



Local Government Association
of South Australia

The **Voice**
of Local
Government

THE CONSTITUTION

Operational 6 December 2015

TABLE OF CONTENTS

PART 1 - ABOUT THIS CONSTITUTION	1
1. Constitution.....	1
2. Transitional	1
3. Dictionary	1
4. Interpretation.....	3
PART 2 - ABOUT THE LGA	4
5. The LGA is a body corporate.....	4
6. Purpose	4
7. Name	4
8. Objects.....	4
9. Powers	4
10. Dissolution	6
PART 3 - MEMBERS.....	6
11. Classes of members.....	6
12. Admission of new members	6
13. Resignation by members	7
14. Suspension of services to defaulting members	7
15. Expulsion of members for non-payment.....	7
16. Membership is not transferable	7
17. Changes in members' names	7
PART 4 - REGIONS	8
18. Changes in Regions	8
PART 5 - GENERAL MEETINGS.....	8
19. Annual General Meetings (AGM) to be held.....	8
20. Ordinary General Meetings (OGM) to be held.....	8
21. Extension of dates for general meetings	8
22. Other special meetings may be held	8
23. Special Meetings.....	8
24. Notice of general meetings.....	9
25. Members' rights to put motions	9
26. Time and place for general meetings	10
27. Postponement or cancellation of a general meeting	10
28. Business of a general meeting.....	11
29. Technology at general meetings.....	12
30. Rights of attendance at general meetings	12
31. Quorum for general meetings	12
32. Chair of general meetings.....	12

33.	Chair has control of a general meeting	13
34.	Adjournment of a general meeting	13
35.	Representation at general meetings.....	13
36.	Qualifications for appointment as a Delegate, Deputy Delegate or Representative .	14
37.	Appointment of a Delegate, Deputy Delegate or Representative.....	14
38.	Suspension of voting rights	14
39.	Voting by Delegates and Deputy Delegates.....	15
40.	Representatives and Non Delegate council members and officers do not vote	15
41.	How many votes a member has at a general meeting	15
42.	Mandatory voting.....	16
43.	Objections to right to vote	16
44.	How voting is carried out.....	16
45.	Questions and comments at an AGM	17
	PART 6 – OFFICER BEARERS.....	17
46.	President of the LGA	17
47.	Immediate Past President of the LGA.....	17
48.	Vice Presidents of the LGA.....	18
49.	Numbers of Board Members and Deputy Board Members	18
50.	Board Members.....	19
51.	Deputy Board Members	19
52.	Oath of elected office	20
53.	Chief Executive Officer	20
54.	Auditor	22
	PART 7 – NOMINATION OF OFFICERS.....	23
55.	Notice calling for nominations	23
56.	Nominations are pre-requisite.....	23
57.	Nominations for office.....	23
	PART 8 – ELECTION OF OFFICE BEARERS	24
58.	Election of a President	24
59.	Election of Board Members (other than for Unincorporated Areas).....	24
60.	Election of Deputy Board Members	26
61.	Appointment of a Board Member for Unincorporated Areas	26
62.	Election of Vice Presidents.....	26
	PART 9 – POSTAL VOTING	27
63.	Application of this Part	27
64.	Postal voting	27
65.	Return of postal votes.....	28

66. Counting of votes	28
67. Provisional declaration of the result.....	28
68. Final declaration of the result.....	28
PART 10 – WHEN OFFICERS VACATE OFFICE	28
69. When the President vacates office	28
70. When a Vice President vacates office	29
71. When a Board Member representing Unincorporated Areas vacates office	29
72. When a Board Member vacates office	29
73. When a Deputy Board Member vacates office.....	30
PART 11 – CASUAL VACANCIES OF OFFICERS.....	30
74. Casual vacancy of the President.....	30
75. Casual vacancy of the Immediate Past President	30
76. Casual vacancy of a Vice President.....	30
77. Casual vacancy of a Board Member or Deputy Board Member	30
78. Qualification for office.....	31
PART 11 A - LEAVE OF ABSENCE	32
78A. Acting Positions	32
PART 12 – CHIEF EXECUTIVE OFFICER	32
79. Appointment and removal of the Chief Executive Officer	33
80. Terms and conditions of the Chief Executive Officer	33
81. Others acting as the Chief Executive Officer.....	32
PART 13 - BOARD.....	32
82. Board	32
83. Board’s composition	32
84. Board’s functions	32
85. Board's duties	32
86. Delegations	33
PART 14 – REMUNERATION OF BOARD MEMBERS	34
87. Remuneration may be paid to the Board.....	34
88. Matters bearing on remuneration.....	34
89. Disclosure of remuneration	34
PART 15 - BOARD MEETINGS	34
90. Board meetings.....	34
91. Frequency of Board meetings	35
92. Calling a Board meeting.....	35
93. Place for holding a Board meeting	35
94. Time for holding a Board meeting	35

95. Notice of a Board meeting	35
96. Use of technology for a Board meeting.....	35
97. Quorum at a Board meeting	35
98. Visitors to a Board meeting	35
99. Chair of a Board meeting	37
100. Voting at a Board meeting	36
101. Circulating resolutions of the Board	36
102. Electronic Board Meeting	37
PART 16 - EXECUTIVE COMMITTEE	37
103. Executive Committee	37
104. Executive Committee's composition	37
105. Functions of the Executive Committee	37
PART 17 – EXECUTIVE COMMITTEE MEETINGS	37
106. Executive Committee meetings.....	37
PART 18 - COMMITTEES	37
107. Committees	37
PART 19 – SAROC	38
108. Status of SAROC	38
109. Support to SAROC.....	38
110. SAROC meetings	39
111. SAROC committees.....	40
PART 20 – REGIONAL LOCAL GOVERNMENT ASSOCIATIONS.....	39
112. Status.....	39
113. Relationship to the LGA.....	39
PART 21 - METROPOLITAN LOCAL GOVERNMENT GROUP	40
114. Status of the Group	40
115. Support to the Group	40
116. Group meetings	40
117. Group committees	41
PART 22 – POLICES AND CODES OF CONDUCT	41
118. The LGA may adopt policies and codes of conduct	41
119. The Board may adopt policies and codes of conduct	41
120. Policing of policies and codes of conduct.....	41
PART 23 – STANDING ORDERS	41
121. Standing orders	41
122. Procedures at meetings	41
PART 24 – PLANS	41

123. Strategic management plans.....	41
124. Annual work plan.....	42
125. Annual budget.....	42
126. Adoption of plans and budgets.....	42
PART 25 – FINANCE	42
127. Annual subscriptions	42
128. Special purpose levies	42
129. Service charges	42
130. Payment of moneys to the LGA	42
131. Late payment interest.....	43
132. Incoming or outgoing members liability for payment.....	43
133. Set off.....	43
134. Revenue.....	43
135. Operation of the bank account.....	43
PART 26 – ACCOUNTS, FINANCIAL STATEMENTS & AUDIT.....	44
136. Financial year.....	44
137. Internal Control Policies	44
138. Accounting records.....	44
139. Financial statements	44
PART 27 – OTHER MATTERS	44
140. Minutes	44
141. Members’ access to minutes.....	44
142. Members’ access to other records	45
143. Irregularities of officers.....	46
144. Irregularities at meetings	45
145. Annual Report	45
146. Common seal	46
147. Indemnity to officers and employees	46
148. Contracts	47

PART 1 - ABOUT THIS CONSTITUTION

1. Constitution

- 1.1 Effective upon the Minister giving approval to this Constitution under subclause 1(4) of Schedule 1 of the *Local Government Act 1999*, this document is the Constitution of the LGA and revokes the previous constitution of the LGA without prejudice to rights or obligations at that time accrued.
- 1.2 This Constitution is binding:
- 1.2.1 as between the LGA and each Constituent;
 - 1.2.2 as between the LGA and each of its officers or employees; and
 - 1.2.3 as between each Constituent and each other Constituent.
- 1.3 This Constitution may be altered only:
- 1.3.1 by resolution:
 - (a) passed at a general meeting of which at least 30 days' notice has been given; and
 - (b) passed by at least 75% of the votes cast by Ordinary Members entitled to vote on the resolution;and
 - 1.3.2 with approval of the Minister under subclause 1(4) of Schedule 1 of the *Local Government Act 1999*.
- 1.4 In any circumstances in which this Constitution is silent, incapable of taking effect or being implemented according to its strict provisions, the Board may determine what action may be taken to ensure the effective administration and objects of the LGA.
- 1.5 Despite any other provision of this Constitution, the Board may as it thinks fit suspend or modify the operation of any provision of this Constitution in order to provide for a matter related or ancillary to a proclamation made by the Governor under Part 1 of Chapter 3 of the *Local Government Act 1999*.

