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AGENDA OF THE SPECIAL COUNCIL MEETING

To be held on Thursday 14 April 2022 at 5.30pm

**This Council Meeting will be held in the Council Chamber,
350 High Street, Preston.**

**This meeting will be open to the public in line with current
health restrictions. This meeting will also be livestreamed
and may be accessed from Councils website
www.darebin.vic.gov.au.**



ACKNOWLEDGEMENT OF TRADITIONAL OWNERS AND ABORIGINAL AND TORRES STRAIT ISLANDER COMMUNITIES IN DAREBIN

Darebin City Council acknowledges the Wurundjeri Woi-Wurrung people as the Traditional Owners and custodians of the land we now call Darebin and pays respect to their Elders, past, present and emerging.

Council pays respect to all other Aboriginal and Torres Strait Islander communities in Darebin.

Council recognises, and pays tribute to, the diverse culture, resilience and heritage of Aboriginal and Torres Strait Islander people.

We acknowledge the leadership of Aboriginal and Torres Strait Islander communities and the right to self-determination in the spirit of mutual understanding and respect.



English

These are the Minutes for the Council Meeting. For assistance with any of the items in the minutes, please telephone 8470 8888.

Arabic

هذه هي محاضر اجتماع المجلس. للحصول على المساعدة في أي من البنود في المحاضر، يرجى الاتصال بالهاتف 8470 8888.

Chinese

这些是市议会会议纪要。如需协助了解任何纪要项目，请致电8470 8888。

Greek

Αυτά είναι τα Πρακτικά της συνεδρίασης του Δημοτικού Συμβουλίου. Για βοήθεια με οποιαδήποτε θέματα στα πρακτικά, παρακαλείστε να καλέσετε το 8470 8888.

Hindi

ये काउंसिल की बैठक का सारांश है। सारांश के किसी भी आइटम में सहायता के लिए, कृपया 8470 8888 पर टेलीफोन करें।

Italian

Questo è il verbale della riunione del Comune. Per assistenza con qualsiasi punto del verbale, si prega di chiamare il numero 8470 8888.

Macedonian

Ова е Записникот од состанокот на Општинскиот одбор. За помош во врска со која и да било точка од записникот, ве молиме телефонирајте на 8470 8888.

Nepali

यी परिषद्को बैठकका माइन्युटहरू हुन्। माइन्युटका कुनै पनि वस्तुसम्बन्धी सहायताका लागि कृपया 8470 8888 मा कल गर्नुहोस्।

Punjabi

ਇਹ ਕੌਂਸਲ ਦੀ ਮੀਟਿੰਗ ਵਾਸਤੇ ਸੰਖੇਪ ਸਾਰਾਂਸ਼ ਹੈ। ਸੰਖੇਪ ਸਾਰਾਂਸ਼ ਵਿਚਲੀਆਂ ਕਿਸੇ ਵੀ ਆਈਟਮਾਂ ਸੰਬੰਧੀ ਸਹਾਇਤਾ ਵਾਸਤੇ, ਕਿਰਪਾ ਕਰਕੇ 8470 8888 ਨੂੰ ਟੈਲੀਫੋਨ ਕਰੋ।

Somali

Kuwaani waa qodobadii lagaga wada hadlay Fadhiga Golaha. Caawimada mid kasta oo ka mid ah qodobada laga wada hadlay, fadlan la xiriiir 8470 8888.

Spanish

Estas son las Actas de la Reunión del Concejo. Para recibir ayuda acerca de algún tema de las actas, llame al teléfono 8470 8888.

Urdu

یہ کاؤنسل کی میٹنگ کا ایجنڈا ہے۔ ایجنڈے کے کسی بھی حصے کے بارے میں مدد کے لیے براہ مہربانی 8470 8888 پر فون کریں۔

Vietnamese

Đây là những Biên bản Họp Hội đồng Thành phố. Muốn có người trợ giúp mình về bất kỳ mục nào trong biên bản họp, xin quý vị gọi điện thoại số 8470 8888.

