



Terms of Reference

WIMMERA INTERMODAL FREIGHT TERMINAL ADVISORY COMMITTEE

1. PURPOSE

The Wimmera Intermodal Freight Terminal Advisory Committee ('the Committee') has been established to provide advice and recommendations on:

- The management and operation of the Terminal
- Further development or redevelopment of the Terminal
- Capital works and the renewal and replacement of major assets at the Terminal
- Any other matters which the Committee wishes to draw to the Landlord's attention

2. RESPONSIBILITIES

The Wimmera Intermodal Freight Terminal Advisory Committee is an Advisory Committee of Council and has been established under the framework of the *Local Government Act 1989*, S3 (1) 'definition' and S76AA 'Assembly of councillors'.

The Committee is empowered to do the following:

- To submit to the Landlord after due consideration any recommendations for capital works and the renewal and replacement of major assets at the Terminal
- To submit to the Landlord after due consideration any recommendations on the management and operations of the Terminal and the performance of the tenant(s) in terms of lease requirements
- To make nominations to the Landlord for the purpose of filling any casual vacancies of the Committee.

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

3. MEMBERSHIP

Committee membership shall consist of a maximum of five people, being single representatives from the following named groups:

- Councillor, Horsham Rural City Council
- Tenant representative
- Representative of other users of the land
- VicTrack or its successor body
- Victorian Department of Transport or its successor body

Ex Officio attendees

- Chief Executive Horsham Rural City Council
- Director Technical Services
- Director Planning and Economic Development
- Manager Business and Economic Development

Participating Organisations

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

3.1 Selection

Representatives of other users of the land 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 committee membership and reasons for nominating for the Advisory Committee.

If the number of applications does not exceed the number of vacancies, the Council's delegated Officer will approve nominations. In the event of more than the required number of applicants for the available positions, nominations will be forwarded to Council for determination.

3.2 Alternative Representatives

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

If a 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.

3.3 Council endorsement of nominations

Recommendations regarding the filling of any vacancies of the Committee will be submitted to Council for approval, subject to the requirements of 3.0 being met.

3.4 Specialist advice

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

3.5 Council Officer

Council Officers, (Director, Planning and Economic Development and Director, Technical Services, or delegates) will attend all meetings and at the following meeting of Council will report the Committee's recommendations, with comments where necessary and appropriate.

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

3.6 Term of Office

Membership shall generally be for a term of two years.

A meeting shall be held in November, of each second year, when Committee membership shall be declared vacant.

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

3.7 Resignations

Committee 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 Committee, (four years) the vacancy will not be filled. In all other instances, the vacancy will be filled to reflect the composition of the Committee 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
- Ensure Council officers or delegates are present at all committee meetings, wherever possible
- Advertise in local newspapers and on Council's website for nominations for tenant representatives
- Notify the Committee of approved committee membership
- Maintain the financial records relating to lease payment and landlord expenditure for the terminal
- Establish and maintain a WIFT asset renewal reserve in accord with the Lease
- Not determine or modify any capital works program to be undertaken within the terminal site area, as provided in the lease, without first obtaining advice and reports from the Committee
- Provide regular reports to Council regarding Committee recommendations
- Provide timely feedback (and if applicable timelines) of Council's consideration of recommendations approved by Committee
- Respond to requests/letters from the Committee within 15 working days
- Provide additional support as required to ensure the effective operation of the Committee
- Each four years or earlier if required, review the function and purpose of the Committee

4.2 Committee

The Committee will:

- Identify an elected Chairperson and Deputy Chairperson to be the liaison person between the Committee and Council
- Develop a schedule of Advisory Committee meetings and notify the Council representative
- Distribute information to their member organisations and user groups
- Confirm the accuracy of minutes at the next meeting of the Committee. The Chairperson must sign a copy of the confirmed minutes
- Actively participate in activities that support the achievement of the Purpose of the Committee

4.3 Attendance at meetings

It is expected that members will attend all meetings. In the event of a Committee 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 Committee misses three consecutive meetings without explanation the Chairperson will contact the member to determine if they wish to continue their participation on the Committee.

If a member resigns from the Committee, 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 Committee may be confidential. A Committee member must not disclose, discuss or otherwise make public confidential information, unless authorised by the Officer supporting the Committee.

Council may terminate a Committee 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 Committee.

In the absence of the Chairperson, the Director, Planning and Economic Development is empowered to be the spokesperson for the Committee.

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

4.7 Chairperson

All members of the Wimmera Intermodal Freight Terminal Committee are eligible to be elected to the position of Chairperson.

Voting will be by a show of hands.

A Deputy Chairperson should also be nominated and will perform the duties of the elected Chairperson if the Chairperson is absent or unable to perform their duties.

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 Committee.

5. OPERATING PROCEDURES

5.1 Meetings

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

Meetings will be held quarterly.

Additional, special meetings may be called as required. Committee 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 three representatives from the nominated user groups, one of whom must be the Tenant.

No formal business shall be conducted by the Committee unless a quorum exists. If a quorum is not present, the Chairperson may decide that the committee 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. Committee members shall have one vote. The Councillor must vote.

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

5.3 Councillor report

The Councillor must report the key issues of each meeting to the next meeting of Council.

5.4 Recommendations and Actions

The Directors, Planning and Economic Development and Technical Services will authorise actions within their 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 Committee 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 Committee's achievements
- The Purpose and Responsibilities of the Committee
- Composition of the Committee
- Whether there is a demonstrated need for the Advisory Committee to continue
- Any other relevant matter

6.1 Cessation

An Advisory Committee 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 Committee following a review at any time during its operation.

7. RESPONSIBILITY

Responsible Officers: Director Planning and Economic Development
Director Technical Services

8. DOCUMENT CONTROL

Version Number	Approval Date	Approval By	Amendment
01	5 September 2016	Council	• New Terms of Reference