



4 September 2023

Contact for apologies: admin@fleurieuaquaticcentre.com.au

Dear Member,

Notice of 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 Meeting of the **Fleurieu Regional Aquatic Centre Authority** has been called for:

Date: Friday 8th September 2023

Time: 9:30 am

Place: Encounter Room, City of Victor Harbor

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

Yours faithfully

Kellie Knight-Stacey

Acting Executive Officer

Date & Time: Friday 8 September 2023 at 09:30 am

Location: Encounter Room, City of Victor Harbor

1. Attendance

- Steve Mathewson (Chairperson)
- Mark Easton (Independent Member)
- Councillor Margaret Gardner (Alexandrina Council)
- Councillor Angela Schiller (City of Victor Harbor)

2. Apologies

- Vicki Tomlinson (Independent Member)

3. Conflict of Interest

4. Minutes of Previous Meeting

- 4.1. Adoption of Minutes

5. Business Arising

- 5.1. Board Annual Work Plan

6. Verbal Report

- 6.1. Acting Executive Officer
- 6.2. Chairperson (Confidential)

7. Reports

- 7.1. Audit & Risk Management Committee Appointment Terms

8. Confidential Reports

- 8.1. YMCA Performance Report – Q4
- 8.2. Strategic Risk Management Framework
- 8.3. FRACA Resourcing
- 8.4. Energy Efficiency Project
- 8.5. FAC Management Agreement

9. Meeting Close

10. Next Meeting – TBC

To: FRAC Authority Board
From: Kellie Knight-Stacey – Acting Executive Officer
Subject: 4.1 Adoption of Minutes
Date: 8 September 2023
References: Nil
Consultation: Nil
Attachments: Nil

Purpose

The purpose of this report is to adopt the minutes of the meeting held by the Board on the following date/s:

- 23 May 2023 – Out of Session Board Meeting
- 25 May 2023 – Special Board Meeting
- 17 July 2023 – Special Board Meeting

Discussion

Public minutes of the Board meeting held 25 May and 17 July 2023 were published on the Authority website, with a confidential version provided directly to Board members for their information and review on 29 May and 24 July 2023, respectively.

An out of session Board meeting was held via email on 23 May 2023 with the following resolved:

Moved: Cr Margaret Gardner
Seconded: Mark Easton

The Board authorise the Executive Officer to complete the formal response form, Authorisation to Execute, and return to LGA Procurement indicating that FRACA will participate in the current Supply of Electricity procurement process as detailed in the LGSA Recommendation Report dated 22 May 2023.

CARRIED

The resolution of the out of session Board meeting is provided for final endorsement of the Board.

Recommendation

The Authority Board:

- *adopt the minutes of the Board meeting held on 25 May 2023; and*
- *note and adopt the resolution of the out of session Board meeting held via email 23 May 2023 which states:*
 - *The Board authorise the Executive Officer to complete the formal response form, Authorisation to Execute, and return to LGA Procurement indicating that FRACA will participate in the current Supply of Electricity procurement process as detailed in the LGSA Recommendation Report dated 22 May 2023.*

To: FRAC Authority Board

From: Kellie Knight-Stacey – Acting Executive Officer

Subject: 5.1 Board Annual Work Plan

Date: 8 September 2023

References: Nil

Consultation: Nil

Attachments: 5.1a Board Annual Work Plan 2023
5.1b 3 Year Business Plan - 2023 Activity

Purpose

The purpose of this report is to provide the Board with the updated Annual Work Plan for 2023 and consider activity for completion from the 3 Year Business Plan for 2023.

Background

The Annual Work Plan provides an annual schedule for the Executive Officer and Board, documenting a plan for the delivery of key activities in each calendar year. The plan is continuously updated and presented at each Board meeting to track completion and document amendments.

Discussion

With the progression of the Executive Structure Review, the delivery of legislative and operating requirements are the only processes within the capacity of the interim structure. A review of the Annual Work Plan and 3 Year Business Plan activities has been undertaken to detail the activities that can be delivered within the current resourcing of the Authority,

Annual Work Plan

The Annual Work Plan for 2023/24 has been reviewed with a number of items identified to be placed on hold, pending the outcome of the Executive Structure Review.

