

# Appointment of Independent Members

Strategic Alignment - Enabling Priorities

Public

**Monday, 24 April 2023**  
**CEO Performance Review Panel**

**Program Contact:**  
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Governance

**Approving Officer:**  
Steve Zaluski - Acting Chief  
Operating Officer

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## EXECUTIVE SUMMARY

At the 14 March 2023 meeting, Council delegated the CEO Performance Review Panel (the Panel) the power to appoint independent members.

The Terms of Reference outline that the Panel appoint:

- a member with appropriate qualifications or experience in human resource management
- a member with substantial local government experience.

Administration has worked with the Lord Mayor and Council-appointed members of the Panel to identify potential independent member candidates for consideration. Two independent members, Gael Fraser and Jeff Tate, are recommended as part of this report.

Brief biographies outlining how each proposed member meets the requirements of the Terms of Reference are included in the report.

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## RECOMMENDATION

### THAT THE CEO PERFORMANCE REVIEW PANEL

1. Appoints Gael Fraser as an independent member of the CEO Performance Review Panel, being satisfied that she has the appropriate human resource management experience.
  2. Appoints Jeff Tate as an independent member of the CEO Performance Review Panel, being satisfied that he has substantial local government experience.
  3. Notes that the CEO is supportive of both appointments.
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# IMPLICATIONS AND FINANCIALS

CEO Contract	The contract of the CEO requires the Panel to have at least one independent member who must be agreed to by both parties. Given that the panel composition contains two independent members, it is appropriate that both parties agree on the members.
Consultation	The CEO has been consulted in the selection of the panel members and agrees to both appointments
22/23 Budget Allocation	Independent Members receive \$500 per meeting, which is within the allocated budget.

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## DISCUSSION

### Background

1. On 14 March 2023 Council resolved to delegate to the CEO Performance Review Panel (the Panel) the power to appoint two independent members. ([Link One](#))
2. The Panel's Terms of Reference ([Link Two](#)) require the following conditions when appointing members:
  - 2.1. Two independent members are appointed:
    - 2.1.1. one of whom will have substantial appropriate qualifications or experience in human resources management.
    - 2.1.2. one of whom will have substantial local government experience.

### Process

3. Administration has worked with the Lord Mayor and Council-appointed Panel members to identify potential independent member candidates for the Panel.
4. In addition, the names and CVs have been provided to the CEO, who has indicated that support for Gael Fraser and Jeff Tate being appointed as independent members of the Panel. The CEO's agreement is required to fulfil the clauses of the CEO's contract.

### Independent Member with Human Resource Experience

5. Gael Fraser has worked as a senior executive in the public sector and a senior government political advisor. In these roles, she has contributed to significant policy development in education and children's services, further education, employment and training, social housing, workers' compensation and personnel management and development.
6. As a private consultant for over ten years, Ms Fraser has assisted many government and community organisations with strategic planning, managing change, social policy development and governance arrangements.
7. As an experienced Board Chair (including the current Chair of UnitingSA, since 2015 and, UnitingSA Housing since 2018 ), Ms Fraser has had extensive experience managing the CEO Performance Review process.
8. It is recommended that Gael Fraser be appointed to the Panel with the appropriate experience in human resources management.

### Independent Member with Local Government Experience

9. Jeff Tate was appointed CEO of the City of Onkaparinga from its establishment (following a series of amalgamations) in 1997 to 2011.
10. Currently, Mr Tate is the director of Jeff Tate Consulting Pty Ltd and has undertaken over 130 projects in South Australia, NSW, Queensland, Tasmania, and Victoria. The consultancy specialises in strategy development, review and implementation; organisational alignment; partnering and relationships; governance; problem-solving; leadership mentoring and coaching; facilitation and negotiation.

11. Mr Tate was a part-time Commissioner with the South Australian Productivity Commission for the duration (May to November 2019) of an Inquiry into Local Government Costs and Efficiency.
12. Mr Tate currently chairs the South Australian Coast Protection Board and the Eastern Region Alliance (ERA) Water Board. He is a member of the Minister's Expert Panel on Stormwater, considering responsibilities, governance arrangements, and funding for stormwater management in South Australia.
13. Mr Tate served on the previous CEO Performance Review Panel as an independent member in the last Term of Council, and has sat on other CEO Performance Panel's across South Australia.
14. It is recommended that Jeff Tate be appointed to the Panel with the substantive Local Government Experience.

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## DATA AND SUPPORTING INFORMATION

**Link 1** - Minutes of Council 14 March 2023

**Link 2** - Terms of Reference CEO Performance Review Panel

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## ATTACHMENTS

Nil

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