

CONFIDENTIAL ITEMS 2003 – FEBRUARY 2025

#	Date	Item Title	Confidential Order Details	Item being kept confidential - Agenda/ Attachment/ Minutes	Reason regarding retention or recommend-action to release	Resolution Regarding Action	Last Review Date	Next Review Date	Date Released
265	3 February 2025	Mount Barker Region Wastewater Utility Board – Appointment And Remuneration Of Board Members	<u>Section 90 (3) (a) Order</u> 1. Pursuant to Section 90(3)(a) of the Local Government Act 1999 the Council orders that all members of the public except Chief Executive Officer, Executive Manager, General Manager Corporate, General Manager Infrastructure, General Manager Planning and Regulatory Services, Head of Wastewater and the Minute Secretary be excluded from attendance at the meeting for Agenda Item 18.1 Confidential Item: Mount Barker Region Wastewater Utility Board – Appointment and Remuneration of Board Members. The Council is satisfied that pursuant to Section 90(3)(a) of the Act, the information to be received, discussed or considered in relation to this Agenda item is information the disclosure of which would involve the unreasonable disclosure of information concerning the personal affairs of applicants considered for appointment through the Expression of Interest process, in that details of their suitability for appointment will be discussed, which are sensitive and are details only known to those who have participated in the selection and appointment expression of interest process. The Council is satisfied that the principle that the meeting be conducted in a place open to the public has been outweighed in the circumstances because the disclosure of details of what may prematurely be disclosed before discussing with the applicants the outcome of the expression of interest for appointment process. <u>Section 91(7) Order</u> 10. Pursuant to Section 91(7) That having considered Agenda Item 18.1 Confidential Item: Mount Barker Region Wastewater Utility Board – Appointment and Remuneration of Board Members, in confidence under 90(2) and 3(a) of the Local Government Act 1999, the Council pursuant to Section 91(7) of the	Documents and the minutes	The Council is satisfied that pursuant to Section 90(3)(a) of the Act, the information to be received, discussed or considered in relation to this Agenda item is information the disclosure of which would involve the unreasonable disclosure of information concerning the personal affairs of applicants considered for appointment through the Expression of Interest process, in that details of their suitability for appointment will be discussed, which are sensitive and are details only known to those who have participated in the selection and appointment expression of interest process. The Council is satisfied that the principle that the meeting be conducted in a place open to the public has been outweighed in the circumstances because the	Documents and the minutes be retained in confidence until all applicants have been advised of the outcome of the Expression of Interest process or such lesser period as may be determined by the Chief Executive Officer and that this order be reviewed every 12 months.		Within months 12	Redacted Agenda and Redacted Minutes released on website 13 February 2025

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			Act orders that the documents and the minutes be retained in confidence until all applicants have been advised of the outcome of the Expression of Interest process or such lesser period as may be determined by the Chief Executive Officer and that this order be reviewed every 12 months.		disclosure of details of what may prematurely be disclosed before discussing with the applicants the outcome of the expression of interest appointment process.				

PART RELEASED

18. CONFIDENTIAL REPORTS

**18.1 REPORT TITLE: CONFIDENTIAL ITEM: MOUNT BARKER REGION
WASTEWATER UTILITY BOARD – APPOINTMENT
AND REMUNERATION OF BOARD MEMBERS**

DATE OF MEETING: 3 FEBRUARY 2025

FILE NUMBER: DOC/24/198584

ATTACHMENTS: NIL

Key Contact
Manager
Sponsor

Sue Miller, Team Leader Risk and Governance
Alison Hancock, Executive Manager
Andrew Stuart, Chief Executive Officer

Community Plan 2044:

Leadership Objectives

25. Leadership and Vision: cultivate a culture of strong leadership within our organisation including in our Council Members, characterised by transparency, accountability, and responsiveness to the diverse needs and aspirations of our community.

26. Transparent and Inclusive Decision Making: transparent and inclusive decision-making, ensuring active engagement of diverse stakeholders and fostering trust and confidence in governance outcomes.

27. Efficient Public Services: enhance the efficiency and effectiveness of public services provided by Council, ensuring timely delivery of services that meet the evolving needs of the community and provide value for money.

Annual Business Plan:

Mount Barker Wastewater Service Annual Business Plan 2024/25.

