



MINUTES

of

CORPORATE GOVERNANCE COMMITTEE MEETING

*Pursuant to the provisions of Section 84(1) of the
Local Government Act 1999*

HELD IN

**COMMITTEE ROOM
PLAYFORD CIVIC CENTRE
10 PLAYFORD BOULEVARD, ELIZABETH**

ON

**TUESDAY, 5 DECEMBER 2023
AT 5:00PM**

The meeting commenced at 5:00 pm.

1 ATTENDANCE RECORD

1.1 Present

MR MARK LABAZ – PRESIDING MEMBER

Mr Peter Brass *via Teams* Mayor Glenn Docherty Cr Shirley Halls

Mr Martin White

Also in attendance for the meeting:

Chief Executive Officer
General Manager City Services
General Manager City Assets
Senior Manager Information, Technology and Governance
Senior Manager Financial Services
Senior Manager Organisational Development
Senior Governance Officer
Manager Risk & WHS
Internal Auditor

Mr Sam Green
Ms Tina Hudson
Mr Dale Welsh
Ms Lara Matters
Ms Trisca Price
Ms Paula Paterson
Ms Sarah Schutz
Ms Kyla Ormrod
Mr Ninad Sinkar

Risk Specialist
Minute Taker

Mr David Gustafson
Ms Domenica Crisafi

1.2 Apologies

Nil

1.3 Not Present

Nil

2 CONFIRMATION OF MINUTES

COMMITTEE RESOLUTION

5672

Moved: Mr White

Seconded: Cr Halls

The Minutes of the Corporate Governance Committee Meeting held 3 October 2023 be confirmed as a true and accurate record of proceedings.

CARRIED

3 DECLARATIONS OF INTEREST

Nil

4 DEPUTATION / REPRESENTATIONS

Nil

5 STAFF REPORTS

Matters to be considered by the Committee and referred to Council

Matters which have been delegated to staff but they have decided not to exercise their delegation

5.1 RISK APPETITE STATEMENT AND RISK MANAGEMENT FUNDAMENTAL PRINCIPLES

Responsible Executive Manager : Sam Green

COMMITTEE RECOMMENDATION

5673

Moved: Mr White

Seconded: Mr Brass

1. That Council endorse the Risk Appetite Statement (*Attachment 1*).
2. That Council note the Reviewed Risk Management Fundamental Principles as edited by the Corporate Governance Committee (*Attachment 3*).
3. That Council delegate endorsement of the Risk Management Fundamental Principles document and future reviews to the CEO.

CARRIED

Matters to be considered by the Committee Only

Matters for Information

5.2 CORPORATE GOVERNANCE COMMITTEE WORKPLAN**Responsible Executive Manager : Sam Green****COMMITTEE RESOLUTION****5674****Moved: Mr White****Seconded: Mr Brass**

The Committee receive the 2023 Corporate Governance Committee Work Plan (Attachment 1).

CARRIED**5.3 RISK EVALUATION ACTION PLANS****Responsible Executive Manager : Sam Green****COMMITTEE RESOLUTION****5675****Moved: Mayor Docherty****Seconded: Mr White**

That the Corporate Governance Committee receive and note the progress update on the Risk Evaluation Action Plans.

CARRIED**5.4 INTERNAL AUDIT STATUS UPDATE****Responsible Executive Manager : Sam Green****COMMITTEE RESOLUTION****5676****Moved: Mr White****Seconded: Cr Halls**

That the Committee receive and note the Internal Audit Status Update Report December 2023 (Attachment 1) and Appendix 1 Revised target dates (Attachment 2).

CARRIED**5.5 STRATEGIC RISK REPORT****Responsible Executive Manager : Sam Green****COMMITTEE RESOLUTION****5677****Moved: Cr Halls****Seconded: Mr Brass**

1. The Corporate Governance Committee receive and note the Strategic Risk Report (*Attachment 2*).
2. The Corporate Governance Committee request staff to review the risk matrix, consequence criteria and likelihood rating and bring it back to the Committee for discussion.

