



**NOTICE** is hereby given that a CEO Performance Review Committee is to be held at the Council Chambers, 43 Dauncey Street, Kingscote on Thursday, 19 September 2019 at 1:30pm

A handwritten signature in black ink, appearing to read "GG", is positioned above the printed name.

.....  
Greg Georgopoulos  
Chief Executive Officer

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## **AGENDA**

**1. OPENING BY THE CHAIRPERSON**

**2. PRESENT**

**3. APOLOGIES**

**4. CONFIRMATION OF PREVIOUS MEETINGS**

*Not applicable – this is the first meeting of the Kangaroo Island Council CEO Performance Review Committee, established by Council 9 July 2019.*

**5. BUSINESS ARISING FROM MEETINGS**

*Not applicable – this is the first meeting of the Kangaroo Island CEO Performance Review Committee Management Committee.*

## 6. GENERAL BUSINESS

### 6.1 CEO Performance Review Committee Terms of Reference

<b>Meeting Date</b>	18 September 2019
<b>Author</b>	Greg Georgopoulos
<b>Title</b>	Chief Executive Officer
<b>Attachments</b>	Refer to attachment
<b>File Ref - Records</b>	<a href="#">12.2.7</a>
<b>Hours to compile</b>	2.0
<b>Strategic Plan Ref</b>	Reference to Council's 2014-18 Strategic Plan:
Cost Management	5.1 - Remove inefficiencies in Core Business processes and de-risk business.
Revenue	Nil
Stimulus / Service	27.1 - Ensure that our people, culture, strategies, plans and policies support the organisation and delivery of Council and Community outcomes.
<b>Purpose</b>	The newly established CEO Performance Review Committee need to review their Terms of Reference.
<b>Executive Summary</b>	At the 9 July 2019 Council Meeting the CEO Performance Review Committee was established, and the Terms of Reference adopted subject to the Committee to review the membership clause once an independent Performance Review Consultant had been appointed.
<b>Recommendation</b>	That the Committee receive the Terms of Reference for information and will amend the membership clause once the independent consultant has been appointed.

#### Discussion

The following motions were resolved at the 9 July 2019 Council Meeting:

Moved Cr G Teasdale	Seconded Cr S Mumford
That Council, pursuant to Section 41 Part 2 of the Local Government Act resolves to appoint an advisory Committee to undertake the CEO Performance Review.	
CARRIED.	Minute: C242:2019

Moved Cr P Denholm	Seconded Cr L Irwin
That Council appoints the following members to the CEO Performance Review Committee:	
Cr G Teasdale, Chairperson	
Cr P Tiggemann	
CARRIED.	Minute: C244:2019

Moved Cr S Pledge	Seconded Cr P Denholm
That Council adopts the Terms of Reference for the CEO Performance Review Committee subject to the Committee's to review of the membership clause.	
CARRIED.	Minute: C245:2019

We now welcome Deputy Mayor Teasdale as Chairperson and Cr Tiggemann to the inaugural meeting of the Section 41 CEO Performance Review Committee.

The proposed Terms of Reference were adopted by Council, with the Committee to review this and if any further changes are required they can be re-presented to Council for adoption.

**Governance Considerations**

*(relates to consistent management, cohesive policies, guidance, processes and decision-rights for a given area of responsibility)*

The review process provides a mechanism to ensure good governance of the CEO Performance Review Committee and allows the Committee to consider any changes and make recommendations back to Council.

**Risk Management Considerations**

*(identification, assessment, and prioritization of risks (defined as the effect of uncertainty on objectives, whether positive or negative) followed by coordinated and economical application of resources to minimize, monitor, and control the probability and/or impact of unfortunate events or to maximize the realization of opportunities)*

Nil at this time

**Economic Considerations**

*(Assessment of likely financial implications of pursuing a course of action)*

Nil at this time.

**Social Considerations**

*(Assessment of likely impacts with the Community)*

Nil at this time.

**Environmental Considerations**

*(Assessment of likely impacts on the environment)*

Nil at this time.

**Climate Change - Adaptation considerations**

*(Assessment of likely positive or negative implications of this decision on Council's need to adapt its way of delivering Policy or Works to adapt to the challenges created by Climate Change)*

Nil at this time.

