

Plan of: Proposed Layout over Lot 562, D.P. 1010370  
 Location: Pacific Highway Blue Haven  
 Council: Wyong  
 Datum: M.G.A.  
 Origin: P.M. 37705  
 Projection: A.H.D.  
 Origin: P.M. 37705  
 North Direction: Grid  
 Contour Interval: 0.5m  
 Date: 17th December 2009  
 Sheet: 4 of 9  
 Plan By: G.E.  
 Project Manager: T.S.  
 Office: Central Coast  
 Plan Purpose: Planning  
 Version: B (3rd August 2010)  
 Client: Dakinjung L.A.L.C.  
 Survey: S:\180098 Survey  
 AutoCAD: S:\180098-DA-203-B.dwg  
 Our Ref: 180098



Ver.	Date	Comment
B	4/8/2010	COUNCIL COMMENTS
A	12/1/2010	PRELIMINARY ISSUE

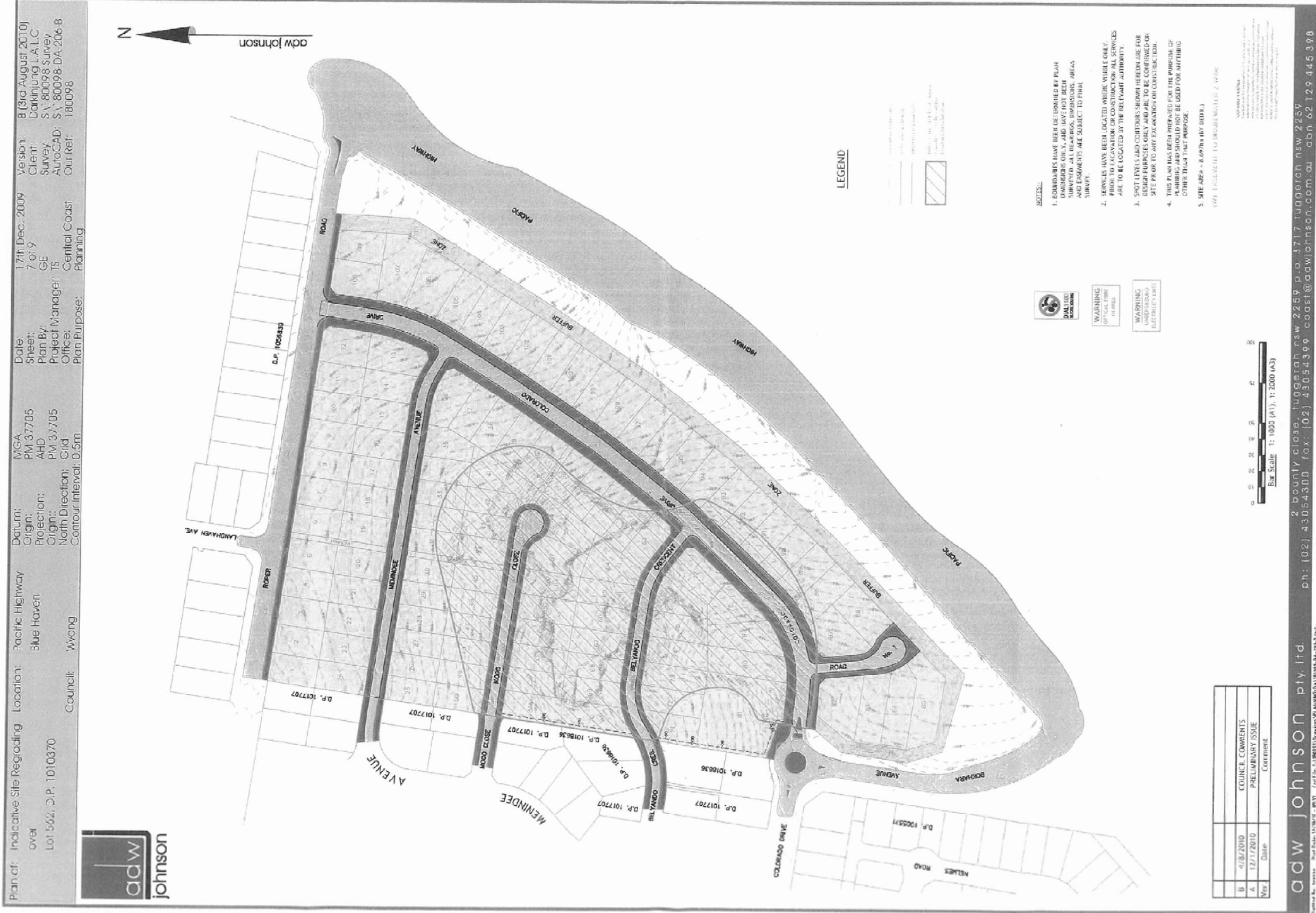
- LEGEND**
- LIGHT POLE
  - POWER POLE
  - TELEPHONE
  - EXISTING ELEVATION
  - FUTURE ELEVATION
  - EXISTING ELEVATION
  - FUTURE ELEVATION

- NOTES:**
1. BOUNDARIES HAVE BEEN DETERMINED BY PLAN DIMENSIONS ONLY, AND HAVE NOT BEEN SURVEYED. ALL BEARINGS, DIMENSIONS, AREAS AND EASEMENTS ARE SUBJECT TO FINAL SURVEY.
  2. SERVICES HAVE BEEN LOCATED WHERE VISIBLE ONLY. PRIOR TO EXCAVATION OR CONSTRUCTION ALL SERVICES ARE TO BE LOCATED BY THE RELEVANT AUTHORITY.
  3. SPOT LEVELS AND CONTOURS SHOWN HEREON ARE FOR DESIGN PURPOSES ONLY AND ARE TO BE CONFIRMED ON SITE PRIOR TO ANY EXCAVATION OR CONSTRUCTION.
  4. THIS PLAN HAS BEEN PREPARED FOR THE PURPOSE OF PLANNING AND SHOULD NOT BE USED FOR ANYTHING OTHER THAN THAT PURPOSE.
  5. SITE AREA = 8.667ha (BY DEDN.)

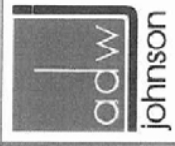




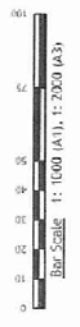




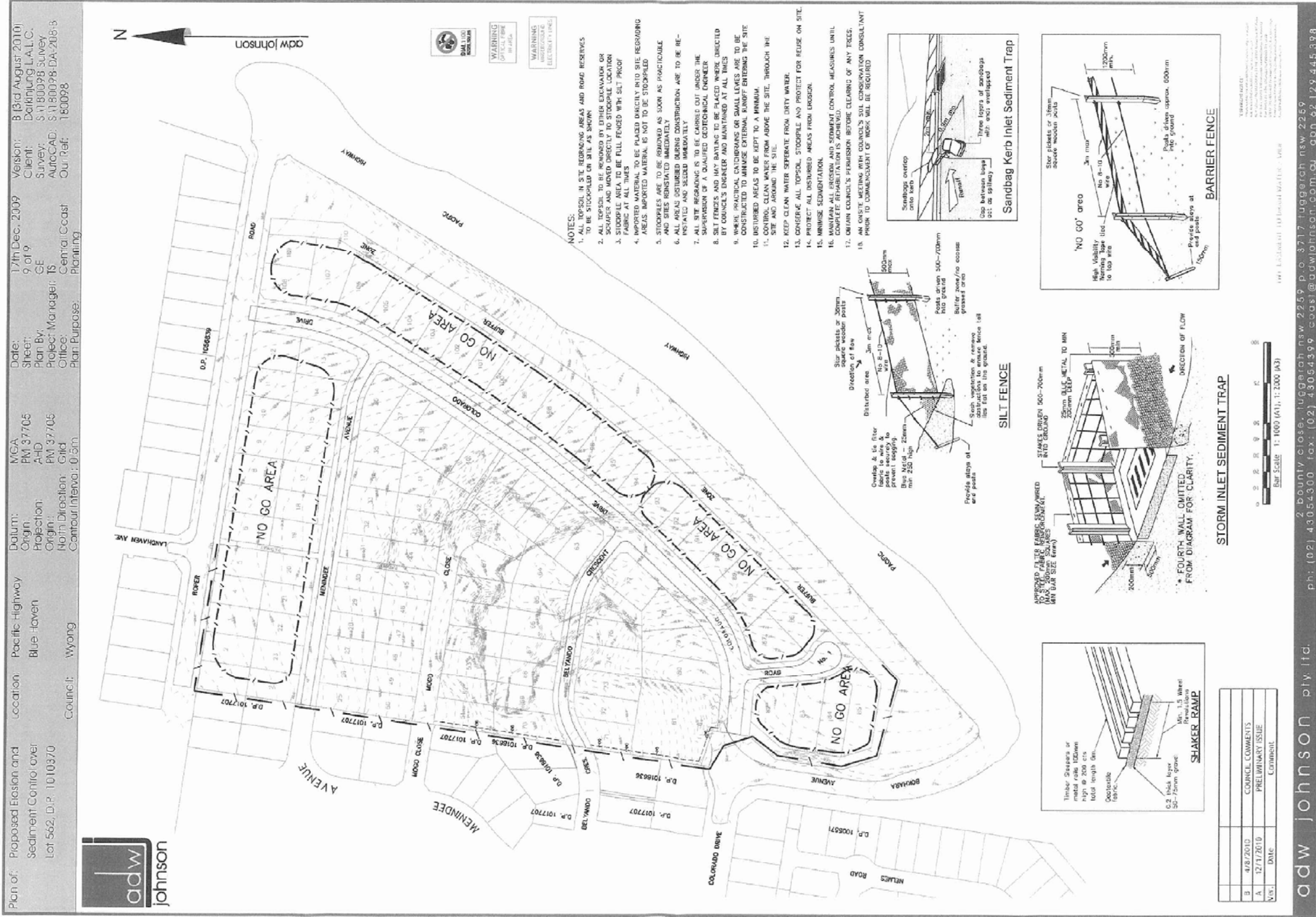
Plan of: Proposed Staging Plan over Lot 562, D.P. 1010370  
 Location: Pacific Highway Blue Haven  
 Council: Woyong  
 Date: 17th Dec, 2009  
 Sheet: 8 of 9  
 Version: B (3rd August 2010)  
 Client: Darkinjung L.A.L.C.  
 Survey: S:1180098 Survey  
 AutoCAD: S:1180098-DA-207-B  
 Out Ref: 180098  
 Project Manager: TS  
 Office: Central Coast  
 Plan Purpose: Planning  
 MGA  
 PM 37705  
 AHD  
 RW 37705  
 Datum: Pacific Highway  
 Origin: Blue Haven  
 Projection: UTM  
 North Direction: Grid  
 Contour Interval: 0.5m



No.	Date	Comment
B	4/8/2010	COUNCIL COMMENTS
A	17/1/2010	PRELIMINARY ISSUE



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Plan of: Proposed Erosion and Sediment Control over Lot 562, D.P. 1010370

Location: Pacific Highway Blue Haven

Council: Wyong

Date: 17th Dec. 2009

Version: 8 (13rd August 2010)

Client: Darmining L.L.C.

Survey: S 1180098 Survey

AutoCAD: S 1180098-DA-2009-B

Our Ref: 180098

Datum: MGA

Projection: AHD

North Direction: Grid

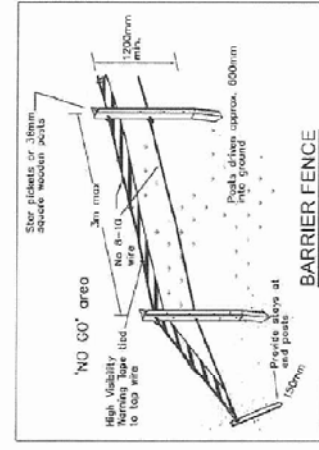
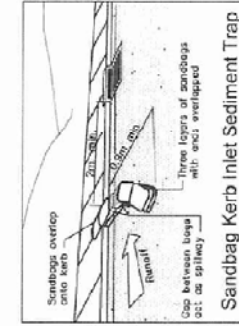
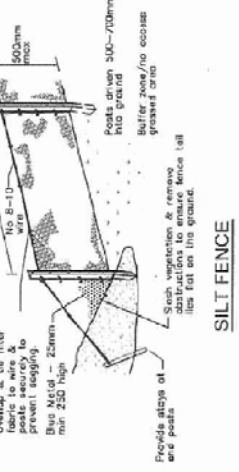
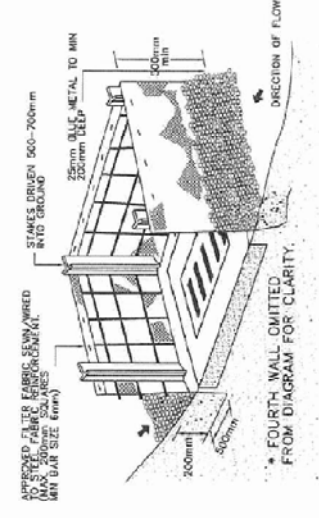
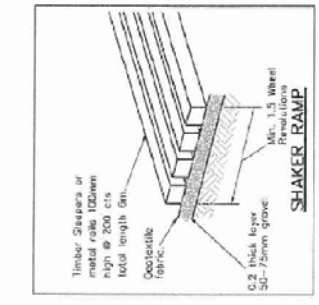
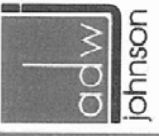
Contour Interval: 0.5m

Street: PM 37705

Project Manager: TS

Office: Central Coast

Plan Purpose: Planning



No.	Date	Comment
B	4/8/2010	COUNCIL COMMENTS
A	12/17/2010	PRELIMINARY ISSUE

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# ***Wyong Shire Council***

## ***Committee Framework (Consultation Document)***

***February 2011***

**A. SUMMARY**

- A.1.** This document establishes a framework for the Committees, groups, panels and other bodies that interact with Wyong Shire Council (WSC).

