

LEADWEST JOINT DELEGATED COMMITTEE

TERMS OF REFERENCE – 1 AUGUST 2021

1. Committee

The LeadWest Joint Delegated Committee (**Committee**) is constituted as a joint delegated committee in accordance with section 64 of the *Local Government Act 2020 (Act)*.

2. Preamble

- 2.1 The Cities of Brimbank, Hobsons Bay, Maribyrnong, Melton, and Wyndham (**Member Councils**) have resolved to establish the Committee as a joint delegated committee in accordance with section 64 of the Act for the purposes set out in these Terms of Reference.
- 2.2 Each of the Member Councils will endeavour to ensure that its budget makes provision for the resources reasonably necessary to deliver on commitments agreed in the LeadWest Strategic Plan. The budget of each member Council would be specific to meeting the LeadWest Strategic Plan actions relevant to that respective municipality. The recommended budget allocation is to be based on the perceived benefits and/or capacity of each member Council.
- 2.3 Any of the Member Councils may resolve to withdraw from the Committee provided that a notice period of 12 months is given.

3. Purpose and Objectives

The purpose and objectives of the Committee are to:

- 3.1 oversee the preparation and implementation of the LeadWest Strategic Plan;
 - 3.2 oversee the preparation and implementation of any sub projects as determined by the Member Councils from time to time in accordance with these Terms of Reference;
 - 3.3 identify and implement actions that support sustainable growth and development in the Western Region of Greater Melbourne (the **Region**) being the region covered by the municipalities of the Member Councils; and
 - 3.4 provide coordinated assessment and decision-making functions with respect to the Committee's purpose.
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4. Context

In fulfilling its purpose and objectives, the Committee will have regard to:

- 4.1 the overarching governance principles in section 9(2) of the Act;
- 4.2 legislative requirements generally;
- 4.3 available resources;
- 4.4 existing initiatives and programmes in the Region;
- 4.5 economic, social and environmental values; and
- 4.6 respecting individual differences between communities.

5. Role and Functions

The Committee's role and functions are those specified in clauses 5.1 to 5.3 below.

5.1 **Programming:**

- 5.1.1 develop and approve a ten year LeadWest Strategic Plan which will underpin the activities of the Committee and is reviewed by the Committee in the first year of a new four year Council term;
- 5.1.2 develop and approve a rolling Four Year Implementation Program to implement actions stated in the LeadWest Strategic Plan and its subsequent reviews. This Program is to be updated and approved annually by the Committee;
- 5.1.3 approve individual "Project Briefs" developed to progress specific LeadWest Strategic Plan actions in accordance with the Four Year Implementation Program;
- 5.1.4 ensure the execution of the Four Year Implementation Program and monitor the progress of individual LeadWest Strategic Plan actions; and
- 5.1.5 establish the LeadWest Leadership Forums (Strategy and Implementation Committee and the Annual Forum) to provide input to the identification of regional priorities and development of the annualised Four Year Implementation Program.

5.2 **Budgeting:**

- 5.2.1 on or before 30 April each year, prepare an annual budget for the next financial year for submission to the Member Councils for approval, which budget will be approved by resolution of a majority of the Member Councils;
- 5.2.2 in consultation with the Member Councils, and by reference to the budget approved under clause 5.2.1, on or before 31 May each year, determine the amount that each Member Council will contribute annually for the cost of the Committee's functions, coordination and administration;

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- 5.2.3 in conjunction with the budgeting processes under clauses 5.2.1 and 5.2.2 and otherwise as required, make recommendations to the Member Councils of budget allocations required to effect the implementation of specific LeadWest Strategic Plan strategies and actions for consideration in each Member Council's annual budgeting process ; and
- 5.2.4 seek on behalf of the Member Councils funding from external sources, being any source other than the Member Councils, for the furtherance and implementation of LeadWest Strategic Plan actions.

5.3 **Procedures Protocol:**

- 5.3.1 develop and adopt a protocol to provide the basis for the working relationships between the Member Councils in respect of matters within the scope of these Terms of Reference (including the role, relationships and operational processes of the Leadership Forums established under clause 12 and the LeadWest Executive Officer) and for the resolution of any issues that arise between Member Councils in respect of the LeadWest Strategic Plan and its implementation; and
- 5.3.2 provide advice, from time to time, to the Member Councils on the governance arrangements for the Committee.

6. Admission of New Members

Additional neighbouring Councils can be admitted as Member Councils (**New Council**) upon the recommendation of the Committee and following approval by resolution of each of the existing Member Councils, on the basis that:

- 6.1 the New Council agrees to adopt the LeadWest Strategic Plan and any future reviews;
- 6.2 the New Council agrees to provide annual funding through its budget process on the same basis as the other Member Councils (as outlined in clause 5.2);
- 6.3 where possible, the New Council commences its membership at the start of a financial year with approved funding in place; and
- 6.4 unless resolved otherwise by a majority of the existing Member Councils, the New Council is entitled to the benefit of all actions and projects already undertaken, in progress and completed by LeadWest.

