

## EASTERN WASTE MANAGEMENT AUTHORITY

### AGENDA

#### SPECIAL MEETING OF THE BOARD OF MANAGEMENT

Meeting to be held on Friday 18 May 2018 commencing at 8:30am, at Brian Cunningham's Boardroom, Level 11, Room 1101, 147 Pirie Street, Adelaide and teleconference

1. PRESENT
2. APOLOGIES
3. CONFLICTS OF INTEREST
4. CONFIRMATION OF THE MINUTES

**RECOMMENDED:**

1. That the Minutes of the Eastern Waste Management Authority Board Meeting held on Thursday 26 April 2018, be received, confirmed and adopted.
2. That the minutes of the Eastern Waste Management Authority Recycling Review Technical Working Committee Meeting held on Friday 11 May 2018, be received confirmed and adopted. (refer 7.1 Attachment A)

5. MATTERS ARISING FROM THE MINUTES
6. QUESTIONS WITHOUT NOTICE
7. REPORTS

7.1 *RECYCLING REVIEW TECHNICAL WORKING COMMITTEE TERMS OF REFERENCE*

8. CONFIDENTIAL REPORTS  
*NIL*
9. OTHER BUSINESS

10. NEXT MEETING OF THE BOARD  
The next Board Meeting is to be held on:  
Thursday 28 June, 2018, commencing 5:30pm  
at the City of Norwood, Payneham & St Peters, 175 The Parade, Norwood

11. CLOSURE OF MEETING



**MINUTES OF THE ORDINARY BOARD MEETING OF THE  
EASTERN WASTE MANAGEMENT AUTHORITY**

Held on Thursday 26 April 2018 at 8.27pm at the City of Norwood, Payneham & St Peters, 175  
The Parade, Norwood

**1. PRESENT**

**Directors:**

Mr B Cunningham	Independent Chairperson
Cr L Green	Adelaide Hills Council
Cr G Piggott	City of Burnside
Mr P Di Iulio	Campbelltown City Council
Ms C Hart	City of Prospect
Cr G Busato	Corporation of the Town of Walkerville
Cr Karen Hockley	City of Mitcham

**In Attendance:**

Mr R Gregory	General Manager
Mr S Raymond	Manager, Corporate Services
Mr J Jovicevic	Dean Newbery & Partners
Ms K Vandermoer	Finance and Executive Administration Officer
Mr S Bradley	City of Prospect
Ms S Allard	Dean Newbery & Partners

**2. APOLOGIES**

Mr M Barone                      City of Norwood, Payneham & St Peters

**3. CONFIRMATION OF THE MINUTES**

Moved Cr Green that the Minutes of the Special Eastern Waste Management Authority Board Meeting held on Thursday 22 March 2018 (via teleconference), be received, confirmed and adopted.

Seconded Cr Hockley

**Carried**

Moved Cr Hockley that the Minutes of the Eastern Waste Management Authority Audit and Risk Management Committee held on Wednesday 18 April 2018, be received, confirmed and adopted.

Seconded Mr Di Iulio

**Carried**

**4. CONFLICTS OF INTEREST**

Chairperson declared a conflict in Agenda Item 8.1

Mr Jovicevic declared a conflict in Agenda item 8.1

Mr Gregory declared a conflict in Agenda Item 7.7

**5. MATTERS ARISING FROM THE MINUTES**

Nil

**6. QUESTIONS WITHOUT NOTICE**

**7. REPORTS**

The Chairman sought leave of the meeting to bring forward Item 7.2 on the Agenda.  
Leave Granted.

**7.2 PAYROLL + ACCOUNTS PAYABLE AUDIT**

Moved Cr Busato that the Board recommend:

1. That the Accounts Payable Internal Audit, as detailed in Attachment A, and the Payroll Internal Audit as detailed in Attachment B, along with the Management Responses are received, noted and implemented.
2. Requests that Management undertake a further audit in 12 months to determine the efficacy of the findings implemented and review of any new or emerging risks.
3. Management provide a progress report at future meetings on the status of Audit actions implementation.

