

**CHIEF EXECUTIVE OFFICER PERFORMANCE REVIEW
COMMITTEE
TERMS OF REFERENCE
(Adopted 24 February 2023)**

Name	Chief Executive Officer Performance Review Committee
Definitions	<p>CEO means Chief Executive Officer</p> <p>Committee means the Chief Executive Officer Performance Review</p> <p>Shire means the Shire of East Pilbara</p> <p>The Act means the <i>Local Government Act 1995</i></p> <p>The Regulations mean the <i>Local Government (Administration) Regulations 1996</i></p>
Purpose	<ol style="list-style-type: none"> 1. To undertake the review of the CEO's performance in accordance with Schedule 2 of the Regulations. 2. To recommend performance criteria (KPIs) with the agreement of the Chief Executive Officer, to Council for adoption. 3. To conduct the annual review of the Chief Executive Officer Total Remuneration Package.
Functions	<ol style="list-style-type: none"> 1. To work with the appointed independent consultant to assist the Committee and Council on the conduct of the CEO performance review and annual TRP review. The independent consultant is appointed by agreement between the Shire President and the CEO. 2. Conduct the Annual Review of the CEO's performance in accordance with the CEO's Employment Contract in accordance with Schedule 2 of the Regulations. 3. Review and recommend to Council appropriate KPIs to be achieved by the CEO for the next 12 months. KPIs must be agreed to by the CEO, in accordance with the CEO Employment Contract and Schedule 2 of the Regulations, and subject to the authorisation by Council of the necessary resources and budget. 4. Review the CEO's remuneration package in accordance with the relevant provisions of the Employment Contract. 5. Review the Performance Review Procedure in consultation with the CEO prior to the commencement of the Annual Review of the CEO's performance. 6. Review the CEO Annual Remuneration Review Framework 2022 prior to the commencement of the Annual TRP Review. 7. Report findings and recommendations to Council for consideration.
Membership	<ol style="list-style-type: none"> 1. The Committee shall consist of the following members: <ol style="list-style-type: none"> a. Shire President; and b. Three (3) Councillors appointed by an absolute majority of the Council [5.10(a)(1) of the Act]. 2. At any given time each Councillor is entitled to be a member of at least one committee of the Council (where either only Councillors or only Councillors and employees are members of such a committee) and if a Councillor nominates themselves to be a member of the Committee and is not a member of any other committee (constituted only by Councillors or by Councillors and Shire employees), Council must appoint that Councillor to the Committee as one of the three (3) members [s.5.10(2)].

	<ol style="list-style-type: none"> 3. Council may appoint by an absolute majority up to four (4) Councillors to be deputy members of the Committee. Any deputy member may perform the functions of the member when the member is unable to do so by reason of illness, absence or other cause. A deputy of a member of a committee, while acting as a member, has all the functions of and all the protection given to a member [ss.5.11A(2)(a),(3) and (4) of the Act]. 4. Deputy members are not deputies to specific members. In the circumstances of more than one deputy member being present at a meeting of the Committee, the Committee shall vote to determine the deputy member entitled to exercise the functions of the absent member. 5. Committee membership continues until whichever the first of the following circumstances arise: <ol style="list-style-type: none"> a. the term, as set by Council of the person’s appointment as a committee member expires; or b. Council removes the member from office or the office of committee member otherwise becomes vacant; or c. the next ordinary elections day [s.5.11(2)]. 6. The Shire President’s committee membership is ex officio. 7. Members must comply with the <i>Shire of East Pilbara Code of Conduct for Council Members, Committee Members and Candidates</i>. 8. The Committee has authority to second individuals from outside of the Committee, for their expert advice.
Training	<p>All Councillors appointed as Committee Members (and Deputy Members) must undertake CEO Performance Review training prior to participating in any performance review undertaken by the Committee. The costs of such training will be met by the Shire.</p>
Operating Procedures	<ol style="list-style-type: none"> 1. Presiding Member <ol style="list-style-type: none"> a. The Shire President will be the Presiding Member of the Committee. b. Members of the Committee are to elect a deputy presiding member from amongst themselves at the first meeting of the Committee, and in accordance with Schedule 2.3, Division 1 of the Act [s.5.12 of the Act]. c. The Presiding Member, or in the absence of the Presiding Member, a Committee Member elected by those members in attendance, is to conduct the election of the Deputy Presiding Member. d. The Presiding Member will preside at all meetings. e. In the absence of the Presiding Member, the Deputy Presiding Member will assume the chair, and in their absence, a person is to be elected by the Committee members present to assume the Chair. f. The Presiding Member is responsible for the proper conduct of the Committee in accordance with the <i>Shire of East Pilbara Meeting Procedures Local Law 2019</i> and the Code of Conduct for Council Members, Committee Members and Candidates. 2. Meetings <ol style="list-style-type: none"> a. The Committee shall meet as required, but must hold a minimum of one (1) meeting in any one calendar year. b. Additional meetings may be scheduled by decision of the Council or the Committee, or at the request of the President or any two (2) members of the Committee [cl.3.4 <i>Shire of East Pilbara Meeting</i>

	<p><i>Procedures Local Law 2019</i>].</p> <p>c. A Notice of Meeting, including an Agenda, will be circulated to the Committee members (including any deputy members) at least 72 hours prior to each meeting, and must be published on the Shire’s website.</p> <p>d. The Chief Executive Officer shall ensure that detailed minutes of all meetings are kept.</p> <p>e. All Committee meetings will be conducted in accordance with the <i>Shire of East Pilbara Meeting Procedures Local Law 2019</i> and the Act.</p> <p>3. Quorum The quorum for a meeting shall be at least 50% of the appointed members or deputy member in the absence of a member.</p> <p>4. Reporting</p> <p>a. The Minutes of each Committee meeting will be reported to Council and published on the Shire’s website.</p> <p>b. Any Committee resolution or recommendation requiring consideration by Council will be reported to Council as soon as practicable.</p> <p>c. The Committee’s Terms of Reference will be published on the Shire’s website.</p> <p>5. Procedure for the Review The review will be conducted in accordance with Schedule 2 of the Regulations and the Performance Review Procedure agreed to by Council and the CEO.</p>
Appointing Legislation	The Committee is established under s5.38 of the <i>Local Government Act 1995</i> and Regulation 18D of the <i>Local Government (Administration) Regulations</i> .
Delegated Authority	The Committee is an advisory committee appointed by and reports to Council. The Committee provides appropriate advice and recommendations to the Council on matters relevant to its Terms of Reference. This is in order to facilitate informed decision making by the Council in relation to legislative functions and duties of the local government that have not been delegated to the CEO.

References:	Nil		
Authorised by:	Council		
Date:	24 February 2023	Item No.	11.1.3
Review/Amendment Date		Item No.	
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Next Review	Following each ordinary local government election		
Responsible Directorate	Office of the Chief Executive Officer		
Responsible Officer	Manager Governance, Risk and Procurement		
File No.			