



## **Minutes of the Legatus Group Annual General Meeting**

**3 September 2021**

**Orroroo Memorial Hall**

### **1.0 Meeting Preliminaries**

#### **Present**

Board members: Mayor Peter Matthey OAM – Chairman (Goyder), Mayor Leonie Kerley (Barunga West), Mayor Roslyn Talbot (Copper Coast), Mayor Bill O'Brien (Light), Mayor Mark Wasley (Adelaide Plains), Mayor Phillip Heaslip (Mount Remarkable), Mayor Bim Lange OAM (The Barossa), Mayor Ben Browne (Northern Areas), Mayor Kathie Bowman (Orroroo Carrieton), Mayor Rodney Reid (Wakefield), Mayor Greg Flint (Flinders Ranges), Mayor Ruth Whittle OAM (Peterborough), Mayor Leon Stephens (Port Pirie) and Mayor Darren Braund (Yorke Peninsula).

#### **In Attendance**

Mr David Stevenson (CEO Goyder), Mr Colin Byles (CEO Northern Areas), Mr Dylan Strong (CEO Orroroo Carrieton), Ms Lynne Walden (Acting CEO Port Pirie), Mr Andrew MacDonald (CEO Wakefield), Mr Russell Peate (CEO Copper Coast), Mr Eric Brown (CEO Flinders Ranges), Mr Stephen Rufus (Peterborough), Mr Sam Johnson (CEO Mt Remarkable), Ms Maree Wauchope (Barunga West), Ms Kelly-Anne Saffin (CEO RDAYMN), Ms Angela Ruddenklau (PIRSA), Mr Tony Fox (Landscape Board), Ms Penny Pratt and Mr Simon Millcock (CEO Legatus Group)

**State MP's:** Hon Geoff Brock MP and Hon Dan van Holst Pellekann MP.

#### **Apologies**

Mayor Wayne Thomas (Clare and Gilbert Valleys) and Council CEO's Mr Martin McCarthy (Barossa), Mr Brian Carr (Light), Mr James Miller (Adelaide Plains), Mr Andrew Cameron (Yorke Peninsula) Mr Peter Ackland (Port Pirie) and Dr Helen Macdonald (Clare and Gilbert Valleys). MP's Hon Stephan Knoll Member for Schubert, Mr Fraser Ellis Member for Narrunga, Hon Tony Piccolo Member for Light and Mr John Gee Member for Taylor. RDA CEOs Ms Claire Wiseman and Ms Anne Moroney.

#### **1.1 Opening**

The Chairman declared the meeting open at 10am

#### **1.2 Welcome**

The Chairman welcomed everyone to the meeting.

#### **1.3 Authorisation of Voting Delegates**

The meeting was advised that only the current Principal Member of each council can vote.

#### **1.4 Confirmation of Previous Minutes**

Minutes of the Legatus Group Annual General Meeting held on 4 September 2020 at the Quorn Town Hall Quorn were provided with the agenda.

Motion: That the minutes of the Legatus Group Annual General Meeting held on the 4 September 2021 at the Quorn Town Hall Quorn be taken as read and confirmed.

Moved: Mayor Ruth Whittle Seconded: Mayor Rodney Reid

**CARRIED**

#### **1.5 Business arising not otherwise on the agenda**

Nil

### **2 Annual General Meeting Requirements**

#### **2.1 Annual Reports**

The annual report was provided with the agenda.

Motion: That the annual reports presented by Chairman Mayor Peter Matthey, CEO Simon Millcock and Mayor Kathie Bowman as Chair of the Audit and Risk Management Committee be accepted.

Moved: Mayor Rodney Reid Seconded: Mayor Leonie Kerley

**CARRIED**

#### **2.2 Annual Financial Report**

The annual audited financial report was provided with the agenda along with a late item of business from the Audit and Risk Management Committee prior to the meeting.

Motions:

1. That the Legatus Group annual financial statement for the year ending 30 June 2021 presents a fair view of the state of the financial affairs of the Legatus Group and that the board certifies the annual financial report.
2. That the Legatus Group writes to the Auditors Dean Newbery and Partners advising that the board discussed the requirements of the Related Party Disclosures and confirms that there are no transactions that are required to be disclosed.
3. The Legatus Group retain Dean Newbery and Partners as Auditor for the year ending 30 June 2022.
4. That the Chair, Legatus Group CEO certify via their signature acceptance of the 2020/2021 Legatus Group audited annual financial statement.

