



# AGENDA

## EXTRAORDINARY COUNCIL MEETING

### 23 DECEMBER 2021

MEMBERSHIP: Councillors J Black, L Burns, S Chowdhury, M Dickerson, V Etheridge, J Gough, R Ivey, P Wells, D Mahon and M Wright.

The meeting is scheduled to commence at 3.00 pm.

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#### PRAYER:

O God, Grant that by the knowledge of thy will, all we may resolve shall work together for good, we pray through Jesus Christ our Lord. Amen!

#### ACKNOWLEDGEMENT OF COUNTRY:

"I would like to acknowledge the Wiradjuri People who are the Traditional Custodians of the Land. I would also like to pay respect to the Elders both past and present of the Wiradjuri Nation and extend that respect to other Aboriginal peoples from other nations who are present".

Page

#### CCL21/279 DECLARATION OF OATH/AFFIRMATION OF OFFICE (ID21/2262)

Pursuant to Section 233A of the Local Government Act 1993

#### CCL21/280 ELECTION OF MAYOR AND DEPUTY MAYOR (ID21/2179)

The Council had before it the report dated 22 December 2021 from the Chief Executive Officer regarding Election of Mayor and Deputy Mayor.

3

#### CCL21/281 ELECTION OF MAYOR FOR MAYORAL TERM (ID21/2180)

#### CCL21/282 LEAVE OF ABSENCE (ID21/2181)

#### CCL21/183 CONFLICTS OF INTEREST (ID21/2259)

#### CCL21/284 PUBLIC FORUM (ID21/2182)

#### CCL21/285 CREATION OF OFFICE OF DEPUTY MAYOR (ID21/2183)

**CCL21/286 ELECTION OF DEPUTY MAYOR FOR MAYORAL TERM (ID21/2184)**

**REPORTS FROM STAFF:**

- CCL21/287 FORMATION OF STANDING COMMITTEES AND DETERMINATION OF MEETING DATES AND TIMES (ID21/2185)** 8
- The Council had before it the report dated 22 December 2021 from the Administration Officer - Governance and Internal Control regarding Formation of Standing Committees and Determination of Meeting Dates and Times.
- CCL21/288 CASUAL VACANCIES DURING THE FIRST 18 MONTHS OF THE COUNCIL TERM (ID21/2186)** 15
- The Council had before it the report dated 22 December 2021 from the Executive Manager Governance and Internal Control regarding Casual Vacancies During the First 18 Months of the Council Term.
- CCL21/289 DETERMINATION OF COUNCILLOR REPRESENTATION ON MANDATED COMMITTEES (ID21/2247)** 18
- The Council had before it the report dated 8 December 2021 from the Administration Officer - Governance and Internal Control regarding Determination of Councillor Representation on Mandated Committees.



DUBBO REGIONAL  
COUNCIL

## REPORT: Election of Mayor and Deputy Mayor

DIVISION: Executive Services  
REPORT DATE: 22 December 2021  
TRIM REFERENCE: ID21/2179

### EXECUTIVE SUMMARY

<b>Purpose</b>	Fulfil legislated requirement	
<b>Issue</b>	<ul style="list-style-type: none"><li>Outline the requirements for the election of Mayor</li><li>Outline option for the elections of Deputy Mayor</li></ul>	
<b>Reasoning</b>	<ul style="list-style-type: none"><li>Local Government Act 1993</li><li>Local Government (General) Regulation 2021</li></ul>	
<b>Financial Implications</b>	Budget Area	Governance and Internal Control
	Proposed Cost	This function of Governance and Internal Control is included within the adopted budget
<b>Policy Implications</b>	Policy Title	There are no policy implications arising from this report

### STRATEGIC DIRECTION

The 2040 Community Strategic Plan is a vision for the development of the region out to the year 2040. The Plan includes five principle themes and a number of strategies and outcomes. This report is aligned to:

Theme: 4 Community Leadership

CSP Objective: 4.4 Statutory requirements are met and services are provided to the organisation in a cost-effective and timely manner

Delivery Program Strategy: 4.4.1 The organisation meets all statutory requirements

### RECOMMENDATION

**That the method of voting for the election of Mayor and, if such an office is created, Deputy Mayor, be determined.**

MW  
Chief Executive Officer

## METHOD OF VOTING AND ELECTION OF MAYOR FOR THE MAYORAL TERM

The Mayor of Dubbo Regional Council is elected by the Councillors from among their number in accordance with Section 282(2) of the Local Government Act 1993 (the Act). The Act also provides that where the Mayor is elected by the Councillors, he/she holds the office for two years (Section 230(1)). However, due to the delayed Local Government Elections from September 2020 to December 2021 because of the COVID-19 pandemic, the first Mayoral Term will run from now until September 2023. The second Mayoral Term will run from September 2023 until the Local Government Elections in September 2024.

