



CEO Employment Matters Committee Charter

1 Purpose

- (1) An Advisory Committee appointed, pursuant to 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 Committee will be constituted by an independent chairperson and at least 2 Councillors. Council may appoint more than 2 Councillors on the Committee if it wishes to, however, must not appoint other persons on the Committee who are not Councillors.
- (2) A quorum of three members will be necessary to transact business of the committee.
- (3) The Darebin City Council Governance unit will make a recommendation to Council on the appointment of an independent chairperson. The independent chairperson appointed by Council will be a neutral person with appropriate experience.

4 Chairperson

- (1) The independent chairperson is to be appointed for a two year term with an option for a further two, one year term extensions by mutual consent with Council.
- (2) The independent chairperson cannot be a Councillor or member of Council staff.
- (3) The independent chairperson will provide advice to the Committee and, annually develop the draft performance criteria and performance review methodology for consideration by the Committee and Council.
- (4) The independent chairperson is entitled to vote on recommendations put before the Committee.

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) hours 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 an executive recruiter to assist. 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 set fee of \$1,200 per meeting to the independent chairperson. The amount of the fee has 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.