Tuesday 19 May 2020

Contact for Apologies: Deb Palmer, Executive Officer
Phone: 0412 131 315
Email: admin@fleurieuaquaticcentre.com.au

Dear Member

NOTICE OF SPECIAL MEETING

Notice is hereby given pursuant to the Fleurieu Regional Aquatic Centre Authority Charter and Section 87(7) of the Local Government Act, 1999, as amended that a Special Meeting of the Fleurieu Regional Aquatic Centre Authority has been called for:

DATE: Friday May 22nd, 2020
TIME: 3:00pm
PLACE: Via Cisco Webex/Zoom due to Federal Mandate on social distancing during Covid 19 crisis.

Please find enclosed a copy of the Agenda for the meeting.

Yours faithfully

Deb Palmer
Executive Officer

Please be advised that filming, photography and audio recording may take place at this meeting when the public and media are not lawfully excluded under Section 90 of the Local Government Act 1999.
CONFIDENTIAL
Board Meeting Agenda

DATE & TIME: Friday 22 May 2020 at 3:00pm
LOCATION: Via Cisco Webex / Zoom due to Covid 19

1. ATTENDANCE

Steve Mathewson (Chairperson)
Mark Easton (Independent Member)
Trish Kirkland (Independent Member)
Councillor Margaret Gardner (Alexandrina Council)
Councillor David Kemp (City of Victor Harbor)
Elizabeth Williams (General Manager Resources, Alexandrina Council)
Karen Rokicinski (Director Corporate & Customer Service, City of Victor Harbor)
Debbie Palmer (Executive Officer)

Tentative - Councillor Peter Charles (Deputy Elected Member Representative)

2. APOLOGIES

3. CONFLICT OF INTEREST

4. MINUTES OF PREVIOUS MEETINGS

4.1 Authority Board – for confirmation: 24 April 2020
4.2 Audit & Risk Committee – 6 May 2020

5. BUSINESS ARISING

5.1 New Independent Members
5.2 Deputy Chairperson Appointment
5.3 Audit & Risk Committee Independent Member Appointments
5.4 ANZ Bank Signatories Update

6. URGENT BUSINESS WITHOUT NOTICE

7. CONFIDENTIAL REPORTS

7.1 20/21 Budget and Fees & Charges
7.1.1 Audit & Risk Committee Fees & Charges Report
7.2 Covid 19 and FRAC Reopening
7.3 Confidential minutes Authority Board – for confirmation: 24 April 2020
7.4 Confidential minutes Audit & Risk Committee – 6 May 2020

NEXT MEETING
9:30am 26 June 2020.

CLOSURE
To:                  FRAC Authority Board  From:                  Executive Officer
Subject:            Confirmation of Minutes 29 April 2020
Meeting date:       22 May 2020         Reference(s): Local Government Act 1999
                                                      FRAC Authority Charter v2.0
Consultation:       Nil
Attachments:        Confidential Minutes 29 April 2020

PURPOSE
To confirm the Minutes of meeting held 29 April 2020.

Recommendation
That the Minutes of the meeting held 29 April 2020 be received.
Meeting rescheduled from 24th April to 29th April to technical difficulties experienced on the 24th.

1. ATTENDANCE

Mark Easton (Acting Chairperson)
Councillor Margaret Gardner (Alexandrina Council)
Councillor David Kemp (City of Victor Harbor)
Elizabeth Williams (General Manager Resources, Alexandrina Council)
Karen Rokicinski (Director Corporate & Customer Service, City of Victor Harbor)
Debbie Palmer (Executive Officer)

2. APOLOGIES

Councillor Peter Charles (Deputy Elected Member Representative)

3. MINUTES OF PREVIOUS MEETINGS

Moved: Cr David Kemp
Seconded: Cr Margaret Gardner
FRACA00277

That the Minutes of the meeting held 21 February 2020 be received.
CARRIED

4. BUSINESS ARISING

4.1 Outstanding Action List
Moved: Cr David Kemp
Seconded: Cr Margaret Gardner
That the action list be received.

**CARRIED**

<table>
<thead>
<tr>
<th>Authority meeting &amp; Item Number</th>
<th>Subject</th>
<th>Comments</th>
<th>Completion</th>
</tr>
</thead>
<tbody>
<tr>
<td>21 February 2020 Item 9</td>
<td>Departure of Matt Grant and John Coombe OAM</td>
<td>Letters were sent to both Matt and John on behalf of the Authority to thank them for their service.</td>
<td>Complete</td>
</tr>
<tr>
<td>21 February 2020 Item 6.1</td>
<td>ANZ signatory update.</td>
<td>Final documents provided to signatories for signing. All documentation provided to ANZ 23 April 2020.</td>
<td></td>
</tr>
<tr>
<td>19 December 2019 Item 4</td>
<td>Review of operating plant.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>19 December 2019 Item 6.1</td>
<td>Strategic Planning workshop to be held in March 2020</td>
<td>Workshop date set 27 March 2020. To be reset once new board members have commenced.</td>
<td></td>
</tr>
<tr>
<td>19 December 2019 Item 6.1.2</td>
<td>That the Authority recommends the Budget Review (as at 30 September 2019) with no budget variations contained therein to the constituent Councils for endorsement.</td>
<td>City of Victor Harbor endorsed the FRACA quarterly budget review at their Council meeting on 28 January 2020</td>
<td>Complete</td>
</tr>
<tr>
<td>27 September 2019 Item 4</td>
<td>Discussion around the high costs of electricity, solar installation and the next steps.</td>
<td>K Rokicinski to discuss matters with Chief Executive Officer, City of Victor about possible presentation at the next FRACA Board meeting to Board Members and the new Executive Officer, giving an overview of the management model, including details from the commencement of the facility.</td>
<td></td>
</tr>
<tr>
<td>26 July 2019 Item 6.2</td>
<td>Previous Board discussion around potential appointment of an ongoing Asset Management Working Group to be revisited at a future meeting (refer to 11 December 2018 Board Paper 6.5 for further detail).</td>
<td></td>
<td></td>
</tr>
<tr>
<td>26 July 2019 Item 6.3</td>
<td>That the Authority extend the offer to the Great Southern Swimming Club of a 100% waiver of lane hire fees to 30 June 2020</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
on the understanding that during the next twelve months the club will:

1. Demonstrate reasonable efforts made to raise external funds including grant funding and fundraising initiatives;
2. Provide a copy of a 2019-20 Club Plan to the Authority; and
3. Meet with YMCA and the Authority Executive Officer quarterly to review its progress.

<table>
<thead>
<tr>
<th>26 July 2019 Item 6.4.1 &amp; 2</th>
<th>Swimming into Action</th>
<th>Elizabeth to brief EO on the history of this.</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>1. Allow funds previously held by the Swimming Into Action group to be transferred directly to the Authority bank account to be used for the specific purpose of commissioning artwork as per agreed project scope and in line with the quantum of funding provided; and</td>
<td></td>
</tr>
<tr>
<td></td>
<td>2. That the Authority Executive Officer undertake a limited tender process to produce the artwork in due course.</td>
<td></td>
</tr>
</tbody>
</table>

5. PRESENTATIONS

Nil

6. REPORTS

Nil

7. URGENT BUSINESS WITHOUT NOTICE

7.1 Executive Officer Contract

The Executive Officer was asked to leave the meeting for a discussion around the Executive Officer contract.