Section 230 (3) also states that:

*The Office of Mayor:*

- a) *commences on the day the person elected to the office is declared to be so elected; and*
- b) *becomes vacant when the person's successor is declared to be elected to the office, or on the occurrence of a casual vacancy in the office.*

Schedule 7 of the Local Government (General) Regulation relating to the Election of Mayor by Councillors, provides:

1. *Returning Officer*

*The General Manager (or a person appointed by the General Manager) is the returning officer.*

2. *Nomination*

- (1) *A councillor may be nominated without notice for election as mayor or deputy mayor.*
- (2) *The nomination is to be made in writing by two (2) or more councillors (one of whom may be the nominee). The nomination is not valid unless the nominee has indicated consent to the nomination in writing.*
- (3) *The nomination is to be delivered or sent to the returning officer.*
- (4) *The returning officer is to announce the names of the nominees at the Council meeting at which the election is to be held.*

3. *Election*

- (1) *If only one councillor is nominated, that councillor is elected.*
- (2) *If more than one councillor is nominated, the Council is to resolve whether the election is to proceed by preferential ballot, by ordinary ballot or by open voting.*
- (3) *The election is to be held at the Council meeting at which the Council resolves on the method of voting.*
- (4) *In this clause:*  
*"ballot" has its normal meaning of secret ballot; and*  
*"open voting" means voting by a show of hands or similar means.*

Nomination papers are appended (**Appendix 1**) and may be delivered or sent to the Chief Executive Officer either prior to, or at the Extraordinary meeting.

**CREATION OF OFFICE OF DEPUTY MAYOR AND ELECTION OF DEPUTY MAYOR FOR THE MAYORAL TERM**

Section 231 of the Act provides that:

- (1) *The Councillors may elect a person from among their number to be the Deputy Mayor.*
- (2) *The person may be elected for the mayoral term or a shorter term.*

Should Councillors wish to elect a Deputy Mayor, to coincide with the mayoral term, nomination papers for the office have been prepared and are made available herewith (**Appendix 2**).

**APPENDICES:**

- 1 [↓](#) Nomination and Acceptance Form - Office of Mayor
- 2 [↓](#) Nomination and Acceptance Form - Office of Deputy Mayor



DUBBO

Date: \_\_\_\_\_

The Chief Executive Officer  
Dubbo Regional Council  
DUBBO NSW 2830

Dear Sir

**OFFICE OF MAYOR – NOMINATION PAPER**

I hereby nominate Councillor \_\_\_\_\_ for election to the Office of Mayor of the Dubbo Region for the ensuing term.

COUNCILLOR

COUNCILLOR

**ACCEPTANCE OF NOMINATION**

I hereby accept such nomination.

COUNCILLOR



DUBBO

Date: \_\_\_\_\_

The Chief Executive Officer  
Dubbo Regional Council  
DUBBO NSW 2830

Dear Sir

**OFFICE OF DEPUTY MAYOR – NOMINATION PAPER**

I hereby nominate Councillor \_\_\_\_\_ for election to the Office of Deputy  
Mayor of the Dubbo Region for the ensuing term.

COUNCILLOR

COUNCILLOR

**ACCEPTANCE OF NOMINATION**

I hereby accept such nomination.

COUNCILLOR



## REPORT: Formation of Standing Committees and Determination of Meeting Dates and Times

**DIVISION:** Executive Services  
**REPORT DATE:** 22 December 2021  
**TRIM REFERENCE:** ID21/2185

### EXECUTIVE SUMMARY

<b>Purpose</b>	Seek endorsement	Fulfil legislated requirement/Compliance
<b>Issue</b>	<ul style="list-style-type: none"> <li>Council is required to determine the dates and times of Ordinary Council meetings</li> <li>Council may determine to form Standing Committees</li> </ul>	
<b>Reasoning</b>	<ul style="list-style-type: none"> <li>Section 3.1, Code of Meeting Practice</li> <li>Part 20, Code of Meeting Practice</li> <li>Section 365, Local Government Act 1993</li> </ul>	
<b>Financial Implications</b>	Budget Area	Governance and Internal Control
	Proposed Cost	This function of Governance and Internal Control is included within the adopted budget
<b>Policy Implications</b>	Policy Title	Code of Meeting Practice
	Impact on Policy	Decisions must be in line with Council's Code of Meeting Practice. If changes are to be made, the Code must be reviewed to reflect changes. The Code of Meeting Practice must be reviewed and adopted within 12 months of the new Council Term. The Code is currently scheduled to be reviewed in 2022.

### STRATEGIC DIRECTION

The 2040 Community Strategic Plan is a vision for the development of the region out to the year 2040. The Plan includes five principle themes and a number of strategies and outcomes. This report is aligned to:

Theme: 4 Community Leadership  
 CSP Objective: 4.4 Statutory requirements are met and services are provided to the organisation in a cost-effective and timely manner  
 Delivery Program Strategy: 4.4.1 The organisation meets all statutory requirements

**RECOMMENDATION**

- 1. That Council determine meeting dates from Option 1 and Option 2, as detailed in this report.**
- 2. That Ordinary meetings of Council be held in the Council Chamber in Dubbo, unless otherwise stated.**
- 3. That the Code of Meeting Practice be reviewed and adopted as soon as practicable to reflect any changes to the scheduling of meeting dates and times.**

*Murray Wood*  
Chief Executive Officer

*HY*  
Administration Officer -  
Governance and Internal  
Control

## BACKGROUND

According to Part 3.1 of Council's [Code of Meeting Practice](#):

*The Council shall, by resolution, set the frequency, time, date and place of its ordinary meetings. Ordinary meetings will be usually held at 5.30 pm on the fourth Monday of each month (excluding January). Ordinary Council meetings will be held in Dubbo unless otherwise specified.*

Part 3.1 also states that, in the year of a Local Government election, meeting dates and times will be determined at the Ordinary meeting of Council held in October. Due to the postponement of the 2021 Local Government elections to December 2021, it is appropriate to determine the meeting dates at this time.

