

Minutes of the Joint Meeting of the Board and Audit Committee of Northern Adelaide Waste Management Authority

Date: 21/11/2019

Time: 5.03pm

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
Mr Henry Inat	Town of Gawler
Cr Paul Koch	Town of Gawler
Cr Paul Little	Town of Gawler
Peter Brass	Audit Committee Chairperson
Mark Labaz	Audit Committee Member
Mark McAllister	Audit Committee Member

2. IN ATTENDANCE

Mr Adam Faulkner	Chief Executive Officer
Mr Danial Dunn	Resource Recovery Manager
Mrs Amy Hosking	Executive Assistant
Mrs Rachel Zhou	Finance Manager
Mr Eddie Christopoulos	Collections and Processing Manager
Cr Diane Fraser	Town of Gawler (Deputy Board Director)

APOLOGIES

Nil

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 8.5 due to his position as Chair and will leave the meeting for this item.

Mr Mansueto, Cr Woodman and Cr Reynolds declared a material conflict on Agenda Item 5.3 due to their positions within Council and would manage these conflicts by leaving the meeting for this item.



Mr Mansueto, Cr Woodman and Cr Reynolds also declared a perceived conflict on Agenda Item 7.3 due to their positions within Council and would manage these conflicts by remaining in the meeting but discussing the item in the best interests of NAWMA.

The Confidentiality Statement was discussed in Matters Arising From The Minutes

4. CONFIRMATION OF MINUTES

Moved Cr Woodman that the Minutes of the Northern Adelaide Waste Management Authority Board Meeting held on Thursday, 19 September 2019 be received, confirmed and adopted.

Seconded Cr Halls **Carried**

Moved Cr Woodman that the Minutes of the Northern Adelaide Waste Management Authority Audit Committee Meeting held on Thursday, 12 September 2019 be received and noted.

Seconded Cr Halls **Carried**

5. MATTERS ARISING FROM THE MINUTES

5.1. Legal Advice (Confidentiality Statement)

Moved Cr Koch that the Report is received and noted, and the Confidentiality Statement be presented as follows on each future Board Agenda:

Members of the Board 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, until such time as these matters have been considered and the Board determines that they are appropriate to be released to the public generally.

Seconded Cr Woodman **Carried**

5.2. Education Outcomes

Verbal report only

Mr Mansueto left the meeting at 5.21pm

Cr Woodman left the meeting at 5.21pm

Cr Reynolds left the meeting at 5.21pm

5.3. Pooraka (Research Road) Transfer Station Upgrade update

Verbal report only

Mr Mansueto returned to the meeting at 5.27pm

Cr Woodman returned to the meeting at 5.27pm

Cr Reynolds returned to the meeting at 5.27pm

5.4. Capital Works Program Summary

Moved Ms Pelle 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. 2020 Meeting Dates

Moved Mr Mansueto that the Report is received and noted, and the Audit Committee and Board endorse the proposed dates of the 2020 meetings

Seconded Cr Woodman **Carried**



7.2. EPA Correspondence

Moved Mr Green that the Board approve the participation of NAWMA in the EPA's CDS Review Kerbside Audit, subject to;

1. a satisfactory disclosure agreement being executed,
2. a satisfactory compensation being approved by the EPA,
3. NAWMA's review of the draft public report prior to release, and
4. NAWMA's receipt of the EPA's written assurance of the protection of NAWMA's IP.

Seconded Mr Labaz **Carried**

7.3. GISA Infrastructure Grant Applications

Moved Cr Reynolds that the Report is received and noted.

Seconded Cr Little **Carried**

7.4. 2019/2020 Budget Review One (1)

The Board determined that the paper be re-presented as discussed, along with the proposed 1 January 2019 increased fees and charges, via Circular Resolution.

7.5. 2018/2019 Regulation Ten (10) Report

Moved Cr Woodman that the Regulation 10 financial report is received and noted.

Seconded Cr Halls **Carried**

7.6. Confidential Items Register

Moved Mr Inat that the Report is received and noted, and the Board instruct Management to bring a further detailed report back to the first Board Meeting of the 2020 calendar year for discussion.

