

# Minutes of the Meeting of the Board of Northern Adelaide Waste Management Authority

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**Date:** 14/05/2020

**Time:** 4.03pm

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**Venue:** Videoconference via Zoom

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## Welcome

### 1. PRESENT

Mr Brian Cunningham	Independent Chairperson
Mr Sam Green	City of Playford
Cr Shirley Halls	City of Playford
Cr Clint Marsh	City of Playford (Deputy)
Mr Charles Mansueto	City of Salisbury
Cr Julie Woodman	City of Salisbury
Cr Graham Reynolds	City of Salisbury
Mr Henry Inat	Town of Gawler
Cr Paul Koch	Town of Gawler
Cr Paul Little	Town of Gawler
Mr Peter Brass	Audit Committee Independent Chairperson
Mr Mark McAllister	Audit Committee Independent Member
Mr Mark Labaz	Audit Committee Independent Member

### 2. IN ATTENDANCE

Mr Adam Faulkner	Chief Executive Officer
Mr Danial Dunn	Chief Operations Officer
Mrs Rachel Zhou	Finance Manager
Mrs Amy Hosking	Executive Assistant

### APOLOGIES

Ms Grace Pelle	City of Playford
Cr Diane Fraser	Town of Gawler (Deputy)

***Mr Mansueto attended the meeting at 4.04pm***

***Mr Inat attended the meeting at 4.04pm***

### 3. DISCLOSURE OF CONFLICTS

Declaration of the following;

#### Conflicts of Interest

That all members of the Board declare that they have read and considered all papers circulated within this agenda and had no known conflict of interest or potential conflict of interest with respect to those matters. If a conflict becomes apparent during discussion, then the member will declare at that time.

***Mr Brass and Mr Labaz declared a perceived conflict on Agenda Item 8.5 due to their positions on the City of Playford Corporate Governance Committee and would manage these conflicts by not participating in the discussion.***



### Confidentiality Statement

Members of the Board and Audit Committee are reminded of their obligations under Clause 7.4.15 of the NAWMA Charter to keep confidential documents and any information provided to them on a confidential basis for their consideration prior to a meeting of the Board and Audit Committee, until such time as these matters have been considered and the Board determines that they are appropriate to be released to the public generally.

## 4. CONFIRMATION OF MINUTES

Moved Cr Woodman that the Minutes of the Northern Adelaide Waste Management Authority Board and Audit Committee Meeting held on Thursday, 27 February 2020 be received, confirmed and adopted.

Seconded Cr Halls

**Carried**

Moved Cr Woodman that the Circular Resolution of the Northern Adelaide Waste Management Authority Board distributed on Friday, 13 March 2020 and passed on Thursday, 19 March 2020 be received, confirmed and adopted

Seconded Cr Halls

**Carried**

Moved Mr Labaz that the Minutes of the Northern Adelaide Waste Management Authority Audit Committee held on Thursday, 20 February 2020 be received, confirmed and adopted by the Audit Committee

Seconded Cr Reynolds

**Carried**

Moved Cr Woodman that the Minutes of the Northern Adelaide Waste Management Authority Audit Committee held on Thursday, 20 February 2020 be received and noted by the Board

Seconded Cr Halls

**Carried**

## 5. MATTERS ARISING FROM THE MINUTES

### 5.1. Capital Works Program Summary (standing item)

Moved Cr Little that the Report is received and noted.

Seconded Cr Reynolds

**Carried**

## 6. QUESTIONS WITHOUT NOTICE

Nil

## 7. CONFIDENTIAL ITEMS

### 7.1. Landfill Alternative Project

1. Moved Mr Mansueto that the Northern Adelaide Waste Management Authority Board and Audit Committee recommend that pursuant to Section 90(2) and (3) of the Local Government Act 1999, the Northern Adelaide Waste Management Authority orders that the public, with exception of the Northern Adelaide Waste Management Authority staff present, be excluded from the meeting on the basis that the Northern Adelaide Waste Management Authority Board and Audit Committee will receive, discuss and consider:

