 August 2024).

7.1.2 City Plan 2040 - Engagement Report & Recommendations

It is recommended to Council:

That Council:

1. Notes that, in accordance with the *Local Government Act 1999* Section 126(4)(b), the Audit and Risk Committee has reviewed the City Plan 2040 as outlined in this report (Attachment 1, Item No. 7.1.2, Audit and Risk Committee, 13 August 2024), and that it has been prepared for Council's approval and adoption.
2. Notes that the final design will be undertaken after the Council's deliberations and recommendations, under delegation to the Chief Executive Officer.

7.1.3 Audit & Risk Committee Annual Work Plan - 2023/2024 and 2024/2025

It is recommended to Council:

That Council:

1. Approves the updated Audit & Risk Committee Annual Work Plan 2024/2025 as set out in Attachment 1 to this report (Item No. 7.1.3, Audit & Risk Committee, 13 August 2024).

7.1.4 3-Year Internal Audit Plan

It is recommended to Council:

That Council:

1. Approves the updates made to the 3-year Internal Audit Plan 2024 to 2027 as set out in Attachment 1 to this report (Item no. 7.1.4, Audit and Risk Committee, 13 August 2024).

7.1.5 Risk Management and Internal Control Activities

It is recommended to Council:

That Council:

1. Notes the updates on Risk Management and Internal Control Activities detailed for 2024/2025, as set out in this report (Item No.7.1.5, Audit and Risk Committee, 13 August 2024).

7.1.6 Policy Review - Enterprise Risk Management Policy

It is recommended to Council:

That Council:

1. Adopts the revised Enterprise Risk Management Policy as set out in Attachment 1 to this report (Item no. 7.1.6, Audit and Risk Committee, 13 August 2024).

7.1.7 Audit and Risk Committee Annual Report 2023/2024

It is recommended to Council:

That the Audit and Risk Committee in accordance with its statutory functions:

1. Approves the Audit and Risk Committee annual report for the 2023/2024 financial year as set out in Attachment 1 to this report (Item No, 7.1.7, Audit and Risk Committee, 13 August 2024).
2. Notes the report from the Chief Executive Officer on the Council's Internal Audit process, in accordance with Section 99(1)(ib) of the *Local Government Act 1999* as set out in Attachment 2 to this report (Item No. 7.1.7, Audit and Risk Committee, 13 August 2024).

For Information

7.2.1 Climate Change Risk Assessment

It is recommended to Council:

That the Audit and Risk Committee:

1. Notes the report.

7.2.2 Outstanding Actions Arising from Internal Audits

It is recommended to Council:

That Council:

1. Notes the report and the Internal Audit - Action Register in Attachment 1 to this report (Item No.7.2.2, Audit and Risk Committee, 13 August 2024).

Confidential Items

Refer to CONFIDENTIAL ITEMS section of Council Agenda

7.4.1 Quarterly Cybersecurity Report - 30 June 2024

QWON1 Litigation Update

8. Council Assessment Panel

No Council Assessment Panel meeting was held in July 2024.

9 CEO Review Committee Meeting

Chairman - Mayor G Aldridge

Consideration of the minutes of the CEO Review Committee Meeting - 5 August 2024 and adoption of recommendations in relation to item numbers:

Reports

9.1.1 Performance Review Process

It is recommended to Council:

That the CEO Review Committee, in exercise of its delegation pursuant to its Terms of Reference and the CEO Employment Contract:

1. Notes that the Performance Review process for the Chief Executive Officer requires the provision and consideration of the advice of a Qualified Independent Person pursuant to section 102A of the *Local Government Act 1999*.
2. Notes that Council previously appointed Mr Andrew Reed from Hender Consulting to the position of the Qualified Independent Person for the remainder of the Chief Executive Officer's contract term, and reaffirms this position in accordance with section 102A of the *Local Government Act 1999* in consideration of Mr Reed's appropriate qualifications and experience in human resource management.
3. Approves for the performance review process for the current and future review to include the assessment of Key Performance Indicators and feedback from the CEO Review Committee on the CEO's behaviours and leadership through the Qualified Independent Person's process.
4. Notes that Council can set the Key Performance Indicators in consultation with, and with input from the Qualified Independent Person and the CEO.

9.1.2 CEO Personal Evaluation System FY2023/2024

It is recommended to Council:

That the CEO Review Committee, in exercise of its delegation pursuant to its Terms of Reference and the CEO Employment Contract:

1. Notes and acknowledges that the CEO has, to the satisfaction of the CEO Review Committee:
 - delivered the requirements of his position;
 - successfully achieved 2023/24 Key Performance Indicators;
 - achieved a rating of 5 – CEO's performance exceeded expectations as a result of the assessment of CEO Performance according to the Personal Evaluation System (refer Paragraph 1.2.5 of this report, Item No. 9.1.2, CEO Review Committee, 5 August 2024).
2. Approves for the CEO Position Description, to remain unchanged (Attachment 1, CEO Review Committee, Item no 9.1.2, 5 August 2024).

Confidential Items

Refer to CONFIDENTIAL ITEMS section of Council Agenda

9.2.1 Annual Review of CEO Total Remuneration 2023/2024

MAYOR'S DIARY

ITEM MD1

COUNCIL

DATE 26 August 2024

HEADING Mayor's Diary

RECOMMENDATION

That Council:

1. Notes this information.

Date	Time	Function
18/07/2024	01:00 PM	LGA Board of Directors Meeting
18/07/2024	06:00 PM	Rotary Presidential Handover Ceremony
22/07/2024	01:30 PM	Meeting with Events Team
22/07/2024	02:00 PM	Afternoon Tea with the Mayor & CEO
22/07/2024	03:00 PM	Resident to discuss Citizenship
22/07/2024	04:00 PM	OFFICE TIME - Schedule upcoming week/ Signing/Speeches and Resident Enquiries
22/07/2024	04:30 PM	Pre-Council Meeting Briefing
22/07/2024	05:00 PM	Housing / Homelessness Working Group meeting
22/07/2024	06:30 PM	Council Meeting
23/07/2024	01:00 PM	Meeting with Business Owner
23/07/2024	02:00 PM	Catch-up - Mayor Aldridge and Mayor Ryan
23/07/2024	03:00 PM	Judging Coloring Comp
23/07/2024	12 Noon	Media Issues - Regular Catch-up
25/07/2024	02:00 PM	CEO/Mayor Forum
25/07/2024	06:30 PM	Forum Dinner
26/07/2024	09:00AM	CEO/Mayor Forum
29/07/2024	01:00 PM	Meeting with Member for Playford - Mr John Fulbrook
29/07/2024	02:00 PM	Media Issues - Regular Catch-up
29/07/2024	02:30 PM	OFFICE TIME - Schedule upcoming week/ Signing/Speeches and Resident Enquiries
29/07/2024	03:30 PM	Catch up with Mayor re Salisbury Aquatic Centre
1/08/2024	03:00 PM	Citizenship Ceremony - Early Session
1/08/2024	06:00 PM	SALA Art show at the Boatshed
5/08/2024	03:30 PM	NAWMA photo - Pooraka Resource Recovery Centre
5/08/2024	05:45 PM	CEO Review Committee
5/08/2024	06:30 PM	CEO Briefing/Workshop Session
6/08/2024	10:00 AM	Radio Show
6/08/2024	01:00 PM	Mayor/CEO/EA - Regular Meeting
6/08/2024	12 Noon	Media Issues - Regular Catch-up
10/08/2024	10:00 AM	10:15am visit from City of Unley - Walk and Talk of City Centre and Salisbury Oval

12/08/2024	10:30 AM	Coffee with Councillor and residents
12/08/2024	03:30 PM	Regular Catchup to Discuss Current/Upcoming Planning/Building Issues
12/08/2024	04:00 PM	OFFICE TIME - Schedule upcoming week/ Signing/Speeches and Resident Enquiries
12/08/2024	06:00 PM	CEO Briefing/Workshop - EM Training Session
12/08/2024	06:30 PM	Salisbury Living SC
12/08/2024	06:35 PM	Environmental Sustainability and Trees SC
12/08/2024	06:40 PM	Asset Management SC
13/08/2024	05:30 PM	Salisbury Downs Oval - Lease Discussion
13/08/2024	06:30 PM	Audit and Risk Committee
14/08/2024	10:00 AM	Meeting with City of Salisbury and City of Launceston
14/08/2024	12:15 PM	Meeting with Resident
14/08/2024	01:00 PM	Media Issues - Regular Catch-up
14/08/2024	01:30 PM	Afternoon Tea with Residents
15/08/2024	02:00 PM	Author Talk - Lucy Treloar
15/08/2024	03:30 PM	Catch up with PA - Invites & Signing
17/08/2024	11:00 AM	Punya Foundation - Multicultural Spiritual Program
17/08/2024	06:00 PM	Resident's birthday
18/08/2024	11:00 AM	VIETNAM VETERAN'S DAY
19/08/2024	04:00 PM	OFFICE TIME - Schedule upcoming week/ Signing/Speeches and Resident Enquiries
19/08/2024	05:00 PM	Catch up Pre-Council meeting
19/08/2024	06:00 PM	Special Council Meeting
19/08/2024	06:30 PM	Monday Committee Meetings
20/08/2024	12:30 PM	Meeting to Discuss Writers Week
20/08/2024	01:00 PM	Mayor/CEO/EA - Regular Meeting
20/08/2024	02:30 PM	Media Issues - Regular Catch-up
20/08/2024	06:30 PM	Tuesday Committee Meetings
20/08/2024	12 Noon	Monthly Meeting with the Mayor & GM Community Development

Events attended by Elected Members on behalf of the Mayor

Date	Member	Function
01/08/2024	Deputy Mayor Chad Buchanan	Presiding Officer for Citizenship Ceremony - Evening Session
01/08/2024	Cr L Brug	SALA - Salisbury Art Society

REPORTS FROM COUNCIL REPRESENTATIVES

QUESTIONS ON NOTICE

QON1 Question on Notice Cr L Brug: Baloo St Playground Ingle Farm

A Question on Notice was received from Cr L Brug:

What is the timeline for revitalisation of the Baloo Street Playground and playspace at Ingle Farm?