Seconded Mr Di Iulio

**Carried**

**Ms S Allard left the meeting 8:35pm**

**7.1 FINANCIAL REPORT: QUARTER 3 + BUDGET REVIEW THREE**

Moved Cr Piggott that the Board endorse the revised March Quarter 2017 Financials and the revised 2017/18 Budget Review Three as presented.

Seconded Cr Hockley

**Carried**

**7.3 SALE + DISPOSAL OF ASSETS POLICY**

Moved Cr Busato that the Board adopt the Sale or Disposal of Assets Policy as presented in Attachment C.

Seconded Cr Green

**Carried**

**7.4 RISK MANAGEMENT REVIEW**

Moved Mr Di Iulio that the Board:

1. Adopt the amended East Waste Risk Management Framework as presented in Attachment B; and
2. Adopt the draft East Waste Risk Management Policy as presented in Attachment C

Seconded Ms Hart

**Carried**

**Mr Bradley left the meeting at 8:44pm**

**7.5 ANNUAL PLAN PROGRESS REPORT**

Moved Cr Piggott That the report be received and noted.

Seconded Cr Busato

**Carried**

*The time being 8:45pm Ms Hart left the meeting*

#### **7.6 MINUTES OF OPERATIONS ASSISTANCE COMMITTEE MEETING**

Moved Cr Busato that the Board That the Board receive and note the Report.

Seconded Cr Hockley

**Carried**

*Ms Hart re-entered the meeting at 8:46pm*

*Mr Gregory left the meeting at 8:46pm due to conflict of interest*

#### **7.7 KESAB BOARD NOMINATION**

Moved Cr Green that the Board endorse General Manager, Rob Gregory, accepting the KESAB Environmental Solutions Board casual vacancy, commencing in May 2018.

Seconded Mr Di Iulio

**Carried**

*Mr Gregory re-entered the meeting at 8:48pm*

*Mr Bradley re-entered the meeting at 8:48pm*

### **8. CONFIDENTIAL REPORTS**

#### **8.1 CONTRACT UPDATE**

*Chairperson left the meeting at 8:48pm due to conflict of interest*

*Mr Jovicevic left the meeting at 8:48pm due to conflict of interest*

#### **RECOMMENDATION 1**

Moved Cr Hockley that pursuant to Section 90(2) and (3) of the Local Government Act 1999, the East Waste Board orders that the public, with the exception of the East Waste staff present, be excluded from the meeting on the basis that the East Waste Board will receive, discuss and consider:

(b) information the disclosure of which –

(i) could reasonably be expected to confer a commercial advantage on a person with whom East Waste is conducting, or proposing to conduct, business, or to prejudice the commercial position of East Waste; and

(ii) would, on balance, be contrary to public interest;

and the East Waste Board is satisfied that, the principle that the meeting should be conducted in a place open to the public, has been outweighed by the need to keep the receipt/discussion/consideration of the information confidential.

Seconded Cr Green

**Carried**

*Chairperson re-entered the meeting at 9:15pm*

#### **RECOMMENDATION 3**

Moved Cr Hockley that pursuant to Section 91(7) and (9) of the Local Government Act 1999 the East Waste Board orders that the report, attachment(s), discussion and minutes be kept confidential for a period not exceeding 12 months, after which time

the order will be reviewed by the East Waste Board.  
Seconded Cr Green

**Carried**

**9. OTHER BUSINESS**

Nil

**10. NEXT MEETING OF THE BOARD**

The next Board Meeting to be held on Thursday 28 June 2018 at the City of Norwood, Payneham & St Peters at 5.30pm.

**11. CLOSURE OF MEETING**

There being no further business the meeting closed at 9:16pm.