(d) commercial information of a confidential nature (not being a trade secret) the disclosure of which –

- (i) could reasonably be expected to prejudice the commercial position of the person who supplied the information, or to confer a commercial advantage on a third party; and
- (ii) would, on balance, be contrary to public interest;

And the Northern Adelaide Waste Management Authority Board and Audit Committee is satisfied that, the principle that the meeting should be conducted in a place open to the public, has been outweighed by the need to keep the receipt/discussion/consideration of the report and discussion confidential

Seconded Cr Woodman

**Carried**



2. Moved Mr Inat that the Report is received and noted  
Seconded Cr Halls **Carried**

3. Moved Cr Little that under Section 91(7) and (9) of the Local Government Act 1999 the Northern Adelaide Waste Management Authority Board and Audit Committee orders that the report and discussion be kept confidential for a period not exceeding 12 months, after which time the order will be reviewed  
Seconded Cr Woodman **Carried**

4. Moved Cr Halls that the meeting moves out of confidence  
Seconded Cr Woodman **Carried**

## **7.2. Conflict of Interest – Legal Advice**

1. Moved Cr Halls that the Northern Adelaide Waste Management Authority Board and Audit Committee recommend that pursuant to Section 90(2) and (3) of the Local Government Act 1999, the Northern Adelaide Waste Management Authority orders that the public, with exception of the Northern Adelaide Waste Management Authority staff present, be excluded from the meeting on the basis that the Northern Adelaide Waste Management Authority Board and Audit Committee will receive, discuss and consider:

(h) legal advice

And the Northern Adelaide Waste Management Authority Board and Audit Committee is satisfied that, the principle that the meeting should be conducted in a place open to the public, has been outweighed by the need to keep the receipt/discussion/consideration of the report and discussion confidential

Seconded Cr Woodman **Carried**

2. Moved Mr Green that the Report is received and noted  
Seconded Cr Halls **Carried**

3. Moved Mr Green that under Section 91(7) and (9) of the Local Government Act 1999 the Northern Adelaide Waste Management Authority Board and Audit Committee orders that the report and discussion be kept confidential for a period not exceeding 12 months, after which time the order will be reviewed  
Seconded Cr Little **Carried**

4. Moved Cr Woodman that the meeting moves out of confidence  
Seconded Cr Halls **Carried**

## **7.3. Operational Report**

1. Moved Cr Reynolds that the Northern Adelaide Waste Management Authority Board and Audit Committee recommend that pursuant to Section 90(2) and (3) of the Local Government Act 1999, the Northern Adelaide Waste Management Authority orders that the public, with exception of the Northern Adelaide Waste Management Authority staff present, be excluded from the meeting on the basis that the Northern Adelaide Waste Management Authority Board and Audit Committee will receive, discuss and consider:

(d) commercial information of a confidential nature (not being a trade secret) the disclosure of which –

- (i) could reasonably be expected to prejudice the commercial position of the person who supplied the information, or to confer a commercial advantage on a third party; and
- (ii) would, on balance, be contrary to public interest;

And the Northern Adelaide Waste Management Authority Board and Audit Committee is satisfied that, the principle that the meeting should be conducted in a place open to the public, has been outweighed by the need to keep the receipt/discussion/consideration of the report and discussion confidential

Seconded Cr Halls **Carried**



2. Moved Cr Halls that the Report is received and noted.  
Seconded Cr Woodman                      **Carried**

3. Moved Mr Inat that under Section 91(7) and (9) of the Local Government Act 1999 the Northern Adelaide Waste Management Authority Board and Audit Committee orders that the report and discussion be kept confidential for a period not exceeding 12 months, after which time the order will be reviewed

Seconded Mr Mansueto                      **Carried**

4. Moved Cr Woodman that the meeting moves out of confidence  
Seconded Cr Koch                              **Carried**

## **8. NAWMA MANAGEMENT AND ADMINISTRATION REPORT**

### **Reports for Decision**

#### **8.1. Draft Annual Business Plan 2020/2021**

Moved Cr Woodman that the Board and Audit Committee authorise the Draft 2020/2021 Annual Business Plan to be distributed to Constituent Councils for review, consideration and endorsement.