Administration Response:

The new \$2M District Level play space, on Baloo Street, will be constructed in conjunction with Stage 1 of the Walkleys Road Residential development which is programmed to commence in the first quarter of next year.

The Landscape architect for the project has just been engaged and will commence the design process for the playground incorporating feedback received from the community.

We are proposing to undertake further community engagement on the playground design in October/November this year.

A further update report on the Walkleys Road development will be presented to the Salisbury Living Sub Committee in October 2024.

QUESTIONS WITHOUT NOTICE

MOTIONS ON NOTICE

No Motions on Notice have been received.

MOTIONS WITHOUT NOTICE

OTHER BUSINESS

ORDERS TO EXCLUDE THE PUBLIC

4.1.6 Proposed Revocation of Community Land Classification - Rundle Reserve Recommendation

Pursuant to section 83(5) of the *Local Government Act 1999* the Chief Executive Officer has indicated that, if Council so determines, this matter may be considered in confidence under Part 3 of the *Local Government Act 1999* on grounds that:

1. *Pursuant to Section 90(2) and (3)(b)(i) and (b)(ii) of the Local Government Act 1999, the principle that the meeting should be conducted in a place open to the public has been outweighed in relation to this matter because:*
 - *it relates to information the disclosure of which could reasonably be expected to confer a commercial advantage on a person with whom the council is conducting, or proposing to conduct, business, or to prejudice the commercial position of the council; and*
 - *information the disclosure of which would, on balance, be contrary to the public interest.*
2. *In weighing up the factors related to disclosure,*
 - *disclosure of this matter to the public would demonstrate accountability and transparency of the Council's operations*
 - *non-disclosure of the matter and discussion of this item in confidence would protect confidential information relating to Council's commercial position.*

*On that basis the public's interest is best served by not disclosing the **Proposed Revocation of Community Land Classification - Rundle Reserve** item and discussion at this point in time.*

3. *Pursuant to Section 90(2) of the Local Government Act 1999 it is recommended the Council orders that all members of the public, except staff of the City of Salisbury on duty in attendance, be excluded from attendance at the meeting for this Agenda Item.*

4.4.1 Tenancy Matter - Mawson Lakes

Recommendation

Pursuant to section 83(5) of the *Local Government Act 1999* the Chief Executive Officer has indicated that, if Council so determines, this matter may be considered in confidence under Part 3 of the *Local Government Act 1999* on grounds that:

1. *Pursuant to Section 90(2) and (3)(d)(i) and (d)(ii) of the Local Government Act 1999, the principle that the meeting should be conducted in a place open to the public has been outweighed in relation to this matter because:*
 - *it relates to commercial information of a confidential nature (not being a trade secret) the disclosure of which could reasonably be expected to prejudice the commercial position of the person who supplied the information, or to confer a commercial advantage on a third party; and*
 - *commercial information of a confidential nature (not being a trade secret) the disclosure of which would, on balance, be contrary to the public interest.*
2. *In weighing up the factors related to disclosure,*
 - *disclosure of this matter to the public would demonstrate accountability and transparency of the Council's operations*
 - *non-disclosure of the matter and discussion of this item in confidence would protect confidential information and Council's commercial position.*

*On that basis the public's interest is best served by not disclosing the **Tenancy Matter - Mawson Lakes** item and discussion at this point in time.*
3. *Pursuant to Section 90(2) of the Local Government Act 1999 it is recommended the Council orders that all members of the public, except staff of the City of Salisbury on duty in attendance, be excluded from attendance at the meeting for this Agenda Item.*

4.4.2 Tenancy Matter - Salisbury Park Recommendation

Pursuant to section 83(5) of the *Local Government Act 1999* the Chief Executive Officer has indicated that, if Council so determines, this matter may be considered in confidence under Part 3 of the *Local Government Act 1999* on grounds that:

1. *Pursuant to Section 90(2) and (3)(b)(i) and (b)(ii) of the Local Government Act 1999, the principle that the meeting should be conducted in a place open to the public has been outweighed in relation to this matter because:*
 - *it relates to information the disclosure of which could reasonably be expected to confer a commercial advantage on a person with whom the council is conducting, or proposing to conduct, business, or to prejudice the commercial position of the council; and*
 - *information the disclosure of which would, on balance, be contrary to the public interest.*
2. *In weighing up the factors related to disclosure,*
 - *disclosure of this matter to the public would demonstrate accountability and transparency of the Council's operations*
 - *non-disclosure of the matter and discussion of this item in confidence would protect confidential information relating to Council's commercial position.*

*On that basis the public's interest is best served by not disclosing the **Tenancy Matter - Salisbury Park** item and discussion at this point in time.*

3. *Pursuant to Section 90(2) of the Local Government Act 1999 it is recommended the Council orders that all members of the public, except staff of the City of Salisbury on duty in attendance, be excluded from attendance at the meeting for this Agenda Item.*

4.4.3 Street Tree Inspection and Pruning Program 2024/25 Recommendation

Pursuant to section 83(5) of the *Local Government Act 1999* the Chief Executive Officer has indicated that, if Council so determines, this matter may be considered in confidence under Part 3 of the *Local Government Act 1999* on grounds that:

1. *Pursuant to Section 90(2) and (3)(d)(i) and (d)(ii) of the Local Government Act 1999, the principle that the meeting should be conducted in a place open to the public has been outweighed in relation to this matter because:*
 - *it relates to commercial information of a confidential nature (not being a trade secret) the disclosure of which could reasonably be expected to prejudice the commercial position of the person who supplied the information, or to confer a commercial advantage on a third party; and*
 - *commercial information of a confidential nature (not being a trade secret) the disclosure of which would, on balance, be contrary to the public interest.*
2. *In weighing up the factors related to disclosure,*
 - *disclosure of this matter to the public would demonstrate accountability and transparency of the Council's operations*
 - *non-disclosure of the matter and discussion of this item in confidence would protect confidential information and Council's commercial position.*

*On that basis the public's interest is best served by not disclosing the **Street Tree Inspection and Pruning Program 2024/25** item and discussion at this point in time.*
3. *Pursuant to Section 90(2) of the Local Government Act 1999 it is recommended the Council orders that all members of the public, except staff of the City of Salisbury on duty in attendance, be excluded from attendance at the meeting for this Agenda Item.*

5.1.2 Review of Lease and Licence Policies

Recommendation

Pursuant to section 83(5) of the *Local Government Act 1999* the Chief Executive Officer has indicated that, if Council so determines, this matter may be considered in confidence under Part 3 of the *Local Government Act 1999* on grounds that:

1. *Pursuant to Section 90(2) and (3)(b)(i) and (b)(ii) of the Local Government Act 1999, the principle that the meeting should be conducted in a place open to the public has been outweighed in relation to this matter because:*
 - *it relates to information the disclosure of which could reasonably be expected to confer a commercial advantage on a person with whom the council is conducting, or proposing to conduct, business, or to prejudice the commercial position of the council; and*
 - *information the disclosure of which would, on balance, be contrary to the public interest.*
2. *In weighing up the factors related to disclosure,*
 - *disclosure of this matter to the public would demonstrate accountability and transparency of the Council's operations*
 - *Non-disclosure of this report at this time will protect Council's commercial position as public disclosure may provide third parties with a commercial advantage.*

*On that basis the public's interest is best served by not disclosing the **Review of Lease and Licence Policies** item and discussion at this point in time.*
3. *Pursuant to Section 90(2) of the Local Government Act 1999 it is recommended the Council orders that all members of the public, except staff of the City of Salisbury on duty in attendance, be excluded from attendance at the meeting for this Agenda Item.*

5.4.1 Recommendations of the Confidential Salisbury Living Sub Committee meeting held on Monday 12 August 2024

Recommendation

Pursuant to section 83(5) of the *Local Government Act 1999* the Chief Executive Officer has indicated that, if Council so determines, this matter may be considered in confidence under Part 3 of the *Local Government Act 1999* on grounds that:

1. *Pursuant to Section 90(2) and (3)(b)(i) and (b)(ii) of the Local Government Act 1999, the principle that the meeting should be conducted in a place open to the public has been outweighed in relation to this matter because:*
 - *it relates to information the disclosure of which could reasonably be expected to confer a commercial advantage on a person with whom the council is conducting, or proposing to conduct, business, or to prejudice the commercial position of the council; and*
 - *information the disclosure of which would, on balance, be contrary to the public interest.*
2. *In weighing up the factors related to disclosure,*
 - *disclosure of this matter to the public would demonstrate accountability and transparency of the Council's operations*
 - *Non-disclosure of this report at this time will protect Council's commercial position as public disclosure may provide third parties with a commercial advantage.*

*On that basis the public's interest is best served by not disclosing the **Recommendations of the Confidential Salisbury Living Sub Committee meeting held on Monday 12 August 2024: SLSC2 Unsolicited Bid – Deborah Grove Reserve, SLSC3 Further Investigation for Future Development – Amsterdam Crescent Reserve, SLSC4 Affordable Housing and Short Term Accommodation Opportunities, SLSC2-OB1 Strategic Property Matter – City Centre, SLSC-OB1 Strategic Property Matter – Salisbury Park** item and discussion at this point in time.*

3. *Pursuant to Section 90(2) of the Local Government Act 1999 it is recommended the Council orders that all members of the public, except staff of the City of Salisbury on duty in attendance, be excluded from attendance at the meeting for this Agenda Item.*

