



ANNUAL GENERAL MEETING

Friday 30 August 2024 10am

**Hosted by Clare and Gilbert Valleys Council
Mintaro Institute 56 Burra Street Mintaro**

Notice is hereby given that the Annual General Meeting of the Northern and Yorke Local Government Association will be held on Friday 30 August 2024 starting 10am at the Mintaro Institute 56 Burra Street Mintaro SA.

A handwritten signature in black ink, appearing to read 'S. Millcock', is positioned above a horizontal line.

Simon Millcock

CEO Northern and Yorke LGA

<u>9:30–10:00am</u>	<u>Arrival and Morning Tea</u>	<u>Pages</u>
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Attachments

A – Minutes AGM 25/8/2023

B- Annual Reports

C- Budget Variation Regulation 10 Report for 2023-2024

I. MEETING PRELIMINARIES

Acknowledgement of Country: The meeting acknowledges the Ngadjuri people, the traditional owners of the land on which we meet today and we pay our respects to their Elders past and present and emerging and extend that respect to other Aboriginal and Torres Strait Islander people who are present today.

Mayor Rodney Reid Chairman to welcome.

1.1 Attendance and Apologies

Meeting Attendance

A meeting attendance sheet will be circulated.

Apologies: Mayors Darren Braund & Bim Lange. CEOs Sean Holden, Martin McCarthy, James Miller, Paul Simpson and Andrew Cameron

1.2 Confirmation of previous minutes

Recommendation: That the minutes of the Annual General Meeting held on 25 August 2023 at Peterborough Golf Club Park St Peterborough be taken as read and confirmed.

The unconfirmed minutes of the Legatus Group Annual General Meeting 25 August 2023 held at the Peterborough Golf Club Park St Peterborough (Attachment A) were distributed to all members and councils following the meeting and published on the website.

2. ANNUAL GENERAL MEETING REQUIREMENTS

2.1 Annual Report

Reports for Discussion

From: Simon Millcock, CEO, N&YLGA

Recommendation: That the Chairman, CEO and Chairman of Audit and Risk Management Committee Annual reports be accepted.

Background:

The Northern and Yorke LGA Charter requires that the AGM receives the Annual Report which may incorporate reports from committees and any representatives reports from other organisations. The Chairman Mayor Rodney Reid, CEO Simon Millcock and Stephen Rufus Chairman of the Audit and Risk Management Committee have prepared reports. These are contained in Attachment B. The Budget Variation Regulation 10 Report for 2023-2024 Attachment C I attached as presented to the N&YLGA Audit and Risk Management committee meeting on 20 August 2024

The Northern and Yorke LGA Charter clause 6.2 Annual Report says:

6.2.1 The NYLGA must each year, produce an Annual Report summarising the activities, achievements and financial performance of the NYLGA for the preceding Financial Year.

6.2.2 The Annual Report must incorporate the audited financial statements of the NYLGA for the relevant Financial Year.

6.2.3 The Annual Report must be provided to the Constituent Councils by 30 September each year.

2.2 Annual Financial Report

Reports for Discussion

From: Simon Millcock, CEO, N&YLGA

Recommendations:

- 1. That the Northern and Yorke Local Government Association annual financial statement for the year ending 30 June 2024 presents a fair view of the state of the financial affairs of the Northern and Yorke Local Government Association and that the board certifies the annual financial report.**
- 2. That the Northern and Yorke Local Government Association receives and notes the Budget Variation Regulation 10 Report for 2023-2024 as being compliant.**
- 3. That the Northern and Yorke Local Government Association writes to the Auditors Dean Newbery 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.**
- 4. That the Chair and Audit Committee Chair certify via their signature acceptance of the 2023/2024 Northern and Yorke Local Government Association independence of the audited annual financial statement.**
- 5. That the Legatus Group seeks the services of new auditors for the coming year.**

Background

The Charter requires that the AGM receive the audited financial statement for the preceding financial year. The 2023/2024 Northern and Yorke Local Government Association audited annual financial report was undertaken by Dean Newbery. This is the 5th year that Dean Newbery have undertaken the Audits. The financial report contained in Attachment B was prepared by Mr Colin Davies who is contracted by the Northern and Yorke Local Government Association to provide financial services and has received clearance on the financial statements by the Auditors.

The Northern and Yorke Local Government Association Audit and Risk Management Committee met on Tuesday 20 August 2024 and they received a copy of the report and passed the following motions:

1. Endorses the Northern and Yorke Local Government Association annual financial statement for the year ending 30 June 2024 as presenting a fair view of the state of the financial affairs of the Northern and Yorke Local Government Association and recommends that the board certifies the annual financial statement subject to receiving the final Auditors report.
2. Notes the Budget Variation Regulation 10 Report for 2023-2024 as being compliant and recommends that the Northern and Yorke Local Government Association receive and notes the report.
3. Recommends that the Northern and Yorke Local Government Association seek the services of new Independent Auditors.

