THE BAROSSA COUNCIL

TERMS OF REFERENCE
SISTER CITIES ADVISORY COMMITTEE

1.	ESTABLISHMENT

1.1 Pursuant to Section 41 of the *Local Government Act 1999* (the "Act"), The Barossa Council (the "Council") has established a committee to be known as the Sister Cities Advisory Committee (the "Committee").

1.2 The Committee, in partnership with Council, industry and community, is established to support Council's strategic commitment to the development and maintenance of effective international relations via Sister City and Friendship City relationships and provide a framework for entering into, maintaining and assessing such relationships to ensure that maximum benefits can be realised by both parties.

1.3 As a Committee established pursuant to Section 41 of the *Local Government Act 1999*, the Committee will be required to be re-established after each periodic election of Council.

2.	OBJECTIVE

2.1 The Committee will provide advice and support to Council, industry and the community to enhance Sister City relationships and programs and will actively undertake the facilitation of activities with the objective of nurturing and fostering the relationship and providing cross-cultural understanding, building connected communities, and generating mutual benefits for Sister Cities by:

2.1.1 Facilitation of the sharing of best practice and exchange of new ideas and successful experiences across a range of disciplines to improve capability and build more vibrant cities and local government authorities.

2.1.2 Fostering trade and investment initiatives that promote business development, provide accelerated access and open doors into key markets to connect our cities more effectively with buyers and sellers.

2.1.3 Promotion of each other's cities as visitor destinations, cross participation in festivals and events and facilitation of the exchange of destination marketing expertise and experience to enhance the tourism market intelligence of both cities.

2.1.4 Facilitation of education, cultural and sporting exchanges that empower our youth, support the education sector, celebrate our unique heritage, create opportunities for artistic expression and activate community participation.

2.1.5 Enhancement of each other's reputation and capacity to meet emerging policy issues facing our cities in addition to capitalizing on opportunities to explore innovations and improvements in science and technology, viticulture, rural and urban design, public infrastructure and sustainability.

2.1.6 Fostering friendship, mutual regard, and understanding among the citizens of our communities.

3	MEMBERSHIP

3.1 Members of the Committee shall be appointed by Council and shall comprise of no more than fifteen (15) Members as follows:

3.1.1 Mayor.

3.1.2 Council staff nominated by the CEO, being no more than four (4) Members with relevant experience and expertise to assist the Committee's purpose.

3.1.3 Community Members that broadly represent the community and in particular will include no more than five (5) Members from the following sectors:

3.1.3.1 Business and wine industry;

3.1.3.2 Tourism, events and marketing;

3.1.3.3 Education, cultural and/or recreation and sport;

3.1.3.4 International Service Clubs;

3.1.3.5 Community members who demonstrate areas of need to achieve the purpose, which may include history, heritage, international relations, economic development, government relationship management, diplomacy.

3.1.4 No more than six (6) Members from industry groups in the following sectors:

3.1.4.1 Barossa Australia

3.1.4.2 RDA, Barossa, Gawler, Light and Adelaide Plains

3.1.4.3 Agriculture

3.1.4.4 Retail, Commercial and Small Business

3.1.4.5 Secondary Education – ie Nuriootpa High School and Faith Lutheran College.

3.2 Appointments to the Committee pursuant to Clauses 3.1.3 and 3.1.4 shall be for two (2) years from the date the Committee is established, or the Member is appointed. A new member appointed under circumstances outlined in Clause 3.4 shall be appointed for the remainder of the outgoing Member's term.

3.3 Appointments to the Committee pursuant to Clauses 3.1.1 and 3.1.2 shall be for the period of the enacted Council being a maximum of four (4) years from the date the Council is sworn in.

3.4 A Member ceases to be a Member upon resignation or if they are otherwise incapable of continuing as a Member.

3.5 Members shall attend and participate in meetings of the Committee and be actively engaged in the planning and execution of program activities and initiatives, or if they are an apology, provide notice of that apology.

3.6 Members can renominate to a position on the Committee when their appointment term concludes.

3.7 Members so appointed under Clause 3.1.3 and 3.1.4 with remaining terms will be recommended for continuance on the Committee if the Council re-establishes the Committee after the periodic election.

4	ESTABLISHING WORKING GROUPS

4.1 The Committee may appoint Working Groups subject to Clauses 4.2 to 4.4, to investigate or perform a specific activity, matter, purpose or thing to which the Committee may require, subject to the control of the Committee, and is an activity, matter, purpose or thing which may be considered by the Committee to be essential to the objectives of the Committee.

4.2 Each Working Group appointed shall be for a fixed term of not more than twelve (12) months and limited to no more than 5 (five) members.