**B. BACKGROUND**

- B.1.** The Local Government Act enables councils to establish committees and/or other forms of groups to carry out its functions.

The value of utilising this permission to carry out defined functions of a council includes:

- a greater amount of matters being considered and efficient use of time set aside for ordinary meetings of the Council;
- efficient use of individual councillor time and staff resources; the ability for the committees to focus on specific matters in greater detail,
- a greater focus on strategic and policy matters and the opportunity for wider engagement with the community and other external bodies.

- B.2.** Wyong Shire Council has previously established a range of committees and other bodies to carry out some functions. These committees vary significantly in terms of purpose, legal standing, meeting frequency, resourcing and performance. There is little consistency across the range of current committees in terms of charter, purpose and responsibility, and no apparent strategy for having the committees in the first place. Many of the committees have been in place for some number of years and different councils so that the original purpose of some committees has been lost.

The inconsistency resulting from these various factors has often given rise to confusion for the councillors, the public and staff regarding respective purposes, authorities, protocols, processes and procedures applicable to each committee.

Lack of structure and consistency has also fostered inefficient use of staff resources for committee facilitation where the number and range of committees is becoming difficult to manage within available resources.

The recent establishment of the Strategic Finance Committee with a sole focus on strategic finance matters has also highlighted a gap in the current committee system where it is recognised that little of the efforts of current committees are directed at strategic and policy matters.

Most of the current committees operate on a functional or advisory basis, despite strategic objectives existing in individual charters.

Functional and advisory committees are contributors to the decision-making process of Council however these functions do not marry well with strategic discussion and consideration in the committee environment.

Historically many committees that contain both strategic and functional matters within their charters tend to focus on functional matters at the expense of strategic matters due to time and workload constraints.



**C. DEFINITIONS**

- C.1.** **The Act** shall mean the Local Government Act 1993
- C.2.** **Council** shall mean the elected members who form the governing body (Council) of the Wyong Shire Council.
- C.3.** **Wyong Shire Council (WSC)** means the organisation established to administer Council affairs and operations and Council policy and strategies.
- C.4.** **Committee** The term "committee" is used in this report to mean Committee of Council, Joint Committees of Councils, Advisory Group, Working Group, Functional Group and External Group.

**D. KEY ELEMENTS OF THE PROPOSED FRAMEWORK**

- D.1.** **Strategic linkage to Integrated Plan and SSV determined on a value-add basis -** The LGA provides that the role of the Council as the governing body is to consider, determine and review the strategic and policy direction of the organisation via its community plan (SSV), strategic plan (including the Four Year Plan) annual plan and policy. The plans are then implemented by the General Manager.

Committees offer an opportunity for Councillors to focus deliberations on matters providing direct input into WSC strategic direction providing the governing body (the Council) with advice and recommendations to improve its decision making in relation to the community plan, the annual plan and policy. Areas of skills and knowledge which individual Councillors possess may be better utilised in Committee environment.

- D.2.** **Purpose** – defining the purpose, objectives and expected output of a committee will ensure content and deliberations are focussed on achieving outcomes to assist the Council.

- D.3.** **Legislation** - the Local Government Act 1993 enables councils to establish committees and/or other forms of groups to carry out its functions.

Section 355 (b) – a committee of the council. Committees of the council consist only of the Mayor and Councillors. (CI 260 of the Regulation) Committees consisting only of Councillors must comply with a council's Code of Meeting Practice, including the provisions relating to public access.

Section 355 (c) – a body to exercise functions partly or jointly by the council and another person or persons. These bodies do not necessarily restricted to exclusive councillor membership and may not include membership of councillors or staff members at all. Council by resolution may delegate certain powers to the body and via the charter determine which requirements of its Code of Meeting Practice are applicable.

Summary of legislative requirements:

LGA	Type	Description
355 (b)	Committee of the Council	A committee of Council consisting of the Mayor and Councillors appointed by the Council to exercise nominated functions of the Council.
355 (c)	Group	Bodies to exercise functions partly or jointly by the council and another person or persons.

**D.4. Charter** – a formal instrument that defines or mandates the function of the committee and lays down rules for its conduct or governance.

**D.5. Operation** – a committee of Council will operate in accordance with the WSC Code of Meeting Practice and a body established by the Council will operate in accordance with its charter.

Summary of operation:

LGA	Type	Operation
355 (b)	Committee of the Council	WSC Code of Meeting Practice
355 (c)	Group	Charter based on Code of Meeting Practice.

**D.6. Delegated Authority** – the Council may or may not delegate authority to a committee or a body. It is recommended that Council retain authority for strategic matters. Delegating authority should be aligned with the purpose and function of the committee.

**D.7. Reporting** – Reporting of the recommendations and activities of the committee or group. The Council will nominate the reporting path of the committee or group having regard to its function and delegated authority and include the path in the charter.

The Council should also have regard to the limited time it has to consider all matters under its responsibilities.

Groups providing advice on operational matters should report to the GM or his/her delegate unless Council resolution is required, while advisory groups could report activities via other adopted channels.

In the latter instance Councillors have the option of bringing individual matters to Council via a Notice of Motion.

## Summary of Reporting Paths:

LGA	Type	Report Path
355 (b)	Committee of the Council	Council
355 (c)	Group	Council for matters determined by the Charter and /the general manager OR to the GM/delegate OR via Councillor Business Update.

- D.8 Timetables** – Determining the frequency of meetings should align with the purpose of the committee and have regard to the limited time available to Councillors to carry out their considerable civic duties. Committees of Council would need to align their timetable to co-incide with the strategic deliberations of Council. (budget/annual plan timetable).
- D.9 Content Origins** – content or for committee deliberations will be determined by the Council in establishing the committee and will be dictated by the provisions in the charter. This will ensure that the committee does not consider matters outside its scope and provide the Council with best value for the resources expended.
- D.10 Deliverables** – content or for committee deliberations will be determined by the Council in establishing the committee and will be dictated by the provisions in the charter. This will ensure that the committee does not consider matters outside its scope and provide the Council with best value for the resources expended.

## E CATEGORIES UNDER THE PROPOSED FRAMEWORK

- E.1.** Legislative requirements dictate the three major categories of bodies that Council may delegate to assist with its functions:
- 1 Committees of Council
  - 2 Other Groups
  - 3 Joint Committees of Councils
- E.2.** Given the functions of Council are many and varied, it is proposed to further categorise the “Other Groups” into three sub-categories to assist with purpose, procedure, reporting and secretarial support. The three sub-groups suggested are Advisory Groups, Working Groups and Operational Groups.

**Advisory Groups** would offer local residents and organisations an opportunity to contribute to the day to day running of the Council.

**Working Groups** would enable staff to interact with the Council on various projects.

**Operational Groups** would manage identified WSC assets or services on behalf of the Council.

Finally the Council and staff are also called upon to represent WSC on external committees and associations. This representation is not governed by the LGA. External Groups is proposed as the fourth category.

#### Categories of Committees

LGA	Type		Sub- Group
355 (b)	Committee of the Council	1	NA
355 (c)	Group	2a	Advisory Group
		2b	Working Group
		2c	Operational Group
355 (d)	Joint Committee of two or more councils	3	NA
NA	External group	4	NA

#### E.3. Secretariat and Meeting Practice

Committees of Council must operate in accordance with Council's Code of Meeting Practice. Each Committee of Council will be supported by WSC Councillor Services team, for meeting facilitation, agenda and minutes. Minutes will be reported to Council.

Advisory and Working Groups will operate in accordance with each individual charter generally under the principles of the WSC Code of Meeting Practice, with standards being developed for agenda and action items. The groups will be resourced as required by the relevant WSC Department. Action items will be reviewed by the Departmental Director and formal reports prepared to Council as required on individual items.

#### E.3 Category 1 - COMMITTEES OF THE COUNCIL – Section 355 (b)

The recent organisation review has identified an organisation structure which aligns with the functional delivery of services in accordance with the quadruple bottom line model of environmental, social, economic and governance services.

Alignment of Council's strategic deliberations with the model would assist Council to focus on meeting the objectives of the SSV. Focussing on strategic matters will ensure that the Council complies with its Charter and directs its limited time on matters that will best serve the community.

Council has also previously resolved to investigate the establishment of two new committees; the Environmental Committee would be included in the Sustainability Committee below. A Status of Women Committee, having representatives from the community, would be established as an advisory group under the new framework.

Committees of Council for consideration are:

	<b>Committee</b>	<b>Description</b>
1	Finance Committee	To assist Council to provide focus on the long term financial health of Wyong Shire Council and the associated strategies.
2	Property Committee	To assist Council to develop and operate a long term property investment and management strategy for the benefit of the community.
3	Services, Culture and Sport Committee	<p>To consider Council's portfolio of Principal Activities and their associated services (not products) in conjunction with Council's strategy to address the SSV and the priorities governed by community needs and available funding.</p> <p>To assist Council to plan for the strategic development of cultural, leisure and sporting outcomes for the community.</p>
4	Asset Management and Infrastructure Works Committee	<p>To assist Council to effectively plan, manage and account for community assets and to ensure the optimum allocation of the Council's resources for the long term benefit of the community.</p> <p>To provide advice to Council on key issues to assist Council to ensure the optimum allocation of the Council's resources into infrastructure for the long term benefit of the community and to oversight the capital works program.</p>
5	Governance Committee	To provide advice to Council in respect of WSC's risk profile, management controls and compliance frameworks.

	<b>Committee</b>	<b>Description</b>
6	Communications Committee	To assist Council to engage the community in the ongoing development of its community strategic plan (SSV) and delivery of services via its annual plans. To oversight Council's media and public relations development.
7	Planning and Policy Committee	To oversight the development of Council's planning instruments and planning policies.
8	Sustainability Committee	To advise Council on key issues relating to environmental, social, economic and governance matters to ensure the sustainability of the organisation and the community.

### **Role and Function – Committees of Council (Strategic Committees)**

The committees serve in an advisory capacity on strategic matters to the Council. The General Manager and Chairperson of each committee will ensure that the committees do not duplicate consideration of matters or outcomes and requests on staff.

In carrying out its responsibilities, each committee must at all times recognise that the primary responsibility for the management of Council rests with the Council and the General Manager as defined by the Local Government Act.

No powers are delegated to the Committee and minutes shall be adopted by Council.

**Membership and Attendees – Committees of Council (Strategic Committees)**

The membership for each strategic committee (with the exception of the Governance Committee) is a minimum of two Councillors:

The Act declares that the Mayor shall be the Chair of each committee and the GM has a right of attendance. The Act also provides for a Councillor elected as Chairperson by the Council in the event the Mayor chooses to pass over his/her statutory rights.

A minimum of one other Councillors would be elected by Council resolution.

The Director of the relevant Department will be in attendance.

The Governance Committee would be the only Committee of Council with independent membership.

**Meeting Frequency – Committees of Council (Strategic Committees)**

The requirements will vary depending on the nature of each committee. To be effective the cycle of strategic committees needs to be in tune with the business integrated planning program at a day pre-determined by the Council. Quarterly meetings are suggested in order to balance the anticipated workload of the Committees with Councillors time commitments.

**Meeting Conduct and Secretariat – Committees of Council (Strategic Committees)**

Committees of Council must operate in accordance with Council's Code of Meeting Practice. Each Committee of Council will be supported by WSC Councillor Services team, for meeting facilitation, agenda and minutes. Minutes will be reported to Council.

**E.4 Category 2A - ADVISORY GROUPS – Section 355(c)****Role and Function – Advisory Group**

Advisory groups provide an opportunity for local residents and relevant organisations to contribute to the day to day running of the Council.

**Membership and Attendees – Advisory Group**

Council will determine the number of Councillor representatives. Some groups may have no Councillor representation. Community representation will be determined by the Council, by resolution.

Council will not grant delegated authority to an advisory group.

Minutes of Advisory groups will be forwarded to Councillors for information. The GM or his/her delegate will identify any recommendations that may require individual reports to Council for determination.

**Meeting Frequency – Advisory Group**

The requirements will vary depending on the nature of each group however no less than three times per year.

