

SOUTHERN REGION WASTE RESOURCE AUTHORITY (SRWRA)

(PO-44) SRWRA BOARD MEMBER POLICY V3

POLICY STATEMENT

The Southern Region Waste Resource Authority (SRWRA) conducts its business in a complex and constantly changing regulatory and business environment. It is important that the Board complies with the principles of a Code of Conduct and that it reviews its own performance and those of its Committees (if any) from time to time, with a view to achieving and maintaining a high level of performance in such an environment.

The Board will seek to ensure that there is an appropriate range of skills and expertise on the Board and each Committee, reflecting the type and scope of work of the Board and each Committee is to undertake.

1. KEY FUNCTIONS OF THE BOARD

- 1.1 The SRWRA Charter outlines the Board's responsibilities and powers and those which are delegated to management.
- 1.2 The Board reviews its performance and those of its Committees, in carrying out key responsibilities in accordance with this Policy.
- 1.3 Each Board Member is expected to:
 - 1.3.1 Actively seek a full appreciation of the business of the SRWRA including key business drivers, the risks facing the SRWRA and applicable risk management policies, the regulatory environment in which the SRWRA operates; and
 - 1.3.2 Actively participate in open, honest discussion and bring an independent mind to bear on matters before the Board.

2. BOARD MEMBER CODE OF CONDUCT

PRINCIPLES

Higher Principles - Overarching Statement

This part does not constitute separate enforceable standards of conduct.

Board members have a commitment to serve the best interests of the constituent councils and their respective communities and to discharge their duties conscientiously, to the best of their ability, and for public, not private, benefit at all times.

Board members will work together constructively and will uphold the values of honesty, integrity, accountability and transparency, and in turn, foster community confidence and trust in Local Government.

As representatives of open, responsive and accountable government, Board members are committed to considering all relevant information and opinions, giving each due weight, in line with the SRWRA's obligations.

In the performance of their role, Board members will take account of the diverse current and future needs of the constituent councils in decisions making, provide leadership and promote the interests of the SRWRA.

Board members will make every endeavor to ensure that they have current knowledge of both statutory requirements and best practice relevant to their position. The SRWRA is expected to provide training and education opportunities that will assist members to meet their responsibilities under the *Local Government Act 1999*.

Board members will comply with all legislative requirements of their role and abide by this Policy.

Behavioural Code

Board members must:

- Show commitment and discharge duties conscientiously
- Act in a way that generates constituent council and community trust and confidence in the SRWRA
- Act in a reasonable, just, respectful and non-discriminatory way when dealing with people
- Show respect for others if making comments publicly
- Ensure that personal comments to the media or other public comments, on Board decisions and other matters, clearly indicate it is a private view, and not that of the Board
- Act honestly at all times in the performance and discharge of their official functions and duties
- Perform and discharge their official functions and duties with reasonable care and diligence at all times
- Not release or divulge information that the Board has ordered be kept confidential, or that the Board member should reasonably know is information that is confidential, including information that is considered by Board in confidence
- Not exercise or perform, or purport to exercise or perform, a power, duty or function that he or she is not authorized to exercise or perform
- Not attempt to improperly direct a member of the SRWRA staff to act in their capacity as a Local Government employee for an unauthorized purpose.
- Ensure that relationships with external parties cannot amount to interference by improper influence, affecting judgement, decisions and/or actions.

Responsibilities as a member of the Board

Board members must:

- Comply with all SRWRA policies, codes and resolutions
- Deal with information received in their capacity as Board members in a responsible manner
- Endeavour to provide accurate information to SRWRA at all times

Relationships

Board members must:

- Endeavour to establish and maintain a respectful relationship with all Board members, regardless of differences of views and opinions
- Not bully or harass other Board members
- Not bully or harass the SRWRA staff
- Direct all requests for information from the SRWRA administration to the Chief Executive Officer or nominated delegate/s
- Direct all requests for work or actions by the SRWRA staff to the Chief Executive Officer or nominated delegate/s
- Refrain from directing or influencing SRWRA staff with respect to the way in which these employees perform their duties

Gifts and benefits

Board members must not:

- Seek gifts or benefits of any kind
- Accept any gift or benefit that may create a sense of obligation on their part or may be perceived to be intended or likely to influence them in carrying out their public duty
- Accept any gift or benefit from any person who is in, or who seeks to be in, any contractual relationship with the SRWRA.

