



**EASTERN WASTE MANAGEMENT AUTHORITY  
ORDINARY BOARD MEETING**

**Thursday 2 May 2024**

Notice is hereby given that a meeting of The Board of the Eastern Waste Management Authority will be held via Zoom, on Thursday 2 May 2024 commencing at 5:30pm.

A handwritten signature in blue ink, consisting of several overlapping loops and a long horizontal stroke extending to the right.

**ROB GREGORY  
GENERAL MANAGER**

### **Acknowledgement of Country**

We would like to acknowledge this land that we meet on today is the traditional lands for the Kurna people and that we respect their spiritual relationship with their country.

We also acknowledge the Kurna people as the custodians of the Adelaide region and that their cultural and heritage beliefs are still as important to the living Kurna people today.

## EASTERN WASTE MANAGEMENT AUTHORITY

### AGENDA

#### ORDINARY MEETING OF THE BOARD OF MANAGEMENT

Meeting to be held on Thursday 2 May 2024 commencing at 5:30pm,  
via Zoom.

1. PRESENT
2. ACKNOWLEDGEMENT OF COUNTRY
3. APOLOGIES
4. DISCLOSURES OF INTEREST

If a Board Member has an interest in a matter before the Board, they are asked to disclose the interest to the Board and provide full and accurate details of the relevant interest. Members are reminded to declare their interest before each item.

5. CONFIRMATION OF MINUTES

5.1 *MINUTES OF THE EAST WASTE BOARD MEETING HELD ON 29 FEBRUARY 2024.*

**Recommendation**

That the Minutes of the East Waste Board Meeting held on 29 February 2024 be confirmed as a true and correct record.

5.2 *MINUTES OF THE EAST WASTE BOARD SPECIAL MEETING HELD ON 14 MARCH 2024.*

**Recommendation**

That the Minutes of the East Waste Board Meeting held on 14 March 2024 be confirmed as a true and correct record.

5.3 *MINUTES OF THE EAST WASTE BOARD SPECIAL MEETING HELD ON 21 MARCH 2024.*

**Recommendation**

That the Minutes of the East Waste Board Meeting held on 21 March 2024 be confirmed as a true and correct record.

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

**8. PRESENTATIONS**

Nil.

**9. REPORTS**

9.1 FINANCIAL REPORT: FY24 BUDGET REVIEW THREE .....pg. 17

9.2 DRAFT CODE OF PRACTICE – PROCEDURES AT MEETINGS. ....pg. 25

9.3 MINUTES OF THE AUDIT AND RISK MANAGEMENT COMMITTEE MEETING.....pg. 62

9.4 ANNUAL PLAN PROGRESS REPORT.....pg. 67

9.5 ANNUAL REPORTING CALENDAR .....pg. 72

9.6 OUTSTANDING RESOLUTIONS REGISTER.....pg. 75

**10. CONFIDENTIAL REPORTS**

**11. OTHER BUSINESS**

**12. NEXT MEETING OF THE BOARD**

The next Ordinary Board Meeting is proposed to be held on:

Thursday 27 June 2024, at the Mayor’s Parlour, City of Norwood, Payneham  
& St Peters, 175 The Parade, Norwood

**13. CLOSURE OF MEETING**



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

held on Thursday 29 February 2024, commencing at 5:30pm, at the Mayor’s Parlour,  
City of Norwood Payneham & St Peters

Meeting opened at 5.30pm

**1. ACKNOWLEDGEMENT OF COUNTRY**

**2. PRESENT**

**Directors:**

Mr F Bell	Independent Chairperson
Cr L Huxter	Adelaide Hills Council
Cr Ted Jennings	City of Burnside
Mayor M Jones	Corporation of the Town of Walkerville
Mr C Malak	City of Unley
Mr S Dilena	City of Prospect
Mr A Wiguna	Campbelltown City Council (Proxy)

**In Attendance:**

Mr J Jovicevic	Dean Newbery & Partners
Mr R Gregory	General Manager
Mr D Maywald	Manager, Business Services
Ms V Davidson	Executive Assistant

**3. APOLOGIES**

Cr C Clutterham	City of Norwood, Payneham & St Peters
Mayor H Holmes-Ross	City of Mitcham
Mr P Di Iulio	Campbelltown City Council

**4. CONFLICTS OF INTEREST**

Nil.

## 5. CONFIRMATION OF THE MINUTES

1. Moved Mayor M Jones that the Minutes of the Eastern Waste Management Authority Ordinary Board Meeting held on Thursday 23 November 2023, be received confirmed, and adopted.

Seconded Mr S Dilena

**Carried**

2. Moved Mayor M Jones that the Minutes of the Eastern Waste Management Authority Audit and Risk Management Committee Meeting held on Wednesday 21 February 2024, be received, confirmed and adopted.

Seconded Mr C Malak

**Carried**

## 6. MATTERS ARISING FROM THE MINUTES

Nil.

## 7. QUESTIONS WITHOUT NOTICE

### 7.1 MAYOR M JONES – IMPACT OF EMPLOYEE PAY RAISES

#### Question

*'What has the impact of the pay raises given to employees been?'*

#### Answer

Mr R Gregory stated that the employee attraction and retention program has been positive as East Waste has been able to minimise the loss of staff to other industries and it has assisted in recruiting five to six (5-6) experienced operators. At the moment we are six (6) drivers up.

## 8. PRESENTATIONS

Nil.

## 9. REPORTS

### 9.1 FINANCIAL REPORT – FY24 BUDGET REVIEW TWO

Moved Cr T Jennings that the East Waste Board notes and accepts the forecasted end of year FY2024 result associated with the 2023/24 Budget Review Two.

Seconded Cr L Huxter

**Carried**

### 9.2 DRAFT 2024/25 ANNUAL PLAN & BUDGET

Mr Gregory provided a short summary presentation on the FY25 Annual Plan.

Moved Mr S Dilena that:

Item 9.2 Draft 2024/2025 Annual Plan & Budget be deferred to a Special Board Meeting to be held within the next two weeks pending further information being provided to the Board Members by the General Manager to clarify the budget increases.

Seconded Mr C Malak

**Carried**

*Mr John Jovicevic the meeting at 6.19pm.*

### **9.3 ANNUAL RISK MANAGEMENT POLICY AND STRATEGIC RISK REGISTER**

Moved Cr L Huxter that the East Waste Board:

1. Adopts the draft Risk Management Policy, as presented in Attachment A; and
2. Notes the East Waste Strategic Risk Summary Document, as presented on page 55 of the agenda to the East Waste Board Meeting held on 29 February 2024.

Seconded Cr T Jennings

**Carried**

### **9.4 AUDIT & RISK MANAGEMENT COMMITTEE INDEPENDENT MEMBER APPOINTMENT**

Moved Mayor M Jones that the East Waste Board reappoints Ms Sandra Di Blasio as an Independent Member of the Audit & Risk Management Committee for a third consecutive two (2) year term, commencing on 1 March 2024 and ceasing on 28 February 2026.

Seconded Cr T Jennings

**Carried**

### **9.5 INDEPENDENT BOARD CHAIR & DEPUTY CHAIR REAPPOINTMENT**

Moved Cr T Jennings

That Item 9.5 Independent Board Chair & Deputy Reappointment be deferred to a Special Board Meeting to be held within the next two weeks in order for the Board members to give due consideration to the nomination process.

Seconded Cr L Huxter

**Carried**

### **9.6 REVIEW OF BULLYING AND HARASSMENT POLICY**

Moved Cr T Jennings that the East Waste Board adopt the revised Bullying & Harassment Policy, as presented in Attachment A subject to the revision date on the Policy being amended to read February 2024.

Seconded Cr L Huxter

**Carried**

### **9.7 SINGLE USE PLASTICS SUBMISSION**

Moved Cr T Jennings that the East Waste Board notes the Turning the Tide: Proposed Single-use and Other Plastic Products Amendment Regulations – 2024 and 2025 submission, as presented in Attachment A.

Seconded Mr S Dilena

**Carried**

### **9.8 ANNUAL REPORTING CALENDAR**

Moved Mayor M Jones that the Board notes the East Waste Annual Reporting Calendar, as presented in Attachment A.

Seconded Mr L Huxter

**Carried**

## 9.9 ANNUAL PLAN PROGRESS REPORT

Moved Cr T Jennings that the East Waste Board receive and note the Annual Plan Progress Report.

Seconded Mr S Dilena

**Carried**

## 9.10 NATIONAL COMPETITION POLICY STATEMENT

Moved Mayor Melissa Jones that the East Waste Board endorse the revised National Competition Policy Statement, as presented in Attachment A.

Seconded Cr Ted Jennings

**Carried**

## 10. CONFIDENTIAL REPORTS

### 10.1 CONFIDENTIAL EXTERNAL AUDITORS CONTRACT

#### RECOMMENDATION 1

Moved Cr L Huxter that:

1. 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:

(k) tenders for the supply of goods, the provision of services or the carrying out of works;

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 /discussion/consideration of the information confidential.

Seconded Mayor M Jones

**Carried**

#### RECOMMENDATION 3

Moved Mr S Dilena that in accordance with Section 91(7) and (9) of the Local Government Act 1999 the East Waste Board orders that the report, attachment(s), 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 T Jennings

**Carried**

### 10.2 CONFIDENTIAL EAST WASTE BUSINESS OPERATIONS CENTRE CONSIDERATIONS

#### RECOMMENDATION 1

Moved Mayor M Jones 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:



- (d) commercial information of a confidential nature (not being a trade secret) the disclosure of which –
  - (i) 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
  - (ii) would, on balance, be contrary to the 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 L Huxter

**Carried**

### RECOMMENDATION 3

Moved Mr C Malak that in accordance with Section 91(7) and (9) of the *Local Government Act 1999* the East Waste Board orders that the report, 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 Mr S Dilena

**Carried**

## **10.3 CONFIDENTIAL GENERAL MANAGER KEY PERFORMANCE INDICATORS 2023/24**

### RECOMMENDATION 1

Moved Cr T Jennings 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:

- (d) commercial information of a confidential nature (not being a trade secret) the disclosure of which –
  - (i) 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
  - (ii) would, on balance, be contrary to the 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 L Huxter

**Carried**

Seconded Cr L Huxter

**Carried**

### RECOMMENDATION 3

Moved Mayor M Jones that in accordance with Section 91(7) and (9) of the *Local Government Act 1999* the East Waste Board orders that the report, 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 Mr S Dilena

**Carried**

## **11. OTHER BUSINESS**

### **11.1 PASSING OF MR RAY PAWA**

Mr Gregory noted the passing of long time and highly valued employee Mr Ray Pawa, and outlying his commitment and legacy to East Waste and the impact this has had on the remaining staff.

Moved Mr S Dilena that the East Waste Board acknowledges the sad passing of long time employee Mr Raymond (Ray) Pawa. The Board thanks Ray for his commitment, passion and dedication to East Waste and the wider waste industry.  
Seconded Cr L Huxter **Carried**

### **11.2 EAST WASTE RESPONSE TO PROPOSED LEGISLATIVE CHANGES**

Mr Gregory outlined the proposed Bill announced last week on a number of kerbside collection activities and the negative impact it is likely to have on future economic and environmental initiatives for metropolitan Adelaide Councils.

Moved Mr Malak:

1. The Chair of the Eastern Waste Management Authority (East Waste) be authorised to write to the Hon Susan Close MP, Deputy Premier, Minister for Climate, Environment and Water for the purpose of inviting the Minister to attend the East Waste Annual Mayors and Chief Executive Officers (CEOs) meeting to be held on 13 March 2024.
2. The Minister be invited to discuss at this meeting the recent announcements made by the State Government regarding the proposed legislative changes for waste management and in particular, changes proposed to prohibit councils from charging for weekly general waste collection as part of weekly Food Organics Garden Organics (FOGO).
3. The Chair write to all CEO of all East Waste Member Councils informing them of the invitation to the Minister and provide a copy of the letter of invitation.

Seconded Cr T Jennings

**Carried**

## **12. NEXT MEETING OF THE BOARD**

The next Ordinary Board Meeting is scheduled to be held on Thursday 2 May 2024, commencing at 5:30pm, at the City of Norwood Payneham & St Peters, 175 The Parade, Norwood.

## **13. CLOSURE OF MEETING**

There being no further business the meeting closed at 7.18pm.

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

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



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

held on Thursday 14 March 2024, commencing at 11am  
Via Zoom link <https://us02web.zoom.us/j/83214720044>

Meeting opened at 11.01 am

**1. ACKNOWLEDGEMENT OF COUNTRY**

**2. PRESENT**

**Directors:**

Mr F Bell	Independent Chairperson
Cr L Huxter	Adelaide Hills Council
Cr Ted Jennings	City of Burnside
Mayor M Jones	Corporation of the Town of Walkerville
Mr C Malak	City of Unley
Mr S Dilena	City of Prospect
Mr P Di Iulio	Campbelltown City Council

**In Attendance:**

Mr J Jovicevic	Dean Newbery & Partners
Mr R Gregory	General Manager
Mr D Maywald	Manager, Business Services
Ms K Vandermoer	Coordinator Finance & Strategic Projects
Ms V Davidson	Executive Assistant

**3. APOLOGIES**

Mayor H Holmes-Ross City of Mitcham

**4. CONFLICTS OF INTEREST**

The following disclosures of interest were made:

Item	Type of Conflict	Person
Item 6.1	Section 120	Mr J Jovicevic

## 5. REPORTS

### 5.1 INDEPENDENT BOARD CHAIR & DEPUTY CHAIR REAPPOINTMENT

*Mayor Melissa Jones self-nominated for the position of Independent Deputy Chair to the East Waste Board.*

*There were no further nominations.*

Moved Mr P Di Iulio

That the East Waste Board appoints Mayor Melissa Jones as the Deputy Chair to the East Waste Board for a period of two (2) years.

Seconded Cr T Jennings

**Carried**

*On behalf of the Administration, Mr Rob Gregory, thanked Mr Paul Di Iulio for his service as Deputy Chair, and in particular the instrumental role he played as acting Chair of the Board 3-4 years ago.*

## 6. CONFIDENTIAL REPORTS

### 6.1 CONFIDENTIAL DRAFT 2024/25 ANNUAL PLAN & BUDGET

Mr J Jovicevic declared a section 120 interest in relation to this matter as his wife is employed by Leedwell.

Mr Gregory provided a short summary presentation on the FY25 Annual Plan.

#### RECOMMENDATION 1

Moved Cr T Jennings

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:

*(d) commercial information of a confidential nature (not being a trade secret) the disclosure of which –*

*(i) 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*

*(ii) would, on balance, be contrary to the 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 Mr S Dilena

**Carried**

## RECOMMENDATION 2

Moved Mr C Malak

1. That the East Waste Board defers consideration of Item 6.1 Confidential Draft 2024/25 Annual Plan & Budget to a Special Board Meeting to be held prior to close of business on 22 March 2024, pending further information from Administration as detailed in point 2 of this resolution.
2. The East Waste Board requests Administration to present a budget reflective of a 5% Common Fleet Charge increase from FY24 and present the impacts to forecasted cash reserves and the FY25 Profit and Loss Statement.

Seconded Mr S Dilena

**Carried**

## RECOMMENDATION 3

Moved Cr T Jennings

That in accordance with Section 91(7) and (9) of the *Local Government Act 1999* the East Waste Board orders that the discussion and Attachment B, be kept confidential for a period not exceeding 12 months, after which time the order will be reviewed by the East Waste Board.

Seconded Mr C Malak

**Carried**

## **7. CLOSURE OF MEETING**

There being no further business the meeting closed at 12.02 pm.

These minutes have been signed as a true and correct record of the Special East Waste Board Meeting of 14 March 2024.

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

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

# EastWaste

## MINUTES OF THE SPECIAL BOARD MEETING OF THE EASTERN WASTE MANAGEMENT AUTHORITY

held on Thursday 21 March 2024, commencing at 11am

Via Zoom link <https://us02web.zoom.us/j/88209359314>

The Chair, Mr F Bell, declared the meeting open at 11.04 am and that a quorum was present.

### 1. ACKNOWLEDGEMENT OF COUNTRY

### 2. PRESENT

#### Directors:

Mr F Bell	Independent Chairperson
Cr L Huxter	Adelaide Hills Council
Cr Ted Jennings	City of Burnside
Mayor M Jones	Corporation of the Town of Walkerville
Mr C Malak	City of Unley
Mr S Dilena	City of Prospect
Mr A Wiguna	Campbelltown City Council
Mayor H Holmes-Ross	City of Mitcham ( <i>entered the meeting at 11.06am</i> )

#### In Attendance:

Mr J Jovicevic	Dean Newbery & Partners
Mr R Gregory	General Manager
Mr D Maywald	Manager, Business Services
Ms K Vandermoer	Coordinator Finance & Strategic Projects
Ms V Davidson	Executive Assistant

### 3. APOLOGIES

Mr P Di Iulio	Campbelltown City Council
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### 4. CONFLICTS OF INTEREST

Nil.

## 5. REPORTS

### 5.1 DRAFT 2024/25 ANNUAL PLAN & BUDGET

Moved Mr S Dilena

That the East Waste Board, resolves to:

1. Endorse the East Waste 2024/25 Annual Plan, as presented in Attachment A, with a revised project list and financials, consistent with Option 5 outlined in the above report and with the Carbon Accounting Project reinstated;
2. Adopt the associated draft 2024/25 budget with revised financials, consistent with Option 5 as presented in the above report, plus an additional \$25,000 for the reinstatement of the Carbon Accounting project;
3. Authorise the General Manager to distribute to each Member Council for review and comment, the *Draft 2024/25 Annual Plan*, as presented (and revised) in Attachment A, along with the proposed fees.

Seconded Cr T Jennings

**Carried**

*On behalf of the East Waste Board, Mr C Malak acknowledged and thanked Mr Rob Gregory and his team for the commitment they have demonstrated over the last few weeks in finalising the FY24/25 Annual Plan and Budget.*

## 6. CLOSURE OF MEETING

There being no further business the meeting closed at 11.57 am.

These minutes have been signed as a true and correct record of the Special East Waste Board Meeting of 21 March 2024.

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

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



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## 9.1: FINANCIAL REPORT – FY24 BUDGET REVIEW THREE

<b>REPORT AUTHOR:</b>	<b>General Manager</b>
<b>ATTACHMENTS:</b>	<b>A: Summary Budget Movement – Budget Review 3</b>
	<b>B: Budgeted Statement of Comprehensive Income FY2024</b>
	<b>C: Budgeted Balance Sheet FY2024</b>
	<b>D: Budgeted Statement of Cash Flow FY2024</b>
	<b>E: Budgeted Statement of Changes in Equity FY2024</b>
	<b>F: Budgeted Uniform Presentation of Finances Statement FY2024</b>

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### Purpose of the Report

To provide the East Waste Board with an opportunity to consider the third review undertaken of the budgeted statutory Financial Statements (Budget Review Three) for the financial year ending 30 June 2024 as prescribed by the Regulations.

