

1. Purpose

- 1.1 To facilitate a fair and equitable CEO performance review process on an annual basis inclusive of establishing a Council Committee to be known as the Chief Executive Review Committee and requiring the engagement of a qualified independent advisor with skills and experience in human resource management to assist in the conduct of the annual performance review process

2. Establishment

- 2.1 Pursuant to Section 41 of the *Local Government Act 1999* the Council establishes a Committee to be known as the Chief Executive Review Committee (“the Committee”).

3. Objectives

- 3.1 The Committee is established for the purpose of:
- 3.1.1 Conducting the Chief Executive Officer’s performance review on an annual basis within the parameters of the Local Government Act 1999, the Chief Executive Officer’s Employment Agreement and this Terms of Reference.
 - 3.1.2 Reviewing the Chief Executive Officer’s performance criteria within one (1) month after each annual performance review.
 - 3.1.3 Reviewing the Chief Executive Officer’s remuneration package within one (1) month after each annual performance review.
 - 3.1.4 Reviewing any aspect of the Chief Executive Officer’s Employment Agreement.
 - 3.1.5 Recommending to Council the appointment of a qualified independent person who has appropriate qualifications or experience in human resource management to provide advice during the conduct of the Chief Executive Officer’s annual performance, remuneration and performance criteria reviews or to any review of the Chief Executive Officer’s Employment Agreement.

4. Membership

- 4.1 Membership of the Committee will comprise:
- 4.1.1 the Mayor;
 - 4.1.2 two other Elected Members, one of whom is agreed by the Chief Executive Officer
- 4.2 The Mayor is the presiding member of the Committee.
- 4.3 Membership of the Chief Executive Review Committee continues for the term of Council or as otherwise resolved by Council.

5. Basis of operation

- 5.1 The Committee does not have any delegated powers of Council, and all decisions of the Committee will constitute recommendations to Council.
- 5.2 For the purposes of Section 41(8) of the *Local Government Act 1999*, the Council does not impose any reporting and accountability requirements on the basis that all decisions of the Committee constitute recommendations to Council.
- 5.3 Committee meetings will take place at the District Council of Mount Remarkable principal office as required to undertake the responsibilities identified in these Terms of Reference and otherwise on such dates and at such times as the Presiding Member of the Committee or the Committee by resolution determines.
- 5.4 A quorum for a meeting of the Committee shall be two members of the Committee one of whom must be the Elected Member appointed to the Committee on agreement of the Chief Executive Officer.
- 5.5 In the absence of the Mayor from a meeting, the members present will determine who will preside the meeting.
- 5.6 A question arising for decision at a meeting of the Committee will be decided by a majority of the votes cast by the members present at the meeting and entitled to vote on the question.
- 5.7 Each member present at a Committee meeting must, subject to a provision of the *Local Government Act 1999* to the contrary, vote on a question arising for decision at that meeting
- 5.8 Where the *Local Government Act 1999*, the *Local Government (Procedures at Meetings) Regulations 2013* and these Terms of Reference do not prescribe procedures to be observed in relation to the conduct of a meeting of the Committee, the Committee may determine its own procedures
- 5.9 The Manager Administrative Services will provide administrative support to the Committee, and will attend all Committee meetings for this purpose.

6. Terms of reference

- 6.1 The Committee is charged with undertaking the following functions:
 - 6.1.1 Recommending to Council the appointment of a qualified independent person (or persons) who:
 - i. has appropriate qualifications or experience in human resource management (and employment law if the review relates to the Chief Executive Officer's Employment Agreement)
 - ii. must not be a member or employee of the District Council of Mount Remarkable

to provide advice during the conduct of the Chief Executive Officer's annual performance, remuneration and performance criteria reviews or any review of the Chief Executive Officer's Employment Agreement.

