



CEO PERFORMANCE REVIEW PANEL

NOTICE OF MEETING

To: **Members**

Cr Chris Grant, Presiding Member

Mayor Jan-Claire Wisdom

Cr Nathan Daniell

Cr Kirsty Parkin

Ms Vanessa Godden, Independent Member

Notice is given pursuant to the provisions under Section 87 of the *Local Government Act 1999* that the next meeting of the CEO Performance Review Panel will be held on:

Thursday 8 February 2024

6.00pm

63 Mt Barker Road Stirling

A copy of the Agenda for this meeting is supplied under Section 87 of the Act.

Committee meetings are open to the public and members of the community are welcome to attend. Public notice of the Agenda for this meeting is supplied under Section 88 of the Act.

A handwritten signature in black ink, appearing to read 'GG', is positioned above the name of the Chief Executive Officer.

George Georgopoulos
Chief Executive Officer



CEO PERFORMANCE REVIEW PANEL

AGENDA FOR MEETING
Thursday 8 February 2024
6.00pm
63 Mt Barker Road Stirling

ORDER OF BUSINESS

1. COMMENCEMENT

1.1. Acknowledgement of Country

Council acknowledges that we meet on the traditional lands and waters of the Peramangk and Kurna people. We pay our respects to Elders past, present and emerging as the Custodians of this ancient and beautiful land. Together we will care for this country for the generations to come.

2. APOLOGIES/LEAVE OF ABSENCE

2.1. Apology
Apologies were received from

2.2. Leave of Absence

2.3. Absent

3. MINUTES OF PREVIOUS MEETINGS

CEO Performance Review Panel – 15 January 2024

That the minutes of the CEO Performance Review Panel meeting held on Monday 15 January 2024 as supplied, be confirmed as an accurate record of the proceedings of that meeting.

4. PRESIDING MEMBER'S OPENING REMARKS

5. DELEGATION OF AUTHORITY

The CEO Performance Review panel operates in accordance with the relevant sections of the *Local Government Act 1999*, and its Terms of Reference.

6. DECLARATION OF CONFLICT OF INTEREST BY MEMBERS OF THE PANEL

7. OFFICER REPORTS – DECISION ITEMS

7.1. Proposed CEO PRP Meeting Dates for 2024

The CEO Performance Review Panel resolves:

1. *That the report be received and noted.*
2. *To determine that the 2024 CEO Performance Review Panel Meetings will be conducted at 6.00pm at 63 Mt Barker Road, Stirling on the following dates:*
 - *Thursday 7 March 2024*
 - *Thursday 23 May 2024*
 - *Thursday 22 August 2024*
 - *Thursday 21 November 2024*

and that the CEO PRP Presiding Member be delegated to amend the meeting dates as required in consultation with the Administration.

8. MOTIONS WITHOUT NOTICE

9. QUESTIONS WITHOUT NOTICE

10. CONFIDENTIAL ITEMS

10.1. CEO Performance Review Process

11. NEXT MEETING

The next CEO Performance Review Panel meeting will be held on Thursday 7 March 2024, from 6pm at 63 Mt Barker Road, Stirling

12. CLOSE MEETING

**ADELAIDE HILLS COUNCIL
SPECIAL CEO PERFORMANCE REVIEW PANEL COMMITTEE
MINUTES OF MEETING
MONDAY 15 JANUARY 2024
63 MT BARKER ROAD STIRLING**

In Attendance

Presiding Member: Cr Chris Grant

Members:

Ms Janet Miller	Independent Member
Mayor Jan-Claire Wisdom	
Cr Nathan Daniell	
Cr Kirsty Parkin	Arrived 4:14pm

In Attendance:

Mr Greg Georgopoulos	Chief Executive Officer
Tracy Riddle	Governance Support, Kelledy Jones Lawyers

1. COMMENCEMENT

The meeting commenced at 4.09pm

2. OPENING STATEMENT

The Committee acknowledges that we meet on the traditional lands and waters of the Peramangk and Kaurna people. We pay our respects to Elders past, present and emerging as the Custodians of this ancient and beautiful land. Together we will care for this country for the generations to come.