6.4.1 Project Connect - Update Recommendation

Pursuant to section 83(5) of the *Local Government Act 1999* the Chief Executive Officer has indicated that, if Council so determines, this matter may be considered in confidence under Part 3 of the *Local Government Act 1999* on grounds that:

1. *Pursuant to Section 90(2) and (3)(b)(i) and (b)(ii) of the Local Government Act 1999, the principle that the meeting should be conducted in a place open to the public has been outweighed in relation to this matter because:*
 - *it relates to information the disclosure of which could reasonably be expected to confer a commercial advantage on a person with whom the council is conducting, or proposing to conduct, business, or to prejudice the commercial position of the council; and*
 - *information the disclosure of which would, on balance, be contrary to the public interest.*
2. *In weighing up the factors related to disclosure,*
 - *disclosure of this matter to the public would demonstrate accountability and transparency of the Council's operations*
 - *The disclosure of this information would be contrary to the public interest because the public interest in the Council preserving its negotiating position and obtaining best value for money for its community would be compromised by disclosure of the information.*

*On that basis the public's interest is best served by not disclosing the **Project Connect - Update** item and discussion at this point in time.*
3. *Pursuant to Section 90(2) of the Local Government Act 1999 it is recommended the Council orders that all members of the public, except staff of the City of Salisbury on duty in attendance, be excluded from attendance at the meeting for this Agenda Item.*

7.4.1 Quarterly Cybersecurity Report - 30 June 2024 Recommendation

Pursuant to section 83(5) of the *Local Government Act 1999* the Chief Executive Officer has indicated that, if Council so determines, this matter may be considered in confidence under Part 3 of the *Local Government Act 1999* on grounds that:

1. *Pursuant to Section 90(2) and (3)(b)(i) and (b)(ii) and (e) of the Local Government Act 1999, the principle that the meeting should be conducted in a place open to the public has been outweighed in relation to this matter because:*
 - *it relates to information the disclosure of which could reasonably be expected to confer a commercial advantage on a person with whom the council is conducting, or proposing to conduct, business, or to prejudice the commercial position of the council; and*
 - *information the disclosure of which would, on balance, be contrary to the public interest; and*
 - *matters affecting the security of the council, members or employees of the council, or council property; or the safety of any person.*
2. *In weighing up the factors related to disclosure,*
 - *disclosure of this matter to the public would demonstrate accountability and transparency of the Council's operations*
 - *non-disclosure of the matter and discussions of this item in confidence would protect confidential information.*

*On that basis the public's interest is best served by not disclosing the **Quarterly Cybersecurity Report - 30 June 2024** item and discussion at this point in time.*
3. *Pursuant to Section 90(2) of the Local Government Act 1999 it is recommended the Council orders that all members of the public, except staff of the City of Salisbury on duty in attendance, be excluded from attendance at the meeting for this Agenda Item.*

9.2.1 Annual Review of CEO Total Remuneration 2023/2024 Recommendation

Pursuant to section 83(5) of the *Local Government Act 1999* the Chief Executive Officer has indicated that, if Council so determines, this matter may be considered in confidence under Part 3 of the *Local Government Act 1999* on grounds that:

1. Pursuant to Section 90(2) and (3)(a) of the *Local Government Act 1999*, the principle that the meeting should be conducted in a place open to the public has been outweighed in relation to this matter because:

- it relates to information the disclosure of which would involve the unreasonable disclosure of information concerning the personal affairs of any person (living or dead).

*On that basis the public's interest is best served by not disclosing the **Annual Review of CEO Total Remuneration 2023/2024** item and discussion at this point in time.*

3. Pursuant to Section 90(2) of the *Local Government Act 1999* it is recommended the Council orders that all members of the public, except staff of the City of Salisbury on duty in attendance, be excluded from attendance at the meeting for this Agenda Item.

ITEM	2.2.1FI
	FINANCE AND CORPORATE SERVICES COMMITTEE
DATE	19 August 2024
HEADING	Independent Living Units and Lifestyle SA Villages
AUTHOR	Kate George, Manager Finance and Procurement Services, Business Excellence
CITY PLAN LINKS	4.2 We deliver quality outcomes that meet the needs of our community

SUMMARY This report provides further information to Council as requested at the 19 August 2024 Finance and Corporate services meeting, being the cost of providing a 10% and 15% rebate to all residents of independent living units.

RECOMMENDATION

That Council:

1. Notes the report and that no discretionary rebate be provided to residents in Independent Living Units as the current level of rates imposed is not unfair or unreasonable given the distribution of rates across the community.

ATTACHMENTS

There are no attachments to this report.

1. BACKGROUND

1.1 The Finance and Corporate Services Committee when considering item 2.2.1 “Independent Living Units and Lifestyle SA villages” 19 August 2024, recommended to Council that a further information report be presented to Council with the costings to provide a 10% and 15% rebate to all independent living unit residents.

2. REPORT

- 2.1 There are three types of accommodation that are not subject to minimum rates which are described as:
1. Independent Living Units (Retirement Villages)
 2. Retirement Village Supported Residential Units
 3. Retirement Community Units

2.2 Current rating parameters are detailed in the table below

Current Rating Parameters	No. of Assessments	Without Min.	Current Rates	Current	Current
		Rate Conc.	Inc Conc.	Discount	Discount
		\$	\$	\$	%
Ret. Village ILU	1,070	1,321,805	888,735	433,070	33%
Ret. Sup. Resi Units	24	29,472	15,110	14,362	49%
Ret. Community Units	107	133,852	53,922	79,930	60%
Total	1,201	1,485,129	957,767	527,362	36%

2.3 In the original item paragraph 2.18 described an option for a rebate to be considered for those paying close to minimum rates, with the parameters for this being for ILU ratepayers who are paying between 90% and 100% of the minimum rate that they be provided with a rate rebate to reduce their rates to 90% of the minimum rate, and for those who are paying above minimum rates they be provided with a 10% rebate on their rates. For this further information item, this rebate is termed “bespoke” as it would vary for each property.

2.4 The table below summarises this bespoke rebate together with the two further options requested by Council

Rate Rebate Parameters	Bespoke	Concession +		Rebate	Concession +10%		Rebate	Concession +15%	
	Rebate	Bespoke	Rebate	10%	Rebate	15%	Rebate	15%	Rebate
	\$	\$	%	\$	\$	%	\$	\$	%
Ret. Village ILU	8,336	441,406	33%	88,873	521,943	39%	133,310	566,380	43%
Ret. Sup. Resi Units	0	14,362	49%	1,511	15,873	54%	2,266	16,628	56%
Ret. Community Units	107	80,037	60%	5,392	85,322	64%	1,422	81,352	61%
Total	8,443	535,805	36%	95,776	623,138	42%	136,998	664,360	45%

2.5 The cost of \$95k for a 10% rebate, and \$137k for a 15% rebate would be a further impact on others in the community and represents approx. a 0.1% rate increase on top of the 0.4% that the community are already funding through the non-application of minimum rates.

2.6 Given the requirement of S166(1)(m)(ii) for the rebate to be provided for relief for rates that are unfair or unreasonable, Council may want to consider in its decision the reasons for providing the rebate and include in the resolution to ensure clarity and minimise any risk of a precedent being established for other similar requests.

3. CONCLUSION / PROPOSAL

3.1 Providing further relief to occupiers of ILUs is possible under S166(1)(m)(ii) should council form the view that the rates imposed on ILU are unfair or unreasonable.

3.2 Consideration should be provided by Council of the reasons for the rebate should it proceed with a rebate to ILUs.

ITEM	4.1.5FI
	URBAN SERVICES COMMITTEE
DATE	19 August 2024
HEADING	NAWMA Charter Review
AUTHOR	Charles Mansueto, Deputy Chief Executive Officer, Business Excellence
CITY PLAN LINKS	2.2 We make the most of our resources including water, waste and energy 3.1 Salisbury's businesses are successful and part of our community
SUMMARY	This report provides Council with an updated revised NAWMA Charter following the NAWMA Board endorsing further changes to the Charter presented to the Urban Services Committee at its 19 August 2024 meeting

RECOMMENDATION

That Council:

1. Approves the amended NAWMA Charter as provided as Attachment 1, Further Information Item 4.1.5FI, NAWMA Charter Review, Council meeting 19 August 2024.

ATTACHMENTS

This document should be read in conjunction with the following attachments:

1. Updated Charter Approved by NAWMA Board

1. BACKGROUND

- 1.1 NAWMA provides various waste services to the three constituent Councils including the City of Salisbury.
- 1.2 NAWMA operates as a regional subsidiary with a Charter approved by the constituent Councils to guide how NAWMA should operate.
- 1.3 The current Charter was last reviewed in 2015 with a requirement to review the Charter at least every 4 years.
- 1.4 NAWMA commenced a review of the Charter and has identified some initial changes that are required to ensure NAWMA can enhance how it operates.
- 1.5 The proposed amendments at this stage do not address feedback provided by the various Councils as part of a more substantial review of the Charter. These will be addressed at a later stage.
- 1.6 NAWMA has requested that Council provides its approval by the 31 August 2024.

2. REPORT

- 2.1 Provided as Attachment 1 is the revised NAWMA Charter following the NAWMA Boards further consideration of the Charter.
- 2.2 Key additional changes to what was presented to the Urban Services Committee are highlighted in the following table:

Clause	Existing Wording	Amendment	Notes
NEW CLAUSE	No Clause exists in newly updated Charter.	The Authority will enter into a service agreement with each of the Constituent Councils in a form and upon terms and conditions agreed by each Constituent Council.	Inserted as Clause 17.21. This Clause exists in the current NAWMA Charter and will remain in the newly updated Charter. This was omitted only by administrative oversight in V1 of the modernised Charter. No discussion was had by the NAWMA Board or Management to remove this Clause.
18.7	The annual contribution will be paid in advance by monthly instalments by each Constituent Council.	The annual contribution will be paid in arrears by monthly instalments by each Constituent Council.	Change to correct process only (in arrears is what occurs currently and works well for NAWMA and Constituent Councils).
19.3	The Authority must, in the acquisition or disposal of assets, comply with any relevant policy adopted by the Board, in particular in accordance with clause 12.2 of this Charter	The Authority must, in the acquisition or disposal of assets, comply with any relevant policy adopted by the Board, in particular in accordance with clause 11.2 of this Charter	Change to correct numbering only.

