



**MINUTES OF THE MEETING OF THE JOINT AUDIT COMMITTEE AND BOARD OF NORTHERN ADELAIDE
WASTE MANAGEMENT AUTHORITY**

held on Thursday 28 February 2019 at NAWMA Administration Offices, 71 – 75 Woomera Avenue,
Edinburgh Park

WELCOME

Meeting opened at 5.03pm

1. PRESENT

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

IN ATTENDANCE

Mr Adam Faulkner	Chief Executive Officer
Mr Andreas Konrad	Finance & Corporate Performance Manager
Mr Eddie Christopoulos	Collections & Transfer Station Coordinator
Ms Penelope Morrison	Education and Projects Coordinator
Ms Amy Quintrell	Executive Assistant
Cr Diane Fraser	Town of Gawler (Proxy)

2. APOLOGIES

Mr Henry Inat	Town of Gawler
Mr Jack Darzanos	Town of Gawler (Proxy)
Mrs Grace Pelle	City of Playford
Mr Danial Dunn	Resource Recovery Manager

Cr Little attended the meeting at 5.05pm

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.

Cr Koch declared a material conflict in Item 7.6 and left the meeting for the discussion.
Cr Little declared a material conflict in Item 7.6 and left the meeting for the discussion.
Cr Fraser declared a material conflict in Item 7.6 and left the meeting for the discussion.

Independent Audit Committee Chairman declared a perceived conflict in Item 7.6 and left the meeting for the discussion.

Confidentiality Statement

That all members of the Board declare that they will keep all matters tabled for discussion at this meeting confidential until it is provided to the meeting in the first instance and subsequently when it is appropriate for matters to be released to the public generally.

4. CONFIRMATION OF THE MINUTES

Moved Mr Mansueto that the Minutes of the Ordinary Northern Adelaide Waste Management Authority Board Meeting held on Wednesday 19 September 2018 be received, confirmed and adopted

Seconded Cr Halls

Carried

Moved Mr Mansueto that the Minutes of the Northern Adelaide Waste Management Authority Audit Committee held on Monday 12 November 2018 be received and noted

Seconded Cr Halls

Carried

5. MATTERS ARISING FROM THE MINUTES

5.1 Resolutions Register (verbal update)

5.2 Recycling Update (verbal update)

Cr Woodman attended the meeting at 5.14pm

6. QUESTIONS WITHOUT NOTICE

Nil

7. NAWMA MANAGEMENT AND ADMINISTRATION REPORT

Reports for Decision

Agenda Item 7.11 moved to start of Agenda with Board and Audit Committee approval

7.11 Education Report – Audit Results and Education Plan 2019

Moved Cr Halls that the Report is received and noted

Seconded Cr Koch

Carried

Education and Projects Coordinator left the meeting at 5.28pm and did not return

Cr Halls left the meeting at 5.29pm and did not return

7.1 2018/2019 Budget Review One (1)

Moved Mr Green that the 2018/2019 Budget Review One (1) Financial Statements and Ratio Analysis be received and adopted

Seconded Cr Reynolds

Carried

7.2 2018/2019 Budget Review Two (2)

Moved Cr Woodman that the 2018/2019 Budget Review Two (2) Financial Statements and Ratio Analysis be received and adopted

Seconded Cr Little

Carried

7.3 2019/2020 Draft Budget

Moved Mr Green that the DRAFT 2019/2020 NAWMA Budget be endorsed to Constituent Councils for their respective review and endorsement prior to 31 May 2019 and that the Board endorse the additional resource contained within the Draft Budget

Seconded Mr Mansueto

Carried

7.4 Financial Delegation

Moved Cr Reynolds that the amendments to the Financial Delegations policy be adopted

Seconded Cr Reynolds

Carried

7.5 GISA Infrastructure Loans

Moved Mr Green that the Board authorise the Independent Chairman and Chief Executive Officer to execute the three (3) agreements between Green Industries South Australia and NAWMA for the project funding under the Common Seal to the value of \$1,500,000 and that the Independent Chairman and Chief Executive Officer be authorised to execute the Local Government Finance Authority borrowing (finance) agreement under the Common Seal for \$2,236,000 plus an additional amount up to 10% (of the total borrowing agreement) costs for contingencies, drawings and approvals

Seconded Cr Little

Carried

Cr Koch left the meeting at 6.02pm due to a material conflict in Agenda Item 7.6

Cr Little left the meeting at 6.02pm due to a material conflict in Agenda Item 7.6

Cr Fraser left the meeting at 6.02pm due to a material conflict in Agenda Item 7.6

Independent Audit Committee Chairman left the meeting at 6.02pm due to a perceived conflict in Agenda Item 7.6