Deb Palmer left the meeting at 3:28pm

The Acting Chair provided a verbal update in regard to the Executive Officer current contract time frame.
Moved: Cr Margaret Gardner
Seconded: Cr David Kemp

FRACA00279

That a 12 month contract extension be prepared and offered to the Executive Officer, taking the position to June 30 2021.

CARRIED

Deb Palmer returned to the meeting at 3:45pm

8. CONFIDENTIAL REPORTS

8.1 FRAC Management Options

Moved: Cr David Kemp
Seconded: Cr Margaret Gardner

FRACA00280

That the Authority:

1) Under the provisions of Section 90(2) of the Local Government Act 1999 make an order that the public be excluded from the meeting, except for the Executive Officer, Ms Debbie Palmer; Director Corporate & Customer Service, City of Victor Harbor, Karen Rokicinski and General Manager Resources Alexandrina Council, Ms Elizabeth Williams; in order to consider in confidence a report relating to Section 90(3)(b) of the Local Government Act 1999:

   (b) information the disclosure of which—
   (i) could reasonably be expected to confer a commercial advantage on a person with whom the council is conducting, or proposing to conduct, business, or to prejudice the commercial position of the council; and
   (ii) would, on balance, be contrary to the public interest;

   relating to future contractual negotiations for Facility Management and Operation of the Fleurieu Aquatic Centre, being information that must be considered in confidence in order to ensure that the Authority does not disclose information that may prejudice the commercial position of the Authority; and

2) Accordingly, on this basis, the Authority is satisfied that public interest in conducting meetings in a place open to the public has been outweighed by the need to keep the information and discussion confidential.

Substantiation:

The matter of the agenda item relating to future contractual negotiations for Facility Management and Operation of the Fleurieu Aquatic Centre pursuant to Section 90(3)(b) of the Local Government Act 1999 (“the Act”) being information that must be considered in confidence to ensure that information that may prejudice the commercial position of the Authority is not divulged.
There is strong public interest in enabling members of the public to observe the Authority's transparent and informed decision-making. This helps to ensure accountability, maintain transparency of public expenditure, facilitate public participation, assist public awareness and allow for the scrutiny of information. Attendance at a meeting of the Authority is one means of satisfying this interest. The public will only be excluded from a meeting of the Authority when the need for confidentiality pursuant to Section 90(2) of the Act outweighs the public interest of open decision-making.

In this matter, the reasons that receipt, consideration or discussion of the information or matter in a meeting open to the public would be contrary to the public interest are that discussion will include the disclosure of information that may prejudice the commercial position of the Authority, or confer a commercial advantage on a third party. On balance, the above reasons which support the need for confidentiality pursuant to Section 90(2) of the Act outweigh the factors in favour of the public interest of open decision making.

Having considered this matter in confidence under Section 90(2) and 90(3)(b) of the Local Government Act 1999, makes an order pursuant to Section 91(7) and (9), that the agenda report, minutes and associated documents in relation to the 21 April 2020 confidential item 8.1, Facility Management and Operation – contractual negotiations, be kept confidential and not available for public inspection other than information required to be released in accordance with any relevant requirements of Section 91(8) of the Local Government Act 1999; and in accordance with (2) above and Section 91(9)(c) of the Local Government Act 1999, authorises the Executive Officer to review and revoke the order.

CARRIED

1. That having considered this matter in confidence under Section 90(2) and (3)(b) of the Local Government Act 1999, the Board, pursuant to Section 91(7) and (9) of the Local Government Act 1999, orders that:

1.1 the minutes, agenda report, attachments, associated documents as applicable of the FRACA Board meeting held on 29 April 2020 confidential item 8.1, FRAC Management Options are to remain confidential and will not be available for public inspection for a period as determined by the Executive Officer on the basis that disclosure of information would:

(b) information the disclosure of which—

(i) could reasonably be expected to confer a commercial advantage on a person with whom the council is conducting, or proposing to conduct, business, or to prejudice the commercial position of the council; and

(ii) would, on balance, be contrary to the public interest;

2. That this order be reviewed at least once every 12 months.

3. That pursuant Section 91(9)(c) of the Local Government Act 1999, the Board delegates the Executive Officer the power to review and revoke the order in whole or in part, the order made in paragraph 1 of this resolution at any time.

CARRIED
8.2 Competitive Neutrality correspondence

**Moved:** Cr David Kemp

**Seconded:** Cr Margaret Gardner

FRACA00282

That the Authority:

1) Under the provisions of Section 90(2) of the Local Government Act 1999 make an order that the public be excluded from the meeting, except for the Executive Officer, Ms Debbie Palmer; Group Manager Governance & Finance – City of Victor Harbor, Ms Kellie Knight-Stacey; and General Manager Resources, Alexandrina Council, Ms Elizabeth Williams; in order to consider in confidence a report relating to Section 90(3)(d) of the Local Government Act 1999:

   *(d) 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;*

   relating to the consideration of the Competitive Neutrality Report in relation to the Fleurieu Aquatic Centre, being information that must be considered in confidence in order to ensure that the Authority does not disclose commercial information of a confidential nature (not being a trade secret); and

2) Accordingly, on this basis, the Authority is satisfied that public interest in conducting meetings 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).

**Substantiation:**

The matter of the agenda item being the Competitive Neutrality Report in relation to the Fleurieu Aquatic Centre pursuant to Section 90(3)(d) of the Local Government Act 1999 (“the Act”) being information that must be considered in confidence to ensure that commercial information of a confidential nature (not being a trade secret) is not divulged.

There is strong public interest in enabling members of the public to observe the Authority’s transparent and informed decision-making. This helps to ensure accountability, maintain transparency of public expenditure, facilitate public participation, assist public awareness and allow for the scrutiny of information. Attendance at a meeting of the Authority is one means of satisfying this interest. The public will only be excluded from a meeting of the Authority when the need for confidentiality pursuant to Section 90(2) of the Act outweighs the public interest of open decision-making.

In this matter, the reasons that receipt, consideration or discussion of the information or matter in a meeting open to the public would be contrary to the public interest are that discussion will include the disclosure of commercial information of a confidential nature (not being a trade secret) may prejudice the commercial position of the person who supplied the information, or confer a commercial advantage on a third party. On
balance, the above reasons which support the need for confidentiality pursuant to Section 90(2) of the Act outweigh the factors in favour of the public interest of open decision making.

CARRIED

1. That having considered this matter in confidence under Section 90(2) and (3)(d) of the Local Government Act 1999, the Board, pursuant to Section 91(7) and (9) of the Local Government Act 1999, orders that:

   1.1 the minutes, agenda report, attachments, associated documents as applicable of the FRACA Board meeting held on 29 April 2020 confidential item 8.2, Competitive Neutrality correspondence are to remain confidential and will not be available for public inspection for a period as determined by the Executive Officer on the basis that disclosure of information would:

   (d) 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;

2. That this order be reviewed at least once every 12 months.

3. That pursuant Section 91(9)(c) of the Local Government Act 1999, the Board delegates the Executive Officer the power to review and revoke the order in whole or in part, the order made in paragraph 1 of this resolution at any time.