**Meeting Conduct and Secretariat – Advisory Group**

A protocol for the operation of Advisory Groups will be developed by Council and will apply uniformly across all groups. Advisory Groups will operate in accordance with each individual charter generally under the principles of the WSC Code of Meeting Practice, with standards being developed for agenda and action items. The groups will be resourced as required by the relevant WSC Department. Action items will be reviewed by the Departmental Director and formal reports to Council on individual items will be forwarded to Council if required for action on individual items.

It will be based on the governance protocols of the WSC Code of Meeting Practice and will include conflicts of interest and meeting procedure.

Precinct Groups will operate under existing individual guidelines.

#### **E.5 Category 2B - WORKING GROUP - Section 355(c)**

##### **Role and Function – Working Group**

Working groups provide an opportunity for staff to interact with the Council on various projects. Typically the group will only operate for a set time period.

##### **Membership and Attendees – Working Group**

Council will determine the number of Councillor representatives.  
Council will not grant delegated authority to a Working group.

Minutes of Working groups will be forwarded to Councillors for information. The GM or his/her delegate will identify any recommendations that may require individual reports to Council for determination.

##### **Meeting Frequency – Working Group**

The requirements will vary depending on the nature of each group/project however no less than three times per year. The group will be disbanded when its objectives have been met.

##### **Meeting Conduct and Secretariat – Working Group**

A protocol for the operation of Working Groups will be developed by Council and will apply uniformly across all groups. It will be based on the governance protocols of the WSC Code of Meeting Practice and will include conflicts of interest and meeting procedure.

#### **E.6 Category 2C - OPERATIONAL GROUP - Section 355(c)**

##### **Role and Function – Operational Group**

Working groups provide an opportunity for staff to interact with the Council on various projects. Typically the group will only operate for a set time period.



**Membership and Attendees – Operational Group**

No Councillor Representatives

Community Representatives.

No delegated authority may extend to day to day activities.

Minutes of Working groups are forwarded to the GM's delegate. The GM or his/her delegate will identify any recommendations that may require individual reports to Council for determination.

**Meeting Frequency – Operational Group**

The requirements will vary depending on the nature of each group however no less than three times per year.

**Meeting Conduct and Secretariat – Operational Group**

An Operational group will be responsible for its own secretarial support with guidance from WSC staff as required.

- E.7** A table detailing the categories and its attributes is attached. (Attachment 1)
- E.8** A list of Council's existing committees and groups is attached indicating likely transition under the proposed model. (Attachment 2)

## Attachment 1 – Categories and Attributes

## DRAFT WYONG SHIRE COUNCIL COMMITTEE ATTRIBUTES

	LGA	Category	Description	Membership	Frequency	Reporting	Meeting Procedure/ Secretariat
1	355 (b)	Committee of the Council	Committees of Council of which consider and recommend to Council on strategic and policy matters relating to <b>significant</b> areas of Council's functions.	Councillors	Quarterly	Minutes to Council	Code of Meeting Practice/  Councillor Services Team
2a	355 (c)	Advisory Group	Groups established by Council to provide information and advice to councillors on matters of significance within a specifically defined area (eg locality or issue)	Community, Govt and Business organisations  Councillor if determined by Council	As prescribed in Charter, however no less than quarterly	GM or delegate and specific matters to Council if appropriate.  Action items/outcomes to Councillors for information.	Standards based on principles of Code of Meeting Practice/  Departmental staff
2b	355 (c)	Working Group	Groups established by Council to enable staff to interact with the Council on projects of significance.	Councillors and Staff	As prescribed in Charter, however no less than quarterly	As prescribed by Charter	Standards based on principles of Code of Meeting Practice/  Departmental staff
2c	355 (c)	Operational Group	Groups established by Council to manage a WSC service or asset on behalf of Council.	Community representatives	As prescribed in Charter, however no less than quarterly	GM or delegate.	In accordance with Community Halls guidelines/  Self supported
3	355 (d)	Joint Committee of two or more	Committees established in joint partnership with other	Councillors	As prescribed by Charter	Minutes to Council	Code of Meeting Practice/

	LGA	Category	Description	Membership	Frequency	Reporting	Meeting Procedure/ Secretariat
		councils	councils to consider and recommend to Council on defined matters or make decisions in accordance with powers delegated by the Council.				Councillor Services Team
4	NA	External group	Committees or associations operating outside the Local Government Act however requiring the membership and/or resources of the Council.	Councillors or staff	As prescribed by Charter	As prescribed by Charter	As prescribed by Charter/ NA

## Attachment 2 – Analysis of Existing Committees

	Committee/Group	Constituted Under	Current Membership	Current Councillor Delegates	Purpose/ Function	Report to Council	Additional Information	Proposed Category under Committee Model
1	Beach Liasion	355 c	3 Councillors (one shall be the Mayor) 1 Central Coast Surf Club rep 1 Club rep Various non voting members of SLSC's	Eaton (as Mayor), McNamara and Matthews	Beach safety and beach management	As determined by the Director of Shire Services		2a - Advisory Group
2	Central Coast Regional Organisation of Councils	355 d	All Councillors and the GM of Gosford and Wyong Councils  Executive Group Mayor, Deputy Mayor, one other Councillor and General Manager of each member Council	All Councillors and GM	A regional association to identify common needs of the community and work together to as an advocacy body on behalf of the region.	Yes		3 - Joint Committee

3	Conduct Review Panel	355 c	8 community representatives from which panel of 3 or more members is selected	Nil.	To consider reported breaches of Council's Code of Conduct	Yes		2a - Advisory Group
4	Consultative Committee	355 c	2 Councillors 8 management 10 Union reps	Matthews, Symington	To provide a forum for consultation between Council and the employees	No	Committee required under Local Government Award. Management and union representation prescribed by Award. Councillor representation discretionary.	2a - Advisory Group
5	Gosford Wyong Water Authority	355 d	Gosford and Wyong Councils' - Mayor, Deputy Mayor, one Councillor, General Manager and Director Engineering	Eaton (as Mayor), Graham (as Deputy), Symington, GM and Director. Vincent (as alternate)	Examines and recommends to both Councils on regionally significant water management matters related to items such as strategic planning and management, new works, water policies, asset management	Yes	Under the CC Water Corporation Act a new Board will be established replacing the old Board and its functions and responsibilities will change.	3 - Joint Committee

6	Governance Committee	355 c	3 Councillors (one shall be the Mayor) 3 independent members	Eaton (Mayor) Symington, Wynn, Vincent (as alternate)	to provide an assurance role, from a position independent of management, in respect of Wyong Shire Council's governance arrangements including its risk, control and compliance frameworks	Yes		2a - Advisory Group
7	Grants Committee	355 c	3 Councillors GM or delegate	Eaton, Matthews, Vincent	To consider applications for funding in accordance with Council's Grants and Sponsorship (Outward) Policy	Yes	Changes to Charter to omit CCIG have been proposed but deferred pending outcome of this committee review  Change to charter to delete GM as member would change form of establishment to 355 (b)	Disband - matters reported to Council

8	Local Traffic Committee	other legislation	1 Councillor RTA 1 NSW Police 1 Local MP	Matthews	Technical advisory committee which considers matters delegated by RTA to Council and Council staff as prescribed by Roads Act(s)	Only those matters which Council may not sub-delegate to an officer	RTA has delegated certain functions to Council. Part of those functions have been sub-delegated to staff. The delegation requires consultation with the Local Traffic Committee prior to exercising the function. The LTC is a technical advisory committee. It is not constituted under the LGA. Its membership, format and procedure are set out via guidelines issued by the RTA. Councillor membership is at the discretion of the Council	4 - External Group
9	Precinct Committees	355 c	Community Representatives only	Nil. Councillors may attend by invitation	To act as a vehicle for information between Council and the community and to encourage the involvement of all residents in the decision making processes of Council to enhance the amenity of the area	No		2a - Advisory Group
10	Community Halls Section 355 Committees	355 c	Community Representatives only	Nil.	To manage Council owned facilities under Council's guidance.	No		2c - Operational Group

11	Senior Citizens Committee	355 c	2 Councillors (one shall be the Mayor) 12 community reps	Best Eaton (alternate)	Consultative committee on matters relating to the senior community	Yes	Committee has requested changes to Charter to operate in a more informal advisory manner.	2a - Advisory Group
12	Sister City (not operating)	355 c	3 Councillors (one shall be the Mayor)	NA	To foster friendship, communication and understanding between people through friendship city relationships	Yes	Committee not currently operating, however has not formally been disbanded. Recommend disbanding.	Disband
13	Sports Committee		4 Councillors (one shall be the Mayor) 11 community reps	Eaton (as Mayor) McBride, McNamara and Symington	To have input into strategic initiatives for sporting facilities and projects	As determined by the Director of Shire Services		2a - Advisory Group



14	Strategic Finance Committee	355 b	All Councillors		To provide for improved financial governance of the organisation	Yes	In the light of the changing financial planning and reporting environment there is an opportunity for the role of the Strategic Finance Committee to be refined in a manner that is complementary to Council's overall management framework. Proposed new Charter recommends membership of Mayor and three Councillors.	1 - Committee of Council
15	Tuggerah Lakes Estuary, Coastal and Floodplain Management Committee	355 c	4 Councillors 3 Staff 12 community 10 govt	Graham, McBride, Webster and Wynn	To promote a more sustainable Shire through the development and implementation of balanced Estuary, Coastal and Floodplain Management Plans	As determined by the GM	Council's funding agreements under the Tuggerah Lakes, Estuary, Coastal and Floodplain Management Plans require certain matters to be considered by this committee	2a - Advisory Group
16	Wyong Shire Art House Working Party	355 c	Mayor and interested Councillors community representatives	Eaton as Mayor	To provide peer advice to Wyong Shire Council in the planning, design and operational structure of the proposed Wyong Shire Cultural Centre in Wyong township.	As determined by the GM		2b - Working Party

Committees Previously Raised by Council to be Determined								
17	Environment Committee		NA	NA	Not yet determined	Not yet determined		1 - Committee of Council (include in sustainability committee)
18	Status of Women Committee		NA	NA	Not yet determined	Not yet determined		2a - Advisory Group
External Groups and Associations								
19	Australian Sister Cities Associations	other organisation	2 Councillors - membership enables attendance and voting of one delegate at annual conference	Matthews Webster	To provide an umbrella of support and to promote sister city affiliations; to provide a forum for cultural, economic and educational interchange between communities and to encourage friendship, co-operation and understanding to improve peaceful co-existence worldwide.	Conference report	Subscription suspended.	Cancel subscription permanently
20	Australian Springtime Flora Festival	other organisation	Manager, Open Space and Recreation	Nil	To arrange annual festival	No		4 - External Group

21	Bushfire Management Committee	other legislation	1 Councillor	VincentWyn n (alternate)	This committee is made up of State agencies, land managers, infrastructure providers and other key stakeholders including the NSW Nature Conservation Council and the NSW Farmers Federation. BFMCS provide a forum for cooperative and coordinated bush fire management in their areas. They also provide for community involvement in bush fire management. Committee formed under the Rural Fires Act	No		4 - External Group
22	Central Coast Area Assistance Scheme Regional and Local Ranking Committees	other legislation	1 Councillor	Matthews Webster (alternate)	Assessment of community funding applications.	No	Funding program now managed by State Government NSW Human Services/Community Services (Community Builders Funding Program). Councillor representation no longer required.	No longer active

23	Central Coast Business Mentor Services Board (trading as Central coast Business Enterprise Centre)	other organisation	1 Councillor and GM (or nominee)	Councillor Best Manager Economic Development (alternate)	Support of small business to encourage employment opportunities in the area	No	Now no Council representatives. G Best and D Eaton are on Board. in their capacity as members of the organisation.	4 - External Group
24	Central Coast Community Chest Board	other organisation	No delegate	N/A	Collection and distribution of donations to assist local organisations which would otherwise not be eligible for other funding	No	Now no Council or staff representatives.	No longer requires Council participation
25	Central Coast Group Training	other organisation	Mayor	Eaton (as Mayor)	Recruitment, contract and employment Delete from Committee list of apprentices and trainees for placement with participating Host Employers.	No	Membership entitles Mayor to vote at annual general meeting.	4 - External Group
26	Central Coast Tourism	other organisation	Mayor (or delegate)	Webster	To promote the Central Coast as a tourist destination thereby increasing business opportunities and employment prospects for local residents	No	Tourism NSW, a part of Industry & Investment NSW, provides funding support for Central Coast Tourism Regional Tourism Organisation through the Regional Tourism Partnership Funding Program.	4 - External Group