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Agenda

1. MEMBERSHIP

Cr. Lina Messina (Mayor) (Chairperson)

Cr. Trent McCarthy (Deputy Mayor)

Cr. Emily Dimitriadis

Cr. Gaetano Greco

Cr. Tom Hannan

Cr. Tim Laurence

Cr. Susanne Newton

Cr. Susan Rennie

Cr. Julie Williams

2. APOLOGIES

3. DISCLOSURES OF CONFLICTS OF INTEREST

4. CONSIDERATION OF REPORTS

4.1 CONTRACT AWARD CT202223 RECRUITMENT SERVICES FOR CEO APPOINTMENT

Author: General Manager, Governance and Engagement
Chief People and Culture Officer

Reviewed By: Chief Executive Officer

EXECUTIVE SUMMARY

On 10 March 2022 the CEO tendered her resignation with her last active day being 22 April 2022.

If there is a vacancy in the office of the CEO, the Council must appoint a person to be the Acting CEO if it is for more than 28 days in accordance with the Policy. The CEO is delegated to appoint an Acting CEO for a period of up to 28 days.

The CEO Employment Matters Committee has responsibility for managing the appointment for an interim CEO during the period of recruitment for a new CEO and providing a recommendation to Council for decision.

On 22 March 2022 the CEO Employment Matters Committee endorsed the Request for Quotation document, which aligned to the requirements outlined in the adopted CEO Employment and Remuneration Policy.

On 26 March 2022 the CEO Employment Matters Committee endorsed a Framework for the approach to recruitment of the CEO that articulated the responsibilities of the Committee and identified the role that all Councillors would play through key stages of the recruitment process. These steps are aligned to the request for quotation to secure a recruitment agency and the CEO Employment and Remuneration Policy. The procurement approach for this contract and evaluation has been consistent with this Framework.

The CEO Employment Matters Committee have managed the procurement process and formed the Evaluation Panel to appoint Recruitment Services for CEO appointment, including both the interim and substantive CEO positions. The Evaluation Panel established Request for Quote requirements at a meeting on 15 March 2022, followed by out of session refinement and endorsement. Evaluation of submissions was undertaken on 4 April 2022 and 8 April 2022, and the final evaluation was informed by presentations from the top two submissions.

A recommendation to appoint the preferred agency to Council was resolved on 8 April 2022.

Officer Recommendation

That Council:

- (1) Awards contract CT2022223 for Recruitment Services for CEO appointment to _____.
 - (2) Authorises the Chief People and Culture Officer to finalise and execute the contract documents on behalf of Council.
-

BACKGROUND / KEY INFORMATION

The CEO Employment Matters Committee is an Advisory Committee appointed for the purpose of assisting Council in fulfilling its responsibilities relating to CEO employment matters.

In accordance with the Committee Charter, the Committee must ensure that appointment of a recruitment consultant be recommended to Council through a confidential report and formal resolution. This requirement is met by the confidential attachment at **Appendix B**, consistent with the approach taken for procurement related decisions at Council. The meeting can be adjourned to a confidential session if necessary, in considering this item, before returning to an open session for decision.

The CEO Employment and Remuneration Policy (Policy) (**Appendix A**) sets out the way in which Council will manage the recruitment and appointment of its Chief Executive Officer, providing guidance and principles for meeting the requirements of Section 45 of the Local Government Act 2020 (The Act).

In accordance with the CEO Employment and Remuneration Policy at **Appendix A**:

Council will appoint a specialist recruitment consultant to manage the end to end process of CEO recruitment. This will include;

- Taking a brief from the Council on the role and the ideal candidate;
- Preparing a detailed schedule outlining the recruitment process;
- Developing an advertising strategy to attract suitable candidates;
- Assisting the Council to conduct interviews to determine a shortlist of candidates;
- Conducting the relevant psychometrics to be applied to the recruitment
- Conducting reference checks on the preferred candidate;
- Performing probity checks on the preferred candidate;
- Working with the Manager People & Culture to issue the contract of employment for the new CEO;
- Working with the General Manager Governance and Engagement and Manager People and Culture to induct the new CEO.

Council must resolve to execute the contract of employment.

Appointment of a recruitment consultant, appointment of an acting CEO in excess of 28 days, re-appointment or appointment of a substantive CEO will be recommended to Council through a confidential report and formal resolution.

Council must not delegate the power to appoint the CEO, whether on a permanent or acting basis, however it may delegate to the CEO the power to appoint an Acting CEO for a period not exceeding 28 days (sections 11(2)(d) and 11(3) of the Act).