CARRIED

NEXT MEETING

9:30am 26 June 2020. TBC due to appointment of new board members.

CLOSURE

Meeting closed 4:24pm

MINTUES CONFIRMED:......................................................... Chair
DATED:..............................................................................
Recommendation

That the Minutes of the meeting held 29 April 2020 be received.

PURPOSE

The purpose of this report is to provide key documents and information for review by the Fleurieu Regional Aquatic Centre Authority (Authority) in relation to the Authority Audit & Risk Management Committee (Committee).

RECOMMENDATION

That the Authority:

1) Receives the minutes of the meeting held on the 6 May 2020.
Date: Wednesday 6 May 2020
Location: Via Cisco Webex and Zoom due to Covid 19
Meeting opened at 9:59am

1. ATTENDANCE
   Present:
   Ian Swan (Independent Chairperson)
   Elizabeth Williams (General Manager Resources, Alexandrina Council)
   Kellie Knight-Stacey (Group Manager Governance & Finance, City of Victor Harbor)
   Councillor David Kemp (City of Victor Harbor)
   In attendance:
   Debbie Palmer (Executive Officer, FRACA / Minute Taker)
   James Lomax (Area Manager, Southern Region)

2. APOLOGIES

3. CONFLICT OF INTEREST
   Nil

4. MINUTES OF THE PREVIOUS MEETING
   Moved: Cr David Kemp
   Seconded: Elizabeth Williams
   FRACA-ARMC0053: That the meeting notes of the previous Fleurieu Regional Aquatic Centre Authority Audit & Risk Management Committee meeting held on 21 February 2020 as circulated be confirmed as a true and accurate record.
   CARRIED

5. BUSINESS ARISING
   Nil

6. PRESENTATIONS
   Nil
7. REPORTS

7.1 Policy & Key Document Review Schedule

Moved: Kellie Knight-Stacey
Seconded: Cr David Kemp

FRACA-ARMC0053 That the Committee recommend to the Authority Board:
1. Adopts the updated frequency of review for key policies and key documents in the governance of FRAC and FRACA.
2. Considers the workload of the Executive Officer and that this schedule may need to be reviewed.
3. Provides is primary recommendations in regards to the future management of the facility and the Newbery Report to the Audit Committee to allow for the relevant risks to be assessed and feedback to then provided back to the board.

CARRIED

Action: EO to update the schedule to move the Asset Management Plan to May, add Corporate Risk Register, add Primary Returns, add Competitive Neutrality, update details for Operational Management Contract and reschedule lower risk policies to a later date.

8. URGENT BUSINESS WITHOUT NOTICE

10:44 James Lomax joined the meeting

Request for FRAC to consider promoting cashless payments due to Covid 19 restrictions discussed. Risk of those without a card for payment highlighted. Marketing to members will promote this cashless preference however casual attendees would be unaware until they arrived at the centre.

Action: EO to provide a note to the Authority Board that the YMCA will proceed in promoting cashless payments where possible but that they are to maintain one cash till at all times (so they can still accept cash) so as to not disadvantage any customer.

9. CONFIDENTIAL REPORTS

9.1 Budget 2020-2021 Discussion Paper

Moved: Cr David Kemp
Seconded: Elizabeth Williams

FRACA-ARMC0054 Under the provisions of Section 90(2) of the Local Government Act 1999 make an order that the public be excluded from the meeting, except for the Executive Officer, Ms Debbie Palmer; in order to consider in confidence a report relating to Section 90(3)(b) of the Local Government Act 1999:

(b) information the disclosure of which—
(i) could reasonably be expected to confer a commercial advantage on a person with whom the council is conducting, or proposing to conduct, business, or to prejudice the commercial position of the council; and
(ii) would, on balance, be contrary to the public interest;

The FRACA Audit & Risk Committee is satisfied that the principle that the meeting should be conducted in a place open to the public has been outweighed in the circumstances because of the information provided this report if disclosed, may result in damage to a party’s commercial interest, intellectual property or trade secrets.

CARRIED

Substantiation:

The matter of the agenda item being the Budget 2020-21 Discussion Paper in relation to the Fleurieu Aquatic Centre pursuant to Section 90(3)(d) of the Local Government Act 1999 (“the Act”) being information that must be considered in confidence to ensure that commercial information of a confidential nature (not being a trade secret) is not divulged.

There is strong public interest in enabling members of the public to observe the Committee’s transparent and informed decision-making. This helps to ensure accountability, maintain transparency of public expenditure, facilitate public participation, assist public awareness and allow for the scrutiny of information. Attendance at a meeting of the Committee is one means of satisfying this interest. The public will only be excluded from a meeting of the Committee when the need for confidentiality pursuant to Section 90(2) of the Act outweighs the public interest of open decision-making.

In this matter, the reasons that receipt, consideration or discussion of the information or matter in a meeting open to the public would be contrary to the public interest are that discussion will include the disclosure of commercial information of a confidential nature (not being a trade secret) may prejudice the commercial position of the person who supplied the information, or confer a commercial advantage on a third party. On balance, the above reasons which support the need for confidentiality pursuant to Section 90(2) of the Act outweigh the factors in favour of the public interest of open decision making.

CARRIED

1. That having considered this matter in confidence under Section 90(2) and (3)(d) of the Local Government Act 1999, the Board, pursuant to Section 91(7) and (9) of the Local Government Act 1999, orders that:

1.1 the minutes, agenda report, attachments, associated documents as applicable of the FRAC Audit & Risk Committee Meeting held on 6 May 2020 confidential item 9.1, Budget 2020-21 Discussion Paper are to remain confidential and will not be available for public inspection for a period as determined by the Executive Officer on the basis that disclosure of information would:

(d) 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;

2. That this order be reviewed at least once every 12 months.

3. That pursuant Section 91(9)(c) of the Local Government Act 1999, the Board delegates the Executive Officer the power to review and revoke the order in whole or in part, the order made in paragraph 1 of this resolution at any time.

CARRIED

Moved out of confidence:

Moved: Cr David Kemp
Seconded: Elizabeth Williams
9.2 Fleurieu Aquatic Centre Fees & Charges 2020-21

Moved: Elizabeth Williams
Seconded: Kelli Knight Stacey

FRACA-ARMC0056 Under the provisions of Section 90(2) of the Local Government Act 1999 make an order that the public be excluded from the meeting, except for the Executive Officer, Ms Debbie Palmer; in order to consider in confidence a report relating to Section 90(3)(b) of the Local Government Act 1999:

(b) information the disclosure of which—
(i) could reasonably be expected to confer a commercial advantage on a person with whom the council is conducting, or proposing to conduct, business, or to prejudice the commercial position of the council; and
(ii) would, on balance, be contrary to the public interest;

The FRACA Audit & Risk Committee is satisfied that the principle that the meeting should be conducted in a place open to the public has been outweighed in the circumstances because of the information provided this report if disclosed, may result in damage to a party’s commercial interest, intellectual property or trade secrets.