Items that are recommended to continue are either legislative requirements, are in progress or assessed as a medium or high risk as follows:

- 2022/23 Financial Statements, External Audit and Annual Report
- Treasury Report
- Q1 Budget Review
- Risk Management Framework and Policy
- Self-Assessments and Resolution Registers
- Facility Management Performance Reporting
- Facility Management Agreement

The reviewed Annual Work Plan is provided at Attachment 5.1a.

3 Year Business Plan

The 3 Year Business Plan actions scheduled for implementation in 2023/24 have been reviewed considering the interim structure with current resource levels for the Authority not sufficient for all work to be completed.

A number of these activities are time critical and present risks if not undertaken. The summary provided at Attachment 5.1b details the 2023/24 actions for consideration including comments and high-level risk assessments.

There are four activities that are recommended to continue with the others placed on hold:

- **Access Audit**
The Access Audit has been undertaken and consideration of the actions, prioritisation of works and potential budget implications needs to be assessed as soon as possible. The outcomes of this review may also have Asset Management Plan implications.
- **Asset Management Plan**
The development of an Asset Management Plan (AMP) is critical for the facility. This will provide not only the optimal timing for replacement of assets but also the recommended maintenance schedule to enable full lifecycle operations. Once documented, the role and responsibility of the Authority and the Contractor can be defined providing clarity to both parties.
- **Facility Management**
The current Management Agreement is due to expire in June 2024.
- **Strategic Risk Framework**
This action is in progress and will continue.

Energy Efficiency Project

Depending on the outcome of the current tender there may be a need to engage a Project Manager to oversee associated works. It is recommended that initially, the constituent councils are approached to provide this service.

Recommendation

The Authority Board:

- *receive and note the updated Authority Board Annual Work Plan 2023 and 3-year Business Plan summary actions for 2023/24; and*
- *endorse the actions recommended for continuation with all others placed on hold pending the outcome of the Executive Structure Review.*

Fleurieu Regional Aquatic Centre Authority

Annual Work Plan 2023/2024

[illegible]

3 Year Business Plan - Items Due 2023/24	Residual Risk	Comments
Develop and implement a Communications and Engagement Strategy (2023)	Low	Resourcing constraints. Risk is mitigated as the YMCA are responsible for operational communications and regularly provides media releases for the community as well as council
Develop relationships with community stakeholders to understand needs and opportunities to increase participation (2023)	Low	Resourcing constraints. Risk is mitigated as the YMCA develops an annual marketing plan and engages with key stakeholders
Undertake gap analysis of current service provision (2023)	Low	Resourcing constraints. Link to new Management Agreement
Develop plan for implementation to improve centre infrastructure related to access (2023)	Medium	Access Audit received, need to prioritise actions and report to constituent councils. Link to new Management Agreement
Undertake research in conjunction with centre management to determine current needs, gaps and opportunities for community transport (2023)	Low	Resourcing constraints. Link to new Management Agreement
Incorporate community transport solutions into access review as appropriate (2023)	Low	Dependent on Access Audit and gap research
Identify opportunities for the centre to meet community needs for improved social inclusion (2023)	Low	Undertake after access audit actions
Review Asset Management Plan and implement identified maintenance and operational improvements (2023)	Medium	AMP to consider access audit and asset accounting requirements as well as maintenance schedules, Link to new Management Agreement.
Evaluate centre performance and functionality, ensuring fit for purpose, compliance with safety standards and accessibility for all (2023)	Low	Evaluation criteria and performance measurements to be developed. Link to new Management Agreement
Undertake review of centre plant and equipment to achieve optimal operating efficiency, and to ensure optimal health outcomes for the community (2023-24)	Medium	AMP to consider access audit and asset accounting requirements as well as maintenance schedules. Link to new Management Agreement
Develop and adopt Environmental Sustainability Strategy (2023-24)	Low	Resourcing constraints
Undertake detailed analysis of business operating model and performance (FY 2022/2023)	Low	Evaluation criteria and performance measurements to be developed. Link to new Management Agreement
Undertake procurement process for facility management (2023)	High	Current agreement expires June 2024
Deliver Strategic Risk Framework (2023)	Medium	In progress
Adopt Governance Framework (2023)	Low	Resourcing constraints

To: FRAC Authority Board

From: Kellie Knight-Stacey – Acting Executive Officer

Subject: 7.1 Audit & Risk Management Committee Appointment Terms

Date: 8 September 2023

References: Audit & Risk Management Committee Terms of Reference

Consultation: Nil

Attachments: Nil

Purpose

The purpose of this report is to seek endorsement for the extension of the term of appointment for the Authority's Audit and Risk Management Committee Independent Chairperson and Independent Member.