Council must not delegate the power to make any decision in relation to the employment, dismissal or removal of the CEO (Section 11(2)(e) of the Act). A Council resolution is required for the appointment of the CEO, the reappointment of the current CEO or any variation to the contract of employment.

Previous Council Resolution

This matter is not the subject of a previous Council resolution.

ALIGNMENT TO 2041 DAREBIN COMMUNITY VISION

Strategic Direction 1: Vibrant, Respectful and Connected

Strategic Direction 2: Prosperous, Liveable and Flourishing

Strategic Direction 3: Climate, Green and Sustainable

ALIGNMENT TO 2021-25 COUNCIL PLAN

Strategic Direction 4 Responsible, Transparent and Responsive

ALIGNMENT TO COUNCIL PLAN STRATEGIC OBJECTIVES

4.3 We will transform our services and service delivery models to ensure they meet the current, emerging and future needs of our community

DISCUSSION

On 10 March 2022 the CEO tendered her resignation with her last active day being 22 April 2022.

If there is a vacancy in the office of the CEO, the Council must appoint a person to be the Acting CEO if it is for more than 28 days in accordance with the Policy. The CEO is delegated to appoint an Acting CEO for a period of up to 28 days.

The CEO Employment Matters Committee has responsibility for managing the appointment for an interim CEO during the period of recruitment for a new CEO and providing a recommendation to Council for decision.

The Committee met on 15 March 2022 to consider the appointment of an Interim Chief Executive Officer and the approach to the recruitment for a permanent Chief Executive Officer. The Committee was provided independent advice by Joe Carbone through CogNative Solutions, the independent HR advisor appointed by Council.

The Request for Quotation (RFQ) document was endorsed by the Committee on 23 March 2022.

On 26 March 2022 the CEO Employment Matters Committee endorsed a Framework for the approach to recruitment of the CEO that articulated the responsibilities of the Committee and identified the role that all Councillors would play through the stages of the recruitment process. These steps are aligned to the request for quotation to secure a recruitment agency and the CEO Employment and Remuneration Policy. The procurement approach for this contract and evaluation has been consistent with this Framework.

A Request for Quotation (RFQ) was provided to 5 recruitment agencies the Committee identified as experienced in managing the recruitment for a CEO in the local government sector. Invitations were distributed on 24 March 2022 and submissions closed on 1 April 2022.

The CEO Employment Matters Committee, as the Evaluation Panel, met on 4 April 2022 to consider the collation of individual assessments and determine the shortlist from submissions. Of the five submissions were received, one was deemed to be non-compliant in that it did not respond to the full requirements of the RFG. Four submissions were evaluated, and the Evaluation Panel requested that the two submissions that scored most highly were invited to provide a presentation to all Councillors on 8 April 2022. Immediately following the presentations, the Evaluation Panel sought feedback from all Councillors to inform its assessment. The Evaluation Panel (CEO Employment Matters Committee) convened following this time on 8 April 2022 to review and finalise its assessment against the criteria for the Request for Quotation.

Submissions to the Request for Quotation were assessed against the following criteria:

Criteria
Local Business content (incl. Social Procurement Response)
Experience in working with large organisations to recruit to Senior or Chief Executive Officer positions
Experience in facilitation of Councillor forums that will support the development of key competencies and confirmation of performance criteria
An understanding of the governance issues associated with a recruitment process of this type, including the ability to manage the project in accordance with specific requirements of the Local Government Act 2020, the CEO Employment and Remuneration Policy and CEO Employment Matters Committee Charter
A comprehensive methodology including, project, communication and induction plan
Recruitment methods that support the recruitment of an Officer that is aligned with Council's values, with consideration of a talent pool that is diverse and reflective of the Darebin Community
An ability to work collaboratively with nominated Councillors during the recruitment process
Price

The CT202223 Expense Approval Report for this process is provided in confidential **Appendix B** to inform Council's decision.

CONSIDERATION OF LOCAL GOVERNMENT ACT (2020) PRINCIPLES

Financial Management

The cost for recruitment of the CEO has not been planned for and is not provided for in the 2021/22 budget.

Consultation

There has been internal consultation regarding the approach to this procurement process.