CARRIED

Substantiation:
The matter of the agenda item being the Fleurieu Aquatic Centre Fees & Charges 2020-21 in relation to the Fleurieu Aquatic Centre pursuant to Section 90(3)(d) of the Local Government Act 1999 (“the Act”) being information that must be considered in confidence to ensure that commercial information of a confidential nature (not being a trade secret) is not divulged.

There is strong public interest in enabling members of the public to observe the Committee's transparent and informed decision-making. This helps to ensure accountability, maintain transparency of public expenditure, facilitate public participation, assist public awareness and allow for the scrutiny of information. Attendance at a meeting of the Committee is one means of satisfying this interest. The public will only be excluded from a meeting of the Committee when the need for confidentiality pursuant to Section 90(2) of the Act outweighs the public interest of open decision-making.

In this matter, the reasons that receipt, consideration or discussion of the information or matter in a meeting open to the public would be contrary to the public interest are that discussion will include the disclosure of commercial information of a confidential nature (not being a trade secret) may prejudice the commercial position of the person who supplied the information, or confer a commercial advantage on a third party. On balance, the above reasons which support the need for confidentiality pursuant to Section 90(2) of the Act outweigh the factors in favour of the public interest of open decision making.

CARRIED

2. That having considered this matter in confidence under Section 90(2) and (3)(d) of the Local Government Act 1999, the Board, pursuant to Section 91(7) and (9) of the Local Government Act 1999, orders that:

1.1 the minutes, agenda report, attachments, associated documents as applicable of the FRAC Audit & Risk Committee Meeting held on 6 May 2020 confidential item 9.2, Fleurieu Aquatic Centre Fees & Charges 2020-21 are to remain confidential and will not be available for public inspection for a period as determined by the Executive Officer on the basis that disclosure of information would:

(d) 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;

2. That this order be reviewed at least once every 12 months.
3. That pursuant Section 91(9)(c) of the Local Government Act 1999, the Board delegates the Executive Officer the power to review and revoke the order in whole or in part, the order made in paragraph 1 of this resolution at any time.

CARRIED

Moved out of confidence:

Moved: Elizabeth Williams
Seconded: Kellie Knight-Stacey

11:58 James Lomax left the meeting

9.3 YMCA Performance Report

Moved: Cr David Kemp
Seconded: Elizabeth Williams

FRACA-ARMC0058 Under the provisions of Section 90(2) of the Local Government Act 1999 make an order that the public be excluded from the meeting, except for the Executive Officer, Ms Debbie Palmer; in order to consider in confidence a report relating to Section 90(3)(b) of the Local Government Act 1999:

(b) information the disclosure of which—
   (i) could reasonably be expected to confer a commercial advantage on a person with whom the council is conducting, or proposing to conduct, business, or to prejudice the commercial position of the council; and
   (ii) would, on balance, be contrary to the public interest;

The FRACA Audit & Risk Committee is satisfied that the principle that the meeting should be conducted in a place open to the public has been outweighed in the circumstances because of the information provided this report if disclosed, may result in damage to a party’s commercial interest, intellectual property or trade secrets.

CARRIED

Substantiation:

The matter of the agenda item being the YMCA Performance Report in relation to the Fleurieu Aquatic Centre pursuant to Section 90(3)(d) of the Local Government Act 1999 (“the Act”) being information that must be considered in confidence to ensure that commercial information of a confidential nature (not being a trade secret) is not divulged.

There is strong public interest in enabling members of the public to observe the Committee’s transparent and informed decision-making. This helps to ensure accountability, maintain transparency of public expenditure, facilitate public participation, assist public awareness and allow for the scrutiny of information. Attendance at a meeting of the Committee is one means of satisfying this interest. The public will only be excluded from a meeting of the Committee when the need for confidentiality pursuant to Section 90(2) of the Act outweighs the public interest of open decision-making.

In this matter, the reasons that receipt, consideration or discussion of the information or matter in a meeting open to the public would be contrary to the public interest are that discussion will include the disclosure of commercial information of a confidential nature (not being a trade secret) may prejudice the commercial position of the person who supplied the information, or confer a commercial advantage on a third party. On balance, the above reasons which support the need
CARRIED

3. That having considered this matter in confidence under Section 90(2) and (3)(d) of the Local Government Act 1999, the Board, pursuant to Section 91(7) and (9) of the Local Government Act 1999, orders that:

   1.1 the minutes, agenda report, attachments, associated documents as applicable of the FRAC Audit & Risk Committee Meeting held on 6 May 2020 confidential item 9.3, YMCA Performance Report to remain confidential and will not be available for public inspection for a period as determined by the Executive Officer on the basis that disclosure of information would:

   (d) 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;

2. That this order be reviewed at least once every 12 months.

3. That pursuant Section 91(9)(c) of the Local Government Act 1999, the Board delegates the Executive Officer the power to review and revoke the order in whole or in part, the order made in paragraph 1 of this resolution at any time.

CARRIED

Moved out of confidence:

Moved: Cr David Kemp
Seconded: Elizabeth Williams

9.4 YMCA Financial Forecast – Covid 19

Moved: Cr David Kemp
Seconded: Elizabeth Williams

FRACA-ARMC0060 Under the provisions of Section 90(2) of the Local Government Act 1999 make an order that the public be excluded from the meeting, except for the Executive Officer, Ms Debbie Palmer; in order to consider in confidence a report relating to Section 90(3)(b) of the Local Government Act 1999:

(b) information the disclosure of which—
(i) could reasonably be expected to confer a commercial advantage on a person with whom the council is conducting, or proposing to conduct, business, or to prejudice the commercial position of the council; and
(ii) would, on balance, be contrary to the public interest;

The FRACA Audit & Risk Committee is satisfied that the principle that the meeting should be conducted in a place open to the public has been outweighed in the circumstances because of the information provided this report if disclosed, may result in damage to a party’s commercial interest, intellectual property or trade secrets.

CARRIED

Substantiation:

The matter of the agenda item being the YMCA Financial Forecast – Covid 19 in relation to the Fleurieu Aquatic Centre pursuant to Section 90(3)(d) of the Local Government Act 1999 (“the Act”) being information that must be considered in confidence to ensure that commercial information of a confidential nature (not being a trade secret) is not divulged.
There is strong public interest in enabling members of the public to observe the Committee’s transparent and informed decision-making. This helps to ensure accountability, maintain transparency of public expenditure, facilitate public participation, assist public awareness and allow for the scrutiny of information. Attendance at a meeting of the Committee is one means of satisfying this interest. The public will only be excluded from a meeting of the Committee when the need for confidentiality pursuant to Section 90(2) of the Act outweighs the public interest of open decision-making.

