



NOTICE

of

CEO PERFORMANCE REVIEW COMMITTEE MEETING

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

to be held in

**WALKERVILLE CIVIC CENTRE
COUNCIL CHAMBERS
66 WALKERVILLE TERRACE GILBERTON**

on

19 FEBRUARY 2020 at 4.00PM

KIKI CRISTOL
CHIEF EXECUTIVE OFFICER

Issue Date: 14 FEBRUARY 2020

MEMBERSHIP

MAYOR ELIZABETH FRICKER - PRESIDING MEMBER

Deputy Mayor Cr MaryLou Bishop
Cr James Williams

Councillor Jennifer Joshi

AGENDA
19 February 2020 at 4.00pm

1. ATTENDANCE RECORD

- 1.1 Present
- 1.2 Apologies
- 1.3 Not Present / Leave of Absence

2. CONFIRMATION OF MINUTES

That the minutes of the CEO Performance Review Committee Meeting held on 28 November 2019 be confirmed as a true and accurate record of the proceedings.

3. REPORTS REQUIRING DECISION OF COMMITTEE

Nil.

4. REPORTS PRESENTED FOR INFORMATION

Nil.

5. CONFIDENTIAL REPORTS

- 5.1 CEO Performance Review Appointment of Consultant

6. CLOSURE



MINUTES
Of
CEO PERFORMANCE REVIEW COMMITTEE
held in the
**WALKERVILLE CIVIC CENTRE
COUNCIL CHAMBER
66 WALKERVILLE TERRACE GILBERTON**
on
THURSDAY 28 NOVEMBER 2019 AT 5.15 PM

MINUTES
28 November 2019

The meeting was declared open at 5.16pm

1. ATTENDANCE RECORD

1.1 Present

Mayor Elizabeth Fricker
Deputy Mayor Cr MaryLou Bishop
Cr James Williams
Cr Stephen Furlan

1.2 In Attendance

Vanessa Davidson, Council Secretariat

1.3 Apologies / Leave of Absence

Nil.

2. CONFIRMATION OF MINUTES

Moved: Cr Furlan

Seconded: Cr Bishop

CEO10/19-20

That the minutes of the previous meeting held on 10 October 2019 be confirmed as a true and accurate record of the proceedings.

CARRIED

3. REPORTS REQUIRING DECISION

3.1 Request for Quote – Independent Consultant for

Moved: Cr Williams

Seconded: Cr Bishop

CEO11/19-20

The Committee requests that:

1. The Administration undertake a Request for Quote process, using Vendor Panel, for the engagement of an independent consultant to assist with the Chief Executive Officer's performance review process.
2. That the Request for Quote documentation appearing as Attachment A be released using Vendor Panel and that the closing date for the acceptance of quotes be 5pm on Monday 31 January 2020.

CARRIED

4. REPORTS PRESENTED FOR INFORMATION

4.1 Verbal Update – CEO Performance against Key Performance Indicators Update

The time being 5.22pm the CEO was invited to attend the meeting to provide a verbal update.

Moved: Cr Bishop

Seconded: Cr Furlan

CEO12/19-20

That the Committee receive and note the verbal update CEO's Performance against Key Performance Indicators.

CARRIED

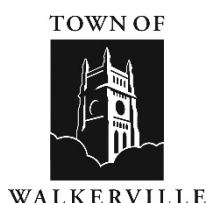
5. OTHER BUSINESS

Nil.

6. CONFIDENTIAL REPORTS

Nil.

The meeting was closed at 5.57pm



Item No: 5.1

File No: 12.14.1.4

Date: 19 February 2020

Attachment: A, B

Meeting:	CEO Performance Review Committee
Title:	CEO Performance Review Appointment of Consultant
Responsible Manager:	Mayor, Elizabeth Fricker
Author:	Council Secretariat, Vanessa Davidson
Key Focus Area:	Strategic Community Plan Focus area 3- Transparent and accountable local tier of Government
Key Focus Area:	Financial Guiding Principle 4 – Robust and transparent allocation and prioritisation of resources
Type of Report:	Decision Required

The matter contained in this report may, if the CEO Performance Review Committee so determines, be considered in confidence pursuant to Section 90(2) of the *Local Government Act 1999* on the basis that the information contained in the attached report is information of the nature specified in subsections 90(3)(d) of the Act being to prejudice the commercial position of the person who supplied the information.

