



Chief Executive Officer Performance Review Committee

Terms of Reference

PREAMBLE

A Committee of Council may be established by resolution of the Council. A Committee can be established to assist the Council in the performance of its functions, to manage or administer property, facilities or activities on behalf of Council, to inquire into and report to the Council on matters, provide advice to the Council and to exercise, perform or discharge delegated powers, functions or duties.

Pursuant to Section 41(10) of the *Local Government Act 1999* the establishment of a committee does not derogate from the power of the Council to act in a matter.

1. Establishment of the Chief Executive Officer Performance Review Committee

Pursuant to Section 41 of the *Local Government Act 1999* the Council establishes a Committee to be known as the Chief Executive Officer Performance Review Committee (referred to in these Terms of Reference as 'the Committee').

2. Committee Objectives

- 2.1 The objective of the Committee is to provide advice to Council on matters relating to the performance and development of the CEO.
- 2.2 Where the Committee is required to act jointly with or to obtain the concurrence of the CEO in the performance of its functions, the Council expects that both parties will negotiate and consult in good faith to achieve the necessary objectives.

3. Committee Activities

The activities of the Committee include:

- 3.1 In consultation with the CEO, agree upon a suitable independent consultant to assist the Committee with the performance review process;
- 3.2 Undertake the annual performance review of the CEO for the preceding 12 month period, in particular the performance against the agreed performance targets and position description requirements;
- 3.3 In consultation with the CEO, establish suitable Key Performance Indicators (KPI's) for the forthcoming 12 month performance period;
- 3.4 Monitor the progress of the CEO's agreed performance targets for the current 12 month performance period;
- 3.5 Identify development opportunities for the CEO; and
- 3.6 Review the remuneration and conditions of the employment of the CEO.

4. Membership:

- 4.1 The membership of the Committee shall consist of:
 - 4.1.1 the Mayor
 - 4.1.2 the Deputy Mayor
 - 4.1.3 Two (2) Council Members
- 4.2 Members of the Committee will be appointed by Council.
- 4.3 In accordance with the CEO Employment Agreement and unless otherwise negotiated in writing, the Committee shall engage (after consultation with the CEO) an Independent Consultant with the relevant skills and experience, to assist the Committee with the performance review process.

5. Presiding Member of the Committee

The Presiding Member of the Committee will be the Mayor.

6. Term of Office

- 6.1 Elected Members are appointed until the end of the current Council term.
- 6.2 The term of appointment of the Independent Member shall be at the discretion of the elected Committee members.

7. Reporting Responsibilities

For the purposes of Section 41(8) of the Local Government Act 1999, the Committees reporting and accountability requirements are:

- 7.1 The minutes of each Committee meeting will be included in the agenda of the next ordinary meeting of Council;
- 7.2 The Committee will make recommendations to the Council as deemed appropriate on any area within this terms of reference, where in the Committees view, action is required.

8. Confidentiality

The confidential provisions of the *Local Government Act 1999* shall apply to ALL members of the Committee. This in short means that those matters that are deemed to be 'confidential' (which includes the report discussions and any resulting decision) **must remain confidential**, and not to be discussed outside the forum of the Committee Meeting, until the matter is discussed and determined by the Committee.

9. Delegated Authority

- 9.1 The Committee has authority to seek any information it requires in order to perform its duties and to obtain, at the council's expense, (after consultation with the Chief Executive Officer) outside legal or other professional advice on any matter within this Terms of Reference.
- 9.2 The Committee has no direct decision making power and will provide recommendations to the Council on matters for consideration.

10. Conduct and Conflict of Interest of Committee Members

All members of the Committee must comply with the Code of Conduct for Elected Members as per Section 63 (1) of the Local Government Act 1999 and Chapter 5 Part 4 of the Local Government Act 1999 relating to Conduct and Disclosure of Interests.

Members of the Committee must not make improper use of their position to gain (directly or indirectly) an advantage for themselves or for another person closely associated with the member. Members must make sure there is no conflict between their private interests and their role as a public decision maker.

Committee Members will have to declare what their interest is in any matter before the Committee.

11. Meeting Times & Place

The Committee shall meet at least once per year.

12. Quorum & Voting by Members

The quorum required for the transaction of business at a meeting of the Committee shall be 50% of the number of members, plus one (1).

Each member of the Committee present at a relevant meeting must vote on every matter that is before the Committee for decision.

13. Meeting Procedures

13.1 Meetings of the Committee will be held in accordance with:

- i) *Local Government Act 1999*
- ii) *Local Government (Procedures at Meetings) Regulations 2013*
- iii) *Council Policy - Code of Practice for Access to Council and Committee Meetings and Documents*
- iv) *Code of Conduct for Council Members*

13.2 In accordance with Section 90(7a) of the Local Government Act 1999, one or more Committee members may participate in the meeting by telephone or other electronic means provided that members of the public can hear the discussion between all Committee members.

14. Access and Documents

Pursuant to Section 87 of the *Local Government Act 1999* a minimum of three clear days' notice of the meeting, accompanied by the agenda, will be provided to Members of the Committee and the public. Hardcopy agendas will be provided in the Council Chambers for access by members of the public in attendance.

Minutes will be available within five clear days after a meeting in accordance with Section 91 of the *Local Government Act 1999* and will be provided to all Members of the Committee and placed on Council's Website and a hardcopy placed in the Council Office, 29 Holland Street, Kingston SE.

Members of the public can attend all meetings of the Committee, unless excluded from the meeting by the confidentiality provision of Section 90 of the *Local Government Act 1999*.

*NOTE: For the purposes of the calculation of **clear days** in relation to the giving of notice before a meeting, the day on which the notice is given, and the day on which the meeting occurs, will not be considered; and Saturdays, Sundays and public holidays will be taken into account. However, if a notice is given after 5.00pm on a day, the notice will be taken to have been given on the next day.*

15. Responsible Officer

Manager Corporate and Community Services

16. Liability and Insurance

Pursuant to Section 80 of the *Local Government Act 1999* Council must take out a policy of insurance insuring every member of the Council, and a spouse, domestic partner or another person who may be accompanying a member of the Council, against risks associated with the performance or discharge of official functions or duties by members.

Further, pursuant to Section 41(12) of the *Local Government Act 1999* no civil liability attaches to a member of a committee for an honest act or omission in the exercise, performance or discharge, or purported exercise, performance or discharge, of the member's or committee's powers, functions or duties.

17. Administrative Support

17.1 The Manager Corporate and Community Services shall provide administrative support to the Committee for the preparation of agenda and reports for and minutes of the Committee and as a point of contact for all Committee members.

17.2 The Committee shall:

- i) have access to reasonable resources in order to carry out its duties;
[Note that this is subject to any budget allocation being approved by Council
- ii) be provided with appropriate and timely training, both in the form of an induction program for new members and on an ongoing basis for all members.

18. Sitting Fee

Not applicable – member allowances apply as determined by the Remuneration Tribunal.

19. Adoption by Council

This terms of reference was adopted by Council on 19 May 2020.