In this matter, the reasons that receipt, consideration or discussion of the information or matter in a meeting open to the public would be contrary to the public interest are that discussion will include the disclosure of commercial information of a confidential nature (not being a trade secret) may prejudice the commercial position of the person who supplied the information, or confer a commercial advantage on a third party. On balance, the above reasons which support the need for confidentiality pursuant to Section 90(2) of the Act outweigh the factors in favour of the public interest of open decision making.

CARRIED

4. That having considered this matter in confidence under Section 90(2) and (3)(d) of the Local Government Act 1999, the Board, pursuant to Section 91(7) and (9) of the Local Government Act 1999, orders that:

1.1 the minutes, agenda report, attachments, associated documents as applicable of the FRAC Audit & Risk Committee Meeting held on 6 May 2020 confidential item 9.4, YMCA Financial Forecast – Covid 19 are to remain confidential and will not be available for public inspection for a period as determined by the Executive Officer on the basis that disclosure of information would:

(d) 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;

2. That this order be reviewed at least once every 12 months.

3. That pursuant Section 91(9)(c) of the Local Government Act 1999, the Board delegates the Executive Officer the power to review and revoke the order in whole or in part, the order made in paragraph 1 of this resolution at any time.

CARRIED

Moved out of confidence:

Moved: Cr David Kemp
Seconded: Elizabeth Williams

9.5 YMCA Covid 19 Response Plan

Moved: Kelli Knight-Stacey
Seconded: Cr David Kemp

FRACA-ARMC0062 Under the provisions of Section 90(2) of the Local Government Act 1999 make an order that the public be excluded from the meeting, except for the Executive Officer, Ms Debbie Palmer; in order to consider in confidence a report relating to Section 90(3)(b) of the Local Government Act 1999:

(b) information the disclosure of which—
(i) could reasonably be expected to confer a commercial advantage on a person with whom the council is conducting, or proposing to conduct, business, or to prejudice the commercial position of the council; and
(ii) would, on balance, be contrary to the public interest;
The FRACA Audit & Risk Committee is satisfied that the principle that the meeting should be conducted in a place open to the public has been outweighed in the circumstances because of the information provided this report if disclosed, may result in damage to a party’s commercial interest, intellectual property or trade secrets.

CARRIED

Substantiation:

The matter of the agenda item being YMCA Covid 19 Recovery Plan in relation to the Fleurieu Aquatic Centre pursuant to Section 90(3)(d) of the Local Government Act 1999 (“the Act”) being information that must be considered in confidence to ensure that commercial information of a confidential nature (not being a trade secret) is not divulged.

There is strong public interest in enabling members of the public to observe the Committee’s transparent and informed decision-making. This helps to ensure accountability, maintain transparency of public expenditure, facilitate public participation, assist public awareness and allow for the scrutiny of information. Attendance at a meeting of the Committee is one means of satisfying this interest. The public will only be excluded from a meeting of the Committee when the need for confidentiality pursuant to Section 90(2) of the Act outweighs the public interest of open decision-making.

In this matter, the reasons that receipt, consideration or discussion of the information or matter in a meeting open to the public would be contrary to the public interest are that discussion will include the disclosure of commercial information of a confidential nature (not being a trade secret) may prejudice the commercial position of the person who supplied the information, or confer a commercial advantage on a third party. On balance, the above reasons which support the need for confidentiality pursuant to Section 90(2) of the Act outweigh the factors in favour of the public interest of open decision making.

CARRIED

5. That having considered this matter in confidence under Section 90(2) and (3)(d) of the Local Government Act 1999, the Board, pursuant to Section 91(7) and (9) of the Local Government Act 1999, orders that:

1.1 the minutes, agenda report, attachments, associated documents as applicable of the FRAC Audit & Risk Committee Meeting held on 6 May 2020 confidential item 9.5, YMCA Covid 19 Recovery Plan are to remain confidential and will not be available for public inspection for a period as determined by the Executive Officer on the basis that disclosure of information would:

(d) 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;

2. That this order be reviewed at least once every 12 months.

3. That pursuant Section 91(9)(c) of the Local Government Act 1999, the Board delegates the Executive Officer the power to review and revoke the order in whole or in part, the order made in paragraph 1 of this resolution at any time.

CARRIED

Moved out of confidence:

Moved: Kelli Knight-Stacey
Seconded: Cr David Kemp

9.6 External Auditor Appointment

Moved: Cr David Kemp
Seconded: Kelli Knight-Stacey

FRACA-ARMC0064 Under the provisions of Section 90(2) of the Local Government Act 1999 make an order that the public be excluded from the meeting, except for the Executive Officer, Ms Debbie Palmer; in order to consider in confidence a report relating to Section 90(3)(b) of the Local Government Act 1999:

(b) information the disclosure of which—
   (i) could reasonably be expected to confer a commercial advantage on a person with whom the council is conducting, or proposing to conduct, business, or to prejudice the commercial position of the council; and
   (ii) would, on balance, be contrary to the public interest;

The FRACA Audit & Risk Committee is satisfied that the principle that the meeting should be conducted in a place open to the public has been outweighed in the circumstances because of the information provided this report if disclosed, may result in damage to a party's commercial interest, intellectual property or trade secrets.

CARRIED

Substantiation:

The matter of the agenda item being the External Auditor Appointment in relation to the Fleurieu Aquatic Centre pursuant to Section 90(3)(d) of the Local Government Act 1999 ("the Act") being information that must be considered in confidence to ensure that commercial information of a confidential nature (not being a trade secret) is not divulged.

There is strong public interest in enabling members of the public to observe the Committee's transparent and informed decision-making. This helps to ensure accountability, maintain transparency of public expenditure, facilitate public participation, assist public awareness and allow for the scrutiny of information. Attendance at a meeting of the Committee is one means of satisfying this interest. The public will only be excluded from a meeting of the Committee when the need for confidentiality pursuant to Section 90(2) of the Act outweighs the public interest of open decision-making.

In this matter, the reasons that receipt, consideration or discussion of the information or matter in a meeting open to the public would be contrary to the public interest are that discussion will include the disclosure of commercial information of a confidential nature (not being a trade secret) may prejudice the commercial position of the person who supplied the information, or confer a commercial advantage on a third party. On balance, the above reasons which support the need for confidentiality pursuant to Section 90(2) of the Act outweigh the factors in favour of the public interest of open decision making.