2. Transitional

- 2.1 *DELETED (AGM October 2015)*

3. Dictionary

- 3.1 In this Constitution:

AGM means an annual general meeting of the LGA that clause 19 requires to be held.

Associate Member means at any time a body or association (whether incorporated or not) granted associate membership by the LGA.

Australian Accounting Standard means an Australian Accounting Standard published by the Australian Accounting Standards Board, as in force from time to time.

Board means the committee of management of the LGA that clause 82 requires.

Board Member means at any time a member of the Board (and includes a Deputy Board Member when acting as a Board Member).

Chief Executive Officer means at any time the executive director of the LGA and, where the context allows, includes that person's deputy or a person acting in that position.

Constituent means at any time either or both an Ordinary Member and an Associate Member.

Council means a council constituted under the *Local Government Act 1999*;

Delegate means at any time an individual appointed under this Constitution as the delegate to represent an Ordinary Member at one or more general meetings.

Deputy Board Member means at any time a person elected to that office and who has not become a Board Member.

Deputy Delegate means at any time an individual appointed under this Constitution as deputy to a Delegate.

Elected Representative means:

- (a) where the Constituent is a council constituted under the *Local Government Act 1999*, a Mayor, Chairperson or elected representative of that council within the meaning of that Act; or
- (b) where the Constituent is not so constituted, a member of the governing or executive body of that Constituent.

Executive Committee means the Executive Committee of the LGA that clause 103 requires.

financial statements has the same meaning as in paragraph 10 'Complete Set of Financial Statements' of the Australian Accounting Standards Board AASB 101.

general meeting means a general meeting of the Constituents of the LGA including any AGM, OGM or Special Meeting.

Immediate Past President means at any time the person holding this office who was the president of the LGA during the immediately preceding presidential term.

Late Notice of Motion means a notice of motion that in all respects complies with clause 25.2 but is received by the LGA less than 42 days prior to the next general meeting after the notice is given.

LGA means the Local Government Association of South Australia.

Metropolitan Local Government Group comprises such of the following as are at the time an Ordinary Member: (a) Adelaide City Council; (b) Adelaide Hills Council; (c) City of Burnside; (d) Campbelltown City Council; (e) City of Charles Sturt; (f) Town of Gawler; (g) City of Holdfast Bay; (h) City of Marion; (i) City of Mitcham; (j) City of Norwood, Payneham & St Peters; (k) City of Onkaparinga; (l) City of Playford; (m) City of Port Adelaide Enfield; (n) City of Prospect; (o) City of Salisbury; (p) City of Tea Tree Gully; (q) City of Unley; (r) Town of Walkerville; (s) City of West Torrens.

month means a calendar month or, if calculating a month from a certain date, includes the period from such date to the same date in the next month but if the next month does not contain the same date then the last day of the next month.

OGM means an ordinary general meeting of the LGA.

Ordinary Member means at any time a Council granted membership by the LGA and that is not an Associate Member.

Poll means a process by which a decision is made by registration of the number of votes cast for the purpose of clauses 41.1.1 and 41.1.2 and 44.

President means at any time the person holding office as president of the LGA.

Region means each of Central Region, Eyre Peninsula Region, Metropolitan Local Government Group, Murray and Mallee Region, South East Region, Southern and Hills Region, Spencer Gulf Cities Region, Unincorporated Areas and, where the context allows, any reference to Region in this Constitution includes those Ordinary Members in that Region as identified from time to time in a document titled 'Regions and their Constituent Councils' signed and dated by the Chief Executive Officer as the most current version of the document and attached to the Constitution.

representative means at any time an individual appointed under this Constitution or the previous constitution of the LGA to represent an Associate Member at one or more meetings of the LGA.

South Australian Regional Organisations of Councils (or **SAROC**) means the following grouping of local government associations: (a) Central Local Government Region; (b) Eyre Peninsula Local Government Association; (c) Murray and Mallee Local Government Association; (d) Southern and Hills Local Government Association; (e) South East Local Government Association; (f) Spencer Gulf Cities Association.

Special Meeting means a general meeting which is not an annual or ordinary meeting called under clause 23.

Unincorporated Areas comprises such of the following as are at the time Associate Members: (a) Anangu Pitjantjatjara; (b) Maralinga Tjarutja; (c) Yalata Community Council; (d) Nepabunna Community Council; (e) Gerard Community Council; (f) Outback Communities Authority.

Vice President means at any time a person holding office as a vice president of the LGA.

Subject to the above, words or expressions in this Constitution have the same meaning as in a provision of the *Local Government Act 1999* that deals with the same kind of matter.

3.2 For the purposes of this Constitution the conclusion of the general election of Board Members is a reference to the time at which the returning officer certifies the result of those elections.

3.3 Subject to any provision in this Constitution to the contrary, the returning officer for all LGA electoral matters is the Chief Executive Officer.

4. Interpretation

In this Constitution: neuter includes masculine and feminine; singular includes plural and vice versa; reference to a person includes a body politic or corporate and an individual; headings do not affect construction; reference to legislation includes the legislation as amended, any substituted legislation, any subordinate legislation under that legislation and any orders or codes of conduct under that legislation; another grammatical form of a defined word has a corresponding meaning.

PART 2 - ABOUT THE LGA

5. **The LGA is a body corporate**

Subclause 1(2) of Schedule 1 of the *Local Government Act* 1999 constitutes the LGA as a body corporate.

6. **Purpose**

Subclause 1(3) of Schedule 1 of the *Local Government Act* 1999 constitutes the LGA as a public authority for the purpose of promoting and advancing the interests of local government.

7. **Name**

The full legal name of the LGA is *Local Government Association of South Australia*.

8. **Objects**

The objects of the LGA are to:

- 8.1 provide leadership and encourage and promote an efficient and effective autonomous, democratic system of local government;
- 8.2 promote and protect the interests of local government and Constituents;
- 8.3 encourage and help local government to determine and respond to the needs of the community;
- 8.4 develop and maintain consultation and co-operation between local government and between all spheres of governments and their agencies;
- 8.5 develop and maintain the financial and economic well-being and advancement of local government and to undertake any business such as schemes of indemnity or self-insurance and other schemes or the like that may be established which the LGA considers to be necessary;
- 8.6 act as an advocate for Constituents and local government generally;
- 8.7 facilitate consultation by and between Constituents as to their common interests;
- 8.8 encourage, assist, promote and foster the achievement and maintenance of the highest levels of integrity, justice, competence, effectiveness and efficiency of local government;
- 8.9 undertake or promote any activity which the Board determines to be for the benefit and/or interest of Constituents and local government in South Australia;
- 8.10 such other functions as may be vested in the LGA by statute.

A Constituent as a member of the LGA must provide to the LGA such information and support as the LGA reasonably requests to carry out its objects.