Recommendation Public

Pursuant to s90(3)(d)

Pursuant to section 90(2) of the *Local Government Act 1999* the CEO Performance Review Committee orders that all members of the public, except the Council Secretariat, Vanessa Davidson, be excluded from attendance at the meeting for Agenda Item 5.1 CEO Performance Review - Appointment of Consultant.

The CEO Performance Review Committee is satisfied that:

1. Pursuant to section 90(3)(d) of the Act, the information to be received, discussed or considered in relation to this Agenda Item is commercial information of a confidential nature (not being a trade secret) the disclosure of which could reasonably be expected to prejudice the commercial position of the person who supplied the information as it contains pricing information relating to a tender process for professional services.
2. Pursuant to section 90(3)(k) of the Act, the information to be received, discussed or considered in relation to this Agenda Item are tenders for the provision of services to the Council and at this time the information relating to the tender process should not be made public.

In addition, the CEO Performance Review Committee has further considered that the information would on balance be contrary to the public interest because the disclosure of this information may result in a competitor receiving the information to the detriment of the proposed provider.

Recommendation (Confidential)

The CEO Performance Review Committee recommends to Council that be appointed to assist the CEO Performance Review Committee in conducting the CEO Performance Review for the period 2020 / 2021, 2021/ 2022 and 2022 / 2023.

Recommendation (Public)

Pursuant to s.91(7)

That having considered Agenda Item 5.1 CEO Performance Review – Appointment of Consultant in confidence under section 90(2), 90(3)(d) and 90(3)(k) of the *Local Government Act 1999*, the CEO Performance Review Committee, pursuant to section 91(7) of that Act recommends to Council that:

1. The Report, Minutes and Attachments A and B relevant to this Agenda Item be retained in confidence.
2. The Report, Minutes and Attachment A be released once the matter the matter has been finalised.
3. That Attachment B be retained in confidence for a period of 5 years as the Attachment relates to tenders for the provision of services to the Council and at this time the information relating to the tender process should not be made public.

That the CEO Performance Review Committee resolves to end its confidential deliberations pursuant to Section 90(2) of the *Local Government Act 1999* and re-admit the public.

Summary

The CEO Employment Agreement sets out that Council must conduct an annual performance review and that it must be completed by 31 August each year. The CEO Performance Review Committee's Terms of Reference require the Committee to undertake the review, and to recommend to Council the appointment of an independent consultant to assist with the performance review process.

The purpose of this report is to provide the CEO Performance Review Committee (Committee) with the responses to the Request for Quote process which was undertaken in order to identify an appropriate independent consultant to assist the Committee.

Background

The CEO's Employment Agreement sets out in Clause 10 the requirement to conduct an annual performance review.

The CEO Performance Review Committee Terms of Reference, adopted by Council on 20 May 2019, prescribes the role of the Committee to:

- 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. Conduct an informal performance review meeting with the Chief Executive Officer after six months of each review year
- 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
- Periodically 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

- 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
- **The Committee is to make a recommendation to Council for the appointment of an independent consultant to assist with the Chief Executive Officer's performance review process.**
- Make recommendations to Council as to any proposed changes in remuneration or conditions of employment of the Chief Executive Officer.
- 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 Local Government Act. The Committee will act as the selection panel and make recommendations to Council on an appointment to the position of Chief Executive Officer.

Richard Altman Consulting has been appointed by the Council, since 2014 to support them through the performance review process.

Council at its ordinary meeting of 20 May 2019 resolved to appoint Richard Altman as the independent consultant for the 2018 / 2019 CEO Performance Review (**CNC357/18-19**).

As this process is now complete the Committee is required to recommend to an independent consultant to Council to assist with future CEO Performance Reviews.

Discussion/Issues for Consideration

In accordance with the requirements of Council's Procurement Policy, Administration commenced a request for quote process to seek interest from suitably qualified independent consultants capable of assisting the Committee in undertaking the CEO's Performance Review.