27	Fire Control District Liaison Committee	other legislation	2 Councillors,	Vincent Wynn	Committee formed under the Rural Fires Act	No		4 - External Group
28	Greater Toukley Vision Inc	other organisation	1 Councillor	McNamara Vincent (alternate)	Aims to promote and develop the Greater Toukley area as a desirable commercial investment opportunity, as an attractive shopping area, and as a vibrant and popular tourist destination	No		4 - External Group
29	Hand Brake Turn - Central Coast Advisory Group	other organisation	1 Councillor	Webster	Is about giving disadvantaged young people a real opportunity to get their lives on track and carve out a successful pathway for the future	No		4 - External Group
30	Hunter Central Coast Regional Environmental Management Strategy Information Committee (REMS)	other organisation	No delegate	N/A	Seeks to facilitate a regional approach to ecologically sustainable development by actively encouraging great co-operation between member councils, state and federal authorities, industry and community groups	No		4 - External Group

31	Joint Regional Planning Panel	other legislation	1 Councillor and 1 staff member	Eaton, Director Environment and Planning, Symington (Alternate)	Established by Government to determine development proposals of "regional significance". Regional significant projects may include any with a capital investment value of between \$10 million and \$100 million.	No		4 - External Group
32	Manning Colliery Community Consultative Committee	other organisation	1 Councillor	Symington	Established by government as part of the conditions of consent dated 12 March 2008. It is independently chaired and Council's nomination is subject to Department of Planning's approval	No		4 - External Group
33	Public Libraries NSW – Metropolitan	other organisation	1 Councillor	McBride	To represent and support the interests and development of public libraries in the greater Sydney region of New South Wales (NSW) Australia.	No		4 - External Group

34	Regional Development Australia - Central Coast	other organisation	1 Councillor	Webster	To build partnerships between governments, regional development organisations, local businesses, community groups and key regional stakeholders and provide strategic and targeted responses to economic, environmental and social issues affecting the regions of Australia.	No	Cr Webster's appointment not made by Council.	4 - External Group
35	The Entrance Town Centre Management Corporation Board	other organisation	1 Councillor	Webster	Aims to promote and develop The Entrance area as a desirable commercial investment opportunity, as an attractive shopping area, and as a vibrant and popular tourist destination.	No		4 - External Group
36	Wallarrah 2 Coal Project Community Liaison Committee	other organisation	1 Councillor	Symington	Established by government as part of the conditions of the original exploration licence issued in 1995. It is independently chaired.	No		4 - External Group

37	Wyong Community Liaison Committee	other organisation	1 Councillor	Symington	The Government established the Wyong Community Liaison Committee soon after the exploration licence was granted.	No		4 - External Group
38	Wyong Council Community Environment Network and WyCare Liaison Group	other organisation	1 Councillor	Wynn	Aims to increase the effectiveness of community groups in the region; be a regional voice for the environment and sustainability; provide a forum for public discussion and education; increase public awareness and understanding; promote community monitoring of the environment and facilitate the empowerment of individuals.	No		4 - External Group
39	Wyong Regional Chamber of Commerce	other organisation	1 Councillor	McBride Eaton (Alternate)	Aims to promote and develop the Wyong area as a desirable commercial investment opportunity, as an attractive shopping area, and as a vibrant and popular tourist destination	No		4 - External Group



# *Council Policy*

*On*

## *Facilities and Expenses for Councillors*

		Date
<b>POLICY No.</b>	F2	
<b>Written By</b>	L Crawley	
<b>Gazette Date</b>		08/12/10
<b>Adopted by Council Resolution (If applicable)</b>	Yes	08/12/10
<b>Reviewed Date</b>		08/12/11
<b>Amended Date</b>		
<b>Approved by</b>	Council Resolution No	
<b>Folder No</b>	F2004/07011 (F2004/06497)	

**A POLICY SUMMARY**

- A1 This Policy provides for the payment or reimbursement of expenses and the provision of facilities by WSC to the Mayor and Councillors of Wyong Shire.

**B POLICY BACKGROUND**

- B1. Section 252 of the Local Government Act 1993 requires the Council to adopt a policy concerning the payment of expenses incurred or to be incurred by the provision of facilities to elected members in relation to discharging the functions of Civic Office.
- B2. Council recognises that elected members and senior management staff often extend considerable personal time and inconvenience in conducting Council business away from the Shire in the best interests of the community.
- B3. The Act's conditions recognise that some personal, additional contribution goes with the job; however where such good-will is provided by individuals materially in excess of reasonable contributions, the transparent reimbursement of expenses is appropriate.
- B4. The purpose of the Policy is to ensure that councillors receive adequate and reasonable expenses and facilities to enable them to carry out their civic duties. It ensures that these are provided in an accountable and transparent manner.
- B5. Councillors must act lawfully, honestly and exercise a reasonable degree of care and diligence in carrying out their functions under the Local Government Act or any other Act. (s.349 the Act)
- B6. The WSC Code of Conduct provides that council resources must be used ethically, effectively, efficiently and carefully. Council property including intellectual property, official services and facilities must not be misused by any person or body for private benefit or gain. Councillors must also avoid any action or situation that could create the appearance that council resources are being used inappropriately.
- B7. Section 382 of the Act requires that Council make arrangements for its adequate insurance against public liability and professional liability.
- B8. There is no means of facilitating Councillor reimbursement of expenditure other than by this policy.

**C DEFINITIONS**

- C1. **The Act** shall mean the Local Government Act 1993
- C2. **The Regulation** shall mean the Local Government (General) Regulation 2005.
- C3. **Council** shall mean the elected members who form the governing body (Council) of the Wyong Shire Council.
- C4. **Wyong Shire Council (WSC)** shall mean the organisation established to administer Council affairs and operations and Council policy and strategies.
- C5. **Councillor** shall mean an elected member of the governing body (Council) including the Mayor.

- C6. **Council Policy** shall mean policy created and approved by the elected members of the Wyong Shire Council.
- C7. **Functions of civic office/civic functions** shall mean functions that Councillors are required to undertake to fulfil their legislated role and responsibilities for the council that should result in a direct benefit for WSC and/or for the Wyong Shire community.
- C8. **Council Business** Council and Committee meetings, community meetings within the Shire, attendance at officially sanctioned conferences, functions, seminars and training courses and the shall include the attendance at functions/meetings by Councillors undertaken on behalf of the Mayor.
- C9. **Expenses** shall mean payments made by the council to reimburse councillors for reasonable costs or charges incurred or to be incurred for discharging their civic functions. Expenses must be outlined in this policy and may be either reimbursed to a councillor or paid directly by WSC for something that is deemed to be a necessary expense to enable them to perform their civic functions. Expenses are separate and additional to annual fees.
- C10. **General Expense Allowance** shall mean shall mean a sum of money paid by WSC to a Councillor to expend on an item or a service that is not required to be receipted and/or otherwise reconciled according to a set procedure and within a specific timeframe. In accordance with Section 403 of the Regulation this policy does not permit the payment of general expenses.
- C11. **Facilities** shall mean equipment and services that are provided by WSC to Councillors to enable them to perform their civic functions with relative ease and at a standard appropriate to their professional role as councillors.
- C12. **Greater Significance** shall mean meetings with State or Federal Parliamentarians; networking with other Councillors or special interest groups; inspection of a public works or facility, attendance at urgent Council meetings and/or any other incident of Council business considered urgent or more important.

## D POLICY STATEMENTS

### Jurisdiction

- D1 This policy covers all elected members of the Wyong Shire Council
- D2 This policy does not confer any delegated authority upon any person.

### General Provisions

- D3 No payment or allowance will be made for general expenses.
- D4 Reimbursement will only be paid for expenses incurred by Councillors for the conduct of their civic duties.

**Attendance at Conferences, Workshops, Seminars and Training Courses**

- D5 WSC will pay for attendance at a maximum of three conferences per year for each elected member and attendance at the annual NSW Local Government Association Conference.
- D6 The maximum number of elected members authorised to attend a conference or seminar is three.
- D7 The maximum attendance (D6) restriction on numbers will not apply to attendance by elected members at the annual conference or a special conference of the NSW Local Government Association or National Congress of the Australian Local Government Association.
- D8 WSC will meet sustenance expenses for Councillors' attendance at dinners and other non-council functions which provide briefings to councillors from key members of the community, politicians and business.
- D9 No expenses will be paid for functions that are:
- a) not relevant to Council business; or
  - b) where expenses incurred would be directed towards any political fundraising event; or
  - c) for any donation to a political party or candidates electoral fund; or
  - d) for any other private or personal benefit.
- D10 Authorisation for attendance at conferences will be by Council resolution or when impractical, by approval of the Mayor and General Manager.
- D11 WSC will pay costs in accordance with this policy relating to the attendance by authorised delegates at conferences, workshops and seminars for the following:
- a) Registration fees.
  - b) Accommodation.
  - c) Travelling to and from the location.
  - d) Out-of-pocket expenses (meals, fares, etc) incurred in attending the various sessions of conference etc.
  - e) Spouse or partner accompaniment and family on approved occasions.
- D12 Where WSC has incurred costs and a replacement is not nominated by the Mayor and the elected member's non-attendance is not a family or employment or medical emergency, all costs incurred by WSC will be charged to the elected member.
- D13 Elected members must before registration and payment of fees, satisfy themselves:
- a) that the program is likely of benefit to Wyong Council, the Community and/or to his/her professional development as an elected member; and
  - b) that he/she is able to commit the time necessary to attend the conference sessions in the terms of this policy.
- D14 Elected members shall attend all conference sessions for which they are registered other than in the following circumstances:
- (a) to attend to a family, employment or medical emergency;
  - (b) where the session demonstrably has no benefit/interest to both Wyong Council and the particular Councillor;
  - (c) to attend to other matters of greater significance to the Council.

- D15 WSC will pay for the attendance at training courses, subject to Council Resolution, for up to three Councillors per course, per year where the total expense for attendance of each councillor is less than \$5000. The monetary limit does not apply to the AICD Company Directors Course.
- D16 Out-of-pocket or incidental expenses associated with Councillors attending conferences, seminars or training courses will be reimbursed.

### **Spouses and Partners**

- D17 WSC will pay the following expenses for spouses or partners accompanied by a Councillor at events or functions officially sanctioned by the Council:
- a) attendance/ticket cost if in the company of a Councillor
  - b) accommodation if in the company of a Councillor
  - c) travel if in the company of a Councillor
  - d) meals and refreshments excluding room fridges.
- D18 Partner tours and incidental costs will not be paid by WSC.

### **Motor Vehicle Costs**

- D19 WSC will pay for the use of a Councillor private motor vehicle for the conduct of business relating to the Council, including attendance at Council, Council Committee and community meetings, inspections and official functions / meetings either:
- a) an annual allowance, paid monthly for use up to 5,000 km per annum, at the Local Government State Award rate for Council staff for under/over 2.5 ct. A statutory declaration for use is required or,
  - b) by claim for usage, paid monthly for use at the Local Government State Award rate for Council staff for under/over 2.5 ct.
- D20 Councillors shall comply with WSC Motor Vehicle Policy.

### **Travel**

- D21 WSC will reimburse Councillors for travel undertaken on Council business.
- D22 WSC will not reimburse travelling expenses where a Councillor attends a community meeting or undertakes an inspection that has not been formally approved by Council or the Mayor.
- D23 Council shall approve overseas travel by resolution which shall include clear and tangible benefits to the community.
- D24 Approval by the Council for overseas travel will be on an individual trip basis.
- D25 Councillors shall ensure travel by the most direct route and use the most practical and economic means of transport.
- D26 WSC will reimburse costs for tolls associated with travel on Council business.
- D27 WSC will reimburse parking fees associated with travel on Council business.

- D28 In accordance with WSC Motor Vehicle policy no reimbursement of traffic or parking fines incurred while travelling on Council business will be given.

### **Travel Outside WSC Local Government Area, Interstate and International**

- D29 Air Travel shall be at economy rate unless approved by the General Manager and the Mayor in respect of Councillors.
- D30 WSC will pay for air travel insurance.
- D31 The General Manager and the Mayor may determine any corporate membership arrangements (eg Qantas Club).
- D32 WSC will pay for use of a rental car for use at locations where air travel is undertaken for Council business.

### **Accommodation**

- D33 Councillors shall be accommodated in minimum four-star level facilities and higher if practicality determines the need. A higher level than four star is to be approved by the Mayor and General Manager.
- D34 WSC will pay for accommodation costs commencing from the night before the conference/seminar commences, throughout the conference and the night after it concludes and any other night where travel arrangements require.

### **Care and other related expenses**

- D35 WSC will reimburse registered carer's expenses necessary to enable elected members to attend Council business up to \$3,000 per annum, including:
- a) child care expenses
  - b) care of disabled and/or sick immediate family members
  - c) special requirements of councillors such as disability and access needs to allow performance of normal civic duties and responsibilities

### **Insurance**

- D36 WSC will provide insurance to protect the interest and welfare of all Councillors in carrying out the duties of Civic Office and to protect equipment issued to Councillors under this policy as follows:
- a) Public liability (for matters arising out of councillors' performance of their civic duties and/or exercise of their functions)
  - b) Professional indemnity (for matters arising out of councillors' performance of their civic duties and or exercise of their functions).
  - c) Personal injury while on Council business
  - d) Travel insurance for approved interstate and overseas travel on council business.
  - e) Property insurance for WSC facilities issued to Councillors.