# KANGAROO ISLAND COUNCIL CEO PERFORMANCE REVIEW COMMITTEE



## TERMS OF REFERENCE

### 1. ESTABLISHMENT

- 1.1. The CEO Performance Review Committee of Council is established under Section 41 of the *Local Government Act 1999* (the Act).

### 2. PURPOSE

- 2.1 The Committee's primary purpose, in conjunction with the CEO, is to establish relevant performance objectives for the CEO and for the Committee to undertake the annual formal review of the performance of the CEO against that performance criteria, including as set out within the CEO Employment Agreement.
- 2.2 The Committee's secondary purpose is, upon the completion of the performance review process, to undertake an annual review of the CEO's remuneration in accordance with the Employment Agreement.

### 3. DELEGATED POWERS

- 3.1 The Committee has no power or authority to make delegated decisions on Council's behalf – the Committee is an advisory Committee.

### 4. ROLE AND RESPONSIBILITIES

- 4.1 To provide advice to Council on the CEO's performance and development, including the following matters:
  - 4.1.1 Determining performance targets for the forthcoming 12 month performance period.
  - 4.1.2 Monitoring the progress on the CEO's agreed performance targets for the current 12 month performance period.
  - 4.1.3 Reviewing the CEO's performance over the preceding 12 month performance period, in particular the performance against the agreed performance targets, Employment Agreement and position description requirements.
  - 4.1.4 Identifying development opportunities for the CEO.
  - 4.1.5 Reviewing the remuneration and conditions of employment of the CEO.
  - 4.1.6 Making any recommendations to Council on any review of the CEO Employment Agreement.

In undertaking the Role, the Committee will appoint an independent organisation to assist with the conduct the performance reviews of the CEO for consideration of the Committee.

## **5. OTHER MATTERS**

The Committee shall:

- 5.1 Have access to reasonable resources in order to carry out its duties, recognising the constraints within Council's Budget.
- 5.2 Be provided with appropriate and timely training, both in the form of an induction program for new members and on an ongoing basis for all members.
- 5.3 Give due consideration to laws and regulations of the Local Government Act.
- 5.4 Where the Committee is required to act jointly with or to obtain the concurrence of the CEO in the performance of its functions, the Council expects that both parties will negotiate and consult in good faith to achieve the necessary objectives.

## **6. MEMBERSHIP**

- 6.1 The Membership of the Committee will be as appointed by resolution of the Council.
- 6.2 In considering appointments to the Committee, Council should give consideration to the diversity of the membership.
- 6.3 Appointments to the Committee shall be for a period of up to three (3) years.
- 6.4 Members of the Committee are eligible for reappointment at the expiration of their term of office.

## **7. SITTING FEES**

- 7.1 If an independent member is appointed, a sitting fee is to be determined by Council for attendance at meetings and authorised training sessions.

## **8. PRESIDING MEMBER**

- 8.1 The Council will appoint the Presiding Member of the Committee.
- 8.2 If the Presiding Member of the Committee is absent from a meeting, then a member of the Committee chosen from those present will preside at the meeting until the Presiding Member is present.
- 8.3 The role of the Presiding Member includes:
  - 8.3.1 overseeing and facilitating the conduct of meetings in accordance with Local Government Act; and the Local Government (Procedures at Meetings) Regulations 2013 (the Regulations).
  - 8.3.2 Ensuring all Committee members have an opportunity to participate in discussions in an open and encouraging manner.

## **9. REPORTING RESPONSIBILITIES**

- 9.1 The minutes of each Committee meeting will be included in the agenda papers of the next ordinary meeting of the Council.
- 9.2 The Committee shall make whatever recommendations to the Council it deems appropriate on any area within its terms of reference where in its view action or improvement is needed.

## **10. MEETING PROCEDURE**

- 10.1 Meeting procedure for the Committee is as set out in the Local Government Act and Local Government (Procedures at Meetings) Regulations.

- 10.2 A quorum for the Committee shall constitute half the membership, ignoring any fraction from the division, plus one (1).
- 10.3 All decisions of the Committee shall be made on the basis of a majority decision of the members present.

