

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

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**Date:** 26/11/2020

**Time:** 4.05pm

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**Venue:** NAWMA Education Centre; 71-75 Woomera Avenue, Edinburgh Parks, and Online Meeting Platform (Zoom)

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## Welcome

### 1. PRESENT

Mr Brian Cunningham	Independent Chairperson
Mr Sam Green	City of Playford (via Zoom)
Cr Shirley Halls	City of Playford (via Zoom)
Cr Clint Marsh	City of Playford (via Zoom)
Mr Charles Mansueto	City of Salisbury (via Zoom)
Cr Julie Woodman	City of Salisbury (via Zoom)
Cr Graham Reynolds	City of Salisbury (via Zoom)
Mr Henry Inat	Town of Gawler (via Zoom)
Cr Paul Koch	Town of Gawler (via Zoom)
Mr Mark Labaz	Independent Audit Committee Chairperson (via Zoom)
Mr Craig Johnson	Independent Audit Committee Member (via Zoom)
Mrs Claudia Goldsmith	Independent Audit Committee Member (via Zoom)

### 2. IN ATTENDANCE

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

### APOLOGIES

Cr Paul Little	Town of Gawler
Cr Diane Fraser	Town of Gawler (Deputy)

### 3. DISCLOSURE OF CONFLICTS

Declaration of the following;

#### Conflicts of Interest

That all members of the Board and Audit Committee 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 Mansueto declared a material conflict in Item 5.3 and will manage the conflict by leaving the meeting for the discussion.*

### Confidentiality Statement

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 and 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 Mr Mansueto that the Minutes of the Northern Adelaide Waste Management Authority Board Meeting held on Thursday, 17 September 2020 be received, confirmed and adopted.

Seconded Cr Marsh **Carried**

Moved Cr Koch that the Circular Resolution of the Northern Adelaide Waste Management Authority Board passed with majority via email, on Tuesday, 17 November 2020 be received, confirmed and adopted.

Seconded Cr Halls **Carried**

Moved Mrs Goldsmith that the Minutes of the Northern Adelaide Waste Management Authority Audit Committee held on Monday, 14 September 2020 be received, confirmed and adopted.

Seconded Mr Johnson **Carried**

## 5. MATTERS ARISING FROM THE MINUTES

### 5.1. Capital Works Program Summary

Moved Cr Woodman that the Report is received and noted.

Seconded Mr Inat **Carried**

### 5.2. Action List

Moved Cr Koch that the Report is received and noted.

Seconded Cr Marsh **Carried**

*Mr Mansueto left the meeting at 4.13pm*

### 5.3. Research Road (Pooraka) Transfer Station Lease

Moved Cr Halls that:

1. The Report is received and noted, and;
2. The Chairman and Chief Executive Officer are authorised to execute the Research Road (Pooraka) Transfer Station Lease under the Common Seal.

Seconded Mr Inat **Carried**

*Mr Mansueto returned to the meeting at 4.22pm*

## 6. QUESTIONS WITHOUT NOTICE

Nil

## 7. CONFIDENTIAL ITEMS

### 7.1. Landfill Alternative Project

1. Moved Cr Marsh 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 Reynolds                      **Carried**

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

Seconded Cr Woodman                      **Carried**

3. Moved Cr Woodman 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, presentation and discussion 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 Reynolds that the meeting moves out of confidence

Seconded Cr Koch                              **Carried**

## **7.2. 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 Woodman                      **Carried**

2. Moved Cr Koch that the Report is received and noted, and the Balefill Management Consultative Committee meeting minutes of 26 October 2020 are noted.

Seconded Cr Halls                              **Carried**

3. Moved Cr Marsh 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 Halls                              **Carried**

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

Seconded Cr Halls                              **Carried**

*Chief Financial Officer left the meeting at 4.59pm*

*Chief Financial Officer returned to the meeting at 5.00pm*

## **7.3. Draft Resourcing Strategy**

1. 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 the 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) that disclosure of which –

(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, discussion and attachments confidential

Seconded Cr Reynolds **Carried**

2. Moved Mr Inat that the Board request a further update on the priorities and timeframe for the Draft Resourcing Strategy at February 2021 Board Meeting.

Seconded Cr Halls **Carried**

3. Moved Cr Halls 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, discussion and resolution 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 Marsh that the meeting moves out of confidence

Seconded Cr Koch **Carried**

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

### **Reports for Decision**

#### **8.1. FY20/21 Budget Review One (1)**

Moved Cr Reynolds that the Audit Committee endorse, and the Board adopt, Budget Review One (BR1) financial reports for the 2020/2021 financial year and Management be instructed to distribute BR1 to Constituent Councils.

Seconded Mr Green **Carried**

#### **8.2. LGFA CAD Facility**

Moved Mr Mansueto that the Independent Chairman and Chief Executive Officer be authorised to execute the Local Government Finance Authority Cash Advance Loan Agreement under the Common Seal for \$900,000.

Seconded Cr Halls **Carried**

#### **8.3. Long Term Financial Plan (update)**

Moved Mr Green that:

1. The Board and Audit Committee endorse the key assumptions projected in the revised Long Term Financial Plan for the period of FY2020/21 to FY2029/30, and;
2. The Board and Audit Committee acknowledge that ongoing bi-annual reviews and updates will be undertaken by NAWMA's Administration along with the Annual Budget, Annual Business Plan and other Budget reviews.

Seconded Cr Halls **Carried**

#### **8.4. Board Self-Assessment Briefing**

Moved Mr Green that:

1. The Report is received and noted, and the Board undertake a yearly Self-Assessment to enable a measurement of performance over time, and;



2. A Report be prepared by the Independent Chairperson, assisted by the Chief Executive Officer, on alternative models of governance for consideration, that are consistent with the size and complexity of NAWMA, while retaining Constituent Council representation.

Seconded Cr Reynolds **Carried**

#### **8.5. 2021 Meeting Schedule**

Moved Cr Marsh that the Report is received and noted, and the Audit Committee and Board endorse the proposed dates of the 2021 meeting schedules

Seconded Cr Reynolds **Carried**

### **Reports for Information**

#### **8.6. Resident Engagement Strategy**

Moved Cr Marsh that the Report is received and noted.

Seconded Cr Woodman **Carried**

#### **8.7. 2020/2021 Annual Business Plan Progress Report (Standing Item)**

Moved Mr Inat that the Report is received and noted.

Seconded Mr Mansueto **Carried**

#### **8.8. WHS Steering Committee Minutes (Standing Item)**

Moved Cr Reynolds that the Report is received and noted.

Seconded Cr Woodman **Carried**

### **9. OTHER BUSINESS**

#### **9.1. Advocacy (Standing Item – Verbal Only)**

The Chief Executive Officer provided a brief verbal update.

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

The next meeting of the Board is to be held on Thursday, 25 February 2021 at 4.00pm in the NAWMA Education Centre (71-75 Woomera Avenue, Edinburgh).

The next meeting of the Audit Committee is to be held on Thursday, 18 February 2021 at 8.00am in Brian Cunningham's Boardroom (Level 11, 147 Pirie Street, CBD).

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

The meeting closed at 5.43pm.

**Adopted by Audit Committee  
Meeting of 18 February 2021**

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**Mr Mark Labaz  
Independent Chairman**

**Adopted by Board  
Meeting of 25 February 2021**

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**Mr Brian Cunningham  
Independent Chairman**