## MEETING DATES AND TIMES

### Options Considered

Section 365 of the Local Government Act (the Act) stipulates that councils are required to meet at least 10 times each year. Under part 3.1 above, it is proposed that the following options be considered:

**Option 1** – Hold two Ordinary Council meetings each month, with the exception of January and December, when only one meeting will be held.

**Option 2** - Form Standing Committees - hold one meeting of each Standing Committee each month (with each meeting to be held consecutively on the same day); and one Ordinary Council meeting in the same month, with the exception of January and December, when only Council meetings will be held.

With regard to meeting dates, it is proposed that they be determined for the Mayoral Term, concluding September 2023. It is recommended that meetings of Council be held on the second and fourth Mondays of each month at 5.30pm, in Dubbo, as detailed below.

## FORMATION OF STANDING COMMITTEES

Part 20 of council's Code of Meeting Practice provides for the creation of Council Committees. Part 20 only applies to committees whose members are all Councillors. Such committees are to consist of the mayor and such councillors as the Council decides, with the quorum either to be decided by the Council, or set as the majority of members of the Committee. These committees are referred to Standing Committees.

Functions of any such committee must be specified when the Committee is established, but may be amended from time to time (Part 20.5, Code of Meeting Practice).

Following is a list of proposed Committees.

**a. Infrastructure, Planning and Environment Committee**

To give consideration to and make recommendations to Council in relation to the following matters:

Infrastructure	<p>Infrastructure Delivery</p> <p>Infrastructure Strategy and Design</p> <p>Water Supply and Sewerage</p> <p>Fleet and Depot Services</p> <p>Major Projects</p>
Development and Environment	<p>Resource Recovery and Efficiency</p> <p>Environmental Compliance</p> <p>Building and Development Services</p> <p>Growth Planning</p>

comprising the 10 Councillors with a quorum of five members.

**b. Community and Corporate Committee**

To give consideration to and make recommendations to Council in relation to the following matters:

Culture and Economy	<p>Regional Experiences</p> <p>Economic Development and Marketing</p> <p>Regional Events</p> <p>Regional Airport</p> <p>Dubbo Regional Livestock Market</p>
Liveability	<p>Operations</p> <p>Recreation and Open Space</p> <p>Community Services</p> <p>Macquarie Regional Library</p>
Organisational Performance	<p>Financial Operations</p> <p>Information Services</p> <p>Customer Experience</p> <p>Procurement</p> <p>Property and Land Development</p> <p>Building Assets</p>

Executive Services	Corporate Image and Communications Governance and Internal Control People, Culture and Safety
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comprising the 10 Councillors with a quorum of five members.

### **Election of Chairpersons for Council's Standing Committees**

The election of Chairperson for each of the standing committees is proposed to be determined as the first item of business in each of the standing committee meetings scheduled to occur in February 2022. The chairperson shall be elected for the corresponding Mayoral term, until September 2023.

### **Delegation of Authority to Council Standing Committees**

A Council may delegate to the Chief Executive Officer, or any other person or body, any of its functions other than those functions specifically detailed in Section 377 of the Local Government Act 1993. The purpose of such delegating would be to allow the Standing Committees to make decisions on behalf of Council.

If Council decides to form Standing Committees as detailed above, Delegations of Authority to Standing Committees will be considered at an Ordinary Council meeting in the New Year.

**MEETING DATES**

**Option 1**

Option 1 involves Council holding two Ordinary meetings per month, on the second and fourth Mondays. Accordingly, the meeting dates for this option are proposed as follows:

**2022**

Ordinary Council Meeting Date	Time	
Monday, 24 January 2022	5.30 pm	
Monday, 14 February 2022	5.30 pm	
Monday, 28 February 2022	5.30 pm	
Monday, 14 March 2022	5.30 pm	
Monday, 28 March 2022	5.30 pm	
Monday, 11 April 2022	5.30 pm	
*Tuesday, 26 April 2022	5.30 pm	
Monday, 9 May 2022	5.30 pm	
Monday, 23 May 2022	5.30 pm	*Held Tuesday due to the Anzac Day public holiday
**Tuesday, 14 June 2022	5.30 pm	**Held Tuesday, due to the Queen's Birthday public holiday
Monday, 27 June 2022	5.30 pm	
Monday, 11 July 2022	5.30 pm	
Monday, 25 July 2022	5.30 pm	
Monday, 8 August 2022	5.30 pm	
Monday, 22 August 2022	5.30 pm	
Monday 12 September 2022	5.30 pm	
Monday, 26 September 2022	5.30 pm	
Monday, 10 October 2022	5.30 pm	
Monday, 24 October 2022	5.30 pm	
Monday, 14 November 2022	5.30 pm	
Monday. 28 November 2022	5.30 pm	
Monday, 12 December 2022	5.30 pm	