Moved: Mayor Kathy Bowman Seconded: Mayor Rodney Reid

**CARRIED**

#### **2.3 Election of Office Bearers**

The Chairman declared all offices vacant and passed the Chairing of the meeting for the selection of the office bearers to the Legatus Group CEO.

The Legatus Group CEO confirmed as per the agenda that at the close of business on Friday 27 August 2021 the following nominations had been received for the officer bearer positions:

- Chair
  - 20 July 2021 Mayor S.P. (Peter) Matthey OAM by Regional Council of Goyder
  - 29 July 2021 Mayor Rodney Reid by Wakefield Regional Council
  - 23 August 2021 Mayor Phillip Heaslip by District Council of Mount Remarkable
- Deputy Chair:
  - 29 July 2021 Mayor Rodney Reid by Wakefield Regional Council
  - 5 August 2021 Mayor Bill O'Brien by Light Regional Council
  - 23 August 2021 Mayor Ben Browne by Northern Areas Council

The Legatus Group CEO advised in the report with the agenda that the charter was silent on how elections are held.

The Legatus Group CEO advised he had been approached by Mayor Kerley advising that she would be seeking to have candidates provide a presentation on themselves and their reasons for nominating. The Legatus Group CEO advised he had provided this information to all candidates prior to the meeting.

Motion: That prior to the ballot each nominee provides an explanation of why they believe they should be elected to the various Legatus positions.

Moved: Mayor Leonie Kerley Seconded: Mayor Leon Stephens

**CARRIED**

Motion: That the election of the position of Chair and if needed Deputy Chairs be held via an exhaustive secret ballot.

Moved: Mayor Leon Stephens Seconded: Mayor Darren Braund

**CARRIED**

The Legatus Group CEO advised there was not a need for Mayors O'Brien and Browne to present but there may be subject to the outcome of the election for Chair. He then invited each candidate for Chair to speak based in the order of when their application had been received. All candidates spoke.

The Legatus Group CEO provided all eligible members with a blank piece of paper and asked each to provide their preferred candidate on that piece of paper. Kelly-Anne Saffin collected all slips and with Tony Fox and the Legatus Group CEO they counted the votes in private.

The meeting noted that for a decision there needed to be a vote received by 8 or more from board members present for one candidate to be able to declare that person elected.

The Legatus Group CEO advised the meeting that following the counting of votes there was no candidate with 8 or more votes and that the two candidates with the lowest numbers of votes had both received an equal number of votes. The meeting agreed that the next course of action was to eliminate one of these two candidates with the lowest number of votes via drawing one of their names from a container so that a further vote could take place.

Motion: That the selection of second candidate to contest the election be via a draw from the hat of the two names who had the equal second highest votes and to then move on with the exhaustive vote for Chair.

Moved: Mayor Ben Browne and Seconded: Mayor Mark Wasley

**CARRIED**

Under the scrutiny of Kell-Anne Saffin, Tony Fox and the Legatus Group CEO and in private the two candidate's names were written on separate pieces of paper and placed into a container so that neither name could be seen. The name of Mayor Peter Matthey was drawn as such eliminating him from the exhaustive vote.

The Legatus Group CEO provided all eligible members with a blank piece of paper and asked each to provide their preferred candidate from either Mayor Heaslip or Mayor Reid. Kelly-Anne Saffin collected all slips and with Tony Fox and the Legatus Group CEO they counted the votes in private.

The result of this count was that Mayor Phillip Heaslip received 8 or more votes. The Legatus Group CEO advised the meeting of this result and that as such Mayor Heaslip was elected as the Chair of the Legatus Group.

Mayor Phillip Heaslip on behalf of the meeting thanked Mayor Peter Matthey for his leadership of the Legatus Group and asked the Legatus Group CEO to continue the process for election of Deputy Chairs.

The Legatus CEO then invited all 3 candidates for the Deputy Chairs positions to speak in the order their application had been received. Mayor Reid advised that he did not have anything further to add from his initial presentation and Mayors O'Brien and Browne both spoke.

The Legatus Group CEO then provided all eligible members with a blank piece of paper and asked each to provide their two preferred candidates for the positions of Deputy Chairs. Kelly-Anne Saffin then collected all slips and with Tony Fox and Legatus Group CEO they counted the votes in private. The result was that Mayors O'Brien and Reid received the two highest number of votes and both were above the 8 votes or more.

The Legatus Group CEO then advised the meeting of this result and that as such both Mayors O'Brien and Reid were elected as Deputy Chairs.

