



THE CORPORATION OF THE TOWN OF WALKERVILLE
CHIEF EXECUTIVE OFFICER'S PERFORMANCE REVIEW COMMITTEE

TERMS OF REFERENCE

May 2019

1. Establishment

Pursuant to Section 41 of the *Local Government Act 1999* ('the Act') the Council has established a committee to be known as the Chief Executive Officer's Performance Review Committee, referred to in these Terms of Reference as 'the Committee'.

2. Objectives

The objectives of the Committee are to:

- 2.1 Engage with the Chief Executive Officer in the undertaking of the annual performance review within the parameters of the Employment Agreement, and report the findings to Council.
- 2.2 On an annual basis, and in conjunction with the Chief Executive Officer, establish the Key Performance Indicators (KPIs) against which the performance review is to be conducted (July of each year)
- 2.3 At least once in every six month period review with the Chief Executive Officer the Key Performance Indicators, and the Key Result Areas included in the position description against which feedback will be sought during the annual performance review
- 2.4 On an annual basis make recommendations to Council regarding the remuneration and conditions of employment of the Chief Executive Officer, consistent with the requirements of the Employment Agreement.
- 2.5 Make recommendation to Council for the appointment of an independent consultant to assist with the Chief Executive Officer's performance review process.
- 2.6 Make recommendations to Council as to any proposed changes in remuneration or conditions of employment of the Chief Executive Officer.
- 2.7 In the event of a vacancy for the position of Chief Executive Officer, the Committee will develop and recommend to Council the necessary steps to fill the vacancy within the requirements of the Act. The Committee will act as the selection panel and make recommendations to Council on an appointment to the position of Chief Executive Officer.

3. Authority

- 3.1 The Council has not delegated any powers to the Committee. Accordingly all decisions of the Committee will constitute recommendations to Council unless Council has resolved to delegate the decision on the agenda to the Committee.
- 3.2 The Committee is authorised by Council to undertake work to effectively and efficiently meet the objectives described of its role.

4. Meetings

- 4.1 The Committee will ensure it meets in appropriate time frames to complete the CEO performance review to meet the timing specified in the CEO Employment Agreement.
- 4.2 The Committee will meet on an as needs basis, with a minimum of two meetings per year.
- 4.3 The Committee will meet in July and November each year in order for the CEO to provide feedback on performance against the agreed KPI's for the year.
- 4.4 The CEO will be invited to attend Committee Meetings at the following points in the performance review process:
 - At the commencement of the annual performance review process to agree the process, steps and timing for the review, and those to be asked to provide feedback
 - During the performance review process to formally present to the Committee views as to the achievement of the agreed KPI's for the year.
 - Having received the performance review report, meet with the Committee to provide feedback regarding the findings of the report.
 - To meet with the Committee to discuss and finalise the KPI's for the next performance review period.
- 4.5 An agenda will be prepared and distributed to all Committee Members four clear days prior to the meeting.
- 4.6 Minutes of meetings (in accordance with legislative requirements) will be kept and provided to all Committee Members within three working days of the meeting.

5 Membership

- 5.1 The Committee is comprised of four Elected Members with the Mayor and the Deputy Mayor being Members. The remaining Elected Members are to be appointed to the Committee by resolution of Council.
- 5.2 All members of the Committee will hold office until the conclusion of the 2022 Local Government elections.
- 5.3 Members of the Committee may be removed by Council resolution at any time.
- 5.4 Members of the Committee may resign their position any time by giving notice of their intention, in writing, to the Chief Executive Officer.
- 5.5 If a vacancy occurs on the Committee, in accordance with clauses 5.3 or 5.4, the Council will appoint a replacement member.

6 Role of the Presiding Member

- 6.1 The Mayor will be appointed as the Presiding Member.
- 6.2 The Presiding Member's role is to:
- oversee and facilitate the conduct of meetings in accordance with the Act and *Local Government (Procedures at Meetings) Regulations 2013* (Regulations);
 - ensure that the Guiding Principles at Regulation 5 are observed and that all Committee members have an opportunity to participate in discussions in an open and responsible manner; and
 - call the meeting to order and move the debate towards finalisation when a matter has been debated significantly and no new information is being discussed.
- 6.3 If the Presiding Member of the Committee is absent from a meeting then the Deputy Mayor will preside at the meeting.

7 Quorum

- 7.2 A quorum for a meeting of the Committee will be half of the number of members plus one.
- 7.3 No business can be transacted at a meeting unless a quorum is present.

8 Voting

- 8.1 All members of the Committee must (subject to any provisions of the Act or Regulations to the contrary) vote on all matters presented for decision at a meeting of the Committee.
- 8.2 For the avoidance of doubt, every member of the Committee, including the Presiding Member (and / or the Deputy Mayor in the absence of the Presiding Member) has a deliberative vote i.e. no casting vote.
- 8.3 The Presiding Member is deemed to vote in the affirmative unless he/she clearly declares otherwise.
- 8.4 The Presiding Member will ask for members to vote and will then declare whether the motion is carried or lost.
- 8.5 Should the vote on a matter be tied the item shall be referred to Council for decision.
- 8.6 All decisions of the Committee will be made on the basis of a majority of members present.
- 8.7 The independent consultant appointed by Council to facilitate the CEO's Performance Review will attend meetings but will not have voting rights.