



GLADSTONE
REGIONAL COUNCIL

GENERAL MEETING MINUTES

**HELD AT THE COUNCIL CHAMBERS - CIVIC CENTRE
101 GOONDOON STREET, GLADSTONE**

On 2 July 2019

Commencing at 9.00am

**Mark Holmes
ACTING CHIEF EXECUTIVE OFFICER**

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Elected Members

Councillor C A Trevor (Acting Mayor)
Councillor G G Churchill
Councillor K Goodluck
Councillor R A Hansen
Councillor P J Sobhanian

Officers

Mr M Holmes (Acting Chief Executive Officer)
Mrs H Ning (Executive Secretary)
Mrs B Saunders
Mrs C Faulkner
Mrs T Whalley
Mr J Tumbers
Ms K Wockner

APOLOGIES

That Council note apologies for Mayor M J Burnett, Councillor D V O'Grady, Councillor P J Masters and Councillor N Muszkat as previously approved by Council.

G/0.3.3. MESSAGES OF CONDOLENCE

Councillor Hansen advised that Pamela Whitlock passed away in Brisbane over the weekend. Pamela was the Director at the Gladstone Regional Art Gallery and Museum from mid-1993 to December 2013. She then volunteered for an additional two years before relocating to Brisbane to be nearer to her family. During the 20 plus years she was in Gladstone, Pamela worked tirelessly to consolidate and upgrade the Gallery and Museum not only to the wonderful facility it is today, but also to establish professional guidelines and procedures for programming exhibitions and events to meet the needs of a growing city and the changing demands of the arts industry into the 21st Century. Pamela was also fundamental in creating an extraordinary collection which continues today.

I think everyone will agree that she was very successful in achieving these goals, leaving an indefinite footprint on the cultural life of Gladstone Region, as well as wider afield with memberships on Visions of Australia Peer Assessment Panel, peer bodies such as Museums Australia Queensland, Regional Galleries Australia, Queensland and Training and Professional Development Reference Group, NETS Agencies, as well as Arts Queensland and the Federal Government's Australia Council.

She will be remembered very fondly, not only across the region having touched so many lives during her time here, but in the wider cultural field throughout Australia with artists, cultural workers and organisations having worked with so many in so many ways. Vale Pamela Whitlock.

G/0.3.4. DISCLOSURE OF INTERESTS

Nil.

G/1. MAYORAL STATEMENT OF CURRENT ISSUES

Nil.

G/2. CONFIRMATION OF MINUTES

G/2.1. CONFIRMATION OF GENERAL MEETING MINUTES FOR 18 JUNE 2019

File Ref: CM7.2

Purpose:

Confirmation of the minutes of the General Meeting held on 18 June 2019.

Officer's Recommendation:

That the minutes of the General Meeting of Council held on 18 June 2019 be confirmed.

G/19 /3828 Council Resolution:

Moved Cr Churchill
Seconded Cr Sobhanian

That the Officer's Recommendation be adopted.

CARRIED

G/3. OFFICERS' REPORTS

G/3.1. OFFICER'S REPORTS

G/3.1.1. REVIEW OF RELATED PARTY DISCLOSURE POLICY

File Ref: CM28.2

Purpose:

To consider a revised Related Party Disclosure Policy for adoption.

Officer's Recommendation:

That Council:

1. Repeal P-2016-19 Related Party Disclosure Policy as attachment 1;
2. Adopt P-2019-21 Related Party Disclosure Policy as attachment 2 (attached to the minutes as Addendum 1).

G/19 /3829 Council Resolution:

Moved Cr Hansen
Seconded Cr Churchill

That the Officer's Recommendation be adopted.

CARRIED

G/3.1.2. REPEAL OF DISCIPLINARY POLICY

File Ref: CM28.1

Purpose:

For Council to consider repealing P-2014-4 Disciplinary Policy.

Officer's Recommendation:

That Council repeal P-2014-4 Disciplinary Policy.

G/19 /3830 Council Resolution:

Moved Cr Churchill
Seconded Cr Hansen

That the Officer's Recommendation be adopted.

CARRIED

G/4. DEPUTATIONS

G/4.1. DEPUTATIONS

Nil.

G/5. COUNCILLORS REPORT

Councillor Rick Hansen presented a brief verbal statement to advise he attended the Australian Local Government National General Assembly Conference in Canberra, ACT last week and that he will bring a full report to the next Council General Meeting on 16 July 2019. Councillor Hansen advised that all seven motions Gladstone Regional Council put forward were accepted without debate.

G/6. URGENT BUSINESS

Nil.

G/7. NOTICE OF MOTION

Nil.

G/8. CONFIDENTIAL ITEMS

G/19 /3831 Procedural Motion:

Moved by Cr Hansen
Seconded Cr Goodluck

That in accordance with Section 275 (1) of the Local Government Regulation 2012, the meeting be closed to the public to discuss business relating to the following: -

- (e) contracts proposed to be made by it.