7.6 Landfill Road Maintenance

Moved Mr Mansueto that NAWMA Chief Executive Officer write to City of Playford requesting that they revoke the Road Closure for part of Smith and Adams Road, and that NAWMA Chief Executive Officer write to Town of Gawler and advise that the upkeep and maintenance of Smith and Adams Road is a matter for Council as it is a public road owned by Town of Gawler and request the road be maintained at no lower condition than current condition

Seconded Mr Green

Carried

Cr Koch returned to the meeting at 6.11pm

Cr Little returned to the meeting at 6.11pm

Cr Fraser returned to the meeting at 6.11pm

Independent Audit Committee Chairman returned to the meeting at 6.11pm

CEO left the meeting at 6.11pm

CEO returned to the meeting at 6.12pm

7.7 NAWMA Committee Nominations

Moved Cr Woodman that the Board appoint the following Board Directors to the below-mentioned NAWMA Committees:

- Mr Mansueto be appointed to the NAWMA Audit Committee for a period of two (2) years from the date of resolution
- Mr Inat be appointed to the CEO Performance Committee for a period of two (2) years from the date of resolution

- Cr Little be appointed (as Chair) to the Balefill Management Consultative Committee for a period of two (2) years from the date of resolution
- Cr Koch be appointed as Deputy Board Chairman for a period of two (2) years from the date of resolution

Seconded Mr Green

Carried

7.8 2019 Board Meeting Schedule

Moved Cr Little that the Report is received and noted, and the Board endorses the proposed dates, with amendment to the April 2019 date, of the 2019 Board Meetings

Seconded Cr Koch

Carried

Reports for Information

Cr Marsh left the meeting at 6.24pm and did not return

Mr Labaz left the meeting at 6.25pm

7.9 Operational Report – Collections, Processing and Disposal

Moved Cr Koch that the Report is received and noted

Seconded Mr Mansueto

Carried

Mr Labaz returned to the meeting at 6.28pm

7.10 Operational Report – Recycling and Resource Recovery

1. Moved Cr Woodman that the Northern Adelaide Waste Management Authority Board recommend that pursuant to Section 90(2) and (3) of the Local Government Act 1999, the Northern Adelaide Waste Management Authority Board orders that the public, excluding the Northern Adelaide Waste Management authority staff present, be excluded from the meeting on the basis that the Northern Adelaide Waste Management Authority Board 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 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 information confidential.

Seconded Mr Green

Carried

2. Moved Cr Little that the Report is received and noted

Seconded Cr Woodman

Carried

3. Moved Mr Mansueto that under Section 91(7) and (9) of the Local Government Act 1999 the Northern Adelaide Waste Management Authority Board 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 Green

Carried

4. Moved Cr Woodman that the Meeting move out of confidence
Seconded Cr Reynolds **Carried**

7.11 WHS Steering Committee Minutes (latest)

- Moved Cr Woodman that the Report is received and noted
Seconded Cr Little **Carried**

7.12 2018/2019 Annual Business Plan – progress report

- Moved Cr Koch that the Report is received and noted
Seconded Mr Green **Carried**

8 OTHER BUSINESS

8.1 Council Correspondence

1. Moved Mr Green that the Northern Adelaide Waste Management Authority Board recommend that pursuant to Section 90(2) and (3) of the Local Government Act 1999, the Northern Adelaide Waste Management Authority Board orders that the public, excluding the Northern Adelaide Waste Management authority staff present, be excluded from the meeting on the basis that the Northern Adelaide Waste Management Authority Board 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 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 information confidential.

- Seconded Mr Mansueto **Carried**

Confidential Resolution removed

3. Moved Mr Green that under Section 91(7) and (9) of the Local Government Act 1999 the Northern Adelaide Waste Management Authority Board orders that the report, attachment, resolution 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 Koch that the Meeting move out of confidence

- Seconded Cr Woodman **Carried**

8.2 State Government Consultation

- Moved Cr Little that the Report is received and noted
Seconded Cr Woodman **Carried**

*Independent Board Chairman left the meeting at 6.36pm due to a material conflict in Agenda Item 8.3
Deputy Chairman Cr Koch assumed the role of Chair for Agenda Item 8.3*

8.3 Tender Opportunity Update
Verbal update only

Independent Board Chairman returned to the meeting at 6.38pm

9 NEXT MEETING OF THE BOARD AND AUDIT COMMITTEE

The next meeting of the Board is to be held Wednesday 1 April 2019 at 5.00pm at NAWMA Administration Offices, 71-75 Woomera Avenue, Edinburgh Park

The next meeting of the Audit Committee is to be held Thursday 18 April 2019 at 8.00am at Brian Cunningham's Offices, Level 11, 147 Pirie Street, Adelaide

10 CLOSURE OF THE MEETING

The meeting closed at 6.39pm