3. CONCLUSION / PROPOSAL

- 3.1 The Council is asked to consider the revised Charter and provide its approval of the revised Charter to allow NAWMA to progress the next steps to finalise the Charter review as required by the legislation.



21/08/2024

Mr John Harry
Chief Executive Officer
City of Salisbury
PO Box 8
Salisbury SA 5108

Dear Mr Harry,

RE: NAWMA Charter Amendment

Further to our correspondence of 31 July 2024, I write with regard to NAWMA's Charter and amendments endorsed by NAWMA's Board.

The Board resolved at the Special Meeting of 29 July 2024 the following:

7.3. NAWMA Charter Amendments

Moved Cr Grenfell that:

- a) *The Board approves the amendments to the NAWMA Charter as outlined in the body of the Report,*
- b) *The Board approves and adopts the draft Code of Practice – Meeting Procedures,*
- c) *The Board recommends to Constituent Councils that the amendments to the existing NAWMA Charter are approved, as required in the current Charter and the Act, and;*
- d) *Upon unanimous approval from all Constituent Councils, NAWMA Management arrange to publish the new Charter in the SA Government Gazette, as required in the current Charter.*

Seconded Cr Launder **Carried**

Further to this, the Board resolved via Circular Resolution of 21 August 2024 the following

1.1. NAWMA Charter Amendment

That the Board notes and approves the three (3) further amendments to the NAWMA Charter as outlined in the body of the Report, and recommends to Constituent Councils that these amendments are considered in conjunction with the previously advised amendments for final approval.

Carried by majority

In addition to those amendments outlined in the correspondence dated 31 July 2024, the following amendments have been endorsed by the NAWMA Board:

Box 10 MDC, Edinburgh North SA 5113
Phone (08) 8259 2100
www.nawma.sa.gov.au

Clause	Existing Wording	Amendment	Notes
NEW CLAUSE	No Clause exists in newly updated Charter.	The Authority will enter into a service agreement with each of the Constituent Councils in a form and upon terms and conditions agreed by each Constituent Council.	Inserted as Clause 17.21. This Clause exists in the current NAWMA Charter and will remain in the newly updated Charter. This was omitted only by administrative oversight in V1 of the modernised Charter. No discussion was had by the NAWMA Board or Management to remove this Clause.
18.7	The annual contribution will be paid in advance by monthly instalments by each Constituent Council.	The annual contribution will be paid in arrears by monthly instalments by each Constituent Council.	Change to correct process only (in arrears is what occurs currently and works well for NAWMA and Constituent Councils).
19.3	The Authority must, in the acquisition or disposal of assets, comply with any relevant policy adopted by the Board, in particular in accordance with clause 12.2 of this Charter	The Authority must, in the acquisition or disposal of assets, comply with any relevant policy adopted by the Board, in particular in accordance with clause 11.2 of this Charter	Change to correct numbering only.

For the avoidance of confusion these three (3) amendments (in green), in addition to those provided in the correspondence of 31 July 2024 (in yellow), are highlighted in the amended version of the Charter appended to this letter.

We respectfully ask that Council consider the amended version of the NAWMA Charter by **31 August 2024** (if possible), by way of return formal correspondence to myself. Following unanimous support from all three (3) Constituent Councils, the amended version of the Charter (endorsed by the NAWMA Board) will be submitted to SA Government Gazette in accordance with the Clause 4.4 of the Charter. A finalised and updated version of the Charter will be provided to Constituent Councils for their records at this time.

Should you have any questions with regard to anything contained in this letter, please reach out to either myself directly (g.dooley@nawma.sa.gov.au) or NAWMA's Chief Executive Officer Toby Terlet (t.terlet@nawma.sa.gov.au).

Yours sincerely



Graham Dooley
Independent Chairperson

Enclosed:

Amended NAWMA Charter (endorsed by NAWMA Board 29 July 2024 and 21 August 2024)

LOCAL GOVERNMENT ACT 1999
NORTHERN ADELAIDE WASTE MANAGEMENT AUTHORITY
CHARTER

The Constituent Councils:

- City of Playford;
- Town of Gawler; and
- City of Salisbury

have established the Northern Adelaide Waste Management Authority (the **Authority**).

The Authority is a regional subsidiary established pursuant to section 43 and Parts 2 and 3 of Schedule 2 to the *Local Government Act 1999* (the **Act**) for the purposes of providing and exploring options to deliver waste management and recycling services to the Constituent Councils (and beyond in the circumstances provided for in this Charter) in accordance with the objects, functions and powers conferred by this Charter.

PART 1 - GENERAL

1. DICTIONARY

1.1 In this Charter:

Act means the *Local Government Act 1999*;

Annual Plan means an Annual Plan that conforms to Part 3 of this Charter and most recently adopted by the Board;

Authority means the Northern Adelaide Waste Management Authority;

Board means the Board of Management of the Authority;

Board Member means at any time a member of the Board;

Chief Executive Officer means the Chief Executive Officer (**CEO**) of the Authority and includes a person acting in that office;

Constituent Council means at any time a Constituent Council of the Authority, which, at the date of publication of the notice of amendment of the Charter in the Gazette means the City of Playford, the Town of Gawler and the City of Salisbury;

Deputy Board Member means a deputy for a Board Member, who may act in place of and will have the same powers as, that Board Member, if the Board Member is unable for any reason to be present at a meeting of the Board;

Financial Year means 1 July in each year to 30 June in the subsequent year;

Independent Board Member (which includes the Chair) means a Board Member of the Authority who is not a member of a Constituent Council;

Majority means a majority of the Board Members present at a Board Meeting and entitled to vote, or a majority decision of the whole number of the Constituent Councils as the case may be;

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Schedule of Constituent Councils Interest in Net Assets is the document that reflects the proportionate contribution each Constituent Council has made to the growth of the net assets of the Authority having regard to the proportionate contribution to subscriptions. The Schedule when updated by the Board at the end of each financial year will reflect the proportionate contribution of each Constituent Council since the commencement of the Authority and once accepted by each Constituent Council will be evidence of the agreed proportion of a Constituent Council's interests in the net assets as at 30 June in that year;

Special Decision is defined at clause 10.9 of this Charter; and

Unanimous Decision means a decision in the same terms made by the Constituent Councils (at any one time) voting in the same or substantially the same manner.

2. INTERPRETATION

- 2.1 In this Charter a reference to the approval, consent or agreement of the Constituent Councils requires, unless specified otherwise in this Charter, a Unanimous Decision.
- 2.2 Despite any other provision in this Charter:
 - 2.2.1 the singular includes the plural and vice versa;
 - 2.2.2 words importing a gender include other genders;
 - 2.2.3 words importing natural persons include corporations;
 - 2.2.4 reference to a section(s) is to a section of the Act and includes any section that substantially replaces that section and deals with the same matter; and
 - 2.2.5 headings are for reference and do not affect the construction of this Charter.

3. ABOUT THIS CHARTER

- 3.1 This Charter is the constitution of the Authority.
- 3.2 This Charter binds the Authority and each Constituent Council.
- 3.3 Despite any other provision in this Charter:
 - 3.3.1 if the Act prohibits a thing being done, the thing may not be done;
 - 3.3.2 if the Act requires something to be done, the Board recognises this and the CEO is authorised to take the action necessary to achieve it; and
 - 3.3.3 if a provision of this Charter is or becomes inconsistent with the Act, the provision must, to the extent of the inconsistency, be read down or failing that, be considered to be severed from this Charter.

- 3.4 This Charter may not be amended except as agreed by a Unanimous Decision, evidenced by resolution. An amendment is not effective unless and until notice of it is published in the Gazette.
- 3.5 This Charter may be reviewed by the Constituent Councils at any time but must be reviewed as required by the Act.
- 3.6 This Charter must be read in conjunction with Parts 2 and 3 of Schedule 2 to the Act and the Authority shall conduct its affairs in accordance therewith, except as modified by this Charter (where such modification is permitted by Schedule 2 to the Act).

PART 2 – GOVERNANCE

4. THE AUTHORITY

- 4.1 The Authority is a body corporate in the nature of a regional subsidiary established under the Act.
- 4.2 The principal office the Authority is 71 – 75 Woomera Avenue, Edinburgh, or as the Board may determine otherwise.
- 4.3 If the Authority engages in any commercial activity which constitutes a significant business activity of the Authority, it will assess that activity as required and, as necessary, will apply relevant principles of competitive neutrality.