4.3 The Working Group must ensure that notes of the meetings are kept and completed within 2 weeks of the meeting and then reported to the next available Committee meeting.

4.4 Any Working Group will not be provided Executive Officer support and therefore shall manage its own agenda and minute processes.

5	COMMITTEE EXECUTIVE SUPPORT

5.1 The Committee's support will be undertaken by the Sister City Program Manager and shall:

5.1.1 Provide for agendas and minutes of meetings under the provisions set out in the Act.
5.1.2 Submit for confirmation the draft minutes at the next Committee meeting.
5.1.3 Submit the draft minutes to Council's Agenda at the next available Council meeting.
5.1.4 Coordinate the signing of these confirmed minutes by the Presiding Member.
5.1.5 Coordinate the Committee's Annual self-assessment.
5.1.6 Make available electronic participation at Committee meetings.
5.1.7 Provide the Committee with governance support.

6	ROLE OF CHAIRPERSON

6.1 The Chairperson will be the Mayor.

6.2 The role of the Chairperson is to:

6.2.1 Ensure that the Committee acts and operates at all times in accordance with these Terms of Reference;

6.2.2 Oversee and facilitate the conduct of meetings in accordance with the Act, Regulations and any relevant Council policies;

6.2.3 Ensure that the Guiding Principles at Regulation 5 are observed and that all Committee Members have an opportunity to participate in discussions in an open, respectful and encouraging manner; and

6.2.4 Call the meeting to order and move the debate towards finalisation when a matter has been debated significantly and no new information is being discussed.

6.3 If the Chairperson is absent from a meeting a person chosen from those present at the meeting shall preside at that meeting.

7	ROLE OF MEMBERS

7.1 The responsibilities of the members are to:

7.1.1 Serve the Committee in a voluntary capacity;
7.1.2 Regularly attend meetings and to actively contribute ideas and commentary;
7.1.3 Read agendas and accompanying reports ahead of any meeting;
7.1.4 Complete the annual Committee self-assessment as outlined in Clause 11;
7.1.5 Actively participate in working groups, sub-committees or specialist panels as required; and
7.1.6 Represent the interests of the community rather than pursue personal interests.
7.1.7 Assist with hosting and events when Sister City delegates are visiting the Barossa

7.2 Members are expected to:

7.2.1 act honestly and within the law at all times.
7.2.2 act in good faith and not for improper or ulterior motives.
7.2.3 act in a reasonable, just and non-discriminatory manner.
7.2.4 undertake their role with reasonable care and diligence.
7.2.5 conduct their ongoing relationship with fellow Committee Members, Council employees and the public with respect, courtesy and sensitivity.
7.2.6 use information in a careful and prudent manner.

8	DELEGATED POWERS

8.1. In order for the Committee to perform its functions consistent with these Terms of Reference, the Council delegates to the Committee:

8.1.1 In accordance with section 137 of the *Local Government Act 1999*, the power to expend Council's approved budgeted funds subject to the Committee's budget allocation and Council's policies.

8.1.2 In accordance with Council's Annual Business Plan and Budget policy, the Committee may raise and receive funds solely for the Committee's purpose and shall request that Councils budgets be updated to reflect, and funds raised or received.

8.1.3 Authority to undertake work, programs, events to meet the objectives effectively and efficiently.

9	GOVERNANCE

9.1 Notwithstanding this Terms of Reference, all Committee members are expected to have read and understood, and must at all times observe and comply with the relevant requirements under the:

9.1.1 Local Government Act 1999;

9.1.2 Local Government (Procedures at Meetings) Regulations 2013;

9.1.3 Code of Practice for Meeting Procedures;

9.1.4 Sister City Relationships and Engagement Policy;

9.1.5 Any Council policies and processes which are relevant to the operations of the Committee.

9.2 <u>Conflict of Interest</u>

9.2.1 No Committee Member shall vote or take part in debate where they have an interest in any matter before the Committee that would contravene the Conflict-of-Interest provisions under sections 73, 74 and 75 of the Act.

9.2.2 If a Committee Member has a Material Conflict of Interest in the particular matter to be voted upon or debated, the Member must declare a conflict of interest and then leave the meeting place until the matter is concluded. The declaration of a conflict and the time the member left the meeting and returned to the meeting will be recorded in the minutes.

9.2.3 If a Committee Member has an actual conflict of interest or a perceived conflict of interest, the member must deal with the conflict of interest in a transparent and accountable way. The member must inform the meeting of the member's interest in the matter and, if the member proposes to participate in the meeting in relation to the matter, how the member intends to deal with the actual or perceived conflict of interest. The declaration of a conflict and the time the member left the meeting and returned to the meeting, or, if the member remained in the meeting, how the member voted on the motion, will be recorded in the minutes.