## **11. FREQUENCY OF MEETINGS**

- 11.1 The Committee shall meet at appropriate times and places as determined by the Committee. A special meeting of the Committee may be called in accordance with the Local Government Act.

## **12. NOTICE OF MEETINGS**

Notice of the meetings of the Committee will be given in accordance with the Local Government Act:

- 12.1 To members of the Committee by email or as otherwise agreed by Committee members.
- 12.2 3 clear days before the date of the meeting.
- 12.3 A minimum of four (4) hours' notice shall be given for any Special Meetings of the Committee.
- 12.4 To the public as soon as practicable after the time that notice of the meeting is given to members by causing a copy of the notice and agenda to be displayed at the Council's offices and on the Council's website.

## **13. PUBLIC ACCESS TO MEETINGS & DOCUMENTS**

- 13.1 Members of the public are able to attend all meetings of the Committee, unless prohibited by resolution of the Committee under the confidentiality provisions of the Local Government Act.
- 13.2 Members of the public have access to all documents relating to the Committee unless prohibited by resolution of the Committee under the confidentiality provisions of the Local Government Act.

## **14. MINUTES OF MEETINGS**

Minutes shall be kept of all meetings of the Committee:

- 14.1 Each member shall receive a copy of the minutes within five (5) days of the meeting of the Committee.
- 14.2 The minutes shall be confirmed at the next regular meeting with or without amendments.
- 14.3 One (1) copy of all minutes shall be supplied to the Council before its next meeting following that of the Committee.
- 14.4 A copy of the minutes shall be placed on public exhibition at the Council front Office within five (5) days of the meeting of the Committee.

## **15. CONDUCT AND DISCLOSURE OF INTERESTS**

- 15.1 Members of the Committee must comply with the conflict of interest provisions of the Local Government Act.
- 15.2 Members of the Committee must comply with the Code of Conduct for Council Members and Chapter 5 Part 4 of the Local Government Act relating to Conduct and Disclosure of Interests.

## **16. SECRETARIAL SUPPORT**

- 16.1 The Council will provide a Secretariat for the purposes of co-ordination and preparation of agendas and reports for and minutes of Committee meetings and as a point of contact for all Committee members.

## 6.2 CEO Performance Review Committee Meeting Dates

<b>Meeting Date</b>	18 September 2019
<b>Author</b>	Greg Georgopoulos
<b>Title</b>	Director Council Services
<b>Attachments</b>	Nil
<b>File Ref - Records</b>	<a href="#">12.2.7</a>
<b>Hours to compile</b>	2.0
<b>Strategic Plan Ref</b>	Reference to Council's 2014-18 Strategic Plan:
Cost Management	5.1 - Remove inefficiencies in Core Business processes and de-risk business.
Revenue	Nil
Stimulus / Service	27.1 - Ensure that our people, culture, strategies, plans and policies support the organisation and delivery of Council and Community outcomes.
<b>Purpose</b>	To set the dates for the Committee Meetings.
<b>Executive Summary</b>	In accordance with the Local Government Act Part 2 Section 87 (1) The Committee must set its meeting dates.
<b>Recommendation</b>	That the CEO Review Committee meet twice yearly on the 3 <sup>rd</sup> Wednesday of the month in May and November.

### Discussion

The Local Government Act 1995 (the Act) requires Councils to undertake a review of the CEO's performance at least once each year.

Mr Greg Georgopoulos was appointed CEO on the 18 June 2019. It is recommended that the Committee meet twice annually to review the performance of the CEO and address any concerns that the CEO may have.

Meeting dates are suggested to be 3<sup>rd</sup> Wednesday of the month in May and November.

### Governance Considerations

*(relates to consistent management, cohesive policies, guidance, processes and decision-rights for a given area of responsibility)*

Nil at this time.

### Risk Management Considerations

*(identification, assessment, and prioritization of risks (defined as the effect of uncertainty on objectives, whether positive or negative) followed by coordinated and economical application of resources to minimize, monitor, and control the probability and/or impact of unfortunate events or to maximize the realization of opportunities)*

Nil at this time.

### Economic Considerations

*(Assessment of likely financial implications of pursuing a course of action)*

Nil at this time.

### Social Considerations

*(Assessment of likely impacts with the Community)*

Nil at this time.