9. **Powers**

For the purpose of carrying out its objects, subject to this Constitution the LGA may:

- 9.1 acquire, hold, deal with, and dispose of, any real or personal property;

- 9.2 administer any property on trust;
- 9.3 operate accounts with any bank and / or the Local Government Finance Authority;
- 9.4 levy annual subscriptions, special purpose levies and service charges upon Constituents;
- 9.5 accept gifts of money or property;
- 9.6 invest its moneys in any way in which trust moneys may under statute be invested or with Local Government Finance Authority;
- 9.7 borrow and raise money but so that moneys borrowed on overdraft in aggregate do not exceed 20% of total annual subscriptions paid or payable by Constituents for a financial year in which the overdraft is outstanding;
- 9.8 give security for the discharge of liabilities incurred by the LGA;
- 9.9 make application to the State Government and / or the Commonwealth Government for grants or loans to the LGA or to any Constituents;
- 9.10 accept grants or receive loans from the State Government and / or the Commonwealth Government;
- 9.11 employ a Chief Executive Officer and other employees;
- 9.12 engage lawyers, accountants, actuaries, valuers and other experts and rely upon their advice;
- 9.13 appoint agents to transact any activities of the LGA on its behalf;
- 9.14 insure against any risk;
- 9.15 enter into any other contract it considers necessary or desirable;
- 9.16 lobby the State Government and / or the Commonwealth Government for changes to the law;
- 9.17 provide services to any Constituents with or without reward;
- 9.18 publish material of interest to any Constituents or for promoting the LGA or the system of local government;
- 9.19 associate with other organisations having similar objects to those of the LGA;
- 9.20 enter into any arrangements or obtain any privileges and concessions which the LGA considers to be desirable;
- 9.21 if invited, mediate disputes between Constituents or within a Constituent;
- 9.22 refer any dispute to which it is party to mediation, arbitration or litigation;
- 9.23 exercise any other power vested in the LGA by statute;
- 9.24 do all things which are incidental or conducive to the attainment of the Objects.

10. **Dissolution**

- 10.1 The LGA may be dissolved by resolution:
 - 10.1.1 passed at a general meeting of which at least 30 days' notice has been given; and
 - 10.1.2 passed by at least 75% of the votes cast by Ordinary Members entitled to vote on the resolution.
- 10.2 In the event of dissolution, and after payment of all debts and liabilities, any surplus assets shall be returned to Constituents in proportion to the annual subscription paid in the financial year prior to the passing of the resolution to dissolve.
- 10.3 In the event of a dissolution where there are insufficient funds to pay all debts and liabilities of the LGA, a levy on Constituents shall be struck to cover the deficiency, such levy being in proportion to the annual subscription paid in the financial year prior to the passing of the resolution to dissolve.

PART 3 - MEMBERS

11. **Classes of members**

The LGA must have only these classes of members:

- 11.1 Ordinary Members having full membership rights as provided in this Constitution; and
- 11.2 Associate Members having the same rights as Ordinary Members except:
 - 11.2.1 an Associate Member may not nominate a Board Member or a Deputy Board Member;
 - 11.2.2 an Associate Member may attend but not vote at a general meeting; and
 - 11.2.3 an Associate Member using any services provided by or through the LGA may incur liability to pay to the LGA an amount exceeding the amount (if any) charged by the LGA to Ordinary Members for that service as determined by the Board.

12. **Admission of new members**

- 12.1 Any Council may be admitted as an Ordinary Member upon:
 - 12.1.1 making written application to become an Ordinary Member to the LGA, by which application it agrees to be bound by this Constitution; and
 - 12.1.2 the Board determining to accept that application and the decision is notified to the applicant.
- 12.2 Any body or association (whether incorporated or not) having a legitimate interest in local government (including a council that is not an Ordinary Member) may be admitted as an Associate Member upon:
 - 12.2.1 making written application to become an Associate Member to the LGA, by which application it agrees to be bound by this Constitution; and

12.2.2 the Board determining to accept that application and the decision is notified to the applicant.

12.3 As soon as practicable after the LGA receives an application for membership, the Board must consider the application and thereafter notify the applicant of the decision. A failure by the LGA to respond to an application does not signify acceptance of the application.

12.4 The Board must not decline an application for membership except for good reasons notified to the applicant. The applicant having previously been expelled from the LGA is good reason.

12.5 The Board must have a policy on the criteria upon which an application for an Associate Member should be assessed.

13. Resignation by members

A Constituent may resign from the LGA upon giving written notice to the LGA. A resignation may be stated to be effective immediately or at a later date. A resignation takes effect subject to clause 132.2.

14. Suspension of services to defaulting members

If for at least 14 days a Constituent fails to pay any moneys due to the LGA, then in addition to its other remedies, pending payment in full the LGA may suspend the provision of all or any services the LGA would otherwise provide or cause to be provided to that Constituent.

15. Expulsion of members for non-payment

15.1 If for at least 30 days a Constituent fails to pay any moneys due to the LGA, the LGA may give written notice (attention the chief executive officer of the Constituent) to the Constituent of that fact, giving reasonable details.

15.2 If for at least 6 months a Constituent fails to pay any moneys due to the LGA and has previously been given notice under clause 15.1, the Board may expel such Constituent as a member of the LGA. An expulsion under this provision is effective on the date the LGA sends written notice of expulsion to the former member.

15.3 If within 3 months after being expelled under this clause the former member tenders to the LGA payment of arrears plus interest due, the Executive Committee may reinstate the former member to the same class of membership as before the expulsion and without need for an application for membership or determination by the Board.

16. Membership is not transferable

Membership in the LGA is personal to the Constituent and is not transferable.

17. Changes in members' names

If a Constituent's name changes, this Constitution is taken to refer to the same entity under its new name.

PART 4 - REGIONS

18. Changes in Regions

The LGA may treat a Council as having left its previous Region and / or joined another Region if:

- 18.1 the Council makes written application to the LGA to change its Region from a stated date;
- 18.2 the LGA notifies the proposed change to any existing Councils of the Region proposed to be joined by the applicant that did not join in that application;
- 18.3 none of those above Councils object in writing given to the LGA within 14 days after being so notified; and
- 18.4 the Board determines to effect the change.

PART 5 - GENERAL MEETINGS

19. Annual General Meetings (AGM) to be held

Subject to clause 21, the LGA must hold an AGM at least once in each calendar year and within 5 months after 30 June. An AGM is to be held in addition to any other general meetings held in a year.

20. Ordinary General Meetings (OGM) to be held

DELETED (AGM 31 October 2014).

21. Extension of dates for general meetings

In special circumstances, the Board may postpone the holding of an AGM provided that an AGM is held in every calendar year.

22. Other special meetings may be held

In addition to an AGM or an OGM, the LGA may hold a special meeting for a proper purpose.

23. Special Meetings

A **Special Meeting** is a general meeting called:

- 23.1 by the Board;
- 23.2 by the LGA when there is an imperative for the Ordinary Members to vote or to give a direction on a vital matter without delay;
- 23.3 by the LGA on written request from at least 10 Ordinary Members (which request is signed by the principal member or chief executive officer (or a person acting in the office of principal member or in the position of chief executive officer), of each Ordinary Member making the request and separate copies of a document setting out the request may be used for this purpose); or
- 23.4 by one or more of the Ordinary Members having made a request under clause 23.3, if within 14 days after receiving the request the LGA does not proceed to call a general meeting.

24. Notice of general meetings

- 24.1 At least 30 days notice must be given of an AGM or an OGM. At least 21 days notice must be given of a Special Meeting called at the request of Ordinary Members under clause 23.3 or called by one or more of those Ordinary Members under clause 23.4. At least 7 days notice must be given of a Special Meeting called under clauses 23.1 or 23.2.
- 24.2 A notice of a general meeting must:
- 24.2.1 set out the place, date and time for the meeting (and, if the meeting is to be held in 2 or more places, the technology that will be used to facilitate this);
 - 24.2.2 state the general nature of the business of the meeting;
 - 24.2.3 if a resolution to alter this Constitution is to be proposed at the meeting, set out an intention to propose that resolution and state the resolution; and
 - 24.2.4 state that an Ordinary Member has a right to appoint a Delegate and a Deputy Delegate for the meeting and that an Associate Member has a right to appoint a Representative for the meeting.
- 24.3 When a general meeting is adjourned, new notice of the resumed meeting must be given if the meeting is adjourned for 1 month or more.
- 24.4 Written notice of a general meeting must be given individually to:
- 24.4.1 each Constituent; and
 - 24.4.2 the President, Immediate Past President, each Board Member and Deputy Board Member.