**2023**

Ordinary Council Meeting Date	Time	
Monday, 23 January 2023	5.30 pm	
Monday, 13 February 2023	5.30 pm	
Monday, 27 February 2023	5.30 pm	
Monday, 13 March 2023	5.30 pm	*Held Tuesday due to the Easter Monday public holiday
Monday, 27 March 2023	5.30 pm	
*Tuesday, 11 April 2023	5.30 pm	**Held Tuesday, due to the Queen's Birthday public holiday
Monday, 24 April 2023	5.30 pm	
Monday, 8 May 2023	5.30 pm	
Monday, 22 May 2023	5.30 pm	
**Tuesday, 13 June 2023	5.30 pm	
Monday, 26 June 2023	5.30 pm	
Monday, 10 July 2023	5.30 pm	

Monday, 24 July 2023	5.30 pm	
Monday, 14 August 2023	5.30 pm	
Monday, 28 August 2023	5.30 pm	
Monday 11 September 2023	5.30 pm	
Monday, 25 September 2023	5.30 pm	

**Option 2**

Option 2 involves Council forming Standing Committees, holding one meeting of each Standing Committee each month (with each meeting to be held consecutively on the same day), on the second Monday; and holding one Ordinary Council meeting the same month, on the fourth Monday. Accordingly, the meeting dates for this option are proposed as follows:

**2022**

Council Standing Committees Meeting Date	Ordinary Council Meeting Date	Time	
	Monday, 24 January 2022	5.30 pm	
Monday, 14 February 2022	Monday, 28 February 2022	5.30 pm	*Held Tuesday due to the Anzac Day public holiday **Held Tuesday, due to the Queen's Birthday public holiday *** Council meeting brought forward due to Christmas break
Monday, 14 March 2022	Monday, 28 March 2022	5.30 pm	
Monday, 11 April 2022	*Tuesday, 26 April 2022	5.30 pm	
Monday, 9 May 2022	Monday, 23 May 2022	5.30 pm	
**Tuesday, 14 June 2022	Monday, 27 June 2022	5.30 pm	
Monday, 11 July 2022	Monday, 25 July 2022	5.30 pm	
Monday, 8 August 2022	Monday, 22 August 2022	5.30 pm	
Monday, 12 September 2022	Monday, 26 September 2022	5.30 pm	
Monday, 10 October 2022	Monday, 24 October 2022	5.30 pm	
Monday, 14 November 2022	Monday, 28 November 2022	5.30 pm	
	***Monday, 12 December 2022	5.30 pm	

**2023**

Council Standing Committees Meeting Date	Ordinary Council Meeting Date	Time	
	Monday, 23 January 2023	5.30 pm	*Held Tuesday due to the Easter Monday public holiday **Held Tuesday, due to the Queen's Birthday public holiday
Monday, 13 February 2023	Monday, 27 February 2023	5.30 pm	
Monday, 13 March 2023	Monday, 27 March 2023	5.30 pm	
*Tuesday, 11 April 2023	Monday, 24 April 2023	5.30 pm	
Monday, 8 May 2023	Monday, 22 May 2023	5.30 pm	
**Tuesday, 13 June 2023	Monday, 26 June 2023	5.30 pm	
Monday, 10 July 2023	Monday, 24 July 2023	5.30 pm	
Monday, 14 August 2023	Monday, 28 August 2023	5.30 pm	
Monday, 11 September 2023	Monday, 25 September 2023	5.30 pm	



## REPORT: Casual Vacancies During the First 18 Months of the Council Term

**DIVISION:** Executive Services  
**REPORT DATE:** 22 December 2021  
**TRIM REFERENCE:** ID21/2186

### EXECUTIVE SUMMARY

<b>Purpose</b>	Fulfil legislated requirement	
<b>Issue</b>	<ul style="list-style-type: none"><li>It is a legislated requirement to decide, via resolution at the first Council meeting, how to fill casual vacancies created in the Office of Councillor during the first 18 months of the Term.</li></ul>	
<b>Reasoning</b>	<ul style="list-style-type: none"><li>Section 291A, Local Government Act 1993</li><li>Minimum costs involved in filling a casual vacancy by way of countback of votes, rather than a by-election.</li></ul>	
<b>Financial Implications</b>	Budget Area	Governance and Internal Control
	Funding Source	Election Expenses
	Proposed Cost	Nil if count back decided. The Electoral Commission is unable to advise the cost of a by election at this time.
	Ongoing Costs	NA
<b>Policy Implications</b>	Policy Title	There are no policy implications arising from this report

### STRATEGIC DIRECTION

The 2040 Community Strategic Plan is a vision for the development of the region out to the year 2040. The Plan includes five principle themes and a number of strategies and outcomes. This report is aligned to:

Theme: 4 Community Leadership

CSP Objective: 4.4 Statutory requirements are met and services are provided to the organisation in a cost-effective and timely manner

Delivery Program Strategy: 4.4.1 The organisation meets all statutory requirements

### RECOMMENDATION

**That Council determine the methodology for filling a casual vacancy that occurs within 18 months after the 4 December 2021, being the date of the last ordinary election of councillors.**

*Murray Wood*  
Chief Executive Officer

*AR*  
Executive Manager  
Governance and Internal  
Control

## BACKGROUND

Section 291A(1) of the Local Government Act 1993 (the Act), states that a countback is to be held instead of a by-election in the following circumstances:

- (a) *The casual vacancy occurs within 18 months after the date of the last ordinary election of the councillors for the area, and*
- (b) *The council has at its first meeting following that ordinary election of councillors, by resolution, declared that any such casual vacancy is to be filled by a countback of votes cast at the last election for that office.*

## REPORT

### Options Considered

A by-election can be held to fill a casual vacancy. There would be costs associated with this option as it would be administered by the NSW Electoral Commission.