Notwithstanding the above relating to gifts and benefits, Board members may accept hospitality provided in the context of performing their duties, including free or subsidized meals, beverages or refreshments of reasonable value provided in conjunction with Board training, workshops and conferences, Board functions and other social functions or events organized by the constituent councils.

Where Board members receive a gift or benefit of more than a value published in the Government Gazette by the Minister from time to time, details of each gift must be recorded within a Gifts and Benefits Register maintained and updated quarterly by the Chief Executive Officer. This register must be made available for inspection at the principal office of the SRWRA and on the SRWRA's website.

Register of Interests

The Chairperson and Board must lodge with the SRWRA a complete and accurate primary return of their interests, and subsequent ordinary returns, as required by the Charter.

Conflict of Interest

Board members must be committed to making decisions without bias and in the best interests of the constituent councils and comply with the relevant conflict of interest provisions of the *Local Government Act 1999*.

Misuse of the SRWRA resources

- Board members using the SRWRA resources must do so effectively and prudently
- Board members must not use SRWRA resources, including services of SRWRA staff, for private purposes, unless legally or properly authorized to do so, and payments are made where appropriate
- Board members must not use public funds or resources in a manner that is irregular or unauthorized.

Repeated or sustained breaches

- At the discretion of the Board, repeated or sustained inappropriate behaviour, may be escalated to an allegation of misconduct.
- A failure to comply with a finding of inappropriate behaviour (by the SRWRA, independent investigator or Ombudsman) is also grounds for a complaint.

MISCONDUCT

Failure by a Board member to comply with parts of this policy may constitute misconduct. The provisions within this policy may refer to statutory matters under the *Local Government Act 1999*. Any breach of these provisions will be investigated under that legislation.

Any person may report an alleged breach of this policy to the SRWRA, the Ombudsman, the Electoral Commissioner (for alleged breaches of code 3.8) or the Office for Public Integrity. Alleged breaches made to the SRWRA or to the Office for Public Integrity may be referred to the Ombudsman for investigation under section 263 of the *Local Government Act 1999*, by the Chief Executive Officer or by the Independent Commissioner Against Corruption, where he or she so determines.

A report from the Ombudsman that finds a Board member has breached this policy must be provided to a meeting of the Board. The Board must pass resolutions that give effect to any recommendations received from the Ombudsman, within two ordinary meetings of the Board following the receipt of these recommendations.

An investigation under the provisions of this policy does not preclude an investigation being launched as a potential breach of the criminal matters listed in the Appendix to this document.

Requirements to report breach of this Policy

A Board member who is of the opinion that a breach of this policy has occurred, or is currently occurring, must report the breach to the Chairperson, the Chief Executive Officer, the Ombudsman or the Office for Public Integrity.

A failure to report an alleged or suspected breach is in itself a breach under this Policy.

Complaints

- Any person may make a complaint about a Board member under the Board Policy.
- Complaints about behaviour alleged to have breached the Board Policy should be brought to the attention of the Chairperson, Chief Executive Officer or nominated delegate/s.
- A complaint may be investigated and resolved in any manner which the Board deems appropriate in its process for handling alleged breaches. This can include but is not limited to: a mediator or conciliator, the Local Government Governance Panel, a regional governance panel or an independent investigator.
- A complaint may be considered within this process to be trivial, vexatious or frivolous, and accordingly not investigated.
- A failure of a board member to cooperate with the Board's process for handling alleged breaches may be referred for investigation under Part 3.
- A failure of a Board member to comply with a finding of an investigation under this Part, adopted by the Board, may be referred for investigation.
- Repeated or sustained breaches of this Part by the same Board member may be referred, by resolution of the Board, to the relevant authority as a breach. A breach of the SRWRA Board Policy must be the subject of a report to a public meeting of the SRWRA Board.