Engagement with all Councillors has included:

- 24 March 2022 – circulation of update from the Committee to all Councillors following the 15 March Committee meeting to provide information relating and a copy of the Request for Quotation (RFQ), agencies invited to submit to the RFQ, timing of decision and approach to engagement with all Councillors.
- 26 March 2022 – circulation of the Framework for the recruitment process to outlined the responsibilities of the Committee and identified the role that all Councillors would play through the stages of the recruitment process.
- 31 March 2022 – communication regarding key steps to be undertaken by the Committee and all Councillors with timing toward awarding of this contract through evaluation steps to decision.
- 8 April 2022 - Presentations from shortlisted submitters with all Councillors invited.
- 8 April 2022 - Discussion with evaluation panel (CEO Employment Matters Committee) to provide feedback based on the presentations by shortlisted submitters.

Meetings of the CEO Employment Matters Committee have included:

- 15 March 2022 to finalise approach to procurement for recruitment services.
- Out of session communications and decisions regarding the Request for Quotation document (22 March) and Framework for the recruitment process (26 March).
- 4 April 2022 to meet as evaluation panel for the Request for Quote.
- 8 April 2022 to meet as an evaluation panel to finalise the evaluation process and establish the recommendation to Council.

Other Principles for consideration

Overarching Governance Principles and Supporting Principles

- (i) the transparency of Council decisions, actions and information is to be ensured.

Public Transparency Principles

- (a) Council decision making processes must be transparent except when the Council is dealing with information that is confidential by virtue of this Act or any other Act;

Strategic Planning Principles

- (b) strategic planning must address the Community Vision;

Service Performance Principles

- (a) services should be provided in an equitable manner and be responsive to the diverse needs of the municipal community;

COUNCIL POLICY CONSIDERATIONS**Environmental Sustainability Considerations (including Climate Emergency)**

Not applicable

Equity, Inclusion, Wellbeing and Human Rights Considerations:

Not applicable

Economic Development and Cultural Considerations

Not applicable

Operational Impacts

Rachel Ollivier has been appointed Acting CEO for 28 days under delegation by the CEO, to commence at 5pm on 22 April 2022. It is anticipated that the appointment of an interim CEO will be made during this period, to commence immediately following.

Legal and Risk Implications

Council must not delegate the power to appoint the CEO, whether on a permanent or acting basis, however it may delegate to the CEO the power to appoint an Acting CEO for a period not exceeding 28 days (sections 11(2)(d) and 11(3) of the Act).

Council must not delegate the power to make any decision in relation to the employment, dismissal or removal of the CEO (Section 11(2)(e) of the Act). A Council resolution is required for the appointment of the CEO, the reappointment of the current CEO or any variation to the contract of employment.

IMPLEMENTATION ACTIONS

This contract is for recruitment services for the appointment of both the interim and permanent CEO. Upon appointment the contract will be finalised, and work will commence to progress recruitment of the CEO. This work will be led by the CEO Employment Matters Committee, as delegated by Council, and involve all Councillors at key milestones in accordance with the established Framework for recruitment.

RELATED DOCUMENTS


Social and Sustainable Procurement Policy

CEO Employment Matters Committee Charter

CEO Employment and Remuneration Policy

Request for Quotation – CT202223 Recruitment Services for CEO appointment

Attachments

- CEO Employment and Remuneration Policy (**Appendix A**) [↓](#) 
- CT202223 Evaluation Report (Expenditure Approval Report) (**Appendix B**)
Confidential - enclosed under separate cover

DISCLOSURE OF INTEREST

Section 130 of the *Local Government Act 2020* requires members of Council staff and persons engaged under contract to provide advice to Council to disclose any conflicts of interest in a matter to which the advice relates.

All members of the Evaluation Panel and support staff (General Manager Governance and Engagement and Chief People and Culture Officer) provided Conflict of Interest and Confidentiality Declarations. As all Councillors were provided the full information relating to the procurement process, those not on the Evaluation Panel also provided Conflict of Interest and Confidentiality Declarations.

The Officer reviewing this report, having made enquiries with relevant members of staff, reports the following disclosures:

Joe Carbone, Council's appointed independent HR advisor (through CogNative), declared on 15 March 2022 that he is a business associate with Fisher Leadership. In the context of the approach to appoint a Recruitment Agency to undertake recruitment for an interim and permanent CEO, this declaration would prevent Mr Carbone from being involved in shortlisting for the recruitment agency if Fisher were involved.