CARRIED

6. That having considered this matter in confidence under Section 90(2) and (3)(d) of the Local Government Act 1999, the Board, pursuant to Section 91(7) and (9) of the Local Government Act 1999, orders that:

   1.1 the minutes, agenda report, attachments, associated documents as applicable of the FRAC Audit & Risk Committee Meeting held on 6 May 2020 confidential item 9.6, External Auditor Appointment are to remain confidential and will not be available for public inspection for a period as determined by the Executive Officer on the basis that disclosure of information would:

      (d) 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 confer a commercial advantage on a third party; and
          (ii) would, on balance, be contrary to the public interest;

   2. That this order be reviewed at least once every 12 months.

   3. That pursuant Section 91(9)(c) of the Local Government Act 1999, the Board delegates the Executive Officer the power to review and revoke the order in whole or in part, the order made in paragraph 1 of this resolution at any time.
CARRIED
Moved out of confidence:
Moved: Cr David Kemp
Seconded: Kelli Knight-Stacey

12:22 Deb Palmer left the meeting
12:23 Deb Palmer returned to the meeting

9.7 Competitive Neutrality Report

Moved: Kelli Knight-Stacey
Seconded: Elizabeth Williams

FRACA-ARM0066 Under the provisions of Section 90(2) of the Local Government Act 1999 make an order that the public be excluded from the meeting, except for the Executive Officer, Ms Debbie Palmer; in order to consider in confidence a report relating to Section 90(3)(b) of the Local Government Act 1999:

(b) information the disclosure of which—
(i) could reasonably be expected to confer a commercial advantage on a person with whom the council is conducting, or proposing to conduct, business, or to prejudice the commercial position of the council; and
(ii) would, on balance, be contrary to the public interest;

The FRACA Audit & Risk Committee is satisfied that the principle that the meeting should be conducted in a place open to the public has been outweighed in the circumstances because of the information provided this report if disclosed, may result in damage to a party’s commercial interest, intellectual property or trade secrets.

CARRIED
Substantiation:
The matter of the agenda item being the Competitive Neutrality Report in relation to the Fleurieu Aquatic Centre pursuant to Section 90(3)(d) of the Local Government Act 1999 ("the Act") being information that must be considered in confidence to ensure that commercial information of a confidential nature (not being a trade secret) is not divulged.

There is strong public interest in enabling members of the public to observe the Committee’s transparent and informed decision-making. This helps to ensure accountability, maintain transparency of public expenditure, facilitate public participation, assist public awareness and allow for the scrutiny of information. Attendance at a meeting of the Committee is one means of satisfying this interest. The public will only be excluded from a meeting of the Committee when the need for confidentiality pursuant to Section 90(2) of the Act outweighs the public interest of open decision-making.

In this matter, the reasons that receipt, consideration or discussion of the information or matter in a meeting open to the public would be contrary to the public interest are that discussion will include the disclosure of commercial information of a confidential nature (not being a trade secret) may prejudice the commercial position of the person who supplied the information, or confer a commercial advantage on a third party. On balance, the above reasons which support the need for confidentiality pursuant to Section 90(2) of the Act outweigh the factors in favour of the public interest of open decision making.

CARRIED
7. That having considered this matter in confidence under Section 90(2) and (3)(d) of the Local Government Act 1999, the Board, pursuant to Section 91(7) and (9) of the Local Government Act 1999, orders that:

1.1 the minutes, agenda report, attachments, associated documents as applicable of the FRAC Audit & Risk Committee Meeting held on 6 May 2020 confidential item 9.7, Competitive Neutrality Report are to remain confidential and will not be available for public inspection for a period as determined by the Executive Officer on the basis that disclosure of information would:

(d) 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;

2. That this order be reviewed at least once every 12 months.

3. That pursuant Section 91(9)(c) of the Local Government Act 1999, the Board delegates the Executive Officer the power to review and revoke the order in whole or in part, the order made in paragraph 1 of this resolution at any time.

CARRIED

Moved out of confidence:

Moved: Kelli Knight-Stacey
Seconded: Elizabeth Williams

10. WORK PROGRAM

Action: EO to update Work Program in line with the reviewed Key Documents.

11. STRATEGIC RISKS

Action: EO to develop a Risk Register.

12. NEXT MEETING

TBC June 2020

Confirmation will be made upon conclusion of review to be undertaken by Executive Officer of meeting dates for 2020.

CLOSURE
Meeting closed at 12:39pm.
PURPOSE
The purpose of this report is to provide officially welcome our newly appointed Independent Members to the Authority Board.

RECOMMENDATION
That the Authority:

- Welcome Steve Mathewson as Independent Member and Chairperson of the Board for an initial period of (3) three years.
- Welcome Trish Kirkland as an Independent Member for an initial period of (2) two years.
- Thank Independent Member Mark Easton for his efforts as Acting Chairperson during this recruitment process.

INFORMATION
A recruitment process for the appointment of (2) two Independent Board Members commenced in March 2020.

As set out in the Charter, a selection committee, which was Chaired by Mayor Moira Jenkins made the recommendation that Steve Mathewson and Trish Kirkland be considered by both constituent councils for appointment to the Authority Board. It was recommended by the selection committee that Steve be offered the role as Chairperson.

Both Councils were supportive of the suggested appointments and offers were made to commence with the Authority 1 May 2020. Both applicants accepted the roles.

RISK ASSESSMENT
Risks associated with this information has been assessed as follows:

Governance – this process has been completed in accordance with the requirements of the Authority Charter. Low risk.

BUDGET IMPLICATION
Independent Members are paid a sitting fee per meeting attended in line with legislation. An allocation for such membership exists in the 19/20 and 20/21 budget.
PURPOSE
The purpose of this report is to formalise a call for the appointment of a Deputy Chairperson to the Authority Board. The appointment can be made from the Independent Board Members who sit on the Board of the Fleurieu Regional Aquatic Centre Authority (Authority).

RECOMMENDATION
That the Authority:

1. Make a call for nominations be made within existing Independent Members Mark Easton and Trish Kirkland for the position of Deputy Chairperson.
2. A vote is to be conducted.
3. The successful nominee, based on the majority vote, be appointed as Deputy Chairperson to the Authority for a period of (3) years.

INFORMATION
The Authority Charter sets out the following requirements for a Deputy Chairperson to be appointed:

3.11.5 The Board shall appoint a Board Member, other than the Chairperson to be the Deputy Chairperson for a term of up to three (3) years and at the conclusion of the Deputy Chairperson’s term of office, the Deputy Chairperson is eligible for reappointment.

3.11.6 In the event that the Chairperson resigns, is removed from office by the Constituent Councils, refuses or is unable to act as Chairperson, or is no longer eligible to act as a Board Member, then the Deputy Chairperson shall act in that office and in the event that the Deputy Chairperson refuses or is unable to act as Chairperson, the Board shall appoint a Board Member to be the Chairperson until such time as a Chairperson has been appointed by the Constituent Councils whereupon the person so appointed shall hold office as the Chairperson for the balance of the original term.

3.11.7 The Chairperson must preside at all meetings of the Board and, in the event the Chairperson is absent from a meeting, the Deputy Chairperson shall preside and in the event of both the Chairperson and Deputy Chairperson being absent from a meeting, the Board must appoint one of the Board Members present to preside at that meeting only.

RISK ASSESSMENT
Risks associated with this information has been assessed as follows:
Board Report

Governance – this process is being completed in accordance with the requirements of the Charter. Low risk.

BUDGET IMPLICATION
Nil
PURPOSE
The purpose of this report is to formalise a call for the appointment of (1) one Independent Member from the Authority Board to join the Audit & Risk Committee. The appointment can be made from within the Independent and Council appointed Board Members who sit on the Board of the Fleurieu Regional Aquatic Centre Authority (Authority).