Background

The Audit and Risk Management Committee (the Committee) of the Authority Board is made up of one Independent Chairperson, one Independent Committee Member, one Authority Independent Board Member and a Council Officer from each Constituent Councils.

The positions of Independent Chairperson and Independent Committee Member are currently held by Peter van der Eijk and Claudia Goldsmith respectively. The terms for both positions commenced 1 October 2021 and are due to expire 30 September 2023.

Discussion

The Committee's Terms of Reference states:

3. Membership

3.1 Members of the Committee are nominated by the FRACA Board and appointed by the Constituent Councils.

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. Where the incumbent has served four consecutive years in the role the position will be advertised for a competitive recruitment process.

Neither member has served four consecutive years in the role. In consideration of the current review of the Authority's Executive Structure, it is recommended that the Board seek to have both positions reappointed to 30 June 2024.

Discussions with both Committee members have indicated that they are both available for an extension of their terms to 30 June 2024.

Recommendation

The Authority Board:

- *Receives and notes the report; and*
- *Recommends to Constituent Councils the reappointment of Peter van der Eijk to the position of Independent Chairperson on the Fleurieu Regional Aquatic Centre Authority Audit & Risk Management Committee until 30 June 2024; and*
- *Recommends to Constituent Councils the reappointment of Claudia Goldsmith to the position of Independent Committee Member on the Fleurieu Regional Aquatic Centre Authority Audit & Risk Management Committee until 30 June 2024; and*
- *Requests the Executive Officer prepare the appropriate correspondence to Constituent Councils to communicate the recommendations of the Authority Board for their endorsement.*

To: FRAC Authority Board
From: Kellie Knight-Stacey – Acting Executive Officer
Subject: 8.1 YMCA Performance Report – Q4
Date: 8 September 2023
References: Nil
Consultation: James Lomax, YMCA
Confidential
Attachments:

Recommendation

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 Kellie Knight-Stacey, Acting Executive Officer and Danielle Leckie, Administration Officer, on the basis that it will receive and consider item 8.1 YMCA Performance Report – Q4.

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) as it includes information that may prejudice the commercial position of the Authority.

To: FRAC Authority Board
From: Kellie Knight-Stacey – Acting Executive Officer
Subject: 8.2 Strategic Risk Management Framework
Date: 8 September 2023
References: Nil
Consultation: Colleen Green, Local Government Risk Services
Confidential
Attachments:

Recommendation

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 Kellie Knight-Stacey, Acting Executive Officer and Danielle Leckie, Administration Officer, on the basis that it will receive and consider item 8.2 Strategic Risk Management Framework.

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) as it includes information relating to the commercial operations of the YMCA.

To: FRAC Authority Board
From: Kellie Knight-Stacey – Acting Executive Officer
Subject: 8.3 FRACA Resourcing
Date: 8 September 2023
References: Nil
Consultation: Trish Kirkland, GM Corporate – Alexandrina Council
Confidential
Attachments:

Recommendation

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 Acting Executive Officer, Kellie Knight-Stacey, and Administration Officer, Danielle Leckie, on the basis that it will receive and consider item 8.3 FRACA Resourcing.

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 resourcing of the Authority and potential future commercial arrangements.

To: FRAC Authority Board
From: Kellie Knight-Stacey – Acting Executive Officer
Subject: 8.4 Energy Efficiency Project
Date: 8 September 2023
References: Procurement Policy
Consultation: Ashley Bland, Constructive Services
Confidential
Attachments:

Recommendation

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 Acting Executive Officer, Kellie Knight-Stacey, and Administration Officer, Danielle Leckie, on the basis that it will receive and consider item 8.4 Energy Efficiency 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 contains information relating to a current tender process of the Authority.

To: FRAC Authority Board
From: Kellie Knight-Stacey – Acting Executive Officer
Subject: 8.5 FAC Management Agreement
Date: 8 September 2023
References: Procurement Policy, YMCA Management Agreement 2016
Consultation: Mabel Tan, Norman Waterhouse
Confidential
Attachments:

Recommendation

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, Kellie Knight-Stacey, Acting Executive Officer and Danielle Leckie, Administration Officer, on the basis that it will receive and consider item 8.5 FAC Management Agreement.

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) as it includes information that may prejudice the commercial position of the Authority.