

Chief Executive Officer Performance Management Panel

Adopted by Council:
28 November 2023

Review Date:
4 years (or within 12 months of a general election)

1. Background

- 1.1 The Council established by resolution at its meeting of 28 November 2023 the Chief Executive Officer Performance Management Panel ("the Panel"), as its own entity, bound by this Terms of Reference and is not subject to requirements of section 41 of the Act, the *Local Government (Procedures at Meetings) Regulations 2013* or Council's Code of Practice for Council and Committee Meeting Procedures or the Code of Practice for Access to Council and Committee Meetings and Meeting Documents.
- 1.2 The Panel is established from 28 November 2023 and will continue in existence until the next general election of Council unless wound up at any time by Council by resolution.

2. Function of the Chief Executive Officer Performance Management Panel

- 2.1 The Panel is established to assist the Council in the performance of the following functions of the Council:
 - 2.1.1 In accordance with section 102A to make recommendations to Council in regard to the review the performance of its chief executive officer—
 - (a) at least once in each year that the chief executive officer holds office as chief executive officer; and
 - (b) if relevant, before reappointment of the chief executive officer.
 - 2.1.2 Obtain and consider the advice of a qualified independent person for the purposes of:
 - (a) The performance review of the CEO
 - (b) Chief Executive Officer's Key Performance Targets
 - (c) The remuneration and conditions of employment for the Chief Executive Officer.

The Panel will adopt a risk management focus in its considerations and recommendations to Council to enable Council to act as an informed and responsible decision maker representing the interests of the community.

2 Membership

- 3.1 A maximum of five (5) Council Members, including the Mayor and Deputy Mayor, will be appointed by Council by resolution as members of the Panel, for a period determined by Council.
- 3.2 A suitably qualified independent person must be engaged to provide advice to the Panel and will be an ex-officio Member of the Panel, with no voting rights.

- 3.3 The Chief Executive Officer will not be a Member of the Panel, but will be invited to attend all meetings, to create an environment that encourages collaboration and fosters respectful, working relationships.
- 3.3 The Panel may, by resolution supported by a majority of all members of the Panel, make a recommendation to the Council to remove a member of the Panel from office where a member has failed (without the leave of the Council) to attend three consecutive meetings of the Panel.

3 Presiding Member and Deputy Presiding Member

- 4.1 The Council will appoint the Presiding Member of the Panel for the term determined by Council.
- 4.2 The Panel will appoint a Deputy Presiding Member from its members at the first meeting of the Panel for the same term as the Presiding Member.
- 4.3 If the Presiding Member of the Panel is absent from a meeting, then the Deputy Presiding Member will chair the meeting until the Presiding Member is present. In the absence of the Presiding Member and the Deputy Presiding Member, a member of the Panel chosen from those present will preside at the meeting until the Presiding Member or Deputy Presiding Member is present.
- 4.4 The Presiding Member will have a deliberative vote in all matters where a question is determined by the Panel. In the event of a tied vote, the matter will be referred to the Council for determination.

4 Meeting Details

- 5.1 The Panel will generally meet on a quarterly basis or as otherwise determined by the Panel.
- 5.2 The Panel may meet in the Council Chambers, or as otherwise determined by the Panel.
- 5.3 All meetings will be held in confidence given the purpose of the Panel is fundamentally to consider matters regarding the personal affairs of the CEO; to ensure the functions of the Panel can be undertaken in accordance with legal requirements and accepted HR principles and processes.
- 5.4 The Panel is not subject to the *Local Government (Procedures at Meetings) Regulations 2013*, and there will be no public notice of meetings, agendas or minutes. These documents will be kept in confidence.
- 5.5 Meeting agendas will be prepared for Panel Members including the qualified independent person and the CEO and will include:
- Date, commencement time and place of the meeting
 - Member Attendance e.g apologies or leave of absence
 - Declarations of any conflicts of interest
 - Items for consideration by the Panel
 - Meeting closure time
- 5.6 Council Officer(s) will be responsible for assisting with the administration of the Panel including agenda and minutes preparation and support at Panel meetings.

5 Reporting Requirements

- 6.1 This Panel reports directly to and is accountable to Council.
- 6.2 The Panel has no delegated authority to make decisions, except for the confirmation of Panel meeting minutes and can only resolve to make recommendations to Council for decision. to Council for decision.
- 6.3 The Panel may recommend to Council additional procedures or processes to include in this Terms of Reference, but only the Council is able to adopt any amendments.
- 6.4 Minutes recording the proceedings of each meeting of the Panel must be kept and include:
 - Date, time and place of the meeting
 - Members in attendance
 - Member Attendance e.g apologies or leave of absence
 - Declarations of any conflicts of interest
 - Resolutions of the Panel
 - Recommendations to Council for decision
 - Meeting closure time
- 6.5 Recommendations to Council for decision will be included in the next Ordinary Council Meeting agenda.