



# Terms of Reference

## HORSHAM REGIONAL LIVESTOCK EXCHANGE BOARD OF MANAGEMENT

### 1. PURPOSE

The Horsham Regional Livestock Exchange Board of Management ('the Board') has been established to provide advice and recommendations to Council in respect to:

- Opportunities to maximise usage of the Livestock Exchange
- Planning and supporting the development of the exchange to improve its operation and viability;
- User arrangements: scheduling, use of resources and access to the Livestock Exchange;
- Improvements to the safety of users of the Exchange;
- Improvements to the welfare of animals;
- Quality assurance, pricing structures and fees;
- Promotion of the Horsham Regional Livestock Exchange.

### 2. RESPONSIBILITIES

The Board is an Advisory Board of Council and has been established under the framework of Sections 3(1) and 86 of the Local Government Act 1989 to advise and recommend to Council on:

- The strategic direction for the Exchange, including in the preparation of master plans, business plans and related policies and programs;
- Identifying opportunities to improve the functioning of the exchange, in relation to productivity for all users, quality and safety processes and animal welfare.
- Encouraging all users of the exchange to participate in the improvement of the functioning of the exchange.

The Board does not have the power to commit Council to any decision or action, or to direct Council staff in their duties. The Board may make recommendations for consideration by Council, but Council reserves the right to accept or reject recommendations from the Board. This includes recommendations regarding the expenditure of funds allocated to the Board, if applicable.

Historically, Council has demonstrated a strong acceptance of the advice of the Board.

### **3. MEMBERSHIP**

Board membership shall consist of a maximum of seven people, who shall be single representatives unless otherwise specified:

- Horsham Rural City Council, Councillor
- Community Representatives; (2)
- Livestock Buyers' representative
- Horsham Stock Agents Association
- Livestock Transporters Association of Victoria
- Victorian Farmers' Federation

#### **Ex Officio attendees**

- Department of Economic Development Jobs Transport and Resources representative
- Executive Officer Horsham Rural City Council
- Director Technical Services
- Manager Operations
- Supervisor Horsham Regional Livestock Exchange

#### **3.1 Participating Organisations**

Nominated member organisations will be contacted by the Chairperson (or nominee) and invited to identify a representative for the Board.

#### **3.2 Selection**

Community members will be selected through an application process, advertised in local newspapers and on Council's website.

Applications should include details of community involvement, previous experience of Board membership and reasons for nominating for the Board.

A panel of two being the Chairperson and a Councillor will recommend the selection of representatives to fill the vacancies.

### **3.3 Alternative representatives**

As required, alternative representatives may attend meetings on behalf of the named user groups. Alternative representatives are entitled to vote if the named representative of the user group is not present.

If the named representative is unable to attend three or more consecutive meetings the Chairperson will contact the member and if required a new representative will be identified.

### **3.4 Council endorsement of nominations**

Recommendations regarding the filling of any vacancies of the Board will be submitted to Council for approval.

### **3.5 Specialist advice**

Individuals and groups may be invited to attend Advisory Board meetings to provide specialist advice. They must not be involved in the decision making process and cannot vote on any issue.

### **3.6 Livestock Exchange Supervisor**

The Livestock Exchange Supervisor or delegate will attend all meetings of the Board. The Manager will present reports regarding the operation of the facility, budget details and planned maintenance or improvements to the facility.

### **3.7 Council Officer**

A Council Officer, (Director of Technical Services, or delegate) will attend all meetings and at the following meeting of Council will report the Board's recommendations, with comments where necessary and appropriate.

Council Officers are not members of the Advisory Board and shall not vote.

The Board encourages the active participation of the Mayor and the Chief Executive Officer.

### **3.8 Term of Office**

Membership shall generally be for a term of two years.

Members may apply for re-nomination to the Board for a second or subsequent term.

### **3.9 Resignations**

Board members who resign prior to the end of their appointment should submit their resignation in writing to the Chairperson.

If a vacancy occurs within two months of the end of the term of the Board, (four years) the vacancy will not be filled. In all other instances, the vacancy will be filled to reflect the composition of the Board as identified in Section 3.