Purpose:

To appoint the remainder of Board Members to the Council subsidiary, Mount Barker Region Wastewater Utility Board (the Board), confirm the period of appointment for all Board Members, set Board Member remuneration, [REDACTED]

Summary – Key Issues:

- The recruitment process for up to seven (7) Mount Barker Region Wastewater Utility Board Members has been conducted in accordance with section 3 of the Wastewater Utility's Charter.
- Council appointed the initial four (4) Board Members at the 2 December 2024 council meeting with their term of appointment to be reviewed at the time of

appointment of the remaining Board Members and confirmed at a future council meeting.

- The recruitment process for the remainder of the Board Member appointments is complete.
- Remuneration for Board Members is to be determined by Council.
- The Mount Barker Region Wastewater Utility (the Authority) must establish an Audit and Risk Management Committee with membership nominated by the Authority and appointed by the Council.

Recommendation 1:

Section 90 (3) (a) Order

1. Pursuant to Section 90(3)(a)

Pursuant to Section 90(2) of the Local Government Act 1999 the Council orders that all members of the public except Andrew Stuart (Chief Executive Officer), Alison Hancock (Executive Manager), Alex Oulianoff (General Manager Corporate), Phil Burton (General Manager Infrastructure), Natalie Armstrong (General Manager Planning and Regulatory Services), Dr Helen Edmonds (Head of Wastewater) and the Rebecca Jeisman (Minute Secretary) be excluded from attendance at the meeting for Agenda Item 18.1 Confidential Item: Mount Barker Region Wastewater Utility Board – Appointment and Remuneration of Board Members.

The Council is satisfied that pursuant to Section 90(3)(a) of the Act, the information to be received, discussed or considered in relation to this Agenda item is information the disclosure of which would involve the unreasonable disclosure of information concerning the personal affairs of applicants considered for appointment through the Expression of Interest process, in that details of their suitability for appointment will be discussed, which are sensitive and are details only known to those who have participated in the selection and appointment expression of interest process.

The Council is satisfied that the principle that the meeting be conducted in a place open to the public has been outweighed in the circumstances because the disclosure of details of what may prematurely be disclosed before discussing with the applicants the outcome of the expression of interest for appointment process.

Recommendation 2:

Explanatory note: Noting the recommendations from the Selection Panel.

That Council:

- 2. Notes the recommendations from the Mount Barker Region Wastewater Utility Board Selection Panel as contained in the discussion section of this report regarding Board Member appointments and remuneration.**

Recommendation 3:

Explanatory note: Setting of term of appointment for Board Members appointed at 2 December 2024 council meeting.

That Council:

- 3. Appoints to the Mount Barker Region Wastewater Utility Board (GMB Water) the current Independent non-Executive Director Board Members for the following terms:**

3.1 John Comrie for a term expiring no later than 31 December 2025

3.2 Sean Keenihan for a term expiring no later than 30 June 2026

3.3 Mark Gobbie for a term expiring no later than 30 June 2026

Appoints to the Mount Barker Region Wastewater Utility Board (GMB Water) current Board Member for the following term:

3.4 Dr Helen Edmonds for a term expiring no later than 30 June 2026.

Recommendation 3a:

Explanatory note: Setting of term of appointment for Board Members appointed at 2 December 2024 council meeting.

- 3.5 Appoints as Chairperson of the Mount Barker Region Wastewater Utility Board (GMB Water) current Independent non-Executive Director Board Member Sean Keenihan.**

Recommendation 4:

Explanatory note: Appointing and setting of term of appointment for remaining three (3) Board Members.

That Council:**4. Appoints to the Mount Barker Region Wastewater Utility Board (GMB Water) as Independent non-Executive Board Directors, in accordance with Section 3.2 of the Charter:**

- Susan Filby
- Isabella Villani
- Carmine Ciccocioppo

for a term commencing 4 February 2025 and expiring 30 June 2028.

Recommendation 5:

Explanatory note: Appointing an applicant and setting their term of appointment from this EOI process as a Board Member to replace Independent Board Member John Comrie when his term ends sometime within the next 12 months.

