



# COUNCIL MINUTES

for the Special meeting

Tuesday 6 October 2020

Remote Meeting



Present – The Right Honourable the Lord Mayor, Sandy Verschoor (Presiding);  
Deputy Lord Mayor [Councillor Hyde];  
Councillors Abrahamzadeh, Couros, Donovan Hou, Khera, Knoll, Mackie, Martin, and Simms.

### Acknowledgement of Country

At the opening of the Special Council Meeting, the Lord Mayor stated:

‘Council acknowledges that we are meeting on traditional Country of the Kurna people of the Adelaide Plains and pays respect to Elders past and present. We recognise and respect their cultural heritage, beliefs and relationship with the land. We acknowledge that they are of continuing importance to the Kurna people living today.

And we also extend that respect to other Aboriginal Language Groups and other First Nations who are present today.’

### Apologies and Leave of Absence

Apologies:

Councillor Moran

### Reports for Council (Chief Executive Officer's Reports)

#### 1. Item 3.1 – City Wide Business Model (Charter) [2019/00615] [C]

Ian Hill, Director Growth, City of Adelaide gave a precis’ of the item.

Councillor Knoll disclosed a material conflict of interest in Part 9 of Item 3.1 [City Wide Business Model (Charter)], pursuant to Sections 73 & 74 of the *Local Government Act 1999* (SA), because he is a Rundle Mall Management Authority Board member, advised he would withdraw his Chair for Part 9 of the motion.

It was then -

Moved by Deputy Lord Mayor (Councillor Hyde),  
Seconded by Councillor Abrahamzadeh -

#### THAT COUNCIL

1. Resolves that the Charter of the Rundle Mall Management Authority will be amended to take the form of the draft Charter, Attachment A to Item 3.1 on the Agenda for the Special meeting of Council held on 6 October 2020 (subject to paragraphs 3 & 4 below) and that amendment will occur on the date that the Charter (as amended) is published in the Gazette (or notice of the fact of the amendment is published in the Gazette). The Council notes that the subsidiary will be renamed as the Adelaide Economic Development Agency, when that amendment occurs.
2. Authorises the Chief Executive Officer to determine the date upon which any publication is made in the Gazette as described in above paragraph 1. To avoid doubt, the effect is that the Chief Executive Officer may determine the date upon which the amendments to the Charter will occur.
3. Resolves the Chief Executive Officer to amend the Charter as follows:
  - To add under 8. Powers, functions and duties:
  - To engage businesses within the City of Adelaide and foster connections and community between them;
  - To promote and facilitate avenues of professional development, training and education for business owners within the City of Adelaide;
  - To amend 8.9 to read:
    - 8.9 To promote and develop mainstreet precincts as commercial hubs of economic, cultural and social significance;
  - To amend 8.17 to read:
    - 8.17 The power to raise funds over and above those raised through general rates and the separate rate declared by the Council to further the Agency’s objects and purposes through sponsorship, grants, advertising, fees and charges

To amend 16.1 to read:

- 16.1 The Board shall consist of a maximum of nine Board Members to be appointed by Council as follows:
- 16.1.1 One Board Member must be the Lord Mayor of the Council.
- 16.1.2 One Board Member must be a representative of the Advisory Committee established at 38.2 of this Charter.
- 16.1.3 Up to seven Board Members must be appointed by the Council as follows:
- (a) The Council will appoint one person to be a Board Member and the Chairperson following a recommendation of the Selection Panel for a maximum three-year term determined by the Council.
  - (b) Up to seven Board Members with an appropriate range of skills and experience, including at least two Board Members who are *business owners within the City of Adelaide*.
  - (c) *The Selection Panel will determine and undertake an expression of interest process for the position of Board Member and make a recommendation to the Council for the Council's approval and the appointment of a Board Member(s).*
  - (d) *The Selection Panel will determine and undertake an expression of interest process for the position of Board Member and work with the Chairperson to make a recommendation to the Council for the Council's approval and the appointment of a Board Member(s).*
  - (e) *The Council will appoint a person(s) to be a Board Member(s) following a recommendation of the Selection Panel for a maximum three year term determined by the Council provided that the Council shall ensure that no more than three Board Members' terms of office expire in the same year.*