### Background

At the meeting held 22 June 2023, the East Waste Board resolved (in part):

#### **9.1 ANNUAL PLAN AND BUDGET ENDORSEMENT**

*Moved Mr Dilena that the Board:*

- 1. Endorses the 2023/24 Annual Business Plan and Budget as amended in Attachment A, inclusive of all projects and expenditure.*

*Seconded Cr Clutterham*

***Carried***

### Report

Budget Review Three highlights that East Waste projects an improvement in the forecasted financial performance for the 2023/24 financial year of \$257,065 compared to Budget Review 2. Budget Review Three forecasts an end of year Net Surplus of \$146k compared to a Net Deficit of \$111K at Budget Review 2 and an original Adopted Budget Net Surplus of \$166k at the start of the financial year.

The improved forecast budget result has been driven by the following key operational and market factors (and further outlined in Attachment A):

- Increase of Operating Expenses of \$250K towards Fleet Maintenance to account for unexpected and unplanned truck maintenance requirements. Additional provisions have been made in the budget for expected expenditure throughout the remainder of the financial year end.
- Reduction of \$527K in fuel, resulting from fuel prices remaining lower than originally budgeted.
- Employee costs increased by \$14K, following a review of current leave provisions. This is a non-cash expense and a reflection of an estimated increase in the liability movement for the financial year. The final movement in the liability will be subject to a number of factors relating mainly to the amount of actual leave taken and staff retention.
- Bin Services & Maintenance increase in income and expenditure (no net impact on the financial performance) as a result of increase in Council waste management disposal services and higher than anticipated bin asset purchases through East Waste head contract.

All loans with the LGFA have now been drawn down and the last of Fleet trucks received in March 2024. In total, 9 new trucks have been purchased this financial year. The remaining four trucks to be sold have been sent to auction and sold in early May.

No additional significant variations or adjustments are anticipated to the budget prior to the end of the financial year.

## **RECOMMENDATION**

**That the East Waste Board notes and accepts the forecasted end of year FY2024 result associated with the 2023/24 Budget Review Three.**

# ITEM 9.1 - ATTACHMENT A

## EAST WASTE

### Summary Budget Movement Worksheet

for the Financial Year Ending 30 June 2024

	Actual as at 31 March 2024	Adopted Budget	BR1	BR2	Proposed Budget (BR3)	Actual YTD / Proposed BR3	Proposed Budget Movement	Comments
Administration Fee	207,839	277,119	277,119	277,119	277,119	75%	-	
Common Fleet Costing	12,534,447	16,712,597	16,712,597	16,712,597	16,712,597	75%	-	
Processing Income	4,262,287	5,757,171	5,757,171	5,757,171	5,785,503	74%	28,332	Increase in Waste Volumes from MC Depot activities
Bin Services & Maintenance	1,223,096	1,310,575	1,310,575	1,360,575	1,392,300	88%	31,725	Increased Member Council bin service activities
Profit / (Loss) from Disposal	-	18,000	18,000	60,000	60,000	0%	-	
Grant Income	-	50,000	50,000	50,000	50,000	0%	-	
Other Income	48,126	31,228	36,228	66,228	71,228	68%	5,000	
<b>Total</b>	<b>18,275,796</b>	<b>24,156,690</b>	<b>24,161,690</b>	<b>24,283,690</b>	<b>24,348,747</b>		<b>65,057</b>	
Processing Expenses	4,262,447	5,757,171	5,757,171	5,757,171	5,785,503	74%	28,332	Increase in Waste Volumes from MC Depot activities
Bin Service & Maintenance Expenses	1,237,101	1,310,575	1,310,575	1,360,575	1,392,300	89%	31,725	Increased Member Council bin service activities
Employee Costs	6,073,073	7,674,925	7,674,925	7,884,925	7,898,925	77%	14,000	Increase associated with a review of predicted leave provisions
Fleet Maintenance	1,715,867	1,742,780	1,742,780	1,892,780	2,142,780	80%	250,000	Increased Maintenance & Repairs
Depreciation	1,853,052	2,657,404	2,657,404	2,566,000	2,566,000	72%	-	
Interest	320,235	384,000	384,000	430,000	430,000	74%	-	
Fuel	1,506,219	2,608,485	2,608,485	2,597,485	2,070,000	73%	(527,485)	Reduction in cost against budget. Use as per forecast.
Other Expenses	1,351,414	1,855,879	1,855,879	1,905,879	1,917,299	70%	11,420	
<b>Total</b>	<b>18,319,407</b>	<b>23,991,219</b>	<b>23,991,219</b>	<b>24,394,815</b>	<b>24,202,807</b>		<b>(192,008)</b>	
<b>Net Surplus</b>	<b>(43,612)</b>	<b>165,471</b>	<b>170,471</b>	<b>(111,125)</b>	<b>145,941</b>		<b>257,065</b>	
Non Operating Cash Flow	Actual as at 31 March 2024	Adopted Budget	BR1	BR2	Proposed Budget (BR3)	Actual YTD / Proposed BR3	Proposed Budget Movement	
<b>Income</b>								
Proceeds from Sale of Assets	-	50,000	50,000	80,000	80,000	0%	-	
Proceeds from the Sale of Motor Vehicles	12,500	-	-	12,500	12,500	100%	-	
Proceeds from Borrowings	2,155,000	2,115,000	2,115,000	2,115,000	2,155,000	100%	40,000	Correction to reflect actual loan drawn down for FY24 fleet replacement.
<b>Total</b>	<b>2,167,500</b>	<b>2,165,000</b>	<b>2,165,000</b>	<b>2,207,500</b>	<b>2,247,500</b>		<b>40,000</b>	
<b>Expenses</b>								
Fleet Replacement Costs	4,004,663	2,000,000	3,996,463	3,996,463	4,004,663	100%	8,200	
Motor Vehicle Replacement	36,153	40,000	40,000	40,000	40,000	90%	-	
Office Furniture & Minor Tools	-	50,000	50,000	50,000	50,000	0%	-	
Operations Office Upgrade	-	40,000	40,000	40,000	40,000	0%	-	
Plant Replacement	-	25,000	25,000	25,000	25,000	0%	-	
Repayment of Borrowings - LGFA	1,606,853	1,944,096	1,944,096	2,086,042	2,086,042	77%	-	
Repayment of Borrowings - Leases	212,406	285,235	285,235	285,235	285,235	74%	-	
<b>Total</b>	<b>5,860,075</b>	<b>4,384,331</b>	<b>6,380,794</b>	<b>6,522,740</b>	<b>6,530,940</b>		<b>8,200</b>	
<b>Net Non-Operating Cash Flow</b>	<b>(3,692,575)</b>	<b>(2,219,331)</b>	<b>(4,215,794)</b>	<b>(4,315,240)</b>	<b>(4,283,440)</b>		<b>31,800</b>	

## ITEM 9.1 - ATTACHMENT B

### EAST WASTE

Projected Statement of Comprehensive Income (Budgeted)  
for the Financial Year Ending 30 June 2024

FY2023 Audited Actuals \$'000		FY2024 Adopted Budget \$'000	FY2024 BR1 \$'000	FY2024 BR2 \$'000	FY2024 BR3 \$'000	FY2024 Movement BR3 v BR2 \$'000
	<b>Income</b>					
21,188	User Charges	22,747	22,747	22,747	22,775	28
46	Investment income	20	25	55	60	5
-	Grants, subsidies and contributions	50	50	50	50	-
1,078	Other	1,322	1,322	1,372	1,404	32
<b>22,312</b>	<b>Total</b>	<b>24,139</b>	<b>24,144</b>	<b>24,224</b>	<b>24,289</b>	<b>65</b>
	<b>Expenses</b>					
7,476	Employee Costs	7,675	7,675	7,885	7,899	14
12,184	Materials, contracts & other expenses	13,275	13,275	13,514	13,308	(206)
2,108	Depreciation, amortisation & impairment	2,657	2,657	2,566	2,566	-
354	Finance costs	384	384	430	430	-
<b>22,122</b>	<b>Total</b>	<b>23,991</b>	<b>23,991</b>	<b>24,395</b>	<b>24,203</b>	<b>(192)</b>
<b>190</b>	<b>Operating Surplus / (Deficit)</b>	<b>148</b>	<b>153</b>	<b>(171)</b>	<b>86</b>	<b>257</b>
143	Asset disposals & fair value adjustments	18	18	60	60	-
<b>333</b>	<b>Net Surplus / (Deficit)</b>	<b>166</b>	<b>171</b>	<b>(111)</b>	<b>146</b>	<b>257</b>
-	Other Comprehensive Income	-	-	-	-	-
<b>333</b>	<b>Total Comprehensive Income</b>	<b>166</b>	<b>171</b>	<b>(111)</b>	<b>146</b>	<b>257</b>

# ITEM9.1 - ATTACHMENT C

<b>EAST WASTE</b>						
Projected Balance Sheet (Budgeted)						
for the Financial Year Ending 30 June 2024						
<b>FY2023</b>		<b>FY2024</b>	<b>FY2024</b>	<b>FY2024</b>	<b>FY2024</b>	<b>FY2024</b>
<b>Audited Actuals</b>		<b>Adopted Budget</b>	<b>BR1</b>	<b>BR2</b>	<b>BR3</b>	<b>Movement BR3 v BR2</b>
<b>\$'000</b>		<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>
	<b>Assets</b>					
	<b>Current</b>					
3,953	Cash & Cash Equivalents	3,001	2,608	2,100	2,362	262
746	Trade & Other Receivables	935	746	746	746	-
43	Inventory	50	43	43	43	-
<b>4,742</b>	<b>Total</b>	<b>3,986</b>	<b>3,397</b>	<b>2,889</b>	<b>3,151</b>	<b>262</b>
	<b>Non-Current</b>					
9,510	Infrastructure, Property, Plant & Equipment	10,490	10,972	11,066	11,074	8
<b>9,510</b>	<b>Total</b>	<b>10,490</b>	<b>10,972</b>	<b>11,066</b>	<b>11,074</b>	<b>8</b>
<b>14,252</b>	<b>Total Assets</b>	<b>14,476</b>	<b>14,369</b>	<b>13,955</b>	<b>14,226</b>	<b>271</b>
	<b>Liabilities</b>					
	<b>Current</b>					
1,266	Trade & Other Payables	1,311	1,216	1,216	1,216	-
2,306	Borrowings	2,200	2,355	2,355	2,355	-
871	Provisions	893	926	931	938	7
<b>4,443</b>	<b>Total</b>	<b>4,404</b>	<b>4,497</b>	<b>4,502</b>	<b>4,509</b>	<b>7</b>
	<b>Non-Current</b>					
8,490	Borrowings	8,402	8,327	8,185	8,185	-
136	Provisions	229	191	196	203	7
<b>8,626</b>	<b>Total</b>	<b>8,631</b>	<b>8,518</b>	<b>8,381</b>	<b>8,388</b>	<b>7</b>
<b>13,069</b>	<b>Total Liabilities</b>	<b>13,035</b>	<b>13,015</b>	<b>12,883</b>	<b>12,897</b>	<b>14</b>
<b>1,183</b>	<b>Net Assets</b>	<b>1,441</b>	<b>1,354</b>	<b>1,072</b>	<b>1,329</b>	<b>257</b>
	<b>Equity</b>					
1,183	Accumulated Surplus	1,441	1,354	1,072	1,329	257
<b>1,183</b>	<b>Total Equity</b>	<b>1,441</b>	<b>1,354</b>	<b>1,072</b>	<b>1,329</b>	<b>257</b>

## ITEM 9.1 - ATTACHMENT D

EAST WASTE						
PROJECTED STATEMENT OF CASH FLOWS (BUDGET)						
for the Financial Year Ending 30 June 2024						
FY2023		FY2024	FY2024	FY2024	FY2024	FY2024
Audited Actuals		Adopted Budget	BR1	BR2	BR3	Movement BR3 v BR2
\$'000		\$'000	\$'000	\$'000	\$'000	\$'000
	<b>Cash Flows from Operating Activities</b>					
	<b>Receipts</b>					
22,455	Operating Receipts	24,069	24,069	24,119	24,179	60
46	Investment Receipts	20	25	55	60	5
	<b>Payments</b>					
(7,361)	Employee costs	(7,565)	(7,565)	(7,765)	(7,765)	-
(12,397)	Materials, contracts & other expenses	(13,275)	(13,275)	(13,514)	(13,308)	206
(304)	Interest Payments	(384)	(384)	(433)	(433)	-
<b>2,439</b>	<b>Net Cash Flows from Operating Activities</b>	<b>2,865</b>	<b>2,870</b>	<b>2,462</b>	<b>2,733</b>	<b>271</b>
	<b>Cash Flows from Investing Activities</b>					
	<b>Receipts</b>					
145	Sale of Replaced Assets	50	50	92	92	-
	<b>Payments</b>					
(587)	Expenditure on Renewal/Replaced Assets	(2,115)	(4,111)	(4,111)	(4,120)	(9)
(2,484)	Expenditure of New/Upgraded Assets	(40)	(40)	(40)	(40)	-
<b>(2,926)</b>	<b>Net Cash Flows from Investing Activities</b>	<b>(2,105)</b>	<b>(4,101)</b>	<b>(4,059)</b>	<b>(4,068)</b>	<b>(9)</b>
	<b>Cash Flow from Financing Activities</b>					
	<b>Receipts</b>					
4,525	Proceeds from Borrowings	2,115	2,115	2,115	2,115	-
	<b>Payments</b>					
(1,815)	Repayment of Lease Liabilities	(285)	(285)	(285)	(285)	-
(271)	Repayment of Borrowings	(1,944)	(1,944)	(2,086)	(2,086)	-
<b>2,439</b>	<b>Net Cash Flow from Financing Activities</b>	<b>(114)</b>	<b>(114)</b>	<b>(256)</b>	<b>(256)</b>	<b>-</b>
<b>1,952</b>	<b>Net Increase (Decrease) in cash held</b>	<b>646</b>	<b>(1,345)</b>	<b>(1,853)</b>	<b>(1,591)</b>	<b>262</b>
<b>2,001</b>	<b>Cash &amp; cash equivalents at beginning of period</b>	<b>2,355</b>	<b>3,953</b>	<b>3,953</b>	<b>3,953</b>	<b>-</b>
<b>3,953</b>	<b>Cash &amp; cash equivalents at end of period</b>	<b>3,001</b>	<b>2,608</b>	<b>2,100</b>	<b>2,362</b>	<b>262</b>

## ITEM 9.1 - ATTACHMENT E

### EAST WASTE

Projected Statement of Changes in Equity (Budgeted)  
for the Financial Year Ending 30 June 2024

FY2023		FY2024	FY2024	FY2024	FY2024	FY2024
Audited Actuals		Adopted Budget	BR1	BR2	BR3	Movement BR3 v BR2
\$		\$'000	\$'000	\$'000	\$'000	\$'000
850	<b>Balance at Start of Periof - 1 July</b>	1,275	1,183	1,183	1,183	-
333	Net Surplus / (Deficit) for Year	166	171	(111)	146	257
-	Contributed Equity	-	-	-	-	-
-	Distribution to Councils	-	-	-	-	-
<b>1,183</b>	<b>Balance at End of Period - 30 June</b>	<b>1,441</b>	<b>1,354</b>	<b>1,072</b>	<b>1,329</b>	<b>257</b>

# ITEM 9.1 - ATTACHMENT F

## EAST WASTE

Projected Uniform Presentation of Finances (Budgeted)  
for the Financial Year Ending 30 June 2024

FY2023		FY2024	FY2024	FY2024	FY2024
Audited Actuals		Adopted Budget	BR1	BR2	BR3
\$'000		\$'000	\$'000	\$'000	\$'000
<b>Income</b>					
21,188	User Charges	22,747	22,747	22,747	22,775
46	Investment income	20	25	55	60
-	Grants, subsidies and contributions	50	50	50	50
1,078	Other	1,322	1,322	1,372	1,404
<b>22,312</b>		<b>24,139</b>	<b>24,144</b>	<b>24,224</b>	<b>24,289</b>
<b>Expenses</b>					
7,476	Employee Costs	7,675	7,675	7,885	7,899
12,184	Materials, contracts & other expenses	13,275	13,275	13,514	13,308
2,108	Depreciation, amortisation & impairment	2,657	2,657	2,566	2,566
354	Finance costs	384	384	430	430
<b>22,122</b>		<b>23,991</b>	<b>23,991</b>	<b>24,395</b>	<b>24,203</b>
<b>190</b>	<b>Operating Surplus / (Deficit)</b>	<b>148</b>	<b>153</b>	<b>(171)</b>	<b>86</b>
<b>Net Outlays on Existing Assets</b>					
(587)	Capital Expenditure on Renewal and Replacement of Existing Assets	(2,115)	(4,111)	(4,111)	(4,120)
2,108	Depreciation, Amortisation and Impairment	2,657	2,657	2,566	2,566
145	Proceeds from Sale of Replaced Assets	50	50	92	92
<b>1,666</b>		<b>592</b>	<b>(1,404)</b>	<b>(1,453)</b>	<b>(1,462)</b>
<b>Net Outlays on New and Upgraded Assets</b>					
(2,484)	Capital Expenditure on New and Upgraded Assets	(40)	(40)	(40)	(40)
-	Amounts Specifically for New and Upgraded Assets	-	-	-	-
-	Proceeds from Sale of Surplus Assets	-	-	-	-
<b>(2,484)</b>		<b>(40)</b>	<b>(40)</b>	<b>(40)</b>	<b>(40)</b>
<b>(628)</b>	<b>Annual Net Impact to Financing Activities (surplus/(deficit))</b>	<b>700</b>	<b>(1,291)</b>	<b>(1,664)</b>	<b>(1,416)</b>



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## 9.2: DRAFT CODE OF PRACTICE – PROCEDURES AT MEETINGS

**REPORT AUTHOR:** General Manager

**ATTACHMENTS:** A: Draft East Waste Code of Practice – Procedures at Meetings  
B: Existing East Waste Code of Practice – Meeting Procedures  
C: East Waste Charter

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### **Purpose of the Report**

The East Waste Board (Board) is required by the *Local Government Act 1999* and the East Waste Charter (Clause 35.1.2) to determine procedures that detail the procedures of meetings of the Board. Accordingly, the Administration has drafted a *Code of Practice – Procedures at Meeting* (Code) included at Attachment A to this report for the Board's consideration.