5. PURPOSE AND FUNCTIONS

- 5.1 The Authority is established for the purpose of managing waste, including by receiving, processing and disposing of recyclable and other waste materials collected, primarily, within the areas of the Constituent Councils and has the following functions in this regard:
 - 5.1.1 to operate or obtain services for the collection of waste on behalf of the Constituent Councils and/or other approved councils;
 - 5.1.2 to provide waste management services whether in or (so far as the Act and this Charter allows) outside the area of any of the Constituent Councils, including waste collection, recycling of organic and inorganic materials and disposal of waste;
 - 5.1.3 to undertake management and collection of waste (in accordance with regulatory approvals) and kerbside materials recovery, on behalf of the Constituent Councils (and/or other approved councils) in an environmentally responsible, effective, efficient, economic and competitive manner;
 - 5.1.4 to enter into or engage in any waste related project approved in the Business Plan, or otherwise as resolved by Unanimous Decision;
 - 5.1.5 to research, develop and facilitate activities and/or enterprises, of any waste related nature, where the objective is the beneficial and circular use of waste and other resources;
 - 5.1.6 noting that any contract arrangement or other transaction which will incur expenditure by the Authority in excess of \$100, 000 and

which is not referred to in an approved budget and the Business Plan requires a Unanimous Decision;

- 5.2 The following functions may be undertaken by the Authority, but only where required or directed by one or more Constituent Councils and charged directly to the Constituent Council(s) so requiring or directing:
- 5.2.1 promotion of the minimisation of waste;
 - 5.2.2 promotion of the recycling of recyclable materials;
 - 5.2.3 undertaking waste community education programs;
 - 5.2.4 in the common interest of the Constituent Council(s), liaising with other councils, the State of South Australia and the Commonwealth of Australia and their respective instrumentalities in relation to waste management;
 - 5.2.5 providing a representative to any statutory board or statutory committee concerned with waste;
 - 5.2.6 making application for grants and other funding from the State of South Australia and the Commonwealth of Australia and their respective instrumentalities for the purposes of the Authority;
 - 5.2.7 keeping the Constituent Councils informed about emerging opportunities, trends or issues in waste management;
 - 5.2.8 undertaking activities which result in a beneficial use of waste, including the investigation and preparation of a Business Plan with respect to alternative methods of disposing of waste;
 - 5.2.9 entering into or engaging in any waste related project where approved in the Business Plan;
 - 5.2.10 conducting all activities in a manner which complies with all regulatory requirements and minimises risks to the Constituent Councils;
 - 5.2.11 performing and/or monitoring the effectiveness and application of funding arrangements agreed by the Constituent Councils for waste management;
 - 5.2.12 being fully self-funding to the extent that this can be achieved; and
 - 5.2.13 providing a forum for discussion and consideration of topics relating to responsibilities to manage waste particularly in the area of the Constituent Councils and/or other approved councils;

6. POWERS

- 6.1 The powers, functions and duties of the Authority are to be exercised in the performance and furtherance of its objects and purposes.
- 6.2 The Authority has the following powers, functions and duties;
 - 6.2.1 subject to clause 6.3, to purchase, sell, lease, hire rent or otherwise acquire or dispose of any real property or interests;

- 6.2.2 to institute, initiate and carry out legal proceedings provided that any litigation is subject to an immediate urgent report to the Constituent Councils by the CEO;
- 6.2.3 subject to clause 6.3, to enter into any kind of contract or arrangement;
- 6.2.4 to borrow funds and incur expenditure in accordance with clause 6.3;
- 6.2.5 to enter into agreements with the Constituent Councils or any other person, body or council for the purpose of the collection, treatment, recycling and disposal of waste and operating and managing transfer stations and other sites in and outside the areas of the Constituent Councils for the treatment, recycling and disposal of waste;
- 6.2.6 to raise finance for all purposes relating to the collection, treatment, recycling and disposal of waste;
- 6.2.7 to determine the types of waste which will be collected or received and the method of collection, treatment, recycling and disposal thereof;
- 6.2.8 subject to clause 6.3, to engage in any waste related project and to research, develop and facilitate activities or enterprises, of a waste related nature, the objective of which is to result in a beneficial and circular use of waste and other resources;
- 6.2.9 subject to clause 6.3, to undertake a project in conjunction with any council or government agency or authority and in doing so to participate in the formation of a trust, partnership or joint venture with any council or government agency or authority to give effect to the project;
- 6.2.10 to employ, engage, determine the conditions of employment / engagement, remunerate, remove, suspend or dismiss / terminate the CEO of the Authority;
- 6.2.11 to open and operate bank accounts;
- 6.2.12 to make submissions for and accept grants, subsidies and contributions to further its objects and purposes;
- 6.2.13 to charge whatever fees the Authority considers appropriate for services rendered to any person, body or council (other than a Constituent Council) provided that such fees charged by the Authority shall be sufficient to at least cover the cost of the Authority of providing the services;
- 6.2.14 to charge the Constituent Councils fees for services that (as a minimum) cover the cost to the Authority of providing the services;
- 6.2.15 to accumulate surplus funds for investment purposes;
- 6.2.16 to distribute all or any surplus funds and/or make payment of a

dividend to the Constituent Councils provided that such distribution or payment will be made to the Constituent Councils in the proportions of their equitable interest in the Authority as set out in clause 18.12;

6.2.17 to invest any funds of the Authority in any investment authorised by the Local Government Finance Authority provided that;

(a) in exercising this power of investment, the Authority must exercise the care, diligence and skill that a prudent person of business would exercise in managing the affairs of other persons; and

(b) investments that are speculative or hazardous in nature are avoided;

6.2.18 to employ, engage or retain professional advisers to the Authority;

6.2.19 to establish reserve fund(s) clearly identified for the upkeep and/or replacement of fixed assets of the Authority or for meeting any deferred liability of the Authority;

Borrowings and Expenditure

6.3 The Authority has the power to incur expenditure:

6.3.1 in accordance with a budget adopted by the Authority and approved by the Constituent Councils as required by the Act and/or this Charter; or

6.3.2 with the prior approval of all of the Constituent Councils; or

6.3.3 in accordance with the Act, and

6.3.4 in respect of expenditure not contained in the budget adopted by the Authority and approved by the Constituent Councils as required by the Act and/or this Charter, for a purpose of genuine emergency or hardship;

6.4 Unless otherwise approved by all of the Constituent Councils, all borrowings by the Authority;

6.4.1 must be from the Local Government Financial Authority or a registered bank or financial institution within Australia; and

6.4.2 must be drawn down within a period of 24 months from the date of the approval; and

6.4.3 must not be used for the purpose of funding operational costs.

7. ACTING OUTSIDE AREAS OF CONSTITUENT COUNCILS

For the avoidance of doubt, the Authority may undertake its activities outside the areas of the Constituent Councils but only where such activities have been approved by the Constituent Councils as being necessary, expedient and/or beneficial to the performance by the Authority of its functions and the activity is included in the Business Plan of the Authority.

8. POWER OF DELEGATION

- 8.1 The Authority may delegate a power or function conferred on it in accordance with clause 36 of Part 3 of Schedule 2 of the Act.
- 8.2 The Authority may not delegate the following powers or functions:
 - 8.2.1 to impose charges;
 - 8.2.2 to enter into transactions in excess of \$100,000 unless authorised in an Annual Plan;
 - 8.2.3 to borrow money or obtain any other form of financial accommodation unless authorised in an Annual Plan;
 - 8.2.4 to approve expenditure of money on the works, services or operations of the Authority not set out in a Budget approved by the Authority or, where required by this Charter, approved by the Constituent Councils;
 - 8.2.5 to approve the reimbursement of expenses or payment of allowances to members of the Board;
 - 8.2.6 to adopt or revise a Budget;
 - 8.2.7 to adopt or revise an Annual Plan;
 - 8.2.8 to adopt or revise a Business Plan (or any component thereof);
 - 8.2.9 to adopt or revise financial estimates and reports; and/or
 - 8.2.10 to make any application or recommendation to the Minister.

9. GUIDING PRINCIPLES

The Authority must, in the performance of its functions and in all of its plans, policies and activities, give due weight to economic, social and environmental considerations.

10. CONSTITUENT COUNCILS

Incoming Constituent Councils

- 10.1 A council may, subject to Ministerial approval, become a Constituent Council if:
 - 10.1.1 it makes written application to become a Constituent Council and agrees to be bound by this Charter; and
 - 10.1.2 subject to the Constituent Councils seeking and considering the views of the Board on the written application received; and
 - 10.1.3 by Unanimous Decision, evidenced by resolution, the Constituent Councils approve the application and agree to revise the proportionate contribution under the Schedule of Constituent Councils Interest in Net Assets

- 10.2 The incoming Constituent Council agrees to:
- 10.2.1 pay any joining fee or other payment as may be required by the Board; and
 - 10.2.2 be jointly and severally liable with the other Constituent Councils for the debts and the liabilities of the Authority whether incurred before or after the date it becomes a Constituent Council or as otherwise agreed; and
 - 10.2.3 be bound by any decision made or step taken by the Board in the affairs of the Authority before it became a Constituent Council.

Outgoing Constituent Councils

- 10.3 A Constituent Council may resign its membership of the Authority if and only if:
- 10.3.1 it gives at least six (6) months written notice of resignation to each Constituent Council, which notice is effective on 30 June next after the expiry of that period; and
 - 10.3.2 the Board approves the resignation by Majority; and
 - 10.3.3 the Minister approves.
- 10.4 A former Constituent Council remains liable to contribute to the debts and liabilities of the Authority incurred while it was a Constituent Council including by contributing to the depreciated value of any asset acquired during that time and for a share of any future losses from any contract(s) entered into whilst it was a Constituent Council until the conclusion of the contract(s) in question.
- 10.5 A former Constituent Council:
- 10.5.1 must indemnify the remaining Constituent Councils for all liabilities of the Authority caused or arising prior to its withdrawal taking effect; and
 - 10.5.2 the indemnity is in the same proportion as the withdrawing Council's interest in the Schedule of Constituent Councils Interest in Net Assets at the date the withdrawal takes effect; and
 - 10.5.3 upon withdrawal taking effect, will be entitled to be paid not more than 80% of its interest in the Schedule of Constituent Councils Interest in Net Assets. The withdrawing Constituent Council will be entitled to receive that sum by equal quarterly instalments to be paid over a period of two (2) years with the first instalment being due on 1 January following the date of the withdrawal taking effect.

No Transfer of Membership

- 10.6 Membership of the Authority is personal to the Constituent Council and is not transferable.