3. APOLOGIES/LEAVE OF ABSENCE

Apology

Nil

Leave of Absence

Nil

Absent

Nil

4. MINUTES OF PREVIOUS MEETINGS

**Moved Mayor Wisdom
S/- Cr Nathan Daniell**

PRP 1/24

**ADELAIDE HILLS COUNCIL
SPECIAL CEO PERFORMANCE REVIEW PANEL COMMITTEE
MINUTES OF MEETING
MONDAY 15 JANUARY 2024
63 MT BARKER ROAD STIRLING**

That the minutes of the CEO Performance Review Panel meeting held on Tuesday 12 December 2023 as distributed, to be confirmed as an accurate record of the proceedings of that meeting at the next Panel meeting.

Carried Unanimously

5. PRESIDING MEMBER'S OPENING COMMENTS

On behalf of the Panel the Presiding Member thanked Janet Miller for her exceptional service and ongoing commitment to the Panel. All present wished her well with her future endeavours.

6. DELEGATION OF AUTHORITY

The CEO Performance Review Panel operates in accordance with the relevant sections of the *Local Government Act 1999*, and its Terms of Reference.

7. DECLARATION OF CONFLICT OF INTEREST BY MEMBERS OF THE COMMITTEE

Nil

8. OFFICER REPORTS – DECISION ITEMS

Nil

9. MOTIONS WITHOUT NOTICE

Nil

10. QUESTIONS WITHOUT NOTICE

Nil

11. CONFIDENTIAL ITEMS

**ADELAIDE HILLS COUNCIL
SPECIAL CEO PERFORMANCE REVIEW PANEL COMMITTEE
MINUTES OF MEETING
MONDAY 15 JANUARY 2024
63 MT BARKER ROAD STIRLING**

11.1 CEO Performance Review Panel Independent Member Appointment – Exclusion of the Public

Moved Cr Nathan Daniel
S/- Janet Miller

PRP 2/24

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

- CEO, Greg Georgopoulos
- Tracy Riddle, Kelledy Jones Lawyers, Governance Support

be excluded from attendance at the meeting for Agenda Item 11.1: (CEO Performance Review Panel Independent Member Appointment) in confidence.

The Committee is satisfied that it is necessary that the public, with the exception of named persons in attendance as specified above, be excluded to enable the Committee 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 candidates who have expressed an interest to be on the CEO Performance Review Panel.

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

Carried Unanimously

**ADELAIDE HILLS COUNCIL
SPECIAL CEO PERFORMANCE REVIEW PANEL COMMITTEE
MINUTES OF MEETING
MONDAY 15 JANUARY 2024
63 MT BARKER ROAD STIRLING**

11.2 CEO Performance Review Panel Independent Member Appointment – Confidential Item

**ADELAIDE HILLS COUNCIL
SPECIAL CEO PERFORMANCE REVIEW PANEL COMMITTEE
MINUTES OF MEETING
MONDAY 15 JANUARY 2024
63 MT BARKER ROAD STIRLING**

11.3 CEO Performance Review Panel Independent Member Appointment - Duration of Confidentiality

Moved Cr Nathan Daniel
S/- Cr Kirsty Parkin

PRP 4/24

Subject to the CEO, or his delegate, disclosing information or any document (in whole or in part) for the purpose of implementing the Committee's decision(s) in this matter in the performance of the duties and responsibilities of office, the Committee, having considered Agenda Item 11.2 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 report, related attachments and the minutes of the Committee and the discussion and considerations of the subject matter be retained in confidence until the appointment have been confirmed with the applicants, but not longer than 2 months.

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

Carried Unanimously

**ADELAIDE HILLS COUNCIL
SPECIAL CEO PERFORMANCE REVIEW PANEL COMMITTEE
MINUTES OF MEETING
MONDAY 15 JANUARY 2024
63 MT BARKER ROAD STIRLING**

11.4 CEO Performance Review Process

Moved Cr Nathan Daniel
S/- Cr Kirsty Parkin

PRP 5/24

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

- CEO, Greg Georgopoulos
- Collette Ordish, Perks People Solutions
- Tracy Riddle, Kelledy Jones Lawyers, Governance Support

be excluded from attendance at the meeting for Agenda Item 11.4 CEO Performance Review Process in confidence.

The Committee is satisfied that it is necessary that the public, with the exception of persons in attendance as specified above, be excluded to enable the Committee 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 candidates who have expressed an interest to be on the CEO Performance Review Panel and the Audit Committee.