Mr Carbone as Independent HR advisor has provided advice in relation to:

- The review of the Request for Quotation document, which was based on the requirements of the adopted CEO Employment and Remuneration Policy, Local Government Act 2020 and informed by elements included in the approach to CEO recruitment in 2017.
- The development of the Framework for the recruitment process, to articulate the inclusion of all Councillors through the recruitment process.

Mr Carbone did not receive information relating to submissions, shortlisting and evaluation, nor did he provide advice to the Committee during the procurement process beyond the preparatory elements noted above.

It should be noted that Fisher Leadership has in place probity processes to clearly delineate between the Recruitment and Advisory arms of their operations (CogNative being the Advisory entity appointed by Council for independent HR advice).

Notwithstanding this advice, the Committee have requested independent advice regarding the involvement of the independent HR advisor through the next steps of the recruitment process. At the time of writing this advice was pending.

In the interests of transparency, Jodie Watson, General Manager Governance and Engagement and Secretariat for the CEO Employment Matters Committee declared that they have no active interest in the interim or permanent CEO position and therefore no conflict exists in fulfilling the role of Secretariat.



CEO Employment and Remuneration Policy

<p>Purpose</p>	<p>This policy sets out the way in which Council will manage the recruitment and appointment of its Chief Executive Officer, providing principles for meeting the requirements of Section 45 of the <i>Local Government Act 2020 (The Act)</i>.</p> <p>This policy must have regard to the State Government's wages policy and any recent or relevant Victorian <i>Independent Remuneration Tribunal Determination</i>.¹ ²</p>
<p>Scope</p>	<p>The employment cycle of a CEO is a core responsibility of the elected Council. This policy outlines the mechanisms which will support the Council in fulfilling its obligations regarding CEO employment and remuneration.</p> <p>This policy sets out the framework and process for managing CEO employment matters, including employment, remuneration and review.</p> <p>In the event of any inconsistency between this policy and the CEO's Contract of Employment, subject to the Act, the provisions of the Contract of Employment shall prevail to the extent of the inconsistency.</p>
<p>Definitions and Abbreviations</p>	<p>Act - Local Government Act 2020.</p> <p>Chief Executive Officer (CEO) - Person occupying the office of Chief Executive Officer of Council, and includes a person acting in that office.</p> <p>Committee - CEO Employment Matters Committee, an advisory Committee to Council.</p> <p>Council - Darebin City Council, being a body corporate constituted as a municipal Council under the Local Government Act 1989 and the Local Government Act 2020.</p> <p>Councillors - Individuals holding the office of a member of Darebin City Council</p> <p>Independent Chair - The independent chairperson will provide advice to the CEO Employment Matters Committee and in collaboration with the Committee, annually develop the draft performance criteria and performance review methodology for consideration by the Committee and Council.</p>
<p>Policy Statements</p>	<p>This policy has been developed to support the requirements of the Local Government Act 2020 relating to CEO employment and remuneration.</p> <p>The Policy has been developed in accordance with the requirements of section 45 of the Local Government Act 2020 (The Act) and provides guidance on management of CEO employment, including:</p> <ul style="list-style-type: none"> • Recruitment • Contract of employment

¹ Section 45(3)(a) of the Act requires Council to have regard to any statement of policy issued by Government of Victoria which is in force with respect to its wages policy (or equivalent). The current Victorian Government Wages Policy applies in the public sector until 31 December 2021. See: <https://www.vic.gov.au/wages-policy-and-enterprise-bargaining-framework>

² Section 45(3)(b) of the Act requires Council to have regard to the published remuneration bands for executives employed in public service bodies. See: <https://www.vic.gov.au/tribunals-determination-vos-executive-remuneration-bands>