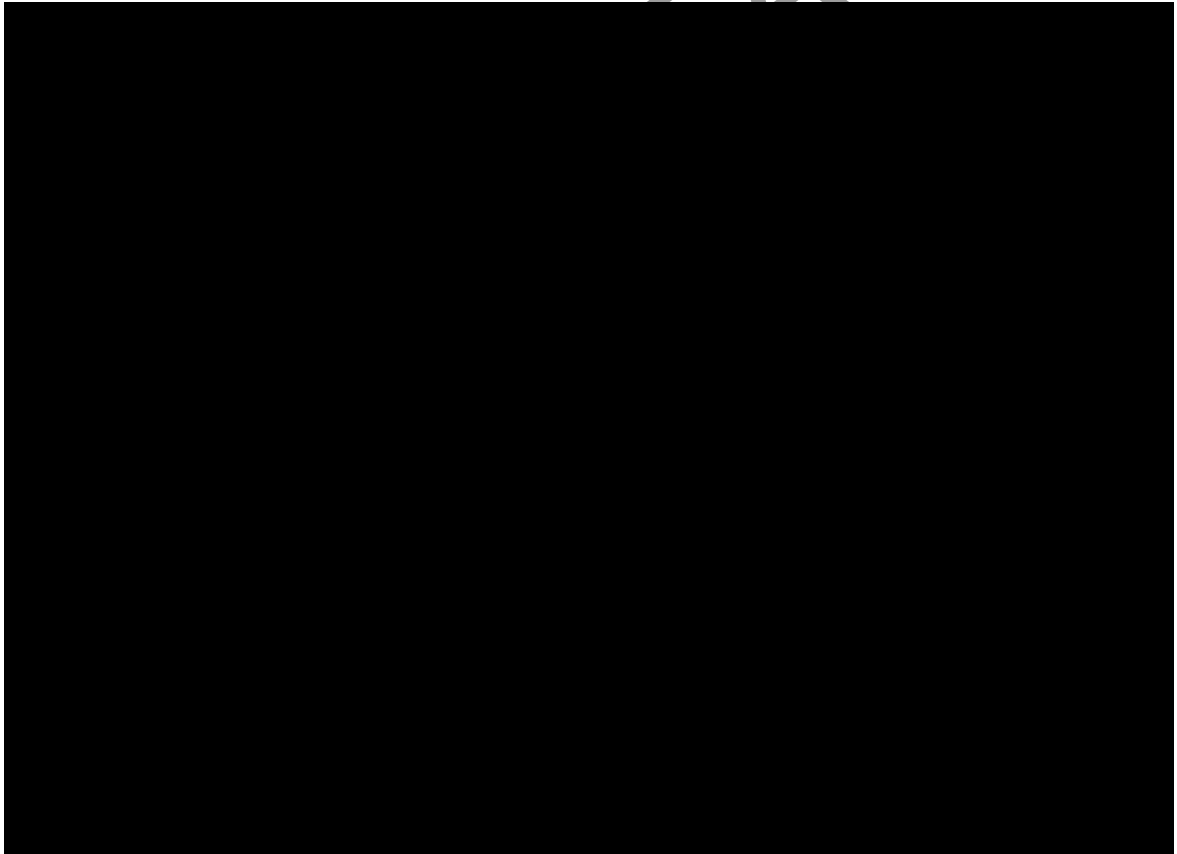
That Council:**5. Appoints to the Mount Barker Region Wastewater Utility Board (GMB Water) in accordance with Section 3.2 of the Charter:**

- Dr Lionel Ho
 - a. as an Independent non-executive Board Director for a term commencing upon the date independent non-executive Board Director John Comrie ceases to be a Board Member, (commencing no later than 31 December 2025) and expiring 30 June 2028; and
 - b. until such time as John Comrie ceases to be a Board Member and Dr Lionel Ho commences his appointment, Dr Ho is invited to attend all Board meetings noting that he will not have any voting rights until such time his appointment as an non-executive director commences.

Recommendation 6:

Explanatory note: Setting of remuneration for all Board Members.

That Council:**6. Endorse the remuneration of Mount Barker Region Wastewater Utility Board non-executive Directors pursuant to clause 3.6 of the Charter being:**

- a. Independent Board Member remuneration \$14,180 inclusive of GST per annum indexed to CPI**
 - b. Independent Chairperson remuneration \$40,000 inclusive of GST per annum indexed to CPI; and**
 - c. Reimbursement upon application for interstate travel and accommodation expenses incurred by Board Members for Board and Sub-Committee meeting attendance by approval of the Chair.**
- 

Recommendation 8:

Explanatory note: Liaison with shortlisted applicants

That Council:

9. Delegate to the Chief Executive Officer of the Council (or their delegate) the authority to liaise with Board Members and interviewed applicants regarding the Mount Barker Region Wastewater Utility Board Audit and Risk Management Committee membership, noting the Audit and Risk Management Committee Member (pursuant to clause 6.6 of Charter) appointments are a decision of the Council, and will be made at a future Council meeting upon recommendation from the Authority.

