



Eastern Waste Management Authority Special Board Meeting

Agenda

Tuesday 29 October 2024

Notice is hereby given that a special meeting of the Board of the Eastern Waste Management Authority
will be held via Zoom,
on Tuesday 29 October 2024 commencing at 4:30pm.

Acknowledgement of Country

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

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



Agenda

Eastern Waste Management Authority Special Meeting of the Board of Management

Meeting to be held on Tuesday 29 October 2024 commencing at 4:30pm,
via Zoom: <https://us02web.zoom.us/j/87131083434>

- 1. Present**
- 2. Acknowledgement of Country**
- 3. Apologies**
- 4. Conflicts of Interest**
- 5. Reports**

5.1 Recruitment Process for Acting General Manager Page 4

6. Confidential Reports

6.1 Municipal Solid Waste Contract Update Page 12

7. Next Meeting of the Board

The next Ordinary Board Meeting is proposed to be held on:
Thursday 21 November 2024, at the Mayor's Parlour, City of Norwood, Payneham & St Peters,
175 The Parade, Norwood

7. Closure of Meeting

5.1 Recruitment Process for Appointment of General Manager

Report Author General Manager

Attachments A: Proposed General Manager Selection and Recruitment Committee Terms of Reference

Purpose and Context

The purpose of this report is to seek the Board's endorsement of a framework for the recruitment of a new General Manager following the resignation of the current General Manager.

The framework includes two (2) parts:

1. Interim Acting arrangements to ensure continuity of leadership and appropriate governance; and
2. Establishment of a General Manager's Selection & Recruitment Committee to oversee the recruitment and selection process and provide a recommendation to the Board.

Recommendation

That the East Waste Board:

1. ***Appoints David Maywald as Acting General Manager effective from 9 November 2024 (or an alternate date aligned with the General Manager's departure).***
2. ***Appoints Fraser Bell as Chair of the General Manager Selection and Recruitment Committee.***
3. ***Appoints _____ and _____ to the General Manager Selection and Recruitment Committee.***
4. ***Adopts the Terms of Reference for the General Manager Selection and Recruitment Committee as presented in Attachment A.***
5. ***Authorises Administration to seek quotes from appropriate Recruitment Agencies to support the recruitment, screening and selection process of the East Waste General Manager.***

Strategic Link

Objective 5. Provide leadership

Strategy 5.4 Quality and transparent Corporate (Governance & Financial) Activities)

Background

In accordance with clause 29.6 of *East Waste's Charter*, the Authority (East Waste) so far as practical must have a Chief Executive Officer (CEO) at all times. The departure of the current General

Manager presents a leadership gap that necessitates the temporary appointment of an Acting General Manager to ensure continuity of governance, strategic oversight, and operational stability. This interim arrangement will assist with ensuring seamless leadership during the transition period, while the Board establishes a process and timeline for recruiting a new General Manager.

East Waste's General Manager, Rob Gregory, tendered his resignation on 24 September 2024, after serving in the role since August 2017.

Mr. Gregory has agreed to a departure date of 8 November 2024, which is consistent with the confidential resolution passed at the 26 September 2024 Board meeting, providing a truncated notice period of 6 weeks. Mr Gregory has advised he is able to work an additional week, should the Board wish. Taking into account the requirement to always have a CEO/General Manager and the time it would take to complete a recruitment and selection process for a permanent General Manager, the appointment of an Acting General Manager is required. This will allow time for a comprehensive recruitment process to identify a suitable candidate for the permanent General Manager/CEO position while ensuring minimal disruption to East Waste's leadership and operations.

Report

The recruitment of a new General Manager is anticipated to take between 3-6 months. Clause 29.6 of the *East Waste Charter* states:

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.

While the current General Manager may make the appointment, given the length of time and strategic importance of the role, it is more appropriate if the Board appoints an Acting General Manager to ensure operational continuity and allow sufficient time for the recruitment and selection process of a permanent replacement.

The East Waste Executive Team, comprising of the General Manager, Manager Operational Services (Brian Krombholz), Manager Business Services (David Maywald) and Manager Human Resources & Financial Services (Kelly Vandermoer), all have sufficient capability to undertake the Acting General Manager's role, and with the exception of Kelly, have successfully undertaken short term acting duties previously. However, both the Manager Operational Services and Manager Human Resources & Financial Services have expressed their preference to remain in their current positions. In contrast, the Manager Business Services, Mr. Maywald, has indicated his willingness to act in the role of General Manager if required.