### **Background**

Clause 35.1 of the Eastern Waste Management Authority Charter (Charter) requires the following:

*That subject to Schedule 2, Clause 21 of the Act, to a direction of the Constituent Councils and to the other provisions of this Charter:*

- 35.1.1 the Board must determine its own procedures for meetings, which must be fair and contribute to free and open decision making;*
- 35.1.2 the Board must set out the adopted meeting procedures in a meeting procedure code of practice which will be available to the public for inspection (without charge) and by way of a copy (on payment of a fee fixed by the Board); and*
- 35.1.3 the code of practice may be reviewed by the Board at any time but must be reviewed at least once in every three years.*

In addition, Sections 86 and 89 of the *Local Government Act 1999* (Act) provide that meetings of the Board will be conducted according to procedures:

- prescribed by the Act;
- prescribed by regulation in the *Local Government (Procedures at Meetings) Regulations 2013* (Regulations); and
- as determined by resolution of the Board, where permissible.

### *Existing East Waste Code of Practice – Meeting Procedures*

A review by Administration has identified the existing *East Waste Code of Practice – Meeting Procedures* (Existing Code) (Attachment B) was adopted by the Eastern Waste Management Authority in May 2013. The Existing Code would have been superseded by the commencement of the Regulations in January 2014. There is no evidence to suggest that the Board of Management has adopted another Code of Practice for Meeting Procedures between 2014 and the current time.

## **Report**

### *Legislative Requirements*

The Charter requires the Board to determine its own procedures for meetings which must be fair and contribute to open and free decision making.

Clause 35.1.2 of the Charter requires the Board to set out the adopted the meeting procedures in a code of practice which is to be made available for public inspection. Sections 86(8) and 89(1) of the *Local Government Act 1999* states that where a procedure is not prescribed by regulation, the Board can determine its own procedures provided it is not inconsistent with the Act or Regulations.

The draft Eastern Waste Management Authority Code of Practice – Procedures at Meetings (refer Attachment A) with respect to the previous Meeting Procedures, reflect the maturity and evolution of East Waste and Governance expectations within Local Government more broadly. As a result of the wholesale changes a new document has been drawn up, rather than tracked change from the base document. The new Code of Practice – Procedures at Meetings includes:

- the requirements of the *Eastern Waste Management Authority Charter* as gazetted on 28 June 2022;
- the *Local Government Act (Procedures at Meetings) Regulations 2013* as relevant to the proceedings of Board meetings;
- variations to the prescribed meeting procedures for consideration of the Board (inserted in blue text) to enable them to be read in conjunction with the formal requirements of the Regulations;
- clarifications to the meeting regulations to assist members in their understanding of the meeting procedures (inserted in blue text);
- meeting procedures that apply to committees of the Board unless otherwise stated;
- guidelines on how Board and Committee meetings are to be conducted; and
- guidance to the community on how meetings of the Board are conducted.

The meeting procedures, while extensive, are consistent with the running of Local Government meetings and provide guidance on a wide variety of matters, some of which East Waste rarely use, albeit, require a framework for when they are to be called upon.

For referencing purposes, the *East Waste Charter* is also attached (refer Attachment C).

### *Review Schedule*

Regulation 6(2) states that the Board should, at least once in every financial year, review the operation of a code of practice under this regulation. However, clause 35.1.3 of the Charter states that the Code must be reviewed at least once in every three years. Given, that this is a discretionary regulation it is recommended that the review period for the Code be every three years to align with the East Waste Policy Review Schedule.

## **RECOMMENDATION**

**That the East Waste Board adopts the draft *Code of Practice – Procedures at Meetings* set out as Attachment A to this report.**

**EASTERN WASTE MANAGEMENT  
AUTHORITY  
CODE OF PRACTICE -  
PROCEDURES AT MEETINGS**



<b>Type</b>	Code of Practice
<b>Category</b>	Governance
<b>Policy Number</b>	011
<b>First Issued/Adopted</b>	April 2024
<b>Minutes Reference</b>	
<b>Review Period</b>	Every Three Years
<b>Last Reviewed</b>	
<b>Next Review</b>	April 2027
<b>Applicable Legislation</b>	<ul style="list-style-type: none"> <li>• <i>Local Government Act 1999</i></li> <li>• <i>Local Government (Procedures at Meetings) Regulations 2013</i></li> <li>• <i>Eastern Waste Management Authority Charter</i></li> </ul>
<b>Related Documents</b>	<ul style="list-style-type: none"> <li>• <i>Behavioural Standards Policy</i></li> </ul>
<b>Consultation Undertaken</b>	<ul style="list-style-type: none"> <li>•</li> </ul>
<b>Responsible Officer</b>	Manager Business Services

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SIGNED:

General Manager

Date: \_\_\_ / \_\_\_ / \_\_\_

.....

Chairperson

Date: \_\_\_ / \_\_\_ / \_\_\_

## Legislative Requirements

The *Eastern Waste Management Authority Charter* requires the Board of Management (Board) to determine its own procedures for meetings which must be fair and contribute to open and free decision making.

Clause 35.1.2 of the Charter requires the Board to set out the adopted meeting procedures in a code of practice which is to be made available for public inspection.

Sections 86(8) and 89(1) of the *Local Government Act 1999* states that where a procedure is not prescribed by regulation, the Board can determine its own procedures provided it is not inconsistent with the Act or Regulations.

This document is the Eastern Waste Management Authority's Code of Practice - Procedure at Meetings. This Code of Practice provides:

- the requirements of the *Eastern Waste Management Authority Charter*.
- the *Local Government Act (Procedures at Meetings) Regulations 2013* as relevant to the proceedings of Board meetings.
- variations to the prescribed meeting procedures which have been adopted by the Board (*inserted in blue text*) to enable them to be read in conjunction with the formal requirements of the Regulations.
- clarifications to the meeting regulations to assist members in their understanding of the meeting procedures (*inserted in blue text*);
- meeting procedures that apply to committees of the Board unless otherwise stated.
- guidelines on how Board and Committee meetings are to be conducted; and
- guidance to the community on how meetings of the Board are conducted.

## 1. Purpose

The Code of Practice – Procedures at Meeting sets out the meeting procedures to be followed by the Eastern Waste Management Authority (East Waste) Board at Board Meetings.

The Board is comprised of nine (9) Directors – one person appointed by each of the eight (8) Member Councils and an Independent Chairperson appointed jointly by the Member Councils.

Broad requirements relating to meetings of the Board of Management (Board) are set down in the Eastern Waste Management Authority Charter (Charter). The Charter provides that the Board may determine its own procedure for the conduct of its meetings provided that the procedures are not inconsistent with the *Local Government Act 1999* or the Charter.

Where the Board has not determined a procedure to address a particular circumstance, the provisions of Part 2 of the *Local Government (Procedures at Meetings) Regulations 2013* will apply.

These meeting procedures are supplementary to the Charter. In the event of any inconsistency between the Charter and these procedures, the provisions of the Charter prevail.

## 2. Scope

The Policy applies to all meetings of the Eastern Waste Management Authority Board.

## 3. Definitions

**Act** means the *Local Government Act 1999*.

**Board** means the Board of Directors of the Eastern Waste Management Authority.

**Charter** means the Eastern Waste Management Authority Charter as gazetted on 28 June 2022.

**Clear Days** - In calculating **clear days** in the 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 taken into account. Saturdays, Sundays and public holidays will be taken into account.

If notice is given after 5pm on a given day it will be taken to have been given on the next day.

**East Waste** means the Eastern Waste Management Authority.

A vote on whether **leave of the meeting** is granted may be conducted by a show of hands.

A **quorum** for a Board meeting is the minimum number of persons who need to be present to constitute a valid meeting. This is determined by dividing the total number of Directors by two and adding one (ignoring any resulting fraction).

**Written notice** includes a notice given in a manner or form determined by the Board, must be legible and includes paper or electronic form including email. Motions on Notice and Questions on Notice need to be submitted through to the General Manager using the email address provided to all Members.

### 3 Principles (Regulation 4)

In adopting these meeting procedures, East Waste has taken into account the guiding principles contained within *the Local Government (Procedures at Meetings) Regulations 2013*:

### 4 Policy

#### 4.1. Notice and Times of Board Meetings (Regulation 7)

- 4.1.1 Ordinary meetings of the Board must be held at least quarterly and not scheduled before 5pm unless unanimously decided by the Board.
- 4.1.2 Notice of any meeting of the Board must be given to a Board Member in accordance with clause 35.5 of the Charter.
- 4.1.3 Late items may be added to the agenda only with the approval of the Chair or the General Manager.
- 4.1.4 Board Meetings will commence as soon after the time specified as a quorum is present.
- 4.1.5 If the number of apologies received by the General Manager indicates that a quorum will not be present at a meeting the General Manager, in consultation with the Chair, may adjourn the meeting to a specified day and time.
- 4.1.6 If at the expiration of 30 minutes from the time specified in the notice of meeting as the time of commencement a quorum is not present, the Presiding Member or, in the absence of a presiding member, the General Manager, will adjourn the meeting to a specified day and time.
- 4.1.7 If a meeting is adjourned for want of a quorum, the General Manager will record in the minute book the reason for the adjournment, the names of any Directors present and the date and time to which the meeting is adjourned.
- 4.1.8 Special meetings of the Board may be called by the Chair or any two (2) Directors in accordance with clause 35.6 of the Charter.
- 4.1.9 Virtual meetings of the Board may be held providing that a quorum is present and each of the Directors at the meeting must be able to, at all times, be able to hear and be heard by the other Directors present. Each Director must announce their presence at the commencement of the meeting. A Director must not leave a virtual meeting of the Board unless the Director has previously notified the Chair of the meeting.
- 4.1.10 Board Meetings shall conclude prior to 7.30pm unless a majority of Directors then present, vote for an extension of time. Such extension will not continue beyond 8.30 pm.

4.1.11. Public Notice of Board meetings will be given by posting the time and date on the East Waste website.

## 4.2 Minutes (Regulation 8)

4.2.1 The minutes of the proceedings at a meeting must be submitted for confirmation at the next meeting or, if that is omitted, at a subsequent meeting.

4.2.2 No discussion on the minutes may occur before confirmation, except as to the accuracy of the minutes as a record of proceedings.

4.2.3 On the confirmation of the minutes, the Chair will—

- (a) initial each page of the minutes, which pages are to be consecutively numbered; and
- (b) place his or her signature and the date of confirmation at the foot of the last page of the minutes.

4.2.4 The minutes of the proceedings of a meeting must include:

- (a) the opening and closing times of the meeting;
- (b) the names of the Directors present at the meeting; and the name of any Director who has tendered an apology;
- (c) Members of the Administration in attendance and their respective titles;
- (d) The names of persons who enter or leave the meeting and the time that they have entered or left the meeting;
- (e) each motion or amendment, and the names of the mover and seconder; and
- (f) any variation, alteration or withdrawal of a motion or amendment;
- (g) whether a motion or amendment is carried or lost;
- (f) any disclosure of interest made by a Director (which must, in the case of a material conflict of interest, include the details specified under section 75C(5) of the Act (name, nature of the interest as described by the member and if the member participated in the meeting under section 75C(3) and, in the case of a general conflict of interest, include the details specified under section 75B(3) of the Act (name, nature of interest as described by the Director, way the Director dealt with the interest, if the Director voted on the matter, the manner in which the member voted);
- (h) details of the making of an order under subsection (2) of section 90 (Meetings to be held in the public except in special circumstances) of the Act (see subsection (7) of that section);
- (i) a note of the making of an order under subsection (7) of section 91 (Minutes and Release of Documents) of the Act in accordance with the requirements of subsection (9) of that section; and (j) details of any adjournment of business;
- (j) Questions on notice and the answer;
- (k) details of any short-term suspension of proceedings; and
- (l) any other matter required to be included in the minutes by or under the Act or any regulation.



- 4.2.5 Acceptance of minutes as true and correct, has the effect of making 'true and correct' which may in fact not be entirely accurate. Directors are expected to read the minutes carefully before acceptance is voted upon, to ensure that any errors are addressed prior to acceptance. It is recommended that significant corrections are made through a motion at the time of the acceptance of the minutes as a true and correct record.
- 4.2.6 Documents tabled at Board meetings will be included in the corresponding Minute book.
- 4.2.8 Minutes will be forwarded electronically to Directors and placed on Easte Waste's website within five (5) days of the meeting to which they relate.

### **4.3 Questions (Regulation 9)**

- 4.3.1 A Director may ask a question on notice by giving the General Manager written notice of the question at least 7 clear days before the date of the meeting at which the question is to be asked.

**Clarification:**

- Questions on notice need to be received by the General Manager by 5.00pm, 7 clear days before the date of the meeting, for Board meetings, the relevant day is usually the Wednesday prior to the meeting.
- If the question on notice is received is after this time, the question will be treated as a question for a subsequent meeting of the Board.

- 4.3.2 If notice of a question is given under clause 4.3.1:
- (a) The General Manager must ensure that the question is placed on the agenda for the meeting at which the question is to be asked; and
  - (b) the question and the reply must be entered in the minutes of the relevant meeting.
- 4.3.3 A Director may ask a question without notice at a meeting.
- 4.3.4 A question without notice and the reply will not be entered in the minutes of the relevant meeting unless the Directors present at the meeting resolve that an entry should be made.
- 4.3.5 No debate is permitted on questions on notice and the answers provided.
- 4.3.6 Directors asking a question may ask a supplementary question following their initial question.
- 4.3.7 Questions asked during the course of discussion or debate in a meeting that requires an answer will be directed to the Chair and will not be asked directly to a Director or Officer.

Clarification:

- Directors are encouraged to, where possible, seek answers to particular matters/issues from other Directors or staff prior to the meeting, or alternatively use the Question on Notice process.

#### 4.4 Motions (Regulation 12)

4.4.1 A Director may bring forward any business in the form of a written notice of motion.

4.4.2 The notice of motion must be given to the General Manager at least 7 clear days before the date of the meeting at which the motion is to be moved.

Clarification:

- Written notice of the motion on notice needs to be received by the General Manager by 5.00pm, 7 clear days before the date of the meeting, for Board meetings, the relevant day is usually the Wednesday prior to the meeting.
- Notice of Motion received after this time will be treated as a motion for a subsequent meeting of the Board.

4.4.3 A motion the effect of which, if carried, would be to revoke or amend a resolution passed since the last local government general election must be brought by written notice of motion (recission motion).

4.4.4 If a motion under clause 4.4.3 is lost, a motion to the same effect cannot be brought:

- (a) until after the expiration of 12 months; or
  - (b) until after the next general election,
- whichever is the sooner.

4.4.5 Subject to the Act and the regulations, a Director may also bring forward any business by way of a motion without notice.

4.4.6 The Chair may refuse to accept a motion without notice if, after taking into account the Guiding Principles, they consider that the motion should be dealt with by way of a written notice of motion.

4.4.7 The Chair may refuse to accept a motion if the subject matter is, in their opinion, beyond the power of the Board or Committee (as the case may be).

4.4.8 A motion will lapse if it is not seconded at the appropriate time. The Chair is to ask for a seconder before declaring that a motion has lapsed.

4.4.9 A Director moving or seconding a motion will speak to the motion at the time of moving or seconding the motion. Unless the seconder reserves their right to speak to the motion at a later stage of the debate, at the time of moving the motion, in which case the seconder will not be considered to have spoken to the motion.

4.4.10 A Director may only speak once to a motion except:

- (a) to provide an explanation in regard to a material part of his or her speech, but not to introduce any new matter; or

- (b) with leave of the meeting; or
  - (c) as the mover in reply.
- 4.4.11 A Director who has spoken or has reserved their right to speak to the motion at a later stage pursuant to regulation 12.9 (clause 4.4.9) to a motion may not at a later stage of the debate move or second an amendment to the motion.
- 4.4.12 A Director who has not spoken in the debate on a question may move a formal motion.
- 4.4.13 A formal motion must be in the form of a motion set out in regulation 12(14) (clause 4.4.13) and no other formal motion to a different effect will be recognised).
- 4.4.14 If the formal motion is:
- (a) that *the meeting proceed to the next business*, then the effect of the motion, if successful, is, in the case of an amendment, that the amendment lapses and the meeting proceeds with the consideration of the motion before the meeting without further reference to the amendment and, in the case of a motion, that the motion lapses and the meeting proceeds to the next item of business; or
  - (b) that *the question be put*, then the effect of the motion, if successful, is that debate is terminated and the question put to the vote by the presiding member without further debate; or
  - (c) that the *question lie on the table*, then the effect of the motion, if successful, is that the meeting immediately moves to the next item of business and the question can then only be retrieved at a later time by resolution (and, if so retrieved, debate is then resumed at the point of interruption); or
  - (d) that *the question be adjourned*, then the effect of the motion, if successful, is that the question is disposed of for the time being but debate can be resumed at the later time (at the point of interruption); or
  - (e) that *the meeting be adjourned*, then the effect of the motion, if successful, is that the meeting is brought to an end immediately without the consideration of further business.
- 4.4.15 If seconded, a formal motion takes precedence and will be put by the Chair without discussion unless the motion is for an adjournment (in which case discussion may occur (but only occur) on the details for resumption).
- 4.4.16 A formal motion does not constitute an amendment to a substantive motion.
- 4.4.17 If a formal motion is lost:
- (a) the meeting will be resumed at the point at which it was interrupted; and
  - (b) if the formal motion was put during debate (and not at the end of debate) on a question, then a similar formal motion (i.e. a motion to the same effect) cannot be put until at least 1 Director has spoken on the question.
- 4.4.18 A formal motion for adjournment must include the reason for the adjournment and the details for resumption.

- 4.4.19 Any question that lies on the table as a result of a successful formal motion under regulation 12(14)(c) (clause 4.4.14c) lapses at the next general election.
- 4.4.20 The General Manager must report on each question that lapses under clause 4.4.19 to the Board at the first ordinary meeting of the Board after the local government general elections.

East Waste Variations & Additions:

4.4.21 Motions on Notice:

- (a) When placing a motion with notice in an Agenda, the General Manager may take the opportunity to provide written comments to assist Directors to make informed decisions.
- (b) Motions on notice have the same status as any other motion and can be amended during the debate.
- (c) A Motion on Notice can only be withdrawn from the Agenda if the Director does not move the motion at the Board Meeting.

