

Chief Executive Officer Employment Matters Advisory Committee

Terms of Reference

Purpose	The purpose of the Chief Executive Officer Employment Matters Committee (the Committee), to be headed by an independent chairperson, is to advise the Council on all contractual matters relating to the CEO's employment.
Description of revision and Version Number	Version Number: 1.0

Approved by	Executive Manager, Governance and Legal Services
Approval date	10 December 2019
Effective date	10 December 2019
Date of next review*	10 December 2021

*Unless replaced, this TOR will still apply beyond the review date.

Purpose

The purpose of the Chief Executive Officer Employment Matters Committee (the Committee), to be headed by an independent chairperson, is to advise the Council on all contractual matters relating to the CEO's employment.

Function of the Chief Executive Officer

Section 94A of the *Local Government Act 1989* (the Act) outlines the functions of the CEO:

1) A Chief Executive Officer is responsible for—

- a) establishing and maintaining an appropriate organisational structure for the Council; and
- b) ensuring that the decisions of the Council are implemented without undue delay; and
- c) the day to day management of the Council's operations in accordance with the Council Plan and
- d) developing, adopting and disseminating a code of conduct for Council staff; and
- e) providing timely advice to the Council; and
- f) ensuring that the Council receives timely and reliable advice about its legal obligations under this Act and any other Act; and
- g) (supporting the Mayor in the performance of his or her role as Mayor; and;
- h) carrying out the Council's responsibilities as a deemed employer with respect to Councillors, as deemed workers, which arise under or with respect to the Accident Compensation Act 1985 or the Accident Compensation (WorkCover Insurance) Act 1993; and Workplace Injury Rehabilitation and Compensation Act 2013.

Note

See section 14AA of the Accident Compensation Act 1985 and clause 15 of Schedule 1 to the Workplace Injury Rehabilitation and Compensation Act 2013.

- i) (f) performing any other function or duty of the Chief Executive Officer specified in this Act or any other Act.

(2) The Chief Executive Officer may appoint as many members of Council staff as are required to enable the functions of the Council under this Act or any other Act to be carried out and to enable the Chief Executive Officer to carry out her or his functions.

(3) The Chief Executive Officer is responsible for appointing, directing, managing and dismissing Council staff and for all other issues that relate to Council staff.

(3A) The Chief Executive Officer is responsible for managing interactions between Council staff and Councillors including by ensuring that appropriate policies, practices and protocols are in place defining appropriate arrangements for interaction between Council staff and Councillors

(4) A reference to Council staff in this section does not include a reference to the Chief Executive Officer.

Membership

Independent Chairperson and all Nillumbik Councillors (Executive Manager Governance, Communications and Engagement/Manager HR for support as required)

Terms of Appointment

- Appointments will initially be for a three year term, with an option to review annually
- The membership of the Committee will be reviewed as part of the on-going review.
- The operations of the Committee will be evaluated annually to ensure it continues to be effective and relevant.
- The Committee will meet annually unless otherwise agreed by Council

Accountability and Extent of Authority

Committee members have an advisory role and do not hold any authority to make decisions or commitments on behalf on Council. The Chief Executive Officer Employment Matters Committee is an Advisory Committee of Council, Council authorises the Committee within its scope of responsibilities to:

- Make recommendations to Council on contractual matters relating to the Chief Executive Officer or the person appointed to act as the Chief Executive Officer including the following:
- Appoint the Chief Executive Officer;
- Set the remuneration and conditions of appointment of the Chief Executive Officer;
- Negotiate any extension of the appointment of the Chief Executive Officer under section 94(4) of the Act
- Conduct performance reviews of the Chief Executive Officer; and
- Perform other functions as required in supporting the performance review and performance development of the Chief Executive Officer.

Role and Criteria of Independent Chairperson

- The Chairperson of the Chief Executive Officer Employment Matters Committee must
 - a) not be a Councillor; and
 - b) not be a member of Council staff; and
 - c) be suitably qualified.
- The following selection criteria applies to the appointment of the Chairperson:

- A clear understanding of the objectives, roles, duties and obligations of the CEO and Council under the Local Government Act and all other associated legislation. Ability to exhibit clear leadership
- Ability to work effectively with Councillors and the Chief Executive Officer
- Demonstrated human resource management skills, senior business experience and qualifications;
- Experience in senior management recruitment;
- Understanding of performance management processes, development of Executives and procedural fairness.
- Senior Level experience within a Government framework and sound knowledge of governance and legal obligations
- Previous experience or facilitation experience working with Executive Governance bodies or
- Board Members in membership and/or facilitation roles.

Selection process

The Chair of the Chief Executive Officer Employment Matters Advisory Committee must be appointed by Council and must be an independent Representative. Any extension of term must be made by Council in accordance with the “Terms of Appointment” clause. The selection committee for the independent chairperson will include the Mayor, Deputy Mayor, any interested Councillor and the Executive Manager, Governance and Legal/Manager HR. The Committee will assess the nominations against the selection criteria and recommend appointments to Council.

Conduct

In performing the role of Committee Member, a person must:

- Act with **integrity**;
- **Impartially** exercise his or her responsibilities in the interests of the local community; and
- **Not improperly** seek to confer an advantage or disadvantage.
- **Avoid conflicts** between his or her public duties and his or her personal interests and obligations;
- Commit to regular attendance at meetings

Confidentiality and Use of Information

Committee Members agree to comply with their obligations under section 77 of the Act in relation to confidential briefings or information as defined under The Act and recognise that this obligation extends to ensuring the safekeeping of confidential information. Committee

Members must not make improper use of information acquired because of their position or release information that the member knows, or should reasonably know, is confidential information

Fees and Reimbursement of expenses (Chairperson)

The Chairperson of the Committee will be remunerated and reimbursed for any transport costs they have incurred in participating in meetings and related activities.

Reporting

An annual report of the Chief Executive Officer's performance review will be reported to the Council. Any other matters requiring review in accordance with the Local Government Act will be determined by Council.

Administration Support

Administration support is provided by Executive Services.

Review Date

The Terms of Reference will be reviewed within 2 years of the date of adoption.

Date Adopted

10 December 2019

Date of review: December 2021