Findings

If, following investigation under the Board member complaint handling process, a breach of the Board Policy is found, the Board may, by resolution:

- Take no action;
- Pass a censure motion in regard to the Board member;
- Request a public apology, whether written or verbal;
- Request the Board member to attend training on the specific topic found to have been breached;
- Resolve to remove or suspend the Board member from a position within the Board (not including the Board member's position on the SRWRA Board)
- Request the member to repay monies to the SRWRA.
- Present a report to the Chief Executive Officers of each Constituent Council.

Commitment of Board Members

We the Board members of the SRWRA commit to observe this Policy.

Mark Booth
Kirk Richardson
Richard Peat
Ian Crossland
Adrian Skull
Roberto Bria
Clare Lindop
Heidi Greaves
Bruce Hull
John Smedley
Ray Barnwell

APPENDIX-CRIMINAL MATTERS

The matters within this Appendix are matters for which a criminal penalty attaches. As separate legislation operates to cover such conduct, this part does not form part of the Code of Conduct for Board members.

Allegations of conduct breaching these matters will be investigated in accordance with the legislation governing that conduct and they are included within this document only in order to provide a complete overview of the standards of conduct and behaviour expected of Board members.

Alleged breaches of matters outlined in this Appendix should be reported to the Office for Public Integrity in the first instance.

Breaches of the Local Government Act 1999

Member duties

A member of the Board must not, whether within or outside the State, make improper use of information acquired by virtue of his or her position as a member of the SRWRA to gain, directly or indirectly, an advantage for himself or herself or for another person or to cause detriment to the SRWRA (section 62(3)).

A member of the SRWRA must not, whether within or outside the State, make improper use of his or her position as a member of the SRWRA to gain, directly or indirectly, an advantage for himself or herself or for another person or to cause detriment to the SRWRA (section 62(4)).

Provision of false information

A member of the SRWRA who submits a return under Chapter 5 Part 4 (Register of interest) and Schedule 3 of the *Local Government Act 1999* that is to the knowledge of the member, false or misleading in a material particular (whether by reason of information included in or omitted from the return) is guilty of an offence (section 69).

Restrictions on publication of information from Register of Interests

A Board member must not publish information, or authorise publication of information, derived from a Register unless the information constitutes a fair and accurate summary of the information contained in the Register, and is published in the public interest, or comment on the facts set forth in a Register, unless the comment is fair and published in the public interest and without malice (section 71).

Breaches of other Acts

Acting in his or her capacity as a public officer, a Board member shall not engage in conduct, whether within or outside the state, that constitutes corruption in public administration as defined by section 5 of the *Independent Commissioner Against Corruption Act 2012* including:

An offence against Part 7 Division 4 (Offences relating to public officers) of the *Criminal Law Consolidation Act 1935*, which includes the following offences:

- Bribery or corruption of public officers
- Threats or reprisals against public officers
- Abuse of public office
- Demanding or requiring benefit on basis of public office
- Offences relating to appointment to public office.

Any other offence, including an offence against Part 5 (Offences of dishonesty) of the *Criminal Law Consolidation Act 1935*, committed by a public officer while acting in his or her capacity as a public officer, or by a former public officer and related to his or her former capacity as a public officer, or by a person before becoming a public officer and related to his or her capacity as a public officer, or to an attempt to commit such an offence.

Any of the following in relation to an offence referred to in a preceding paragraph:

- Aiding, abetting, counselling or procuring the commission of the offence
- Inducing, whether by threats or promises or otherwise, the commission of the offence;

3. USE OF EXTERNAL CONSULTANTS

3.1 The Board may engage external consultants to:

- 3.1.1 Evaluate its performance in accordance with this Policy; or
- 3.1.2 Implement recommendations made by the Board as a result of any evaluation.