10	MEETINGS

10.1 <u>Frequency and Timing of Meetings</u>

10.1.1 The Committee will meet on the fourth Thursday of every second month at 5.30pm.

10.2 <u>Agenda and Minutes of the Meeting</u>

10.2.1 An agenda will be prepared and distributed to all Committee Members at least three (3) clear days prior to the meeting.

10.2.2 Minutes of the meeting (in accordance with legislative requirements) will be kept and provided to all Committee Members within five (5) days of the meeting.

10.2.3 The minutes of each Committee meeting will be presented to Council.

10.2.4 All agenda and minutes will only be provided electronically.

10.3 <u>Quorum</u>

10.3.1 A quorum for a meeting of the Committee shall be half of the current membership, ignoring any fraction resulting from the division and adding 1.

10.3.2 A meeting will commence as soon after the time specified in the notice of meeting as a quorum is present.

10.3.3 If a quorum is not present after 30 minutes from the scheduled commencement date the Program Manager shall reschedule the meeting.

10.4 <u>Meeting Procedures</u>

10.4.1 The meetings of the Committee shall be held in accordance with Parts 1, 3 and 4 of the *Local Government (Procedures at Meetings) Regulations 2013.* Part 2 of the Regulations (described as formal meeting procedures) does not apply to this Committee.

10.4.2 Insofar as the Act and/or Regulations or these Terms of Reference do not prescribe the process to be observed in relation to the conduct of a meeting of the Committee, the Committee may determine its own process. In that case, the Committee will document that process within its Minutes.

10.4.3 Members must comply with the Behavioural Policy and Framework provisions required under the Act.

10.4.4 Members of the public are able to attend all meetings of the Committee and have access to all documents relating to the Committee, unless prohibited by resolution of the Committee under confidentiality provisions of section 90 and/or 91 of the Act.

10.5 Meetings may either wholly or in part be held via electronic means. A Committee Member participating in a meeting by electronic means is taken to be present at the meeting provided that the member:

(i) can hear all other members present at the meeting;
(ii) can be heard by all other members present at the meeting; and
(iii) can be heard by the person recording the minutes of the meeting

<u>Decisions and Voting</u>

10.5.1 All decisions of the Committee shall be made on the basis of a majority decision of the Members present.

10.5.2 All Committee Members must (subject to a provision of the Act or Regulations to the contrary) vote on any matter arising for decision at a meeting of the Committee.

10.5.3 Each Member (including the Chairperson) of the Committee has a deliberative vote only. In the event of a tied vote, the Chairperson will have a casting vote.

11 REPORTING AND REVIEW

11.1 On an annual basis, all Committee Members must complete a self-assessment that evaluates the Committee's performance to promote continuous improvement in performance and ensure that its actions are aligned with its intended purpose.

11.1.1 The Committee's administrative support officer will facilitate the annual self-assessment process and provide a summary of the results to the Committee and Council's Chief Executive Officer for consideration and further discussion with the Committee as necessary. The results of the self-assessment may be referred to Council if required.

12 RESOURCES

12.1 Local Government Act 1999

12.2 Local Government (Procedures at Meetings) Regulations 2013

12.3 Code of Practice or Meeting Procedures

12.4 Sister City Relationships and Engagement Policy

12.5 Conflict of Interest provision under the Act

13. DOCUMENT CONTROL

<table>
<tr><td>Corporate Plan Link:</td><td colspan="2">Our Economy
Our Council</td><td colspan="3">CS10 - ECONOMIC DEVELOPMENT
Implementing economic development strategies to support future growth opportunities and a diversified and resilient economy showcasing the Barossa rural and regional character.
BS7 – GOVERNANCE
We strive to be a leader in regional Local Government and are committed to delivering effective, efficient, and valued services to the community.</td></tr>
<tr><td>Document Owner:</td><td colspan="3">Chief Executive Officer</td><td>Document Control Officer:</td><td>Executive Business Partner</td></tr>
<tr><td>Consultation Rating:</td><td>N/A</td><td>Audience:</td><td>Internal</td><td>Next Review Date:</td><td>June 2026</td></tr>
<tr><td colspan="6">Version history</td></tr>
<tr><td>Version No.</td><td colspan="3">Date</td><td colspan="2">Description of Change</td></tr>
<tr><td>1.0</td><td colspan="3">21 November 2023</td><td colspan="2">Terms of Reference adopted upon Committee being established</td></tr>
<tr><td>2.0</td><td colspan="3">17 June 2025</td><td colspan="2">Updated Terms of Reference</td></tr>
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