



## **TERMS OF REFERENCE**

Adelaide Economic Development Agency Advisory Committee  
(approved by Council on XX)

**TABLE OF CONTENTS**

---

1. Introduction.....2

2. Name.....2

3. Purpose .....2

4. Membership.....2

5. Precinct Group Collective.....3

6. Appointment of Advisory Committee Members .....3

7. Operating Procedures.....4

8. Commencement .....5

# Adelaide Economic Development Agency Advisory Committee

## Terms of Reference

### 1. Introduction

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The Adelaide Economic Development Agency (AEDA) has been established as a subsidiary of the City of Adelaide under Section 42 of the *Local Government Act 1999* (SA). The AEDA Charter was first gazetted on 14 January 2021 and AEDA formally commenced on 18 January 2021.

AEDA's objects and purposes are:

- To accelerate economic growth in the City of Adelaide by attracting investment and supporting businesses, festivals and events as well as visitor, student and residential growth;
- To promote the city of Adelaide as a destination and 'magnet city' and increase its visitation and use by residents, workers, visitors and the community and general;
- To position the Rundle Mall as the State's premier retail and commercial shopping precinct in order to sustain retail, business and economic viability.

A requirement within the AEDA Charter is to establish an Advisory Committee, and that a member of the Advisory Committee will be a member of the AEDA Board.

These Terms of Reference set out the name, purpose, membership and operating procedures of the Adelaide Economic Development Agency Advisory Committee.

Council at its meeting on 27 January 2022 formally approved amendments to the Charter. The Terms of Reference have been amended to reflect changes in the AEDA Charter.

### 2. Name

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The name is the Adelaide Economic Development Agency Advisory Committee (the Advisory Committee).

### 3. Purpose

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Clause 3.5.6 of the AEDA Charter states that:

*"Without limiting the powers of the Board with respect to the formation of committees 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"*

### 4. Membership

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Clause 3.5.6.1 of the AEDA Charter states:

*"The membership of the Advisory Committee will be established by the Committee's Terms of Reference."*

The Advisory Committee shall consist of eight members with a maximum of seven members to be appointed as follows:

- A representative from the collective of the Precinct Groups within the City of Adelaide.
- A small business representative.
- Representatives from a broad range of sectors within the City of Adelaide and complimentary to the skills and knowledge on the AEDA Board.
- All committee members are to:

- Be city based.
- Have extensive networks within their sector.
- Be strategic and solutions focussed with a collaborative, inclusive and evidence-based approach.
- Have qualifications related to their sector / services and demonstrated competence.

The eighth member of the Advisory Committee is in accordance with Clause 38.3 of the AEDA Charter, *“The Chair of the AEDA Board is an ex-officio member of the Advisory Committee.”*

## **5. Precinct Group Collective**

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### **5.1 Criteria to define precinct groups**

Must either be:

- (1) Recognised by Council as a group eligible to receive funding through the Mainstreet Development Program; or
- (2) An incorporated body whose primary objective is to improve the business environment with a specific geographic area in the City of Adelaide and where least 75% of members have business interests within the specified geographic area.

Must have a constitutionally elected committee with an Annual General Meeting held in the past 12 months.

Must have a demonstrated track record of delivering activities that benefit their members and enhance the economic performance of their precincts.

If the precinct group has received funding from the City of Adelaide or Adelaide Economic Development Agency within the past two financial years, any acquittals and reports required must be up to date and have been provided to the City of Adelaide.

### **5.2 Choosing Representatives**

Each eligible Precinct Group to advise AEDA administration of their nominee to be considered by all eligible groups to be the representative.

AEDA administration will collate all nominations and provide to the President of each eligible group.

The precinct collective representative will be the nominee who receives the majority of first preferences of the votes received by a nominated date. Second preference votes will be used as a tiebreaker in the event the first preference votes are equal. The length of term of this appointment will be determined by the majority of the votes received.

AEDA administration will act as the returning officer for all votes. AEDA administration will be responsible for collating all votes and advising the Presidents of all eligible precinct groups of the nominee that received the most votes.

## **6. Appointment of Advisory Committee Members**

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The Precinct Group collective will nominate their representative to the Advisory Committee and advise the Chair of the AEDA Board. The Precinct Group collective are to determine the term of office of this representative.

Expressions of interest will be sought from individuals with appropriate skills and experience in accord with the membership criteria as set out in Part 4 of these Terms of Reference.

The expressions of interest will be assessed by a panel comprising an independent Chair and two members of the AEDA Board, as determined by resolution of the Board.

The independent Chair for the assessment panel is the City of Adelaide's Chief Executive Officer or nominee.

Candidates will be assessed against the selection criteria to determine a short list of candidates.

The assessment panel will present recommendations to the AEDA Board.

The AEDA Board will determine the membership and appointment of Advisory Committee members for a maximum three year term, having regard to the recommendations of the assessment panel.

The AEDA Board will ensure that no more than half of the Advisory Committee members' terms of office expire in the same year.

An Advisory Committee Member is eligible to apply for reappointment at the expiration of a term of office, for a maximum of three consecutive terms.

## **7. Operating Procedures**

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### **7.1 Advisory Committee Chair**

The Chair of the Advisory Committee will be determined by the Advisory Committee members for a term of one year. In the event of more than one nomination a ballot will be held to determine the Chair of the Advisory Committee.

The Chair is eligible to re-nominate to be the Advisory Committee Chair at the expiration of the one year term of office for a maximum of three consecutive terms.

If the Chair of the Advisory Committee is absent from a meeting of the Advisory Committee, then the members attending the Advisory Committee meeting will appoint a chair for the purposes of that meeting.

### **7.2 Advisory Committee Representative on the AEDA Board**

Expressions of interest will be sought from the Advisory Committee members to be the Committee's representative on the AEDA Board.

In accordance with Clause 3.5.6.3 of the AEDA Charter, the AEDA Board will consider all expressions of interest taking account of the skills and knowledge of the current AEDA Board, and will appoint the Advisory Committee's representative on the AEDA Board for a period of 12 months.

### **7.3 Meetings**

The Advisory Committee will meet at least quarterly for approximately 1.5 hours. Meetings are to be scheduled at a time and day as agreed by the Advisory Committee members.

### **7.4 Quorum**

A quorum for any meeting of the Advisory Committee does not include the Chair of the AEDA Board who is an ex-officio member of the Advisory Committee.

The quorum for any meeting is half of the appointed Advisory Committee members plus one, rounded to the nearest whole number i.e. five Advisory Committee members.

### **7.5 Conflict of Interest**

All Advisory Committee members will always act in accordance with their duties of confidence and confidentiality and individual fiduciary duties including honesty and the exercise of due care and diligence. Any perceived or actual conflict should be declared and recorded within the minutes of the Advisory Committee meeting.

### **7.6 Remuneration**

Advisory Committee members will receive no remuneration, noting that the Advisory Committee representative on the AEDA Board will receive remuneration fees as a Board Member.

### **7.7 Administration**

Secretariat support will be provided to the Advisory Committee by AEDA.

## **8. Commencement**

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In accordance with Clause 3.5.6.2 of the AEDA Charter, the Terms of Reference are to be approved by the Council and will be effective from the date when approved by Council.