4.4.22 Where a Director who has given (7 clear days) Notice of a Motion and is absent from the meeting at which the motion is to be considered, the motion will be adjourned to the next meeting or may be moved by any other Director who has the written permission of the giver of the Notice of Motion. Evidence of the written permission must be tabled at the meeting prior to the Motion being moved.

4.4.23 Motions without Notice:

- (a) A Director wishing to move a motion that is different from that recommended in a Board report is encouraged to make available a written copy of their motion to assist the Chair in the conduct of the meeting.
- (b) Where possible, Motions Without Notice should be discussed with the General Manager and shall be provided in writing to the Chair and the Minute Taker prior to the commencement of the meeting.

Clarification:

- If a motion is lost no decision has been made.
- Any Director who has spoken in the debate can second a formal motion. Only the mover of the formal motion is required not to have spoken in the debate.
- Where the Board determines that further information is required to assist with the decision-making process, rather than adjourning the item of business, a resolution should be passed requesting that the item be deferred to a future meeting and that a further report be presented with additional information, prior to debate on the item commencing. This allows for the item to be considered with any new information in the subsequent report, rather than at the next meeting as an adjourned item.

#### **4.5 Amendments to Motions (two Amendments allowed) (Regulation 13)**

- 4.5.1 A Director who has not spoken to a motion at an earlier stage of the debate may move or second an amendment to the motion.
- 4.5.2 An amendment will lapse if it is not seconded at the appropriate time. *The Chair is to ask for a seconder before declaring that an amendment has lapsed.*
- 4.5.3 A person who moves or seconds an amendment (and, if he or she chooses to do so, speaks to the amendment) will, in so doing, be taken to have spoken to the motion to which the amendment relates. *Unless at the time of seconding the amendment the seconder requests to reserve their right to speak to the amendment later in the debate, in which case the mover or seconder will be taken to have spoken to the amendment.*
- 4.5.4 If an amendment is lost, only 1 further amendment may be moved to the original motion.
- 4.5.5 If an amendment is carried, only 1 further amendment may be moved to the original motion.

#### **4.6. Voting (Regulation 16)**

- 4.6.1 Each item of business is to be considered separately.
- 4.6.2 Subject to the Act and the Charter a question arising for decision at a meeting of the Board will be decided by a majority of the votes cast by the Directors present at the meeting and entitled to vote on the question.
- 4.6.3 Each Director present at a meeting of the Board must, subject to a provision of this Act, or the Charter, to the contrary, vote on a question arising for decision at that meeting.
- 4.6.4 Each Director present at a meeting of the Board has one vote.
- 4.6.3 If the votes are equal the Chair does not have a casting vote.
- 4.6.4 A decision carried by the majority of votes cast by the Directors at a meeting of the Board is a decision of the Board except where legislation requires alternative arrangements.

4.6.4 Clause 19 of the Charter stipulates that neither the Authority nor any person on its behalf may give effect to a Special Decision (as listed at clause 19) unless the Member Councils vote in favour of a resolution for the Special Decision by Absolute Majority.

#### **4.7 Circular Resolutions**

4.7.1 Clause 35.11 of the Charter enables the Board to make decisions by way of a circular resolution. This requires written notice of a proposed resolution to be given to all Directors in accordance with the Charter and the procedures determined by the Board.

4.7.2. The Board has determined that the following procedure applies for circular resolutions:

- (a) Only the General Manager in consultation with the Chair, may determine to give notice of a proposed resolution for the purposes of obtaining a decision of the Board by a circular resolution.
- (b) Written notice of the proposed resolution will be provided to every Director in the manner determined by the General Manager.
- (c) The notice must be accompanied by a report outlining the reasons for the proposal and including any relevant supporting documents.
- (d) Upon receipt of a notice under paragraph 4.4.2(b), a Director who wishes to vote in favour of the resolution must, on or before the date specified in the notice (“the Prescribed Date”), either:
  - (i) sign and date the notice where provided and return the signed notice to the General Manager via email or as otherwise may be directed by the General Manager; or
  - (ii) give written notice to the General Manager via email that sets out the terms of the proposed resolution and confirms that the Board Member consents to it.

4.7.3 A decision by circular resolution is taken to have been made as and from the date (which must be on or before the Prescribed Date) that the General Manager has received a sufficient number of responses to a notice of proposed resolution to indicate that the majority of Directors have voted in favour of it. Where this occurs, the decision is as valid and effectual as if it has been passed at a meeting of the Board.

4.7.4 For the avoidance of doubt a proposed resolution lapses if, on the Prescribed Date, no responses are received by the General Manager in respect of a notice of proposed resolution or, less than a majority of Directors have voted in favour of it.

4.7.5 Where a notice of proposed resolution has been circulated to Directors, the General Manager must:

- (a) notify all Directors within 7 days of the Prescribed Date of the outcome of the decision (if any) including the number of votes returned and by whom; and
- (b) prepare a written record of the outcome of the proposal (Minute) that:

- (i). sets out the terms of the proposed resolution.
- (ii). indicates whether it was carried or lost and, where carried, the date this occurred.
- (iii) is dated and signed by the General Manager.

4.7.6 Where the Board makes a decision by way of circular resolution a copy of the Minute prepared under paragraph 4.4.5(d) must be tabled at the next meeting of the Board held after the Prescribed Date and the outcome of the proposal must be recorded in the minutes of that meeting.

#### **4.8 Tabling of information (Regulation 18)**

4.8.1 A Director may require the General Manager to table any documents of the Board relating to a motion that is before a meeting (and the General Manager must then table the documents within a reasonable time, or at a time determined by the Chair after taking into account the wishes of the meeting, and if the Director who has required the tabling indicates that he or she is unwilling to vote on the motion until the documents are tabled, then the matter must not be put to the vote until the documents are tabled).

4.8.2 The General Manager may, in tabling a document, indicate that in their opinion consideration should be given to dealing with the document on a confidential basis under section 90 or 91 of the Act.

#### **4.9 Adjourned Business (Regulation 19)**

4.9.1 If a formal motion for a substantive motion to be adjourned is carried:

- (a) the adjournment may either be to a later hour of the same day, to another day, or to another place; and
- (b) the debate will, on resumption, continue from the point at which it was adjourned.

4.9.2 If debate is interrupted for want of a quorum and the meeting is then adjourned, the debate will, on resumption, continue from the point at which it was interrupted.

4.9.3 Business adjourned from a previous meeting must be dealt with before any new business at a subsequent meeting.

#### **4.10 Short-term Suspension of Proceedings (Regulation 20)**

4.10.1 If the Chair considers that the conduct of a meeting would benefit from suspending the operation of all or some of the provisions of this Policy for a period of time in order to allow or facilitate informal discussions, the Chair may, with the approval of at least two-thirds of the members present at the meeting, suspend the operation of this Policy for a period determined by the Chair.

4.10.2 The Guiding Principles must be taken into account when considering whether to act under the above clause.

4.10.3 If a suspension occurs under regulation 20 (1) (clause 4.10.):

- (a) a note of the suspension, including the reasons for and period of suspension, must be entered in the minutes; and



- (b) the meeting may proceed provided that a quorum is maintained but, during the period of suspension:
  - (i) the provisions of the Act must continue to be observed; and
  - (ii) no act or discussion will have any status or significance under the provisions which have been suspended; and
  - (iii) no motion may be moved, seconded, amended or voted on, other than a motion that the period of suspension should be brought to an end; and
- (c) the period of suspension should be limited to achieving the purpose for which it was declared; and
- (d) the period of suspension will come to an end if:
  - (i) the Chair determines that the period should be brought to an end; or
  - (ii) at least two-thirds of the Directors present at the meeting resolve that the period should be brought to an end.

#### **4.11 General Manager may Submit Report Recommending Revocation or Amendment of Board Decision (Regulation 21)**

- 4.11.1 The General Manager may submit a report to the Board recommending the revocation or amendment of a resolution passed since the last general local government election.
- 4.11.2 The General Manager must ensure that the report is placed on the agenda for the meeting at which the report is to be considered.

#### **4.12 Access to Meetings and Documents**

- 4.12.1 All meetings of East Waste shall be conducted in accordance with the Charter and this Policy.
- 4.12.2 All meetings of the Board shall be open to the public unless closed by resolution of the Board in accordance with section 90(2) and (3) of the Act.
- 4.12.3. A person authorised in writing by a Member Council for the purposes of this clause may attend (but not participate in) a meeting of the board of management and may have access to papers provided to Directors for the purpose of the meeting.
- 4.12.4 Board and Committee meetings are open to the public. Public notice of meetings (including the date on which and place where it will be held) and a copy of the agenda for the meeting will be posted on the East Waste website at least 3 clear days prior to the meeting.
- 4.12.5. Where the nature of a matter requires the matter to remain confidential, the matter will be marked 'Confidential' in agendas, reports and other papers (Meeting Papers) dealing with the matter will be marked 'Confidential' by the General Manager prior to distribution to Directors.



4.12.6 The Board will consider the nature of any matter marked 'Confidential' in accordance with clause 4.12.4 and will determine whether or not to pass a resolution that the matter be treated confidentially.

#### **4.13. Standing Committees**

4.13.1. The following Standing Committees exist:

- ♣ Audit and Risk Management Committee
- ♣ General Manager Performance Review Committee.

4.13.2. The Audit and Risk Management Committee comprises an Independent Chairperson, two Board Directors and three Independent Members and meets five (5) times per annum (or as otherwise required). The Committee will determine their own dates and times for meetings.

4.13.3. The General Manager Performance Review Committee comprises the Chair and at least two other Board appointed Members and meets as required.

4.13.4. Business at East Waste Committee meetings will be transacted in accordance with the procedures prescribed in the Terms of Reference adopted for the Committee and this Policy. Where the Terms of Reference or this Policy are silent regarding the procedures at a meeting of the Committee the Committee may determine its own procedure.

#### **4.14 Appointment of Deputy Chair**

4.14.1 Clause 28 of the Charter stipulates that the Authority must, at all times, have a Deputy Chair who is a Director.

4.14.2 The Board appoints the Deputy Chair and may at any time remove from office the Deputy Chair and appoint a replacement Deputy Chair.

4.14.3 The term of appointment for the position of Deputy Chair is for a period of two (2) years after which time the Board will call for nominations for the position.

4.14.4 Directors may be reappointed to the position of Deputy Chair.

4.14.5 Should more than one Director be nominated for the position of Deputy Chair the nomination shall be settled by means of a secret ballot.

#### **4.15 Appointment of Presiding Member in Absence of Chair and Deputy Chair**

4.15.1. In circumstances where the Chair and Deputy Chair are both absent from a Board meeting (or part thereof), the Board will appoint one of its members to preside over the meeting during their absence.

4.15.2. The appointment of a presiding member under paragraph 4.15.1. will occur as follows:

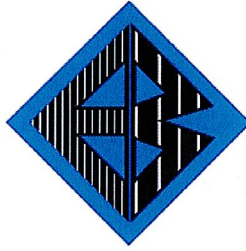
- (a) The General Manager will take the chair and will initially preside over the meeting and call for nominations to appoint a presiding member.
- (b) A Director may nominate themselves for appointment as the presiding member. If more than one nomination is made, the names of the Directors who have nominated will be placed in a container and the General Manager will randomly select a name from the container. The name of the Director selected

is the Director who will be appointed by resolution of the Board as the presiding member for the purposes of that meeting only.

4.15.3. If no nominations are received the names of all Directors present will be placed in a container and the General Manager will randomly select a name from the container. The name of the Directors selected is the Directors who will be appointed by resolution of the Board as the presiding member for the purposes of that meeting only.

## **5. Review of the Code of Practice Procedures at Meetings**

It is the responsibility of the General Manager to monitor the adequacy of the Policy and recommend appropriate changes. The Policy will be formally reviewed every 36 months or as needed.



## **Eastern Waste Management Authority**

Trading as

**East Waste**

***Code of Practice***

***Meeting Procedures***

**Adopted: May 2013**

This Code sets out the commitment of the Eastern Waste Management Authority (the Authority) to conduct the meetings of the Board in a manner which contribute to open, transparent and informed decision making and in accordance with all legislative provisions relevant to the Authority.

## Legislative Context

The Eastern Waste Management Authority (the Authority) is a regional subsidiary established under the Local Government Act (the Act) established by the following Constituent Councils for the collection and disposal of waste:

- Adelaide Hills Council
- City of Burnside
- City of Campbelltown
- City of Norwood, Payneham and St Peters
- City of Mitcham
- Corporation of the Town of Walkerville.

Schedule 2, Part 2 of the Act details the legislative provisions applicable to a regional subsidiary. In particular Clause 21(Proceedings of board of management) is the basis of this Code of practice.

The Code of Practice also meets all the requirements of the Charter of the Authority.

## Principle

The Code is based on the principle that meetings of the Board are fair and contribute to open, transparent and informed decision making.

## The Board of Management of the Eastern Waste Management Authority

The Board of Management of the Authority (the Board) is comprised of seven Directors – one person appointed by each of the six Constituent Councils and one independent person appointed jointly by the Constituent Councils.

The independent person takes the role of Chair, and represents the Authority in relations with the media and the public generally.

The Board has appointed a Chief Executive Officer (called the General Manager) to support the Board.

## Decisions of the Board

Each Director present at a meeting of the Board has one vote, and if the votes are equal the Chair does not have a casting vote.

A decision carried by a majority of votes cast by the Directors at a meeting of the Board is a decision of the Board except where legislation requires alternative arrangements.

A decision of the Board may be made in writing and not at a meeting. This requires the General Manager to distribute to all Directors a copy of the proposed resolution, and the Directors to return to the General Manager in accordance with the specified timeframe a record of their vote on the proposed resolution. The decision will be determined by simple majority, and the General Manager will advise all Directors of the outcome of the decision within 48 hours of the closing date.

The Board may only give effect to a Special Decision if the Constituent Councils unanimously vote in favour of a Special Decision. Special Decisions include:



- Adopt or vary a Business Plan
- Adopt or vary an Annual Plan
- Delegate the authority of the Board to any other person than the General Manager
- Other Special Decisions are listed in clause 19(d) of the Charter of the Eastern Waste Management Authority.

## **Board meetings**

### **(1) General**

The Chair presides at all meetings of the Board. In the absence of the Chair, the Deputy Chair exercises the Chair's functions at a Board meeting.

A quorum for a Board meeting is the number determined by dividing the total number of Directors by two, and adding one (ignoring any resulting fraction). Any variation to this definition must be formally approved by a unanimous decision of the Constituent Councils.

Meetings of the Board are open to the public. However the Board may consider it necessary and appropriate to consider information or a matter in confidence, and therefore exclude any members of the public and any unauthorised persons from the meeting. More detail is provided in the Code of Practice Public Access to Meetings and Documents.

Directors are required to declare any interest in a matter being considered by the Board at a meeting of the Board in accordance with the relevant legislation.

A Board meeting may be held by telephone or video conference provided at least a quorum of Directors is personally present at the meeting.

The Board may agree to invite a person to attend a Board meeting as an observer or adviser.

### **(2) Ordinary meetings of the Board**

Ordinary meetings of the Board must be held at least quarterly and not scheduled before 5 pm unless unanimously decided by the Board. The Board will determine meeting times and venues. In the absence of a decision by the Board, the CEO in consultation with the Chair may determine a meeting time and place.

Agenda papers are distributed by the General Manager to each Director and each Constituent Council not less than three clear days prior to a meeting, and published on the Authority's website. The General Manager distributes copies of the minutes to each Director and each Constituent Council within seven days of the conclusion of a Board meeting, and published on the Authority's website.

### **(3) Special meetings of the Board**

The Chair or any two Directors may call a special meeting of the Board. They must give the General Manager a notice of the meeting which sets out the place, date and time of the meeting; states the general nature of the business of the meeting; and is provided at least one clear business day before the date of the meeting. The meeting must be held at a reasonable time.

The General Manager will advise all Directors of the special meeting, and at the same time arrange for the meeting notice to be displayed at the principal office of the Authority and each Constituent Council.

### **Operations Assistance Committee**

The General Manager may establish an Operations Assistance Committee. If this Committee is formed it is not bound by this Code of Practice. The nature of its meeting procedures will be determined by the General Manager. The General Manager will advise the Board should there be reason to establish the Committee.

### **Governance**

The Code will be reviewed annually by the Board. However the Board has the discretion to review the Code at any time to take into account any significant new information, legislative, or organisational change which may warrant an amendment to this document.

A review of the Code is conducted in consultation with the Constituent Councils.

Copies of the Code are available from the East Waste website [www.eastwaste.com.au](http://www.eastwaste.com.au) or the Authority's office at 1 Temple Court Ottoway SA 5013.

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This Policy was approved by the Board at its meeting on 2 May 2013

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#### *Review history*

*Nil*

LOCAL GOVERNMENT ACT 1999 EASTERN WASTE MANAGEMENT AUTHORITY  
*Charter*

PART I—PRELIMINARY

## 1. DICTIONARY

In this Charter:

*Absolute Majority* means a majority of the whole number of the Constituent Councils.

*Act* means Local Government Act 1999.

*Annual Plan* means an Annual Plan that conforms to Part 14 and last adopted by the Board.

*Authority* means Eastern Waste Management Authority ('East Waste').

*Board* means the board of management of the Authority.

*Borrowings Limit* means at any time the amount authorised in the current Annual Plan and Budget of the Authority.

*Budget* means a budget that conforms to Part 14 and last adopted by the Board.

*Business Plan* means a business plan that conforms to Part 12 and last adopted by the Board.

*Chief Executive Officer* means at any time the chief executive officer of the Authority and includes that person's deputy or a person acting in that position.

*Common Fleet Collection Percentage* means the proportion of the Authority's total time required to undertake waste collection activities for a Constituent Council (represented as a percentage) calculated in accordance with clause 57.

*Constituent Council* means at any time a constituent council in relation to the Authority and on the date of publication of this Charter in the *Gazette* means Adelaide Hills Council, City of Burnside, City of Campbelltown, City of Norwood Payneham and St Peters, City of Mitcham, City of Prospect, City of Unley, Corporation of the Town of Walkerville,.

*Core Activity* means activities associated with the collection, recycling and/or disposal of waste along with community behaviour change and ancillary services.

*Deputy Director* means a deputy for a Director.

*Director* means at any time a member of the Board.

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

*Gazette* means the South Australian Government Gazette.

*Non-core Activity* means an activity that is not a Core Activity.

*Non-core Assets* means in relation to a Non-core Activity any assets of the Authority acquired for the purpose of that Non-core Activity and includes any revenue derived from that Non-core Activity. Where an asset or revenue is acquired or derived for both a Core Activity and a Non-core Activity, a fair allocation between those purposes must be made by the Board.