Recommendation 9:**Section 91(7) Order****Pursuant to Section 91(7)**

10. That having considered Agenda Item 18.1 Confidential Item: Mount Barker Region Wastewater Utility Board - Appointment and Remuneration of Board Members, in confidence under 90(2) and 3(a) of the Local Government Act 1999, the Council pursuant to Section 91(7) of the Act orders that the documents and the minutes be retained in confidence until all applicants have been advised of the outcome of the Expression of Interest process or such lesser period as may be determined by the Chief Executive Officer and that this order be reviewed every 12 months.

Background:

1. Council owns and operates the largest wastewater service of its kind run by any South Australian local government.
2. In order to most effectively and efficiently manage the increasing scale, complexity and regulatory requirements of its wastewater and recycled water service, there is a need for ongoing specialist expertise that is outside the scope of Council's traditional services and operations.
3. A detailed overview of the background to this report was provided in public agenda items to council's 8 July 2024, 8 October 2024 and 2 December 2024 council meetings. This report does not repeat the background contained in those reports.

4. The Mount Barker Region Wastewater Utility Charter (the Charter) was approved by the Minister for Local Government and published in the South Australian Government Gazette on 2 January 2025 with a minor change to how the subsidiary will deal with surplus funds.
5. In accordance with Clause 3 of the Charter, the Authority (the Subsidiary) will be overseen by a Board of Management known as the Mount Barker Region Wastewater Utility Board (the Board), and will comprise up to seven (7) members.
6. At the 2 December 2024 council meeting, to ensure a period of continuity, stability and corporate knowledge as the Board establishes itself, Council resolved four appointments to the Board, as printed below:

Moved Councillor Orr that Council:

Notes the recruitment process for up to seven (7) Mount Barker Region Wastewater Utility Board members is being actioned in accordance with section 3 of the Charter (refer attachment).

Notes that the Mount Barker Region Wastewater Utility Board Selection Panel is comprised of following (in accordance with section 3.3.1 draft Charter):

- *The Chief Executive Officer, Andrew Stuart*
- *The Mayor, David Leach*
- *Mr Chris Young, an independent person chosen by the Mayor and CEO.*

Notes the recommendations from Mount Barker Region Wastewater Utility Board Selection Panel that Council appoint Sean Keenihan, Mark Gobbie and John Comrie to the Mount Barker Region Wastewater Utility Board for a term commencing 1 January 2025 for a period of up to 18 months, noting the period of appointment will be reviewed at the time of appointment of the remaining board members and be the subject of a future council meeting agenda item.

Appoints to the Mount Barker Region Wastewater Utility Board in accordance with Section 3.2.10 of the Charter for a term commencing upon Gazettal of the Charter for the creation of the Subsidiary for a period of up to 18 months, the current Informal Wastewater Advisory Panel members:

- *Sean Keenihan (interim Chair)*
- *Mark Gobbie*
- *John Comrie*

Appoints Dr Helen Edmonds to the Mount Barker Region Wastewater Utility Board as a Board Member of the Mount Barker Region Wastewater Utility Board in accordance with Section 3.2.10 of the Charter.

Notes that the appointment of the remaining three (3) Board members will be the subject of a recommendation from the Selection Panel at a future council meeting following the completion of the Expression of Interest Process; and

Notes the remuneration of Mount Barker Region Wastewater Utility Board members will be pursuant to clause 3.6 of the Charter and determined at the time the remaining three (3) Board members are appointed.