**DATE:** \_\_\_\_\_

**CHAIRPERSON:** \_\_\_\_\_

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**7.1: RECYCLING REVIEW TECHNICAL WORKING COMMITTEE TERMS OF REFERENCE****REPORT AUTHOR: General Manager****ATTACHMENTS: A: Minutes of the Recycling Review Technical Working Committee Meeting,  
11 May 2018****B: Revised Recycling Review Technical Working Committee Terms of Reference**

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**Purpose of the Report**

To provide the Board with an opportunity to review and adopt the revised Recycling Review Technical Working Committee Terms of Reference.

**Background**

Confidential Report 8.1 presented to the Board at the meeting held on 26 April 2018, along with the confidential *Recyclables Contract Workshop Briefing*, held on the same day provides background on the establishment of the Recycling Review Technical Working Committee (RRTWC) and members are referred to these documents, along with the confidential recommendation should additional information be required.

The first meeting of the Recycling Review Technical Working Committee was held on Friday 11 May 2018 and the minutes of the meeting (minus the attachments, due to their confidential nature) are attached for reference (refer Attachment A).

**Report**

Members will recall that a process and clear framework was put in place in order to utilise the skillset of Chair, Mr Brian Cunningham who as Chair also of the Northern Adelaide Waste Management Authority, has a perceived and potentially real conflict of interest.

While this process was seen to provide the necessary protection of both Mr Cunningham and East Waste, since the Board meeting and as a result of some industry developments, Mr Cunningham has advised that he believes it is in the best interests of all parties if he removes himself from all formal discussions associated with the Recycling Review. As a result of this decision, the RRTWC at the meeting on 11 May 2018 resolved:

**5.1 CONFIRMATION OF RECYCLING REVIEW TECHNICAL WORKING COMMITTEE**

Moved Cr Piggott that the Committee:

1. Accepts, due to an increasing perceived conflict of interest, the Chairperson Mr Brian Cunningham's resignation from the Committee at the conclusion of the meeting;
2. Seeks support from the Board for a Board Director to replace the Chairperson; and
3. Presents a revised Recycling Review Technical Working Committee Terms of Reference for consideration of the Board as per the following amendments:
  - a. 5.1 – Delete '*one of whom is the Chairperson*' and replace with '*and an independent member.*'
  - b. 6.1 – Delete "' Chairperson of the Board' and replace with 'appointed by the Committee.'

Seconded Cr Hockley

**Carried**

The updated RRTWC Terms of Reference are attached (refer Attachment B) for Members review. These contain the updates requested from the previous Board meeting along with the suggested amendments of the RRTWC.

**RECOMMENDATION**

**That the Board:**

- 1. Endorses the Recycling Review Technical Working Committee, Terms of Reference as presented in Attachment B; and**
- 2. Appoints \_\_\_\_\_ to join Cr Hockley and Cr Piggott, as the Board Member representatives on the Recycling Review Technical Working Committee.**



**MINUTES OF THE MEETING OF THE RECYCLING REVIEW TECHNICAL WORKING COMMITTEE OF  
THE EASTERN WASTE MANAGEMENT AUTHORITY**

held on Friday 11 May 2018 at 8:30am at the Chairman's Boardroom, 1101/147 Pirie Street, Adelaide.

**1. PRESENT**

**Directors:**

Mr B Cunningham      Independent Chairperson  
Cr G Piggott            City of Burnside  
Cr K Hockley            City of Mitcham

**In Attendance:**

Mr R Gregory            General Manager

**2. APOLOGIES**

Mr S Raymond            Manager, Corporate Services

**3. CONFIRMATION OF THE MINUTES**

As this is the inaugural meeting of the Recycling Review Technical Working Committee (RRTWC) there are no previous minutes.

**4. QUESTIONS WITHOUT NOTICE**

Nil

**5. REPORTS/DISCUSSION ITEMS**

**5.1 CONFIRMATION OF RECYCLING REVIEW TECHNICAL WORKING COMMITTEE**

Moved Cr Piggott that the Committee:

1. Accepts, due to an increasing perceived conflict of interest, the Chairperson Mr Brian Cunningham's resignation from the Committee at the conclusion of the meeting;
2. Seeks support from the Board for a Board Director to replace the Chairperson; and
3. Presents a revised Recycling Review Technical Working Committee Terms of Reference for consideration of the Board as per the following amendments:
  - a. 5.1 – Delete '*one of whom is the Chairperson*' and replace with '*and an independent member.*'
  - b. 6.1 – Delete "' Chairperson of the Board' and replace with 'appointed by the Committee.'

