



# CEO Employment Matters Committee

## Terms of reference

### 1. PURPOSE

The purpose of the CEO Employment Matters Committee is to support Council in the employment management process for the Chief Executive Officer.

### 2. SCOPE

The Committee will act as an advisory committee to Council. It has been established under Council's CEO Employment and Remuneration Policy and in accordance with section 45 of the *Local Government Act 2020*.

### 3. OBJECTIVES

The objectives of the CEO Employment Matters Committee are to:

- A. Support the performance monitoring of the Chief Executive Officer by:
  - i) Providing advice to Council regarding the development of annual Key Performance Indicators;
  - ii) Monitoring the ongoing performance of the Chief Executive Officer as assessed against the adopted Key Performance Indicators;
  - iii) Providing an annual report to Council on the performance of the Chief Executive Officer against the adopted Key performance Indicators; and
  - iv) Reviewing the remuneration package and conditions of employment of the Chief Executive Officer and making a recommendation to Council.
- B. Make recommendations to Council in relation to the employment of a Chief Executive Officer by:
  - i) Establishing and managing a process for the recruitment of a Chief Executive Officer, to ensure that Council can select the best candidate from a short-list of preferred candidates, including the Committee providing their recommendation to Council;
  - ii) Liaising with the appointed Executive Search Consultant in connection with the recruitment process;
  - iii) Providing advice to Council on the remuneration package and conditions of employment of the Chief Executive Officer; and
  - iv) Preparing documentation relevant to the Chief Executive Officer's employment and remuneration, including Council reports and contractual documents, for Council's determination.

#### **4. COMMITTEE COMPOSITION**

- 4.1 The Committee will comprise Councillors as elected annually by Council.
- 4.2 Meetings of the Committee will be chaired by the Mayor, or if not present, the Deputy Mayor will assume the Chair;
- 4.3 The Committee will be supported by an appointed suitably experienced and qualified Independent Advisor, who will be a non-voting member of the Committee;
- 4.4 The Chief Executive Officer shall appoint a Council officer/s to provide necessary administrative support to the Committee, but will have no voting or participatory rights in the meeting.

#### **5. ROLE OF INDEPENDENT MEMBER**

- 5.1 The independent member of the Chief Executive Officer Employment Matters Committee must—
  - (a) not be a Councillor; and
  - (b) not be a member of Council staff; and
  - (c) be suitably qualified.
- 5.2 The independent member will provide independent professional advice in relation to the matters dealt with in the Chief Executive Officer Employment and Remuneration Policy, the Act and the Regulations.

#### **6. TERM OF APPOINTMENT**

- 6.1 The Independent member will be appointed for an initial period not exceeding three (3) years after which they will be eligible for extension or re-appointment, for a further three (3) year term.
- 6.2 The re-appointment or extension will be made by Council resolution.

#### **7. MEETINGS**

- 7.1 Meetings of the CEO Employment Matters Committee will be conducted in accordance with Council's Governance Rules.
- 7.2 Committee members and other appointed attendees of the Committee, will maintain confidentiality of discussions within meetings
- 7.3 Other regulatory obligations are outlined in Appendix A.

#### **8. REVIEW DATE**

These Terms of Reference for the CEO Employment Matters Committee will be reviewed within 3 years of the date of adoption or earlier as required.

#### **9. DATE ADOPTED**

Date Adopted: 15 March 2022

Next Review Due: Reviewed annually with Councillor appointments to Committees.

## APPENDIX A

### Committee Member Regulatory Obligations

LGA Section	LGA Requirement
<b>Misuse of Position</b>	
123(1)	<p>A Committee member must not intentionally misuse their position to:</p> <ul style="list-style-type: none"> <li>a) Gain or attempt to gain, directly or indirectly, an advantage for themselves or for any other person; or</li> <li>b) Cause, or attempt to cause, detriment to the Council or another person</li> </ul>
123(3)	<p>Circumstances involving misuse of a position by a member of the Committee include:</p> <ul style="list-style-type: none"> <li>a) Making improper use of information acquired as a result of being a member of the Committee; or</li> <li>b) Disclosing information that is confidential information; or</li> <li>c) Directing or improperly influencing, or seeking to direct or improperly influence, a member of Council staff; or</li> <li>d) Exercising or performing, or purporting to exercise or perform, a power, duty or function that the person is not authorised to exercise or perform; or</li> <li>e) Using public funds or resources in a manner that is improper or unauthorised; or</li> <li>f) Participating in a decision on a matter in which the member has a conflict of interest.</li> </ul>
<b>Confidential Information</b>	
125	<p>A member of the Committee must not intentionally or recklessly disclose information that the member knows, or should reasonably know, is confidential information. There are some exemptions to this requirement, the key one being that if the information disclosed by the member has been determined by Council to be publicly available.</p>
<b>Conflicts of Interest</b>	
126	<p>A member of the Committee has a conflict of interest if the member has:</p> <ul style="list-style-type: none"> <li>a) A general conflict of interest as described in Section 127; or</li> <li>b) A material conflict of interest as described in Section 128.</li> </ul>
127	<p>A member of the Committee has a general conflict of interest in a matter if an impartial, fair-minded person would consider that the members private interests could result in that member acting in a manner that is contrary to their public duty as a member of the Committee.</p>
128	<p>A member of the Committee has a material conflict of interest in a matter if an affected person would gain a benefit or suffer a loss depending on the outcome of the matter.</p>
<b>Please Note</b>	
<p><i>The above guidance is not verbatim from the Act and does not include all details as explained in Part 6, Division 1 of the Act. For a full understanding of the requirements of the Act in relation to the matters summarised above, members are expected to make themselves fully aware of the requirements of the Act.</i></p>	