For the purpose of this clause 24.4 the written notice may be given in hard copy form or electronically. Further, the notice may be given by referring the recipient to the LGA website to access the full notice of the general meeting.

25. Members' rights to put motions

- 25.1 Any Ordinary Member may give the LGA notice of a motion it proposes to move at a general meeting.
- 25.2 The notice must:
- 25.2.1 be in writing;
 - 25.2.2 set out the wording of the motion;
 - 25.2.3 where relevant, include references to the LGA, SAROC, the Metropolitan Local Government Group and/or other relevant local government strategic planning documents, and have regard to the strategic plans and policies of the other spheres of government;
 - 25.2.4 advise whether it has been referred to or considered by the relevant Region and whether it has the support of the relevant Region in which the Ordinary Member is located; and

25.2.5 be signed by the principal member or chief executive officer (or a person acting in either of those positions) of the Ordinary Member.

If 2 or more Ordinary Members give such notice jointly, separate copies of a document setting out the motion may be used for this purpose if the wording of the motion is identical in each copy.

If 2 or more Ordinary Members give notice of a proposed motion to the same or substantially the same effect those notices will be placed on the agenda for the general meeting at which they will be considered in order of the date and time received by the LGA.

25.3 If the LGA is given notice of a motion under this clause:

25.3.1 the motion is to be considered at the next general meeting that occurs more than 42 days after the notice is given;

25.3.2 the LGA must give all persons entitled to notice of a general meeting notice of the motion at the same time, or as soon as practicable afterwards, and in the same way, as the LGA gives notice of a meeting.

25.4 The Chief Executive Officer after consultation with the President, need not give notice of a motion if legal advice is that the proposed resolution is likely to be defamatory or otherwise contrary to law. In these circumstances, the chief executive officer of the Ordinary Member will be notified of this decision in advance of the general meeting at which the proposed motion was intended to be put.

25.5 Notwithstanding any other provision of this Constitution, the President may, in the President's absolute discretion, determine that a late notice of motion may be dealt with at the next general meeting.

25.6 In making a determination under clause 25.5, the President must take into account the Guiding Principles which are set out at regulation 4 of the Local Government (Procedures at Meetings) Regulations 2013.

25.7 If the President determines to accept a late notice of motion under clause 25.5, the LGA must give all persons entitled to notice of the general meeting written notice of the late notice of motion as soon as practicable (which may occur at any time prior to the commencement of the general meeting at which the notice of motion will be considered), in the manner prescribed by clause 24.4.

26. **Time and place for general meetings**

A general meeting must be held on a reasonable date, time and place.

27. **Postponement or cancellation of a general meeting**

27.1 A general meeting may be postponed or cancelled at any time before the day of the meeting:

27.1.1 if called by the LGA on the request of Ordinary Members under clause 23.3, by all of those same Ordinary Members so notifying the LGA;

27.1.2 if called by Ordinary Members under clause 23.4, by all of those same Ordinary Members so notifying the LGA; or

27.1.3 if called by the Board or the LGA of its own volition, as the Board may determine.

- 27.2 The LGA must give notice of the postponement or cancellation, and the reasons, to all persons entitled to receive notice of that meeting. A notice postponing a general meeting must conform to the same requirements as the original notice calling that meeting. The only business that may be transacted at a general meeting that has previously been postponed is the business specified in the original notice calling the meeting.
- 27.3 Any Ordinary Members postponing or cancelling a general meeting must pay the expenses of the postponement or cancellation unless the Board determines otherwise.
- 27.4 If a general meeting is postponed, an instrument appointing a Delegate, Deputy Delegate, or Representative for the meeting and given in accordance with this Constitution is effective for the postponed meeting when it occurs.

28. Business of a general meeting

- 28.1 The business of an AGM may include the consideration of the management and activities of the LGA even if not referred to in the notice of meeting.
- 28.2 *DELETED (AGM 31 October 2014).*
- 28.3 Subject to clause 28.1 no business may be considered or voted upon at a general meeting unless either:
- 28.3.1 it has previously been considered by the Board and the Board has made a recommendation on the business;
 - 28.3.2 it is stated on the face of a notice of meeting issued by the LGA;
 - 28.3.3 it is stated on the face of a notice of meeting issued by Ordinary Members under clause 23.4;
 - 28.3.4 a proposed resolution stated in a notice of motion under clause 25 is given to the LGA at least 42 days prior to the meeting and the LGA has included the substance of the resolution in the notice of meeting; or
 - 28.3.5 with the approval of the meeting, a Delegate puts to the meeting an item of business (not an alteration to this Constitution) and:
 - (a) the Delegate states it in the form of a motion and speaks on it for no more than 3 minutes, after which time the chair must put to the meeting the proposition, *"that this meeting consider the suggested motion of if some other Delegate seconds the same"*;
 - (b) if the proposition put by the chair is not passed, no action may be taken regarding the business;
 - (c) if the proposition put by the chair is passed, the business may proceed; or
 - 28.3.6 it is a late notice of motion that the President has determined may be dealt with at the general meeting under clause 26.5 and of which the LGA has given notice under clause 26.7.

29. **Technology at general meetings**

The LGA may hold a general meeting at 2 or more venues using any technology that gives the Constituents as a whole a reasonable opportunity to participate.

30. **Rights of attendance at general meetings**

Subject to the other provisions of this Constitution, at any general meeting the President, Immediate Past President, each Board Member, Deputy Board Member, Delegate, Deputy Delegate, Representative or individual attending under clause 35.1.2 in that capacity respectively is entitled to attend and be heard.

31. **Quorum for general meetings**

The quorum for a general meeting is 25 Ordinary Members and an item of business may not be transacted at a meeting unless a quorum is present when the meeting proceeds to consider it. A quorum present at the commencement of a meeting is taken to be present throughout the meeting unless the chair of the meeting declares otherwise.

If within 15 minutes after the time appointed for a general meeting a quorum is not present, the meeting:

31.1 if called by or on request of Ordinary Members, is dissolved; and

31.2 in any other case is adjourned to the same day in the following week and at the same time and place, or to such other day, time and place as the Chief Executive Officer advises by notice to all persons entitled to receive notice of that meeting.

At a meeting adjourned under clause 31.2, the quorum is 10 Ordinary Members. If a quorum is not present within 15 minutes after the time appointed for the resumed meeting, the meeting is dissolved.

For the purposes of this Constitution, an Ordinary Member is **present** at a general meeting if either or both its Delegate and Deputy Delegate are at the meeting.

32. **Chair of general meetings**

The President will chair a general meeting. If at a general meeting there is a vacancy in the office of President or the President is not present within 15 minutes after the time appointed for the meeting, or declines to act, the following may chair the meeting (in order of precedence):

32.1 a Vice President chosen by a majority of the Vice Presidents present;

32.2 the only Vice President present;

32.3 a Board Member chosen by a majority of the Board Members present;

32.4 the only Board Member present;

32.5 a Delegate chosen by a majority in number of the Delegates present; or

32.6 a Deputy Delegate chosen by a majority in number of the Delegates and Deputy Delegates present.