To amend 16.3 to read:

- 16.3 *A Board Member is eligible to apply for reappointment at the expiration of a term of office, for a maximum of three (3) consecutive terms*

To amend 38.2 to read:

- 38.2 *The Agency will establish an Advisory Committee for enquiring into and reporting to the Agency on any matter within the Agency's functions and powers, including to provide a formal mechanism for city businesses, mainstreets, precincts and other stakeholders to provide advice to the Board, and;*
- 38.2.1 *The membership of the Advisory Committee will be established by the Committee's Terms of Reference.*
- 38.2.2 *The Terms of Reference of the Advisory Committee will be approved by the Council.*
- 38.2.3 *The Advisory Committee will determine its representative Board Member outlined at 16.1.2 of this Charter by an ordinary resolution once every twelve months.*

To amend 25.13 to read:

- 25.13 *The quorum for any meeting of the Board is half the total number of Board Members plus one and no business may be transacted at a meeting of the Board unless a quorum is present.*

To amend 29.2 to read:

- 29.2 *The City of Adelaide Chief Executive Officer will lead a selection panel to determine and undertake an expression of interest process for the position of Managing Director of the Agency for the purposes of managing the business of the Agency, and:*
- 29.2.1 *The Selection Panel members will be the Lord Mayor, Chairperson of the Agency, City of Adelaide Chief Executive Officer.*
- 29.2.2 *The terms of the appointment of the Managing Director of the Agency will be determined by the City of Adelaide Chief Executive Officer.*

4. Authorises the Chief Executive Officer to make any necessary typographical or syntactical revisions to the draft Charter, Attachment A to Item 3.1 on the Agenda for the Special meeting of Council held on 6 October 2020, before any publication is made in the Gazette as described in above paragraph 1. Council will be advised any other necessary revisions required, then it is the version as revised which will become the Charter upon the publication in the Gazette.
5. Notes the consultation outcomes in the report, *Let's Charter! Engagement to inform the development of a Charter for the City-Wide Business Model*, as shown in Attachment B to Item 3.1 on the Agenda for the Special meeting of Council held on 6 October 2020.
6. Notes the formal mechanism in the revised charter of the establishment of an Advisory Committee to the Board comprising Precinct Groups and other key stakeholder groups

7. Notes Terms of Reference for membership and function of the Advisory will be brought to council for approval.
8. Notes the Charter (as amended) will be provided to the Minister for Planning and Local Government.
9. Delegates to the office of the Chief Executive Officer the power under clause 4(3)(f) of schedule 2 of the *Local Government Act 1999* to remove a board member of a subsidiary from office by written notice, on the condition that this power may only be exercised with respect to the Rundle Mall Management Authority and the board members thereof. Unless revoked earlier, this delegation expires at the time when the Charter of the Rundle Mall Management Authority is amended in accordance with above paragraph 1.
10. Notes that the appointment of Board Members to the Adelaide Economic Development Agency (AEDA) requires a Selection Panel to undertake an expression of interest process and make recommendation to Council for Council's approval and appointment.
11. The Selection Panel will comprise the Chief Executive Officer, Director Growth and three Council Members.
12. Appoints three Council Members to form part of the Selection Panel for the Adelaide Economic Development Agency for the remainder of the 2018-2022 Council term and submit to the Council in due course any recommended candidates for appointment to the Board.
13. Notes that the Adelaide Economic Development Agency will report to Council on a quarterly basis.
14. Resolves to consider approval of the 2020/21 funding for the Rundle Mall Management Authority (to be renamed as the Adelaide Economic Development Agency), from a reallocation of funding directed to city economic development and associated marketing activities under the 2020/21 Integrated Business Plan and Budget, at a subsequent meeting.
15. Notes that funding from the Rundle Mall separate rate will continue to be used to deliver on the 2020/21 Rundle Mall Business Plan and Budget.
16. Notes that funding from the Rundle Mall separate rate will be dedicated specifically for the management and marketing of the Rundle Mall Precinct
17. Notes that funding for future years will form part of the annual Integrated Business Plan and Budget process.