CARRIED

Item 6 Informal Discussion was moved after Item 8.3

7 INFORMAL ACTIONS

Nil

8 CONFIDENTIAL MATTERS

8.1 CHIEF EXECUTIVE OFFICER UPDATE

Responsible Executive Manager : Sam Green

A. COMMITTEE TO MOVE MOTION TO GO INTO CONFIDENCE FOR ITEM 8.1

COMMITTEE RESOLUTION

5678

Moved: Cr Halls Seconded: Mr Brass

Pursuant to Section 90(2) of the *Local Government Act 1999* an order is made that the public be excluded from attendance at the meeting, with the exception of:

- Chief Executive Officer;
- General Manager City Assets;
- General Manager City Services;

in order to consider in confidence agenda item 8.1 under Sections 90(3)(b)(i) of the *Local Government Act 1999* on the basis that:

(b) information the disclosure of which

- i) could reasonably be expected to confer a commercial advantage on a person with whom the council is conducting, or proposing to conduct, business, or to prejudice the commercial position of the council; and
- ii) would, on balance, be contrary to the public interest; and

(i) information relating to actual litigation, or litigation that the Council or Council committee believes on reasonable grounds will take place, involving the council or an employee of the Council.

This matter is Confidential because a matter that is being reported on in this update is currently the subject of legal proceedings and a matter that is being reported on in this update relates to the development of the Annual Business Plan and Long Term Financial Plan.

On the basis of this information, the principle that meetings should be conducted in a place open to the public has been outweighed in this instance; Committee consider it necessary to consider this matter in confidence.

CARRIED

The meeting went into confidence at 5.43 pm.

C. PROCEDURAL DECISION - COMMITTEE TO DECIDE HOW LONG ITEM 8.1 IS TO BE KEPT IN CONFIDENCE

COMMITTEE RESOLUTION

5680

Moved: Cr Halls Seconded: Mayor Docherty

Pursuant to Section 91(7) of the *Local Government Act 1999*, the Committee orders that the following aspects of Item 8.1 be kept confidential in accordance with Committee's reasons to deal with this item in confidence pursuant to Sections 90

(3)(b)(i) of the *Local Government Act 1999*:

- Report for Item 8.1
- Minutes for Item 8.1

This order shall operate until the next scheduled annual review of confidential items by Council at which time this order will be reviewed and determined in accordance with Section 91(9)(a) of the *Local Government Act 1999*.

CARRIED

The meeting reopened to the public at 6:04 pm.

8.2 INTERNAL CONTROLS AUDIT STATUS UPDATE

Responsible Executive Manager : Tina Hudson

A. COMMITTEE TO MOVE MOTION TO GO INTO CONFIDENCE FOR ITEM 8.2**COMMITTEE RESOLUTION****5681**

Moved: Mr White **Seconded:** Cr Halls

Pursuant to Section 90(2) of the *Local Government Act 1999* an order is made that the public be excluded from attendance at the meeting, with the exception of:

- Chief Executive Officer;
- General Manager City Services;
- General Manager City Assets;
- Senior Manager Financial Services;
- Senior Manager Information, Technology and Governance;
- Senior Manager Organisational Development;
- Internal Auditor;
- Senior Governance Officer;
- Minute Taker;

in order to consider in confidence agenda item 8.2 under Sections 90(3)(a)(f) of the *Local Government Act 1999* on the basis that:

- (a) information the disclosure of which would involve the unreasonable disclosure of information concerning the personal affairs of any person (living or dead); and
- (f) information the disclosure of which could reasonably be expected to prejudice the maintenance of law, including by affecting (or potentially affecting) the prevention, detection or investigation of a criminal offence, or the right to a fair trial.

This matter is Confidential because Subject to an order pursuant to Sections 90(3)(a)(f) of the *Local Government Act 1999*, this matter is confidential because this item contains information contrary to the public interest as it involves the disclosure of personal information and the potential disclosure of information which could prejudice an ongoing investigation.