## **4. ROLES AND RESPONSIBILITIES**

### **4.1 Council**

Council will:

- Document minutes of each scheduled meeting and distribute minutes to members;
- Ensure the confirmed and signed copy of the minutes is forwarded to [council@hrcc.vic.gov.au](mailto:council@hrcc.vic.gov.au);
- Ensure a Council officer or delegate is present at all Board meetings;
- Advertise in local newspapers and on Council's website for nominations for community representatives;
- Notify the Board of approved Board membership;
- Provide regular reports to Council regarding Board recommendations;
- Provide timely feedback (and if applicable timelines) regarding recommendations approved by Board;
- Where appropriate, engage with the Board in the development of proposals to improve [Insert details] in areas of general interest to the Board's purposes.
- Assist with identifying funding opportunities;
- Respond to requests/letters from the Board within 15 working days;
- Provide the Board with a list of designated Officers authorised to be the contact person for specific matters or concerns;
- Provide annual training if required to assist the Board perform any part of their role;
- Provide additional support as required to ensure the effective operation of the Board;
- Each four years or earlier if required, review the function and purpose of the Board.

## 4.2 Board

The Board will:

- Identify an elected Chairperson and Deputy Chairperson to be the liaison person between the Board and Council;
- Identify an annual meeting when Committee membership shall be declared vacant;
- Distribute information to their member organisations and user groups;
- Confirm the accuracy of minutes at the next meeting of the Board. The Chairperson must sign a copy of the confirmed minutes;
- Actively participate in activities that support the achievement of the Purpose of the Board.

## 4.3 Attendance at meetings

It is expected that members will attend all meetings. In the event of a Board member missing a meeting they should contact the Chairperson with notice of their absence and this will be recorded in the minutes.

If the member of the Board misses three consecutive meetings without explanation the Chairperson will contact the member to determine if they wish to continue their participation on the Board.

If a member resigns from the Board, their position will be filled by a nominee from the same representative/user group.

## 4.4 Confidentiality

Information discussed, received, used or created by the Board may be confidential. A Board member must not disclose, discuss or otherwise make public confidential information, unless authorised by the Officer supporting the Board.

Council may terminate a Board member's appointment if they have been found to breach confidentiality requirements.

## 4.5 Conflicts of Interest

Conflicts of interest must be declared.

In the event of a conflict of interest, the declaration must be recorded in the minutes.

## 4.6 Media

The Chairperson is empowered to be spokesperson for the activities of the Board.

In the absence of the Chairperson, the Director Technical Services is empowered to be the spokesperson for the Board

Media releases, flyers, brochures, pamphlets or other sources of information distributed by the Board must be first approved by the Director, Technical Services, or nominee.

#### **4.7 Chairperson**

All members of the Board are eligible to be elected to the position of Chairperson.

Voting will be by a show of hands.

The Chairperson is elected for a one year term and is eligible for re-election if that person re-nominates and is accepted for a second or subsequent term on the Board.

In the absence of a Chairperson at a meeting the members will elect a chair for that meeting.

### **5. OPERATING PROCEDURES**

#### **5.1 Meetings**

At the beginning of each calendar year, the Board will agree on a regular schedule of meetings.

Meetings will be held every two months.

Additional, special meetings may be called as required. Board members must be provided with two days' written notice of a special or additional meeting and the purpose of the meeting must be clearly stated.

#### **5.2 Quorum and Decision Making**

The quorum is a minimum of two nominated representative groups, plus two Community representatives and the Councillor, (five members).

No formal business shall be conducted by the Board unless a quorum exists. If a quorum is not present, the Chairperson may decide that the Board meet for discussion only.

Consensus decision making is preferred. However, all members are entitled to vote and a matter may be voted upon at the discretion of the Chairperson. Board members shall have one vote. The Councillor must vote.

If there is an equal division of votes, the Chairperson shall have a second or casting vote.

### 5.3 Councillor report

The Councillor must report the minutes or notes of the meeting to the next meeting of Council.

### 5.4 Recommendations and Actions

The Director Technical Services will authorise actions within his/her delegated authority and will refer other recommendations and requests to Council departments and/or Council for discussion and approval.

## 6. EVALUATION AND REVIEW

The composition, activities and Terms of Reference of the Board will be reviewed at least every four years, or as required.

The results of any review shall be reported to Council prior to the fourth year of operation or earlier, if a quorum is unable to be formed for three successive meetings.

The report shall consider:

- The Board's achievements;
- The Purpose and Responsibilities of the Board;
- Composition of the Board;
- Whether there is a demonstrated need for the Advisory Board to continue; (and)
- Any other relevant matter.

### 6.1 Cessation

An Advisory Board ceases to exist at the conclusion of the period specified in the Terms of Reference, unless Council resolves that it continue.

Council may also disband a Board following a review at any time during its operation.

## 7. RESPONSIBILITY

Responsible Officer: Director Technical Services

## 8. DOCUMENT CONTROL

Version Number	Approval Date	Approval By	Amendment
01	5 Sept 2016	Council	<ul style="list-style-type: none"><li>• New Terms of Reference</li></ul>