CEO Performance Review Committee
Terms of Reference

Record number	D22/186979
Committee Members	Elected Member(s): Mayor Marijka Ryan *(Presiding Member)* Cr Bernie Keane Cr Sandy Keane Cr Marina Champion
Last reviewed	29 November 2022
Adoption reference	Council
Resolution number	20
Previous review dates	

1. Purpose

The Committee is established under section 41 of the Local Government Act 1999 (the Act).

The purpose of the CEO Performance Review Committee is undertaking the Performance Review of the CEO.

2. Roles and Functions

2.1 The Committee roles is undertaking the Performance Review of the CEO with the responsibility to meet as required for the purpose of undertaking a performance and remuneration review in accordance with the CEO's employment agreement with Council.

2.2 At the discretion of the CEO or relevant General Manager, urgent matters may go directly to the Council for consideration and may bypass the Committee meeting process.

3. Meetings

3.1 The Committee will meet as required, with meeting dates either set by Council or the Chief Executive Officer.
(*Refer to Delegations Register under the Act (section 87) regarding who can call, reschedule and cancel meetings).*

3.2 Meetings will be held at Council's Civic Centre, electronic means or such other location as determined by the Committee. The CEO will maintain procedures for Members who may attend by electronic means.

3.3 Meetings of the Committee will be held in accordance with:

1. Local Government Act 1999
2. Local Government (Procedures at Meetings) Regulations 2013, specifically Part 2 for key Committees.
3. Council's Code of Practice for Meeting Procedures
4. Council's Code of Practice – Access to Council and Committee Meetings and Documents

3.4 The Committee will terminate at the end of the Council term unless terminated earlier by resolution of the Council.

4. Membership

4.1 The Committee will comprise of four (4) Elected Members appointed by the Council, one being the Presiding Member of the Committee.

4.2 An Elected Member on the Committee will hold office only while they are a member of the Council.
3.2.1 Elected Members of the Committee will hold office until the conclusion of the Local Government periodic election or their appointment is revoked by the Council.

4.3 The Committee may co-opt, or make use of the services of any other person for the purpose of investigating or deliberating on any specific matter or on any other temporary basis subject to available funds for such purposes and with the approval of the CEO. A person invited to assist the Committee is not a member and does not have a right to vote.

5. Quorum

5.1 A quorum for the Committee will be ascertained by dividing the total number of members of the Committee by two (2), ignoring any fraction resulting from the division and adding one (in accordance with the Local Government (Procedures at Meetings) Regulations 2013, regulation 26(a)).

6. Voting

6.1 Each member of the Committee at a meeting will have one vote.

6.2 In accordance with regulation 27 of the *Local Government (Procedures at Meetings) Regulations 2013*, the Presiding Member will have a deliberative vote but does not, in the event of an equality of votes, have a casting vote.

6.3 In the event of a tied vote the matter will be referred to the Council for deliberation.

7. Delegations

The Committee will have the delegated power to make decisions on matters relating to:

a. Determine the times and places of its meetings pursuant to section 87(1) of the Act
b. Implement any delegated authority given to it by Council as set out in Council's Delegations Register
c. In regard to the Performance Review, the Committee has:
    i. The power to engage (with the Presiding Member being responsible for communicating any instructions/requests to the lawyers) Council's legal counsel to liaise and provide advice on matters pertaining to the CEO Performance Review and the duty to provide details to the Council at the end of each financial year advising of the costs incurred in the provision of this advice for the preceding financial year;

    ii. The power to authorise accounts for payment relating to the provision of legal advice to the Committee and consultancy work relating to the CEO performance review.

    iii. The responsibility of carrying out the CEO performance and remuneration review in accordance with the CEO's employment agreement.