Section 291A of the Act provides that a casual vacancy within the first 18 months of an election can be filled by a countback of votes from the previous election.

The countback of votes is an option that would incur minimal costs to Council, and would ensure that any vacancy in the Office is filled promptly.

The 18 month limit means that any such vacancy would occur within a timeframe that is considered close enough to the date of the ordinary election so as to still be representative of the community's wishes.

### Planned Communications

- The Returning Officer and the NSW Electoral Commission, in the event that a casual vacancy occurs.



## REPORT: Determination of Councillor Representation on Mandated Committees

DIVISION: Executive Services  
REPORT DATE: 8 December 2021  
TRIM REFERENCE: ID21/2247

### EXECUTIVE SUMMARY

<b>Purpose</b>	Seek direction or decision	Fulfil legislated requirement/Compliance
<b>Issue</b>	<ul style="list-style-type: none"> <li>• Council representation to the following committees must be determined by resolution of Council prior to the first meetings of the committees: <ul style="list-style-type: none"> <li>○ Audit and Risk Management Committee</li> <li>○ Local Traffic Committee</li> <li>○ Floodplain Management Committee</li> </ul> </li> </ul>	
<b>Reasoning</b>	<ul style="list-style-type: none"> <li>• <a href="#">A Guide to the delegation to councils for the regulation of traffic</a>, 2009, Roads and Maritime Services, Traffic for NSW</li> <li>• <a href="#">Floodplain Development Manual</a>, 2005, NSW Department of Planning, Industry and Environment</li> <li>• <a href="#">Internal Audit Guidelines</a>, 2010, Office of Local Government</li> </ul>	
<b>Financial Implications</b>	Budget Area	Governance and Internal Control
	Proposed Cost	This function of Governance and Internal Control is included within the adopted budget.
<b>Policy Implications</b>	Policy Title	There are no policy implications arising from this report

### STRATEGIC DIRECTION

The 2040 Community Strategic Plan is a vision for the development of the region out to the year 2040. The Plan includes five principle themes and a number of strategies and outcomes. This report is aligned to:

Theme: 4 Community Leadership

CSP Objective: 4.4 Statutory requirements are met and services are provided to the organisation in a cost-effective and timely manner

Delivery Program Strategy: 4.4.1 The organisation meets all statutory requirements

### RECOMMENDATION

1. That Council determines one Councillor representative and one alternate Councillor representative for the Audit and Risk Management Committee.

2. That Council determines one Councillor representative and one alternate Councillor representative for the Local Traffic Committee.
3. That Council determines one Councillor representative and one alternate Councillor representative for the Floodplain Management Committee.
4. That the above representatives will serve on the committees for the duration of the Mayoral Term.

*Murray Wood*  
Chief Executive Officer

*HY*  
Administration Officer -  
Governance and Internal  
Control

## REPORT

### **Audit and Risk Management Committee**

The Audit and Risk Management Committee (ARMC) is an advisory committee which aims to assist Council to fulfil its governance and oversight responsibilities. The duties and responsibilities of the ARMC are set out in its charter (**Appendix 1**), and include the following primary areas:

- Financial reporting processes
- Business ethics, policies and practices
- Management and internal controls
- Monitoring the integrity of Council's financial reporting practices and finance and accounting compliance
- Reviewing internal controls, key corporate risks and all audit related matters
- Processes for monitoring compliance with laws, regulations and the Code of Conduct.

The Office of Local Government is currently reviewing its Risk Management and Internal Audit for Local Councils in NSW Guidelines. It is expected that once this document has been finalised, a Model Terms of Reference (TOR) for local government audit, risk and improvement committees will be released. Once the Model TOR is available, the ARMC Charter will be updated to reflect best practice.

Dubbo Regional Council's ARMC has three formal (voting) members: one Councillor member and two independent members, included the appointed Chair. The two independent members were appointed for a two year term in October 2020, with their term due to end in October 2022.

The ARMC also has non-voting members comprising the Mayor, the CEO, the Internal Auditor and the Director Organisational Performance.

The ARMC meets quarterly and as required by Audit NSW timelines.

### **Local Traffic Committee**

Traffic for New South Wales (TfNSW) is legislated as the organisation responsible for the control of traffic on all roads in NSW. However, the most effective means of dealing with matters which arise on regional and local roads is to deal with them at the local level. TfNSW, under its previous nomenclature, the Roads and Traffic Authority (RTA), has delegated certain aspects of the control of traffic on regional and local roads to the Councils of Local Government Areas.

The aim of the Local Traffic Committee (LTC) is to act as a technical review committee and provide advice to Council on matters referred to it by Council under the traffic functions delegated by TfNSW.

The LTC comprises four voting members: one Council representative, one NSW Police representative, one TfNSW representative, and the Local State Member of Parliament or their

nominee. It should be noted that the Council representative may be either a Councillor, or a Council officer. The Council representative acts as the Chair of the committee.