Evidence of Direction by Constituent Councils

- 10.7 To be effective, a direction of the Constituent Councils for the purposes of clause 26 of Part 2 of Schedule 2 to the Act, must be evidenced by a minute signed by the Chief Executive Officer of each of the Constituent Councils as a true and accurate record of the applicable decision made by the delegate, or at a Council meeting.

Special Decisions of The Authority

- 10.8 Neither the Authority, nor any person on its behalf, may give effect to a Special Decision unless there is a Unanimous Decision of the Constituent Councils, evidenced by resolution, in favour of the Special Decision.
- 10.9 For these purposes, a Special Decision means any of the following:
- 10.9.1 to any extent not provided for in a Business Plan or Annual Plan and Budget:
- (i) a call on Constituent Councils to contribute funds;
 - (ii) to grant or to vary a guarantee/indemnity of the obligations of another person;
 - (iii) obtaining credit except in the ordinary course of the activities of the Authority;
 - (iv) acquiring (by purchase or finance lease) a capital asset; or
 - (v) disposal of a capital asset except at the end of its effective life.
- 10.10 The Authority must promptly give effect to a Special Decision made in accordance with this clause.

11. BOARD OF MANAGEMENT

The Authority is governed by a Board of Management which is responsible for managing the business and other affairs of the Authority and ensuring that the Authority acts in accordance with the Act, this Charter and any delegations to it.

Functions of The Board

- 11.1 The functions of the Board are to:
- 11.1.1 formulate plans and strategies aimed at improving the business of the Authority;
 - 11.1.2 provide professional input and policy direction to the Authority;
 - 11.1.3 monitor, oversee and measure the performance of the CEO;
 - 11.1.4 assist in the development of the Business Plan and Strategic Plans, including Asset Management Plan and Long-Term Financial Plan;
 - 11.1.5 exercise the care, diligence and skill that a prudent person of business would exercise in managing the affairs of other persons; and

- 11.1.6 ensure that the Constituent Councils are advised, as soon as practicable, of any material development that affects the financial or operating capacity of the Authority and/or gives rise to any significant financial risk to the Constituent Councils

Board Policies and Codes

- 11.2 The Board must prepare, adopt, ensure compliance with and thereafter keep under review policies on:
 - 11.2.1 procedures for meetings of the Board;
 - 11.2.2 contracts and tenders in a manner that is consistent with section 49 of the Act;
 - 11.2.3 public consultation/engagement as would conform to section 50 of the Act;
 - 11.2.4 a Code of Conduct to be observed by Board Members;
 - 11.2.5 governance including as concerns:
 - (i) the operation of any financial account;
 - (ii) human resource management;
 - (iii) improper assistance to a prospective contract party;
 - (iv) unsolicited bids;
 - (v) improper offering of inducements to Board Members or to staff of the Authority; and
 - (vi) improper lobbying of Board Members or staff of the Authority; and
 - 11.2.5 workplace health and safety;
 - 11.2.6 protection of the environment.

Board Meetings

11.3 The Board will determine procedures to apply in relation to its meetings, which it will set out on in a document known as the *Code of Practice – Meeting Procedures*, as adopted and varied from time to time by resolution of the Board.

11.4 Chapter 6, Part 3 of the Act does not apply to the Authority. Meetings of the Board are not open to the public unless the Board otherwise resolves.

11.5 Chapter 6, Part 4 of the Act does not apply to the Authority. The Agenda, Agenda Reports and Minutes of all Board meetings will be confidential and not available for public inspection unless the Board otherwise resolves.

Quorum

- 11.6 The quorum for a meeting of the Board is one-half of the number of Board Members in office, ignoring any fraction, plus one.

12. BOARD MEMBERS

Appointment of Board Members –

- 12.1 The Board shall consist of ten (10) Board Members each of whom will be appointed for a two (2) year term as follows:
- 12.1.1 three (3) persons appointed by each Constituent Council and who, in the opinion of the Council, have Relevant Expertise and any of whom is an elected member or officer of the Council at the time of their appointment must remain an elected member or officer of the appointing Council for the duration of the term of their appointment; and
 - 12.1.2 one (1) independent person appointed by resolution by Majority of the Constituent Councils (and at the expiration of the term, is eligible for re-appointment) who is not an officer or elected member of any Constituent Council, but who is considered by the Constituent Councils, to have expertise in a field or discipline relevant to the activities of the Authority and who, upon appointment, will be the Chair of the Authority.
- 12.2 Each Constituent Council must give to the Authority written notice of its appointment of its three (3) Board Members and written confirmation of its agreement (or otherwise) with the proposed appointment of the independent appointments under clauses 12.1.2.
- 12.3 Each Constituent Council must appoint two persons as Deputy Board Members for such term as determined by that Constituent Council.
- 12.4 The Deputy Board Members may act in place of and have the same powers as that Constituent Council's Board Members where the Board Member is unable for any reason to be present at a meeting of the Board.
- 12.5 If, at any time, a Deputy Board Member is removed from their office pursuant to this Charter, the Constituent Council must appoint another Deputy Board Member.
- 12.6 'Relevant Expertise' for the purposes of this clause is knowledge or experience in any one or more of:
- 12.6.1 waste management;
 - 12.6.2 marketing/public relations;
 - 12.6.3 finance;
 - 12.6.4 legal/governance; and/or
 - 12.6.5 business.

Removal of Board Members

- 12.7 Neither the Authority or the Board may remove a Board Member.
- 12.8 A Constituent Council which appointed a person as a Board Member under clause 12.1.1 may remove that person from office by giving to the

- Authority written notice of removal of the Board Member, signed by the Chief Executive Officer of the Constituent Council.
- 12.9 The Chair may be removed by a decision, evidenced by resolution, of a Majority of the Constituent Councils.
- 12.10 The Board may recommend to the Constituent Councils, that the appointment of a Board Member be terminated in the event of:
- 12.10.1 behaviour of the Board Member which in the opinion of the Board amounts to impropriety;
 - 12.10.2 serious neglect of duty in attending to the responsibilities of the Board Member;
 - 12.10.3 breach of fiduciary duty to the Board;
 - 12.10.4 breach of the duty of confidentiality to the Board;
 - 12.10.5 breach of the conflict of interest provisions of the Act or the rules of the Board; or
 - 12.10.6 any other behaviour which may discredit the Board.
- 12.11 The office of a Board Member will become vacant:
- 12.11.1 in accordance with clause 20(3) of Part 2 of Schedule 2 to the Act; or
 - 12.11.2 in the case of a Board Member appointed by a Constituent Council under clause 12.1.1, where that Constituent Council resolves to remove the Board Member from the Board; or
 - 12.11.3 was appointed by a Constituent Council, which ceases to be a Constituent Council.
- 12.12 Where a casual vacancy arises in the office of a Board Member, it will be filled in the same manner as the original appointment to that office, for the balance of the term.

Remuneration and Expenses of Board Members

- 12.13 The Chair is entitled to remuneration, as set by the Board.
- 12.14 In its absolute discretion, the Board may determine to pay any Board Member's travelling and other expenses incurred in connection with the Authority's business.

Board Members Conflict of Interest

- 12.15 By operation of section 75D of the Act, the conflict of interest provisions at Chapter 5, Part 4, Division 1 of the Act apply to Board Members as if they were a member of a council.

Board Members Duties of Care

- 12.16 Clause 23 (*care and diligence*) of Part 2 and clause 34 (*honesty, use of information, use of position*) of Part 3 of Schedule 2 to the Act, set out the statutory duties that apply to a Board Member.

Board Duties to the Authority

- 12.17 The Board must ensure:
- 12.17.1 that the Authority acts in accordance with applicable laws, mandatory codes of practice, this Charter, policies of the Authority, the Business Plan, Annual Plan and any Strategic Plans and achieves the financial outcomes projected in its Budget;
 - 12.17.2 that the Authority acts ethically and with integrity;
 - 12.17.3 that the activities of the Authority are conducted efficiently and effectively and that any assets of the Authority are appropriately managed and maintained; and
 - 12.17.4 that, subject to any duty of confidence, the affairs of the Authority are undertaken in an open and transparent manner.

Committees of Board Members

- 12.18 The Board may establish a committee, the membership of which will be at the absolute discretion of the Board, for the purpose of enquiring into and reporting to the Board on any matter within the Authority's functions and powers and as detailed in the terms of reference adopted by the Board for the committee.
- 12.19 At the absolute discretion of the Board, and subject to clause 8 of this Charter, the committee may be delegated power to make certain decisions, on behalf of the Board, for matters that fall within the powers and functions of the Authority.
- 12.20 Any such delegated authority of the committee to make decisions will be set out in the terms of reference adopted by the Board for the committee.
- 12.21 A member of a committee established under this clause holds office at the pleasure of the Board.
- 12.22 For the avoidance of doubt, a Board Member, Deputy Board Member or nominee of the CEO of a Constituent Council may be appointed by the Board as a member of a committee established under this clause.

13. CHAIR

- 13.1 At all times, the Authority must have a Chair, who will be the independent Board Member appointed under subclause 12.1.2.
- 13.2 The Chair's functions are:
- 13.2.1 to preside at all meetings of the Board; and
 - 13.2.2 as an *ex officio* member and chair of all committees established by the Board; and
 - 13.2.3 to represent the Authority in relations with the media and the public generally; and
 - 13.2.4 to exercise other functions as the Board determines.

14. DEPUTY CHAIR

- 14.1 At all times, the Authority must have a Deputy Chair, who must be a Board Member.
- 14.2 The Board appoints the Deputy Chair and may at any time remove the Deputy Chair and appoint a replacement Deputy Chair.
- 14.3 The Deputy Chair's functions are:
 - 14.3.1 to assist the Chair; and
 - 14.3.2 to exercise the Chair's functions whenever the Chair is unable to do so.
- 14.4 The Chair shall preside at all meetings of the Board. Where the Chair is not present at a meeting of the Board for any reason, the Deputy Chair shall preside. Where the Deputy Chair is absent, the other Board Members present shall choose a person from amongst them to chair the meeting or until the Chair or the Deputy Chair are in attendance.