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

Carried Unanimously

**ADELAIDE HILLS COUNCIL
SPECIAL CEO PERFORMANCE REVIEW PANEL COMMITTEE
MINUTES OF MEETING
MONDAY 15 JANUARY 2024
63 MT BARKER ROAD STIRLING**

11.5 CEO Performance Review Process – Confidential Item

**ADELAIDE HILLS COUNCIL
SPECIAL CEO PERFORMANCE REVIEW PANEL COMMITTEE
MINUTES OF MEETING
MONDAY 15 JANUARY 2024
63 MT BARKER ROAD STIRLING**

11.6 CEO Performance Review Process - Duration of Confidentiality

Moved Cr Kirsty Parkin
S/- Cr Nathan Daniel

PRP 7/24

Subject to the CEO, or his delegate, disclosing information or any document (in whole or in part) for the purpose of implementing the Committee's decision(s) in this matter in the performance of the duties and responsibilities of office, the Committee, having considered Agenda Item 11.5 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 report, related attachments and the minutes of Committee and the discussion and considerations of the subject matter be retained in confidence until further order and be reviewed every twelve months.

Carried Unanimously

12. NEXT MEETING

The next ordinary meeting of the CEO Performance Review Panel is a Special meeting being held Thursday 8 February 2024 from 6.00pm at 63 Mt Barker Road Stirling.

13. CLOSE MEETING

The meeting closed at 5:21pm

**ADELAIDE HILLS COUNCIL
CEO PERFORMANCE REVIEW PANEL MEETING
THURSDAY 8 FEBRUARY 2024
AGENDA BUSINESS ITEM**

Item:	7.1
Responsible Officer:	Jody Atkins A/Governance and Performance Coordinator Corporate Services
Subject:	2024 Proposed CEO Performance Review Panel Meeting Dates
For:	Decision

SUMMARY

The purpose of this report is to seek the CEO Performance Review Panel's (the 'Panel') decision on meeting dates for 2024.

The role of the CEO Performance Review Panel (the 'Panel') is to provide advice to Council on matters relating to the performance and development of the CEO. It is recommended the Panel meets quarterly to fulfil this function.

The following dates are proposed for the quarterly meetings which will be held at 6pm at 63 Mount Barker Road, Stirling:

- Thursday 7 March 2024
- Thursday 23 May 2024
- Thursday 22 August 2024
- Thursday 21 November 2024

These dates are contained in Recommendation 2, which also contains a delegation to the CEOPRP Presiding Member to amend the meeting dates as required in consultation with the Administration. This delegation is envisaged for Panel Member or CEO absences.

RECOMMENDATION

The CEO Performance Review Panel resolves:

- 1. That the report be received and noted.**
 - 2. To determine that the 2024 CEO Performance Review Panel Meetings will be conducted at 6.00pm at 63 Mt Barker Road, Stirling on the following dates:**
 - **Thursday 7 March 2024**
 - **Thursday 23 May 2024**
 - **Thursday 22 August 2024**
 - **Thursday 21 November 2024****and that the CEOPRP Presiding Member be delegated to amend the meeting dates as required in consultation with the Administration.**
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1. BACKGROUND

Panel's Functions

The Panel Terms of Reference (the 'TOR') sets out that the overall role of the Panel is to provide advice to Council on matters relating to the performance and development of the CEO. The TOR further provides for the following specific functions:

- 3.1 The Panel is to provide advice to Council on the CEO's performance and development, including, but not limited to, the following matters:
 - 3.1.1 Determining the Performance Targets for the forthcoming 12 month performance period;
 - 3.1.2 Monitoring the progress on the CEO's agreed Performance Targets for the current 12 month performance period;
 - 3.1.3 Reviewing the CEO's performance over the preceding 12 month performance period, in particular assessing performance against the agreed Performance Targets and Position Description requirements;
 - 3.1.4 Identifying development opportunities for the CEO;
 - 3.1.5 Reviewing the remuneration and conditions of employment of the CEO in accordance with Section 99A of the Act, as well as any Determination made by the Remuneration Tribunal; and
 - 3.1.6 Making recommendations to Council on the conclusion of the review, including with respect to the Employment Agreement as between Council and the CEO.

The setting of Performance Targets (clause 3.1.1) is undertaken in consideration of the key projects/services containing in the forthcoming financial year's Annual Business Plan (the 'ABP') either just prior to or following the adoption of the ABP by Council.

The monitoring of progress on the Performance Targets (clause 3.1.2) occurs on a quarterly basis via a status report provided to the Panel.