During the discussion:

- Councillor Simms entered the meeting at 5.15 pm.
- With the consent of the mover, seconder and the meeting, the motion was varied as follows:  
16.1.3 (b) was varied to include the words '*with one at least one being a small business owner*.'  
Part 16 was varied to include the word 'future' before the word 'funding'.

*New Part 16.11 – Board Selection Panel*

*16.11.1 the board selection panel shall comprise:*

- (a) three Council Members appointed by resolution of Council*
- (b) the Council's Chief Executive Officer and/or their delegate*

Part 29.2.1 was varied to read, *The Selection Panel members will be the Chairperson of the Agency, City of Adelaide Chief Executive Officer and/or their delegate.*

Part 3 was varied to read 'Resolves the Chief Executive Officer to amend the draft Charter in Attachment A to Item 3.1 on the Agenda for the Special meeting of Council held on 6 October 2020 as follows:'

The motion, excluding Part 9, as varied, was then put and carried

Deputy Lord Mayor (Councillor Hyde) then requested that a division be taken on the motion (excluding Part 9)

### **Division**

#### **For (9):**

Deputy Lord Mayor (Councillor Hyde) and Councillors Abrahamzadeh, Couros, Donovan, Hou, Khera, Knoll, Mackie and Simms.

#### **Against (1):**

Councillor Martin.

The division was declared in favour of the motion (excluding Part 9)

Councillor Knoll having previously disclosed a material conflict of interest in Part 9 of Item 3.1 [City Wide Business Model (Charter)], pursuant to Sections 73 & 74 of the *Local Government Act 1999* (SA), because he is a Rundle Mall Management Authority Board member, withdrew his Chair and left the meeting at 5.49pm.

Part 9 of the motion, was then put and carried

The Lord Mayor then called for nominations for three (3) positions to the Board Selection Panel.

Deputy Lord Mayor (Councillor Hyde) nominated Councillors Couros and Mackie, who both accepted the nomination.

Councillor Abrahamzadeh nominated Deputy Lord Mayor (Councillor Hyde), who accepted the nomination.

Councillor Simms nominated Councillor Martin, who declined the nomination.

Councillor Simms nominated Councillor Donovan, who accepted the nomination.

Councillor Couros nominated Councillor Abrahamzadeh, who declined the nomination.

There being 4 nominations for 3 positions a ballot was conducted.

It was then –

Moved by Deputy Lord Mayor (Councillor Hyde),  
Seconded by Councillor Simms -

That the Council meeting adjourn and resume upon the adjournment of the meeting of The Committee.

Carried

The meeting **adjourned at 5.56pm and reconvened at 5.58 pm** with the following Council Members present:

The Right Honourable the Lord Mayor, Sandy Verschoor (Presiding), Deputy Lord Mayor (Councillor Hyde) and Councillors Abrahamzadeh, Couros, Donovan, Hou, Khera, Knoll, Mackie, Martin and Simms.

The meeting **adjourned at 5.58pm** for a period of 5 minutes **and reconvened at 6.06 pm** with the following Council Members present:

The Right Honourable the Lord Mayor, Sandy Verschoor (Presiding), Deputy Lord Mayor (Councillor Hyde) and Councillors Abrahamzadeh, Couros, Donovan, Hou, Khera, Knoll, Mackie, Martin and Simms.

### Reports for Council (Chief Executive Officer's Reports) [Cont...]

#### 1. Item 3.1 – City Wide Business Model (Charter) [2019/00615] [C]

The successful nominees of the ballot were Deputy Lord Mayor (Councillor Hyde) and Councillors Couros and Mackie.

Councillor Couros re-entered the meeting at 6.07 pm

It was then –

Moved by Councillor Knoll,  
Seconded by Councillor Abrahamzadeh -

That:

Deputy Lord Mayor (Councillor Hyde) and Councillors Couros and Mackie be appointed to the Adelaide Economic Development Agency (AEDA) Board Selection Panel for the remainder of the 2018-2022 Council term.

Carried

### Closure

The meeting closed at 6.08 pm.

Mark Goldstone,  
Chief Executive Officer

Sandy Verschoor,  
Lord Mayor.

### Documents Attached for Reference

Nil