Seconded Cr Hockley

**Carried**



**5.2 APPOINTMENT OF RECYCLING REVIEW TECHNICAL WORKING COMMITTEE  
INDEPENDENT MEMBER**

Moved Cr Hockley that the Committee:

1. Appoints Mr Jeff Tate, of Jeff Tate Consulting as the Independent Member in accordance with Section 5.2 of the Recycling Review Technical Working Committee Terms of Reference.

Seconded Cr Piggott

**Carried**

**5.3 FINALISATION OF ADDENDUM**

General Manger advised the Addendum has been signed with the East Waste seal and will include a copy with the minutes

**5.4 SECTION 3.2 EXTENSION**

General Manager advised that with legal assistance an extension, up to 45 days to Clause 3.2 had been sought and received.

**5.5 SKM PROPOSAL UPDATE**

General Manger advised no offer to had been received and in discussion with SKM this was expected mid next week.

**5.6 NAWMA PAPER CONTRACT (Media Reports)**

Mr Brian Cunningham declared a conflict of interest left the meeting at 9:02am.

Cr Piggott assumed Chairperson responsibilities. Due to the lack of a quorum the meeting moved to an informal nature and no decisions were made.

Mr Brian Cunningham returned 9:43am

**6. OTHER BUSINESS**

Nil

**7. NEXT MEETING OF THE BOARD**

The next RRTWC Meeting to be held on Friday 25 May 2018 at the Royal Adelaide Showgrounds at 8:30am.

**8. CLOSURE OF MEETING**

There being no further business the meeting closed at 9:44am

DATE: \_\_\_\_\_

CHAIRPERSON: \_\_\_\_\_

<p>1. Establishment</p>	<p>1. The Eastern Waste Management Authority (East Waste is established under Section 43 of the Local Government Act 1999 (the Act), and the Recycling Review Technical Working Committee (RRTWC) is proposed to assist the Board of the regional subsidiary in the review of options faced as a result of the implications of the China Sword on the recycling industry.</p> <p>2. The Committee is to be established pursuant to Section 78 of the Eastern Waste Management Authority Charter,</p>
<p>2. Title</p>	<p>The East Waste Recycling Review Technical Working Committee shall be known as the “Recycling Review Technical Working Committee (RRTWC)”.</p>
<p>3. Purpose</p>	<p>The objectives of the Committee are:</p> <ul style="list-style-type: none"> <li>▪ To provide ongoing guidance to the Executive Team through the review of recycling options available, in order to deliver the best long-term outcome for East Waste and the Member Councils;</li> <li>▪ To assist the Board in monitoring the decisions, status and options of the various recycling options, to ensure a successful and timely delivery and where required a deeper analysis of options.</li> <li>▪ To assist East Waste in remaining agile and progressive in the tight review timeframe;</li> <li>▪ To ensure strict compliance to governance and risk management practices through regular oversight of activities and the provision of guidance; and</li> <li>▪ To ensure effective communications between the Executive Team, the RRTWC and the Board on all relevant matters.</li> </ul> <p><b>Reporting</b></p> <ol style="list-style-type: none"> <li>1. The Committee shall report its activities, findings and recommendations to the Board.</li> <li>2. The Committee shall report as required to the Board summarising the activities of the Committee since the last Board meeting or update.</li> <li>3. The Committee shall review work and provide guidance to the Executive Team (where necessary) regarding:             <ol style="list-style-type: none"> <li>1. The review into recycling options;</li> <li>2. Development of Business Cases; and</li> <li>3. Analysis of options.</li> </ol> </li> </ol>
<p>4. Decision Making Powers</p>	<ol style="list-style-type: none"> <li>1. The RRTWC is to provide guidance only to the East Waste Executive Team and assist with the analysis of options on offer.</li> <li>2. The RRTWC will have no decision-making powers and simply assist in providing guidance and advice to the Board on the range of options available.</li> <li>3. All final decisions remain the express right of the East Waste Board.</li> </ol>

