

ADELAIDE HILLS COUNCIL
ORDINARY COUNCIL MEETING
Tuesday 14 December 2021
CONFIDENTIAL AGENDA BUSINESS ITEM

Item: 18.3

Responsible Officer: Lachlan Miller
Executive Manager Governance & Performance
Office of the Chief Executive

Subject: East Waste Independent Chair Appointment

For: Decision

1. East Waste Independent Chair Appointment – Exclusion of the Public

Pursuant to section 90(2) of the *Local Government Act 1999* the Council orders that all members of the public, except:

- Chief Executive Officer, Andrew Aitken
- Director Community Capacity, David Waters
- Director Corporate Services, Terry Crackett
- Acting Director Development & Regulatory Services, Melissa Bright
- Director Infrastructure & Operations, Peter Bice
- Executive Manager Governance & Performance, Lachlan Miller
- Governance & Risk Coordinator, Steven Watson
- Minute Secretary, Pam Williams

be excluded from attendance at the meeting for Agenda Item 18.3: East Waste Independent Chair Appointment in confidence.

The Council is satisfied that it is necessary that the public, with the exception of Council staff in attendance as specified above, be excluded to enable Council to consider the report at the meeting on the following grounds:

Section 90(3) (a) of the *Local Government Act 1999*, the information to be received, discussed or considered in relation to this Agenda Item is information the disclosure of which would involve the unreasonable disclosure of information concerning the personal affairs of any person (living or dead), because it would disclose the personal details of the candidate for the East Waste Independent Chair position.

Accordingly, on this basis the principle that meetings of the Council should be conducted in a place open to the public has been outweighed by the need to keep the information and discussion confidential.

2. East Waste Independent Chair Appointment – Confidential Item

SUMMARY

Council, at its 17 December 2019 meeting, considered and supported Mr Fraser Bell's original appointment as East Waste Independent Chair for a two year period. This period will conclude on 31 December 2021.

Council has recently received correspondence from East Waste (**Appendix 1**) seeking Council's approval to reappoint Mr Fraser Bell as the Independent Chairperson of East Waste for a two year term.

RECOMMENDATION

Council resolves:

1. That the report be received and noted
2. That Council approves Mr Fraser Bell being appointed as Independent Chairperson of East Waste for a term of two years commencing 1 January 2022
3. That the Chief Executive Officer inform East Waste of Council's decision.

1. GOVERNANCE

➤ Strategic Management Plan/Functional Strategy/Council Policy Alignment

Strategic Plan 2020-24 – A brighter future

Goal 5 A Progressive Organisation

Objective O4 We actively represent our community

Priority O4.3 Advocate to, and exert influence with, our stakeholders on behalf of our community to promote the needs and ambitions of the region

Objective O5 We are accountable, informed, and make decisions in the best interests of the whole community

Priority O5.1 Enhance governance structures and systems to prudently adapt to changing circumstances and meet our legislative obligations

Adelaide Hills Council is one of seven Constituent Councils of East Waste and in doing so obtains benefits from working together with others in regard to waste and recycling collection services.

Indirectly related to this report are the following documents:

- Waste and Resource Recovery Service Policy
- Waste and Resource Management Strategy 2016 – 2021
- Resource Recovery and Recycling Strategy

➤ Legal Implications

East Waste is governed by a Charter and requirements of the *Local Government Act 1999*.

➤ **Risk Management Implications**

Council considering the position of Independent Chairperson of East Waste will assist in mitigating the risk of:

Council not considering the appointment or otherwise of an Independent Chairperson of East Waste leading to Council not fulfilling its obligations as a constituent council of East Waste

Inherent Risk	Residual Risk	Target Risk
High (3B)	Medium (3D)	Low (1E)

The report recommendation will require correspondence to be sent to East Waste advising of the outcome of Council considering this matter.

➤ **Financial and Resource Implications**

There are no direct financial or resource implications to Council from the report recommendation.

➤ **Customer Service and Community/Cultural Implications**

There is no direct customer service, community or cultural implications from the report recommendation.

➤ **Sustainability Implications**

There are no direct sustainability implications from the report recommendation.

➤ **Engagement/Consultation conducted in the development of the report**

Council Committees: Not Applicable.

Council Workshops: Not Applicable

Advisory Groups: Not Applicable

External Agencies: East Waste

Community: Not Applicable

There is no requirement for community consultation in relation to the appointment of the East Waste Independent Chair.