CARRIED

G/19 /3832 Procedural Motion:

Moved by Cr Churchill
Seconded Cr Hansen

That Council re-open the meeting to the public.

CARRIED

G/8.1. CONSIDERATION OF OPTIONS FOR CALLIOPE WASTE WATER TREATMENT PLANT EFFLUENT

File Ref: CP2.1

G/19 /3833 Council Resolution:

Moved Cr Hansen
Seconded Cr Sobhanian

That Council resolve to delegate to the Chief Executive Officer the authority to acquire (by way of negotiated purchase, lease, easement or compulsory acquisition pursuant to the *Acquisition of Land Act 1967*) sufficient land within Calliope to meet requirements for irrigated effluent from the Calliope Wastewater Treatment Plant.

CARRIED

G/8.2. PSA 169-19 TYRES AND ASSOCIATED SERVICES AWARD

File Ref: PE1.19

G/19 /3834 Council Resolution:

Moved Cr Goodluck
Seconded Cr Hansen

That Council:

1. Endorse the Tender Evaluation Panel's recommendation and accept the tender from Bridgestone Australia Ltd for \$611,124.98 (exclusive of GST), as per their submission for PSA 169-19 Tyres and Associated Services; and
2. Authorise the Chief Executive Officer to enter into a two-year preferred supplier arrangement with two (2) one-year extension options for the supply and fitment of tyres and associated services.

CARRIED

G/8.3. RUSSELL BICKFORD CONSULTING - SOLE SUPPLIER

File Ref: PE1.1

G/19 /3835 Council Resolution:

Moved Cr Churchill
Seconded Cr Sobhanian

That Council:

1. Resolves, in accordance with Section 235(b) of the *Local Government Regulation 2012*, that it is satisfied that due to the specialised nature of the services sought, Russell Bickford Consulting is the most practical service provider to deliver Council's works management framework; and
2. Authorises the Chief Executive Officer to enter into a contract with Russell Bickford Consulting for the implementation of Council's works management framework.

CARRIED

There being no further business the Acting Mayor formally closed the meeting.

THE MEETING CLOSED AT 10.55 am.

CERTIFICATION

I hereby confirm that I have read the minutes and they are a true and correct record of the proceedings of the meeting.
I certify that these 17 pages form the official copy of Gladstone Regional Council General Meeting Minutes of the 2 July 2019.

.....
Acting Mayor Chris Trevor

...../...../.....
Date

**ATTACHMENTS
ADDENDUM 1**



Gladstone Regional Council

Council Policy

Title	RELATED PARTY DISCLOSURE
Policy Number	P-2019-21
Business Unit/s	FINANCE GOVERNANCE AND RISK
Date of Adoption	
Resolution Number	
Review Date	
Date Repealed	

1.0 PURPOSE:

To outline Gladstone Regional Council's policy regarding the identification and monitoring of related party transactions.

2.0 SCOPE:

This policy applies to Council's Key Management Personnel as defined in this Policy and those involved in administering and reporting on Related Party Transactions and disclosures.

3.0 RELATED LEGISLATION:

- *Local Government Act 2009*
- *Local Government Regulation 2012*

4.0 RELATED DOCUMENTS:

- **AASB 124** *Related Party Disclosures*
- **AASB 10** *Consolidated Financial Statements*
- **AASB 11** *Joint Arrangements*
- **AASB 128** *Investments in Associates and Joint Ventures*
- Employee Code of Conduct Policy
- Councillor Code of Conduct Policy
- Key Management Personnel – Related Party Declaration
- Related Party Register
- Department of Infrastructure, Local Government and Planning Related Party Disclosures, 24 February 2016 - <https://www.dlgrma.qld.gov.au/resources/publication/local-government/appendices-1-8-related-party-disclosure-bulletin.pdf>

5.0 DEFINITIONS:

To assist in interpretation of this policy the following definitions apply:

GRC ECM Subject Index: File Reference:- CM28.1

A Related Party is a person or an entity that is related to Council as well as Council's Key Management Personnel (KMP) and their Close Family Members. Related parties also include entities that are controlled or jointly controlled by KMP and their Close Family Members. Refer Attachment 1 for common Related Parties that a Council may have.

A Related Party Transaction is a transfer of resources, services or obligations between Council and a Related Party, regardless of whether a price is charged. Related Party Transactions include rendering of services, settlement of loans, purchase of goods/services/property, loans, equity contributions, guarantees, commitments and transactions that occur on terms and conditions that are different to those offered to the general public.

A Related Person includes KMP and Close Family Members of KMP.

Close Family Members of an individual are those family members who may be expected to influence, or be influenced by, that individual in their dealings with Council.

Control is the power to govern the financial and operating policies of an entity so as to obtain benefit from its activities.

Key Management Personnel are those persons having authority and responsibility for planning, directing and controlling the activities of Council, both directly and indirectly. For the purposes of this policy, KMP is limited to the Mayor, Councillors, Chief Executive Officer (CEO), General Managers and the Manager Contracts and Procurement.