33. Chair has control of a general meeting

- 33.1 Subject to this Constitution, the chair of a general meeting has general conduct of the meeting and may determine the procedures to be followed.
- 33.2 The chair of a general meeting may determine immediately before or during the meeting that persons attending the meeting should:
- 33.2.1 be only the President, Immediate Past President, Board Members, Deputy Board Members, the Chief Executive Officer and persons attending as a Delegate or Deputy Delegate or Representative or under clause 35.1.2 or at the request of the chair;
 - 33.2.2 comply with any identification or security measures, including personal searches, as the chair considers appropriate;
 - 33.2.3 not make use of a mobile phone, camera, recording or broadcasting device except as permitted by the chair;
 - 33.2.4 not possess any placard, banner or other article the chair considers may be dangerous, offensive or liable to cause disruption.
- 33.3 The chair may refuse a person admission to, or require a person to leave and not return to, a general meeting if the person fails to comply with a determination of the chair authorised by this clause.
- 33.4 The chair's determination in good faith on a procedural matter is final.

34. Adjournment of a general meeting

- 34.1 The chair must adjourn a general meeting if the Ordinary Members present with a majority of votes at the meeting agree or direct that the chair must do so.
- 34.2 A resolution passed at a meeting resumed after an adjournment is passed on the day it is passed.

35. Representation at general meetings

- 35.1 At a general meeting, an Ordinary Member is entitled to be represented:
- 35.1.1 by 1 Delegate or by 1 Deputy Delegate; or
 - 35.1.2 failing attendance at the meeting by either of the above, by 1 Elected Representative as nominated in writing by the chief executive officer of that Ordinary Member (or a person acting in the position of chief executive officer), which writing must be given to the LGA before the general meeting at which the person is to attend.

For the purpose of clause 35.1.2, **writing** includes a letter, email or fax purporting to be from the chief executive officer (or a person acting in the position of chief executive officer).

- 35.2 At a general meeting, an Associate Member is entitled to be represented by 1 Representative.

36. Qualifications for appointment as a Delegate, Deputy Delegate or Representative

- 36.1 A Delegate must be an Elected Representative of the Ordinary Member appointing him or her, both when appointed and at the general meeting when acting as Delegate.
- 36.2 A Deputy Delegate must be an Elected Representative of the Ordinary Member appointing him or her, both when appointed and at the general meeting when acting as Deputy Delegate.
- 36.3 A Representative must be either a member of the governing body or the chief executive officer (or a person acting in the position of chief executive officer) of the Associate Member appointing him or her, both when appointed and at the general meeting when acting as Representative.
- 36.4 Despite any other provision of this clause, if a Constituent is a single person constituted as a body corporate and:
- 36.4.1 the Constituent is an Ordinary Member - that person is the only person qualified to be the Delegate for that Ordinary Member;
- 36.4.2 the Constituent is an Associate Member - that person is the only person qualified to be the Representative for that Associate Member.
- 36.5 A Delegate, Deputy Delegate or Representative ceases to hold that position if and when no longer qualified to hold that position under the other provisions of this clause.

37. Appointment of a Delegate, Deputy Delegate or Representative

- 37.1 To be valid, an appointment of a Delegate, Deputy Delegate or Representative must be in writing:
- 37.1.1 signed by the chief executive officer of the appointor (or a person acting in the position of chief executive officer);
- 37.1.2 naming both the appointor and the individual appointed; and
- 37.1.3 given to the LGA before the commencement of the general meeting at which the appointee is to attend.
- 37.2 Subject to clause 36.5, an appointment of a Delegate, Deputy Delegate or Representative may be a standing one.
- 37.3 Subject to clause 37.1.3, at any time a Constituent may in writing given to the LGA revoke an appointment of their Delegate, Deputy Delegate or Representative and substitute another individual qualified for the position.
- 37.4 For the purposes of this clause, **writing** includes a letter, email or fax purporting to be from a chief executive officer (or a person acting in the position of chief executive officer).

38. Suspension of voting rights

Despite any other provision of this Constitution, an Ordinary Member is not entitled to vote at a general meeting if on the date of the meeting for at least 60 days the Ordinary Member has failed to pay any moneys due to the LGA.

Before the meeting, the Board may waive the operation of the above provisions in relation to one or more Ordinary Members.

39. Voting by Delegates and Deputy Delegates

At a general meeting, the following individuals may vote on a resolution on behalf of the Ordinary Member who appointed them (in descending order of precedence):

- 39.1 the Delegate of that Ordinary Member; or failing them
- 39.2 the Deputy Delegate of that Ordinary Member; or failing them
- 39.3 an individual attending under clause 35.1.2 for that Ordinary Member.

40. Representatives and Non Delegate council members and officers do not vote

- 40.1 To avoid doubt, a Representative is not entitled to vote at a general meeting.
- 40.2 To avoid doubt, any elected member or officer of an Ordinary Member who is not a Delegate or Deputy Delegate or in attendance under clause 35.1.2 may attend at and with the consent of the chair participate in a general meeting but is not entitled to vote.

41. How many votes a member has at a general meeting

At a general meeting:

- 41.1 an Ordinary Member:
 - 41.1.1
 - (a) on a poll for the election of a President, has 1 vote; and
 - (b) on a poll for the election of a Board Member or a Deputy Board Member, has 1 vote where entitled to vote in such election (see clause 59); and
 - 41.1.2 on any other matter arising for decision whether on a poll or otherwise, has these votes;
 - (a) an Ordinary Member whose area has a population up to 10,000 people – 1 vote;
 - (b) an Ordinary Member whose area has a population of between 10,001 and 50,000 people – 2 votes;
 - (c) an Ordinary Member whose areas has a population of over 50,001 people – 3 votes,
- and for these purposes the population of an Ordinary Member's area is the population stated in the estimated population figures at the time last published by the Australian Bureau of Statistics;
- 41.2 the chair does not have a casting vote (but if applicable may vote as a Delegate, Deputy Delegate or individual attending under clause 35.1.2); and
- 41.3 an Associate Member does not have a vote.

42. **Mandatory voting**

At a general meeting:

- 42.1 if present, a Delegate must vote on all matters arising and may not abstain from voting;
- 42.2 if a Delegate is not present but a Deputy Delegate for the same Ordinary Member is present, the Deputy Delegate must vote on all matters arising and may not abstain from voting;
- 42.3 if an individual is attending under clause 35.1.2, and the Delegate or Deputy Delegate of that Ordinary Member are not present that individual must vote on all matters arising and may not abstain from voting.

43. **Objections to right to vote**

A challenge to a right to vote at a general meeting:

- 43.1 may only be made at the meeting; and
- 43.2 must be determined by the chair, whose decision in good faith is final.

44. **How voting is carried out**

- 44.1 A resolution put to the vote at a general meeting must be decided on a show of voting cards unless a poll is demanded.
- 44.2 On a show of voting cards, a declaration by the chair is conclusive evidence of the result, provided that the declaration reflects the show of voting cards. Neither the chair nor the minutes need to state the number or proportion of the votes recorded in favour or against.
- 44.3 A poll may be demanded on any resolution (except the election of a chair) by:
 - 44.3.1 at least one-third of Delegates or Deputy Delegates or individuals attending under clause 35.1.2 for different Ordinary Members; or
 - 44.3.2 the chair.
- 44.4 A demand for a poll may be withdrawn.
- 44.5 The poll may be demanded:
 - 44.5.1 before a vote is taken;
 - 44.5.2 before the voting results on a show of voting cards are declared; or
 - 44.5.3 immediately after the voting results on a show of voting cards are declared.
- 44.6 A poll demanded on a matter other than the question of an adjournment must be taken when and in the manner the chair directs. A poll on the question of an adjournment must be taken immediately.
- 44.7 A resolution for which there is not a majority of votes fails.

45. **Questions and comments at an AGM**

The chair of an AGM must allow a reasonable opportunity for Ordinary Members to ask questions about or make comments on the management and activities of the LGA.