2. BACKGROUND

East Waste is a Regional Subsidiary established under s43 of the *Local Government Act 1999* and provides kerbside waste, recycling and green organic collection services to the constituent councils of:

- Adelaide Hills Council
- City of Burnside
- Campbelltown City Council
- City of Norwood Payneham & St Peters
- City of Mitcham
- Corporation of the Town of Walkerville
- City of Prospect

East Waste is governed by a Charter, which in relation to the Independent Chairperson, requires:

One independent person (who shall be the Chair) appointed jointly by Absolute Majority of the constituent councils for a two 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.*

At its 17 December 2019 meeting, Council considered a request from the East Waste Board for the appointment of Mr Fraser Bell to the role of Board Independent Chair. Council resolved as follows:

RELEASED 19 February 2020

19.2.3 Appointment of East Waste Chair – Confidential Item

Moved Cr Pauline Gill
S/- Cr Kirsty Parkin

334/19

Council resolves:

1. **That the report be received and noted**
2. **That Council consents to Mr Fraser Bell being appointed as Independent Chairperson of East Waste for a term of two years commencing February 2020**
3. **That East Waste be informed of Council's decision.**

Carried Unanimously

On 2 December 2021, the East Waste General Manager wrote to each of the Constituent Councils (**Appendix 1**) advising that the East Waste Board had resolved to support the reappointment of Mr Bell for a two year period and for the General Manager to seek the endorsement of the Councils.

Councillor Linda Green is the Council's member on the East Waste Board.

3. ANALYSIS

The East Waste Charter provides that the Chair must be an independent member, they are appointed for a two year period and are eligible for reappointment at the conclusion of a term.

The appointment of the Chair must be approved by an Absolute Majority of East Waste Constituent Councils.

4. OPTIONS

Council has the following options:

- I. Approve Mr Fraser Bell being appointed for a two year term as Independent Chairperson of East Waste (Recommended).
- II. Do not approve Mr Fraser Bell being appointed as Independent Chair of East Waste (Not Recommended). An Absolute Majority of Constituent Council support is required for the appointment and therefore Council's objection may not prevent the appointment depending on the support from other Councils. If however, an Absolute Majority is not achieved, the East Waste Board will need to explore other recruitment options.

5. APPENDIX

- (1) Correspondence from East Waste re: Reappointment of Independent Chair, Mr Fraser Bell

Appendix 1

*Correspondence from East Waste re: Reappointment of
Independent Chair, Mr Fraser Bell*

2 December 2021

Mr Andrew Aitken
Chief Executive Officer
Adelaide Hills Council
PO Box 44
WOODSIDE SA 5244
[sent via email: aaiken@ahc.sa.gov.au](mailto:aaiken@ahc.sa.gov.au)

Dear Andrew,

RE: Re-appointment of Independent Chairperson, Mr Fraser Bell

The East Waste Chair is an independent role and is appointed for a period of two years as per the requirements of the East Waste Charter.

21.1.2 one independent person (who shall be the Chair) appointed jointly by Absolute Majority of the Constituent Councils for a two 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*
- (f) marketing and/or*
- (g) economics and/or*
- (h) environmental management.*

Mr Fraser Bell was appointed to the role in February 2020, with his tenure expiring on 31 December 2021 and I am now writing to seek the endorsement of Council for Mr Bell to be appointed for a further two years.

Throughout his initial term, Mr Bell has been a highly engaged Chair representing East Waste and seeking to ensure the financial and long-term strength of the Organisation. As a practicing lawyer, coupled with his strong waste industry knowledge, he has greatly assisted East Waste and undoubtedly this will continue.

In considering the reappointment of Mr Fraser Bell as Independent Chair, the East Waste Board at the November 25 meeting resolved:

Moved Cr Ashby that the Board:

- 1. Supports the re-appointment of Mr Fraser Bell as Independent Chair of the East Waste Board for a further two year term, effective from January 2022.*
- 2. Instructs the General Manager to formally write to each Member Council seeking their endorsement of Mr Fraser Bell as Independent Chair of the East Waste Board for a further two year period.*
- 3. Confirms the remuneration of the role be set at \$24,000 per annum.*

Seconded Cr Carbone

Carried

EastWaste

With respect to the remuneration for the role, as it has not been increased in six years and in consideration of the payment provided to like Subsidiary Chairs, the Board saw fit to increase the remuneration by \$2,000 per annum. This remains below CPI inflation over this time and will come into effect in 2022.

In order for Mr Bell to commence duties at the February Audit & Risk Committee meeting, it would be appreciated if the Council passed a motion at either the December (if possible) or January 2022 meeting, consistent with the following:

The Council endorses Mr Fraser Bell is reappointed as the Eastern Waste Management Authority Independent Chair for a two year term commencing in January 2022.

I appreciate your assistance with this and should you need any further information or assistance, please do not hesitate to contact me on mobile, 0417 466 929, or email rob@eastwaste.com if you have any questions.

Yours sincerely,



ROB GREGORY
GENERAL MANAGER

3. East Waste Independent Chair Appointment – Period of Confidentiality

Subject to the CEO, or his delegate, disclosing information or any document (in whole or in part) for the purpose of implementing Council's decision(s) in this matter in the performance of the duties and responsibilities of office, Council, having considered Agenda Item 18.3 in confidence under sections 90(2) and 90(3) (a) of the *Local Government Act 1999*, resolves that an order be made under the provisions of sections 91(7) and (9) of the *Local Government Act 1999* that the discussion and considerations of the subject matter be retained in confidence until 30 March 2022 or until East Waste advises of the Independent Chairperson appointment, whichever occurs earlier.

Pursuant to section 91(9)(c) of the *Local Government Act 1999*, Council delegates the power to revoke the confidentiality order either partially or in full to the Chief Executive Officer.