

TERMS OF REFERENCE

KNOX CENTRAL ADVISORY COMMITTEE (KCAC)

Directorate	Chief Executive Officer
Responsible Officer	Director – Knox Central Project
Committee Type	Advisory Committee
Approval Date:	November 2014
Review Date:	November 2018

1. PURPOSE

The primary purpose of the Knox Central Advisory Committee is to advise Council on the development and realisation of its vision for the Knox Central precinct.

2. OBJECTIVES

The objectives of the Committee are to:

- provide clear and informed advice and recommendations to Council on all relevant aspects of the Knox Central Program and on matters referred to it by Council;
- provide advice to Council on Council's position regarding major projects/property transactions, stakeholder influencing and management and corporate finance/development investment;
- oversee the development and implementation of effective governance, probity and risk management processes; and
- facilitate communication to and from key investors, internal and external stakeholders and the broader community in relation to the Knox Central program having regard to Council's Community Engagement Framework.

3. MEMBERSHIP, PERIOD OF MEMBERSHIP AND METHOD OF APPOINTMENT

The Committee will comprise the following voting members:

Knox Councillors (x5) to be determined annually by Council. The Mayor is, by virtue of the Office, ex officio a member of any committees which may be established by Council from time to time. It is important that whilst the Mayor may not chair these meetings, appropriate recognition should be given to the presence of the Mayor if in attendance. The Mayor has no voting rights in their capacity as an ex officio member of the committee

The Committee will be supported by Council officers nominated by the CEO. These staff will provide the Committee with project management and administrative support as well as specific advice in relation to the Knox Central development and investment program.

Council may assemble a group/panel of additional external specialist consultants/experts who do not form part of the Committee membership.

The Committee may, at its discretion, request the engagement of specialist consultants to attend meetings and provide services as required to achieve its objectives. Such consultants/experts should include, but not be limited to, the following disciplines:

- Major projects management and evaluation (including experience in advising on Public/Private Partnerships and other forms of procurement and project delivery);
- Commercial financial, investment planning and project cost management;
- Property development, valuation and due diligence;
- Audit – financial, risk, governance, probity and legal; and
- Various technical disciplines such as but not limited to: Hydrological Survey, Transport, Building Services, Utilities & Civil Infrastructure Planning, Strategic Planning, Environmental Health & Wellbeing, Social Planning & Ecologically Sustainable Development (ESD).

Consultants shall be appointed in accordance with Council's Procurement Policy.

4. DELEGATED AUTHORITY AND DECISION MAKING

The Committee will act in an advisory capacity only. The Committee has no delegated authority to make decisions as if it were Council.

In accordance with section 76E of the Local Government Act 1989, a Councillor must not improperly direct or influence a member of Council staff in the exercise of any power or in the performance of any duty or function.

5. MEETING PROCEDURES

The Advisory Committee will meet as a minimum quarterly for approximately two hours. In summary, meetings will:

- Commence on time and conclude by the stated completion time;
- Be scheduled and confirmed in advance with all relevant papers distributed (as appropriate) to each member;
- Encourage fair and reasonable discussion of each other's views;
- Focus on the relevant issues at hand; and
- Provide advice to Council as far as possible on a consensus basis.

The Advisory Committee may if deemed necessary and appropriate, schedule additional meetings to achieve its objectives.

6. CHAIR

The position of Chairperson shall be reviewed annually immediately following Councillor appointments to committees.

Where there is more than one Councillor the chair is to be agreed upon between Councillors. When this cannot be achieved, the Mayor of the day shall determine the chair.

If the Chairperson is not present at a meeting, any other Councillor shall be appointed Chairperson.

The committee must advise the Governance Team of the name of the chairperson within one week of appointment. These details will then be updated on the intranet.

7. AGENDAS AND MINUTES

Agendas and Minutes must be prepared for each meeting of the Committee.

The Agenda must be provided to members of the committee not less than 7 days before the time fixed for the holding of the meeting.

The Chairperson must arrange for minutes of each meeting of the committee to be kept.

The minutes of a meeting of an Advisory Committee must:

- (a) contain details of the proceedings and resolutions made;
- (b) be clearly expressed;
- (c) be self-explanatory; and
- (d) in relation to resolutions recorded in the minutes, incorporate relevant reports or a summary of the relevant reports considered in the decision making process.

Draft Minutes must be:

- (a) submitted to the Committee Chairperson for confirmation within 7 days of the meeting;
- (b) distributed to all Committee Members following confirmation from the Chairperson and within 14 days of the meeting;
- (c) submitted to the next meeting of the Committee for formal endorsement.

Agendas and Minutes will be made available to all Councillors. Given the commercially sensitive nature of the business transacted by the Committee, Agendas and Minutes will not be made available on the intranet nor to the public.

8. VOTING

Committee members will have voting rights. Staff will provide advice to the Committee only and have no voting rights. In the event of an equality of votes, the Chair has a second vote.

9. CONDUCT AND INTEREST PROVISIONS

In performing the role of Advisory Committee member, a person must:

- act with integrity;
- impartially exercise his or her responsibilities in the interests of the local community;
- not improperly seek to confer an advantage or disadvantage on any person;
- treat all persons with respect and have due regard to the opinions, beliefs, rights and responsibilities of other persons;
- commit to regular attendance at meetings; and
- not make improper use of information acquired because of his or her position or release information that the member knows, or should reasonably know, is confidential information.

Meetings of an Advisory Committee may potentially form an Assembly of Councillors. When this occurs, Councillors and officers are required to comply with the conflict of interest provisions as set down in the Local Government Act 1989.

Where a Councillor or officer declares a conflict of interest in relation to a matter in which the committee is concerned, they must disclose the interest to the committee before the matter is considered or discussed at the meeting. Disclosure must include the nature of the relevant interest and be recorded in the minutes of the meeting. The member must leave the room while the matter is being considered and may return only after consideration of the matter and all votes on the matter.

Where a meeting is identified as an Assembly of Councillors, staff must complete a Record of Assembly of Councillors form. Where a Conflict of Interest is identified by a Councillor or staff member at an Assembly of Councillors, the relevant Conflict of Interest form must also be completed. Forms should be forwarded to the Manager – Governance within 5 working days of the meeting. This information will be published at the next available Ordinary Council Meeting and on Council's website.

10. REPORTING

As a minimum, the Committee will be required to report to Council on an annual basis in line with stated objectives and should reflect the objectives and performance measures of the Committee.

11. ADMINISTRATION SUPPORT

The primary area responsible for the provision of administrative support will be the Knox Central Project Team. Assistance will be provided by other staff as required.

12. CONTACT WITH THE MEDIA

Contact with the Media by members of the Committee will be conducted in accordance with the Councillor and Staff Media Policies. External Committee members should defer any media enquiries to the Chairperson in the first instance and should take care not to respond as a representative of the committee.

13. REVIEW DATE

The Terms of Reference will be reviewed as a minimum, once in any Council term and four years from the date of adoption by Council.

14. MEALS

The provision of refreshments during the course of an Advisory Committee meeting will be in accordance with the Meals and Beverages for Council Committees Policy.