4. BOARD AND BOARD MEMBER EVALUATION

- 4.1 The process of evaluating the performance of the Board as a whole is the responsibility of the Board under the direction of the Chairperson. The evaluation of Board performance involves the setting of annual Board objectives and an assessment by the Board at the conclusion of the year as to the extent to which the Board achieved objectives.
- 4.2 Assessment of individual Board Members performance and the Board as a whole is a process which draws upon a range of techniques, including:
 - 4.2.1 Annual completion of a survey of the Board and individual Board Members concerning their perceptions about the Board and Board Member performance;
 - 4.2.2 One-on-one Board Member interviews with the Chairperson if required.

5. REVIEW OF PERFORMANCE

- 5.1 The Board meets periodically for the purpose of reviewing and evaluating the performance of the Board as a whole, in meeting its key responsibilities and achieving its objectives.
- 5.2 The Chairperson meets at least once a year one-on-one with each Board Member for discussion on Board performance, to allow each Board Member to raise all issues considered to be relevant to the review and evaluation.
- 5.3 The Chairperson meets at least once a year with the Chief Executive Officer to discuss management's view of the Board's performance, level of interaction with and support of management. Such matters arise also from time to time during meetings of the Chairperson and the Chief Executive Officer throughout the year.
- 5.4 Board Members may at any time discuss with the Chairperson, any issue concerning Board performance.
- 5.5 Board Members may at any time discuss with the Deputy Chairperson, any issue concerning the performance of the Chairperson.
- 5.6 All one-on-one discussions are confidential, unless otherwise agreed by the Board Member concerned.
- 5.7 Board Members are encouraged to maintain and improve their knowledge, skills and expertise through attendance briefings, seminars and ongoing training programs.

SRWRA BOARD PERFORMANCE EVALUATION

	(5) Always	(4) Almost Always	(3) Generally	(2) Needs improvement	(1) Never
A good level of attendance at Board Meetings	<input type="checkbox"/>				
Members are well prepared for meetings	<input type="checkbox"/>				
Members devote sufficient time to their responsibilities	<input type="checkbox"/>				
Members are consistently prepared and briefed for the matters to be discussed	<input type="checkbox"/>				
Members use experience to contribute succinctly at all meetings	<input type="checkbox"/>				
Members feel that meetings have been productive	<input type="checkbox"/>				
Good working relations are maintained within the Board	<input type="checkbox"/>				
Members have a good working relationship with Management	<input type="checkbox"/>				
Maintain Confidentiality	<input type="checkbox"/>				
Understand and apply the principles of good governance	<input type="checkbox"/>				
Understand and apply the vision and strategic direction of SRWRA	<input type="checkbox"/>				
Potential conflict of interest is identified and managed in the best interests of the Board	<input type="checkbox"/>				

Comments:

Further Information

Members of the public may inspect this SRWRA Board Member Policy on SRWRA's website (www.srwra.com.au) and at the principal office of the SRWRA at 112 Bakewell Drive, Seaford Heights SA.

On payment of a fee, a copy of this Policy may be obtained from the SRWRA, otherwise may be downloaded for free from SRWRA's website.

Any queries in relation to this Policy should be directed to the Chief Executive Officer, on 83270304.

Other Relevant Policies/Procedures

Copies of SRWRA's policies are available on its website www.srwra.com.au or by contacting SRWRA on 8327 0304 or info@srwra.com.au.

Policy Review

This policy will be reviewed every 3 years and at other times if any significant new information, legislative or organisational change warrants an amendment to this document.

Next Review Date:	August 2022	
Date of 1 st Adoption:	5 th December 2016 – Report No 53/16	
Reviewed:	6 th August 2018 – Report No. 20/18	
	5 th August 2019 – Item 2.2 (05.08.19)	Reviewed to include wording "Present a report to the Chief Executive Officers of each Constituent Council". Reviewed to include names of current Board Members as at 05.08.19.