- 6.2 Obtaining and considering the advice of a qualified independent person so appointed by Council as outlined in Clause 5.1 and with that advice:
- 6.2.1 Carrying out an annual performance review of the Chief Executive Officer by reference to the performance criteria as agreed between the Council and the Chief Executive Officer, the achievement of duties as set out in the Chief Executive Officer's Employment Agreement and Position Description (refer to Schedule 1 of the Employment Agreement), the evaluation of any other factors considered relevant, and the extent to which the Chief Executive Officer has discharged their goals, objectives, responsibilities and duties.
 - 6.2.2 Undertaking the performance review process utilising 360-degree feedback on the Chief Executive Officer's performance from Council, direct reports, and other stakeholders as determined by the Committee.
 - 6.2.3 Within one (1) month of the annual performance review, carrying out a review of the Chief Executive Officer's performance criteria to be applied for the following year as agreed between the Council and the Chief Executive Officer. This review is to reference the Key Performance Indicators set by Council as part of the District Council of Mount Remarkable Annual Business Plan and Budget.
 - 6.2.4 Within one (1) month of the annual performance review, carrying out a review of the Chief Executive Officer's remuneration package as detailed in Schedule 2 to the Chief Executive Officer's Employment Agreement considering:
 - i. the outcomes of the annual performance review
 - ii. movements in the Consumer Price Index (all groups) Adelaide as issued by the Australian Bureau of Statistics for the year ending in the quarter immediately preceding the review
 - iii. remuneration paid to other employees of the same level and in similar sized councils in South Australia
 - iv. any other factors considered relevant by the Council as advised by the qualified independent person assisting council in the review process
 - 6.2.5 Arranging for the compilation of a written report setting out the performance of the Chief Executive Officer for the relevant period with reference to the agreed performance criteria and 360-degree feedback received as per Clause 5.2(ii) and detailing any particular aspects of the Chief Executive Officer's performance that requires improvement.
 - 6.2.6 Provide a copy of the written report to the Chief Executive Officer detailing the outcomes of the performance review, and in conjunction with the Chief

Executive Officer, determine appropriate courses of action including:

- i. professional development opportunities for the ensuing year based on Council priorities and the Chief Executive Officer's career aspirations
- ii. any identified opportunities for improved performance and reasonable timeframes within which Council expects such areas of performance improvement to be achieved

6.2.7 Recommending to Council the outcomes of the Chief Executive Officer's annual performance review.

6.2.8 Recommending to Council the Chief Executive Officer's remuneration package and performance criteria to be applied for the ensuing year.

6.2.9 Carrying out a review of the Chief Executive Officer's performance if relevant before any reappointment of the Chief Executive Officer as outlined in this Clause.

6.2.10 Carrying out a review of the Chief Executive Officer's Employment Agreement as required (either through a request of the Chief Executive Officer, legislative changes or other driver of change), and if relevant, before any reappointment of the Chief Executive Officer.

6.3 Key timeframes to be applied in the review of the Chief Executive Officer's performance, remuneration and key performance indicators include:

6.3.1 Annual performance review process to commence in July/August of each year, allowing for the availability of corporate performance reports such as end of financial year results

6.3.2 As agreed between Council and the Chief Executive Officer, remuneration reviews shall take effect from 1 July of each year, to ensure an alignment of Chief Executive Officer remuneration reviews with those of all staff at the District Council of Mount Remarkable

6.4 The Committee may amend these Terms of Reference where the Committee, in consultation with the Chief Executive Officer, forms the opinion that such amendments are necessary for the better operation of the Committee in the performance of its functions.

6.5 Any changes made to these Terms of Reference can only be made after consultation with the Chief Executive Officer.

6.6 Where the Committee is required to act jointly with or to obtain the concurrence of, the Chief Executive Officer in the performance of its functions, both parties will consult in good faith to achieve mutual outcomes.

Chief Executive Review Committee - Terms of Reference

7. Document administration and control

Policy title:	CEO Review Committee Terms of Reference
Policy number:	
Policy type:	Council / Governance
Responsible officer:	Manager Administrative Services
First issued / adopted:	15 December 2020
Review period:	Once in every term of Council, to be reviewed within 2 months of a general election
Last reviewed:	16 March 2021, reference [061-2021]
Next review date:	December 2022
Version:	Version 1
Date revoked:	n/a
Applicable legislation:	Section 41, Local Government Act 1999
Related documents:	Chief Executive Officer Employment Agreement
Public consultation required / undertaken:	No
Availability	<p>This Policy is available for inspection at the Council office and any person may obtain a copy of this Policy upon payment of the fee fixed by Council in accordance with Council's Fees and Charges adopted each financial year. It is also available on Council's website mtr.sa.gov.au.</p> <p>Any grievance in relation to this policy or its application should be forwarded in writing to the Chief Executive Officer of the Council.</p>
File reference:	W:\9. Council\Committees\CE Review Committee\Ancillary Documents
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