*Non-core Liabilities* means in relation to a Non-core Activity any liabilities of the Authority incurred or assumed for the purpose of that Non-core Activity. Where a liability is incurred or assumed for both a Core Activity and a Non-core Activity, a fair allocation between those purposes must be made by the Board.

*Non-core Plan* means a plan for a Non-core Activity that conforms to Part 13 and forms part of the Business Plan.

*Share* means a Constituent Council's percentage share in the assets, liabilities and revenue of the Authority. On the date of Gazettal of this Charter, the shares are held between the Constituent Councils in equal proportions

The Shares may be varied by agreement in writing of all the Constituent Councils, and must be reviewed (and if necessary, varied) where a new Constituent Council is admitted or an existing Constituent Council resigns.

*Simple Majority* means a majority of the Directors present at a Board Meeting and entitled to vote, or a majority decision of the Constituent Councils as the case may be.

*Surplus Funds* means funds that are surplus to the long-term financial requirements of the Authority, as evidenced by its Business Plan.

*Unanimous Decision* means a decision made by all of the Constituent Councils as voting in the same manner.

*Waste* means any and all waste as approved by the Environment Protection Act 1993 Licence held by the Authority and includes domestic and commercial kerbside waste, kerbside green and food/organics, kerbside recyclable material, Council waste and Council depot waste.

Subject to the above, words and expressions in this Charter have the same meaning as in a provision of the Act that deals with the same matter.

## 2. INTERPRETATION

In this Charter: The singular includes the plural and *vice versa* and words importing a gender include other genders; words importing natural persons include corporations; 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; headings are for ease of reference only and do not affect the construction of this Charter.

## 3. ABOUT THIS CHARTER

3.1 This Charter is the charter 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 a thing to be done, Board approval is given for that thing to be done; and

3.3.3 if a provision of this Charter is or becomes inconsistent with the Act, that provision must be read down or failing that severed from this Charter to the extent of the inconsistency.

- 3.4 This Charter may not be amended except as all the Constituent Councils may agree by each passing a resolution in the same terms. An amendment is not effective unless and until published in the *Gazette*.
- 3.5 The Constituent Councils may review this Charter at any time, but must in any event review this Charter at least once in every four years.
- 3.6 Notwithstanding Clause 3.5, the first review of this Charter is to be completed two years from the date of Gazettal of the Charter.

## PART 2—AUTHORITY

**4. ABOUT THE AUTHORITY**

The Authority is an Authority established under the Act.

**5. NAME OF THE AUTHORITY**

The name of the Authority is Eastern Waste Management Authority trading as ‘East Waste’.

**6. CORPORATE STATUS**

The Authority is a body corporate.

## PART 3—FUNCTIONS AND POWERS

**7. PROPERTY**

The Authority holds its property and assets on behalf of the Constituent Councils.

**8. AREA OF INTEREST**

The Authority may only undertake a Non-core Activity outside the areas of the Constituent Councils where that activity has been approved by Unanimous Decision of the Constituent Councils as being necessary or expedient to the performance by the Authority of its functions and is an activity included in a Business Plan of the Authority.

**9. PURPOSE AND FUNCTIONS**

- 9.1 The Authority is established by the Constituent Councils for the purpose of the collection and disposal of Waste, primarily within the areas of the Constituent Councils and has the following functions in this regard:
  - 9.1.1 to predominantly operate or obtain services for the collection of Waste on behalf of Constituent Councils and/or other approved Councils;
  - 9.1.2 to provide waste management services whether in or (so far as the Act allows) outside the area of any of the Constituent Councils, including waste collection, recycling of organic and inorganic materials, disposal of waste along with community behaviour change and ancillary services.;
  - 9.1.3 to undertake management and collection of Waste (in accordance with regulatory approvals) and kerbside materials recovery, on behalf of Constituent Councils (and/or other approved councils) in an environmentally responsible, effective, efficient, economic and competitive manner;
- 9.2 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 Council or Councils so requiring or directing:
  - 9.2.1 to promote the minimisation of Waste in the areas of the Constituent Councils;
  - 9.2.2 to promote the recycling of recyclable materials in the areas of the Constituent Councils
  - 9.2.3 to undertake Waste community education and behaviour change programs on behalf of the Constituent Councils;
  - 9.2.4 on behalf of the Constituent Councils or on its own behalf, to liaise with other councils, the State of South Australia and the Commonwealth of Australia and their respective instrumentalities for matters relating to Waste management in the common interest of the Constituent Councils;
  - 9.2.5 on behalf of the Constituent Councils, provide a representative to any statutory board or statutory committee concerned with waste management that allows two or more of the Constituent Councils to nominate a representative;
  - 9.2.6 on behalf of the Constituent Councils or on its own behalf, to make 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;
  - 9.2.7 to keep Constituent Councils abreast of any emerging opportunities/trends/issues in waste management;
  - 9.2.8 to undertake activities which result in a beneficial use of Waste on behalf of the Constituent Councils;
  - 9.2.9 to conduct all activities in a manner which complies with all regulatory requirements and minimises risks to the Constituent Councils;
  - 9.2.10 on behalf of the Constituent Councils or on its own behalf, to liaise with relevant State Government agencies such as Green Industries SA, Environment Protection Authority (or equivalent successor organisations), taking into account its approved Business Plan;
  - 9.2.11 on behalf of the Constituent Councils, to perform and/or monitor the effectiveness and application of funding arrangements agreed by the Constituent Councils for waste management;
  - 9.2.12 to provide a forum for discussion and consideration of topics relating to the Constituent Councils’ responsibilities to manage waste particularly in the area of the Constituent Councils and the implications of that management beyond the area of the Constituent Councils.

**10. POWERS**

The Authority may do anything necessary, expedient or incidental to performing or discharging its functions including, without limitation:

- 10.1 become a member of and/or co-operate with any organisation with complementary functions;
- 10.2 receive gifts of money or property from any person;
- 10.3 make payable by a new Constituent Council any joining fee;
- 10.4 carry out its Annual Plan and Budget;



- 10.5 carry out its Business Plan and Non-core Plans;
- 10.6 make payable by Constituent Councils contributions to the Authority in proportion to their Core Shares;
- 10.7 employ and dismiss a Chief Executive Officer;
- 10.8 contract with any person;
- 10.9 acquire or dispose of any real or personal property in accordance with the Business Plan or otherwise with a Unanimous Decision of the Constituent Councils;
- 10.10 operate an account or accounts with a bank or with the Local Government Finance Authority, or both;
- 10.11 borrow or raise money within the Borrowings Limit;
- 10.12 lend money in accordance with the Business Plan or pursuant to a Unanimous Decision of the Constituent Council;
- 10.13 insure against any risk;
- 10.14 enter into a partnership or joint venture with any person in accordance with the Business Plan or pursuant to a Unanimous Decision of the Constituent Councils;
- 10.15 pay any cost or expense of the establishment, operation, administration or winding up of the Authority;
- 10.16 compromise, compound, abandon or settle a debt or claim owed to the Authority;
- 10.17 waive a legal or equitable or statutory right;
- 10.18 refer a dispute between the Authority and any third party (other than a Constituent Council) to arbitration;
- 10.19 allocate receipts and expenditure between Core Activity and Non-core Activities and between each Non-core Activity;
- 10.20 where the same services/activities are not being provided equally to all Constituent Councils, to charge the differential costs of those services/activities directly to the benefiting Councils;
- 10.21 charge Constituent Councils the full costs incurred in the delivery of the services to them, such costs being calculated on a user pays basis (including depreciation and other overheads for use of shared assets, and all other common expenses);
- 10.22 charge non-Constituent Councils a price, based on an estimate of costs incurred in providing the service plus a margin for profit and risk;
- 10.23 make any election for the purpose of any tax;
- 10.24 delegate the exercise of any of its functions or other powers (including the receipt and payment of money) to any person;
- 10.25 those powers given to trustees by law, equity or statute and not necessarily inconsistent with this Charter or the functions of the Authority;
- 10.26 pay to the Constituent Councils or accumulate as reserves for up to such period as the law allows any surplus funds;
- 10.27 such other powers as the Act or this Charter may confer upon the Authority;
- 10.28 all things incidental to the exercise of any other power of the Authority.

#### **11. POWER OF DELEGATION**

As a matter of record, Schedule 2, Clause 36 of the Act vests a power of delegation in the Authority. The Authority may not delegate the following powers or functions:

- 11.1 the power to impose charges;
- 11.2 the power to enter into transactions in excess of \$50 000 unless authorised in an Annual Plan;
- 11.3 the power to borrow money or obtain any other form of financial accommodation unless authorised in an Annual Plan;
- 11.4 the power 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;
- 11.5 the power to approve the reimbursement of expenses or payment of allowances to members of the Board of Management;
- 11.6 the power to adopt a Budget;
- 11.7 the power to adopt an Annual Plan;
- 11.8 the power to adopt a Business Plan (or any component thereof);
- 11.9 the power to adopt or revise financial estimates and reports; and
- 11.10 the power to make any application or recommendation to the Minister.

#### **12. 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.

#### PART 4—CONSTITUENT COUNCILS

#### **13. CONSTITUENT COUNCILS MAY ACT INDEPENDENTLY**

A Constituent Council may perform for itself the same functions and powers as the Authority could on behalf of that Constituent Council.

#### **14. INCOMING CONSTITUENT COUNCILS**

- 14.1 Any council may become a Constituent Council (an Incoming Constituent Council) if:
  - 14.1.1 it makes written application (in a form approved by the Board) to become a Constituent Council and agrees to be bound by this Charter (noting that Shares will change);
  - 14.1.2 its application is supported by a thorough, realistic, independent, and diligent Business Case analysis;
  - 14.1.3 it pays any joining fee or other payment as may be required by the Board;
  - 14.1.4 the Constituent Councils approve the application and revised Shares by Unanimous Decision; and
  - 14.1.5 the Minister approves.

- 14.2 An Incoming Constituent Council:
- 14.2.1 is jointly and severally liable with the other Constituent Councils for the debts and liabilities of the Authority incurred before or after the date it becomes a Constituent Council, or as otherwise agreed;
  - 14.2.2 is bound by a decision made or step taken by the Board in the affairs of the Authority before it became a Constituent Council to the extent such decision or step was recorded in minutes of the Board's meetings or otherwise notified to the Incoming Constituent Council before it made application to become a Constituent Council; and
  - 14.2.3 upon becoming a Constituent Council has the Share agreed between the Incoming Constituent Council and the Constituent Councils.

**15. OUTGOING CONSTITUENT COUNCILS**

- 15.1 A Constituent Council may resign if and only if:
- 15.1.1 the Constituent Council gives at least 24 months' written notice of resignation to each Constituent Council, which notice is effective on the next 30 June on or after expiry of that period;
  - 15.1.2 the Board by majority vote approves; and
  - 15.1.3 the Minister approves.
- 15.2 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 on contracts entered into whilst a Constituent Council.
- 15.3 A former Constituent Council:
- 15.3.1 is not entitled to any refund of contributions made;
  - 15.3.2 relinquishes any beneficial interest in the assets of the Authority; and
  - 15.3.3 remains bound by any separate contract in force between the Authority and the former Constituent Council.
- 15.4 This Clause is to be read conjunctively with Clause 57 of this Charter.

**16. NO TRANSFER OF MEMBERSHIP**

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

**17. CONSTITUENT COUNCILS MAY DIRECT THE AUTHORITY**

- 17.1 The Authority is subject to the joint direction and control of the Constituent Councils.
- 17.2 To be effective, a determination or direction or other decision of the Constituent Councils must be a Unanimous Decision and evidenced by either:
- 17.2.1 a minute signed by the chair of a meeting of authorised delegates of the Constituent Councils that at such meeting a decision was duly made by each delegate on behalf of their Constituent Council; or
  - 17.2.2 a resolution in the same terms in favour of that decision passed individually by each of the Constituent Councils.

**18. CONSTITUENT COUNCILS ARE GUARANTORS OF THE AUTHORITY**

- 18.1 As a matter of record, Schedule 2, Clause 31 (1) of the Act is that liabilities incurred or assumed by the Authority are guaranteed by the Constituent Councils.
- 18.2 As between the Constituent Councils, they share in the liabilities of the Authority in proportion to their respective Share.

**19. SPECIAL DECISIONS FOR THE AUTHORITY**

Neither the Authority nor any person on its behalf may give effect to a Special Decision unless the Constituent Councils vote in favour of a resolution for the Special Decision by Absolute Majority.

For these purposes, a Special Decision means any of the following:

- (a) adopt or vary a Business Plan;
- (b) adopt or vary an Annual Plan;
- (c) delegate the authority of the Board to any person other than the Chief Executive Officer;
- (d) to any extent not provided for in a Business Plan or Annual Plan and Budget:
  - (i) call on Constituent Councils to contribute funds;
  - (ii) grant or vary a guarantee/indemnity of the obligations of another person;
  - (iii) apply for government funding;
  - (iv) obtain credit except in the ordinary course of the activities of the Authority;
  - (v) acquire (by purchase or finance lease) a capital asset;
  - (vi) dispose of a capital asset except at the end of its effective life;
  - (vii) take a lease or tenancy of any premises;
  - (viii) employ any employees.

The Authority must promptly give effect to Special Decision made in conformity with this clause.

PART 5—DIRECTORS

**20. QUALIFICATION OF DIRECTORS**

A Director must be a natural person.

**21. APPOINTMENT OF DIRECTORS**

- 21.1 Subject to the provisions of Clauses 33.1 and 33.2 the Board shall consist of nine Directors appointed as follows:
- 21.1.1 one person appointed by each Constituent Council which person may be an officer, employee, elected member of a Constituent Council or an independent person who will be appointed for a three-year term; and

21.1.2 one independent person (who shall be the Chair) appointed jointly by Absolute Majority of the Constituent Councils for a three-year term (and at the expiration of the term is eligible for re-appointment) who is not an officer, employee or elected member of a Constituent Council, but who has expertise in:

- (a) corporate financial management and/or
- (b) general management and/or
- (c) waste management and/or
- (d) transport fleet management and/or
- (e) public sector governance and/or
- (f) marketing and/or
- (g) economics and/or
- (h) environmental management.

21.2 Each Constituent Council must give to the Authority a written notice of appointment of the Director appointed under Clause 21.1.1 and written confirmation of their agreement with the proposed appointment of the Director under Clause 21.1.2.

21.3 Each Director must give to the Authority a written consent to act as a Director, signed by him/herself.

21.4 Each Constituent Council must appoint a person to be a Deputy Director for such term as determined by that Constituent Council who may act in place of that Constituent Council's Director, and will have the same powers as a Director pursuant to the Charter, if the Director is unable for any reason to be present at a meeting of the Board; and

21.4.1 If at any time a Deputy Director is removed from their office pursuant to Clause 22A, the Constituent Council must appoint another person to be a Deputy Director.

## **22. REMOVAL OF DIRECTORS**

22.1 Neither the Authority nor the Board may remove a Director.

22.2 A Constituent Council which appointed a person as a Director may remove that person from office by giving to the Authority a written notice of removal of the Director, signed by the Chief Executive Officer of the Constituent Council.

22.3 The Director appointed pursuant to Clause 21.1.2 may be removed by a decision being a resolution in the same or similar terms passed by an Absolute Majority of the Constituent Councils.

22.4 The Board may recommend to Constituent Councils, that the appointment of a Director be terminated in the event of:

- 22.4.1 behaviour of the Director which in the opinion of the Board amounts to impropriety;
- 22.4.2 serious neglect of duty in attending to the responsibilities of Director;
- 22.4.3 breach of fiduciary duty to the Board;
- 22.4.4 breach of the duty of confidentiality to the Board;
- 22.4.5 breach of the conflict of interest rules of the Board; or
- 22.4.6 any other behaviour which may discredit the Board.

22.5 The office of a Director becomes vacant if the Director:

- 22.5.1 dies;
- 22.5.2 is not reappointed;
- 22.5.3 resigns by written notice addressed to the Constituent Councils and served on any of them;
- 22.5.4 becomes bankrupt or applies for the benefit of a law for the relief of insolvent debtors;
- 22.5.5 was when appointed an elected member or employee of the Constituent Council who appointed them and ceases to be an elected member or employee of that Constituent Council; or
- 22.5.6 was appointed by a Constituent Council, which ceases to be a Constituent Council.

## **22A. REMOVAL OF DEPUTY DIRECTORS**

22A.1 Neither the Authority nor the Board may remove a Deputy Director.

22A.2 A Constituent Council which appointed a person as a Deputy Director may remove that person from their office by giving the Board a written notice of removal of the Deputy Director, signed by the Chief Executive Officer of the Constituent Council.

22A.3 The Board may recommend to Constituent Councils that the appointment of a Deputy Director may be terminated in the event of:

- 22A.3.1 behaviour of the Deputy Director which in the opinion of the Board amounts to impropriety;
- 22A.3.2 serious neglect of duty in attending to the responsibilities of the Deputy Director;
- 22A.3.3 breach of fiduciary duty to the Board;
- 22A.3.4 breach of duty of confidentiality to the Board;
- 22A.3.5 breach of the conflict of interest rules of the Board; or
- 22A.3.6 any other behaviour which may discredit the Board.

22A.4 The office of a Deputy Director becomes vacant if the Deputy Director:

- 22A.4.1 dies;
- 22A.4.2 is not reappointed;
- 22A.4.3 resigns by written notice addressed to the Constituent Councils and served on any of them;

- 22A.4.4 becomes bankrupt or applies for the benefit of a law for the relief of insolvent debtors;  
 22A.4.5 was when appointed an elected member or employee of the Constituent Council who appointed them and ceases to be an elected member of employee of that Constituent Council; or  
 22A.4.6 was appointed by a Constituent Council, which ceases to be a Constituent Council.

### 23. REMUNERATION AND EXPENSES OF DIRECTORS

- 23.1 The Authority will only remunerate the Independent Director/Chair appointed under Clause 21.1.2.  
 23.2 The Board will determine the level of the remuneration (no matter how it is classified) of the Independent Director/Chair, by having regard to its Director/Chair Remuneration Policy.  
 23.3 The Authority can pay a Director's travelling and other expenses that they properly incur in connection with the Authority's business and with the prior approval of the Board as recorded in minutes of Board meetings.

### 24. REGISTER OF INTERESTS

A Director is required to submit returns to the Authority under Chapter 5, Part 4, Division 2 of the Act.

### 25. PROTECTION FROM LIABILITY

As a matter of record, Schedule 2, Clause 38 of the Act protects a Director from certain civil liabilities.