Six (6) companies were selected from the pre-qualified Professional Services Panel and invited to submit quotes these being:

1. AME Recruitment Pty Ltd
2. BRM ADVISORY
3. Maxima Training Group (Aust) Ltd
4. McArthur (SA) Pty Ltd
5. Richard Altman Consulting
6. Wallmans Lawyers

The request for quote document (included as Attachment A to this report) specified that the Committee requested assistance with the following:

1. Assist the Chief Executive Officer Performance Review Committee to undertake an annual performance review of the Chief Executive Officer in accordance with the CEO Employment Contract & Terms of Reference of the Committee for the 2019/ 2020, 2020/ 2021 and 2021 /2022 financial years.
2. Using the agreed Chief Executive Officer KPI conduct the performance review by meeting with Elected Members, Senior Staff, and external stakeholders, collate and summarise responses.
3. Update the KPI Scorecard with evidence based results for the other goals.
4. Undertake a benchmarking remuneration review process and provide recommendations to the Committee and Council that are performance based and reflect current market trends.

5. Prepare a report that sets out the findings from the review and discuss the findings with the CEO and the CEO Performance Review Committee. Identify development goals to be included for the CEO for the coming year.
6. Support the CEO Performance Review Committee to establish performance indicators for the subsequent review in consultation with the CEO as required by the Employment Contract.
7. Present the findings to the Committee and Council.
8. Attend meetings of the Committee and Council as required through the process.
9. Assist the Chief Executive Officer Performance Review Committee with the review of the Committee's Terms of Reference.

The companies were not advised of the budget allocated to the process.

The request for quote process commenced on Friday 20 December 2019 and concluded at 5pm on 31 January 2020.

At the time of closure of the process three responses had been received these being from:

1. AME Recruitment Pty Ltd
2. Richard Altman Consulting
3. McArthur (SA) Pty Ltd.

The completed responses were sent by confidential email to Committee members on 6 February 2020 accompanied by an evaluation spreadsheet that each Committee was requested to complete.

The companies were to be given scores out of 10 for the following criteria based on the information provided in their submitted responses:

1. Cost – value for money
2. Timeframes – evidence of being able to deliver in allocated timeframes
3. Capability - understanding of requirements, knowledge & experience in the industry, infrastructure and other support, staff resources, methodology.
4. Performance - factors to consider: current work, previous work, previous local government experience, mechanisms for monitoring contractual performance, industrial relations, OHS&W, equal opportunity.
5. Quality Systems Deliverables – Quality of work

Committee Members independently completed an evaluation spreadsheet and submitted it to Administration for collation.

The collated spreadsheet which presents an overview of all scores is included at Attachment B.

Next Steps

In accordance with clause 2.5 of the CEO Performance Review Committee's Terms of Reference the Committee are required to make a recommendation to Council for the appointment of an independent consultant to assist with the Chief Executive Officer's performance review process.

Attachments

Attachment A	Request for Quote Documentation Supplied
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RELEASED

Request for Quotes For

CEO Performance Review

Services to assist the CEO Performance Review Committee to undertake an annual performance review of the Chief Executive Officer.

Reference No: CEO002.19

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Structure of this Request for Quotes

This Request for Quotes is comprised of three sections:

- Section A - Quote Conditions
- Section B – Specifications
- Section C – Form of Quote and Schedules

Section A – Quote Conditions

1. Definitions

In this RFQ:

- 1.1 **Closing Date** means the time and date specified in clause 2.7, or such later time and date as may be notified in writing to Respondents by the Council.
- 1.2 **Form of Quote** means the form contained in Section C of this RFQ.
- 1.3 **Respondent** refers to any party who responds to this RFQ.
- 1.4 **RFQ** means this Request for Quotes.
- 1.5 **Quote** means a quote submitted by a Respondent pursuant to this RFQ.
- 1.6 **Schedules** means the schedules contained in Section C of this RFQ.
- 1.7 **Services** means the services sought to be purchased by the Council pursuant to this RFQ.
- 1.8 **Specifications** means the specifications specified in Section B of this RFQ.