### 6.3 Appointment of Independent Consultant

<b>Meeting Date</b>	18 September 2019
<b>Author</b>	Greg Georgopoulos
<b>Title</b>	Chief Executive Officer
<b>Attachments</b>	Nil
<b>File Ref - Records</b>	<a href="#">12.2.7</a>
<b>Hours to compile</b>	2.0
<b>Strategic Plan Ref</b>	Reference to Council's 2014-18 Strategic Plan:
Cost Management	5.1 - Remove inefficiencies in Core Business processes and de-risk business.
Revenue	Nil
Stimulus / Service	27.1 - Ensure that our people, culture, strategies, plans and policies support the organisation and delivery of Council and Community outcomes.
<b>Purpose</b>	To appoint an independent consultant to carry out the CEO Performance Review
<b>Executive Summary</b>	Two Elected Members have been appointed to the CEO Performance Review Committee, with the requirement for the Committee to appoint an independent consultant to complete the Committee membership.
<b>Recommendation</b>	That the Committee appoint ..... for a period of 2 years to perform the CEO Performance Review on behalf of the Committee and Council.

#### Discussion

The following companies are all highly regarded Performance Review specialists.

#### McArthur Pty Ltd

McArthur has been delivering recruitment and career solutions to Federal, State and Local Australian Government for clients for 35 years

Full details of their services can be found at: <http://www.mcarthur.com.au/>

#### Hender Consulting Pty Ltd

They provide services which include Independent Executive Performance Reviews, they are regularly engaged to conduct confidential independent executive appraisals for a range of public and private entities.

Full details of their services can be found at: <https://www.hender.com.au/>

#### AME Recruitment Pty Ltd

AME Recruitment has considerable experience in working with metropolitan and regional Councils to facilitate Annual Performance Reviews,

AME undertake a series of 360 degree performance reviews for CEO's, General Managers and mid-level management. Their expertise includes Local Government, Private Sector, Public Sector and the Not for Profit Sectors.

Their 360 degree surveys can also include face to face interviewing of respondents. This allows AME to achieve a greater understanding of the performance and also gives an insight into the themes and feelings of the recipients.

Full details of their services can be found at: <https://www.amerecruitment.com.au/>

### LGA

The LGA Human Resources team has provided a detailed proposal (attached)

### Brian Cunningham and Associates

Brian has an extensive range of contacts and associates within the private and public sectors. In his consultancy practice (Brian Cunningham and Associates), he brings together unique teams to provide services to enhance productivity, improve workplace environments and ultimately build better organisations - through people strategies. He is an experienced change management and strategic leadership practitioner.

As a successful Executive Coach Brian is highly sought by executives at all levels in government, private enterprise and in elite sport. His focus is on the development of Emotional Intelligence as a critical aspect of leadership success.

<http://www.briancunningham.com.au/>

### Bespoke HR

Paulette Kolarz is widely recognised as one of Australia's leading authorities in Human Resource Management and is extremely passionate about partnering great HR platforms and strategies with effective and ongoing Leadership and Management Development.

[bespokehr.com.au](http://bespokehr.com.au)

The committee could elect to go out to an expression of interest to all of these companies.

### **Governance Considerations**

*(relates to consistent management, cohesive policies, guidance, processes and decision-rights for a given area of responsibility)*

In accordance with the Local Government Act requirements and the CEO's contract.

### **Risk Management Considerations**

*(identification, assessment, and prioritization of risks (defined as the effect of uncertainty on objectives, whether positive or negative) followed by coordinated and economical application of resources to minimize, monitor, and control the probability and/or impact of unfortunate events or to maximize the realization of opportunities)*

To ensure good governance and a healthy culture within Council.

### **Economic Considerations**

*(Assessment of likely financial implications of pursuing a course of action)*

Nil at this time.

### **Social Considerations**

*(Assessment of likely impacts with the Community)*

Nil at this time.

**Environmental Considerations**

*(Assessment of likely impacts on the environment)*

Nil at this time.

**Climate Change - Adaptation considerations**

*(Assessment of likely positive or negative implications of this decision on Council's need to adapt its way of delivering Policy or Works to adapt to the challenges created by Climate Change)*

Nil at this time.

**4. CLOSURE BY CHAIRPERSON**