7. Structure and Membership

- 7.1 At the time of establishment, the Committee consists of the following Member Councils:
 - 7.1.1 Brimbank City Council;
 - 7.1.2 Hobsons Bay City Council;
 - 7.1.3 Maribyrnong City Council;
 - 7.1.4 Melton City Council; and

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- 7.1.5 Wyndham City Council.
- 7.2 The Committee will consist of the following voting members:
- 7.2.1 from each of the Member Councils:
- (a) *one Councillor (or proxy), appointed in accordance with clause 7.4; and*
 - (b) *the Chief Executive Officer (or proxy) of the relevant Member Council; and*
- 7.2.2 so many independent members as determined by the Committee to be necessary from time to time, and appointed in accordance with clause 7.5, provided that the total number of independent members shall not exceed 5 at any one time.
- 7.3 The term of membership of each member will:
- 7.3.1 commence on the day respective Member Councils appoint their Councillor delegate and proxy (typically in November each year) ; and
- 7.3.2 be subject to clauses 7.6, 7.7 and 7.8 continue for:
- (a) Councillors (and proxies) appointed by Member Councils – 1 year; and
 - (b) independent members – 2 years.
- 7.4 Each Councillor member of the Committee and their proxy will be appointed by resolution of their respective Member Councils.
- 7.5 Where the Committee proposes to have one to five independent members appointments will be made according to the following process:
- 7.5.1 the Committee will call for nominations of persons with appropriate expertise as independent members by public advertisement or invitation;
- 7.5.2 the Committee will assess the nominations, prepare a short list of candidates for each independent member(s) to be appointed and select a preferred candidate(s) for consideration by the Member Councils;
- 7.5.3 if a majority of the Member Councils accept, by resolution, the preferred candidate(s), those candidate(s) will be appointed to the Committee as an independent member(s) for the next term as specified in clause 7.3;
- 7.5.4 if a majority of the Member Councils reject, by resolution, the preferred candidate(s), the:
- (a) *Member Councils rejecting the preferred candidate(s) will provide their reasons for doing so to the Committee; and*
 - (b) *process under clause 7.5.1, 7.5.2 and 7.5.3 will be repeated so to achieve a majority of the Member Councils accepting the preferred candidate(s) as independent member(s) of the Committee; and*

- 7.5.5 if, after two nomination processes, a majority of the Member Councils has not agreed on the independent member(s) to be appointed to the Committee, no appointment of independent members will be made for a period of at least 12 months, after which the process under clauses 7.5.1, 7.5.2 and 7.5.3 can be repeated for the appointment of independent member(s).
- 7.6 The appointment of an independent member to the Committee is automatically terminated on the date:
- 7.6.1 that the independent member is declared bankrupt or is disqualified to act as a Director of a company under the *Corporations Act 2001* (Cth);
 - 7.6.2 that the independent member applies to take the benefit of any law for the relief of bankrupt or insolvent debtors;
 - 7.6.3 that the independent member is convicted of an indictable offence;
 - 7.6.4 of the third consecutive meeting of the Committee from which the independent member is absent without the leave of the Chairperson;
 - 7.6.5 that the independent member fails, without reasonable excuse, to comply with an obligation imposed on him or her by the Act; or
 - 7.6.6 that their term of appointment expires in accordance with clause 7.3.2(b).
- 7.7 The appointment of an independent member to the Committee may be terminated if a majority of the Member Councils resolves that the independent member:
- 7.7.1 has engaged in serious misconduct of any kind;
 - 7.7.2 is unable to perform the duties of his or her office for any reason;
 - 7.7.3 is otherwise unfit for the role, taking into account any recommendation of the Committee; or
 - 7.7.4 for any other reason.
- 7.8 A Councillor member of the Committee ceases to be a member upon:
- 7.8.1 their term of appointment expiring in accordance with clause 7.3.2(a);
 - 7.8.2 ceasing to be a Councillor; or
 - 7.8.3 their Member Council resolving that they shall no longer be appointed to the Committee.
- 7.9 Any Councillor member of the Committee and any proxy will be eligible for reappointment at the expiry of their term under clause 7.3.2(a).
- 7.10 Any independent member of the Committee will be eligible for reappointment at the expiry of their term under clause 7.3.2, but not after termination under clauses 7.6 or 7.7, unless determined otherwise by resolution of a majority of the Member Councils.