Seconded Councillor Jones

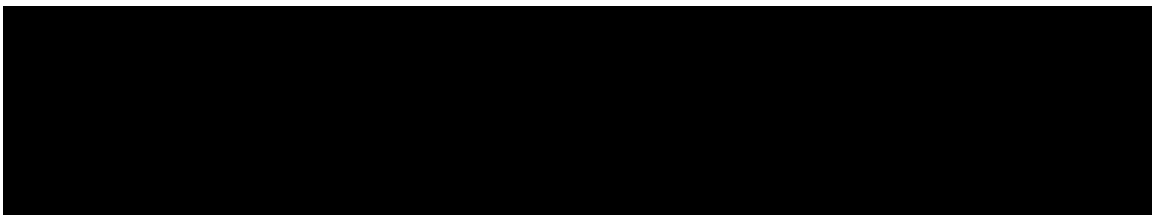
CARRIED
OM20241202.11

7. The Selection Panel determined a recruitment process to appoint the balance of Board members to the Subsidiary be via Expression of Interest. Expressions of Interest closed on Monday 25 November 2024, forty-two (42) applications were received, and interviews were conducted between 10 and 21 January 2025.

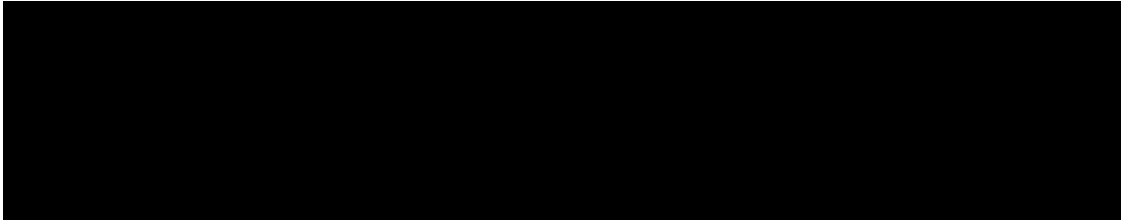
Discussion:

Process and appointment

8. The Selection Panel, having considered applications against agreed selection criteria based on section 3.2.5 of the Charter and a skills matrix, shortlisted for interview eight (8) candidates. The standard of applications was exceptional and highly competitive for limited positions.
9. The Selection Panel further considered all interviewed candidates against the existing skills set of the four (4) independent Board members (Mr Keenihan, Mr Gobbie and Mr Comrie, Dr Edmonds) appointed at Council's 2 December 2024 council meeting to ensure the appointment of the remaining Independent Board members addressed any skill and industry knowledge gaps, and complemented their skills.
10. The Selection Panel recommends Council appoint to the Mount Barker Region Wastewater Utility Board (GMB Water) as Independent Board non executive Director in accordance with Section 3.2 of the Charter for a term commencing 6 February 2025 for a period expiring 30 June 2028:
- a. Susan Filby
 - b. Isabella Villiani
 - c. Carmine Ciccocioppo

11. Further to Council's resolution of 2 December 2024 (point 15 above) and the appointment of Sean Keenihan by Council as *interim chair*, the Selection Panel is recommending Mr Keenihan be confirmed as Chairperson for the term of his appointment to ensure a period of continuity and stability as the Board establishes itself.
 12. Further to Council's resolution of 2 December 2024 (point 15 above), the Selection Panel, having turned their minds to advice by independent non-executive director Mr Comrie of his preference for a term of appointment no longer than twelve (12) months, recommends the term of appointment for Mr Comrie conclude no later than 31 December 2025 and his position on the Board be appointed by Council during this EOI process.
 13. Appointing Mr Comrie's replacement as part of this EOI process is consistent with, and does not offend, clause 3.5 Office of Board Member of the Authority's Charter.
 14. To that end, the Selection Panel is recommending Dr Lionel Ho be appointed as Independent non-executive director of the Board for a term commencing upon the date John Comrie ceases to be a Board member (but commencing no later than 31 December 2025) and expiring 30 June 2028.
 15. Dr Ho will be encouraged and supported to attend as an observer all meetings of the Board until such time as John Comrie is no longer a member of the Board. Dr Ho will not have voting rights during the period that he attends the meeting as an observer.
 16. Additionally, the Selection Panel recommends Mr Keenihan's, Mr Gobbie's and Dr Edmonds' terms conclude 30 June 2026.
 17. The staggering of appointments as per the above will:
 - a. Maximise the current EOI process
 - b. Result in 3 Independent Board Member terms expiring June 2026
 - c. Result in 4 Independent Board Member terms expiring June 2028
 - d. Ensure quorum is maintained.
 18. The Charter provides, at clause 6.6 Audit and Risk Committee Management, that the Authority (the Board) must establish an Audit and Risk Management Committee.
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20. The Selection Panel also considered the value in the Board giving consideration to the Authority's Audit and Risk Management Committee including members of the Council's Audit and Risk Committee, for continuity, experience and knowledge transfer.
21. The members of the Audit and Risk Management Committee will be nominated by the Authority and appointed by the Council.