All insurances are to be subject to any limitations or conditions set out in the WSC policy for insurance.

## Legal Expenses

- D37 WSC will indemnify or reimburse the reasonable legal expenses of a Councillor in the circumstances described below:
- (a) a councillor defending an action arising from the performance in good faith of a function under the Local Government Act (section 731 refers) (as distinguished from merely something a Councillor has done during his/her term of office); or
  - (b) a councillor defending an action in defamation provided the statements complained of were made in good faith in the course of exercising a function under the Act; or
  - (c) a councillor for proceedings before the Local Government Pecuniary Interest and Disciplinary Tribunal or an investigative body provided the subject of the proceedings arises from the performance in good faith of a function under the Act and the Tribunal or investigative body makes a finding substantially favourable to the councillor.
- D38 WSC will also reimburse legal costs for an inquiry, investigation or hearing into a Councillor's conduct by an appropriate investigative or review body including:
- Local Government Pecuniary Interest and Disciplinary Tribunal
  - Independent Commission Against Corruption
  - Office of the NSW Ombudsman
  - Division of Local Government, Department of Premier and Cabinet
  - NSW Police Force
  - Director of Public Prosecutions
  - Council's Conduct Review Committee/Reviewer.
- provided that the subject of the inquiry, investigation or hearing arises from the performance in good faith of a councillor's functions under the Act and the matter before the investigative or review body has proceeded past any initial assessment phase to a formal investigation or review.
- D39 A conduct complaint made against a councillor, resulting in legal costs for a Councillor shall only qualify for reimbursement where a matter has been referred by the General Manager to a conduct reviewer/conduct review committee to make formal enquiries into that matter in accordance with the procedures in the Code of Conduct.
- D40 Pecuniary interest or misbehaviour matters, shall qualify for reimbursement of legal costs if a formal investigation has been commenced by the Division of Local Government.
- D41 WSC will only reimburse legal costs where the investigative or review body makes a finding that is not substantially unfavourable to the Councillor.
- D42 WSC will not meet the legal costs of legal proceedings initiated by a Councillor under any circumstance.
- D43 WSC will not meet the legal costs of a councillor seeking advice in respect of possible defamation, or in seeking a non-litigious remedy for possible defamation.
- D44 WSC will not meet legal costs in the following circumstances:
- (a) An action in defamation taken by a councillor as plaintiff.
  - (b) A councillor seeking advice in respect of possible defamation, or in seeking a

non-litigious remedy for possible defamation.

### Mayoral Expenses

- D45 The Mayor may provide reasonable hospitality to Councillors, senior staff, politicians, dignitaries, community leaders and the like at Council's expense to a maximum of \$5,000 per annum.
- D46 WSC will provide, maintain and fuel a fuel efficient motor vehicle appropriate to the Office of the Mayor, for use by the Mayor for Council business.
- D47 Private Use of the vehicle is paid for by the Mayor by the reduction of the Mayoral allowance of \$1621p.a. Such amount to be varied on 1 October each year in line with movement in the Consumer Price Index for the 12 months ending 30 June previous.

### Telecommunications

- D48 WSC will provide initial installation, rental/lease and maintenance costs for approved equipment.
- D49 WSC will provide communications hardware, for use for Council business:
- (a) Laptop or Desktop PC
  - (b) Tablet computer
  - (c) Printer
  - (d) Facsimile
  - (e) Scanner
  - (f) USB or WIFI broadband modem
  - (g) Digital camera
  - (h) Mobile phone or smart phone
  - (i) Mobile phone car kit
- D50 The brand/type of equipment will be to WSC standards purchased in accordance with the provisions of WSC Procurement Policy.
- D51 For each Councillor using WSC equipment, WSC will provide for the combined cost of calls, internet access and message bank service, including reasonable private use, up to \$300 per month.
- D52 Councillors may provide some or all private equipment in lieu of WSC equipment and receive reimbursement for capital costs, cost of calls and internet access up to \$500 per month. This will cover:
- a) Laptop or Desktop PC
  - b) Tablet computer
  - c) Printer, Facsimile, Scanner, Digital camera
  - d) USB or WIFI broadband modem
  - e) Mobile phone or smart phone and car kit.
- D53 WSC will provide for WSC equipment, a standard operating environment of software to facilitate Council business (for example email, internet, mapping, MS office suite and other WSC corporate appropriate applications as necessary).
- D54 WSC will not provide for a subsequent installation costs. (for example as a result of moving house or changing vehicles) unless WSC has initiated a change to the



equipment or service.

- D55 Elected members using WSC telecommunications equipment or their own private equipment for Council business must comply with WSC's Communications Media Policy (Internet and Email) and Appropriate Use of Email and the Internet Guidelines.
- D56 At the conclusion of a local government term and where a councillor does not intend to stand for re-election, or is not re-elected a councillor may purchase WSC supplied equipment and software at an agreed market price. Leased equipment is not available for purchase.

### Postal Expenses

- D57 WSC will reimburse actual postage expenses for Council business up to \$200 per annum.

### Councillors

- D58 WSC will provide stationery to be used for Council business, upon request. Stationery includes:
- a) Writing pads, envelopes, box files writing pens / diary / folders up to \$200 per annum
  - b) Business cards 1000 per annum
  - c) Letterhead 1000 per annum
  - d) Paper and printer cartridges 1 set of colour and black per month
  - e) Current edition of Bluett's Local Government Handbook, NSW for councillors (newly elected councillors only)
  - f) One filing cabinet

### Corporate Uniform

- D59 WSC will provide a Corporate Uniform on an annual basis except for the issue in the year in which the local government election is held. Corporate Uniform shall consist of:
- (a) Formal clothing – one set including the costs of alterations
  - (b) Climate clothing (shirts and jackets) – one set
  - (c) Protective clothing – one set
- D60 WSC will provide an additional Corporate Dress allocation to the Mayor to facilitate the duties of the office as follows:
- a) 3 shirts
  - b) 1 pair of trousers or skirt or dress
  - c) 1 tie
  - d) such other clothing as is required to perform the duties of a councillor.

**Civic Centre Parking**

D61 WSC will provide an allocated parking space each Council meeting day.

**PROCEDURES****Approval**

- E1. Approval for the payment of expenses and provision of facilities not specified will be by the General Manager and the Mayor.
- E2. Disputes in relation to the payment of expenses and provision of facilities shall be resolved by the General Manager.

**Adoption**

- E3. This Policy will be adopted by Council resolution after public notification in accordance with WSC Policy on Policies.
- E4. This policy will be reviewed and readopted annually in accordance with WSC Policy on Policies.

**Amendment**

- E5. Mandatory amendments to this Policy due to an amendment to the Local Government Act or Regulations will be made administratively and a report detailing the amendment will be submitted to an Ordinary Meeting of Council.
- E6. Optional amendments to this Policy due to an amendment of the Local Government Act or Regulations will be reported to an Ordinary Meeting of Council for determination.
- E7. This Policy will be amended annually in accordance with the CPI. The amendment will be made administratively and will not be reported to Council.

**Reporting**

- E8. In accordance with clause 271 of the Regulation and for the purposes of transparency and accountability, WSC is required to include detailed information in its Annual Report about the payment of expenses and facilities to councillors. This will be reported as a total cost for all councillors.
- E9. Section 253 of the Act requires Council to submit a copy of this policy annually to the Division of Local Government.
- E10. The Policy must be publically notified in accordance with Section 253 of the Local Government Act
- E11. The Annual Report shall contain full details of expenses incurred in supporting elected members.

**Reconciliation**

- E12. Claims for reimbursement of expenses must include receipts and be made in the financial year in which the expense has been incurred, unless otherwise specified in this Policy.
- E13. Approval, reconciliation and reimbursement for all expenses and facilities must occur in accordance with WSC procedure.
- E14. The processes for claim and reconciliation may be varied by the Manager Corporate Governance.
- E15. Amounts owing by an elected member relating to fees or expenses for reimbursements and/or accompanying partner's expenses are to be deducted from amounts due to the elected member under this Policy.

**Conferences**

- E16. The Mayor may nominate a replacement if an elected member authorised to attend a conference, seminar, external training session or function outside the area is unable to attend the event due to ill health or family emergency.
- E17. The Mayor and the General Manager will determine attendance at a conference, seminar, external training or functions outside the central coast if time does not permit submission to a Council meeting prior to the event and subsequently report to Council.
- E18. Elected members attending conferences must provide a written report detailing the proceedings of the conference. No written report is required for the annual conference of the NSW Local Government and Shires Association.
- E19. Authorisation of attendance at conferences for a spouse or partner will be included in the Council resolution for attendance of the Councillor.
- E20. Elected members may request advance expense payments for trips and conferences. The costs are required to be reconciled through receipts and excess advances returned to WSC.

**Motor Vehicles**

- E21. The reimbursement of private motor vehicle expenses above 5,000km per annum will require the submission and reconciliation of a log book.
- E22. WSC will provide a vehicle for use by Councillors in undertaking official duties. Availability of this vehicle will be considered when determining the most direct route and the most practicable and economical mode of transport.

**Legal**

- E23. The payment of legal costs will be approved by the General Manager.

**Interview Room**

E24. Elected members will contact WSC reception to reserve an interview room

**Communications**

E25. Each elected member is allowed \$1,500 per year for mobile phone installation.

E26. Expenses reimbursed for use of private equipment will be added to Councillors fees on a monthly basis.

E27. Upon ceasing to hold Civic Office and elected member may purchase WSC equipment at an amount determined by an independent valuation or return the equipment to Council except in the case where equipment is leased.

E28. A private use contribution for the private usage of internet by Councillors is to be set at the minimum internet service provider (ISP) for a similar type service.

**THE CONSTITUTION OF  
CENTRAL COAST TOURISM INCORPORATED**

**DATED 5 November 2010**



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## PART I: PRELIMINARY

### 1. INTERPRETATION

1.1. In this Constitution, unless otherwise indicated by the context:

*"the Association"* means Central Coast Tourism Incorporated.

*"the Board"* means the Board of Central Coast Tourism Incorporated defined in Clause 15 of this Constitution, and includes the authority of the Board as delegated to the Chief Executive Officer as the Board so determines;

*"Destination Management"* means a strategic integrated and evidence based approach to managing tourist destinations that is organised around engaging tourism organisations at all levels of the industry to improve destination competitiveness.

*"Destination Management Approach"* means a management system that provides a tourism organisation with the tools to produce sustainable and competitive tourism in a destination. Destination Management is organised around defined visitor destinations each with its own natural and unique tourism assets and unique development, marketing and management needs.

*"Director-General"* means the Director-General of the Department of Services, Technology and Administration.

*Ex Officio Board Member* means a person who becomes a member of The Board as a result of a position that he or she is appointed to rather than as a result of being elected.

*"Industry Representatives"* is defined in Clause 15 to this Constitution.

*"Membership Category / Categories"* is defined in Clause 3 and Appendix 1 to this Constitution.

*"Secretary"* means:

- (a) The person holding office under this Constitution as secretary of the Association; or
- (b) If no such person holds that office – the Public Officer of the Association, with delegated authority to the Chief Executive Officer as the Board so determines.

*"Skills-Based Persons"* is defined in Clause 15 of this Constitution.

*"Special General Meeting"* means a general meeting of the Association other than an Annual General Meeting.



"The Act" means the *Associations Incorporation Act 2009*.

"The Regulation" means the *Associations Incorporation Regulation 2010*.

"Business Day" means a day that is not a Saturday, Sunday, public holiday or bank holiday in New South Wales.