	<ul style="list-style-type: none"> • Remuneration • Setting annual performance objectives and measures • Managing performance and performance reviews • Other terms and conditions of employment, including any requirements prescribed in Regulations <p>Principles</p> <p>Council will carry out its functions relating to the selection, appointment remuneration and performance review of the CEO in accordance with the following principles:</p> <ul style="list-style-type: none"> • decision-making processes are fair, accessible and applied consistently; • decision-making criteria are relevant, objective and available to the CEO; • documentation is sufficiently clear and comprehensive to render decisions transparent and capable of effective review; • employment decisions are based on the proper assessment of the CEO's work-related qualities, abilities and potential against the genuine requirements of the role; and • decisions to appoint a new CEO that are based on competitive selection transparent processes and objective criteria.
<p>Mandatory Contract Terms</p>	<p>The mandatory contractual terms and conditions for the Chief Executive are:</p> <ul style="list-style-type: none"> • A contract of employment is to be offered for a period of up to five years; • A CEO is eligible to be reappointed under a new contract of employment; • If there is a vacancy in the office of the CEO or the CEO is unable to perform the duties of the office of the CEO, the Council must appoint a person to be the Acting CEO if it is for more than 28 days. • The total remuneration package (TRP) includes salary, superannuation, the cost of a motor vehicle to an employer and the cost of other employer benefits and associated fringe benefits tax, but excludes general business expenses such as laptop computers, mobile phones or study leave; • Superannuation (and the TRP) will increase if the charge percentage increases under superannuation guarantee legislation, in accordance with the VIRT Guidance that employers should bear the cost of increases to superannuation liabilities and the recent VIRT determination); and • Termination of contract provisions – the employer may terminate a contract by providing the executive with six months' notice in writing.
<p>Mandatory Policy Criteria</p>	<p>Section 45(2, a) of the Act requires the policy to provide for the Council to obtain professional advice in relation to the matters dealt with in the Chief Executive Officer Employment and Remuneration Policy.</p> <p>At Darebin, the responsibility for assisting the Council with its obligations regarding CEO employment, performance and remuneration matters shall be delivered through the establishment of a CEO Employment Matters Committee.</p> <p>Independent Professional Advice</p> <p>The CEO Employment Matters Committee (the Committee) may obtain independent advice in relation to any matters dealt with in the CEO Employment and Remuneration policy, including but not limited to, CEO performance review and CEO recruitment.</p> <p>CEO Performance Review</p> <p>An independent consultant will be appointed by the officers supporting the Committee to assist with the CEO's annual review process. The consultant will support the Committee with assessing the performance of the CEO against the current annual objectives, and the development of new objectives for the following performance year. If required, the consultant shall provide briefings to Councillors.</p>