### 26. SAVING PROVISION

As a matter of record, Schedule 2, Clause 40 of the Act is that no act or proceeding of the Authority is invalid by reason of:

- 26.1 a vacancy or vacancies in the membership of the Board; or  
 26.2 a defect in the appointment of a Director.

## PART 6—OTHER OFFICERS

### 27. CHAIR

- 27.1 At all times, the Authority must have a Chair, who will be the independent Director appointed under Clause 21.1.2.  
 27.2 The Chair's functions are:  
 27.2.1 to preside at all meetings of the Board;  
 27.2.2 to serve as an *ex officio* member of all committees established by the Board;  
 27.2.3 to represent the Authority in relations with the media and the public generally; and  
 27.2.4 to exercise other functions as the Board determines.

### 28. DEPUTY CHAIR

- 28.1 At all times, the Authority must have a Deputy Chair, who must be a Board Member.  
 28.2 The Board appoints the Deputy Chair and may at any time remove from office the Deputy Chair and appoint a replacement Deputy Chair.  
 28.3 The Deputy Chair's functions are:  
 28.3.1 to assist the Chair; and  
 28.3.2 to exercise the Chair's functions whenever the Chair is unable to do so.  
 28.4 A person ceases to be Deputy Chair if they cease to be a Board Member.

### 29. CHIEF EXECUTIVE OFFICER

- 29.1 At all times so far as practicable, the Authority must have a Chief Executive Officer.  
 29.2 At any time the Board may give a new title to the position of Chief Executive Officer in which case this Charter is taken to refer to the same position under a new title.  
 29.3 The Board shall appoint a Chief Executive Officer on a fixed term performance based employment contract, which does not exceed five years in duration.  
 29.4 The Board may at the end of the contract term, enter into a new contract not exceeding five years in duration with the same person.  
 29.5 The Board may revoke or vary an appointment of a Chief Executive Officer, subject to any agreement made between the Chief Executive Officer and the Authority.  
 29.6 In the absence of the Chief Executive Officer for any period exceeding one week, the Chief Executive Officer shall appoint a suitable person as Acting Chief Executive Officer. If the Chief Executive Officer does not make or is incapable of making such an appointment, a suitable person must be appointed by the Board.  
 29.7 The Board delegates responsibility for day to day management of the Authority to the Chief Executive Officer, who will ensure that sound business, risk minimisation, financial and human resource management practices are applied in the efficient and effective management of the operations of the Authority.  
 29.8 The functions of the Chief Executive Officer shall include:  
 29.8.1 ensuring that the decisions of the Board are implemented in a timely and efficient manner;  
 29.8.2 providing information to assist the Board to assess the Authority's performance against its Business Plan;  
 29.8.3 appointing, managing, suspending and dismissing other employees of the Authority;  
 29.8.4 providing advice and reports to the Board on the exercise and performance of its powers and functions under this Charter or any Act;  
 29.8.5 co-ordinating and initiating proposals for consideration of the Board including but not limited to continuing improvement of the operations of the Authority;  
 29.8.6 ensuring that the assets and resources of the Authority are properly managed and maintained;  
 29.8.7 ensuring that records required under the Act or any other legislation are properly kept and maintained;

- 29.8.8 exercising, performing or discharging other powers, functions or duties conferred on the Chief Executive Officer by or under the Act or any other Act, and performing other functions lawfully directed by the Board, and achieving financial outcomes in accordance with adopted plans and budgets.
- 29.8.9 issuing notices calling Board meetings;
- 29.8.10 attending all Board meetings and keeping correct minutes of the proceedings unless excluded by resolution of the Board;
- 29.8.11 managing all other employees of the Authority;
- 29.8.12 receiving and answering correspondence and notices to the Authority;
- 29.8.13 keeping all documents and records belonging to the Authority;
- 29.8.14 supervising the handling of money by or for the Authority and the keeping of financial records;
- 29.8.15 issuing receipts for moneys received and keep a correct account of all receipts and expenditure;
- 29.8.16 operating the Authority's bank account (including sign cheques and other negotiable instruments and make payments over the Internet within the delegations to the position) together with one other signatory appointed by the Board. Unless the Board determines otherwise, that other person must be the Chair;
- 29.8.17 having custody and safekeeping of the records of the Authority;
- 29.8.18 preparing draft Annual and Business Plans for consideration of the Board;
- 29.8.19 monitoring the financial performance of the Authority against an adopted Annual and Business Plan and promptly reporting to the Board any material discrepancies known or anticipated;
- 29.8.20 preparing such statements, reports, returns or other written information as the Act or any law requires the Authority to lodge with government;
- 29.8.21 preparing draft financial statements; and
- 29.8.22 such other functions as the Board may vest in the Chief Executive Officer.
- 29.9 The Board may delegate to the Chief Executive Officer any of the powers that the Board can exercise where those powers are not restricted from delegation by the Act or this Charter, noting that:
- 29.9.1 the Chief Executive Officer may delegate or sub-delegate to an employee of the Authority or a committee comprising employees of the Authority, any power or function vested in the Chief Executive Officer. Such delegation or sub-delegation may be subject to conditions or limitations as determined by the Chief Executive Officer;
- 29.9.2 where a power or function is delegated to an employee, the employee is responsible to the Chief Executive Officer for the efficient and effective exercise or performance of that power or function; and
- 29.9.3 a written record of delegations and sub-delegations must be kept by the Chief Executive Officer at all times.
- 29.10 The Chief Executive Officer enjoys functions and responsibilities set out at Section 99 (1) (a), (b), (c), (d), (e) and (h) and 103 of the Act as if the Authority were a council and the Chief Executive Officer were a chief executive officer of a council.
- 29.11 The Chief Executive Officer may establish an Operations Assistance Committee consisting of one appropriately qualified senior officer from each Constituent Council.
- 29.12 The Chief Executive Officer will, at least annually, hold a meeting collectively with each of the Mayors and CEO's of the Constituent Councils at a venue to be notified to the Constituent Councils at least 14 days prior to the date of the meeting.

### 30. AUDITOR

The Authority must have an auditor. Subject to the Act an auditor holds office on the terms and conditions (including as to remuneration) that the Board determines.

#### PART 7—AUDIT COMMITTEE

### 31. AUDIT COMMITTEE

As a matter of record, the Authority is required to establish an audit committee and Schedule 2, Clause 30 of the Act governs the constitution and functions of the audit committee.

#### PART 8—STAFF

### 32. STAFF

- 32.1 In addition to a Chief Executive Officer, the Authority may employ other staff subject to the Board making appropriate financial provision.
- 32.2 The Board and a Constituent Council may arrange for that Constituent Council to make available its staff in connection with the Authority's affairs for such remuneration (if any) as those parties may agree.

#### PART 9—BOARD

### 33. BOARD

The Authority must at all times have a Board comprised of Directors.

- 33.1 The Constituent Councils acknowledge and accept that the Directors will act and take decisions in the best interest of the Authority.
- 33.2 The Constituent Councils understand that each Director nominated by a Constituent Council will bring to discussion a perspective from the Council which nominated that Director but that shall not interfere with the obligations of Directors in respect of Clause 33.1.

**34. BOARD'S POWERS**

- 34.1 As a matter of record, Schedule 2, Clause 22 (1) of the Act is that the Board is responsible for the administration of the affairs of the Authority.
- 34.2 As a matter of record, Schedule 2, Clause 22 (3) of the Act is that anything done by the Board in the administration of the Authority's affairs is binding on the Authority.
- 34.3 The Board may exercise all the powers of the Authority except any powers that the Act or this Charter requires the Constituent Councils to exercise.
- 34.4 As a matter of record, Schedule 2, Clause 36 (1) of the Act authorises the Board to delegate powers or functions conferred under this or another Act.
- 34.4.1 A delegation of powers by the Board:
- (a) may authorise the delegate to sub-delegate all or any of the powers vested in the delegate;
  - (b) is concurrent with the exercise by the Board of those powers;
  - (c) is subject to any specified conditions and limitations; and
  - (d) is revocable at will.

**35. BOARD MEETINGS**

- 35.1 Subject to Schedule 2, Clause 21 of the Act, to a direction of the Constituent Councils and to the other provisions of this Charter.
- 35.1.1 the Board must determine its own procedures for meetings, which must be fair and contribute to free and open decision making;
- 35.1.2 the Board must set out the adopted meeting procedures in a meeting procedure code of practice which will be available to the public for inspection (without charge) and by way of a copy (on payment of a fee fixed by the Board); and
- 35.1.3 the code of practice may be reviewed by the Board at any time but must be reviewed at least once in every three years.
- 35.2 An ordinary meeting of the Board must be held at least every three calendar months.
- 35.3 Ordinary meeting of the Board must take place at such times and places as may be fixed by the Board or absent any decision of the Board the Chief Executive Officer of the Authority. Meetings shall not be held before 5 p.m. unless the Board resolves otherwise by resolution supported unanimously by all Board Members.
- 35.4 An ordinary meeting of the Board will constitute an ordinary meeting of the Authority. The Board shall administer the business of the ordinary meeting.
- 35.5 Notice of ordinary meetings of the Board must be given by the Chief Executive Officer to each Board Member and to each Constituent Council not less than three clear days prior to the holding of the meeting and shall be accompanied by the agenda for the meeting and any written reports.
- 35.6 The Chair or any two Directors may call a special meeting of the Board.
- 35.7 A special meeting of the Board must be held at a reasonable time and if the meeting is to be held in person, at a reasonable place.
- 35.8 Unless all Directors entitled to vote at the meeting agree otherwise, the persons calling a special Board meeting must give to the Chief Executive Officer a notice of meeting that:
- 35.8.1 sets out the place, date and time for the meeting;
  - 35.8.2 states the general nature of the business of the meeting;
  - 35.8.3 is accompanied by relevant information so far as reasonably available (if not already given to the Directors); and
  - 35.8.4 is provided at least one clear business day before the special meeting (or such other period as all the Directors in office may as a matter of general policy determine otherwise).
- 35.9 A notice of special meeting provided to Directors by the Chief Executive Officer will at the same time be placed on public display at the principal office of the Authority and of each Constituent Council.
- 35.10 As a matter of record, Schedule 2, Clause 21 (5) of the Act permits a virtual Board meeting.
- 35.10.1 For the purposes of this subclause, the contemporary linking together by telephone, audio-visual or other instantaneous means ('telecommunications meeting') of a number of the Directors provided that at least a quorum is present, is deemed to constitute a meeting of the Board. Each of the Directors taking part in the meeting, must at all times during the telecommunications meeting be able to hear and be heard by each of the other Directors present. At the commencement of the meeting, each Director must announce his/her presence to all other Directors taking part in the meeting. A Director must not leave a telecommunications meeting by disconnecting his/her telephone, audio visual or other communication equipment, unless that Director has previously notified the chair of the meeting.
- 35.11 As a matter of record, Schedule 2, Clause 21 (6) of the Act permits a decision of the Board to be made in writing and not at a meeting.
- 35.11.1 A proposed resolution in writing and given to all Directors in accordance with proceedings determined by the Board will be a valid decision of the Board where a simple majority of Directors vote in favour of the resolution by signing and returning the resolution to the Chief Executive Officer or otherwise giving written notice of their consent and setting out the terms of the resolution to the Chief Executive Officer. The resolution shall thereupon be as valid and effectual as if it had been passed at the meeting of the Board duly convened and held.
- 35.12 Chapter 6, Parts 3 and 4 (public access to meetings and minutes) of the Act (to the extent that Part 4 is not inconsistent with this Charter) apply to Board meetings as if the Authority were a council and the Directors were members of a council.

- 35.13 Unless the Directors determine otherwise, the quorum for a Board meeting is a number ascertained by dividing the total number of members of the committee by two, ignoring any fraction resulting from the division and adding one.
- 35.14 At any time, the Board may agree to invite a person to attend a Board meeting as an observer or adviser.
- 35.15 As a matter of record, Schedule 2, Clauses 21 (4) (one vote per Director, no casting vote) and 21 (3) (majority vote) of the Act govern voting at a Board meeting.
- 35.16 As a matter of record, Schedule 2, Clause 21 (11) of the Act obliges the Board to keep minutes of its proceedings. All minutes must be prepared and distributed to both Directors and also to Constituent Councils within seven business days of the meeting to which they relate.

## PART 10—COMPETITIVE NEUTRALITY

**36. COMPETITIVE NEUTRALITY**

- 36.1 For the purposes of Schedule 2, Clause 32 of the Act, the Authority is not involved in a significant business activity in undertaking its Core Activity.
- 36.2 In respect of any Non-core Activity that is a significant business activity, the Authority must at all times have current a National Competition Policy Statement in relation to competitive neutrality which it will adhere to in undertaking that Non-core Activity.

## PART 11—GOVERNANCE

**37. DIRECTOR'S CONFLICT OF INTEREST**

As a matter of record, by Section 75 (2) of the Act, the provisions of Chapter 5, Part 4, Division 3 apply to Directors.

**38. DIRECTOR'S DUTIES OF CARE**

As a matter of record, Schedule 2, Clause 23 of the Act (care and diligence) and Schedule 2, Clause 34 of the Act (honesty, use of information, use of position) set out certain statutory duties that apply to a Director.

**39. BOARD POLICIES AND CODES**

- 39.1 The Authority must, in consultation with the Constituent Councils, prepare and adopt and thereafter keep under review policies on:
- 39.1.1 procedures for meetings of the Board (in accordance with Clause 35.1 of this Charter);
  - 39.1.2 contracts and tenders, as would conform to Section 49 of the Act;
  - 39.1.3 public consultation, as would conform to Section 50 of the Act.
  - 39.1.4 governance including as concerns:
    - (a) the operation of any account with a bank or Local Government Finance Authority;
    - (b) human resource management;
    - (c) improper assistance to a prospective contract party;
    - (d) improper offering of inducements to Directors or to staff of the Authority;
    - (e) improper lobbying of Directors or staff of the Authority;
  - 39.1.5 occupational health and safety;
  - 39.1.6 protection of the environment.
- 39.2 To the extent it is able, the Board must ensure that such policies as above are complied with in the affairs of the Authority.
- 39.3 The Board must prepare and adopt within six months after the Gazettal of this Charter, a code of conduct to be observed by Directors.

**40. BOARD DUTIES TO CONSTITUENT COUNCILS**

As a matter of record, Schedule 2, Clause 22 (2) of the Act is that the Board must ensure as far as practicable:

- 40.1 that the Authority observes all plans, targets, structures, systems and practices required or applied to the Authority by the Constituent Councils;
- 40.2 that all information furnished to a Constituent Council is accurate; and
- 40.3 that the Constituent Councils are advised, as soon as practicable, of any material development that affects the financial or operating capacity of the Authority or gives rise to the expectation that the Authority may not be able to meet its debts as and when they fall due.

**41. BOARD DUTIES TO THE AUTHORITY**

The Board must ensure:

- 41.1 that the Authority acts in accordance with applicable laws, mandatory codes of practice, this Charter, Business Plan, Annual Plan and achieves the financial outcomes projected in its Budget;
- 41.2 that the Authority acts ethically and with integrity;
- 41.3 that the activities of the Authority are conducted efficiently and effectively and that any assets of the Authority are properly managed and maintained; and
- 41.4 that, subject to any overriding duty of confidence, the affairs of the Authority are undertaken in an open and transparent manner.

## PART 12—BUSINESS PLANS

**42. BUSINESS PLANS**

As a matter of record, Schedule 2, Clause 24 of the Act sets out requirements for Business Plans. The following provisions of this Part are in addition to and not in derogation of the requirements of the Act.

**43. ABOUT A BUSINESS PLAN**

- 43.1 The Board must prepare at least a ten-year Business Plan for the region, in a collaborative manner with Constituent Councils which cannot be in conflict with this Charter.
- 43.2 The Board must also prepare a ten-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 therein) and an Asset Management Plan.
- 43.3 The Long Term Financial and Asset Management Plans form part of the Business Plan.
- 43.4 In preparing and when reviewing a Business Plan, the Board must at a minimum have regard to the following:
- 43.4.1 any State Government Agency Waste plan then in force in relation to the area of a Constituent Council and any proposed changes to such plan;
  - 43.4.2 any initiatives proposed by the Commonwealth of Australia or the State Government as may impact upon or affect proper waste management in the area of an individual Constituent Council or Constituent Councils collectively;
  - 43.4.3 any plan or policy of a Constituent Council for waste management then in force, and any proposed changes to such plan or policy;
  - 43.4.4 the strategic management plans of each Constituent Council then in force; and
  - 43.4.5 the annual business plan and budget of each Constituent Council then in force.

## PART 13—NON-CORE ACTIVITY

**44. ABOUT NON-CORE ACTIVITY**

- 44.1 Where before the date this Charter becomes effective the Authority has committed to a Non-core Activity:
- 44.1.1 a Non-core Plan for that Non-core Activity must be prepared by the Chief Executive Officer and approved by Board resolution no later than 30 June 2013, so far as that Non-core Activity at the time then remains to be performed; and
  - 44.1.2 all the Constituent Councils are taken to be participants in that Non-core Activity with Non-core Shares equal to their Core Shares.
- 44.2 After the date this Charter becomes effective, the Authority must not tender for or commit to a Non-core Activity except in compliance with this Charter.

**45. NON-CORE ACTIVITY PROPOSALS**

The Chief Executive Officer, the Board or any Constituent Council may propose the Authority adopt a Non-core Plan.

**46. NON-CORE ACTIVITY CONSULTATION**

A proposer of a draft Non-core Plan must consult all the Constituent Councils in developing the draft.

**47. NON-CORE PLAN REQUIREMENTS**

A draft Non-core Plan must set out in reasonable detail in relation to the Non-core Activity it concerns:

- 47.1 the kind of service to which it relates;
- 47.2 its priority in relation to other existing or proposed Core Activity and Non-core Activity;
- 47.3 its expected duration;
- 47.4 a timetable for its full implementation;
- 47.5 its anticipated effect on the resources of the Authority (including financial, technological, physical and human resources) and in particular and without limiting the generality of the foregoing:
  - 47.5.1 personnel requirements over time, and how those requirements are to be satisfied;
  - 47.5.2 plant and equipment requirements over time, and how those requirements are to be satisfied;
  - 47.5.3 fuel and other consumables requirements over time, and how those requirements are to be satisfied;
  - 47.5.4 access to weigh-stations, recycling premises, and waste dump premises over time, and how those requirements are to be satisfied;
- 47.6 its anticipated expenditure, revenue and cash-flow outcomes over time (on a calendar monthly basis);
- 47.7 the sources of funds and when those funds need be sourced;
- 47.8 whether and if so what resources of a Constituent Council are required to be available to the Non-core Activity;
- 47.9 whether the Local Government Mutual Liability Scheme has forecast any peculiar liability issues for the Non-core Activity, and the advice given in relation to those liability issues;
- 47.10 whether the lawyers for the Authority have forecast any peculiar legal issues for the Non-core Activity, and the advice given in relation to those legal issues;
- 47.11 whether the auditors of the Authority have forecast any peculiar accounting or audit issues for the Non-core Activity;
- 47.12 governance issues, including whether and what delegations are required;
- 47.13 whether the Non-core Activity is a significant business activity and if so, how adherence to the National Competition Policy will be assured; and
- 47.14 how the Non-core Plan may change over time.

