

MINUTES



ORDINARY BOARD MEETING | 21 SEPTEMBER 2022

MINUTES OF THE MEETING: Adelaide Hills Region Waste Management Authority Board held in the Mount Barker District Council Chambers, 6 Dutton Road, Mount Barker on Wednesday 21 September 2022 at 3pm.

PRESENT: Adrian Skull Chair; Alex Oulianoff General Manager Corporate Services, Mount Barker District Council; John McArthur Manager Sustainability, Waste and Emergency Management, Adelaide Hills Council

via audio-visual means via Zoom webinar: Brad Warncken, Chief Finance Officer Rural City of Murray Bridge

IN ATTENDANCE: Mr Ben Tume, A/Executive Officer AHRWMA; Ms Sarah O'Flaherty Finance and Business Manager, AHRWMA; Mr Matt Black Minute Secretary, Mount Barker District Council

1. MEETING COMMENCEMENT AND WELCOME

The meeting opened with an Acknowledgement of Country.

2. APOLOGIES

Heather Barclay General Manager Assets and Infrastructure, Rural City of Murray Bridge

3. CONFIRMATION OF MINUTES

Moved John McArthur that the minutes for the ordinary board meeting held on 16 June 2022 be taken as read and confirmed.

Seconded Alex Oulianoff

CARRIED
OM20220921.01

4. CONFLICTS OF INTEREST

Adrian Skull – Board Member of Green Industries SA

5. RECOMMENDATIONS FROM ADVISORY COMMITTEES

5.1 Audit and Risk Committee Meeting

Moved Alex Oulianoff that the Board receive the Audit and Risk Committee Minutes and notes the Audit and Risk Committee recommendations.

Seconded John McArthur

CARRIED
OM20220921.02

6. REPORTS

6.1. Audited Annual Financial Statements FY2022

The Board expressed thanks to Ben and Sarah for their hard work in preparation of these documents.

Moved John McArthur that the Board adopts the audited Financial Statements of the

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Authority for the Year ended 30 June 2022 (as provided in attachment 4.1 b).

Seconded Alex Oulianoff

CARRIED
OM20220921.03

6.2. FY02022 Management Representation Letter Report

Moved Alex Oulianoff that the Board accept and endorse the 2022 management representation letter.

Seconded Brad Warncken

CARRIED
OM20220921.04

6.3. FY02022 Equity Interest

Moved John McArthur that the Board:

1. Reviews and receives the report.
2. That the Board accept and endorse the FY2022 Schedule of interest of each Constituent Council in the Net Assets of the Authority (CCI Schedule) as presented in Attachment 4.3 (a).

Seconded Alex Oulianoff

CARRIED
OM20220921.05

6.4. FY02022 Financial Reports

Moved Alex Oulianoff that the Board receives and notes the financial results compared with the estimated financial result of the Authority for the financial year ending 30 June 2022.

Seconded Brad Warncken

CARRIED
OM20220921.06

6.5. FY02022 Annual Report

Moved John McArthur that the Board receives and adopts the Authority's Annual Report for FY2022.

Seconded Alex Oulianoff

CARRIED
OM20220921.07

7. INFORMATION REPORTS

Nil

8. CORRESPONDENCE

Nil

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9. ANY OTHER BUSINESS

9.1 Audit and Risk Committee Terms of Reference

Moved John McArthur that the Board receives and endorses the Audit and Risk Committee amended Terms of Reference.

Seconded Alex Oulianoff

CARRIED
OM20220921.08

9.2 Audit and Risk Committee Membership

Moved Brad Warncken that:

1. Alex Oulianoff and Heather Barclay are recommended as the Board nominees for the AHRWMA Audit and Risk Committee for a term of two and three years respectively.

That the Board notes that:

1. the AHRWMA Board will go out to market per the Terms of Reference for three independent members; one of whom will be elected as the Independent Chair. Skills being sought for Independent Members – financial, legal, risk management, commercial operations, marketing and strategic waste management.
2. the Board's recommendations for the three Independent Members to be brought back to Councils for approval.

Seconded John McArthur

CARRIED
OM20220921.09

9.3 Audit and Risk Committee Sitting Fees

Moved John McArthur that Board Recommends that the sitting fees for the AHRWMA Audit and Risk Committee are \$500 per meeting for Independent Members and \$600 per meeting for the Independent Chair.

Seconded Brad Warncken

CARRIED
OM20220921.10

2. QUESTIONS WITH NOTICE

Nil

3. QUESTIONS WITHOUT NOTICE

Nil

4. MOTIONS ON NOTICE

Nil

5. MOTIONS WITHOUT NOTICE

Nil

6. CONFIDENTIAL REPORTS

6.1 Landfill Compactor Tender - Electronic Confidential Motion (Annex to the ordinary board meeting held on 16 June 2022 as voted via e-mail on 30 August 2022)

Moved John McArthur that the Board:

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Section 90 (3) (d) Order

1. Pursuant to Section 90(3)(d)

Pursuant to Section 90(2) of the Local Government Act 1999 the Board orders that all members of the public except Matt Black Minute Secretary, Sarah O'Flaherty Finance and Business Manager, Ben Tume Acting Executive Officer, be excluded from attendance at the meeting for Agenda Item 13.1 Tender Award Landfill Compactor.

The Board is satisfied that 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 or
- to confer a commercial advantage on a third party.

In addition, the disclosure of this information would, on balance, be contrary to the public interest. The public interest in public access to the meeting has been balanced against the public interest in the continued non-disclosure of the information. The benefit to the public at large resulting from withholding the information outweighs the benefit to it of disclosure of the information. The Board is satisfied that the principle that the meeting be conducted in a place open to the public has been outweighed in the circumstances because the disclosure of this information may result in a competitor receiving the information to the detriment of the Tender.

Seconded Alex Oulianoff

CARRIED
OM20220921.11

Moved John McArthur that the Board:

Section 91(7) Order

2. Pursuant to Section 91(7)

That having considered this Agenda item, Tender Award Landfill Compactor in confidence under 90(2) and 3(d) of the Local Government Act 1999, the Board pursuant to Section 91(7) of the Act orders that the Board report, attachments, and all minutes be retained in confidence until the Tender is awarded and finalised or such lesser period as may be determined by the Executive Officer and that this order be reviewed every 12 months.

Seconded Alex Oulianoff

CARRIED
OM20220921.13

MEETING CLOSED AT 3.58pm

CHAIRPERSON _____ **DATE** _____