PART 6 – OFFICER BEARERS

46. **President of the LGA**

46.1 The LGA must have a President.

46.2 The President must:

46.2.1 have served at least 12 continuous months upon the Board as a Board Member as measured from the conclusion of the previous general election of Board Members to the date of calling for nominations for President;

46.2.2 in rotation be an Elected Representative of an Ordinary Member in the Metropolitan Local Government Group and, at the next election, be an Elected Representative of an Ordinary Member in a Region other than the Metropolitan Local Government Group and so on.

46.3 Subject to clause 46.2.2, a person may be President on more than one occasion.

46.4 The President has these functions:

46.4.1 to be a member of, to chair and to provide leadership to the Board;

46.4.2 to be a member of, to chair and to provide leadership to the Executive Committee;

46.4.3 to chair general meetings;

46.4.4 to represent the LGA to the wider community and the media, consistent with adopted policy positions of the LGA; and

46.4.5 those of a Board Member, as if a Board Member.

46.5 The President takes office at the conclusion of the general election of Board members.

47. **Immediate Past President of the LGA**

47.1 The LGA may have an Immediate Past President.

47.2 If willing and able to act, the Immediate Past President is the individual who was President immediately before the current President.

47.3 The Immediate Past President must be an Elected Representative for an Ordinary Member.

47.4 The Immediate Past President has these functions:

47.4.1 to the extent requested, to assist and support the President in the performance of the President's functions;

47.4.2 to the extent requested, deputise for the President;

- 47.4.3 to be on the Board;
- 47.4.4 to be on the Executive Committee;
- 47.4.5 those of a Board Member, as if a Board Member.

48. **Vice Presidents of the LGA**

- 48.1 The LGA may have up to 4 Vice Presidents.
- 48.2 A Vice President must:
 - 48.2.1 be a Board Member; and
 - 48.2.2 have served at least 12 continuous months upon the Board as a Board Member as measured from the conclusion of the previous general election of Board Members to the date of calling for nominations for Vice President.
- 48.3 A Vice President has these functions:
 - 48.3.1 to the extent requested, to assist and support the President in the performance of the President's functions;
 - 48.3.2 to the extent requested, deputise for the President;
 - 48.3.3 if present and so elected, to chair meetings of the Board at which the President is absent or unwilling to act as chair;
 - 48.3.4 if present and so elected, to chair meetings of the Executive Committee at which the President is absent or unwilling to act as chair;
 - 48.3.5 if present and so elected, to chair general meetings at which the President is absent or unwilling to act as chair; and
 - 48.3.6 those of a Board Member.

49. **Numbers of Board Members and Deputy Board Members**

At any time there must not be in office:

- 49.1 more than 2 Board Members and 1 Deputy Board Member appointed or elected by and representing Central Region;
- 49.2 more than 1 Board Member and 1 Deputy Board Member appointed or elected by and representing Eyre Peninsula Region;
- 49.3 more than 8 Board Members and 4 Deputy Board Members appointed or elected by and representing Metropolitan Local Government Group;
- 49.4 more than 2 Board Members and 1 Deputy Board Member appointed or elected by and representing River Murray Region;

- 49.5 more than 1 Board Member and 1 Deputy Board Member appointed or elected by and representing South East Region;
- 49.6 more than 1 Board Member and 1 Deputy Board Member appointed or elected by and representing Southern and Hills Region;
- 49.7 more than 1 Board Member and 1 Deputy Board Member appointed or elected by and representing Spencer Gulf Cites Region;
- 49.8 more than 1 Board Member appointed by the Board and representing Unincorporated Areas.

50. **Board Members**

- 50.1 Subject to clause 49.8 a Board Member must be an Elected Representative of an Ordinary Member.
- 50.2 At any time, there can be only 1 Board Member from the same Ordinary Member. To avoid doubt, at the one time
 - 50.2.1 the President and also a Board Member or a Deputy Board Member may be from the same Ordinary Member and
 - 50.2.2 the Immediate Past President and also a Board Member or a Deputy Board Member may be from the same Ordinary Member.
- 50.3 where representing Unincorporated Areas the Board Member must have a demonstrable link or association with one or more of the Associate Members as set out in the definition at clause 3 of this Constitution.
- 50.4 A Board Member has these functions:
 - 50.4.1 to be on the Board and make reasonable endeavours to attend and participate in each meeting of the Board;
 - 50.4.2 contribute to the LGA by providing leadership for local government and pursuing the objects of the LGA;
 - 50.4.3 represent the LGA in a positive manner to the wider community in South Australia and, if the opportunity arises, nationally and internationally;
 - 50.4.4 present to the Board the interests and views of the Ordinary Members of the Region they represent or of the Unincorporated Areas as the case may be; and
 - 50.4.5 (subject to any overriding duty of confidentiality) convey decisions of the Board and other information back to the Ordinary Members of the Region they represent or Unincorporated Areas as the case may be.

51. **Deputy Board Members**

- 51.1 In respect of a Region:

- 51.1.1 A Deputy Board Member must be an Elected Representative of an Ordinary Member but not of the same Ordinary Member of which a Board Member representing that Region is an Elected Representative.
- 51.1.2 A Deputy Board Member becomes a Board Member and ceases to be a Deputy Board Member if and when a Board Member vacates office. The former Deputy Board Member holds office as the Board Member for the balance of the term of the Board Member having vacated office.
- 51.2 In respect of the Metropolitan Local Government Group;
 - 51.2.1 the Board will, at its first meeting after the commencement of the terms of office of the Board Members and Deputy Board Members, assign one Deputy Board Member to two Board Members and that Deputy Board Member will thereafter deputise during the absence of either of those Board Members.
 - 51.2.2 A Deputy Board Member will become a Board Member and cease to be a Deputy Board Member if and when one of the Board Members vacates office. The former Deputy Board Member will hold office as a Board Member for the balance of the term of office of the Board Member. Where both Board Members are absent (or vacate office) the Board will identify another Deputy Board Member to deputise or to hold office in accordance with this clause as the case requires.

52. **Oath of elected office**

A person new to the Board must at the first Board meeting to be attended by that person in writing (in form provided by the Chief Executive Officer with approval of the Board) declare they will, to the best of their ability:

- 52.1 undertake their Board role conscientiously;
- 52.2 consider the interests of the Board;
- 52.3 consider the interests of the Councils they represent;
- 52.4 ensure they are informed of the views and interests of Councils they represent;
- 52.5 actively contribute to the Board;
- 52.6 support the decisions and actions of the Board.

Neglect to give that declaration does not remove the person from the Board.

53. **Chief Executive Officer**

- 53.1 The LGA must have a Chief Executive Officer.
- 53.2 At any time, the Board may give a new title to the position of Chief Executive Officer, in which case this Constitution is taken to refer to the same position under the new title.
- 53.3 The Chief Executive Officer must not be an Elected Representative or employee of any Council. To avoid doubt, the Chief Executive Officer may be the LGA's nominee member of any organisation or body to which the LGA is entitled to make a nomination.