8. Chairperson and Deputy Chairperson

- 8.1 The Chairperson of the Committee will be appointed:
- 8.1.1 annually at the first Committee meeting after all Member Councils appoint their Councillor delegate (typically at the committee meeting held in December);
 - 8.1.2 from the Councillor members appointed under clause 7.2; and
 - 8.1.3 by resolution of the Committee.
- 8.2 The Chairperson will:
- 8.2.1 chair all meetings of the Committee;
 - 8.2.2 lead the preparation of the LeadWest Strategic Plan;
 - 8.2.3 assist the Committee to establish sound governance practices;
 - 8.2.4 provide guidance and advice to members of the governing body of the Committee about their conduct as members; and
 - 8.2.5 provide leadership to the Committee.
- 8.3 The Deputy Chairperson will be appointed:
- 8.3.1 annually at the first Committee meeting after all Member Councils appoint their Councillor delegate (typically at the committee meeting held in December);
 - 8.3.2 from the Councillor members appointed under clause 7.2;
 - 8.3.3 by resolution of the Committee;
 - 8.3.4 and will act as the Chairperson when the:
 - (a) *position of Chairperson is vacant; or*
 - (b) *Chairperson is absent or otherwise unable to perform the duties of the Chairperson for any reason.*

9. Proceedings of the Committee

- 9.1 The proceedings of the Committee will be in accordance with:
- 9.1.1 the Act;
 - 9.1.2 these Terms of Reference; and
 - 9.1.3 the Governance Rules of Brimbank City Council as amended from time to time.
- 9.2 In the event of any inconsistency between the documents listed in clause 9.1, the inconsistency will be resolved according to the order in which those documents are listed.

- 9.3 A quorum for the Committee will be 50% plus 1 of the persons appointed to the Committee.
- 9.4 Each member of the Committee appointed under these Terms of Reference and present at a Committee meeting is entitled to one vote.
- 9.5 Voting will be by a show of hands.
- 9.6 For a motion to be successful, a majority of the members of the Committee present at a meeting, personally or by proxy, must vote in favour of the question.
- 9.7 If the Chairperson and Deputy Chairperson are both absent for all or part of a Committee meeting the Committee members present at the meeting will resolve by a majority vote who from the Councillor members present at the Committee meeting will be appointed as the temporary Chairperson.
- 9.8 The Committee will set the times and dates for its meetings, provided that the Committee shall meet at least quarterly.
- 9.9 The conflict of interest provisions for members of Delegated Committees prescribed by the Act and the Governance Rules apply to members of the Committee.
- 9.10 The Committee may resolve to invite representatives of stakeholders in the implementation of aspects of the LeadWest Strategic Plan to attend its meetings, which representatives will:
- 9.10.1 be entitled to participate in any discussion, subject to direction of the Chairperson; and
 - 9.10.2 not be entitled to vote.

10. Reporting

- 10.1 The business of the Committee shall be recorded in minutes kept by the LeadWest Executive Officer.
- 10.2 The minutes shall be:
- 10.2.1 distributed to each of the Member Councils within two weeks of the meeting to which they relate; and
 - 10.2.2 included in the Register of Minutes kept by the Committee and made available for public inspection through each of the Member Councils.
- 10.3 The Committee shall provide an annual report to the Member Councils.

11. Administration

- 11.1 A LeadWest Executive Officer will be appointed by the Committee in accordance with clause 11.2 to provide administrative support to the Committee.
- 11.2 The Executive Officer will:
- 11.2.1 be an officer of one of the Member Councils;
 - 11.2.2 be chosen by resolution of the Committee from a list of officers nominated by each of the Member Councils for the purpose, provided always that not every Member Council is obliged to nominate an officer;
 - 11.2.3 continue as the Executive Officer until either the:
 - (a) Committee resolves to appoint another Executive Officer; or
 - (b) Member Council by which the Executive Officer is employed determines to withdraw the Executive Officer, or
 - (c) Executive Officer resigns in accordance with their employment contractwhichever is earlier; and
 - 11.2.4 undertake a Coordination/Project Management role to:
 - (a) ensure timely and coordinated delivery of the overall annual LeadWest implementation plan; and
 - (b) provide the day to day oversight of the LeadWest program and specific actions.
- 11.3 The Executive Officer will provide to the Committee:
- 11.3.1 quarterly briefings at Committee meetings; and
 - 11.3.2 six monthly progress reports,
- containing such information as determined and directed by the Committee from time to time.