Mr. Maywald has been employed by East Waste as Manager Business Services since August 2021. During this time, he has proven to be a capable, reliable, and honest employee with a focus on continual improvement. His previous experience includes 11 years with the City of Norwood, Payneham & St Peters, providing him with strong local government knowledge that will support him in managing the role effectively. Given his experience and understanding of East Waste's operations, governance framework, and strategic priorities, Mr. Maywald is well-suited to oversee the

organisation during this interim period. His appointment will provide stability, ensuring that critical projects progress (including FY25 Annual Plan delivery, Strategic Plan review, Financial Framework review, development of the FY26 Annual Business Plan and budget and commencement of the Recycling and Organics tender processes) and day-to-day operations continue smoothly with minimal disruption.

It is important that Mr. Maywald be appointed as Acting General Manager with all existing General Manager delegations granted, ensuring he has the authority to make decisions, lead staff, and manage operations effectively during the acting period (Note: A paper will be provided to the November Board meeting proposing updated delegations and affording the Board with an opportunity for full review). The proposed acting arrangement would run from Monday, 9 November 2024 (or an alternate date aligning with the current General Manager's departure) through to the commencement date of the new General Manager and/or date determined by the Board.

With respect to activating and managing the process of appointing a new General Manager, it is proposed to establish a General Manager's Selection & Recruitment Committee, to guide the activities of the recruitment process and ultimately make a recommendation to the East Waste Board. It is recommended that the Independent Chair, Mr Fraser Bell, chairs the Committee with two (2) Board Members, or Member Council CEOs making up the remainder of the Committee. A Terms of Reference for the Committee has been drafted and is attached (refer Attachment A) for the Board's review and endorsement.

It is also proposed that Administration seeks a Request for Quote from 3-5 suitably qualified Recruitment Agencies to assist the process and undertake any testing deemed necessary and presents these to the November Board meeting for consideration.

Conclusion

The appointment of an Acting General Manager is essential to ensure compliance with East Waste's Charter and maintain continuity of leadership and operations following the departure of the current General Manager. David Maywald, Manager Business Services, is well-positioned to assume the role of Acting General Manager, providing stability and strategic oversight during this transition.

By appointing David Maywald to this role until 30 June 2025, with all relevant delegations outlined in the Charter, the Board will ensure that East Waste continues to operate effectively while allowing adequate time to conduct a comprehensive recruitment process for the permanent General Manager.

Terms of Reference

General Manager Recruitment and Selection Committee

1. Establishment and Purpose

- 1.1. The East Waste General Manager Selection and Recruitment Committee (the Committee) has been established by the East Waste Board (the Board) in accordance with Clause 10.7 of the Eastern Waste Management Authority Charter (as gazetted on 28 June 2022) and section 98(4) of the *Local Government Act 1999* (the Act).
- 1.2. The purpose of the Committee is to:
 - 1.2.1. performing the functions of a selection panel pursuant to section 98(4) of the Act.
 - 1.2.2. recommend to the East Waste Board a qualified independent person to provide advice to the Committee pursuant to Section 98(4a) of the Act.
 - 1.2.3. consider the advice of a qualified independent person on the assessment of applications and recommendations of appointment.
 - 1.2.4. having considered the advice of the qualified independent person, make a recommendation to the Board as to the appointment of a General Manager.
- 1.3. The Committee reports to the Board and provides appropriate advice and recommendations on matters relevant to its Terms of Reference and statutory functions to facilitate informed decision making in relation to the discharge of the Board's responsibilities.

2. Definitions

Unless the context indicates otherwise, the following terms have the following meanings in these Terms of Reference:

Act means the *Local Government Act 1999* (SA).

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

Chairperson means the chairperson of the Committee, appointed in accordance with clause 5 of these Terms of Reference.

Code of Practice – Meeting Procedures means the Board's Code of Practice –Meeting Procedures or any replacement Code of Practice adopted by the Board for the purpose of the *Local Government (Procedures at Meetings) Regulation 2013*.

Committee means the General Manager Selection and Recruitment Committee established by resolution of the East Waste Board, to be governed by these Terms of Reference.

Member means a member of the Committee.

Regulations includes *Local Government (Procedures at Meetings) Regulations 2013*.