These reports and statements form part of the Northern and Yorke Local Government Association Annual Report which will be distributed to Constituent Councils for inclusion with their own annual reporting requirements.

The regulations also require that on an annual basis, the Chief Executive Officer of each Constituent Council, the Legatus Group Chair and the Chair of the Audit Committee provide a statement of certification that the auditor is independent of the subsidiary. This has been completed by the CEOs.

2.3 Election of Office Bearers

The Chairman to step aside and CEO Simon Millcock to take the Chair for this item and to seek a non-board member to assist with the voting for Deputy Chairs.

Reports for Decision

From: Simon Millcock, CEO, N&YLGA

Recommendation: That the Northern and Yorke Local Government Association notes the report and:

- 1. Appoints Mayor Rodney Reid as the Chairman of the Northern and Yorke Local Government Association for a period of two years.**
- 2. Appoints Mayor [REDACTED] and Mayor [REDACTED] as Deputy Chairs for the Northern and Yorke Local Government Association for a period of two years.**

Background

The Charter requires that a Chair and two Deputy Chairs be elected at the AGM by and from the Board Members. The Chair and Deputy Chairs shall hold office from the Annual General Meeting at which they are elected for a period of two years.

On 10 July 2024 the N&YLGA CEO sent an email to all Mayors and CEOs advising that in compliance with item 3.5 of the Charter Chair of the Board it says:

3.5.1 A Chair and two Deputy Chairs shall be elected at Annual General Meetings by and from the Board Members. The Chair will be referred to as the President of NYLGA and the Deputy Chairs will be referred to as the Vice Presidents of NYLGA.

3.5.2 A proxy Board Member is not eligible to be elected to the office of Chair or Deputy Chair.

3.5.3 The Chair and Deputy Chairs shall hold office from the Annual General Meeting at which they are elected for a period of two years.

3.5.4 Nominations from Constituent Councils for the positions of Chair and Deputy Chairs must be in writing and must reach the Chief Executive Officer no later than one week prior to the date of the relevant Annual General Meeting that these positions become vacant.

At the 9 Sept 2022 AGM Mayor Reid was appointed Chairman and Mayor O'Brien as Deputy Chairman and at the General Meeting the 19 May 2023, Mayor Anderson was appointed as a Deputy Chairman. As such they all continue to hold office until the 2024 AGM.

The Annual General Meeting is being held on Friday 30 August 2024 and in keeping with the Charter the CEO must receive nominations in writing by cob Thursday 22 August 2024 to finalise the agenda.

Nominations received were:

Chairperson:

Wakefield Regional Council and Northern Areas Council nominated Mayor Rodney Reid

Deputy Chairpersons:

Wakefield Regional Council nominated Mayor Rodney Reid

Copper Coast Council nominated Mayor Roslyn Talbot

Northern Areas Council nominated Mayor Ken Anderson

Light Regional Council nominated Mayor Bill O'Brien

As there is only one nomination for the position of Chairperson this can be resolved by a show of hands.

Due to there being more than two nomination for the position of Deputy Chairperson then a secret ballot can be held. Voting slips will be provided at the meeting and an independent person be asked to assist with recording the votes.

Those seeking election for Deputy Chairs role may wish to speak briefly at the meeting.

2.4 Appoint representatives to other organisations

Reports for Discussion

From: Simon Millcock, CEO, N&YLGGA

Recommendation:

- 1. That the Northern and Yorke Local Government Association appoints the Chairperson and CEO as members of the Northern and Yorke Alliance.**
- 2. That Mayor [REDACTED] is the representative on the Northern and Yorke Landscape Board Aboriginal Engagement Committee.**

Background

The Charter requires that at the AGM appointments for representatives to other organisations occur.

Northern and Yorke Alliance

The Northern and Yorke Alliance is a formal alliance between RDA Yorke Mid North, Northern and Yorke Landscape Board and the Northern and Yorke Local Government Association and it includes RDA Barossa Light Gawler Adelaide Plains at these meetings. The alliance comprises the Chairs and CEOs of the organisations.

Five Nations Landscape Committee

The Northern and Yorke Local Government Association are financial members of the Northern and Yorke Landscape Board Five Nations Landscape Committee and their terms of reference include a position on the committee for the Northern and Yorke Local Government Association. Mayor Bill O'Brien joined this committee in 2021.