	<p>Annual reviews will include the opportunity to provide the CEO with performance related feedback in person and input into the CEO's development plan. The CEO will also provide feedback on Council through a review process facilitated by the independent Chair in conjunction with the independent consultant.</p> <p>The performance review will be completed annually to coincide with the anniversary of the CEO's commencement date, unless an alternative date is agreed (in order to align to annual delivery requirements).</p> <p>An informal performance review will be conducted within 6 months of the formal annual review each year thereafter. The informal review will provide the CEO with feedback and the opportunity to adjust any of the objectives set in the formal performance review if required. The independent consultant will be available to provide support for this review at the request of the Committee.</p> <p>Outcomes of the performance review and future performance plans and KPI's will be recommended to Council through a confidential report and formal resolution.</p> <p>CEO Remuneration</p> <p>Following the annual formal performance review of the CEO the independent consultant will support the Committee to review the remuneration of the CEO.</p> <p>In determining the CEO's Total Remuneration Package, on appointment and in subsequent reviews, the Council must have regard to:</p> <ul style="list-style-type: none"> • Any statement of policy issued by Government of Victoria which is in force with respect to its wages policy (or equivalent) • Any Determination that is currently in effect under section 21 of the <i>Victorian Independent Remuneration Tribunal and Improving Parliamentary Standards Act 2019</i> relating to remuneration bands for executive employees employed in public service bodies <p>The Committee will make a recommendation to Council through a confidential report and formal resolution.</p> <p>CEO Recruitment</p> <p>Council will appoint a specialist recruitment consultant to manage the end to end process of CEO recruitment. This will include:</p> <ul style="list-style-type: none"> • Taking a brief from the Council on the role and the ideal candidate; • Preparing a detailed schedule outlining the recruitment process; • Developing an advertising strategy to attract suitable candidates; • Assisting the Council to conduct interviews to determine a shortlist of candidates; • Conducting the relevant psychometrics to be applied to the recruitment; • Conducting reference checks on the preferred candidate; • Performing probity checks on the preferred candidate; • Working with the Manager People & Culture to issue the contract of employment for the new CEO; • Working with the General Manager Governance and Engagement and the Manager People and Culture to induct the new CEO. <p>Council must resolve to execute the contract of employment.</p> <p>Appointment of a recruitment consultant, appointment of an acting CEO in excess of 28 days, re-appointment or appointment of a substantive CEO will be recommended to Council through a confidential report and formal resolution.</p> <p>Council must not delegate the power to appoint the CEO, whether on a permanent or acting basis, however it may delegate to the CEO the power to appoint an Acting CEO for a period not exceeding 28 days (sections 11(2)(d) and 11(3) of the Act).</p>
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	<p>Council must not delegate the power to make any decision in relation to the employment, dismissal or removal of the CEO (Section 11(2)(e) of the Act).</p> <p>A Council resolution is required for the appointment of the CEO, the reappointment of the current CEO or any variation to the contract of employment.</p> <p>CEO Expenses</p> <p>The Chief Executive Officer will be provided with a Corporate Card to use. Corporate card expenditure will be reviewed and approved by the Chief Financial Officer, in conjunction with the General Manager Governance & Engagement for payment purposes. The independent Audit & Risk Committee will receive twice annual reporting on all CEO corporate card transactions for oversight.</p> <p>Council will receive a report on credit card transactions and any claim for reimbursements for approval twice annually. Credit card transactions not approved by Council will be reimbursed by the CEO to Council.</p> <p>Council will meet expenses incurred by the CEO including:</p> <ul style="list-style-type: none"> • Membership and subscription fees payable to professional association which are necessary or desirable in performance of duties; • Reasonable costs incurred where attending conferences, seminars or undertaking professional development activities; and • Reasonable costs incurred in performance of duties. <p>Contract Expiry</p> <p>The Committee must make recommendations to Council no less than six and no more than nine months prior to the expiry of the CEO contract and with regards to current legislation to:</p> <ul style="list-style-type: none"> • reappoint the CEO; and/or • advertise for recruitment the role of CEO. <p>Such recommendations will be made through a confidential report to Council with a resolution outlining the recommended course of action.</p>
<p>Responsibilities</p>	<p>How is Council responsible for the success of the policy?</p> <p>The Council is responsible for the success of the policy by:</p> <ul style="list-style-type: none"> • The recruitment, appointment, reappointment and management of the CEO including an Acting CEO, where required • Appointing the members of the Committee – including the Mayor, Deputy Mayor and some or all of the Councillors • Appointing the Independent member(s) of the Committee • Appointing independent consultants when required • Adopting, overseeing and monitoring the implementation of this Policy • Undertaking a review of the Policy within six (6) months of each Council election. <p>The Council must also have regard to:</p> <ul style="list-style-type: none"> • any statement of policy issued by the Government of Victoria which is in force with respect to its wages policy (or equivalent); and • any determination that is currently in effect under section 21 of the <i>Victorian Independent Remuneration Tribunal and Improving Parliamentary Standards Act 2019</i> in relation to remuneration bands for