Material - information is Material to financial statements if omitting it or misstating it could influence decisions that users make on the basis of financial information.

Ordinary Citizen Transaction means transactions that an ordinary citizen would undertake with Council. For example, paying rates, utility charges, and fines on normal terms and conditions.

Significance means likely to influence the decisions that users of the Council's financial statements make having regard to both the extent (value and frequency) of the transactions and that the transactions have occurred between Council and the Related Party outside of the public service provider / taxpayer relationship.

6.0 POLICY STATEMENT:

6.1 Background

Council (the business) must disclose certain Related Party relationships and Related Party Transactions together with information associated with those transactions in its general-purpose financial statements in order to comply with Australian Accounting Standard AASB 124 *Related Party Disclosures*.

6.2 Responsibilities

6.2.1 Key Management Personnel (KMP)

In order to assess and disclose Related Party Transactions, Key Management Personnel are required to:

- Complete and update a Related Party Declaration identifying any Related Party Entities, Close Family Members, and any Entities that those Close Family Members Control or jointly Control.

KMP will self-assess to identify Close Family Members and associated entities of KMP. KMP have an ongoing responsibility to advise immediately of any Related Party changes. If it is brought to the business's attention that any Related Party of KMP has not been declared, an immediate review will be triggered and the affected KMP will be required to review their existing Related Party Declaration.

If a person is acting in a position that would normally be considered a KMP role, that person is only a KMP if they have the same authority and responsibility for planning, directing and controlling the activities of the business. For example, if a person is acting in a KMP position while a KMP is on annual leave, and that person's participation in key decisions is limited during that period, the person would not be considered a KMP. Alternatively, if a person is acting in a vacant position and they participate in key decisions, then that person would be considered a KMP.

6.2.2 Monitoring and Reporting on Related Party Transactions and Disclosures

Officers tasked with the responsibility of monitoring and reporting on Related Party Transactions and disclosures will:

- Assess KMP Related Party Declarations and flag individuals and entities within the accounting system where Related Party Transactions may occur
- Maintain a Related Parties Register
- Review KMP declared conflicts of interest against Related Party Declarations
- Regularly generate a report to identify Related Party Transactions and assess if those transactions are Material and/or of Significance for possible disclosure and reporting in financial statements
- Review KMP Related Party Declarations:
 - a. at least every six months,
 - b. when there are changes to KMP appointments,
 - c. when it is reported that a KMP Related Party relationship may not have been disclosed.

6.3 Reporting

Prior to preparing financial statement disclosures, related party transactions will be assessed for materiality. Transactions that are Ordinary Citizen Transactions do not need to be disclosed. Transactions that are not considered Material do not need to be disclosed. When assessing materiality, both the size and nature of the transaction will be considered, individually and collectively.

Assessing materiality requires judgement and the following factors may indicate a Material Related Party Transaction:

- significance in terms of size (by reference to materiality levels set by external auditors each year)
- carried out on non-market terms
- outside normal operations
- subject to Council approval
- provide a financial benefit not available to the general public
- transaction likely to influence decisions of users of financial statements.

Transactional information will be summarised and financial amounts will be reported as aggregate totals in the Related Party disclosure notes in the financial statements in the following categories, where required:

- Subsidiaries

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- KMP Compensation¹
- Transactions with Related Parties
- Outstanding Balances
- Loans and Guarantees to/from Related Parties
- Commitments to/from Related Parties.

6.4 Access to Related Party Information

The following access provisions and restrictions apply to Related Party information:

Related Party Information Type	Access Rights and Restrictions
Gladstone Regional Council Annual Financial Statements (includes reporting on related party disclosures)	Publicly available and published on Council's website
KMP Related Party Declarations	Requires an application to be lodged with Council under the <i>Right to Information Act 2009</i> . It is likely that full access to this information will not be granted due to the documents containing personal information of individuals.
Related Party Register	
Transactional information and documentation the subject of a Related Party Transaction with Council	

7.0 ATTACHMENTS:

1. What is a Related Party of Council?

8.0 REVIEW MECHANISM:

This policy will be reviewed when any of the following occur:

1. The related legislation or governing documents are amended or replaced; or
2. Other circumstances as determined by resolution of Council or the CEO; or
3. Three years from date of adoption.

TABLE OF AMENDMENTS			
Document History	Date	Council Resolution No.	Notes (including the prior Policy No, precise of change/s, etc)
Originally Approved	21 June 2016	G/16/2824	FCGC/16/0026 went to Finance & Corporate Governance Committee 13/6/2016
Amendment 1			Will repeal both P-2016-19 Policy and CS-12-2017 Corporate Standard – no replacement Corporate Standard is proposed

.....
LEISA DOWLING
CHIEF EXECUTIVE OFFICER

¹ As defined in AASB124 - definition for *Compensation*

ATTACHMENT 1 – What is a Related Party of Council?

The following diagram gives an overview of common related parties that a Council may have:

