

Minutes of the Board of Northern Adelaide Waste Management Authority

Date: 19/09/2019

Time: 5.02pm

Venue: NAWMA Boardroom: 71-75 Woomera Avenue, Edinburgh Park

Welcome

1. PRESENT

| | |
|---------------------|-------------------------|
| Mr Brian Cunningham | Independent Chairperson |
| Mr Sam Green | City of Playford |
| Ms Grace Pelle | City of Playford |
| Cr Shirley Halls | City of Playford |
| Mr Charles Mansueto | City of Salisbury |
| Cr Julie Woodman | City of Salisbury |
| Cr Graham Reynolds | City of Salisbury |
| Cr Paul Koch | Town of Gawler |
| Cr Paul Little | Town of Gawler |

2. IN ATTENDANCE

| | |
|------------------------|------------------------------------|
| Mr Adam Faulkner | Chief Executive Officer |
| Mr Danial Dunn | Resource Recovery Manager |
| Ms Amy Quintrell | Executive Assistant |
| Ms Rachel Zhou | Finance Manager |
| Mr Eddie Christopoulos | Collections and Processing Manager |
| Cr Diane Fraser | Town of Gawler |

APOLOGIES

| | |
|---------------|----------------|
| Mr Henry Inat | Town of Gawler |
|---------------|----------------|

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.

Independent Chairperson declared a material conflict on Agenda Item 7.7 due to his position as Chair and will leave the meeting for this item.

Mr Mansueto declared a material conflict on Agenda Item 7.5 due to his position within Council and will leave the meeting for this item.

Cr Woodman declared a material conflict on Agenda Item 7.5 due to her position within Council and will leave the meeting for this item.

Cr Reynolds declared a material conflict on Agenda Item 7.5 due to his position within Council and will leave the meeting for this item.



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.

Management to provide written legal advice to the Board around the wording of the Confidentiality Statement at the next meeting of the Board

4. CONFIRMATION OF MINUTES

Moved Cr Woodman that the Minutes of the Northern Adelaide Waste Management Authority Board Meeting held on Wednesday, 3 July 2019 be received, confirmed and adopted.

Seconded Cr Reynolds **Carried**

Moved Cr Woodman that the Circular Resolution of the Northern Adelaide Waste Management Authority Board distributed on Thursday, 1 August 2018, be received, confirmed and adopted.

Seconded Cr Reynolds **Carried**

Moved Cr Woodman that the Minutes of the Northern Adelaide Waste Management Authority Audit Committee Meeting held on Tuesday, 2 July 2019 be received and noted.

Seconded Cr Reynolds **Carried**

5. MATTERS ARISING FROM THE MINUTES

5.1. Financial Anomalies Update

Moved Cr Halls that the Report is received and noted.

Seconded Cr Little **Carried**

5.2. Education Report

Moved Mr Green that the Report is received and noted.

Seconded Cr Halls **Carried**

6. QUESTIONS WITHOUT NOTICE

Nil

7. NAWMA MANAGEMENT AND ADMINISTRATION REPORT

Reports for Decision

7.1. 2018/2019 Draft Balance Date Audit Report

Moved Mr Mansueto that the Report is received and noted and the HLB Mann Judd report is approved by the NAWMA Board.

Seconded Ms Pelle **Carried**

7.2. 2018/2019 Draft Financial Statements

Moved Cr Woodman that:

1. The Audited Model Financial Statements 2018-19 are received and adopted by the Board, and
2. The Board give approval for the Independent Chairman and CEO to sign the Audited Model Financial Statements, and the Management Representation letter to HLB Mann Judd, and;
3. The Board give approval for the Audited Model Financial Statements to be distributed to Constituent Councils.

Seconded Cr Little **Carried**

7.3. Schedule of Constituent Council Interest in Net Assets for FY19

Moved Cr Halls that the Board accept the agreed proportion of the Constituent Council's Interest in Net Assets for the year ended 30 June 2019 as follows:

- Town of Gawler 9.88%



- City of Playford 34.57%
 - City of Salisbury 55.55%
- Seconded Cr Koch **Carried**

7.4. Capital Works Program Summary

Moved Cr Koch that the Report is received and noted
 Seconded Ms Pelle **Carried**

Mr Mansueto left the meeting at 5.27pm

Cr Woodman left the meeting at 5.27pm

Cr Reynolds left the meeting at 5.27pm

7.5. Pooraka (Research Road) Resource Recovery Centre Upgrade

Moved Mr Green that:

1. The Board endorse the preferred Pooraka (Research Road) Resource Recovery Centre Capital Upgrade as contained in the Body of the Report and Attachments 7.5.1 and 7.5.2, and
2. The Board authorise the Independent Chairperson and Chief Executive Officer to enter into a loan agreement with the Local Government Finance Authority for a minimum of \$594,598.00 with a 10% contingency, and
3. The Board endorse the Chief Executive Officer writing to City of Salisbury outlining the preferred upgrade design, future proposed plans, and request for the full \$560,000 capital contribution, and;
4. The Board instruct the Chief Executive Officer to write to City of Salisbury and request a review of the Pooraka (Research Road) Resource Recovery Centre lease post Year One (1) of NAWMA operation of the site.