2. Request for Quotes

- 2.1 The Council seeks Quotes from Respondents for the provision of the Services.
- 2.2 Prices quoted are to be on a lump sum basis to provide services to the CEO Performance review Committee to undertake annual performance review of the Chief Executive Officer.
- 2.3 All prices for the Services are to be fixed. Quoted prices must **include** GST and all applicable levies, duties, taxes and charges.
- 2.4 Any charge not stated in the Quote will not be payable by the Council.
- 2.5 The Respondent must submit:
 - 2.5.1 the original Form of Quote;
 - 2.5.2 the completed Schedules; and
 - 2.5.3 additional information / documentation (if any).
- 2.6 Any Quote may be rejected if it does not conform with the requirements of the Specifications or this RFQ.
- 2.7 **Electronic Lodgement of Quotes**

- 2.7.1 Quotes must be lodged electronically via Vendor Panel before the Closing Date being 5pm 31 January 2019 and in accordance with the Quote lodgement procedure set out in this clause.
- 2.7.2 Quotes lodged by any other means will not be considered.
- 2.7.3 Respondents warrant that they have taken all reasonable steps to ensure that their Quotes are free of viruses or any other matter which would cause harm to the Council's website or systems.
- 2.7.4 Respondents acknowledge that it is their sole responsibility to ensure that sufficient time has been allowed for Quote lodgement, including time that may be required for any problem analysis and resolution prior to the Closing Date.
- 2.7.5 If Respondents have any problem uploading their Quote, they must contact the Nominated Contact Person prior to the Closing Date. Any failure to do so will result in the Quote being a non-conforming Quote.
- 2.7.6 A Quote is deemed to have been lodged by the Respondent when the Quote has been received by Vendor Panel
- 2.8 This RFQ closes on the Closing Date.
- 2.9 Quotes received after the Closing Date will **NOT** be considered.
- 2.10 The Council will not accept any responsibility in the event that a Quote is not received by the Closing Date.
- 2.11 Respondents must not use this RFQ (including any attached technical and other written information supplied by the Council) for any purpose other than to prepare a Quote. This includes not copying this RFQ (including any attached technical and other written information supplied by the Council) and providing a copy to any third party not involved in the preparation of a Quote.

3. **Acceptance of Quote**

- 3.1 The Respondent agrees that the Quote remains open for a minimum period of 60 days after the Closing Date.
- 3.2 This RFQ, together with the Council's written acceptance of the Quote and the issue of an official Council purchase order, constitute the contract between the Council and the successful Respondent.

4. **No Legal Requirement**

The issue of this RFQ or any response to it does not commit, obligate or otherwise create a legal requirement on the Council to acquire the Services from a Respondent.

5. Council's Rights

The Council reserves the right to:

- 5.1 amend, vary, supplement or terminate this RFQ at any time;
- 5.2 accept or reject any Quote, including the lowest price Quote;
- 5.3 negotiate with any service provider on all or any part of the Services to be supplied pursuant to this RFQ;
- 5.4 postpone or abandon this RFQ;
- 5.5 add or remove any Respondent;
- 5.6 accept or reject any Quotes;
- 5.7 accept all or part of any Quote;
- 5.8 negotiate or not negotiate with one or more Respondents;
- 5.9 discontinue negotiations with any Respondent; and
- 5.10 include the Respondents' names in Council reports and make them public. This may include the order of Respondents on the basis of quoted price but without the specific amount quoted.

6. Quote Evaluation

In assessing Quotes, the Council will have regard to, but not necessarily be limited to, the following criteria (not listed in any order of priority):

- 6.1 completion of the Form of Quote;
- 6.2 compliance with the Specifications;
- 6.3 warranties and guarantees on the Services;
- 6.4 timeframe for the completion of the Services;
- 6.5 demonstrated experience in completing similar projects;
- 6.6 referees; and
- 6.7 insurance.

7. Respondent's Confidential Information

- 7.1 Subject to clauses 7.2 and 8.1, the Council will treat as confidential all Quotes submitted by Respondents in connection with this RFQ.
- 7.2 The Council will not be taken to have breached any obligation to keep information provided by Respondents confidential to the extent that the information:
 - 7.2.1 is disclosed by the Council to its advisers, officers, employees or subcontractors solely in order to conduct the RFQ process or to prepare and manage any resultant agreement;
 - 7.2.2 is disclosed to the Council's internal management personnel, solely to enable effective management or auditing of the RFQ process;
 - 7.2.3 is disclosed by the Council to the responsible Minister;
 - 7.2.4 is authorised or required by law to be disclosed; or
 - 7.2.5 is in the public domain otherwise than due to a breach of the relevant obligations of confidentiality.

8. Governing Law

- 8.1 This RFQ is governed by the law in South Australia.
- 8.2 The parties irrevocably submit to the exclusive jurisdiction of the courts in South Australia.