On the basis of this information, the principle that meetings should be conducted in a place open to the public has been outweighed in this instance; the Committee consider it necessary to consider this matter in confidence.

CARRIED

The meeting went into confidence at 6:05pm.

C. PROCEDURAL DECISION - COMMITTEE TO DECIDE HOW LONG ITEM 8.2 IS TO BE KEPT IN CONFIDENCE

COMMITTEE RESOLUTION

5683

Moved: Cr Halls

Seconded: Mr White

Pursuant to Section 91(7) of the *Local Government Act 1999*, the Committee orders that the following aspects of Item 8.2 be kept confidential in accordance with Committee's reasons to deal with this item in confidence pursuant to Sections 90(3)(a)(f) of the *Local Government Act 1999*:

- Report for Item 8.2
- Attachment(s) for Item 8.2
- Minutes for Item 8.2

This order shall operate until the next scheduled annual review of confidential items by Council at which time this order will be reviewed and determined in accordance with Section 91(9)(a) of the *Local Government Act 1999*.

CARRIED

The meeting reopened to the public at 6:08 pm.

8.3 UPDATE ON DISCUSSION WITH THE EXTERNAL AUDITOR REGARDING PERFORMANCE

A. COMMITTEE TO MOVE MOTION TO GO INTO CONFIDENCE FOR ITEM 8.3

COMMITTEE RESOLUTION

5684

Moved: Mayor Docherty

Seconded: Mr Brass

Pursuant to Section 90(2) of the *Local Government Act 1999* an order is made that the public be excluded from attendance at the meeting, with the exception of:

- Chief Executive Officer;
- General Manager City Services;
- General Manager City Assets;
- Senior Manager Financial Services;
- Senior Manager Information, Technology and Governance;
- Senior Manager Organisational Development;
- Senior Governance Officer;
- Internal Auditor
- Minute Taker;

in order to consider in confidence agenda item 8.3 under Section 90(3)(a) of the *Local Government Act 1999* on the basis that:

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

This matter is Confidential because it contains personal information pertaining to the performance of the external auditor.

On the basis of this information, the principle that meetings should be conducted in a place open to the public has been outweighed in this instance; the Committee consider it necessary to consider this matter in confidence.

CARRIED

The meeting went into confidence at 6:09 pm.

B. THE BUSINESS MATTER

Presenter: Trisca Price

Outcome: That the Committee note the presentation from the External Auditor regarding performance

C. PROCEDURAL DECISION - COMMITTEE TO DECIDE HOW LONG ITEM 8.3 IS TO BE KEPT IN CONFIDENCE

COMMITTEE RESOLUTION

5685

Moved: Cr Halls

Seconded: Mayor Docherty

Pursuant to Section 91(7) of the *Local Government Act 1999*, the Committee orders that the following aspects of Item 8.3 be kept confidential in accordance with Committee's reasons to deal with this item in confidence pursuant to Section 90(3)(a) of the *Local Government Act 1999*:

- Presentation for Item 8.3

This order shall operate until the next scheduled annual review of confidential items by Council at which time this order will be reviewed and determined in accordance with Section 91(9)(a) of the *Local Government Act 1999*.

CARRIED

The meeting reopened to the public at 6:28 pm.

6 INFORMAL DISCUSSION

The Committee discussed the approach it would take to meet the new reporting obligations as part of changes to Section 126(8)(a) of the *Local Government Act 1999*

The Committee agreed to develop a report format that is similar to the CEO Update, with a brief statement regarding key discussion items. For this meeting it was agreed the contents would include items 5.5 and 8.3. The Report should also seek feedback from Council on the format.

Presiding Member Mr Mark Labaz, thanked the Committee and Staff Members for their input and support throughout the year and wished everyone a safe holiday break.

9 CLOSURE

The meeting closed at 6:46 pm.