Mayor Phillip Heaslip then Chaired the meeting.

## **2.4 Appointment of representatives to other organisations**

A report on the need for confirmation of appointments to the Yorke Mid North Alliance was provided with the agenda. This included the South Australian Regional Organisation of Councils appointments which were approved in 2021 and they remain until the 2022 LGA AGM was provided with the agenda.

Motion: That the Legatus Group appoints Mayor Phillip Heaslip and CEO Simon Millcock as the Legatus Group members of the Yorke Mid North Alliance.

Moved: Mayor Bill O'Brien    Seconded: Mayor Leonie Kerley **CARRIED**

Motion: That Legatus Group reviews its charter with a need to consider proxies at board meetings and the election process and term of positions for Chair and Deputy Chairs.

Moved: Mayor Ben Browne    Seconded: Mayor Bim Lange **CARRIED**

## **2.5 Delegations**

A report was provided with the agenda which included feedback from the Audit and Risk Management Committee.

Motion: That the following delegations are approved for 2021/2022

Delegation	To
Bank account signatories	Legatus Group CEO Simon Millcock Northern Areas CEO Colin Byles Finance Officer Colin Davies
Approving expenditure of budgeted items	Legatus Group CEO
Approving project briefs	Legatus Group CEO
Approving contracts within budget up to \$10,000	Legatus Group CEO
Calling for tenders, contracts and consultancies	Legatus Group CEO after consultation with Chair and Deputy Chairs
Appointing tenders, contracts and consultancies	Legatus Group CEO after assessment panel / reference group and with approval from Chair and Deputy Chairs
Recruitment of staff other than Chief Executive Officer	Legatus Group CEO
Performance management of Chief Executive Officer	Chair and Deputy Chairs
Performance management of staff and contractors	Legatus Group CEO

Moved: Mayor Rodney Reid      Seconded: Mayor Mark Wasley      **CARRIED**

## 2.6 Determination of Council subscriptions 2021/2022

A report was provided with the agenda which included comments from the Audit and Risk. General discussion held including that the budget and subscription amounts had been set with council input when the budget was adopted. There was general discussion on the setting of membership fees and that member councils may wish to raise this topic at further meetings. The meeting noted that the Audit and Risk Management Committee may wish to consider including this along with a review of the charter as outlined in item 2.4.

Motion:

1. That the 2021/2022 Constituent Council subscription is set at \$11,360.
2. The Legatus Group vary its Charter at Section 7.2.2 to read: The amount of each Constituent Council's subscription will be decided at the meeting where they adopt the Annual Business Plan and Budget and that subscriptions will be due and payable within one month of a written request from the Chief Executive Officer for payment.

Moved Mayor Ben Browne      Seconded: Mayor Ruth Whittle      **CARRIED**

## 2.7 Delegates Allowances

Chairman Mayor Phillip Heaslip and SAROC representatives Mayor Peter Matthey and Mayor Bill O'Brien left the room. Deputy Chair Mayor Rodney Reid chaired the meeting.

Motion: That the 2021/2022 delegates allowance is set at \$4,500 for the Chair and \$1,500 to be spread across the Legatus Group zone delegates for SAROC and the Local Government Association Board.

Moved: Mayor Leon Stephens      Seconded: Mayor Mark Wasley      **CARRIED**

Chairman Mayor Phillip Heaslip returned and resumed chairing the meeting.

### **3 OTHER BUSINESS**

#### **3.1 Legatus Group Committees**

The meeting noted the Legatus Group CEO's report and the currency of the Audit and Risk Management, Community Wastewater Management, Visitor Information Services and Road and Transport Infrastructure Advisory Committees appointments.

Motion: That the meeting notes the continuation of the current Legatus Group Committees

Moved: Mayor Roslyn Talbot    Seconded: Mayor Kathie Bowman

**CARRIED**

#### **3.2 The 2020/2021 Legatus Group meetings**

Motion: That the Legatus Group meetings for 2021/2022 are:

- Friday 10 December 2021 – Copper Coast Council
- Friday 11 March 2022 – Barossa
- Friday 10 June 2022 – Mt Remarkable
- Friday 9 September 2022 – Goyder + AGM

Moved: Mayor Leonie Kerley    Seconded: Mayor Bim Lange

**CARRIED**

### **4 Close of Meeting**

The meeting was closed by the Chair at 11.30am. Signed as a true and correct record:

Chairman \_\_\_\_\_ Dated \_\_\_\_\_