Non-voting members include the Manager Infrastructure Strategy and Design, the Senior Traffic Engineer and the Safe Roads Engineer.

The LTC meets monthly as required, on the first Monday of each month at 10.00 am.

#### **Floodplain Management Committee**

The Floodplain Management Committee (FMC) acts in an advisory capacity for the discussion of technical, social, economic, environmental and cultural issues regarding the implementation of floodplain management plans. The primary objective is to assist the council in the development and implementation of a floodplain risk management plan for the area(s) under its jurisdiction.

Membership of the committee has not yet been finalised, but will likely consist of one Councillor representative; council staff from engineering, planning and environmental disciplines, as well as Council's Local Emergency Management Officer; community representatives; one State Emergency Services representative; and one Department of Planning, Industry and Environment representative.

#### **APPENDICES:**

1 [↓](#) Audit and Risk Management Committee Charter



# AUDIT AND RISK MANAGEMENT COMMITTEE CHARTER

June 2020

Records Reference: ED20/97065

**Contents**

AUDIT AND RISK MANAGEMENT COMMITTEE CHARTER.....1

1 *ARMC Purpose* ..... 3

2 *Authority* ..... 3

3 *Composition*..... 4

4 *Tenure* ..... 4

5 *Remuneration* ..... 5

6 *Meetings & Quorum*..... 6

7 *Confidentiality*..... 6

8 *Responsibilities* ..... 7

## Audit and Risk Management Committee (ARMC) Charter

### 1 *ARMC Purpose*

The Audit and Risk Management Committee (ARMC) is an advisory Committee assisting the Council to fulfil its governance and oversight responsibilities. The primary duties and responsibilities of the ARMC are to assist the Council to discharge its responsibilities relating to:

- 1.1. Financial reporting process
- 1.2. Business ethics, policies and practices
- 1.3. Management and internal controls
- 1.4. Monitoring the integrity of the Council's financial reporting practices and finance and accounting compliance
- 1.5. Reviewing internal controls, key corporate risks and all audit related matters
- 1.6. Encouraging continuous improvement of Council's systems and practices
- 1.7. Adoption of the Internal Audit Plan
- 1.8. The Council's process for monitoring compliance (as detailed at 8.3.6).

### 2 *Authority*

- 2.1. The ARMC is delegated authority by Council to carry out its duties and responsibilities as defined in this charter. The ARMC has delegated authority to approve investigations into any matters within its scope of responsibility. It is empowered to:
  - 2.1.(a) Resolve any disagreements between management and the auditor regarding financial reporting (subject to confidentiality considerations).
  - 2.1.(b) Pre-approve all auditing and non-audit services.
  - 2.1.(c) After due consultation with the Chief Executive Officer, retain independent counsel, accountants, or others to advise the Committee or assist in the conduct of an investigation.
  - 2.1.(d) Meet with Council management, external auditors, or outside counsel, as necessary.

This authority relates purely to the collection of information, consideration of the information and the provision of that information to Council along with the conclusions the committee has made. In regard to the operations audited, the ARMC provides advice and has no delegation to issue directions.

- 2.2. Council acknowledges that professional independence and objectivity are key attributes of an efficient and effective ARMC. The Council and Chief Executive Officer are therefore committed to uphold and guarantee the professional independence and objectivity of the ARMC.
- 2.3. The Committee will also review any other matters as prescribed by the Regulations from time to time.

### **3 Composition**

- 3.1. All appointments to the ARMC shall be made by Council.
- 3.2. The ARMC will consist of:
  - 3.2.(a) Core Members (voting)
    - One Councillor (or an alternate Councillor to be determined by Council)
    - Two independent external members (not members of Council and one to be Chairperson)
  - 3.2.(b) Attendee (non-voting)
    - Mayor
    - Chief Executive Officer
    - Internal Auditor
    - Director Organisational Performance
  - 3.2.(c) Invitees (non-voting)
    - Representatives of the external auditor (as required)
    - Chief Financial Officer
    - Executive Manager Governance and Internal Control
    - Other officers of Council as requested by the ARMC, Mayor and/or by the Chief Executive Officer
- 3.3. In order to maintain independence and in compliance with Office of Local Government guidelines, one of the independent members shall be the chairperson. The Council will determine which independent member shall be the chairperson. If the Council does not appoint a chairperson, the ARMC shall elect one of the independent members as its chairperson.
- 3.4. The selection of independent members should be undertaken in a transparent and unbiased manner. This could include calling for expressions of interest from interested persons.

### **4 Tenure**

- 4.1. The term of office for an ARMC member shall end on the earlier of:
  - (a) the day on which the member resigns from the ARMC
  - (b) in the case of a Councillor, the day on which the Councillor ceases to be a Councillor for the Dubbo Regional Council.
  - (c) two years in respect of the independent external members or such other term as determined by Council.
  - (d) the day on which the member's appointment is legally terminated by Council.
  - (e) the day on which the member is incapacitated by law from holding such office.
- 4.2. Members are encouraged reapply for membership at the end of each appointed term and to plan for an orderly rotation of members so that experienced members will always be serving. The ARMC may make recommendations to Council on membership.
- 4.3. In any event, the appointment of each member of the ARMC will be reviewed at the end of the first year and confirmed for the remaining period subject to satisfactory performance as determined by Council. A member may be eligible for re-appointment to the Committee for a continuous period not exceeding eight (8) years.
- 4.4. In considering new independent members for the ARMC, selection shall be influenced by:

- (a) Industry standards for similar committees, particularly relating to the appointment of independents to ARMC's.
  - (b) Any guidelines issued by the NSW Government concerning Local Government ARMC's.
  - (c) The attributes and experience of candidates who respond to Expressions of Interest advertisements for Independent Members.
  - (d) At least one voting member shall have accounting or related financial management expertise and experience, with understanding of accounting and auditing standards in a public sector environment.
  - (e) The members, taken collectively shall have a broad range of skills and experience relevant to Local Government.
- 4.5. The independent members and community representative on the ARMC should be remunerated for attending committee meetings. The remuneration shall be as adopted by Council.
- 4.6. Committee members will receive relevant information and briefings to assist them to meet their Committee responsibilities. A member of the Committee may, with the approval of the Chief Executive Officer, attend appropriate seminars or training in respect to issues related to the function and responsibilities of the Committee.

## **5 Remuneration**

- 5.1. The remuneration for core voting members (excluding Councillors) shall be reviewed by the Chief Executive Officer prior to the commencement of the members two year term of office.
- 5.2. The remuneration of core voting members (excluding Councillors) may be reviewed at any time by Council.
- 5.3. Core voting members should provide a tax invoice to Council within fourteen (14) days of the respective meeting.

## **6 Meetings & Quorum**

- 6.1. The Committee will meet at least four times a year, with authority to convene additional meetings, as circumstances require.
- 6.2. A quorum shall not exist unless a majority of voting members are present.
- 6.3. Members of the ARMC are generally expected to attend each meeting, in person or via tele or video-conference, with the approval of the Committee Chairperson.
- 6.4. The ARMC will invite members of management, auditors or others to attend meetings and provide pertinent information, as necessary.
- 6.5. The Committee may hold private meetings with auditors (see below) and executive sessions.
- 6.6. A meeting agenda will be provided in advance to members, along with appropriate briefing materials.
- 6.7. The Chairperson shall determine the agenda for the ARMC in conjunction with Council staff.
- 6.8. Minutes will be prepared and distributed to the ARMC members and shall be provided to the next Ordinary meeting of the Council for information.
- 6.9. Meetings are to be rescheduled if there is not a quorum. The Council's Internal Auditor (or if unavailable, another Council officer) will minute proceedings of all meetings.
- 6.10. The chairperson shall endeavour to conduct meetings on a "consensus basis" but formal voting on recommendations shall be required. Each member shall have one vote and a majority of those present shall be required to pass a recommendation. If the vote is tied the motion is taken to be lost. The meetings should operate as far as is practical in accordance with the Council's Code of Meeting Practice.
- 6.11. All Committee members shall make an annual declaration of interests. The declaration shall be in the format determined by the Chief Executive Officer and based on the standard Local Government Pecuniary Interests Return.
- 6.12. Committee members shall declare any conflicts of interests at the start of each meeting or during the meeting before discussion of the relevant agenda item or topic. Details of any conflicts of interests are to be appropriately minuted.

## **7 Confidentiality**

- 7.1 The ARMC will ensure that Committee members comply with all relevant laws and Council's policies regarding confidentiality, privacy and reporting. Committee members shall treat all information received as part of the Committee as confidential and only disclose the content to third parties with the consent of other members of the Committee.

## **8 Responsibilities**

- 8.1 The ARMC has no executive powers, except those expressly provided by Council.
- 8.2 In carrying out its responsibilities, the Committee must at all times recognise that primary responsibility for management of Council rests with the Council and Chief Executive Officer (referred to as the "General Manager" in the Local Government Act 1993). The Council and Chief Executive Officer shall ensure that reasonable resources are allocated to providing the ARMC with the information it needs to discharge its responsibilities.
- 8.3 The responsibilities of the ARMC may be revised or expanded by Council from time to time. The Committee will carry out the following responsibilities:

### **8.3.1 Financial Statements**

- Review significant accounting and reporting issues, including complex or unusual transactions and highly judgmental areas, and recent professional and regulatory pronouncements, and understand their impact on the financial statements. The ARMC can add value for Councillors and the process by reviewing the audit objectives, timeline and process, settlement of identified issues and the independence of the External Auditor. This would be done in consultation with the External Auditor, Internal Auditor and management.
- Based on the Audit Objectives, review with management and the External Auditors the results of the audit, timeline and process, settlement of identified issues and the independence of the External Auditor. Review the process of the audit, identify unresolved issues.
- Review the audited annual financial statements and consider whether they are complete, consistent with information known to Committee members, and reflect appropriate accounting principles. Without having conducted its own assessment the ARMC will need to rely on the work Internal Auditor, External Auditor and management representations. Therefore any recommendation to the Council would be based on the external auditor's management letter and made under a disclaimer that identifies things such as the audit process, access to records, auditor appears to be suitably qualified, had sufficient time to complete, items identified have been resolved to their satisfaction.
- As part of the External Auditor's presentation and management representations, review with management and the external Auditors all matters required to be communicated to the Committee under generally accepted auditing Standards.
- Understand how management develops interim financial information, and the nature and extent of internal and external auditor involvement.