2.5 Delegations

Clause 2.6 of the Charter says by resolution delegate to a committee of the Northern and Yorke LGA, an employee, a Constituent Council or to a person for the time being occupying a particular office or position in the Northern and Yorke LGA any of its powers and functions under this Charter or the Act but may not delegate:

- the power to impose charges;
- the power to borrow money or obtain any other form of financial accommodation not contained in a Budget adopted by the Legatus Group;
- the power to approve expenditure of money on the works, services or operations of the Northern and Yorke LGA not contained in a Budget adopted by the Northern and Yorke LGA and approved by the Constituent Councils;
- the power to approve the reimbursement of expenses or payment of allowances to Board Members;
- the power to adopt or revise a Budget, Business Plan, Strategic Plan or Long-Term Financial Plan of the Northern and Yorke LGA;
- the power to adopt or revise financial estimates and reports.

A delegation is revocable at will and does not prevent the Northern and Yorke LGA from acting in a matter. Where a power or function is delegated to an employee, or a person occupying a particular office or position, that employee or person is responsible to the Chief Executive Officer for the efficient and effective exercise or performance of that power or function.

Recommendation: That the following delegations be approved for 2024/2025

Delegation	To
Bank account signatories	CEO Simon Millcock Finance Officer Colin Davies Stephen Rufus Chairman Audit and Risk Management Committee
Approving expenditure of budgeted items	CEO
Approving project briefs	CEO
Approving contracts within budget up to \$10,000	CEO
Approving contracts within budget over \$10,000	N&YLGA Executive Committee
Calling for tenders, contracts and consultancies	CEO after consultation with N&YLGA Executive Committee
Appointing tenders, contracts and consultancies	CEO after assessment panel / reference group and with approval from N&YLGA Executive Committee
Recruitment of staff other than Chief Executive Officer	CEO
Performance management of Chief Executive Officer	N&YLGA Executive Committee
Performance management of staff and contractors	CEO

2.6 Delegate Allowances

Note conflict of interest.

Reports for Discussion

From: Simon Millcock, CEO, N&YLGA

Recommendation: That the 2024/2025 allowance for the Chairpersons position is set at \$5,000.

Background

The Board has previously approved at its AGM an allocation of funds as an allowance to the Chair and the 2024/2025 Budget has an been approved and contains an allocation for an allowance.

3. OTHER BUSINESS

3.1 Committees

Reports for Discussion

From: Simon Millcock, CEO, Legatus Group

Recommendation:

- 1. That the board notes the report and thanks all those who have been involved with the advisory committees.**
- 2. The meeting supports for a further two years the continuation of the Northern and Yorke Local Government Association (1) Executive Committee including CEO [REDACTED] (2) Road Transport Infrastructure Advisory Committee and (3) Waste Management Advisory Committee and calls for expressions of interest including from board members for the Roads Transport Infrastructure and the Waste Management Advisory Committees.**
- 3. The Northern and Yorke Local Government Association seeks a response from those member councils who have not responded to the request for approval of the four members to the Audit and Risk Management Committee.**

Background: The Charter sets out at item 6.5 the formation of the Audit and Risk Management Committee 7.10 other committees. The current committees are:

3.1.1 Audit and Risk Management Committee

The N&YLGA meeting held on 7 June 2024 noted a report by the CEO and noted the 23 May 2024 minutes of the Audit and Risk Management Committee and approved:

- 1. The names of Mayor Rodney Reid, Mayor Stephen McCarthy, Stephen Rufus and Ian McDonald to be distributed to member council seeking confirmation of their membership of the Northern and Yorke Local Government Association Audit and Risk Management Committee.**
- 2. The Terms of Reference as presented for the Northern and Yorke Local Government Association Audit and Risk Management Committee.**

3. Request the member councils encourage a professionally qualified officer to apply to fill the vacancy for this position.

On 11 June the N&YLGA CEO emailed all Mayors and CEOs a copy of the draft 7 June 2024 minutes and sought confirmation from their councils on the following members for the Audit and Risk Management Committee Mayor Rodney Reid, Mayor Stephen McCarthy, Stephen Rufus and Ian McDonald. The CEO in the same email advised that the N&YLGA are also seeking member councils to encourage a professionally qualified officer to apply to fill the vacancy for this position. Plus, if there is anyone interested, to send through their details to the N&YLGA CEO for consideration by the board at their next meeting. A further email was distributed by the CEO on 8 August 2024 seeking confirmation from member councils.

6.4.1 of the Charter says: The N&YLGA must establish an Audit and Risk Management Committee to be comprised of five (5) persons nominated by the NYLGA and approved by the Constituent Councils.