- 1.2. In this Agreement, unless otherwise indicated by the context:
  - 1.2.1 Words importing the singular include the plural and vice versa;
  - 1.2.2 Headings are for convenience only and do not affect interpretation of this Agreement;
  - 1.2.3 A reference to a clause, paragraph or schedule is a reference to a clause, paragraph or schedule of this Agreement;
  - 1.2.4 Where any word or phrase is given a definite meaning in this Agreement, any part of speech or other grammatical form of that word or phrase has a corresponding meaning;
  - 1.2.5 An expression importing a natural person includes a body corporate, partnership, joint venture, association or other legal entity;
  - 1.2.6 A reference to a statute, statutory provision or regulation includes all amendments, consolidations or replacements thereof;
  - 1.2.7 A reference to a party to a document includes that party's successors and permitted assigns;
  - 1.2.8 A covenant or agreement on the part of two or more persons binds them severally;
  - 1.2.9 A reference to a function includes a reference to a power, authority and duty;
  - 1.2.10 A reference to the exercise of a function includes, if the function is a duty, a reference to the performance of the duty; and
  - 1.2.11 A reference to a body, whether statutory or not;
    - 1.2.11.1 Which ceases to exist; or
    - 1.2.11.2 Whose powers or functions are transferred to another body;

## **2. AIMS AND OBJECTIVES OF THE ASSOCIATION**

Using a Destination Management approach, the aim of the Association is to lead the development and implementation of business strategies to increase the awareness, preference and visitation to the Central Coast of New South Wales from key target markets, whilst optimizing the operational effectiveness of the Association to increase its capacity to influence the tourism industry

## **PART II: MEMBERSHIP**

### **3. MEMBERSHIP GENERALLY**

- 3.1. The membership of the Association shall be comprised and available to natural persons, persons representing businesses or corporations, corporate entities, organisations, associations, or government instrumentalities who reside in, trade in or carry out their administration in the Gosford City and Wyong Shire local government areas.
- 3.2. Membership of the Association is available in the following Membership Categories more particularly defined in Appendix 1 to this Constitution:
  - 3.2.1 Social;
  - 3.2.2 Local;
  - 3.2.3 Regional;
  - 3.2.4 National;
  - 3.2.5 International; and
  - 3.2.6 Corporate.
- 3.3. A person or corporation referred to under Clauses 3.1 and 3.2 will be eligible to be a member of the Association if:
  - 3.3.1 The person or corporation has not ceased to be a member of the organisation at any time after incorporation of the organisation under the Act, and
  - 3.3.2 The person or corporation has been approved for membership of the Association in accordance with Clause 4 of this Constitution.
- 3.4. Notwithstanding the provisions of Clauses 3.1 and 3.2 above, the Board may, in its complete discretion, admit members from outside the Gosford City Council and Wyong Shire Council local government areas.
- 3.5. A person or corporation is taken to be a member of the Association if the person or corporation was:
  - 3.5.1. In the case of an unincorporated body that is registered as the Association – a member of that unincorporated body immediately before the registration of the Association; or

- 3.5.2. In the case of an association that is amalgamated to form the relevant association a member of that other association immediately before the amalgamation; or
- 3.5.3. In the case of a registrable corporation that is registered as an association – a member of the registrable corporation immediately before that entity was registered as an association.
- 3.6. A person is taken to be a member of the Association if the person was one of the individuals on whose behalf an application for registration of the Association under Section 6(1) (a) of the Act was made.

#### **4. NOMINATION FOR MEMBERSHIP**

- 4.1. A nomination of a person or corporation ('the nominee') for membership of the Association:
- 4.1.1 Must be made by the nominee in writing in the form set out in Appendix 1 to this Constitution; and
- 4.1.2 Must be lodged with the Association
- 4.2. As soon as practicable after receiving a nomination for membership, the Secretary must refer the nomination to the Board which is to determine whether to approve or to reject the nomination.
- 4.3. Notwithstanding the provisions of Clause 4.2 of this Constitution, the Board may, in its complete discretion, resolve to delegate part or all of its powers in regards to approval or rejection of nominations to the Chief Executive Officer of the Association and/or employees of the Association as nominated by the Chief Executive Officer.
- 4.4. As soon as practicable after a determination on a membership application is made in accordance with Clauses 4.2 and 4.3 of this Constitution, the Association must:
- 4.4.1 Notify the nominee, in writing, that its nomination has been approved or rejected (whichever is applicable), and
- 4.4.2 If the Association approved the nomination, request the nominee to pay (within the period of twenty-eight (28) days after receipt by the nominee of the notification) the annual membership fee in accordance with the Membership Category for the nominee as listed in Appendix 1 to this Constitution.
- 4.5. The Association must, on payment by the nominee of the amounts referred to in Clause 4.4.2 of this Constitution within the period referred to in that Clause, enter or cause to be entered the nominee's name in the register of members and, on the name being so entered, the nominee becomes a member of the Association.

**5. CESSATION OF MEMBERSHIP**

- 5.1. A person or corporation ceases to be a member of the Association if the person or corporation:
- 5.1.1 Dies, or
  - 5.1.2 Resigns membership, or
  - 5.1.3 Is expelled from the Association, or
  - 5.1.4 Fails to pay the annual membership fee under Clause 9.2 of this Constitution within 30 days of the fee being due and without the Board's prior written agreement to delay the payment of the annual membership fee.

**6. MEMBERSHIP ENTITLEMENTS NOT TRANSFERABLE**

- 6.1. A right, privilege or obligation which a person or corporation has by reason of being a member of the Association:
- 6.1.1 is not capable of being transferred or transmitted to another person or corporation; and
  - 6.1.2 Terminates on cessation of the person's or corporation's membership.

**7. RESIGNATION OF MEMBERSHIP**

- 7.1. A member of the Association may only resign from membership of the Association upon the following bases:
- 7.1.1 Upon the member's payment of any and all outstanding amounts due and payable to the Association in respect of the member's membership of the Association; and
  - 7.1.2 By first giving to the Secretary written notice of at least one month (or such other period as the Board may determine) of the member's intention to resign; and,
  - 7.1.3 Upon the payment of the amounts in accordance with Clause 7.1.1 and on the expiration of the period of notice referred to in Clause 7.1.2, the member ceases to be a member.
- 7.2. If a member of the Association ceases to be a member under Clause 7.1 of this Constitution, and in every other case where a member ceases to hold membership, the Association must make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

**8. REGISTER OF MEMBERS**

- 8.1. The Public Officer of the Association must establish and maintain a register of members of the Association specifying the following:
  - 8.1.1 The name of each person or corporation who is a member of the Association; and
  - 8.1.2 The postal or residential address of the person or corporation who is a member of the Association; and
  - 8.1.3 The date on which the person or corporation became a member of the Association.
- 8.2. The register of members must be kept in New South Wales:
  - 8.2.1 At the main premises of the Association, or
  - 8.2.2 Should the Association have no premises, at the Association's official address?
- 8.3. The register of members must be open for inspection, free of charge, by any member of the Association at any reasonable hour.
- 8.4. A member of the Association may obtain a copy of any part of the register on payment of a fee of not more than \$1.00 for each page copied.
- 8.5. If a member requests that any information contained on the register about the member (other than the member's name) not be available for inspection that information must not be made available for inspection.
- 8.6. A member must not use information about a person obtained from the register to contact or send material to the person, other than for:
  - 8.6.1 The purposes of sending the person a newsletter, a notice in respect of a meeting or other event relating to the Association or other material relating to the Association, or
  - 8.6.2 Any other purpose necessary to comply with a requirement of the Act or the Regulations.

**9. FEES AND SUBSCRIPTIONS**

- 9.1. A member of the Association must pay to the Association the annual membership fee in accordance with the Membership Category for the nominee as listed in Appendix 1 to this Constitution or, if some other amount is determined by the Board, that other amount, subject to Clause 9.2.

- 9.2. The annual membership fee (*the Fee*) referred to in Clause 9.1 of this Constitution is payable as follows:
- 9.2.1 All new members who join between 1<sup>st</sup> April and 30<sup>th</sup> September in any year must pay the Fee;
- 9.2.2 New Regional, National, International and Corporate Members who join between 1<sup>st</sup> October and 31<sup>st</sup> March in any year must pay 50% of the Fee;
- 9.2.3 New Local and Social Members who join between 1<sup>st</sup> October and 31<sup>st</sup> March in any year must pay the Fee.
- 9.3. The Board may, in its complete discretion, resolve to vary, amend or revoke the membership fee payable in accordance with Clause 9.1 and Schedule 1 of this Constitution.

## 10. MEMBERS' LIABILITIES

The liability of a member of the Association to contribute towards the payment of the debts and liabilities of the Association or the costs, charges and expenses of the winding-up of the Association is limited to the amount, if any, unpaid by the member in respect of membership of the Association as required by Clause 8 of this Constitution.

## 11. RESOLUTION OF INTERNAL DISPUTES

- 11.1. If any dispute arises between a member and another member (in their capacity as members) of the Association, or a dispute between a member or members and the Association, the parties to the dispute must not commence any court or arbitration proceedings unless the parties to the dispute have complied with the following paragraphs of this Clause 11 of this Constitution (except where a party seeks urgent interlocutory relief).
- 11.2. A party to this Constitution claiming that a dispute has arisen out of or in relation to this Constitution must give written notice to the other party to the dispute specifying the nature of the dispute.
- 11.3. If the parties do not agree within seven (7) days of receipt of the written notice of the dispute (or such further period as agreed in writing by them) as to:
- 11.3.1 The dispute resolution technique (e.g. expert determination) and procedures to be adopted;
- 11.3.2 The timetable for all steps in those procedures; and
- 11.3.3 The selection and compensation of the independent person required for such technique,

The parties must mediate the dispute in accordance with the Mediation Rules of the Law Society of New South Wales, and, the President of the Law Society of New South Wales or the President's nominee will select the mediator and determine the mediator's remuneration.

11.4. In the event that the dispute has not settled within twenty-eight (28) days or such other period as agreed to in writing between the parties after the appointment of the mediator, the dispute is to be submitted to arbitration administered by the Australian Commercial Disputes Centre (ACDC) and conducted in accordance with ACDC's Arbitration Rules which are deemed incorporated.

11.5. The arbitrator is not to be the same person as the mediator.

## **12. DISCIPLINING OF MEMBERS**

12.1. A complaint may be made to the Board by any person or corporation that a member of the Association:

12.1.1 Has refused or neglected to comply with a provision or provisions of this Constitution, or

12.1.2 Has persistently wilfully acted in a manner prejudicial to the interests of the Association.

12.2. The Board may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature.

12.3. If the Board decides to deal with the complaint, the Board:

12.3.1 Must cause notice of the complaint to be served on the member concerned, and

12.3.2 Must give the member at least fourteen (14) days from the time the notice is served within which to make submissions to the Board in connection with the complaint, and

12.3.3. Must take into consideration any submissions made by the member in connection with the complaint.

12.4. The Board may, by resolution, expel the member from the Association or suspend the member from membership of the Association if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved and the expulsion or suspension is warranted in the circumstances.



- 12.5. If the Board expels or suspends a member, the Secretary must, within seven (7) days after the action is taken, because written notice to be given to the member informing the member:
- 12.5.1 of the action taken by the Board;
  - 12.5.2 of the reasons given by the Board for having taken that action; and
  - 12.5.3 of the member's right of appeal under Clause 13.
- 12.6. The expulsion or suspension of the member does not take effect:
- 12.6.1 Until the expiration of the period within which the member is entitled to appeal against the resolution concerned, or
  - 12.6.2 If within that period the member exercises the right of appeal, unless and until the Association confirms the resolution under Clause 13, whichever is the latter?

### **13. RIGHT OF APPEAL FOR DISCIPLINED MEMBERS**

- 13.1. A member may appeal to the Association in general meeting against a resolution of the Board under Clause 12 by lodging with the Secretary a notice to that effect within seven (7) days after notice of the resolution is served on the member.
- 13.2. The notice may, but need not, be accompanied by a statement of the grounds on which the member intends to rely for the purposes of the appeal.
- 13.3. On receipt of a notice from a member under Clause 13.1, the Secretary must notify the Board which is to convene a general meeting of the Association to be held within twenty-eight (28) days after the date on which the Secretary received the notice.
- 13.4. At a general meeting of the Association convened under Clause 13.3:
- 13.4.1 No business other than the question of the appeal is to be transacted, and
  - 13.4.2 The Board and the member must be given the opportunity to state their respective cases orally or in writing, or both, and
  - 13.4.3 The members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- 13.5. The appeal is to be determined by a simple majority of votes cast by members of the Association.
- 13.6. If at the general meeting the Association passes a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.

### **PART III: THE BOARD**

#### **14. POWERS OF THE BOARD**

Subject to the Act, the Regulation and this Constitution and to any resolution passed by the Association in general meeting, a committee of the Association is to be established in accordance with the provisions of Section 28 of the Act, which:

- 14.1. Is to be known as the Board of Management (*the Board*);
- 14.2. Is to control and manage the affairs of the Association; and
- 14.3. May exercise all such functions as may be exercised by the Association, other than those functions that are required by this constitution to be exercised by a general meeting of members of the Association; and
- 14.4. Has power to perform all such acts and do all such things as appear to the Board to be necessary or desirable for the proper management of the affairs of the Association.