23. Applicants who were not shortlisted for interview have been advised that whilst Council will receive a recommendation from the Selection Panel at a council meeting to be held in February 2025, the process is yet to conclude and the success or otherwise of their application has not yet been fully determined.
24. Council Members have been provided in confidence, via the Council Members' Portal, with the application and resumes for the [REDACTED] applicants recommended by the Selection Panel for appointment.

Remuneration

25. The establishment of a wastewater subsidiary needs to consider the remuneration of Board members. Remuneration will be consistent with clause 3.6 Remuneration of Board Members of the Charter; that is, upon recommendation from the Selection Panel having regard to the Guidelines for Agencies and Board Directors published from time to time by the Department for Premier and Cabinet for Government Boards and Committees or such publication as may succeed such Guidelines.
26. At 2 December 2024 Council meeting Council was advised the draft budget for the subsidiary has been based on Independent Director remuneration of up to \$14,180 per annum plus \$2,588 per sub-committee per annum, and Independent Board Chairperson remuneration of up to \$40,000 per annum. However, sub-committee remuneration will be the subject of further consideration by the Board and Council and determined at a future council meeting.
27. The Selection Panel recommends the remuneration of Mount Barker Region Wastewater Utility Board Directors pursuant to clause 3.6 of the Charter being:
- Independent Director remuneration \$14,180 inclusive of GST indexed annually to CPI;

- b. Independent Chair remuneration \$40,000 inclusive of GST per annum indexed annual to CPI.
- c. Reimbursement for any interstate travel and accommodation associated with Board meeting attendance upon approval by the Chair.

Community Engagement:

Consult	Council meeting agenda and minutes.
Inform	Council meeting agenda and minutes. Council's website and media channels.

Policy:

Commercial Policy which includes:

To be clear and transparent regarding the commercial, social, environmental and community benefits in the decision making process.

Long Term Financial Plan:

The adopted Wastewater Service Long Term Financial Plan 2024-2034 includes capacity for the establishment and recurrent costs associated with a wastewater subsidiary e.g. sitting fees for Board members.

Budget:

Some costs associated with the establishment of the wastewater subsidiary will be incurred in 2024/25 including for example community information and advertising for prospective board members. Such costs can be met from within the existing Wastewater Service budget.

As a guide the draft budget for the subsidiary has been based on Independent Director remuneration of up to \$14,180 per annum, and Independent Chair remuneration of up to \$40,000 per annum. Administration will continue to research remuneration expectations, including for sub-committees.

Statutory/Legal:

Local Government Act 1999 – section 42 and Schedule 2 Part 1.

Local Government Act 1999, s42(4)

The establishment of a subsidiary does not derogate from the power of the council to act in a matter.

Staff Resource Requirements:

Within existing resources.

Environmental:

Environmental objectives are reflected in the Charter for the wastewater subsidiary.

Social:

Social considerations are reflected in the charter for the wastewater subsidiary.

Risk Assessment:

1. The performance of the Wastewater Subsidiary i.e. consistently delivering on the agreed objectives and priorities for the Wastewater Service – will be managed via performance monitoring through regular reporting to council by the Wastewater Board.
2. Community perception that council has handed over control to the Board – a communication strategy was implemented to manage this risk.
3. The Charter includes a requirement for a review of the performance of the Wastewater Subsidiary after 2 years of operation.
4. There are risks associated with not establishing a wastewater subsidiary. These include the ever increasing demands (both capacity and knowledge/experience) required for the effective governance of the Wastewater Service of the size of Mount Barker and concurrently all of the other demands on Council Members arising from growth and the inter-generational projects being actioned including the Regional Aquatic and Leisure Centre, the City Centre Project and The Summit expressions of interest process.
5. The management of an essential service and the risks associated with ensuring that it is compliant with statutory responsibilities and obligations as well as performance obligations and expectations are recommended to be best managed via a skills based Board established with these specific and specialised expertise.
6. Consideration has been given to Conflict of interest declarations for applicants, Selection Panel members and administrative support being provided to the Selection Panel.