12. Leadership Forums

- 12.1 The Committee will establish two Leadership Forums:
- 12.1.1 a Strategy and Implementation Forum consisting of the Chief Executive Officers of each of the Member Councils; and
 - 12.1.2 an Elected Representatives Forum consisting of all Councillors from the Member Councils.
- 12.2 The Leadership Forums will meet as often as is determined by the Committee from time to time, with the role of the Leadership Forums being to:

- 12.2.1 make recommendations to the Committee about the determination and driving of strategic regional priorities;
 - 12.2.2 provide advice to the Committee on annual priorities for the review of the Four Year Implementation Program;
 - 12.2.3 facilitate liaison, partnerships and coordination with stakeholders of the activities being undertaken by LeadWest, including identifying project synergies and opportunities arising from Federal, State and Local Government programs; and
 - 12.2.4 receive updates about the review of the LeadWest Strategic Plan, progress reports and an annual report from the Committee on the Implementation Program.
- 12.3 Proceedings of Leadership Forum meetings will be recorded by minutes for formal tabling and consideration by the Committee.
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13. Project Task Groups

- 13.1 The Committee is able to establish Project Task Groups from time to time for the purpose of undertaking individual project actions.
- 13.2 The Project Task Groups will be formulated to deliver individual LeadWest Strategic Plan actions in response to the annual work program.
- 13.3 The composition and funding of the Project Task Groups will be needs based and determined by the:
 - 13.3.1 Committee, consistent with its budget submitted under clause 5.2; or
 - 13.3.2 where the Committee's budget has no allocation for the necessary funding:
 - (a) *Member Council which will, at the determination of a majority of the Member Councils' Chief Executive Officers, lead and fund the relevant project; or*
 - (b) *majority decision of the Member Councils to share the cost of funding among their number.*
- 13.4 The method of budget administration will be determined on an individual project needs basis.
- 13.5 Day to day coordination and integration of the Project Task Groups will be managed by the LeadWest Executive Officer.
- 13.6 Individual 'Project Briefs' must be approved by the Committee before any funding under clause 13.3.1 is determined and allocated.

Attachment 1 Overview of the LeadWest Strategic Plan

1. To achieve its Purpose and Objectives LeadWest will, in accordance with the Terms of Reference and in reliance on the Instrument of Delegation, adopt a:

1.1 LeadWest Strategic Plan covering a 10-year period; and

1.2 rolling Four Year Implementation Program,

both designed to foster and undertake actions that will support sustainable growth and development of the Western Region of Greater Melbourne (the **Region**).

2. The LeadWest Strategic Plan will focus on:

2.1 jobs and skills;

2.2 transport infrastructure and connectivity;

2.3 health and wellbeing;

2.4 continuing environmental rehabilitation and sustainable development;

2.5 A vibrant social economy (sports, leisure, arts, culture, tourism)

3. In summary these areas of focus will include:

3.1 *Jobs and skills*

LeadWest will work in partnership with State and Federal Governments, the private sector, other regional bodies and stakeholders to pursue initiatives which target the needs of the Region regarding the generation and retention of jobs and continuing to build the necessary skills that are required now and in the future. The focus will include developing and utilising an evidence base to capitalise on the significant investment in the west and leverage opportunities for communities across the region.

3.2 *Transport infrastructure and connectivity*

With the rapid rate of growth and development occurring (and projected to continue for many years) in the Region, transport infrastructure and connectivity remains a critical priority for LeadWest. Capitalising on and facilitating best value outcomes resulting from the major transport initiatives occurring in and outside the Region will be a key focus.

LeadWest will actively contribute as a strategic stakeholder to the delivery of such initiatives. In addition, LeadWest will be future focused by commissioning research to inform business cases for priority transport infrastructure and connectivity improvements that are required in the Region in the longer term.

3.3 *Health and wellbeing*

LeadWest considers health and wellbeing initiatives to be crucial to the future of the Region. Social impact investment activity is required and LeadWest will be an active participant in piloting innovative approaches in this area. LeadWest will research topics to provide an evidence base prior to addressing identified and prioritised preventative health and wellbeing indicators.

3.4 *Continuing environmental rehabilitation and sustainable development*

The Region, while similar in many ways to the rest of Greater Melbourne, also has its own environmental and development issues that need to be addressed. LeadWest will include environmental rehabilitation and sustainable development in its Strategic Plan and will encourage the piloting of innovative approaches to renewable/community energy and capitalise on the natural open space features in the Region by improving connectivity.

3.5 *A vibrant social economy*

LeadWest will work with identified strategic partners to highlight and further develop a mix of high standard sporting, leisure, arts/culture and tourism opportunities in the region that contribute to economic progress and social inclusion, and acknowledge our rich indigenous history and cosmopolitan community.

4. In progressing the above regard will be given to:

- 4.1 legislative requirements;
- 4.2 available resources;
- 4.3 existing initiatives and programmes;
- 4.4 economic, social and environmental values; and
- 4.5 respecting individual differences between communities.