	<p>executives employed in public service bodies, in the implementation of the Policy.</p> <p>Councillors must also have regard to the Councillor Code of Conduct (January 2021), specifically:</p> <ul style="list-style-type: none"> - Section 3 Roles and Responsibilities - Section 4 Standards of Conduct - Section 5 Working Together <p>How is the Audit & Risk Committee responsible for the success of the policy?</p> <p>The Audit and Risk Committee is responsible for the success of the policy by:</p> <ul style="list-style-type: none"> • Overseeing adherence to the CEO Employment and Remuneration Policy • Overseeing adherence to the Credit Card Policy for expenses incurred by the CEO. <p>How is the Chief Executive Officer responsible for the success of the policy?</p> <p>The Chief Executive Officer is responsible for the success of the policy by:</p> <ul style="list-style-type: none"> • Providing secretariat support independent of influence to support the Committee in its functions <p>How are the General Manager Governance and Engagement and the Manager People & Culture responsible for the success of the policy?</p> <p>The General Manager Governance and Engagement and Manager People & Culture is responsible for the success of the policy by:</p> <ul style="list-style-type: none"> • Providing secretariat and logistical functions to Council which facilitate the reports and documentation required under this policy. <p>The GM Governance & Engagement will:</p> <ul style="list-style-type: none"> • Lead the relationship with the Committee Independent Chair • Coordinate the calling of the CEO Employment Matters Committee • Act as Secretariat for the Committee (primary) • Council Reporting on performance and contract reviews. <p>The Manager People & Culture</p> <ul style="list-style-type: none"> • Supports the Committee Independent Chair as required • Act as Secretariat for the Committee (secondary) • Supports the preparation of Council Reports relating to performance and contract reviews and assists in presenting as required • Prepares the Committee meeting agenda • Support professional development opportunities for the CEO. <p>How is the CEO Employment Matters Committee responsible for the success of the policy?</p> <p>The CEO Employment Matters Committee is responsible for the success of the policy by undertaking the responsibilities of the Committee as set out in this Policy, the Committee Charter and the Act, including:</p> <ul style="list-style-type: none"> • Developing and recommending performance criteria and undertaking; • the annual review of the CEO
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	<ul style="list-style-type: none"> • Identifying and recommending appropriate development opportunities for the CEO • Making recommendations on the CEO's Total Remuneration Package and remuneration reviews • Advising of conflicts of interest • Performing any other prescribed functions or responsibilities stipulated under the Local Government Act 2020 or Regulations. • Adhering to the principles of this policy, and any other relevant Council policy <p>How is the Independent Chair responsible for the success of the policy?</p> <ul style="list-style-type: none"> • Attending meetings of the Committee • Assisting in developing performance criteria and undertaking the annual review of the CEO • Performing other functions as required in supporting the CEO's performance reviews and performance development, providing advice on appropriate development opportunities for the CEO • Providing independent advice on the CEO's Total Remuneration Package and remuneration reviews • Ensuring that the Committee adheres to the principles of this policy, and any other relevant Council policy • Advising of any conflict of interest <p>How is the Independent advisor responsible for the success of the policy?</p> <ul style="list-style-type: none"> • Provide independent professional advice in relation to the matters dealt with in the Chief Executive Officer Employment and Remuneration Policy, and providing independent advice and services towards which may be one or more of the below actions: <ul style="list-style-type: none"> ○ the recruitment and appointment process ○ provisions to be included in the contract of employment ○ performance monitoring ○ annual review <p>Integrity of the Processes</p> <p>All information relating to the recruitment, selection and review processes must be kept confidential. Councillors, independent chair and advisors, and staff involved in the processes must take all reasonable steps to maintain confidentiality and respect the privacy of all persons involved.</p> <p>Any breaches of confidentiality may constitute a breach of the Councillor or Employee Code of Conduct.</p> <p>Reporting</p> <p>Disclosure of the CEO's Total Remuneration Package will only be by way of information included in Council's Annual Report and in accordance with any other legislative requirements.</p>
<p>Breach of Policy</p>	<p>Breaches of policies are treated seriously. Any concerns about non-compliance should be reported immediately to the owner of this policy.</p>

GOVERNANCE

<p>Parent Strategy/ Plan</p>	<p>Council Plan</p>
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Supporting Procedures and Guidelines	This policy is enabled and supported by: <ul style="list-style-type: none"> • Victorian Independent Remuneration Tribunal (VIRT) Determination • CEO Employment Matters Committee Charter • CEO Performance Plan • Councillor Code of Conduct 2021
Legislation/ Regulation	Local Government Act 2020 Local Government Planning and Reporting Regulations Victorian Independent Remuneration Tribunal and Improving Parliamentary Standards Act 2019
Author	Chief People and Culture Officer
Policy Owner/ Sponsor	General Manager, Governance and Engagement
Date Effective	28 February 2022
Review Date	December 2024; and this policy shall thereafter be reviewed, in consultation with the CEO Employment Matters Committee, after each election
Version Number	1.0
Document ID	A6341894
Content enquiries	Chief People and Culture Officer

4.2

**COMPOSITION OF THE CEO EMPLOYMENT MATTERS
COMMITTEE AND PROCESSES TO SUPPORT THE
COMMITTEE AND PROPOSED CEO RECRUITMENT
PROCESS**

This Item has been listed at the direction of the Mayor who has called this Special Council Meeting pursuant to Clause 1.1.3 of Councils Governance Rules.


5. CLOSE OF MEETING

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