#### **15. COMPOSITION AND MEMBERSHIP OF THE BOARD**

- 15.1. The Board is to consist of up to nine (9) persons being:
  - 15.1.1 The presiding General Managers of Gosford City Council and of Wyong Shire Council or each of these Councils' nominated Council Representative;
  - 15.1.2 Industry representatives of the Association ('Industry Representatives') appointed the following:
    - 15.1.2.1 Two (2) industry representatives from the Corporate / International / National Membership Category grouping; and
    - 15.1.2.2 Two (2) industry representatives from the Regional / Local Membership Category grouping; and
    - 15.1.2.3 The industry representatives referred to in this Clause 15.1.2 are to be voted in by the members (except Social members) of the Association every two years at the holding of an Annual General Meeting; and
    - 15.1.2.4 The appointment of the industry representatives referred to in this Clause 15.1.2 is to be for a maximum of two (2) years;
    - 15.1.2.5 At the expiration of any two-year term, the elected Board members referred to in this Clause 15.1.2 must retire but are entitled to be re-nominated for election;

15.1.3 A minimum of one (1) and a maximum of three (3) persons deemed by the six Board members referred to in Clauses 15.1.1 and Clause 15.1.2 above to have specific skills and knowledge that would be of benefit to the Board ('the Skills-Based Persons') pursuant to the following:

15.1.3.1 The appointment of the Skills-Based Persons under this Clause 15.1.3 is for a period of one (1) year provided that The Board may by majority resolution extend the period of appointment by a further year; and

15.1.3.2 Prior to the Annual General Meeting, the Board is to call for the expressions of interest for the nomination of Skills-Based Persons in a manner which the Board considers appropriate; and

15.1.3.3 The Board is entitled to call for expressions of interest for the Skills-Based Persons from persons both within the membership of the Association and external to the Association; and

15.1.3.4 The expressions of interest for the Skills-Based Persons are to be submitted by no later than 5:00 PM on the day preceding the Annual General Meeting; and

15.1.3.5 The invitation to the Skills-Based Persons under this Clause 15.1.3 is to be issued by the Board by no later than the first Board meeting after the holding of the Annual General Meeting; and

15.1.4 One (1) *ex officio* representative from each of the New South Wales Government Department of Industry & Investment and the New South Wales National Parks & Wildlife Service, who will have no voting rights whatsoever.

15.2. There is no requirement for the Board members referred to in Clause 15.1.1 and 15.1.3 of this Constitution to be members of the Association prior to their appointment to the Board.

## **16. ELECTION AND SELECTION OF MEMBERS TO THE BOARD**

16.1. Members must be notified either by letter, newsletter or e-mail of the calling for nominations for the Board no later than twenty-one (21) days prior to the Annual General Meeting.

16.2. Nominations of Industry Representatives for election as members of the Board:

16.2.1 Must be made in writing on the prescribed form forming Appendix 2 to this Constitution and be signed by two (2) members of the Association and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination); and

- 16.2.2 Must be delivered to the Secretary of the Association at least seven (7) days before the date fixed for the holding of the Annual General Meeting at which the election is to take place.
- 16.3. If insufficient nominations are received to fill the vacancies for Industry Representatives on the Board, the candidates nominated are taken to be elected and further nominations are to be received at the annual general meeting.
- 16.4. If insufficient further nominations are received for Industry Representatives on the Board, any vacant positions remaining on the Board are taken to be casual vacancies.
- 16.5. If the number of nominations received for Industry Representatives on the Board is equal to the number of vacancies to be filled for those positions, the persons nominated are taken to be elected.
- 16.6. If the number of nominations received for Industry Representatives on the Board exceeds the number of vacancies to be filled for those positions, a ballot is to be held.
- 16.7. The ballot for the election of Industry Representatives of the Board is to be conducted at the Annual General Meeting in such usual and proper manner as the Board may direct.
- 16.8. Notification of successful candidates for Industry Representatives of the Board will be made at the Annual General Meeting.
- 16.9. The selection of Skills-Based Persons as members of the Board:
- 16.9.1 Must be determined by the Board members referred to in Clause 15.1.1 and Clause 15.1.2 of this Constitution based on the skills the candidate can bring to the Board; and
- 16.9.2 An invitation must be issued by the Secretary to the Skills-Based Persons in writing no later than 14 days from the holding of the Annual General Meeting.

## **17. OFFICE-BEARERS OF THE ASSOCIATION**

- 17.1. The office-bearers of the Association are as follows:
- 17.1.1 The President, who will be Chairperson of the Annual General Meeting;
- 17.1.2 The Vice-President, who will be Deputy Chairperson of the Annual General Meeting;
- 17.1.3 The Treasurer;
- 17.1.4 The Secretary; and

- 17.1.5 The Public Officer.
- 17.2. The office-bearers will be elected each year by the Board members referred to in Clause 15.1.
- 17.3. The office-bearers of the Association are to be chosen and appointed from the Industry Representatives referred to in Clause 15.1.2 of this Constitution and the Skills-Based Persons referred to in Clause 15.1.3 of this Constitution.
- 17.4. A Board member (other than both the President and Vice-President offices) may hold up to three (3) offices.
- 17.5. Other than any Board members referred to in Clause 15.1.1 and 15.1.3, each member of the Board is, subject to this Constitution, to hold a position on the Board for a period of 2 years until the conclusion of the second Annual General Meeting following the date of the member's election, but is eligible for re-election.
- 17.6. In the event that a Board member representing a business resigns from the Board or ceases partnership or employment with the business the Board member represents, that person and the business he or she represents is no longer entitled to fill a Board position and a casual vacancy on the Board will occur in the manner set out in Clause 20 of this Constitution.

## **18. SECRETARY**

- 18.1. The Secretary of the Association must, as soon as practicable after being appointed as Secretary, lodge notice with the Association of his or her address.
- 18.2. It is the duty of the Secretary to keep minutes of:
- 18.2.1 All appointments of office-bearers and members of the Board, and
- 18.2.2 The names of members of the Board present at a Board meeting or a general meeting, and
- 18.2.3 All proceedings at Board meetings and general meetings.
- 18.3. Minutes of proceedings at a meeting must be signed by the Chairperson of the meeting or by the Chairperson of the next succeeding meeting.

## **19. TREASURER**

- 19.1. It is the duty of the Treasurer of the Association to ensure:
- 19.1.1 That all money due to the Association is collected and received and that all payments authorised by the Association are made, and

19.1.2 That correct books and accounts are kept showing the financial affairs of the Association, including full details of all receipts and expenditure connected with the activities of the Association.

## **20. CASUAL VACANCIES**

20.1. In the event of a casual vacancy occurring in the membership of the Board, the Board may appoint a member of the Association from the same group (for example, an Industry Representative from the Corporate/International/National Membership Category grouping in place of a Board member from that Membership Category grouping) to fill the vacancy and the member so appointed is to hold office, subject to this Constitution, until the following date as chosen and agreed upon by the Board:

20.1.1 The conclusion of the balance of the two (2) year term of the Board position annual general meeting next following the date of the appointment; or

20.1.2 The conclusion of the Annual General Meeting next following the date of the appointment.

20.2. A casual vacancy in the office of a member of the Board occurs if the member:

20.2.1 Dies; or

20.2.2 Ceases to be a member of the Association; or

20.2.3 Becomes an insolvent under administration within the meaning of the *Corporations Act 2001* (Cth); or

20.2.4 Resigns office by notice in writing given to the Secretary; or

20.2.5 Is removed from office under Clause 21; or

20.2.6 Becomes a mentally incapacitated person; or

20.2.7 is absent from three or more meetings of the Board per calendar year, without the prior written consent of the Board; or

20.2.8 Resigns from the Board, or ceases partnership or employment with the business the Board member represents as per Clause 17.6 of this Constitution;

20.2.9 Is convicted of an offence involving fraud or dishonesty for which the maximum penalty on conviction is imprisonment for not less than 3 months; or

20.2.10 Is prohibited from being a director of a company under Part 2D.6 (Disqualification from Managing Corporations) of the *Corporations Act 2001* (Cth).

**21. REMOVAL OF BOARD MEMBERS**

- 21.1. The Association in general meeting may, by resolution, remove any member of the Board from the office of member before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.
- 21.2. If a member of the Board to whom a proposed resolution referred to in Clause 21.1 relates makes representations in writing to the Secretary or President (not exceeding a reasonable length) and requests that the representations be notified to the members of the Association, the Secretary or the President may send a copy of the representations to each member of the Association or, if the representations are not so sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.
- 21.3. A member of the Board will be deemed to have been automatically removed in the circumstances referred to in Clause 20.2.7.

**22. BOARD MEETINGS AND QUORUM**

- 22.1. The Board must meet at least four (4) times in each period of twelve (12) months at such place and time as the Board may determine.
- 22.2. Additional meetings of the Board may be convened by the President or by any member of the Board.
- 22.3. Oral or written notice of a meeting of the Board must be given by the Secretary to each member of the Board at least forty-eight (48) hours (or such other period as may be unanimously agreed on by the members of the Board) before the time appointed for the holding of the Board meeting.
- 22.4. Notice of a meeting given under Clause 22.3 must specify the general nature of the business to be transacted at the meeting and no business other than that business is to be transacted at the meeting, except business which the Board members present at the meeting unanimously agree to treat as urgent business.
- 22.5. A meeting in which a minimum of fifty percent (50%) of the members of the Board, (not including the Ex Officio Board Members) attend will constitute a quorum for the transaction of the business of a meeting of the Board.
- 22.6. No business is to be transacted by the Board unless a quorum is present and if, within half an hour of the time appointed for the meeting, a quorum is not present, the meeting is to stand adjourned to the same place and at the same hour of the same day in the following week.
- 22.7. If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting is to be dissolved.

22.8. At a meeting of the Board:

22.8.1 The President or, in the President's absence, the Vice-President is to preside, or

22.8.2 If the President and the Vice-President are absent or unwilling to act, such one of the remaining members of the Board as may be chosen by the members present at the meeting is to preside.

### **23. DELEGATION BY BOARD TO SUB-COMMITTEE**

23.1. The Board may, by instrument in writing, delegate to one or more sub-committees (consisting of such member or members of the Association as the Board thinks fit) the exercise of such of the functions of the Board as are specified in the instrument, other than:

23.1.1 This power of delegation, and

23.1.2 A function which is a duty imposed on the Board by the Act or by any other law.

23.2. A function the exercise of which has been delegated to a sub-committee under this Clause may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.

23.3. A delegation under this Clause 23 may be made subject to such conditions or limitations as to the exercise of any function, or as to time or circumstances, as may be specified in the instrument of delegation.

23.4. Despite any delegation under this Clause, the Board may continue to exercise any function delegated.

23.5. Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this clause has the same force and effect as it would have if it had been done or suffered by the Board.

23.6. The Board may, by instrument in writing, revoke wholly or in part any delegation under this Clause.

23.7. A sub-committee may meet and adjourn as it thinks proper.

### **24. VOTING AND DECISIONS**

24.1. Questions arising at a meeting of the Board, or of any sub-committee appointed by the Board, are to be determined by a majority of the votes of members of the Board or sub-committee present at the meeting.

24.2. Each member present at a meeting of the Board or of any sub-committee appointed by the Board (including the person presiding at the meeting) is entitled to one vote but, in



the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

- 24.3. For the avoidance of doubt, the *ex officio* representative members from each of the New South Wales Government Department of Industry & Investment and the New South Wales National Parks & Wildlife Service do not have voting rights and are not entitled to cast a vote on questions arising at meetings of the Board and do not constitute part of any quorum.
- 24.4. Subject to Clause 23.5 of this Constitution, the Board may act despite any vacancy on the Board.
- 24.5. Any act or thing done or suffered, or purporting to have been done or suffered, by the Board or by a sub-committee appointed by the Board, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any member of the Board or sub-committee.

**PART IV: GENERAL MEETINGS****25. HOLDING OF ANNUAL GENERAL MEETINGS**

25.1. With the exception of the first Annual General Meeting of the Association, which must be held within eighteen (18) months after its registration under the Act, the Association must hold its Annual General Meetings:

25.1.1 At least once in each calendar year; and

25.1.2 within the period of six (6) months after the expiration of each financial year of the Association; and

25.1.3 Within such later time as may be allowed by the Director-General or prescribed by the Regulations.

**26. CALLING OF AND BUSINESS OF ANNUAL GENERAL MEETINGS**

26.1. The Annual General Meeting of the Association is, subject to the Act and to Clause 24, to be convened on such date and at such place and time as the Board thinks fit.

26.2. In addition to any other business which may be transacted at an Annual General Meeting, the business of an Annual General Meeting is to include the following:

26.2.1 To confirm the minutes of the last preceding Annual General Meeting and of any Special General Meeting held since that meeting;

26.2.2 To receive from the Board reports on the activities of the Association during the last preceding financial year;

26.2.3 Every second year, to elect and record the selection of ordinary Board members; and

26.2.4 To receive and consider any financial statement or report required to be submitted to members under the Act.

26.3. An Annual General Meeting must be specified as such in the notice convening it.

**27. CALLING OF SPECIAL GENERAL MEETINGS**

27.1. The Board may, whenever it thinks fit, convene a Special General Meeting of the Association.

27.2. The Board must, on the requisition in writing of at least five per cent (5%) of the total number of members, convene a Special General Meeting of the Association.

27.3. A requisition of members for a Special General Meeting:

- 27.3.1 Must state the purpose or purposes of the meeting, and
  - 27.3.2 Must be signed by the members making the requisition, and
  - 27.3.3 Must be lodged with the Secretary, and
  - 27.3.4 May consist of several documents in a similar form, each signed by one or more of the members making the requisition.
- 27.4. If the Board fails to convene a Special General Meeting to be held within one (1) month after that date on which a requisition of members for the meeting is lodged with the Secretary, any one or more of the members who made the requisition may convene a Special General Meeting to be held not later than three (3) months after that date.
- 27.5. A Special General Meeting convened by a member or members as referred to in Clause 27.4 must be convened as nearly as is practicable in the same manner as general meetings are convened by the Board, and any member who consequently incurs expense is entitled to be reimbursed by the Association for any expense so incurred.