- 53.4 The Chief Executive Officer has these functions:
- 53.4.1 to give notices for Board meetings, and make reasonable endeavours to attend and participate in each such meeting;
 - 53.4.2 to be an advisor to the Executive Committee, give notices for its meetings, and make reasonable endeavours to attend and, as required, participate in each such meeting;
 - 53.4.3 to be on any committees to which he/she is appointed by the Board, give notices for their meetings, and (if a member of the committee) make reasonable endeavours to attend and participate in each such meeting;
 - 53.4.4 give notices for Metropolitan Local Government Group and SAROC meetings, and make reasonable endeavours to attend and participate in each such meeting;
 - 53.4.5 cause minutes to be kept of all meetings referred to in any above provision and promptly forward copies of those minutes to each person entitled to such minutes.
- 53.5 In addition, the Chief Executive Officer has the functions vested in him or her by the Board and, unless the Board determines otherwise, has these functions subject to such directions as the Board may give to him or her:
- 53.5.1 to be responsible to the Board for the execution of its decisions;
 - 53.5.2 to receive and answer correspondence and notices to the LGA;
 - 53.5.3 to keep all books, records and documents belonging to the LGA;
 - 53.5.4 to supervise the handling of money by or for the LGA and the keeping of financial records;
 - 53.5.5 to issue receipts for moneys received and keep a correct account of all receipts and expenditure;
 - 53.5.6 to sign cheques or otherwise authorise payments on behalf of the LGA together with such other signatories appointed by the Board;
 - 53.5.7 to have custody and safekeeping of the common seal;
 - 53.5.8 to prepare draft business plans and budgets for consideration of the Board;
 - 53.5.9 to monitor the financial performance of the LGA against its budget, and promptly report to the Board any material discrepancies known or anticipated;
 - 53.5.10 to prepare such statements, reports, returns or other written information as any law requires the LGA to lodge with government;
 - 53.5.11 to prepare draft financial statements for consideration of the Board; and
 - 53.5.12 such other functions as the Executive Committee may vest in the Chief Executive Officer.

- 53.6 In addition, the Chief Executive Officer has such other functions as may be stated elsewhere in this Constitution.
- 53.7 In the performance of his or her functions, the Chief Executive Officer must conform to (in order of precedence):
 - 53.7.1 policy adopted and other decisions taken at general meetings;
 - 53.7.2 policy adopted and other decisions by the Board;
 - 53.7.3 policy adopted and other decisions by the Executive Committee.

54. Auditor

- 54.1 The LGA must have an auditor.
- 54.2 The auditor will be appointed by the Board and must be –
 - 54.2.1 a registered company auditor; or
 - 54.2.2 a firm comprising at least one registered company auditor.
- 54.3 A person is not eligible to be the auditor if –
 - 54.3.1 the person is an elected member of an Ordinary Member, or
 - 54.3.2 the person is an officer of a Constituent, or
 - 54.3.3 the person is a nominated candidate for election as an elected member of an Ordinary Member.
- 54.4 The term of appointment of an auditor must not exceed 5 years.
- 54.5 A person's ability to hold office as an auditor, and to be reappointed to that office, is subject to the qualification that if the person has held the office of auditor of the LGA for at least 5 successive financial years, or for 5 out of 6 successive financial years -
 - 54.5.1 the person may only continue in that office if he or she ensures that any individual who plays (or who has played) a significant role in the audit of the LGA for 5 successive financial years, or for 5 out of 6 successive financial years, does not then play a significant role in the audit of the LGA for at least 2 financial years; or
 - 54.5.2 the person may be reappointed to the office if at least 2 years have passed since he or she last held the office.
- 54.6 The Board may terminate the services or accept the resignation of an auditor of the LGA, but must immediately appoint a replacement auditor.
- 54.7 The auditor has the same functions and powers as an auditor under Division 4 of Part 3 of Chapter 8 of the *Local Government Act 1999*, and must comply with all relevant regulations, made under the Act so far as can be made applicable to the LGA. For these purposes the auditor must:
 - (a) undertake an audit of both the LGA's financial statements and the LGA's controls re receipt, expenditure and investment of money, acquisition and disposal of property and incurring of liabilities;

- (b) provide an audit opinion with respect to both the financial statements and adequacy of controls; and
- (c) in so doing, comply with regulations on audit standards made under the Local Government Act.

PART 7 – NOMINATION OF OFFICERS

55. Notice calling for nominations

On a date determined by the returning officer and being not later than 1 September before officers are to retire in every second year, the LGA must send to all Ordinary Members notices calling for nominations for the office of President, Board Members, and Deputy Board Members.

56. Nominations are pre-requisite

A person may not be considered for election or elected as President or as a Board Member or Deputy Board Member except upon a valid nomination under this Constitution or under clause 61.

57. Nominations for office

To be valid, a nomination for election as President or as a Board Member or Deputy Board Member requires that:

- 57.1 a candidate for President satisfies clause 46.2 and is an Elected Representative of an Ordinary Member both at the time the nomination is given to the LGA and at the conclusion of the general election of Board members from which he or she is to take office;
- 57.2 a candidate for Board Member or Deputy Board Member is an Elected Representative of an Ordinary Member both at the time the nomination is given to the LGA and at conclusion of the general election of Board members from which he or she is to take office;
- 57.3 there must be given to the LGA within 45 days of the date determined under clause 55:
 - 57.3.1 notice in writing signed by the candidate in which they:
 - (a) consent to act as President, if standing for that office and so elected; or
 - (b) consent to act as a Board Member and / or Deputy Board Member if standing for such office and so elected;
 - 57.3.2 a letter from the Ordinary Member of which the candidate is an Elected Representative, proposing the candidate for election and signed by the chief executive officer of that Ordinary Member with the prior sanction of a resolution of that Ordinary Member.
- 57.4 an Ordinary Member cannot nominate a candidate outside of its own elected body;
- 57.5 subject to clause 57.6 an Ordinary Member cannot nominate more than one candidate for election as a Board Member or Deputy Board Member at any one time;

- 57.6 where the election is a general election of Board Members there must be no other nominee (excepting the President and immediate past President) from that Ordinary Member and where the election is a supplementary election to fill a casual vacancy under clause 77 there must be no other nominee or any existing Board Member (excepting the President and immediate Past President) from that Ordinary Member.
- 57.7 to avoid doubt, an Ordinary Member may nominate a candidate for President and a candidate as a Board Member (or Deputy Board Member) but may not nominate the same person for both positions.
- 57.8 unless stated otherwise, a nomination to act as a Board Member includes nomination to act as a Deputy Board Member.

PART 8 – ELECTION OF OFFICE BEARERS

58. Election of a President

- 58.1 If only 1 nomination for President is received, that person is elected and takes office as President at the conclusion of the general election of Board Members if at that time he or she is qualified to be elected to office.
- 58.2 If more than 1 nomination for President is received, the LGA must conduct a postal vote under Part 9. A candidate in whose favour the postal vote is finally declared is elected and takes office as President at the conclusion of the general election of Board Members at that time he or she is qualified to be elected to office.
- 58.3 If at the conclusion of the general election of Board Members:
 - 58.3.1 no person has been elected to take office as President; or
 - 58.3.2 a person so elected is not qualified for office and the returning officer has chosen not to proceed in reliance upon clauses 58.6 and/or 59.6; or
 - 58.3.3 a person so elected withdraws their candidature before the conclusion of the general election of Board Members;

the LGA must call a Special Meeting in accordance with clause 23.2 and at which Special Meeting the following will occur:

 - 58.3.4 there will be a call for nominations for President from the delegates (or failing them deputy delegates) present; and
 - 58.3.5 the election of a President will be put to a vote of the Ordinary Members present, and a person so elected takes office at the conclusion of that Special Meeting.
- 58.4 For the avoidance of doubt a candidate nominated at the Special Meeting must satisfy the requirements of clause 46.2.
- 58.5 The election of the President will occur on the basis of the highest number of votes obtained where each Ordinary Member has one vote.
- 58.6 In recognition of the possible impact of the local government periodic elections for every second LGA election cycle, if circumstances arise whereby the person elected to the office of President is no longer qualified to be elected to that office, the returning officer may rely upon the operation of clause 58.3 or may seek further

nominations and for these purposes may determine the procedure and timeframe for the further call for nominations for the office of President. If at the conclusion of a further nomination process no person has been elected as President, clause 58.3 will apply.

