

Date & Time: Friday 20 October 2023, 1:00pm
Location: Encounter Room, City of Victor Harbor

Meeting Opened: 1.07 pm

1. Present

Steve Mathewson	Independent Chairperson
Mark Easton	Independent Member
Vicki Tomlinson	Independent Member
Angela Schiller	Council Member Representative, City of Victor Harbor
Margaret Gardner	Council Member Representative, Alexandrina Council

In Attendance

Kellie Knight-Stacey	Acting Executive Office, FRACA
Danielle Leckie	Administration Officer, FRACA

2. Apologies

Nil

3. Conflicts of Interest

Steve Mathewson declared a general conflict of interest. He has commenced a contracted position as the Consultant Chief Information Officer with Alexandrina Council on 6 March 2023. Steve has identified he will remain in the role of Chair and undertake regular business unless a specific conflict of interest is identified in the future. Each item of business will be considered, and any identified conflicts of interest declared and addressed as appropriate.

4. Minutes of Previous Meeting

4.1. Adoption of Minutes

Motion: FRACA00686
Moved: Mark Easton
Seconded: Cr Angela Schiller

The Authority Board adopt the minutes of the Board meeting held on 8 September 2023.

CARRIED

5. Business Arising

5.1. Board Annual Work Plan

Motion: FRACA00687
Moved: Cr Angela Schiller
Seconded: Vicki Tomlinson

The Authority Board receive and note the updated Authority Board Annual Work Plan 2023.

CARRIED

6. Verbal Reports

6.1. Acting Executive Officer Verbal Report

Motion: FRACA00688
Moved: Mark Easton
Seconded: Cr Angela Schiller

The Authority Board receive and note the verbal report as provided by the Acting Executive Officer relating to:

- Endorsement by Constituent Councils to extend the terms of the ARMC Chairperson Peter van der Eijk and Independent Member Claudia Goldsmith to 30 June 2024;*
- Update regarding the current solar tender; and*
- Identification of upcoming grant fund 'Community Energy Upgrade Fund Program', and upon release of grant guidelines, eligibility to be assessed and application to be lodged if appropriate.*

CARRIED

6.2. Chairperson Verbal Report

Motion: FRACA00689
Moved: Vicki Tomlinson
Seconded: Cr Angela Schiller

Pursuant to section 90(2) of the Local Government Act 1999, the Authority orders that all members of the public be excluded, with the exception of the Acting Executive Officer, Kellie Knight-Stacey, and Administration Officer, Danielle Leckie, on the basis that it will receive and consider item 6.2 Chairperson Verbal Report.

The Authority is satisfied, pursuant to section 90(3)(d) of the Act, that the information to be received, discussed or considered in relation to this Agenda Item is:

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.*

Accordingly, the Authority 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 information and discussion confidential as it contains information that may prejudice the commercial position of the Authority.

CARRIED

7. Reports

7.1. Audit and Risk Management Committee Minutes

Motion: FRACA00691
Moved: Vicki Tomlinson
Seconded: Cr Angela Schiller

The Authority Board note and accept the unconfirmed minutes of the Audit and Risk Management Committee meeting held on 3 October 2023.

CARRIED

7.2. Audit Completion Report 2022-2023

Motion: FRACA00692
Moved: Mark Easton
Seconded: Vicki Tomlinson

The Authority Board:

- *receive and note the Audit Completion Report 2022-2023;*
- *note the Audit and Risk Management Committee's feedback;*
- *note the external Auditors recommendation relating to ensuring appropriate internal financial controls for the management of FRACA financials and that LGiQ are now engaged to manage financial requirements for the Authority;*
- *authorise the Acting Executive Officer to further discuss the associated extra costs of the Audit with Alexandrina Council if applicable; and*
- *note the need to appoint a new auditor for the 2023-2024 financial year, once outcomes of the Executive Structure Review are known.*

CARRIED

7.3. Audited Financial Statements 2022-2023

Motion: FRACA00693
Moved: Cr Angela Schiller
Seconded: Cr Margaret Gardner

The Authority Board:

- *receive and note the Fleurieu Regional Aquatic Centre Authority Annual Financial Statements 2022/2023;*
- *receive and note the Management Representation Letter with guidance to be sought from External Auditor to confirm the appropriate signatory; and*
- *authorise the Chairperson and Acting Executive Officer to sign the Certification of Financial Statements on behalf of the Authority.*

CARRIED

7.4. Report on Financial Results – Budget v Actuals

Motion: FRACA00694
Moved: Vicki Tomlinson
Seconded: Cr Margaret Gardner

The Authority Board receive and note the Report on Financial Results for the period ending 30 June 2023.

CARRIED

7.5. FRACA Annual Report 2022-2023

Motion: FRACA00695
Moved: Mark Easton
Seconded: Cr Angela Schiller

The Authority Board:

- *receive and note the report;*
- *adopts the FRACA Annual Report 2022-2023;*
- *authorises the Executive Officer to make any immaterial changes required prior to submission to Constituent Councils; and*
- *requests the Executive Officer prepare the appropriate documents for submission of the FRACA Annual Report 2022-2023 to Constituent Councils.*

CARRIED

7.6. Treasury Report

Motion: FRACA00696
Moved: Cr Margaret Gardner
Seconded: Mark Easton

The Authority Board:

- *receives and notes the report; and*
- *determine that the funds of the Authority continue to be maintained at the 'at call' rate, with no change required to the current investments.*

CARRIED

Confidential Reports

8.1. Audit and Risk Management Committee Minutes

Motion: FRACA00697
Moved: Cr Angela Schiller
Seconded: Cr Margaret Gardner

Pursuant to section 90(2) of the Local Government Act 1999, the Authority orders that all members of the public be excluded, with the exception of the Acting Executive Officer, Kellie Knight-Stacey and Administration Officer, Danielle Leckie, on the basis that it will receive and consider item 8.1 Audit and Risk Management Committee Minutes.

The Authority is satisfied, pursuant to section 90(3)(d) of the Act, that the information to be received, discussed or considered in relation to this Agenda Item is:

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.*

Accordingly, the Authority 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 information and discussion confidential to prevent the disclosure of commercial information of a confidential nature (not being a trade secret).

CARRIED

8.2. Executive Structure Review

Motion: FRACA00699
Moved: Cr Margaret Gardner
Seconded: Mark Easton

Pursuant to section 90(2) of the Local Government Act 1999, the Authority orders that all members of the public be excluded, with the exception of the Acting Executive Officer, Kellie Knight-Stacy and Administration Officer Danielle Leckie, on the basis that it will receive and consider item 8.2 Executive Structure Review.

The Authority is satisfied, pursuant to section 90(3)(d) of the Act, that the information to be received, discussed or considered in relation to this Agenda Item is:

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;*

Accordingly, the Authority 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 information and discussion confidential as it contains information relating to the structure and resourcing of the Authority.

CARRIED

9. Next Meeting: 24 November 2023

10. Meeting Closed: 2.49 pm

It should be noted that in accordance with the legal advice received by the Authority dated 26 August 2020, all reports, minutes, attachments, and associated documents from items deliberated by the Authority in confidence, will automatically remain in confidence in perpetuity, unless a resolution of the Board is made to release such items. Items may also be removed from confidence under delegation. At the conclusion of each agenda item that is considered by the Authority in confidence, the default position is for the return to open / public meeting, until such time as a further resolution is made to return to confidential meeting procedures.