Seconded Cr Halls                              **Carried**

#### **8.2. 2019/2020 Budget Review Two (2)**

Moved Mr Inat that the Audit Committee endorse, and the Board adopt Budget Review Two (BR2) financial reports for the 2019/2020 financial year and Management be instructed to distribute Budget Review Two (BR2) to Constituent Councils.

Seconded Mr Mansueto                      **Carried**

#### **8.3. Long Term Financial Plan**

Moved Mr Green that the Board and Audit Committee authorise the key assumptions (Section 2) projected in the Long Term Financial Plan, and that the Board and Audit Committee acknowledge that ongoing reviews and updates will be undertaken by NAWMA's Administration along with Annual Budget, Annual Business Plan and other statutory Budget Reviews.

Seconded Mr Mansueto                      **Carried**

#### **8.4. Draft Treasury Management Policy**

Moved Cr Reynolds that the Board and Audit Committee instruct NAWMA's Administration to bring back a final draft Treasury Management Policy for consideration, endorsement and adoption at the scheduled June 2020 meetings.

Seconded Cr Koch                              **Carried**

#### **8.5. FOGO Discussion**

Moved Cr Reynolds that the Board endorse the position of removing the price point in the forward years (commencing 2021/2022) for the household Food Organic Garden Organic service, and the Board authorise the Chief Executive Officer to commence consultation with Constituent Councils on the pass-through costs, funding models, and forecast savings.

Seconded Cr Woodman                      **Carried**

#### **8.6. Vacant Land Disposal**

Moved Cr Woodman that the Board endorse NAWMA's Chief Executive Officer to investigate the possible sale of the vacant land known as 3304, CT Volume 5330, Folio 351, with a Report to be tabled at a subsequent Board Meeting

Seconded Mr Mansueto                      **Carried**

***Mr Inat, Cr Koch and Cr Little left the meeting at 5.50pm and did not return***



### **8.7. Audit Committee Member Terms and Terms of Reference Update**

Moved Cr Woodman that:

1. The current terms of the Independent Members of the Audit Committee are extended to June 30 2020,
2. The Chief Executive Officer be authorised to advertise the three (3) Independent Member vacancies with terms to commence 1 July 2020, and;
3. The Audit Committee Terms of Reference updates are received, noted and adopted.

Seconded Cr Halls

**Carried**

### **Reports for Information**

#### **8.8 Service Level Agreements**

Moved Cr Woodman that the Report is received and noted.

Seconded Cr Halls

**Carried**

#### **8.9. LGRS Action Plan (standing item)**

Moved Cr Halls that the Report is received and noted, and the Board continue to be updated on the progress of the Action Plan

Seconded Mr Mansueto

**Carried**

#### **8.10. 2019/2020 Annual Business Plan Progress**

Moved Cr Woodman that the Report is received and noted.

Seconded Cr Marsh

**Carried**

#### **8.11. WHS Steering Committee Minutes**

Moved Cr Marsh that the Report is received and noted.

Seconded Cr Halls

**Carried**

### **9. OTHER BUSINESS**

#### **9.1. Advocacy**

Verbal update only

#### **9.2. Documents for Board**

NAWMA Chief Executive Officer informed the Board that two (2) documents would be accompanying the Minutes of this meeting when distributed, (1) Board Self-Assessment Evaluation Questionnaire for completion and (2) Related Party Disclosure forms as NAWMA's Key Management Personnel for legislative requirements.

### **10. NEXT MEETING OF THE BOARD**

The next meeting of the Board is to be held on Thursday 25 June 2020 at 4.00pm at NAWMA Boardroom: 71-75 Woomera Avenue, Edinburgh Park (should restrictions be lifted)

The next meeting of the Audit Committee is to be held on Thursday 18 June 2020 at 8.00am in Brian Cunningham's Boardroom; Level 11/175 Pirie Street, Adelaide (should restrictions be lifted)

### **11. CLOSURE OF THE MEETING**

The meeting closed at 5.57pm