RECOMMENDATION
That the Authority:

1. Make a call for nominations be made within existing the existing board members to fill the position on the Audit & Risk Committee.
2. A vote is to be conducted.
3. That the Authority recommend to constituent Councils the appointment of [insert name] to the FRACA Audit & Risk Committee for a period of two years from [insert date range].

INFORMATION
The Audit & Risk Committee is currently comprised of:

Mr. Ian Swan, Independent Chairperson
Ms. Kellie Knight-Stacey, Director Corporate & Community Services, City of Victor Harbor
Ms. Elizabeth Williams, General Manager Organisation & Community, Alexandrina Council
Mr. David Kemp, Councillor, City of Victor Harbor

With new Independent Members having joined the Authority Board, it is now time to appoint Members to the Audit & Risk Committee from the board as set out in the Authority Charter and Terms of Reference (Audit & Risk Committee):

Terms of Reference

2. PURPOSE
The Committee is established for the purpose of:

- reviewing annual financial statements to ensure that they provide a timely and fair view of the state of affairs of the Authority;
- reviewing the adequacy of Authority risk management systems;
proposing, and providing information relevant to, a review of the Authority’s strategic
management plans or annual business plan;
• liaising with the Authority’s external auditor; and
• reviewing the adequacy of the accounting, internal control, reporting and other financial
management systems and practices of the Authority on a regular basis.

3. MEMBERSHIP

3.1 Members of the Committee are appointed by the Constituent Councils. The Committee
shall consist of:
• An Independent Chairperson; selected by the Authority for consideration by the
  constituent Councils following an Expression of Interest process to be undertaken in
  the local community; in line with skills and experience requirements set out in the
  Role Description;
• One City of Victor Harbor (professionally qualified) Council Officer (to be nominated
  by the Council Chief Executive Officer);
• One Alexandrina Council (professionally qualified) Officer (to be nominated by the
  Council Chief Executive Officer); and
• Two Authority Board Members nominated by the Authority for consideration by the
  constituent Councils.

3.2 The Independent Chairperson of the Committee shall have suitable skills and experience
commensurate to the role including recent financial and risk management experience
relevant to the functions of the Committee.

3.3 The Authority’s external auditors may be invited to attend meetings of the Committee.

3.4 Persons appointed under this section are referred to as ‘Member/Members’ throughout
the Terms of Reference.

4. APPOINTMENT OF MEMBERS

4.1 In line with clause 6.5.3 of the Authority Charter, the term of appointment of a member of
the Committee shall be for a term not exceeding two (2) years at the expiry of which such
member will be eligible for reappointment.

4.2 Nominations for the independent member position will be publicly advertised and
considered, on the recommendation of the Authority Board, by the Constituent Councils for
appointment on a biennial basis.

4.3 The filling of any vacancy occurring by resignation or removal of a member shall be at
the discretion of the Constituent Councils.

4.4 The Constituent Councils may at any time remove a member of the Committee but shall
observe the principles of natural justice.

4.5 Any member absent for three or more consecutive meetings without apology or leave of
the Committee, shall have their position declared vacant and clause 4.3 shall be invoked.

4.6 Payment of sitting fees for Committee meetings will be paid as follows:
• Council Officer members of the Committee will not be paid a sitting fee;
• An Independent Authority Board Member who is also a member of the Committee will
  be paid a sitting fee in line with fees currently paid for attendance at prescribed
  meetings of the Authority Board;
• A Constituent Council Authority Board Member who is also a member of the
  Committee will not be paid a sitting fee in line with non-payment of sitting fees for
  meetings of the Authority Board; and
• The Independent Chairperson of the Committee will be paid a sitting fee in line with
  fees currently paid to the Independent Chairperson of the Board for attendance at
  prescribed meetings of the Authority Board.
5. APPOINTMENT OF OFFICE BEARERS

5.1 The Chairperson of the Committee will be an Independent Chairperson and the term of office shall be two years.

5.2 The Committee may appoint a Deputy Chairperson if considered necessary.

6. ROLE AND RESPONSIBILITIES OF MEMBERS

The role of a Committee Member is to:

• Participate in the deliberations of the Committee, with regard to the business which is before it;
• Be mindful of the objectives and policies of the Authority as they relate to the business of the Committee;
• Give due consideration to laws and regulations of the Local Government Act 1999;
• Participate in induction and ongoing training as required;
• Be aware of the Committee resources and budget, and the need for efficiency and effectiveness in the activities for which the Committee has been established;
• Be well informed on issues before the Committee; to prepare adequately for meetings and seek additional information if required;
• Be mindful of the potential for a Conflict of Interest to occur through participation on the Committee and to declare such Interests as and when they arise; and
• Observe confidentiality when it is required.

8. MEETINGS

8.1 Ordinary meetings: The Committee shall meet at least three times per year at appropriate times in the budgeting and reporting cycle:

- March: Budget, Business Plan and long term financial forecast
- September: Annual financial statements
- November: Review of effectiveness of risk management framework, internal controls, financial management practices and reporting.

Authority Charter

6.5 Audit and Risk Management Committee

6.5.1 The Authority must establish an Audit and Risk Management Committee to be comprised of five (5) persons nominated by the Authority and approved by the Constituent Councils.

6.5.2 The members of the Audit and Risk Management Committee:

6.5.2.1 must include two (2) professionally qualified officers, one of each from the staff of the Constituent Councils;

6.5.2.2 must include at least 1 person who is not a member of the Board and who is determined by the Constituent Councils to have financial experience relevant to the functions of the Audit and Risk Management Committee;

6.5.2.3 may include elected members of the Constituent Councils;

6.5.2.4 must have regard to the Act in performing their duties.
6.5.3 The term of appointment of a member of the Audit and Risk Management Committee shall be for a term not exceeding two (2) years at the expiry of which such member will be eligible for reappointment.

3.8.1 The Authority will pay each Board Member a sitting fee as determined by the Constituent Councils following the receipt of a recommendation from the Selection Panel having regard to the Guidelines for Agencies and Board Directors published from time to time by the Department of Premier and Cabinet for Government Boards and Committees or such publication as may succeed such Guidelines).

3.8.2 All Board Members will receive from the Authority reimbursement of expenses properly incurred in performing or discharging official functions and duties as determined by the Authority and set out in a policy adopted by the Authority for the purposes of this clause.

3.8.3 The Selection Panel will review the sitting fee to be paid to the Board Members and make recommendations to the Constituent Councils of the outcome of the review and any alteration to such fees.

3.12.30 The Board may establish Committees as it considers necessary, and determine the membership and terms of reference and meeting procedures of such committees as it sees fit.

4.8 The Executive Officer may delegate or sub-delegate to an employee of the Authority or a committee comprising employees of the Authority, any power or function vested in the Executive Officer. Such delegation or sub-delegation may be subject to conditions or limitations as determined by the Executive Officer.

RISK ASSESSMENT
Risks associated with this information has been assessed as follows:

Government – this process is being completed in accordance with the requirements of the Authority Charter and the Audit & Risk Committee Terms of Reference. Low risk.