3. Membership

- 3.1. Members of the Committee shall be appointed by the Board of East Waste in accordance with these Terms of Reference.
- 3.2. The Committee shall consist of three (3) members; comprising of;
 - 3.2.1. The Independent Chair of the Board
 - 3.2.2. Two (2) Members determined by the Board to have experience relevant to the functions of the Committee.
- 3.3. A person ceases to be a Member of the Committee upon any of the following circumstances occurring:
 - 3.3.1. the Member's term of office expires and they are not reappointed.
 - 3.3.2. the Member resigns by written notice to the Board.
 - 3.3.3. the Member ceases to hold the office which entitles them to be a member.
 - 3.3.4. the Member dies or becomes of unsound mind.
 - 3.3.5. the Board disbands the Committee
- 3.4. Any member of the Committee may be removed on the grounds that the member has been absent without leave from two (2) or more consecutive meetings or is not performing duties as required within the objectives and functions of the Committee
- 3.5. Nothing in these Terms of Reference gives rise to any right of procedural fairness or otherwise derogates from the Board's ability to remove a Member of the Committee by resolution.

4. Chairperson

- 4.1. The Chairperson will be appointed by the Board and is to be the Independent Chairperson of the Board.
- 4.2. If the Chairperson is absent from a meeting of the Committee a Member will be chosen from those present to preside at the meeting as the Acting Chairperson.
- 4.3. The Chairperson is to:
 - 4.3.1. Oversee the orderly conduct of meetings in accordance with the Act, the Regulations and the Procedures at Meetings Code of Practice.
 - 4.3.2. Ensure that all Members have an opportunity to participate in discussions in an open and responsible manner.
 - 4.3.3. Liaise with East Waste administration between meetings regarding the preparation of the Committee's agenda and minutes.

5. Sitting and Professional Fees

- 5.1. There are no sitting fees for Board Members appointed to the Committee.

6. Meetings

6.1. Frequency of Meetings

- 6.1.1. The Committee shall meet as required.

6.2. Notice of Meetings

- 6.2.1. In accordance with Section 87 of the Act, a notice of each meeting confirming the venue, time, and date, together with an agenda of items to be discussed, shall be forwarded to each member of the Committee no later than three (3) clear days before the date of the meetings. Supporting papers shall, whenever possible, be sent to Committee Members (and to other attendees as appropriate) at the same time.

6.3. Meeting Procedures

- 6.3.1. Meetings will be conducted in accordance with East Waste's Code of Practice – Procedures at Meetings.
- 6.3.2. Members of the public can attend Committee meetings unless prohibited by resolution of the Committee in accordance with section 90(2) of the Act.
- 6.3.3. A Member of the Committee may attend via electronic means provided that advance notice has been provided to the General Manager and facilities are available.

6.4. Voting

- 6.4.1. Only members of the Committee are entitled to vote in Committee meetings. Unless otherwise required by the Act not to vote, each member must vote on every matter that is before the Committee for decision. The Chairperson has a deliberative vote but does not, in the event of an equality of votes, have a casting vote.
- 6.4.2. All decisions of the Committee shall be made based on the majority decision of the members present.
- 6.4.3. If a vote is tied, the matter may be referred back to the Committee (with or without additional information to inform the debate and decision making) or referred to the Board for decision.

6.5. Meeting Minutes

- 6.5.1. Conflict of Interest declarations are required pursuant to sections 73 – 75D of the Act and will be recorded in the minutes.
- 6.5.2. The Acting General Manager shall ensure that minutes are kept of the proceedings and resolutions of all meetings of the Committee and that the minutes comply with the requirements of the Regulations and the Code of Practice - Procedures at Meetings.
- 6.5.3. Minutes of Committee meetings shall be circulated within seven (7) days after a meeting to all Members of the Committee.
- 6.5.4. Minutes of the Committee meeting will be placed on the East Waste website.

7. Delegation

- 7.1. Beyond what is prescribed in this Terms of Reference, the Board has not delegated any of its powers to the Committee. Accordingly, all decisions of the Committee constitute recommendations to the Board.
- 7.2. The Committee has delegated authority to invite applications (for the position of General Manager) including advertising on a website pursuant to section 98(3) of the Act.

8. Tenure

The Committee will continue in existence in accordance with the Act.

9. Legislation

Local Government Act 1999

Local Government (Procedures at Meetings) Regulations 2013

10. References**11. Related Documents**

East Waste Code of Practice – Procedures at Meetings
Procurement Policy.

12. Review

- 12.1. The Committee shall, at least every five (5) years, review its Terms of Reference, so that it is operating at maximum effectiveness and recommend any changes it considers necessary to the Board for approval
- 12.2. The Board may review and amend these Terms of Reference at any time.

Signed _____
General Manager

Signed _____
Chairperson of the Board

Date ____/____/____

Date ____/____/____

13. Document History

| Version No: | Issue Date: | Description of Change: |
|-------------|-------------|--|
| 1.0 | | |
| 2.0 | | Content updated and placed in new format |