## **28. NOTICE**

- 28.1. Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Association, the Secretary must, at least fourteen (14) days before the date fixed for the holding of the general meeting, give a notice to each member specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- 28.2. If the nature of the business proposed to be dealt with at a general meeting requires a Special Resolution of the Association, the Secretary must, at least twenty-one (21) days before the date fixed for the holding of the general meeting, cause notice to be given to each member specifying, in addition to the matter required under Clause 28.1, the intention to propose the resolution as a Special Resolution.
- 28.3. No business other than that specified in the notice convening a general meeting is to be transacted at the meeting except, in the case of an Annual General Meeting, business which may be transacted under Clause 26.2.
- 28.4. A member desiring to bring any business before a general meeting may give notice in writing of that business to the Secretary, who must include that business in the next notice calling a general meeting given after receipt of the notice from the member.

## **29. QUORUM FOR GENERAL MEETINGS**

- 29.1. No item of business is to be transacted at a general meeting unless a quorum of members entitled under this Constitution to vote is present during the time the meeting is considering that item.

- 29.2. Ten Percent (10%) of all members (being members entitled under this Constitution to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
- 29.3. If a quorum is not present within half an hour after the appointed time for the commencement of a general meeting, the meeting:
- 29.3.1 If convened on the requisition of members, is to be dissolved; and
- 29.3.2 In any other case, is to stand adjourned to the same day in the following week at the same time and (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place; and
- 29.3.3 If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the Chairperson is to declare the meeting terminated.

### **30. PRESIDING MEMBER**

- 30.1. The President or, in the President's absence, the Vice-President, is to preside as Chairperson at each general meeting of the Association.
- 30.2. If the President and the Vice-President are absent or unwilling to act, the members present must elect one of their numbers to preside as Chairperson at the meeting.

### **31. ADJOURNMENT**

- 31.1. The Chairperson of a general meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, but no business is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- 31.2. If a general meeting is adjourned for fourteen (14) days or more, the Secretary must give written or oral notice of the adjourned meeting to each member of the Association stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- 31.3. Except as provided in Clauses 31.1 and 31.2, notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

### **32. MAKING OF DECISIONS**

- 32.1. A question arising at a general meeting of the Association is to be determined by either:

32.1.1 A show of hands, or

32.1.2 If on the motion of the Chairperson or if one third of members present at the meeting decide that the question should be determined by a written ballot then a written ballot is to be held.

32.2. If the question is to be determined by a show of hands, a declaration by the Chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the Association, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.

32.3. If the question is to be determined by a written ballot, the ballot is to be conducted in accordance with the directions of the Chairperson.

### **33. SPECIAL RESOLUTIONS**

33.1. A Special Resolution may only be passed by the Association:

33.1.1 At a meeting of the Association of which notice has been given to its members no later than 21 days before the date on which the meeting is held; or

33.1.2 In a postal ballot conducted by the Association; or

33.1.3 In such other manner as the Director-General may direct,

if it is supported by at least three-quarters of the votes cast by members of the Association who, under this Constitution, are entitled to vote on the proposed resolution.

33.2. A notice referred to in Clause 33.1.1 must include the terms of the resolution and a statement to the effect that the resolution is intended to be passed as a special resolution.

33.3. A postal ballot referred to in Clause 33.1.2 may only be conducted in relation to resolutions of a kind that this Constitution permits to be voted on by means of a postal ballot and, if conducted, must be conducted in accordance with the Regulations.

33.4. A direction by the Registrar-General under Clause 33.1.3 may not be given unless the Director-General is satisfied that, in the circumstances, it is impracticable to require votes to be cast in the manner provided by Clauses 33.1.1 and 33.1.2.

### **34. VOTING**

34.1. On any question arising at a general meeting of the Association, a member has one (1) vote only.

- 34.2. All votes must be given personally or by proxy, but no member may hold more than three (3) proxy votes at any given general meeting.
- 34.3. In the case of an equality of votes on a question at a general meeting, the Chairperson of the meeting is entitled to exercise a second or casting vote.
- 34.4. A member or proxy is not entitled to vote at any general meeting of the Association unless all money due and payable by the member to the Association has been paid.
- 34.5. A member is not entitled to vote at any general meeting of the Association if the member is under 18 years of age.

### **35. PROXY VOTES**

- 35.1. Each member is entitled to appoint another member as proxy by notice given to the Secretary no later than the time of the meeting in respect of which the proxy is appointed, provided however, there is no right to appoint any member as a proxy in respect of voting for the election of Industry Representatives
- 35.2. The notice appointing the proxy is to be in the form set out in Appendix 3 to this Constitution.

### **36. POSTAL BALLOTS**

- 36.1. The Association may hold a postal ballot to determine any issue or proposal (other than an appeal under Clause 13).
- 36.2. A postal ballot must be conducted in accordance with Clause 36.3.
- 36.3. For the election of Industry Representatives to the Board at any Annual General meeting, a postal box will be placed in the office of the Association and made available at 10:00 AM – 2:00 PM in the five Business Days preceding the meeting for which votes for such issues or proposals must be placed in the box if a member intends to vote using this method..

**PART V: MISCELLANEOUS**

**37. INSURANCE**

The Association may effect and maintain insurance.

**38. FUNDS – SOURCES**

38.1. The funds of the Association are to be derived from the annual subscriptions of members, donations and, subject to any resolution passed by the Association in general meeting, such other sources as the Board determines.

38.2. All money received by the Association must be deposited as soon as practicable and without deduction to the credit of the Association's bank or other authorised deposit-taking institution account.

**39. FUNDS – MANAGEMENT**

39.1. Subject to any resolution passed by the Association in general meeting, the funds of the Association are to be used in pursuance of the objects of the Association in such manner as the Board determines.

39.2. All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any two (2) members of the Board or employees of the Association, being members or employees authorised to do so by the Board.

**40. CHANGE OF NAME, OBJECTS AND CONSTITUTION**

40.1. An application to the Director-General to register a change in the Association's name, objects or Constitution in accordance with Section 10 of the Act must be made by the Public Officer or a Board member in the following manner:

40.1.1 The Association must carry a Special Resolution approving the change, which must:

40.1.1.1 Be made in the approved form which must include details of the proposed change; and

40.1.1.2 Include a copy of the Special Resolution approving the change; and

40.1.1.3 Be accompanied by any fee prescribed by the Act or Regulations; and

40.1.1.4 If the proposed change is a change in the Constitution, it must address all of the matters set out in Schedule 1 of the Act.

- 40.2. Any change to the Constitution shall not take effect until the change is registered under the Act.

**41. CUSTODY OF BOOKS, ETC**

Except as otherwise provided by this Constitution, the Public Officer must keep in his or her custody or under his or her control all records, books and other documents relating to the Association.

**42. INSPECTION OF BOOKS, ETC**

- 42.1. The following documents must be open to inspection, free of charge, by a member of the Association at any reasonable hour:

42.1.1 Records, books and other financial documents of the Association;

42.1.2 This Constitution; and

42.1.3 Minutes of all Board meetings and general meetings of the Association.

- 42.2. A member of the Association may obtain a copy of any of the documents referred to in Clause 42.1 on payment of a fee of not more than \$1.00 for each page copied.

**43. COMMON SEAL**

- 43.1. The common seal of the Association shall be kept in the custody of the Public Officer.

- 43.2. The common seal shall not be affixed to any instrument except by the authority of the Board, and the affixing of the common seal shall be attested by the signatures either of two (2) members of the Board or of one (1) member of the Board and of the Public Officer or Secretary.

**44. SERVICE OF NOTICES**

- 44.1. For the purpose of this Constitution, a notice or other communication may be served on or given to a person or corporation:

44.1.1 By delivering it personally, or

44.1.2 By sending it by pre-paid post to the address of the addressee recorded in the register of members, or

44.1.3 By sending it by facsimile transmission to the facsimile number of the addressee recorded in the register of members with acknowledgement of receipt from the facsimile machine of the addressee;



- 44.1.4 By sending it by e-mail to the e-mail address of the addressee recorded in the register of members with acknowledgement of delivery from the computer of the addressee.
- 44.2. For the purpose of this Constitution, a notice is taken, unless the contrary is proved, to have been given or served:
- 44.2.1 In the case of a notice given or served personally, on the date on which it is received by the addressee, and
- 44.2.2 In the case of a notice sent by pre-paid post, on the date when it would have been delivered in the ordinary course of post, and
- 44.2.3 In the case of a notice sent by facsimile transmission or some other form of electronic transmission, on the date it was sent or, if the machine from which the transmission was sent produces a report indicating that the notice was sent on a later date, on that date.
- 44.3. Notwithstanding the provisions of Clause 44.1 and 44.2, if a document is sent to a person by properly addressing, pre-paying and posting to the person a letter containing the document, the document is, unless the contrary is proved, taken for the purposes of these rules to have been served on the person at the time at which the letter would have been delivered in the ordinary course of post.
- 44.4. A person or corporation may change its address for service by giving notice of that change in writing to the Association for recording in the register of members.

#### **45. FINANCIAL YEAR**

- 45.1. The financial year of the Association is:
- 45.1.1 The period of time commencing on the date of incorporation of the Association and ending on the following 30 June, and
- 45.1.2 Each period of 12 months after the expiration of the previous financial year of the Association, commencing on 1 July and ending on the following 30 June.

**APPENDIX 1: MEMBERSHIP CATEGORIES AND APPLICATION FOR MEMBERSHIP OF THE ASSOCIATION**

New Membership Application Form



Organisation's Name: .....

Address: .....

Postal Address: .....

Main Contact: ..... Position in Company: .....

Telephone #: ..... Mobile: .....

Bookings Telephone: ..... Fax: .....

Email Address: .....

Internet Address: .....

Marketing Contact: ..... Contact Details: .....

Other Contact: ..... Contact Details: .....

Description of your organisation (please include all details to assist us to sell your product):

.....

.....

.....

Social	\$60 annually
Local	\$95 annually
Regional	\$395 annually
National	\$1554 annually*
International	\$3,170 annually*
Corporate	\$12,000 annually*

\*These categories only apply for a 60 second program plan size. Membership is non-refundable.

Membership Category required: .....

I enclose a cheque for \$.....

or phone 02 4343 4481 for credit card payment

or Direct Deposit to NAB, BSB 082-620 / Acct No. 02-823-8528

or Credit Card (AMEX, MASTERCARD, VISA) \$ .....

Exp: \_\_\_\_ / \_\_\_\_ OYD Full Name on Card: .....

Signature:  .....

I understand that my membership must remain current for the duration of any marketing activity with Central Coast Tourism in which I am involved, eg. Advertising in CCT marketing publications. I also understand that membership payments already made are not refundable in the event of my early termination of the contract.

Name: \_\_\_\_\_ Signature:  \_\_\_\_\_ Date: \_\_\_\_\_

52 The Avenue, Mt Penang Parklands, Kurung NSW 2250



**APPENDIX 2: NOMINATION FORM for election to the Board of Management of Central Coast Tourism Inc.**

ANNUAL GENERAL MEETING  
(date)

*\*If interested in nominating, please review the Central Coast Tourism Board Member Position Description.*

I hereby nominate \_\_\_\_\_  
(Organisation)

for election to the Board of Management of Central Coast Tourism Inc.

The representative of the Organisation will be \_\_\_\_\_  
(Nominee)

Membership Category \_\_\_\_\_

Nominated by: \_\_\_\_\_

Signature of Nominator: \_\_\_\_\_

Seconded by: \_\_\_\_\_

Signature of Secunder: \_\_\_\_\_

***I hereby accept the nomination to the Board of Management of Central Coast Tourism:***

Signature of Nominee: \_\_\_\_\_ Date: \_\_\_\_\_

*Please note:*

- Social members are not eligible to stand for election to the Board or nominate or vote for candidates for election to the Board.
- Nominee, Nominator and Secunder Organisations must be financial contributors on the date the AGM is held and the Nomination Form must be received by Central Coast Tourism by 5pm, five full working days prior to the holding of the AGM.

*The Nomination Form may be returned by one of the following methods:*

In person: Gateway Visitor Information Centre, 52 The Avenue, Mt Penang Parklands, Kariong 2250

By mail: PO Box 7177, Kariong 2250

By fax: 4343 4422

By email: [admin@centralcoasttourism.com.au](mailto:admin@centralcoasttourism.com.au)

**APPENDIX 3: APPOINTMENT OF PROXY FORM (RULE 35)**

I .....  
(full name)

of .....  
(address)

being a Social/Local/Regional/National/International/Corporate (circle what's applicable)  
member of **Central Coast Tourism Incorporated**

hereby appoint .....  
(full name of proxy)

of .....as my proxy to vote  
(company name)

for me at the Annual General Meeting / Special General Meeting of the Association to

be held on the ..... and at any adjournment of that

Meeting.

My Proxy is authorized to vote (insert details)

.....  
.....  
.....

DATED: .....

SIGNATURE OF MEMBER: .....