**48. CONDITIONS OF ADOPTION OF A NON-CORE PLAN**

A Non-core Plan is not effective unless and until all of the following are satisfied:

- 48.1 the Board resolves to adopt the Non-core Plan;



- 48.2 the Constituent Councils have each resolved to:
- 48.2.1 approve their Council's participation in the Non-core Activity; and
  - 48.2.2 make any necessary consequential changes to their Council's strategic management plans, annual business plan and budget.

**49. NON-CORE PLANS AS PART OF THE BUSINESS PLAN**

A Non-core Plan adopted by the Authority forms part of the Business Plan.

**50. REVIEW OF A NON-CORE PLAN**

As part of a Business Plan, a Non-core Plan is subject to review by the Authority at the same times as the remainder of the Business Plan.

PART 14—ANNUAL PLAN AND BUDGET

**51. ANNUAL PLAN**

The Authority must, for each financial year, have an Annual Plan which supports and informs its Budget. The Annual Plan must:

- 51.1 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;
- 51.2 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;
- 51.3 take into account 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;
- 51.4 set out proposals for the recovery of overheads over the financial year from the Constituent Councils; and
- 51.5 address or include any other matter prescribed by the Constituent Councils or determined to be relevant by the Board.

**52. ABOUT AN ANNUAL PLAN**

- 52.1 An adopted Annual Plan binds the Authority and is the basis upon which the Budget is prepared.
- 52.2 Before the Authority adopts its Annual Plan it must prepare a draft Annual Plan and obtain the consent of an Absolute Majority of the Constituent Councils to that Plan.
- 52.3 The Authority must prepare the draft Annual Plan and provide it to the Constituent Councils by a date determined by the Councils for the purpose of obtaining the consent of the Councils on or before 31 May in each financial year.

**53. BUDGETS**

As a matter of record, Schedule 2, Clause 25 of the Act sets out requirements for Budgets, and the Authority must advise Constituent Councils of the proposed fees for the next financial year by 1 April in the preceding financial year.

**54. ABOUT A BUDGET**

- 54.1 An adopted Budget (prepared in a manner consistent with the Annual Plan) binds the Authority and is authority for the Authority to perform work and incur debts and meet obligations according to its own terms without reference back to the Board or to a Constituent Council (except to any extent the Budget or the Annual Plan otherwise requires).
- 54.2 Each Budget of the Authority must be adopted:
  - 54.2.1 after the Authority has adopted its Annual Plan;
  - 54.2.2 must be consistent with that Plan; and
  - 54.2.3 before 30 June in each financial year.

**55. EXPENDITURE OUTSIDE A BUDGET**

- 55.1 As a matter of record, Schedule 2, Clause 25(4) is that the Authority may incur, for the purpose of genuine emergency or hardship, spending that is not authorised by its Budget without consulting with and seeking approval from the Constituent Councils.
- 55.2 As a matter of record, Schedule 2, Clause 25 (5) is that the Authority may, in a financial year, after consultation with the Constituent Councils, incur spending before adoption of its Budget for the year, but the spending must be provided for in the appropriate Budget for the year.

PART 15—SHARES

**56. ABOUT SHARES**

A Share means a Constituent Council's percentage share in the assets, liabilities and revenue of the Authority (after deducting Non-core Assets and Non-core Liabilities) as between all the Constituent Councils in accordance with this Part 15.

To avoid doubt, a third party dealing with the Authority is entitled to have recourse to all the Constituent Councils jointly and severally, regardless of the Shares of the Constituent Councils.

**57. VARIATION OF SHARES**

- 57.1 At the date of operation of this Charter the Constituent Councils' shares in the Authority are equal.
- 57.2 At any time, all the Constituent Councils may in writing agree to vary the Share of one or more of them.
- 57.3 The Shares must be reviewed and, as necessary, varied each time:
  - 57.3.1 a council is admitted to the Authority as a Constituent Council;
  - 57.3.2 a Constituent Council amalgamates with another council; or
  - 57.3.3 a Constituent Council resigns from the Authority.

- 57.4 It is agreed between the Constituent Councils that the Constituent Councils are liable to contribute to any debts and liabilities of the Authority incurred prior to the date of operation of this Charter (including in relation to the depreciated value of any asset acquired and for any losses under contract entered into before that date) in the Shares set out at Clause 57.4 above.

## PART 16—FUNDING

**58. FUNDING**

The Authority may decline to take any action where funds then available to the Authority are in the Board's opinion insufficient to defray the costs of such action and any debt or liability that may result.

**59. CONSTITUENT COUNCIL CONTRIBUTIONS TO WORKING CAPITAL**

- 59.1 This Clause applies only to a Core Activity.
- 59.2 A Constituent Council must contribute to the Authority such amounts at such times as the Budget requires (after deducting from the Budget any amounts identified as Non-core Assets and Non-Core Liabilities).
- 59.3 If the Budget does not specify a fixed dollar amount to be payable by the Contributor, the Constituent Council may require as a condition of payment that the Authority first provide an itemised estimate of the Core Activity expenditure reasonably expected to be incurred and which that contribution is to defray (after adjustments for payments previously made by that Constituent Council).
- 59.4 The Authority must use contributions received from a Constituent Council only for the purposes of a Core Activity as set out in the Budget.
- 59.5 If a Constituent Council (a Defaulter) fails to pay its full contribution so required when due:
- 59.5.1 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;
  - 59.5.2 the Authority may recover that amount and that interest from the Defaulter as a debt;
  - 59.5.3 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
  - 59.5.4 if the default continues for at least 14 days:
    - (a) the Authority must notify all Constituent Councils (including the Defaulter) of the fact and details of the default; and
    - (b) 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 between themselves, in the proportion that their Share bears to the total Shares held by those Constituent Councils making such loan, for repayment when and to the extent the Defaulter makes good the contribution and accrued interest.

**60. DEBT FUNDING**

The Authority may borrow or raise money from the Local Government Finance Authority or a bank of such amount(s) as provided for in a Business Plan and Budget approved by the Constituent Councils.

**61. DISTRIBUTIONS TO CONSTITUENT COUNCILS**

The Authority must pay or credit surplus funds to the Constituent Councils in proportion to their Common Fleet Collection Percentages to the extent the Board determines the Authority can afford to pay having regard to future expenditure the Business Plan anticipates be incurred.

**62. CONTRIBUTIONS ON INSOLVENCY**

On the insolvency of the Authority, and subject to Clause 57 of this Charter, each Constituent Council must contribute in proportion to their Share to the debts and liabilities of the Authority and otherwise as incurred while the Constituent Council is a Constituent Council.

## PART 17—ASSETS

**63. ACQUISITION OF ASSETS**

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.

**64. DISPOSAL OF ASSETS**

The Authority may dispose of (personal) assets as its Business Plan provides, or at the end of the asset's economic life.

**65. INVESTMENTS**

In accordance with its Business Plan and Budget the Authority may invest in the items below:

- 65.1 in waste management infrastructure and ancillary land;
- 65.2 in plant and equipment to store, transfer and/or treat waste;
- 65.3 in plant and equipment to transport waste from properties to an appropriate place of storage and/or disposal; and
- 65.4 cash on interest-bearing deposit with any bank

**66. INTERESTS IN COMPANIES**

As a matter of record, Schedule 2, Clause 39 of the Act prohibits the Authority from having an interest in most companies.

## PART 18—INSURANCE

**67. INSURANCE**

- 67.1 The Authority must register with the Local Government Association Mutual Liability Scheme and comply with the rules of that Scheme.
- 67.2 If the Authority employs any person, it must register with the Local Government Superannuation Scheme and the Local Government Association Workers Compensation Scheme and comply with the rules of those Schemes.

## PART 19—FINANCIAL PRACTICES

**68. ACCOUNTING RECORDS**

The Authority must comply with Section 124 of the Act as if the Authority were a council.

**69. ABOUT ACCOUNTING FOR SERVICES**

The Authority must keep accounting records in relation to services in such manner as will enable the calculation of Constituent Councils' contributions to, expenditure on and revenue from that service separately.

**70. OTHER FINANCIAL PRACTICES**

Except as may be stated elsewhere in this Charter or required by law, there are no special accounting, internal auditing or financial systems or practices to be established or observed by the Authority.

## PART 20—ACCESS TO INFORMATION

**71. ACCESS TO RECORDS**

A Constituent Council and a Director each has a right to inspect and take copies of the books and records of the Authority for any proper purpose.

**72. PROVISION OF INFORMATION**

As a matter of record Schedule 2, Clause 27 of the Act entitles each Constituent Council to be furnished with information or records of the Authority.

**73. BOARD REPORTS**

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

**74. ANNUAL REPORTS**

74.1 As a matter of record, Schedule 2, Clause 28 of the Act requires the Authority to furnish an annual report to the Constituent Councils.

74.2 The annual report will be in such format and include such content as the Constituent Councils may prescribe by Absolute Majority.

74.3 The annual report must be delivered to the Councils on or before 30 September in each year subsequent to the financial year to which the report relates.

## PART 21—DISPUTE RESOLUTION

**75. DISPUTE RESOLUTION****75.1 About this clause:**

75.1.1 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 a dispute as to the meaning or effect of this Charter and whether the dispute concerns a claim in common law, equity or under statute.

75.1.2 The Authority and a Constituent Council must continue to observe and perform this Charter despite the application or operation of this clause.

75.1.3 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.

75.1.4 Pending completion of the procedure set out in this clause, and 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.

75.2 **Step 1: Notice of dispute:** A party to the dispute must promptly notify each other party to the dispute:

75.2.1 the nature of the dispute, giving reasonable details;

75.2.2 what action (if any) the party giving notice thinks will resolve the dispute; and but a failure to give such notice does not entitle any other party to damages.

75.3 **Step 2: Meeting of the parties:** A party to the dispute who complies with the previous step may at the same or a later time notify each other party to the dispute that the first party requires a meeting within 14 business days after the giving of such notice. In that case, each party to the dispute must send to the meeting a senior manager of that party with the Board to resolve the dispute and at the meeting make a good faith attempt to resolve the dispute.

75.4 **Step 3: Mediation:** Despite whether any previous step was taken, a dispute not resolved within 30 days must be referred to mediation, as to which:

75.4.1 the mediator must be a person agreed by the parties in dispute or, if they cannot agree within 14 business days, a mediator nominated by the then President of the South Australian Bar Association (or equivalent officer of any successor organisation);

- 75.4.2 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;
- 75.4.3 the mediation must take place in a location in Adelaide agreed by the parties;
- 75.4.4 a party in dispute must co-operate in arranging and expediting mediation;
- 75.4.5 a party in dispute must send to the mediation a senior manager with authority to resolve the dispute;
- 75.4.6 the mediator may exclude lawyers acting for the parties in dispute and may co-opt expert assistance as the mediator thinks fit;
- 75.4.7 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 resolving the dispute;
- 75.4.8 unless otherwise agreed in writing:
- (a) everything that occurs before the mediator is in confidence and in closed session;
  - (b) discussions (including admissions and concessions) are without prejudice and may not be called into evidence in any subsequent litigation by a party;
  - (c) documents brought into existence specifically for the purpose of the mediation may not be admitted in evidence in any subsequent legal proceedings by a party;
  - (d) the parties in dispute must report back to the mediator within 14 business days on actions taken, based on the outcome of the mediation;
- 75.4.9 a party in dispute need not spend more than one day in mediation for a matter under dispute;
- 75.4.10 a party in dispute must bear an equal share of the costs and expenses of the mediator and otherwise bears their own costs.

75.5 **Step 4: Arbitration:** Despite whether any previous step was taken, a dispute not resolved within 60 days must be referred to arbitration, as to which:

- 75.5.1 there must be only one arbitrator and who is a natural person agreed by the parties or, if they cannot agree within 14 business days, an arbitrator nominated by the then Chairperson of The Institute of Arbitrators and Mediators Australia (South Australian Chapter);
- 75.5.2 the role of the arbitrator is to resolve the dispute and make decisions binding on the parties;
- 75.5.3 the arbitration must take place in an agreed location in Adelaide;
- 75.5.4 a party must co-operate in arranging and expediting arbitration;
- 75.5.5 a party must send to the arbitration a senior manager with authority to resolve the dispute;
- 75.5.6 the parties may provide evidence and given written and verbal submissions to the arbitrator within the time set by the arbitrator;
- 75.5.7 the arbitrator must:
- (a) consider the evidence and submissions;
  - (b) decide the dispute; and
  - (c) give written reasons to each party;
- 75.5.8 subject to this clause, the arbitration must take place under Rules 5 to 18 (inclusive) of the Rules of The Institute of Arbitrators and Mediators for the Conduct of Commercial Arbitrations and the provisions of the Commercial Arbitration Act 1986 (S.A.) and which Rules are taken to be incorporated by reference into this clause or subject to this clause, the arbitrator must fix the rules of arbitration;
- 75.5.9 the costs and expenses of the arbitrator and of each party must be borne as the arbitrator decides.

#### PART 22—WINDING UP

### 76. WINDING UP

The Authority may be wound up in circumstances as Schedule 2, Clause 33 (1) of the Act allows or requires.

### 77. DISTRIBUTION OF ASSETS AND LIABILITIES ON WINDING UP

In the event the Authority commences to wind up and except to any extent the Board unanimously determines otherwise, the Authority must divide among the Constituent Councils in kind all of the Authority's assets and liabilities in proportion to their Shares or as otherwise agreed by Unanimous Decision of the Constituent Councils.

#### PART 23—COMMITTEES

### 78. COMMITTEES

- 78.1 The Board may establish a committee of Directors 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 given by the Board to the committee.
- 78.2 A member of a committee established under this Clause holds office at the pleasure of the Board.
- 78.3 The Board may establish advisory committees consisting of or including persons who are not Directors for 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 which must be given by the Board to the advisory committee.
- 78.4 A member of an advisory committee established under this Clause holds office at the pleasure of the Board.

#### PART 24—OTHER MATTERS

### 79. EXECUTION OF DOCUMENTS

The Chief Executive Officer must maintain a register of use of the Common Seal. As a matter of record, Schedule 2, Clause 37 of the Act governs the execution of documents by the Authority.

### 80. PRINCIPAL OFFICE

The Authority's principal office is at 1 Temple Court, Ottoway, S.A. 5013 or as the Board may determine otherwise.

**81. SERVICE OF DOCUMENTS**

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 Section 280 of the Act permits. A written notice given by the Authority to a Constituent Council must be marked, 'Attention: Chief Executive Officer'.

**82. CIRCUMSTANCES NOT PROVIDED FOR**

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

The undersigned (being each Council specified in the Charter) agree to the above as the charter of the Authority.

Rob Gregory, General Manager East Waste

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## 9.3: MINUTES OF THE AUDIT & RISK MANAGEMENT COMMITTEE MEETING – 23 APRIL 2024

**REPORT AUTHOR:** General Manager

**ATTACHMENTS:** A: Unconfirmed Minutes of the Audit & Risk Management Committee Meeting held on 23 April 2024.

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### **Purpose of the Report**

To receive and note the Minutes of the East Waste Audit & Risk Management Committee Meeting held on 23 April 2024.

### **Background**

#### *Legislative Requirements*

Clause 31 of the *Eastern Waste Management Authority Charter* requires the Authority to establish an Audit Committee which is to be governed by the provisions of Schedule 2, Clause 30 of the *Local Government Act 1999* (Act).

Schedule 2, Clause 30 of the Act requires that a regional subsidiary must, unless exempted by regulation, have an audit committee.

The functions of the audit committee are to include:

- (a) *reviewing annual financial statements to ensure that they provide a timely and fair view of the state of affairs of the subsidiary; and*
- (b) *liaising with external auditors; and*
- (c) *reviewing the adequacy of the accounting, internal auditing, reporting and other financial management systems and practices of the subsidiary on a regular basis.*

Administration is aware that the reporting obligations for Council Audit and Risk Committees was enhanced as part of the legislative reforms in 2023. While this provision does not extend to subsidiaries, the Audit & Risk Management Committee requested that Administration follow this approach for reporting their activities to the East Waste Board.

### **Report**

The (unconfirmed) Minutes of the East Waste Audit & Risk Management Committee Meeting of 23 April 2024 are included at Attachment A to this report.

#### *Summary of Discussion at the Meeting*

In addition to the papers presented, the meeting included discussion regarding the following items:

#### 1. COMMITTEE RECOMMENDATIONS REPORTING

Enquiry regarding the benefit of providing more fulsome reporting to the East Waste Board from Audit and Risk Committees as required under the Local Government Act 1999. Administration advised that they don't believe as a subsidiary it is required, but nonetheless support the approach and as it promotes good governance and will implement such reporting to the East Waste Board.

#### 2. STATUS OF KERBSIDE COLLECTION BILL

The Audit & Risk Management Committee had a general discussion about the proposed kerbside collection reforms which, if passed by Parliament, will require all kerbside bins to be compliant with

Australian Standards. This impacts several East Waste Councils as all residual rubbish bins will be required to have red lids, rather than the blue lids currently in use by some Member Councils.

East Waste are aware of the impact of the proposed legislation and are working and supporting Councils (inside and outside of East Waste) with information and briefing notes for meetings with the Minister and ultimately waiting to see the details of the proposed bill prior to commenting further. It is understood that there will be no need to retrofit red lids, rather the lids may be updated to the appropriate Australian Standard at the time of changeover.

### 3. INTERNAL AUDIT WORK PLAN

The Audit & Risk Management Committee held an initial discussion about the formation of an Internal Audit Work Plan and have requested that this item be added to the agenda for their next meeting.

### **RECOMMENDATION**

**That the East Waste Board receive and note the Minutes of the East Waste Audit & Risk Committee Meeting held on 23 April 2024.**



**MINUTES OF THE MEETING OF THE AUDIT & RISK MANAGEMENT COMMITTEE  
OF THE EASTERN WASTE MANAGEMENT AUTHORITY**

held on Tuesday 23 April 2024 in the Boardroom, Thomson Greer,  
7/19 Gouger Street, Adelaide and via Zoom

The Chair, Ms E Hinchey, declared the meeting open at 8.00 am and that a quorum was present.