Asset Management:

The wastewater subsidiary will be responsible for the management of the Wastewater Service assets.

Conclusion:

The increasing scale and complexity of the Council's Wastewater Service requires governance arrangements that are reflective of this. Decision making by Council

is required to appoint the balance of Board members to the Council subsidiary, confirm the period of appointment for all Board members, set Board member remuneration, [REDACTED]

Previous Decisions By/Information Reports to Council

Meeting Date	2 December 2024	CM Reference	DOC/24/162509
Title	Mount Barker Region Wastewater Utility Board – Appointment of Board Members		
Purpose	To appoint the initial four (4) members to the Mount Barker Region Wastewater Utility Board (the Board).		

Meeting Date	8 October 2024	CM Reference	DOC/24/139983
Title	Wastewater Subsidiary Charter Referral to Minister for Gazettal and Commencement of Board Recruitment Process		
Purpose	To note that the Communication Strategy as endorsed by Council at its 3 July 2024 meeting (SM20240708.05) has been implemented, to endorse the submission of the Wastewater Subsidiary Charter to the Minister for Local Government for Gazettal and endorse the commencement of recruitment for the Mount Barker Region Wastewater Utility Board.		

Meeting Date	8 July 2024	CM Reference	DOC/24/86896
Title	Wastewater Subsidiary Charter Community Engagement and Transition Plan for Endorsement		
Purpose	To seek endorsement by Council of the Communication Plan as an INFORM level of community engagement on the draft Wastewater Charter prior to forwarding the Charter to the Minister for Local Government for Gazettal. For Council to note the Transition Plan to establish a Wastewater Subsidiary		

Meeting Date	3 June 2024	CM Reference	DOC/24/50228
Title	Wastewater Subsidiary Draft Charter for Endorsement and Next Steps		
Purpose	To seek endorsement of the final draft charter for the Wastewater Subsidiary to be created, to authorise informal review by the Office of Local Government and note next steps in the process.		

Meeting Date	7 August 2023	CM Reference	DOC/23/83628
Title	Proposed Establishment of a Wastewater Subsidiary		
Purpose	To seek endorsement for the proposed establishment by council of a Wastewater Subsidiary pursuant to the Local Government Act 1999, subject to the further consideration of the content of the draft charter for the Wastewater Subsidiary.		

Meeting Date	5 September 2022	CM Reference	DOC/22/98550
Title	Independent Report on the Option of Establishing a Wastewater Subsidiary		
Purpose	For council to consider the recommendations of the council's Audit and Risk Committee		

Meeting Date	2 August 2021	CM Reference	DOC/21/112698
Title	Wastewater Service Delivery Report		
Purpose	For council to consider the Wastewater Service Delivery Report prepared by Frontier Economics (attached) and the associated recommendations to council from the Audit and Risk Committee.		

18. CONFIDENTIAL REPORTS

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18.1	REPORT TITLE:	CONFIDENTIAL ITEM: MOUNT BARKER REGION WASTEWATER UTILITY BOARD – APPOINTMENT AND REMUNERATION OF BOARD MEMBERS
	DATE OF MEETING:	3 FEBRUARY 2025
	FILE NUMBER:	DOC/24/198584

ATTACHMENTS: NIL

Moved Councillor Westwood that Council:

Section 90 (3) (a) Order

1. Pursuant to Section 90(3)(a)

Pursuant to Section 90(2) of the Local Government Act 1999 the Council orders that all members of the public except Chief Executive Officer, Executive Manager, General Manager Corporate, General Manager Infrastructure, General Manager Planning and Regulatory Services, Head of Wastewater and the Minute Secretary be excluded from attendance at the meeting for Agenda Item 18.1 Confidential Item: Mount Barker Region Wastewater Utility Board – Appointment and Remuneration of Board Members.

The Council is satisfied that pursuant to Section 90(3)(a) of the Act, the information to be received, discussed or considered in relation to this Agenda item is information the disclosure of which would involve the unreasonable disclosure of information concerning the personal affairs of applicants considered for appointment through the Expression of Interest process, in that details of their suitability for appointment will be discussed, which are sensitive and are details only known to those who have participated in the selection and appointment expression of interest process.

The Council is satisfied that the principle that the meeting be conducted in a place open to the public has been outweighed in the circumstances because the disclosure of details of what may prematurely be disclosed before discussing with the applicants the outcome of the expression of interest for appointment process.