Seconded Cr Halls **Carried**

Mr Mansueto returned to the meeting at 5.37pm

Cr Woodman returned to the meeting at 5.37pm

Cr Reynolds returned to the meeting at 5.37pm

7.6. Draft NAWMA Site Tour Policy

Moved Mr Mansueto that the Report is received and noted, and the Site Tour Policy and Terms and Conditions of Entry to NAWMA Sites as amended, are endorsed by the Board

Seconded Cr Woodman **Carried**

Independent Chair left the meeting at 5.50pm

Cr Koch assumed the role of Deputy Chair for Agenda Item 7.7

7.7. Independent Chair Position Renewal

Moved Mr Green that:

1. The Board nominate Mr Brian Cunningham for reappointment for two (2) years as the NAWMA Independent Chairperson at the expiry of this current term of office, and
2. The Deputy Chairperson authorise the Chief Executive Officer to write to each Constituent Council seeking to jointly approve the nomination of Mr Brian Cunningham for reappointment for two (2) years as the NAWMA Independent Chairperson at the expiry of this current term of office, and
3. A one-off eight (8) week interim extension period (from the date of this meeting) for Mr Brian Cunningham to continue in the Independent Chairperson be endorsed, and;
4. The Board be provided with information to consider the remuneration of the Independent Chair position via Circular Resolution.

Seconded Cr Little **Carried**

Independent Chair returned to the meeting at 5.56pm and resumed the role of Chair

Reports for Information

7.8. Internal Resourcing

Moved Cr Halls that the Board approve the creation of an ongoing Education Support Officer



position as well as the backfilled vacancy Business Traineeship for a young person from the local community.

Seconded Mr Green **Carried**

7.9. CEO Performance and Development Committee Report

1. Moved Cr Halls 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 orders that the public be excluded from the meeting on the basis that the Northern Adelaide Waste Management Authority Board will receive, discuss and consider:

(a) information the disclosure of which would involve the unreasonable disclosure of information concerning the personal affairs of any person (living or dead);

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 report, minutes and attachments confidential

Seconded Cr Woodman **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, minutes and attachments 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 Woodman that the meeting moves out of confidence

Seconded Cr Koch **Carried**

Cr Fraser left the meeting at 6.12pm and did not return

7.10. CEO Remuneration Review

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 orders that the public be excluded from the meeting on the basis that the Northern Adelaide Waste Management Authority Board will receive, discuss and consider:

(a) information the disclosure of which would involve the unreasonable disclosure of information concerning the personal affairs of any person (living or dead);

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 report, minutes and attachments confidential

Seconded Cr Koch **Carried**

Confidential Resolution removed

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

Seconded Cr Koch **Carried**

4. Moved Cr Koch that the meeting moves out of confidence

Seconded Cr Halls **Carried**

7.11. 2018/2019 Draft Annual Report

Moved Cr Woodman that the Report is received and noted, and the Draft 2018/2019 Annual Report is endorsed for publication and distribution

Seconded Mr Mansueto **Carried**



7.12. Operational Report – Collections, Processing and Disposal

Moved Cr Koch that the Report is received and noted and the BMCC Minutes of the 5 August 2019 meeting are received and noted.

Seconded Cr Little **Carried**

7.13. Operational Report – Recycling and Resource Recovery

1. Moved Cr Reynolds 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 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 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 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 confidential

Seconded Ms Pelle **Carried**

2. Moved Ms Pelle that the Report is received and noted.

Seconded Cr Woodman **Carried**

3. Moved Cr Koch that under Section 91(7) and (9) of the Local Government Act 1999 the Northern Adelaide Waste Management Authority Board orders that the report 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 Little that the meeting moves out of confidence

Seconded Cr Koch **Carried**

7.14. WHS Steering Committee Minutes (latest)

Moved Cr Koch that the Report is received and noted.

Seconded Mr Mansueto **Carried**

8. OTHER BUSINESS

8.1. Waste Levy Increase Study – Centre for Economic Studies

1. Moved Cr Reynolds 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 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 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 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 minutes, report and attachment confidential

Seconded Cr Woodman **Carried**

Confidential Resolution removed

3. Moved Cr Woodman that under Section 91(7) and (9) of the Local Government Act 1999 the Northern Adelaide Waste Management Authority Board orders that the minutes, report and



attachment be kept confidential for a period not exceeding 12 months, after which time the order will be reviewed

Seconded Cr Halls **Carried**

4. Moved Cr Woodman that the meeting moves out of confidence

Seconded Cr Halls **Carried**

Cr Little left the meeting at 6.42pm and did not return

8.2. Prospective Client Council

The CEO provided a verbal update on recent discussions with a prospective Client Council.

8.3. Joint Meeting of NAWMA Audit Committee and Board

The CEO suggested the scheduled November Board Meeting be held as a joint meeting of the Board and NAWMA Audit Committee. The Board agreed and an updated invitation will be distributed to both parties.

9. NEXT MEETING OF THE BOARD

The next meeting of the Board is to be held on Thursday 21 November 2019 at 4.00pm at NAWMA Boardroom: 71-75 Woomera Avenue, Edinburgh Park

10. CLOSURE OF THE MEETING

The meeting closed at 6.54pm