**1. ACKNOWLEDGEMENT OF COUNTRY**

**2. PRESENT**

Mrs E Hinchey	Independent Member/Chair
Mr F Bell	Independent Board Chair
Mr P Di Iulio	Board Member
Ms S Di Blasio	Independent Member
Ms L Green	Independent Member (via Zoom)

**IN ATTENDANCE**

Mr R Gregory	General Manager
Mr D Maywald	Manager Business Services
Ms K Vandermoer	Coordinator Finance & Strategic Projects
Ms V Davidson	Executive Administration Officer

**3. APOLOGIES**

Nil.

**4. DISCLOSURES OF INTEREST**

Nil.

**5. CONFIRMATION OF THE MINUTES – 21 February 2024**

Moved Mr P Di Iulio that the Minutes of the previous meeting held on 21 February 2024 be confirmed as a true and correct record.

Seconded Mr F Bell

**Carried**

**6. MATTERS ARISING FROM THE MINUTES**

Nil.



## **7. PRESENTATIONS**

### **7.1 GENERAL MANAGER UPDATES**

The General Manager of East Waste, Mr Rob Gregory, provided verbal updates on the following matters:

- FY25 Annual Plan & Budget Strategic Plan Review
- Member Council Service Level Agreements
- Depot Lease Negotiations
- Operational Staff Enterprise Agreement.

## **8. REPORTS**

### **8.1 FINANCIAL REPORT: FY24 BUDGET REVIEW THREE**

Moved Ms S Di Blasio that the Committee notes and accepts the forecasted end of year FY2024 result associated with the 2023/24 Budget Review Three and recommends to the East Waste Board for endorsement.

Seconded Mr P Di Iulio

**Carried**

### **8.2 EXTERNAL AUDIT PLAN**

Moved Ms S Di Blasio that the Committee receive and note FY2024 Annual External Audit Plan, as presented in Attachment A.

Seconded Mr F Bell

**Carried**

### **8.3 OUTSTANDING RESOLUTIONS REGISTER NOVEMBER 23 – APRIL 24**

Moved Ms S Di Blasio that the Audit & Risk Management Committee receives and notes the Outstanding Resolutions Register as per Attachment A to this report.

Seconded Mr P Di Iulio

**Carried**

### **8.4 ANNUAL REPORTING CALENDAR**

Moved Mr P Di Iulio that the Committee notes the East Waste Annual Reporting Calendar, as presented in Attachment A.

Seconded Ms S Di Blasio

**Carried**

## **9. CONFIDENTIAL REPORTS**

Nil.

## **10. OTHER BUSINESS**

### **10.1 COMMITTEE RECOMMENDATIONS REPORTING**

Enquiry regarding the benefit of providing more fulsome reporting to the East Waste Board from Audit and Risk Committees as required under the *Local Government Act 1999*. Administration advised that they don't believe as a subsidiary it is required, but nonetheless support the approach and as it promotes good governance and will implement such reporting to the East Waste Board.

### **10.2 STATUS OF KERBSIDE COLLECTION BILL**

The Audit & Risk Management Committee had a general discussion about the proposed kerbside collection reforms which, if passed by Parliament, will require all kerbside bins to be compliant with Australian Standards. This impacts several East Waste Councils as all residual rubbish bins will be required to have red lids, rather than the blue lids currently in use by some Member Councils.

East Waste are aware of the impact of the proposed legislation and are waiting to see the details of the proposed bill prior to making public comment. It is understood that there will be no need to retrofit red lids, rather the lids may be updated to the appropriate Australian Standard at the time of changeover.

## **11. NEXT MEETING OF THE AUDIT AND RISK MANAGEMENT COMMITTEE**

The next Audit and Risk Management Committee Meeting is to be held on: Wednesday 19 June 2024, commencing 8:00am, in the Boardroom, Thomson Geer, 7/19 Gouger Street, Adelaide.

## **12. CLOSURE OF MEETING**

There being no other business the meeting was closed at 8.45am.

These minutes have been signed as a true and correct record of the East Waste Risk and Audit Management Committee Meeting held on 23 April 2024.

**PRESIDING MEMBER** \_\_\_\_\_

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

**9.4: ANNUAL PLAN PROGRESS REPORT**

**REPORT AUTHOR:** General Manager

**ATTACHMENTS:** A: Annual Plan Implementation Summary

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**Purpose of the Report**

To provide the East Waste Board with an update on the implementation of the activities endorsed in the *East Waste 2023/24 Annual Plan*.

**Background**

At the February 2023 meeting the East Waste Board resolved (in part):

**8.3 DRAFT 2023/24 ANNUAL PLAN & BUDGET**

*Moved Mr Dilena that the Board endorses the East Waste 2023/24 Annual Plan, as amended in Attachment A, to include additional information relating to the identification of capital, operating and recurrent expenditure associated with the actions outlined in the Plan.*

*Seconded: Mayor Holmes-Ross*

***Carried***

**Report**

The attached matrix (refer Attachment A) provides a snapshot update as to the progress of the Annual Plan activities as of 23 April 2024.

This is a standing item on the Board Agenda.

**Recommendation**

**That the East Waste Board receive and note the Annual Plan Progress Report.**



Annual Plan Implementation Summary Matrix

NO.	ACTIVITY/PROJECT	OVERVIEW	STRATEGY	MAIN KPI TARGET	STATUS UPDATE
<b>DELIVER COST EFFECTIVE AND EFFICIENT SERVICES AND FACILITIES</b>					
1	Continue & Expand Core services	East Waste optimisation will come from providing a full suite of services to Member Councils. Where this doesn't occur, East Waste will work with the respective Councils in a bid to secure these services.	1.1	Vision Target	Opportunities investigated as they arise.
2	Investigate opportunities outside of existing Member Councils.	When potential opportunities arise, East Waste will investigate service provision to non-member Councils where value to existing Members can be realised.	1.1	Vision Target	Opportunities investigated as they arise.
3	Undertake a review of Business Facilities	East Waste currently leases Depot facilities at 1 Temple Court Ottoway. Ahead of the lease expiration, completion of a business case covering a review of existing arrangements, future needs and growth is appropriate.	1.3	Vision Target	Offer presented on 24 April 2024 - Details and subsequent discussion advised at meeting Lease for endorsement to be presented to the June Board meeting.
4	Establish Service Level Agreements	The establishment of Service Level Agreements (SLA) with each Member Council will better clarify roles and responsibilities across the range of delivery areas.	1.5	Vision Target	Project has stalled due to unforeseen circumstance with Contractor. Discussion with new contractor commenced. Target to have draft SLA for Board review in June 2024. Rollout across remaining Councils scheduled for Jul-Oct 2024 Presentation fo Framework to be presented at meeting

5	Increase Customer Engagement Opportunities	Further enhancement of customer access and engagement through online service portals for the booking of key East Waste services.	1.5	Vision Target	Language Translation Application has been built into the website which allows users to translate the website content into 11 separate languages at the click of a button. Additional enhancements added to self service portal including better address recognition and fixing hard waste entitlements. Accessibility menu functionality added to website to enable greater inclusion for hearing/visual impaired people.
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**MAXIMISE SOURCE SEPARATION & RECYCLING**

4	Continue to advance a broadscale 'Choice & Flexibility model.'	Secure and deliver at least one 'Choice & Flexibility' trial with a Member Council with a view to enhancing knowledge on a full roll out for all Member Councils.	2.1	At least 75% of kerbside material separately collected & recycled  100% of food waste separately collected and recycled.	City of Prospect still significantly outperforming all metro-based trials. No further extension of trial until clarity on proposed legislation. Adelaide Hills Council trial (x3) commenced October 2023 and tracking well. Campbelltown City Council - extensive support work provided, commencing 1 May 2024. City of Burnside - Planning and comms support for October trial (1,300 households)
5	Investigate options for identified problematic waste (ie. soft plastics) and the role East Waste can play in providing viable solutions for the community	There are several problematic waste streams and/or infant or proposed programs to address the problem. This project will investigate key issue waste streams and determine the best role East Waste can play in supporting, promoting, or implementing.	2.1	At least 75% of kerbside material separately collected & recycled  100% of food waste separately collected and recycled.	Ongoing - Submission to State Government's Single Use Plastic Bill (Refer Report 9.7) Response to small electrical items and Solar PV paper submitted.

**PROVIDE LEADING AND INNOVATIVE BEHAVIOUR CHANGE AND EDUCATION**

6	Delivery of the “Why Waste It?” behaviour change program and associated social media.	Utilising the results of the reviews and biennial kerbside audits undertaken over the past 4 years, refine and deliver the ongoing successful “Why Waste It?” program.	3.2	Vision Target	Why Waste it program is underway with attendance at schools / community events and social media. KESAB and Ozharvest have been engaged to deliver newly developed schools education program and are currently in the process of delivering the educational programs.
7	Household Reporting	Utilising the latest proven technology, determine if individual household reporting, on key waste metrics can be collected and efficiently distributed to householders in a bid to improve awareness and landfill diversion.	3.2	Vision Target	Ongoing iussue with access and integrity of data from truck. Project unlikley to be completed.

**HELP DRIVE A LOCAL CIRCULAR ECONOMY**

8	Engage with Recycling and Organics Processors to identify research, markets and opportunities for the strengthening of circular economy opportunities	Through contracts with two proactive Material Recovery Facilities and a long-standing relationship with Jeffries, an opportunity exists to maximise local reuse opportunities. This project will investigate new and existing opportunities and pathways to adoption by East Waste and Member Councils.	4.4	Vision Target	Underway with recycling processors
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PROVIDE LEADERSHIP

9	Fleet Replacement	In line with the Long Term Financial Plan, undertake the replacement of five (5) collection vehicles.	5.4	Provide Leadership	All trucks delivered. FY25 order currently being finalised.
10	Enterprise Agreement	Negotiate Enterprise Agreement for Operational Staff.	5.3	Provide Leadership	Negotiations well advanced. Presentation of Agreement and vote expected before end of May.
11	WHS System Responsibility and Accountability	Work Health & Safety Management System Responsibility and Accountability were identified as an area for improvement within the recent LGRS risk audit. East Waste will review current relevant WHSMS responsibilities and accountabilities and where required, implement improvements to ensure greater Organisational awareness and commitment.	5.1	Provide Leadership	LGRS Action plan was 100% completed and delivered in September 2023. New action plan is now currently being reviewed by LGRS and awaiting feedback/adoption. The new plan focuses on improving staff/contractor inductions and staff have commenced works on the action plan.
12	Risk Mitigation & Governance	Review key finance and governance systems, and processes to identify one or more of; <ul style="list-style-type: none"> <li>•Process efficiency;</li> <li>•Process integrity;</li> <li>•Improved governance; and</li> <li>•Knowledge improvement &amp; retention.</li> </ul>	5.4	Provide Leadership	Strategic Risk framework, Policy and register have been developed and endorsed by the Board in the February 2024 meeting. The strategic risk register includes 10 strategic risks and includes consequences, controls. Future controls in addition to the current and future risk ratings. Future works include the build out of an operational risk register and reviews of the strategic risks.
13	Implementation of Service Vision, Values and Standards.	Generate and implement across the Organisation a tailored Service Vision, Values and Standards framework, that drives a clear vision, consistency and ultimately an enhanced customer experience	5.3	Provide Leadership	ELT currently 'road testing' values and associated behaviours.

**9.5: ANNUAL REPORTING CALENDAR**

**REPORT AUTHOR:** Coordinator Finance & Strategic Projects

**ATTACHMENTS:** A: Annual Reporting Calendar

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**Purpose of the Report**

To provide the Board with an update of the progress of East Waste’s key reporting requirements via the Annual Reporting Calendar.

**Background**

At the May 2023 Board Meeting, The Board resolved:

**9.3 ANNUAL REPORTING CALENDAR**

*Moved Cr Allanson that the Board endorses the East Waste Annual Reporting Calendar, as presented in Attachment A, as a base document for tracking the key legislative and governance reporting requirements.*

*Seconded Mayor Holmes-Ross*

**Carried**

**Report**

The attached Annual Reporting Calendar (refer Attachment A) provides a snapshot update of the progress of East Waste’s key legislative and governance reporting requirements for the calendar year.

The annual review of East Waste’s Asset Management Plans were initially scheduled to be presented to the April meetings, however Administration is undertaking a significant review of these documents in conjunction with the upcoming review of the Long Term Financial Plan, and now intends to present both documents to the June meetings in 2024. In addition, following the recent appointment of Galpins as East Waste’s External Auditing firm, the interim Audit has now been scheduled to take place in May 2024, with the Interim Audit Report intended to be presented to the June meetings as per usual. The External Audit Workplan was received and noted by the Audit & Risk Management Committee at the meeting held 23 April 2024.

This is a standing item on the Agenda.

**Recommendation**

**That the Board Received and notes the East Waste *Annual Reporting Calendar*, as presented in Attachment A.**



**ITEM 9.5 - ATTACHMENT A**

**East Waste Annual Reporting Calendar  
Board and Audit & Risk Management Committee  
2024**

	Feb	Apr/May	Jun	Sep	Nov	
<b>Audit &amp; Risk Management Committee Meeting</b>	Feb 21	Apr 23	Jun 19	Sep 17	Nov 13	✓ Item previously presented/endorsed
<b>Board Meeting</b>	Feb 29	May 2	Jun 27	Sep 26	Nov 21	<ul style="list-style-type: none"> <li>✓ Item included in current meeting Agenda</li> <li>• Item deferred to a future meeting</li> <li>■ Item not presented this calendar year</li> </ul>

Meeting	Financial						Notes
B	A&R	Budget Review 2	✓				
B	A&R	Draft Annual Plan & Budget Assumptions	✓				
	A&R	Review of Proposed External Audit Work Plan		✓			
B	A&R	Review of Asset Management Plan		•			To be presented in June in conjunction with LTFP review.
B	A&R	Budget Review 3		✓			
B	A&R	Long Term Financial Plan Review					
B	A&R	Interim Audit Report					Interim audit now scheduled for May.
B	A&R	Annual Plan and Budget Endorsement					
B		Review of Confidential Orders					
B	A&R	Draft Audited Financial Statements & Meeting with Auditor					
B	A&R	Regulation 10 Financial Report					
B	A&R	Draft Annual Report for Endorsement					
B	A&R	Budget Review 1					
B	A&R	Treasury Management Performance Report					
<b>Governance</b>							
B	A&R	Board & Committee Appointments	✓				
B		Annual Education Summary Report					
B		Lodgment of RPD, Primary, and Ordinary Returns					
B		General Manager Performance Review					
B	A&R	Policy Review Schedule					
B	A&R	Audit & Risk Management Committee Performance Evaluation					
B		Board Performance Evaluation					
B	A&R	Proposed Meeting Schedule for Proceeding Year					
<b>Risk</b>							
B	A&R	Strategic Risk Register Review	✓				Presented at February 2024 meeting, next Annual Review to occur in April 2025.

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**9.6: OUTSTANDING RESOLUTIONS REGISTER NOVEMBER 23 – APRIL 24**

**REPORT AUTHOR:** General Manager  
**ATTACHMENTS:** A: Outstanding Resolutions Register

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**Purpose of the Report**

To provide to the East Waste Board (Board) a register of outstanding resolutions from previous meetings with status updates for each resolution. This is an information report only, with no decision required.

**Background**

The presentation of the Outstanding Resolutions Register to the Board is considered a good governance practice.

**Report**

It is intended that the Outstanding Resolutions Register will be presented to the Board each meeting in order for the Board to be provided with an update on actions taken with regard to resolutions passed by the Board.

In compiling the first report all resolutions up to and including the meeting of 23 November 2023 had been actioned. Therefore, this initial report only list resolutions from the Board meeting held on 23 November 2023 onward.

The Outstanding Resolutions Register (Attachment A) depicts the status of past resolutions of the Board for the period 23 November 2023 to 24 April 2024. At this time, as indicated on the attached Register, all current resolutions have been actioned.

**RECOMMENDATION**

**That the East Waste Board receives and notes the Outstanding Resolutions Register as per Attachment A to this report.**

East Waste Board Outstanding Resolutions Register - 23 November 2023 to 24 April 2024				
Meeting Date	Item	Topic	Resolution	Status
23/11/2023	9.3	National Competition Policy Statement	Moved Mayor Jones that the National Competition Policy Statement be revised, in line with the East Waste Charter and presented at the February 2024 Board Meeting. Seconded Cr Clutterham	<b>COMPLETED</b> The National Competition Policy Statement was adopted at the Board Meeting held on 29/2/2024.
29/02/2024	11.2	East Waste Response to Proposed Legislative Changes	Moved Mr Malak: 1. The Chair of the Eastern Waste Management Authority (East Waste) be authorised to write to the Hon Susan Close MP, Deputy Premier, Minister for Climate, Environment and Water for the purpose of inviting the Minister to attend the East Waste Annual Mayors and Chief Executive Officers (CEOs) meeting to be held on 13 March 2024. 2. The Minister be invited to discuss at this meeting the recent announcements made by the State Government regarding the proposed legislative changes for waste management and in particular, changes proposed to prohibit councils from charging for weekly general waste collection as part of weekly Food Organics Garden Organics (FOGO). 3. The Chair write to all CEO of all East Waste Member Councils informing them of the invitation	<b>COMPLETED.</b> The Chair of the East Waste Board, Mr Fraser Bell, wrote to the Hon Susan Close MP on 4 March 2024. Mr Bell sent the requested correspondence to the Council CEO's on the same date.

21/03/2024	5.1	FY24/25 Annual Plan & Budget	<p>Moved Mr S Dilena That the East Waste Board, resolves to:</p> <ol style="list-style-type: none"> <li>1. Endorse the East Waste 2024/25 Annual Plan, as presented in Attachment A, with a revised project list and financials, consistent with Option 5 outlined in the above report and with the Carbon Accounting Project reinstated;</li> <li>2. Adopt the associated draft 2024/25 budget with revised financials, consistent with Option 5 as presented in the above report, plus an additional \$25,000 for the reinstatement of the Carbon Accounting project;</li> <li>3. Authorise the General Manager to distribute to each Member Council for review and comment, the Draft 2024/25 Annual Plan, as presented (and revised) in Attachment A, along with the proposed fees.</li> </ol> <p>Seconded Cr T Jennings</p>	<p><b>COMPLETED.</b> Correspondence detailing the draft 2024/25 Annual Plan &amp; Budget and Member Council Fees was emailed to the Council CEOs on 28 March 2024.</p>
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