The review of the CEO's performance for the preceding 12 months (clause 3.1.3), also known as the annual performance review, is usually undertaken in the May – August period each year in accordance with provisions contained in the CEO's Employment Agreement. Council, upon recommendation by the Panel, has used internal and external review processes in alternate years with the 2022 review being conducted by an external consultant.

The identification of development opportunities (clause 3.1.4) is undertaken as part of the annual performance review. In recent years this has formed only a minor element of the review process.

The reviewing of the CEO's remuneration and conditions of employment (clause 3.1.5) is also undertaken as part of the annual performance review. Regardless of whether the performance review process has been conducted internally or externally in a particular year,

a remuneration consultant has been engaged to undertake a remuneration benchmarking study of comparable council CEO remuneration packages and is used as an input to the remuneration review process contained within the CEO's Employment Agreement.

Making recommendations to Council on the conclusion of the review process provides transparency of the Panel and ensures good governance is upheld.

Panel Meeting Schedule

The Panel has historically met approximately quarterly to undertake its performance monitoring function with additional meetings and workshops as required to undertake the various steps of the annual performance review process.

2. ANALYSIS

➤ Strategic Management Plan/Functional Strategy/Council Policy Alignment

Strategic Plan 2020-24 – A brighter future

Goal	Organisation
Objective O1	We have the right people with the right knowledge and skills in the right jobs and they are supported and developed
Priority O1.4	Continue to support all staff through training, mentoring, coaching and development to enable the achievement of organisational and community goals

The requirement for the Panel to undertake regular review of performance enables accountability to be demonstrated and any recommendations on performance and development of the CEO to be identified, supported and managed.

➤ Legal Implications

The CEO Performance Review Panel is a Section 41 Committee of Council under the *Local Government Act 1999* (the 'Act').

Section 87 of the Act sets out the provisions for the calling and timing of Council Committee meetings. Section 88 of the Act sets out the provisions relating to public notice of Council Committee meetings.

Section 99A of the Act is a newer provision that, while recognising that the council sets the CEO's remuneration, requires that remuneration to be within the applicable parameters of any determination on CEO remuneration set by the Remuneration Tribunal of SA.

Section 102A of the Act is also a newer provision which requires the council to review the performance of its CEO at least once each year and, if relevant, before the reappointment of its CEO. Further in the course of the performance review, the council must obtain and consider the advice of a qualified independent person.

➤ Risk Management Implications

Undertaking regular review of the CEO's performance will assist in mitigating the risk of:

Deficient CEO performance review practices resulting in a lack of accountability and loss of stakeholder confidence.

Inherent Risk	Residual Risk	Target Risk
Medium (3C)	Low (2D)	Low (2D)

Non-achievement of CEO Performance Targets resulting in loss of community benefit and/or opportunities and/or stakeholder confidence.

Inherent Risk	Residual Risk	Target Risk
High (3B)	Medium (3C)	Medium (3C)

Note: there are many other controls that also assist in managing these risks.

➤ **Financial and Resource Implications**

Under the Panel’s Terms of Reference, the Panel shall:

4.1 *Have access to reasonable resources in order to carry out its duties, recognising the constraints within Council’s budget;*

Given the provisions of s102A (above), the Governance & Performance budget contains an allocation for an external performance and remuneration review consultant.

The resource implications associated with the Panel’s performance review processes are borne by the Governance & Performance Department.

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

There is an expectation that the performance of the CEO is reviewed in a sound, fair and comprehensive manner.

There is an expectation that the requirements of the Terms of Reference will be adhered to and the CEO Performance Review Panel will have nominated meetings to undertake the work of the Panel and make recommendations to Council.

As a s41 Committee, the schedule of meetings will be posted on Council’s website and meetings are open to the public unless the provisions of s90 (Meetings to be held in public except in special circumstances) apply to specific agenda items.

➤ **Sustainability Implications**

Not applicable

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

Consultation on the development of this report was as follows:

Council Committees: Discussion with the CEOPRP Presiding Member regarding the expanded quarterly reporting proposal in December 2022.

Council Workshops: Not applicable

Advisory Groups: Not applicable

External Agencies: Kelledy Jones regarding the application of s102A.
Community: Not applicable

3. OPTIONS

The Panel has the following options:

1. That the Panel adopts the proposed meeting dates or adjusts these to suit Panel Member availability. (Recommended)
2. That the Panel does not adopt the proposed meeting dates and no meetings are held regarding CEO PRP. (Not Recommended)

4. APPENDIX

Nil