At the time of preparing this agenda Mt Remarkable, Northern Areas, Port Pirie, Peterborough and Light Councils have advised they have endorsed the membership of Mayor Rodney Reid, Mayor Stephen McCarthy, Stephen Rufus and Ian McDonald. There have not been any expressions of interest for the vacant position.

This means that the proposed Audit and Risk Management Committee will not be able to be endorsed at the AGM and as such there will not be an approved Audit and Risk Management Committee beyond the AGM.

The Audit and Risk Management Committee discussed this matter at their 20 August 2024 meeting and recommended to:

1. Advises the Northern and Yorke Local Government Association Annual General Meeting that there has not been approval gained from all member councils of Mayor Rodney Reid, Mayor Stephen McCarthy, Stephen Rufus and Ian McDonald as members of the Audit and Risk Management Committee.
2. Recommends that the Northern and Yorke Local Government Association seeks a response from those member councils who have not responded to the request for approval of these four members to the Audit and Risk Management Committee.

Road and Transport Infrastructure Advisory Committee: The current Road and Transport Infrastructure Advisory Committee were appointed for a two-year term in line with their terms of reference. They commenced on 10 June 2022 and have met on a regular basis before the board meetings and have had their minutes and recommendations provided to the board. They included Dr Helen Macdonald, Kelly-Anne Saffin, Lee Wallis, Stuart Roberts, Tim Neumann, Steven Kaesler, Mitchell Foote, Andre Kompler and Karen Lee-Jones. Since then, Kelly-Anne Saffin and Karen Lee-Jones have left and Daniel Willson RDA Yorke Mid North, Scott Reid Northern Areas, Russell Troup Dept Infrastructure Transport and Mayor Leon Stephens Port Pirie Regional Council have joined the committee. The 2023 Strategic plan review – continues to show roads and transport as a major interest for the N&YLGA.

Community Wastewater Management Advisory Committee: The Community Wastewater Management Advisory Committee were appointed for a 2 year term following the 9 September 2022 Legatus Group Committee. They are currently Grant Smith, Gary Easthope, Kirsty Morgan, Megan Renzella and Nathan Berry. Mayor Stephens was appointed and has since submitted a

resignation from this committee and they have not met for several months. This committee was formed to assist with managing the funding agreement with LGA CWMS Management Committee and this was finalised in 2023.

Waste Management Advisory Committee: The Waste Management Advisory Committee have been appointed for a two-year term and their first meeting occurred on 26 August 2022 and included Mayor Mark Wasley, Stephen Rufus, Andre Kompler, Ivan Nolte, Tom Jones and Lynette Seccafien. Lynette Seccafien has since left the committee and Kirsty Morgan and Megan Renzella have joined. They have met on a regular basis providing their minutes and recommendations to the board during this time. They have not met since May 2024 as they await the outcome of the AGM. The 2023 Strategic Plan review – continues to show waste management as a major interest for the N&YLGA.

Northern and Yorke Local Government Association Executive Committee: This committee was formed in 2024 and includes the Chair, Deputy Chairs and currently CEO Dylan Strong and the N&YLGA CEO. Subject to the outcome of the Deputy Chair positions item 2.3 of this agenda Dylan may no longer be eligible. Under the terms of reference for the Executive Committee this position needs to be from different council to the Chair and Deputy Chairs. As such there may need to be a call for a nomination from the floor at the meeting.

3.2 2023/2024 Legatus Group Meetings

Reports for Discussion

From: Simon Millcock, CEO, Legatus Group

Recommendations: That the 2024/2025 Northern and Yorke Local Government Association meetings are held as follows:

- 1. Friday 29 November 2024 hosted by the Barunga West Council**
- 2. Friday 28 February 2025 hosted by the Copper Coast Council**
- 3. Friday 6 June 2025 hosted by District Council Orroroo Carrieton**
- 4. Friday 29 August 2025 including AGM hosted by Regional Council of Goyder**

Background:

The practice has been for ordinary meetings to be held quarterly and to be held at times that best aligns with the dates required by the Charter. The list of councils hosting meetings in the past 7 years is:

2018: Adelaide Plains, Light Regional, Northern Areas and The Barossa.

2019: Peterborough, Wakefield Regional, Port Pirie Regional and Barunga West Council.

2020: Clare and Gilbert Valleys and The Flinders Ranges

2021: Yorke Peninsula, Adelaide Plains, Orroroo Carrieton and Copper Coast

2022: The Barossa, Mt Remarkable, Goyder and Light.

2023: Port Pirie, Northern Areas, Peterborough and Wakefield Regional Council

2024: Yorke Peninsula, The Flinders Ranges and Clare and Gilbert Valleys.

4. CLOSE