BUDGET IMPLICATION
Successful candidates will be paid a sitting fee per meeting attended in line with legislation. An allocation for such membership exists in the 19/20 and 20/21 budget.
PURPOSE
The purpose of this report is to request a change to the signatories on the ANZ bank account in line with current Chairperson for the Authority.

RECOMMENDATION
That the Authority:

1. Remove the following signatories to the ANZ bank account:
   a. Mark Easton
2. Add the following signatory to the ANZ bank account:
   a. Chairperson Steve Mathewson

INFORMATION
With a new Chairperson in place, an update to the signatories is required. ANZ requires such an update to be authorised through a Board Meeting and recorded in the minutes.

It is to note that FRACA, at its 29 April 2016 Board meeting, passed the following resolution

6.8 Banking Report
Moved: Alison Kimber
Seconded: Councillor Grant Gartrell
FRACA00008 That the Fleurieu Regional Aquatic Centre Authority Board establishes a bank account with the ANZ bank operated with a minimum of two signatories required.

That the Chairperson, Executive Officer, Manager Finance, City of Victor Harbor and Manager Finance, Alexandrina Council be authorised signatories for the operation of the Authorities' ANZ Bank Account.

That the Executive Officer apply for and operate a credit card of $10,000 per calendar month for use in accordance with the Procurement Policy.

A cash reserve account is to be established with the Local Government Finance Authority and surplus funds greater than $10,000 are to be transferred to this account when not required for payment of invoices.

A depreciation reserve account is to be established with the Local Government Finance Authority with monies transferred on a quarterly basis in line with estimated annual depreciation for the purposes of funding future capital renewal.
That the Executive Officer, Manager Finance, City of Victor Harbor and Manager Finance, Alexandrina Council be authorised signatories for the operation of the Local Government Finance Authority accounts and delegated to transfer Authority funds to and from the LGFA account.

CARRIED

It is recommended that Elizabeth Williams and Kellie Knight Stacey remain as existing signatories in addition to the above mentioned amendments and that these changes be moved at the 22 May 2020 special meeting as to not delay any administrative duties of the Executive Officer in working for the Authority.

RISK ASSESSMENT
Risks associated with the recommendation have been assessed as follows:

Governance – the recommendation meets the requirements of the Charter and legislation. Low risk.

BUDGET IMPLICATION
There are no direct budget implications associated with the recommendation.
CONFIDENTIAL ITEM – Public Agenda Version

PURPOSE
In accordance with Schedule 2, clauses 24(6) and 25 (1 & 2) of the Local Government Act 1999 and the Fleurieu Regional Aquatic Centre Authority (Authority) Charter, the Authority has previously prepared a 3-Year Business Plan 2019-2022 (incorporating the Fleurieu Aquatic Centre Business & Marketing Plan) and 2020-2021 Budget. These have been reviewed by the Audit & Risk Management Committee (Committee) and are presented to the Authority for endorsement.

RECOMMENDATION
That the Authority:

1) Under the provisions of Section 90(2) of the Local Government Act 1999 make an order that the public be excluded from the meeting, except for the Executive Officer, Ms Debbie Palmer; Director Corporate & Customer Service, City of Victor Harbor, Karen Rokicinski and General Manager Resources Alexandrina Council, Ms Elizabeth Williams; in order to consider in confidence a report relating to Section 90(3)(b) of the Local Government Act 1999:

(b) information the disclosure of which—
(i) could reasonably be expected to confer a commercial advantage on a person with whom the council is conducting, or proposing to conduct, business, or to prejudice the commercial position of the council; and
(ii) would, on balance, be contrary to the public interest;

relating to future budget and Operation of the Fleurieu Aquatic Centre, being information that must be considered in confidence in order to ensure that the Authority does not disclose information that may prejudice the commercial position of the Authority; and

2) Accordingly, on this basis, the Authority is satisfied that public interest in conducting meetings in a place open to the public has been outweighed by the need to keep the information and discussion confidential.

The matter of the agenda item relating to the 20/21 budget and the supporting reports as prepared in Commercial in Confidence by the YMCA to supplement this budget be pursuant to Section 90(3)(b) of the Local Government Act 1999 (“the Act”) being information that must
be considered in confidence to ensure that information that may prejudice the commercial position of the Authority is not divulged.

There is strong public interest in enabling members of the public to observe the Authority’s transparent and informed decision-making. This helps to ensure accountability, maintain transparency of public expenditure, facilitate public participation, assist public awareness and allow for the scrutiny of information. Attendance at a meeting of the Authority is one means of satisfying this interest. The public will only be excluded from a meeting of the Authority when the need for confidentiality pursuant to Section 90(2) of the Act outweighs the public interest of open decision-making.

In this matter, the reasons that receipt, consideration or discussion of the information or matter in a meeting open to the public would be contrary to the public interest are that discussion will include the disclosure of information that may prejudice the commercial position of the Authority, or confer a commercial advantage on a third party. On balance, the above reasons which support the need for confidentiality pursuant to Section 90(2) of the Act outweigh the factors in favour of the public interest of open decision making.
CONFIDENTIAL ITEM – Public Agenda Version

PURPOSE
To receive the Covid 19 Response Plan, reopening signage and customer feedback from the Operational Managers, YMCA which is all to be considered in the plans to commence reopening the Centre.

RECOMMENDATION
That the Authority:

1) Under the provisions of Section 90(2) of the Local Government Act 1999 make an order that the public be excluded from the meeting, except for the Executive Officer, Ms Debbie Palmer; in order to consider in confidence a report relating to Section 90(3)(b) of the Local Government Act 1999:

   (b) information the disclosure of which—
   (i) could reasonably be expected to confer a commercial advantage on a person with whom the council is conducting, or proposing to conduct, business, or to prejudice the commercial position of the council; and
   (ii) would, on balance, be contrary to the public interest;
being information that must be considered in confidence in order to ensure that the Authority does not disclose information that may prejudice the commercial position of the Authority; and

2) Accordingly, on this basis, the Authority is satisfied that public interest in conducting meetings in a place open to the public has been outweighed by the need to keep the information and discussion confidential.

Substantiation:
The matter of the agenda item relating to the reopening of FRAC in line with the Covid 19, pursuant to Section 90(3)(b) of the Local Government Act 1999 (“the Act”) being information that must be considered in confidence to ensure that information that may prejudice the commercial position of the Authority is not divulged.

There is strong public interest in enabling members of the public to observe the Authority’s transparent and informed decision-making. This helps to ensure accountability, maintain transparency of public expenditure, facilitate public participation, assist public awareness and allow for the scrutiny of information. Attendance at a meeting of the Authority is one means of satisfying this interest. The public will only be excluded from a meeting of the Authority when the need for
confidentiality pursuant to Section 90(2) of the Act outweighs the public interest of open decision-making.

In this matter, the reasons that receipt, consideration or discussion of the information or matter in a meeting open to the public would be contrary to the public interest are that discussion will include the disclosure of information that may prejudice the commercial position of the Authority, or confer a commercial advantage on a third party. On balance, the above reasons which support the need for confidentiality pursuant to Section 90(2) of the Act outweigh the factors in favour of the public interest of open decision making.