



**MINUTES OF A MEETING OF THE  
BROWN HILL AND KESWICK CREEKS  
STORMWATER BOARD'S AUDIT AND RISK COMMITTEE**

At The Naval, Military and Air Force Club  
111 Hutt St, Adelaide on Thursday 13 June 2019 commencing at 5.30pm.

**MEMBERSHIP**

Judith Choate (Chairperson)  
Justin Humphrey  
Rachel Barratt  
Paul Gelston  
Geoff Vogt

**ATTENDEES**

Peta Mantzarapis, Project Director  
P Coonan, Minute taker

## MINUTES

### MEETING OF THE BROWN HILL AND KESWICK CREEKS STORMWATER BOARD'S AUDIT AND RISK COMMITTEE

Held Thursday 13 June 2019

#### 1. Meeting Administration

The meeting commenced at 5:30pm.

##### Present:

##### Committee Members:

- Judy Choate (Chairperson)
- Paul Gelston (Board Member)
- Geoff Vogt (Board Member)
- Justin Humphrey (Independent Member)

##### Other:

- Peta Mantzarapis (Project Director)
- Patricia Coonan (Minute Taker)

#### 1.1 Apologies:

- Rachel Barratt (Board Member)

#### 1.2 Minutes

**Moved:** Paul Gelston

**Seconded:** Geoff Vogt

##### **BHKCSB ARC 6/18-19**

That the minutes of the meeting of the Brown Hill and Keswick Creeks Board's Audit and Risk Committee, held on 16 April 2019, be accepted as a true and correct record.

**CARRIED**

#### 1.3 Declaration of Interests

Nil

#### 2. Discussion items

##### 2.1 Policies

##### 2.1.1 Policy Summary and Register

Noted.

## 2.2 Draft policies attached for discussion

### 2.2.1 Draft WHS Policy

The Work Health and Safety Policy was provided in draft for consideration. There may be final amendments required to the policy following next week's OEC/Board workshop. The committee discussed the draft policy and the following was noted:

- Council WHS policies are quite extensive, this policy has been prepared with consideration of the Safe Work SA policy and PCBU's.
- A policy was provided to the committee from another organisation that makes specific mention of working from home.
- The policy is silent on how it will be implemented and items such as a hazard register and a notification form haven't been mentioned.
- Venues of meetings should be taken into account.
- Seek guidance from the CE's as to how much the BHKCS is a PCBU in its own right and also how it ties in with the LGA Mutual Liability Scheme.
- The committee would like to pursue legal advice around the extent of the systems that may be required for BHKCS as a regional subsidiary and what legal obligations there are.
- Contracts need to be very clear in terms of liability issues for any contractors being used.
- Minor grammatical amendments required for the policy were noted.

**Moved:** Geoff Vogt  
**Seconded:** Paul Gelston

### BHKCSB ARC 7/18-19

That independent legal advice be obtained to identify the legal obligations required for BHKCS as a regional subsidiary, particularly with respect to work health and safety.

**CARRIED**

**Action: P Mantzarapis**

### 2.2.2 Draft Public Consultation Policy

This policy is an amalgam of the policies held by the BHKCS constituent Councils and sets out the minimum requirements for community consultation.

It is noted that the footnote indicators are not showing in the version included in the agenda. The Project Director will distribute the full document showing the footnotes.

The following changes were noted:

- Clause 5.10 refers to clause 5.6 but should be 5.8
- References to Council throughout need to be changed to 'Board' when referring to the entity.

The committee would like the policy endorsed and recommended by the CEOs before it is adopted by the Board.

The Media policy and Consultation policy need to be added to the OEC agenda.

**Action: P Mantzarapis**

### 2.2.3 Draft Procurement Policy

This policy was provided for consultation at the April meeting and changes from that meeting have been made.

Approval levels under clause 5 need to be correct in the policy before supporting policies are developed.

The committee discussed the policy at length and the following feedback was noted:

- Pursuant to clause 5.5, liaison with the technical representative of the relevant constituent Council will need to occur. An email providing clear instruction that the information provided back to the subsidiary from the technical representative is being advised as a representative of the Council is imperative and thus, they must have the appropriate Council delegations to do so. When a technical representative is provided by the Council, the scope of their authority and the level of engagement that is required needs to be clear. Records of interactions by email need to be kept as a record of that framework.
- With reference to suppliers by select tender, the question of whether the tender assessment can be outsourced was discussed. The subsidiary could engage a third party with the approval of the Chair, or the Chair could delegate the role to someone else. If the board delegates any authority to a consultant to assist with the evaluations, that delegation needs to be authorised by the Board not the ARC.
- Councils need to ensure that members on the Technical Assessment Panel have the correct delegated authority for the decisions that need to be made.
- The Technical Assessment Panel should only be made up of those directly adjacent to the work and technical staff need to be the same people as to who is on the Panel – this wording needs to be reflected in this policy.
- A report is expected to be presented to the Board for endorsement for any consultant engagement over \$5,000 that the Project Director approves. A permanent agenda item 'Purchase Orders' can be added to future Board agendas for this purpose.
- With respect to the panel of consultants, a group of consultants will need to be sought as well as resources for legal advice.
- The dispensation form needs to be updated so that authorisations are 'post event' and the section for signing needs to be updated from 'Approved by Requesting Manager' to 'Approved by Project Director'.

The committee agreed that this policy should be provided to the CEOs for feedback before being provided to the Board for adoption.

The policies related to financial delegations and credit cards will be updated with some minor changes and will be provided to the next ARC meeting.

**Action: P Mantzarapis**

### **3. Financial matters**

#### **3.1 Financial Report**

##### **3.1.1 Statement of Financial Position – month and year to date**

The report was noted. The committee would like the name of this report to be changed to 'Comprehensive Income Statement'.

**Action: P Mantzarapis**

##### **3.1.2 Balance Sheet**

The balance sheet was noted.

##### **3.1.3 Statement of Cash Position**

The timeframes in the Charter will need to be reviewed to ensure they cover Local Government requirements, ideally the subsidiary timeframes need to be earlier than what is required for Councils.

**Action: P Mantzarapis**

#### **3.2 Budgets**

The budget reports have been formatted per the Local Government Model Financial Statements (MFS) and revisions have been made since the March committee meeting. Minor changes are required to the columns and lines included. The Project Director will check the changes mentioned with the MFS to see what the standard sets out.

**Action: P Mantzarapis**

### **4 Other business**

#### **4.1 Draft Workshop Agenda**

The agenda is approved with the addition of a heading for 'WHS & Implications of the Subsidiary Being a PCBU'. The dot points underneath the 'Insurance' heading can be removed.

**Action: P Mantzarapis**

#### **4.2 Draft OEC Meeting Agenda**

The agenda is approved with the reference to 'flood hazard leader' needing to be reworded and there is no discussion paper required for this item.

**Action: P Mantzarapis**

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**5 Next meeting**

8 August 2019

**6 Meeting close**

Meeting closed at 7:03pm.