Seconded Cr Halls **Carried**

Reports for Information

7.7. October 2019 International Travel Report

Moved Cr Halls that the Report is received and noted, and the NAWMA Chairman and Chief Executive Officer keep the Board abreast of further discussions on both opportunities.

Seconded Cr Woodman **Carried**

Chief Executive Officer left the meeting at 6.23pm

Chief Executive Officer returned to the meeting at 6.26pm

Cr Little left the meeting at 6.30pm

Cr Little returned to the meeting at 6.34pm

7.8. 2019/2020 Annual Business Plan progress report

Moved Cr Halls that the Report is received and noted.

Seconded Cr Reynolds **Carried**

7.9. Operational Report – Collections, Processing and Disposal

Moved Cr Woodman that the Report is received and noted.

Seconded Cr Halls **Carried**

7.10. Operational Report – Recycling and Resource Recovery

1. 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 presentation slides be kept confidential for a period not exceeding 12 months, after which time the order will be reviewed

Seconded Cr Woodman **Carried**

2. Moved Mr Green that the Report is received and noted.

Seconded Cr Koch **Carried**

Ms Pelle left the meeting at 6.38pm and did not return



7.11. WHS Steering Committee Minutes

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

8. CONFIDENTIAL ITEMS

8.1. Landfill Alternative Project progress update

1. Moved Mr Inat 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, attachment, discussion and minutes confidential

Seconded Cr Little **Carried**

Confidential Resolution removed

3. Moved Cr Reynolds 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, discussion and minutes 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 Reynolds **Carried**

8.2. Contract Update

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, 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, attachment and discussion confidential

Seconded Cr Koch **Carried**

2. Moved Mr Mansueto that the Report is received and noted.

Seconded Cr Woodman **Carried**

3. Moved Cr Reynolds 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 and



discussion 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 Reynolds that the meeting moves out of confidence

Seconded Cr Little **Carried**

8.3. Food and Garden Organics Modelling

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, 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, attachment, discussion and minutes confidential

Seconded Cr Reynolds **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 report, attachment, discussion and minutes 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 Reynolds that the meeting moves out of confidence

Seconded Cr Little **Carried**

8.4. CEO Performance and Development Committee Report

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, 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:

(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, attachment, discussion and minutes confidential

Seconded Cr Halls **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, discussion and minutes be kept confidential for a period not exceeding 12 months, after which time the order will be reviewed

Seconded Cr Reynolds **Carried**



4. Moved Mr Green that the meeting moves out of confidence
Seconded Cr Reynolds **Carried**

***Independent Chairman left the meeting at 7.18pm
Cr Koch assumed the role of Deputy Chair at 7.18pm for Agenda Item 8.5 only***

8.5. Independent Chair Position Renewal

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:

- (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, attachment, discussion and minutes confidential

Seconded Cr Woodman **Carried**

Confidential Resolution removed

3. Moved Cr Reynolds 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, discussion and minutes be kept confidential for a period not exceeding 12 months, after which time the order will be reviewed

Seconded Cr Halls **Carried**

4. Moved Mr Green that the meeting moves out of confidence
Seconded Cr Little **Carried**

Independent Chairman returned to the meeting at 7.22pm and resumed the role of Chair

8.6. LGAWCS and LGAMLS 2019 Risk Evaluation 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, 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:

- (b) information the disclosure of which;
(ii) would, on balance, be contrary to the 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, attachment, discussion and minutes confidential

Seconded Cr Reynolds **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, attachment, discussion and minutes 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 Woodman that the meeting moves out of confidence
Seconded Cr Koch **Carried**



9. OTHER BUSINESS

9.1. Upcoming meeting for Chairman and CEO

Verbal report only

10. NEXT MEETING OF THE BOARD

The next meeting of the Board is to be held on Thursday 27 February at 4.00pm at NAWMA Boardroom: 71-75 Woomera Avenue, Edinburgh Park

The next meeting of the Audit Committee is to be held on Thursday 20 February 2020 at 8.00am at Brian Cunningham's Boardroom: Level 11, 147 Pirie Street, Adelaide

11. CLOSURE OF THE MEETING

The meeting closed at 7.27pm

Adopted by Audit Committee on 20 February 2020

**Mr Peter Brass
Independent Chair**

Adopted by NAWMA Board on 27 February 2020

**Mr Brian Cunningham
Independent Chair**