<p>5. Membership</p>	<ol style="list-style-type: none"> <li>1. Members of the Committee shall be appointed by the Board of East Waste. The Committee shall consist of three Board Members and an independent member.</li> <li>2. The Committee will appoint, an Independent Member, with financial, analytical and/or modelling skills, along with an appreciation of Local Government that can complement the industry technical skill set of the Executive Team.</li> <li>3. Only members of the Committee are entitled to vote in Committee meetings. Each member must vote on every matter that is before the Committee for decision. The Chairperson has a deliberative vote but does not, in the event of an equality of votes, have a casting vote.</li> <li>4. The General Manager and Manager, Corporate Services will be attendees of all meetings and may be responsible for preparing papers for the Committee.</li> <li>5. Member appointments shall be for a maximum term of six months or until finalisation of the Recycling Review, whichever is first.</li> </ol>
<p>6. Chairperson</p>	<p>The Chairperson of the Committee shall be appointed by the Committee.</p>
<p>7. Conflict of Interest</p>	<p>Applies to all Committee Members as <i>per Local Government Act 1999, Code of Conduct for Council Members, Section 3.13.</i></p>
<p>8. Register of Interest</p>	<p>Applies to all Committee Members as <i>per Local Government Act 1999, Code of Conduct for Council Members, Section 3.11.</i></p>
<p>9. Frequency of Meetings</p>	<p>The Committee shall meet on an “as needs” basis in order to provide the required progression of options.</p>
<p>10. Notice of Meetings</p>	<ol style="list-style-type: none"> <li>1. Ordinary meetings of the Committee will be held at times and places determined by the Committee.</li> <li>2. Notice of each meeting confirming the venue, time and date, together with an agenda of items to be discussed, shall be forwarded to each member of the Committee, no later than 2 clear days before the date of the meeting. Supporting papers shall be sent to Committee members (and to other attendees as appropriate) at the same time.</li> <li>3. In the spirit of the LG Act, the notice of Committee meetings shall be communicated to the Board. However, the nature of the business of this Committee is regarded as relevant to Section 90 (3) (b) in that it would involve the unreasonable disclosure of information 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; therefore, these Committee meetings are not open to the public. The communication of these meetings to the public is not required as the Committee itself is not established under the Local Government Act.</li> </ol>

<p>11. Procedures at Meeting</p>	<ol style="list-style-type: none"> <li>1. In the spirit of consistency, the Authority is guided by the Local Government (Procedures of Meetings) Regulations 2000 Parts 3 and 4.</li> <li>2. All business put to the Committee will be brought forward to a meeting by motion, recommendation, staff report or other business.</li> <li>3. Only members of the Committee are entitled to vote in Committee meetings. Unless otherwise required by the Act not to vote, each member must vote on every matter that is before the Committee for a decision.</li> <li>4. The Chairperson of the meeting will have a deliberative vote only.</li> <li>5. The Chairperson shall ensure that the proceedings and resolutions of all meetings of the Committee, including recording the names of those present and in attendance, are minuted, and that the minutes otherwise comply with the requirements of the Local Government (Procedure at Meetings) Regulations 2000, in the spirit of consistency with the regulations.</li> <li>6. Minutes of Committee meetings shall be circulated within 5 days after a meeting to all members of the Committee and will be forwarded to the subsequent ordinary meeting of the Board.</li> </ol>
<p>12. Secretarial Resources</p>	<p>The Recycling Review Technical Working Committee has the power to employ or request any assistance to support its operation; any such person is not a member of the Committee.</p>
<p>13. Quorum</p>	<p>The quorum necessary for the transaction of business shall be three members. A duly convened meeting of the Committee at which a quorum is present shall be competent to exercise all or any of the authorities, powers and discretions vested in or exercisable by the Committee.</p>