15. CHIEF EXECUTIVE OFFICER (CEO)

- 15.1 The Board must appoint a CEO of the Authority on a fixed term performance-based employment contract, which does not exceed five (5) years in duration, to manage the business of the Authority on terms agreed between the CEO and the Board.
- 15.2 The CEO is responsible to the Board for the execution of all lawful decisions made by the Board and for the efficient and effective management of the Authority.
- 15.3 The CEO is responsible (within budgetary constraints set by the Board and with regard to Awards, standards and requirements appropriate to the position) for employing, remunerating, managing, suspending and dismissing other staff of the Authority.
- 15.4 The CEO is subject to the same legislative responsibilities and duties as a chief executive officer of a council including, but not limited to those matters set out at Parts 1 - 3 of Chapter 7 of the Act and must comply with the *Employee Integrity* provisions, including but not limited the submission of a primary and ordinary return under Part 4 of Chapter 7.
- 15.5 The Board may delegate to the CEO any of the powers and functions that the Board can exercise, where they are not restricted from delegation by the Act or this Charter.

16. STAFF

- 16.1 In addition to a CEO, the Authority may employ other staff, subject to the Board making appropriate financial provision.
- 16.2 The Board and any Constituent Council may arrange for staff of the Constituent Council to be available in connection with the Authority's affairs for such remuneration (if any) as those parties may agree.
- 16.3 All staff of the Authority (including any persons made available by a Constituent Council) are subject to the direction and control of the CEO.

PART 3 – FINANCIAL AND BUSINESS REQUIREMENTS

17 MANAGEMENT

Financial Management

- 17.1 The Authority shall keep its financial statements in accordance with the requirements of the *Local Government (Financial Management) Regulations 2011*.
- 17.2 The Board will, at the end of each financial year prepare a schedule of assets and liabilities. In addition, the Board must maintain the record known as the *Schedule of Constituent Council's Interest in Net Assets* which will reflect the proportionate contribution that each Constituent Council has made to the growth of the net assets of the Authority having regard to the proportionate contribution to subscriptions.
- 17.3 The Schedule, when updated by the Board at the end of each financial year, will reflect the proportionate contribution of each Constituent Council since the commencement of the Authority and once accepted by each Constituent Council will be evidence of the agreed proportion of a Constituent Council's interests in the net assets as at 30 June in that year.

Common Seal

- 17.4 The Authority shall have a common seal which may be affixed to documents and must be attested to by the signatures of two Board Members.
- 17.5 The common seal must not be affixed to a document except in pursuance of a decision of the Board. The CEO will maintain a register which records the resolutions of the Board giving authority or providing support for the affixation of the common seal and details of the documents to which the common seal has been affixed with the particulars of the Board Members who attested to the fixing of the seal and the date thereof.

Audit

- 17.6 The Authority shall appoint an auditor in accordance with the *Local Government (Financial Management) Regulations 2011*, on terms and conditions set by the Board.
- 17.7 The Auditor will have the same powers and responsibilities as set out in the Act, in relation to a council.
- 17.8 The Authority must establish an Audit Committee which will comprise of

five (5) members as follows:

- 17.8.1 a person, who will be the Chair, appointed by Majority of the Constituent Councils, evidenced by resolution, and who is not an officer or member, of a Constituent Council or a Member of the Board,
- 17.8.2 two (2) persons appointed by Majority of the Constituent Councils, evidenced by resolution, and who is not an officer or member, of a Constituent Council or a Member of the Board; and;
- 17.8.3 two (2) persons appointed by Majority of the Constituent Councils, as evidenced by resolution, and who are not an officer or member of a Constituent Council or a Member of the Board and who are; considered to have experience relevant to the functions of the Authority or, financial experience relevant to the functions of the Audit Committee.

Business Plan

17.9 The Authority must:

- 17.9.1 prepare a ten (10) year Business Plan, in consultation with the Constituent Councils which cannot be in conflict with this Charter; and
 - 17.9.2 prepare a ten (10) year Long-Term Financial Plan (which must include principles detailing the actual distribution of overheads between the Constituent Councils and any other matter required by the Constituent Councils or determined by the Board to be included); and
 - 17.9.3 prepare an Asset Management Plan.
- 17.10 The Long Term Financial and Asset Management Plans form part of the Business Plan.
- 17.11 The Authority must review the Business Plan annually, in consultation with the Constituent Councils.
- 17.12 In preparing and reviewing the Business Plan, the Authority must address or include any other matter prescribed by the Constituent Councils or determined to be relevant by the Board.

Annual Plan

- 17.13 The Authority must, for each Financial Year, have an Annual Plan which supports and informs its Budget. The Annual Plan must:
- 17.13.1 include an outline of the Authority's objectives for the Financial Year, the activities that the Authority intends to undertake to achieve those objectives and the measures that the Authority intends to use to assess its performance against its objectives over the financial year;
 - 17.13.2 assess the financial requirements of the Authority for the Financial Year and, taking those requirements into account, set

out a summary of the Authority's proposed operating expenditure, capital expenditure and sources of revenue;

- 17.13.3 consider the objectives set out in the Business Plan and, in particular, the Long-Term Financial Plan and issues relevant to the management of assets and resources by the Authority;
 - 17.13.4 set out proposals for the recovery of overheads over the Financial Year from the Constituent Councils; and
 - 17.13.5 address or include any other matter prescribed by the Constituent Councils or determined to be relevant by the Board.
- 17.14 An adopted Annual Plan binds the Authority and is the basis upon which the Budget is prepared.
- 17.15 The draft Annual Plan must be referred to the Constituent Councils with sufficient time to receive any comments from them for consideration by the Board at the time it is considered by the Board for adoption.

Annual Budget

- 17.16 The Authority shall, after 31 May but before the end of June in each Financial Year, prepare (in a manner consistent with its Annual Plan) and adopt a Budget for the ensuing Financial Year in accordance with the Act.
- 17.17 The draft annual Budget must be referred to Constituent Councils with sufficient time to receive any comments from the Councils for consideration by the Board at the time it is considered by the Board for adoption.
- 17.18 The Authority must provide a copy of its Budget to the Constituent Councils within five (5) business days after adoption by the Board.
- 17.19 Reports summarising the financial position and performance of the Authority against the annual Budget must be prepared and presented to the Board at each Board meeting and copies provided to the Constituent Councils within five (5) days of the Board meeting to which they have been presented.
- 17.20 Subject to any other provision of this Charter, an adopted Budget binds the Authority and is authority for the Authority to perform work, incur debts and meet obligations according to its terms without the need for any further approval of the Constituent Councils.

Service Agreement

- 17.21 The Authority will enter into a Service Agreement with each of the Constituent Councils in a form and upon terms and conditions agreed by each Constituent Council.

18. FUNDING

- 18.1 The Constituent Councils share in the liabilities of the Authority in accordance with their respective interest in the Authority under the Schedule of Constituent Councils Interest in Net Assets.

- 18.2 The Board is responsible to provide the Constituent Councils with sufficient information for each to ascertain the level of and to understand the reasons behind, the funding required in the next Financial Year through the Business Plan and the Annual Budget.
- 18.3 The Board will annually determine the funds required by the Authority to enable it to function in accordance with this Charter.
- 18.4 Subject to all of the Constituent Councils approving the Annual Budget, the Constituent Councils shall contribute the funds requested by the Board in the Annual Budget.
- 18.5 The Board may during any Financial Year for purposes of genuine emergency or hardship determine that additional funds are required for the continuing function of the Authority.
- 18.6 The Board must obtain a Unanimous Decision from the Constituent Councils regarding the need for additional funds, before the Constituent Councils will be obliged to meet any request for additional funds.
- 18.7 The annual contribution will be paid in arrears by monthly instalments by each Constituent Council.**
- 18.8 Additional contributions (if any) will be paid by each Constituent Council in the proportions attributable as set out in clause 18.1 and in the manner and at the time determined by the Board.
- 18.9 The Board is accountable to the Constituent Councils, individually and collectively, to ensure that the Authority functions in accordance with its Business Plan and approved Budget.
- 18.10 The Authority must use contributions received from a Constituent Council only for the purposes of an activity set out in the Budget.
- 18.11 If a Constituent Council (the Defaulter) fails to pay its full contribution when due, following the expiration of fourteen (14) days' notice in writing being given:
- 18.11.1 the Defaulter must pay to the Authority interest on that amount at the official Reserve Bank Cash Rate Target plus 10% per annum from the due date to the date of actual payment;
 - 18.11.2 the Authority may recover that amount and that interest from the Defaulter as a debt;
 - 18.11.3 the Authority may, without prejudicing its other rights, set off any moneys otherwise payable by the Authority to the Defaulter against that amount and interest; and
 - 18.11.4 if the default continues beyond the expiration of the fourteen (14) days' notice in writing having been delivered:
 - (i) the Authority must notify all Constituent Councils (including the Defaulter) of the fact and details of the default; and
 - (ii) Constituent Councils, other than the Defaulter, must together lend to the Authority an amount equal to the

amount not paid by the Defaulter, in such proportions as they may agree, or failing agreement, in the proportion of the Schedule of Constituent Councils Interest in Net Assets of those Constituent Councils making such loan, for repayment when and to the extent the Defaulter makes good the contribution and accrued interest.

Distributions to Constituent Councils

- 18.12 The Authority must pay or credit surplus funds to the Constituent Councils in proportion to their respective interests in the Authority under the Schedule of Constituent Councils Interest in Net Assets, to the extent the Board determines the Authority can afford to pay, having regard to future expenditure that the Business Plan anticipates will be incurred.
- 18.13 If the Board determines that the Authority needs to fund an operating shortfall or loss, the Constituent Councils will be charged in proportion to the Schedule of Constituent Councils Interest in Net Assets.