9. ICAC

Respondents acknowledge that if they enter into a contract with the Council they will be considered to be public officers for the purposes of the *Independent Commissioner Against Corruption Act, 2012 (SA)* (**ICAC Act**) and will be obliged to comply with the ICAC Act and the Directions and Guidelines issued pursuant to the ICAC Act.

Section B – Specifications

1. Assist the Chief Executive Officer Performance Review Committee to undertake an annual performance review of the Chief Executive Officer in accordance with the CEO Employment Contract & Terms of Reference of the Committee for the 2019/ 2020, 2020/ 2021 and 2021 /2022 financial years.
2. Using the agreed Chief Executive Officer KPI conduct the performance review by meeting with Elected Members, Senior Staff, and external stakeholders, collate and summarise responses.
3. Update the KPI Scorecard with evidence based results for the other goals.
4. Undertake a benchmarking remuneration review process and provide recommendations to the Committee and Council that are performance based and reflect current market trends.
5. Prepare a report that sets out the findings from the review and discuss the findings with the CEO and the CEO Performance Review Committee. Identify development goals to be included for the CEO for the coming year.
6. Support the CEO Performance Review Committee to establish performance indicators for the subsequent review in consultation with the CEO as required by the Employment Contract.
7. Present the findings to the Committee and Council.
8. Attend meetings of the Committee and Council as required through the process.
9. Assist the Chief Executive Officer Performance Review Committee with the review of the Committee's Terms of Reference

Section C – Form of Quote & Schedules

Schedule 1 Form of Quote

I/We _____ (Respondent) on
having read, understood and fully informed myself/ourselves/itself of the contents, requirements and obligations
of this RFQ, hereby provide a Quote for the Services.

1.	Name of Respondent State in full the name(s) of the Respondent(s) and trading names ABN	
2.	Contact Person	
3.	Registered Address	
4.	Postal Address	
5.	Telephone	
6.	Fax	
7.	Email	

8. Price Schedule

Description	Unit (if applicable)	Price (ex GST)	GST Component	Price (inc GST)

Schedule 2 Compliance with the Specifications

Please indicate if you intend to comply with the Specifications.

RELEASED

Schedule 3 Timeframe

Attend the meeting of the CEO Performance Review Committee in July and November of each year.

- In July of each year assist the CEO Performance Review Committee to set the CEO's key performance indicators
- In November of each year assist the CEO Performance Review Committee to review the CEO's performance against the key performance indicators.

By 31 August each year undertake a benching marking review process and provide recommendations to the CEO Performance Review Committee and Council

Schedule 4 Insurance

Provide details of insurance currently held by you that would be extended to provide cover for the Services.

Insurance type	Policy no	Extent of cover		Expiry date	Name of insurer
		Per incident \$A	In aggregate \$A		
Professional indemnity (if applicable)					
Other					

The undersigned undertakes that if selected as the successful Respondent, I/we/it will be bound by the conditions provided.

If the Respondent is a company, the Quote must be executed as follows:

Executed by [Insert Company name] pursuant to section 127 of the Corporations Act 2001	
..... Signature of Director	 Signature of Director/Company Secretary (Please delete as applicable)
..... Name of Director (print)	 Name of Director/Company Secretary (print)
OR	
..... Signature of Sole Director and Sole Company Secretary	
..... Name of Sole Director and Sole Company Secretary (print)	
OR	
Signed for [Insert Representative's name] by an authorised representative in the presence of:	
..... Signature of witness	 Signature of authorised representative
..... Name of witness (print)	 Name of authorised representative (print)
	 Position of authorised representative (print)

If the Respondent is an individual, the Quote must be executed as follows:

Signed by [insert name] in the presence of:	
Signature of witness	Respondent
Name of witness (print)	

If the Respondent is a partnership, the Quote must be executed as follows:

[Drafting Note – add extra execution clauses for additional partners as necessary] [Delete RED text once read]

Partner 1:

Signed sealed and delivered by [insert name] in the presence of:	
Signature of witness	Signature of partner
Name of witness (print)	
Address of witness (print)	

Partner 2:

Signed sealed and delivered by [insert name] in the presence of:	
Signature of witness	Signature of partner
Name of witness (print)	
Address of witness (print)	