Seconded Councillor Jones

CARRIED
OM20250203.16

8:42 Councillor Seager left the meeting.

Moved Councillor Jones that Council:

2. Notes the recommendations from the Mount Barker Region Wastewater Utility Board Selection Panel as contained in the discussion section of this report regarding Board Member appointments and remuneration.

Seconded Councillor Westwood

CARRIED
OM20250203.17

Moved Councillor Szilassy that Council:

3. Appoints to the Mount Barker Region Wastewater Utility Board (GMB Water) the current Independent non-Executive Director Board Members for the following terms:

3.1 John Comrie for a term expiring no later than 31 December 2025

3.2 Sean Keenihan for a term expiring no later than 30 June 2026

3.3 Mark Gobbie for a term expiring no later than 30 June 2026

Appoints to the Mount Barker Region Wastewater Utility Board (GMB Water) current Board Member for the following term:

3.4 Dr Helen Edmonds for a term expiring no later than 30 June 2026.

Seconded Councillor Orr

CARRIED
OM20250203.18

8:45pm Councillor Seager returned to the meeting and took his chair.

Moved Councillor Jones that Council:

- 3.5 Appoints as Chairperson of the Mount Barker Region Wastewater Utility Board (GMB Water) current Independent non-Executive Director Board Member Sean Keenihan.

Seconded Councillor Orr

CARRIED
OM20250203.19

Moved Councillor Westwood that Council:

4. Appoints to the Mount Barker Region Wastewater Utility Board (GMB Water) as Independent non-Executive Board Directors, in accordance with Section 3.2 of the Charter:

- Susan Filby
- Isabella Villani
- Carmine Ciccocioppo

for a term commencing 4 February 2025 and expiring 30 June 2028.

Seconded Councillor Szilassy

CARRIED
OM20250203.20

Moved Councillor Westwood that Council:

5. Appoints to the Mount Barker Region Wastewater Utility Board (GMB Water) in accordance with Section 3.2 of the Charter:

- Dr Lionel Ho
 - a. as an Independent non-executive Board Director for a term commencing upon the date independent non-executive Board Director John Comrie ceases to be a Board Member, (commencing no later than 31 December 2025) and expiring 30 June 2028; and
 - b. until such time as John Comrie ceases to be a Board Member and Dr Lionel Ho commences his appointment, Dr Ho is invited to attend all Board meetings noting that he will not have any voting rights until such time his appointment as an non-executive director commences.

Seconded Councillor Voogt

CARRIED
OM20250203.21

Moved Councillor Westwood that Council:

6. Endorse the remuneration of Mount Barker Region Wastewater Utility Board non-executive Directors pursuant to clause 3.6 of the Charter being:

- a. Independent Board Member remuneration \$14,180 inclusive of GST per annum indexed to CPI
- b. Independent Chairperson remuneration \$40,000 inclusive of GST per annum indexed to CPI; and
- c. Reimbursement upon application for interstate travel and accommodation expenses incurred by Board Members for Board and Sub-Committee meeting attendance by approval of the Chair.

Seconded Councillor Orr

CARRIED
OM20250203.22

Moved Councillor Voogt that Council:

9. Delegate to the Chief Executive Officer of the Council (or their delegate) the authority to liaise with Board Members and interviewed applicants regarding the Mount Barker Region Wastewater Utility Board Audit and Risk Management Committee membership, noting the Audit and Risk Management Committee Member (pursuant to clause 6.6 of Charter) appointments are a decision of the Council, and will be made at a future Council meeting upon recommendation from the Authority.

Seconded Councillor Jones

CARRIED
OM20250203.24

Moved Councillor Westwood that Council:

Section 91(7) Order

10. Pursuant to Section 91(7)

That having considered Agenda Item 18.1 Confidential Item: Mount Barker Region Wastewater Utility Board – Appointment and Remuneration of Board Members, in confidence under 90(2) and 3(a) of the Local Government Act 1999, the Council pursuant to Section 91(7) of the Act orders that the documents and the minutes be retained in confidence until all applicants have been advised of the outcome of the Expression of Interest process or such lesser period as may be determined by the Chief Executive Officer and that this order be reviewed every 12 months.

Seconded Councillor Szilassy

CARRIED
OM20250203.25