### **8.3.2 Risk Management**

- Review whether management has in place a current and comprehensive risk management framework, and associated procedures for effective identification and management of business and financial risks, including fraud.
- Review whether a sound and effective approach has been followed in developing strategic risk management plans for major projects or undertakings.
- Review the impact of the risk management framework on its control environment and insurance arrangements.
- Review whether a sound and effective approach has been followed in establishing business continuity planning arrangements, including whether plans have been tested periodically.

### **8.3.3 Internal Control**

- Consider the adequacy and effectiveness of the Council's internal control system, incorporating the:
  - reliability and integrity of financial and operational information systems, including information technology security and control

- effectiveness and efficiency of operations
- safeguarding of assets
- compliance with contracts, laws and regulations
- governance framework
- Understand the scope of internal auditors' review of internal control over financial reporting, and obtain reports on significant findings and recommendations, together with management's responses.

#### **8.3.4 Internal Audit**

- Review and recommend approval of the Internal Audit Activity Charter, activities, and staffing, and organizational structure of the internal audit function; and any subsequent changes.
- Have final authority to review and approve the annual audit plan and all major changes to the plan.
- Ensure there are no unjustified restrictions or limitations to the activities of internal audit.
- Review the effectiveness of the internal audit function and objectives, including compliance with The Institute of Internal Auditors' *International Standards for the Professional Practice of Internal Auditing*.

#### **8.3.5 External Audit**

- Establish that an appropriate process is in place to give assurance that the Council complies with the Local Government Act requirements for financial reporting and auditing.
- Review the external auditors' proposed audit scope and approach, including coordination of audit effort with internal audit.
- In accordance with the provisions of section 422-427 of the Local Government Act 1993, support the Chief Executive Officer in reviewing the performance of the external auditors.
- Review management's responses to the recommendations in the external auditor's management letter.
- On a regular basis, meet separately with the external auditors to discuss any matters that the Committee or auditors believe should be discussed privately.

#### **8.3.6 Compliance**

- Review the effectiveness of the system for monitoring compliance with relevant laws, regulations and associated government policies
- Determine whether management has appropriately considered legal and compliance risks as part of risk assessment and management arrangements.
- 
- Review the findings of any examinations by regulatory agencies, and any auditor observations.
- Review the process for communicating the code of conduct to Council personnel.
- Liaise with the Chief Executive Officer to obtain regular updates from management and Council legal counsel regarding compliance matters.
- Review other sections of the annual report and related regulatory filings before release and consider the accuracy and completeness of the information.

#### **8.3.7 Reporting Responsibilities**

- Regularly report to the Council about Committee activities, issues, and related recommendations.
- Provide an open avenue of communication between internal audit, the external auditors, and the Council.
- Report annually to the Council, describing the Committee's composition, responsibilities and how they were discharged, and any other information required by law, including non-audit services.
- Review any other reports the Council issues that relate to Committee responsibilities.

**8.3.8 Other Responsibilities**

- Perform other activities related to this Charter as requested by the Council.
- Institute and oversee special investigations as needed.
- Review and assess the adequacy of the ARMC Charter annually, requesting Council approval for proposed changes, and ensure appropriate disclosure as may be required by law or regulation.
- Confirm annually that all responsibilities outlined in this Charter have been carried out.
- Evaluate the Committee's and individual members' performance on a regular basis.

**8.3.9 Individual Responsibilities of Chairperson**

- Performing the responsibilities of chairperson for each meeting of the Audit and Risk Management Committee
- Development and presentation of an annual report by 30 June each year
- Participate in the annual review of the Internal Auditor, as requested by the Chief Executive Officer
- Undertake all other responsibilities of regular members of the Audit and Risk Management Committee as specified in 8.3.10 of this charter.

**8.3.10 Individual Responsibilities of Members**

Members of the ARMC are expected to:

- Understand the relevant legislative and regulatory requirements appropriate to Dubbo Regional Council.
- Contribute the time needed to study and understand the papers provided.
- Apply good analytical skills, objectivity and good judgment.
- Express opinions frankly, ask questions that go to the fundamental core of issues, and pursue independent lines of enquiry.
- Declare any conflicts of interest before participating in deliberations on the issue where the conflict of interest exists.
- Attend an induction meeting at which they receive relevant information and briefings on their appointment to assist them to meet their Committee responsibilities.

All members are accountable to ensure that they abide by the Dubbo Regional Council Code of Conduct at all times.

**Review**

9.1 The Audit and Risk Management Committee Charter shall be reviewed as required with any proposed changes being sent to Council for consideration. Pursuant to s23A of the Local Government Act, the Council shall be advised whether any proposed change is in accord with the recommendations of the Office of Local Government or not.

9.2 At the end of each term of independent members the Chief Executive Officer shall arrange a review the Charter advise the Council of any recommended changes.

9.3 At a frequency determined by the Audit and Risk Management Committee, and at least once every two years, the ARMC, in consultation with the Chief Executive Officer, will review this Audit and Risk Management Committee Charter.

<b>Version Control</b>		<b>Date of change</b>
Version 1	ED17/89877	Prepared August 2017
Version 2		Updated February 2018
Version 3	ED18/36710	Adopted 19 March 2018 (Clause EDBC18/17)
Version 4	ED20/97065	(Draft) June 2020 Proposed changes