

Date & Time: Friday 28 April 2023, 9:30am
Location: Large Meeting Room, Alexandrina Council

Meeting Opened: 9:38 am

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

Lou Nicholson	Deputy Council Member Representative, Alexandrina Council
James Lomax	Regional Manager, YMCA
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: FRACA00633
Moved: Cr Angela Schiller
Seconded: Cr Margaret Gardner

The Authority Board:

- *adopt the minutes of the Board meeting held on 31 March 2023; and*
- *note and adopt the resolutions of the out of session Board meeting held via email 12 April 2023*

CARRIED

5. Business Arising

5.1. Board Annual Work Plan

Motion: FRACA00634
Moved: Cr Margaret Gardner
Seconded: Vicki Tomlinson

The Authority Board receive and note the updated Authority Board Annual Work Plan 2023 as presented on 28 April 2023.

CARRIED

6. Verbal Reports

Nil

7. Reports

7.1. Audit and Risk Management Committee Minutes

Motion: FRACA00635
Moved: Vicki Tomlinson
Seconded: Cr Angela Schiller

The Authority Board:

- *note and accept the minutes of the Audit and Risk Management Committee meeting held on 21 April 2023; and*
- *endorse the outsourcing of the Legislative Compliance Review and direct the Executive Officer to procure the service in line with the Authority's Procurement Policy.*

CARRIED

7.2. Extension to Board Chairperson Term

Motion: FRACA00636
Moved: Cr Angela Schiller
Seconded: Cr Margaret Gardner

The Authority Board note the extension of current Chairperson, Steve Mathewson's term to 20 April 2024.

CARRIED

7.3. Policy Review – Code of Conduct Board and Committee Members

Motion: FRACA00637
Moved: Cr Margaret Gardner
Seconded: Vicki Tomlinson

The Authority Board adopt the Code of Conduct Board and Committee Members Policy v3.0 (attachment 7.3a) at its meeting held 21 April 2023.

CARRIED

7.4. Policy Review – Code of Practice for Meeting Procedures

Motion: FRACA00638
Moved: Cr Angela Schiller
Seconded: Cr Margaret Gardner

The Authority Board adopt the Code of Practice Meeting Procedures Policy v3.1 (Attachment 7.4a) as presented at its meeting held 28 April 2023.

CARRIED

7.5. Policy Review – Asset Accounting

Motion: FRACA00639
Moved: Cr Margaret Gardner
Seconded: Vicki Tomlinson

The Authority Board adopt the Asset Accounting Policy v2.0 as presented at its meeting held 28 April 2023.

CARRIED

7.6. Policy Review – Disposal of Land and Assets

Motion: FRACA00640
Moved: Cr Margaret Gardner
Seconded: Vicki Tomlinson

The Authority Board adopt the Disposal of Land and Assets Policy v3.0 as presented at its meeting held 28 April 2023.

CARRIED

7.7. Policy Review – Delegations

Motion: FRACA00641
Moved: Cr Angela Schiller
Seconded: Cr Margaret Gardner

The Authority Board:

- *request a revised copy of the Delegations Policy be provided to the Audit and Risk Management Committee; and*
- *adopt the Delegations Policy v3.0 (attachment 7.7a) as presented at its meeting held 28 April 2023.*

CARRIED

Mark Easton entered the meeting 10.13am

7.8. Risk Management Framework

Motion: FRACA00642

Moved: Cr Margaret Gardner

Seconded: Cr Angela Schiller

The Authority Board:

- *receive and note the report;*
- *note the scope of work for services to be provided by Local Government Risk Services as presented at attachment 7.8a of this report;*
- *note the facilitated risk management training is scheduled for 11 May 2023 and the risk identification workshop is scheduled for 8 June 2023 for attendance by all Committee and Board members;*
- *note the draft Risk Management Appetite Statement as presented at attachment 7.8b of this report;*
- *thank the sub-committee for their work on the Risk Management Framework; and*
- *endorse the first version of the Risk Management Framework at attachment 7.8c as reviewed by the Committee on 21 April 2023 and the Board on 28 April 2023.*

CARRIED

7.9. Land and Building Valuation

Motion: FRACA00643

Moved: Cr Angela Schiller

Seconded: Mark Easton

The Authority Board:

- *receive and note the report;*
- *note that the Audit and Risk Management Committee's Annual Work Plan will be updated to include a task for the ongoing improvement to the Asset Register and Valuation methodology for future valuations; and*
- *adopt the valuation of land, buildings and other structure as at 1 July 2022 as contained within the Certificate of Value with a Written Down Value of \$29,435,846.*

CARRIED

7.10. Annual Budget 2023-2024 - Adoption

Motion: FRACA00644
Moved: Cr Angela Schiller
Seconded: Mark Easton

The Authority Board:

- *receive and note the report;*
- *endorse the 3 Year Business Plan including the draft 2023/2024 budget projecting an Operating Deficit of \$542,601, and Net Capital Expenditure of \$150,000, subject to:*
 - *the finalisation of fees and charges; and*
 - *updated financial statements to include the adopted 2022/2023 budget figures; and*
 - *update of the 3 Year Business Plan statement regarding the Authority's aim to improve sustainability outcomes; and*
- *request the Executive Officer provide the draft Annual Budget 2023/2024 to Constituent Councils by the 30 April 2023 for approval.*

CARRIED

Confidential Reports

8.1. Fees and Competitive Neutrality

Motion: FRACA00645
Moved: Cr Angela Schiller
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-Stacey, James Lomax YMCA, and Administration Officer, Danielle Leckie, on the basis that it will receive and consider item 8.1 Fees and Competitive Neutrality.

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 commercial operations of the Fleurieu Aquatic Centre as managed by the YMCA.

CARRIED

8.2. Operational Management KPIs

Motion: FRACA00647
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-Stacy, James Lomax, YMCA, and Administration Officer Danielle Leckie, on the basis that it will receive and consider item 8.2 Operational Management KPIs.

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 commercial operations of the Fleurieu Aquatic Centre as managed by the YMCA.

CARRIED

8.3. Solar Project

Motion: FRACA00649
Moved: Vicki Tomlinson
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 8.3 Solar Project.

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 relates to a future tender process.

CARRIED

- 9. Next Meeting:** TBC
- 10. Meeting Closed:** 13.18 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.