Contributions on Insolvency

- 18.14 On the insolvency of the Authority each Constituent Council must contribute in proportion to its interest in the Schedule of Constituent Councils Interest in Net Assets to the debts and liabilities of the Authority and otherwise as incurred while the Constituent Council is a Constituent Council.

19. ASSETS

Acquisition of Assets

- 19.1 The Authority may in accordance with this Charter acquire such assets (real or personal) as its Business Plan provides or otherwise pursuant to a Unanimous Decision of the Constituent Councils.

Disposal of Assets

- 19.2 The Authority may dispose of assets as its Business Plan provides, or at the end of the asset's economic life.
- 19.3 **The Authority must, in the acquisition or disposal of assets, comply with any relevant policy adopted by the Board, in particular in accordance with clause 11.2 of this Charter**

20. INVESTMENTS

- 20.1 In accordance with its Business Plan and Budget the Authority may invest in:
 - 20.1.1 waste management infrastructure and ancillary land;
 - 20.1.2 plant and equipment to store, transfer and/or treat waste;
 - 20.1.3 plant and equipment to transport waste from properties to an appropriate place of storage and/or disposal; and
 - 20.1.4 cash on interest-bearing deposit with any bank.

21. INSURANCE

- 21.1 Unless the Authority otherwise determines to explore other market opportunities, the Authority shall register with the Local Government Mutual Liability Scheme and the Local Government Workers Compensation Scheme and comply with the Rules of those Schemes.
- 21.2 The Authority shall advise the Local Government Risk Management Services of its insurance requirements relating to the Local Government Special Risks including buildings, structures, vehicles and equipment under the management, care and control of the Authority.
- 21.3 The Authority shall register with the Local Government Superannuation Scheme and comply with the Rules of that Scheme (where applicable).

22. ACCOUNTING RECORDS

- 22.1 The Authority must comply with section 124 of the Act as if the Authority were a council.
- 22.2 The Authority must keep accounting records in relation to services in such manner as will enable the calculation of Constituent Council contributions to, expenditure on and revenue from, that service separately.

23. ACCESS TO DOCUMENTS

Access to Records

- 23.1 A Constituent Council and a Board Member each has a right to inspect and to take copies of the books and records of the Authority for any proper purpose being a purpose related to the lawful duties and obligations of the Constituent Council or Board Member, as the case may be.
- 23.2 In the first instance 'proper purpose' will be determined by the CEO. If there is a dispute as to whether a proper purpose has been established, the Board will determine whether access to the records is to be granted.
- 23.3 Unless the access is required for an urgent purpose, the Constituent Council or Board Member is required to provide reasonable notice, in writing, addressed to the CEO regarding the request for access and the proper purpose for which access is required.
- 23.4 The CEO, or delegate providing access, may indicate to the Constituent Council or Board Member that information contained in the document is, or should be, considered confidential.
- 23.5 The CEO may require the Constituent Council or Board Member to pay the Authority's reasonable costs in complying with such a request. If there is a dispute as to the reasonable costs sought by the Authority, the Board will determine the reasonable costs payable for access to records (if any).
- 23.6 The Constituent Council or Board Member must not make improper use of the information acquired by accessing records.

Board Reports

- 23.7 The Authority must provide Board reports to the Board Members and Constituent Councils in accordance with this Charter and otherwise at such times, in such format and with such content as the Board may determine.

Annual Reports

- 23.8 Clause 28, Part 2, of Schedule 2 to the Act requires the Authority to furnish an Annual Report to the Constituent Councils.
- 23.9 The Annual Report will be in such format and include such content as required by law and otherwise as the Constituent Councils may determine by Majority, as evidenced by resolution.
- 23.10 The Annual Report must be delivered to the Constituent Councils on or before 30 September in each year subsequent to the Financial Year to which the report relates.

24. DISPUTE RESOLUTION

The procedure in this clause must be applied to any dispute that arises between the Authority and a Constituent Council concerning the affairs of the Authority, or between Constituent Councils concerning the affairs of the Authority, including as to the meaning or effect of this Charter.

- 24.1 The Authority and a Constituent Council must continue to observe and perform this Charter despite the dispute.
- 24.2 This clause does not prejudice the right of a party:
 - (a) to require the continuing observance and performance of this Charter by all parties; or
 - (b) to institute proceedings to enforce payment due under this Charter or to seek injunctive relief to prevent immediate and irreparable harm.
- 24.3 Subject to this clause, a dispute must not be the subject of legal proceedings between any of the parties in dispute. If legal proceedings are initiated or continued in breach of this provision, a party to the dispute is entitled to apply for and be granted an order of the court adjourning those proceedings pending completion of the procedure set out in this clause.

Step 1: Notice of dispute:

- 24.4 A party to the dispute must promptly notify each other party to the dispute:
 - (i) of the nature of the dispute, giving reasonable details; and
 - (ii) what action (if any) the party giving notice thinks will resolve the dispute; but a failure to give such notice does not entitle any other party to damages.

Step 2: Meeting of the parties:

- 24.5 A party to the dispute which complies with the previous step may at the same, or a later time, notify in writing each other party to the dispute that the first party requires a meeting within fourteen business days after the giving of such notice.
- 24.6 In that case, each party to the dispute must send to the meeting a senior manager of that party (which person for a Constituent Council will be the CEO unless the CEO is a Board member in which case it will be a second

tier officer of the Constituent Council and which person for the Authority will be its CEO or nominee) to resolve the dispute and at the meeting make a good faith attempt to resolve the dispute.

Step 3: Mediation:

- 24.7 A dispute that is not resolved within thirty days must be referred to mediation.
- 24.8 The mediator must be a person agreed by the parties in dispute or, if they cannot agree within fourteen business days, a mediator nominated by the President of the of the South Australian Bar Association (or equivalent officer of any successor organisation).
- 24.9 The role of a mediator is to assist in negotiating a resolution of a dispute. A mediator may not make a decision binding on a party unless that party has so agreed in writing;
- 24.10 The mediation must take place in a location in Adelaide determined by the mediator. A party in dispute must cooperate in arranging and expediting mediation.
- 24.11 A party in dispute must send to the mediation a senior manager with authority to resolve the dispute.
- 24.12 The mediator may exclude lawyers acting for the parties in dispute and may co-opt expert assistance as the mediator thinks fit.
- 24.13 A party in dispute may withdraw from mediation if there is reason to believe the mediator is not acting in confidence, or with good faith or is acting for a purpose other than to resolve the dispute.
- 24.14 Unless otherwise agreed in writing:
- (i) everything that occurs before the mediator is confidential and will occur in closed session;
 - (ii) discussions (including admissions and concessions) are without prejudice and may not be called into evidence in any subsequent arbitration or litigation by a party; and
 - (iii) documents brought into existence specifically for the purpose of the mediation may not be admitted in evidence in any subsequent arbitration or legal proceedings by a party;
- 24.15 The parties in dispute must report back to the mediator within fourteen business days on actions taken, based on the outcome of the mediation.
- 24.16 A party in dispute need not spend more than one day in mediation for a matter under dispute.
- 24.17 A party in dispute must bear an equal share of the costs and expenses of the mediator and otherwise bears their own costs.

Step 4: Arbitration

- 24.18 Despite whether any previous step was taken, a dispute not resolved within 60 days must be referred to arbitration, as to which:

- (i) there must be only one Arbitrator and who is a natural person agreed by the parties or, if they cannot agree within fourteen business days, an Arbitrator nominated by the then Chairperson of The Institute of Arbitrators and Mediators (South Australian Chapter);
- (ii) the arbitration must take place in an agreed location in Adelaide,
- (iii) a party must co-operate in arranging and expositing arbitration;
- (iv) a party must send out to the arbitration a senior manager with authority to resolve the dispute.

24.19 The costs and expenses of the Arbitrator and of each party will be borne as the Arbitrator decides.

Step 5: Expulsion

24.20 If the dispute is unable to be resolved through Arbitration within twelve (12) months of the dispute arising, then, by way of Majority decision, the Constituent Council's each individually and collectively agree that the other Constituent Councils may, by operation of this clause and on behalf of the other Constituent Council, make a request to the Minister, which will be deemed to be an application by that Constituent Council to the Minister to determine that it cease to be a Constituent Council of the Authority.

25. WINDING UP

The Authority may be wound up in circumstances as provided under clause 33(1) of Part 2, of Schedule 2 to the Act.

Winding Up and Statutory Guarantee

25.1 On winding up, the surplus assets or liabilities of the Authority shall be distributed between or become the responsibility of the Constituent Councils in the respective proportions under the Schedule of Constituent Councils Interest in Net Assets.

25.2 If there are insufficient funds to pay all expenses due by the Authority on winding up (or at any other time there are unfunded liabilities which the Authority cannot meet), a call shall be made upon all of the Constituent Councils in proportion to the Schedule of Constituent Councils Interest in Net Assets for the purpose of satisfying their statutory guarantee of the liabilities of the Authority or as otherwise agreed by unanimous decision of the Constituent Councils, evidenced by resolution.

PART 4 – MISCELLANEOUS

26. SERVICE OF DOCUMENTS

26.1 A document to be given by the Authority to a Constituent Council, or by a Constituent Council to the Authority may be given in a manner permitted by section 280 of the Act.

26.2 A written notice given by the Authority to a Constituent Council must be marked, 'Attention: Chief Executive Officer'.

ENDORSED BY NAWMA BOARD

Item 4.1.5FI - Attachment 1 - Updated Charter Approved by NAWMA Board

27. CIRCUMSTANCES NOT PROVIDED FOR

If any circumstances arise about which this Charter is silent, or is incapable of taking effect or being implemented according to its terms, the Board may consider the circumstances and determine the action to be taken.

ENDORSED BY NAWMA BOARD

