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## CEO Employment Matters Committee Charter

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### 1 Purpose

- (1) An Advisory Committee appointed, pursuant to section 139 of the *Local Government Act 1989* to assist Council in fulfilling its responsibilities relating to CEO employment matters.

### 2 Authority

- (1) The CEO Employment Matters committee has the responsibility for recommending and advising the Darebin City Council on:
  - a) Contractual matters relating to the CEO or the person to act as the CEO, including, but not limited to, the following;
    - The appointment of the CEO or person to act as the CEO
    - Remuneration and conditions of appointment of the CEO or person to act as the CEO
    - Extension (i.e. reappointment) of the CEO or person to act as the CEO
  - b) To conduct performance reviews of the CEO, and make any recommendations to Council as a result of the review.
  - c) To perform any other prescribed functions or responsibilities stipulated under the *Local Government Act 1989* or Regulations.

### 3 Composition

- (1) The CEO Employment Matters committee consists of three members, made up of one independent Chairperson and two Councillors.
- (2) A quorum of three members will be necessary to transact business of the committee.
- (3) The Darebin City Council Governance unit will appoint the independent chairperson. The independent chairperson appointed by Council officers is to be a natural person with appropriate experience.
- (4) Persons other than Councillors cannot be appointed to the Committee.

### 4 Chairperson

- (1) The independent chairperson is to be appointed for a two year term with an option for a further two year term by mutual consent with the Governance department.
- (2) The independent chairperson cannot be a Councillor or member of Council staff.

### 5 Meetings

- (1) The CEO Employment Matters committee will meet at least four times a year, with authority to convene additional meetings, as circumstances require.

- (2) Meeting agendas will be prepared and provided at least seventy-two (72) in advance to members, along with appropriate briefing materials.
- (3) Minutes will be prepared and distributed to the CEO Employment Matters committee within three (3) working days of the meeting.

## **6 Responsibilities**

- (1) The CEO Employment Matters committee has the following functions and responsibilities:

### **Recruitment and Contract commencement**

- (a) The Committee should undertake the recruitment process\* adopted for the CEO and any person to act as the CEO. The Committee must make recommendations to Council on contractual matters of the:

- CEO
- Person to act as CEO

This includes making recommendations on:

- Appointment
- Remuneration and other conditions of employment

*\*It is open to Council to contract a recruiter. If so, the Committee should oversee the appointment of that person or organisation and subsequent steps in the recruitment process.*

### **Annual Review**

- a) The Committee must conduct a performance review of the CEO and make recommendations to Council on matters including whether:
  - The CEO meets the performance criteria in the contract
  - Implement incremental remuneration increases
  - Vary performance criteria, remuneration, or other terms of conditions of the contract

Note: A performance criteria for a person acting as the CEO is optional. If included in a contract, this should be reviewed by the Committee.

### **Contract Expiry**

- a) As part of a performance review of the CEO\* the Committee must make recommendations on whether:
  - To reappoint the CEO (6 months leading up to termination of the CEO's contract of employment)
  - Exercise an option to renew the contract
  - Early termination of the contract where warranted
  - To terminate in accordance with the contract

*\*The Committee should also make recommendations on termination of an acting CEO following a performance review.*

### **Dispute Resolution Procedure**

- a) The CEO's employment contract should include a dispute resolution procedure, to deal with disputes arising out of the contract.

## **7 Fees**

- (1) Council will pay a fee to the independent chairperson under section 94AA(6) of the *Local Government Act 1989*. The amount of the fee should have regard to the specific roles and responsibilities the chairperson will undertake.
- (2) The Chairperson Fee:
  - (a) Will be paid to the Chairperson of the CEO Employment Matters Committee immediately following the scheduled committee meetings.
  - (b) An agreed additional fee will be paid to the independent chairperson for every meeting attended that exceeds the required four (4) meetings in any one year.

*Note: The year to year date is based on the anniversary engagement date of the independent chairperson.*

## **8 Support**

- (1) To facilitate the operation of the CEO Employment Matters committee, the Chief Executive Officers delegate has responsibility to provide:
  - (a) Information and any necessary training for members in relation to their responsibilities under the *Local Government Act 1989*.
  - (b) Officer advice in respect of matters before the CEO Employment Matters committee.
  - (c) Secretariat and logistical support to the CEO Employment Matters committee.