59. Election of Board Members (other than for Unincorporated Areas)

- 59.1 For the avoidance of doubt, this clause does not apply to Unincorporated Areas.
- 59.2 If the number of nominations for Board Members to represent a particular Region (other than the Metropolitan Local Government Group) does not exceed the number of positions to become vacant for that Region, each candidate is elected and takes office as a Board Member to represent that Region at the conclusion of the general election of Board Members if he or she is qualified to be elected to office.
- 59.3 If the number of nominations for Board Members to represent a particular Region (other than the Metropolitan Local Government Group) exceeds the number of positions to become vacant for that Region, then:
- 59.3.1 the Region may determine which Board Members and Deputy Board Members it wishes to appoint and provide notice of those persons to the LGA within 45 days of the date determined under clause 55. These persons will take office and the Board Members will represent the Region at the conclusion of the general election of Board Members if he or she is qualified to be elected to office;
- 59.3.2 failing any appointment of Board Members and Deputy Board Members under subclause 59.3.1 being notified to the LGA in accordance with that subclause the LGA will conduct a vote under clause 59.4. A candidate in whose favour the vote is finally declared is elected and takes office as a Board Member to represent that Region at the conclusion of the Special Meeting.
- 59.4 The LGA will call a Special Meeting in accordance with clause 23.2 where:
- 59.4.1 a person or the relevant number of persons have not been elected to take office as a Board Member (or Deputy Board Member as the case may be) to represent a particular Region at the conclusion of the general election of Board Members; or
- 59.4.2 a person so elected is not qualified for office;
- and the chair of the Special Meeting must:
- 59.4.3 seek to fill the number of vacant positions then remaining by making a call for nominations for Board Member (or Deputy Board Member as the case may be) from the Delegates (or failing them Deputy Delegates) for Ordinary Members in that Region present; and
- 59.4.4 putting the election of a Board Member (or Deputy Board Member as the case may be) to a vote of those Ordinary Members in that Region present, and a person so elected takes office at the conclusion of that Special Meeting.

- 59.5 If the number of nominations for Board Members to represent the Metropolitan Local Government Group:
- 59.5.1 is eight (8) or less, each candidate is elected and takes office as a Board Member at the conclusion of the general election of Board Members if he or she is qualified to be elected to office and the balance of offices will be filled under clause 59.4;
 - 59.5.2 exceeds eight (8) in total then the LGA must conduct a postal vote under Part 9 of this Constitution. A candidate in whose favour the postal vote is finally declared is elected and takes office as a Board Member at the conclusion of the general election of Board Members if he or she is qualified to be elected to office;
 - 59.5.3 to avoid doubt, in the postal vote, the eight nominees with the highest number of votes will be elected as Board Members and the four nominees with the next highest number of votes will be elected as Deputy Board Members. In any circumstances where there are insufficient nominees to fill the four Deputy Board Member positions the balance of the offices will be filled under clause 59.4 or at the discretion of the returning officer, at the next OGM, AGM or Special Meeting.
- 59.6 In recognition of the possible impact of the local government periodic elections for every second LGA election cycle, if circumstances arise whereby the person or persons elected to an office of Board member or Deputy Board Member are no longer qualified to be elected to that office, the Returning Officer may rely upon the operation of clause 59.4 or may seek further nominations and for these purposes may determine the procedure and timeframe for the further call for nominations for the office of Board Member and/or Deputy Board Member as the case may be. If at the conclusion of a further nomination process no person has been elected as Board Member, clause 59.4 will apply.

60. Election of Deputy Board Members

For the avoidance of doubt clause 59 applies to candidates for election as Deputy Board Member of a Region noting that a Deputy Board Member will be a nominee or nominees who receive the highest number of votes after the election of the Board Member or Board Members.

61. Appointment of a Board Member for Unincorporated Areas

At any time, the Board may appoint a person from the Unincorporated Areas as a Board Member where the Board is satisfied that the requirements of clause 50.3 of this Constitution are met.

62. Election of Vice Presidents

- 62.1 At the first Board meeting following the conclusion of the general election of Board Members, the chair must call for nominations for the office of Vice President from those Board Members eligible for the office under clause 48.2 and having regard to clause 62.4.
- 62.2 If the number of nominations for Vice President does not exceed 4, those candidates are each elected as Vice Presidents.
- 62.3 If the number of nominations for Vice President exceeds 4, the Board must put the matter to a vote of the members of the Board. A candidate or candidates in whose favour the vote is finally declared is / are elected as Vice Presidents.

- 62.4 The persons elected to the position of Vice President will be those securing the highest number of votes on the basis of one vote per Board Member.
- 62.5 If the vote for any position of Vice President is tied then lots must be drawn to determine which candidate or candidates will be excluded.
- 62.6 Despite any other provision of this clause, of the Vice Presidents in office at any time 2 must be Board Members representing the Metropolitan Local Government Group and 2 must be Board Members representing a Region other than the Metropolitan Local Government Group or Unincorporated Areas.

PART 9 – POSTAL VOTING

63. Application of this Part

The provisions in this Part apply:

- 63.1 to the election of a President other than at a Special Meeting called by the LGA for the purposes of clause 58.3 if there are 2 or more candidates for that office – in that case, the electors are all the Ordinary Members;
- 63.2 to the election of a Board Member or Deputy Board Member for the Metropolitan Local Government Group under clause 59.5;

64. Postal voting

Where this Part applies, the returning officer for the election will be a person determined by the Board from time to time who may be but not need be the Chief Executive Officer or the State Electoral Commissioner:

- 64.1 A notice must be sent to electors stating:
 - 64.1.1 the names of the candidates as drawn by ballot by the returning officer;
 - 64.1.2 the time and date the election closes (not less than 45 days after the notice is sent);
 - 64.1.3 that to cast a valid vote, the elector must give the LGA either
 - (a) a copy of the minutes of the meeting held by the elector (as a council) in relation to the election duly certified by the chief executive officer of the elector or a person acting in the position of chief executive officer or
 - (b) a certified copy of a decision of a delegate.

In either case clearly indicating the order of preference of the candidates for whom the elector is voting;

- 64.2 The notice must be accompanied by any information (not more than 1,000 words long or in the opinion of the returning officer offensive or defamatory) which any candidate may have provided to the LGA for the purpose;
- 64.3 The notice must be accompanied by an envelope marked "Voting Paper" and (if the LGA so chooses) a second envelope marked "Returning Officer – LGA Election".

65. Return of postal votes

To be valid, a vote under this Part must be:

- 65.1 in the form clause 64.1.3 requires;
- 65.2 sealed in the envelope(s) supplied; and
- 65.3 given in that sealed envelope to the LGA (or placed in a ballot box made available by the LGA for that purpose) within the time that clause 64.1.2 requires (as to which time is of the essence).

66. Counting of votes

After the closing time for the receipt of votes, the returning officer must promptly open the envelopes and, in accordance with the methods set out in section 48 of the *Local Government (Elections) Act 1999*, count the number of valid votes received by each candidate. A candidate for election may require their scrutineer be present during counting.

67. Provisional declaration of the result

As soon as practicable after completion of counting, the returning officer must issue a provisional declaration of election. The returning officer may undertake a recount of the votes cast where a candidate (not being a candidate in whose favour the provisional declaration has been made) within 24 hours after being notified of the provisional declaration requests the returning officer to undertake a recount, or where the returning officer chooses to do so of his or her own volition.

68. Final declaration of the result

The returning officer must certify the final declaration of election as follows:

- 68.1 if a recount is not requested - immediately after the 24 hour period referred to in clause 67 following the provisional declaration of election;
- 68.2 if any request for a recount is received and the returning officer in his or her discretion rejects such request - immediately after the 24 hour period referred to in clause 67; or
- 68.3 as soon as practicable following any recount.

PART 10 – WHEN OFFICERS VACATE OFFICE

69. When the President vacates office

- 69.1 A President vacates that office at the conclusion of the next general election of Board Members after taking office.
- 69.2 A President vacates that office if they cease to be an Elected Representative for an Ordinary Member.
- 69.3 A President vacates that office upon a public or other formal announcement, that they are a candidate for election to an Australian Parliament;
- 69.4 *DELETED (AGM October 2015)*
- 69.5 A President vacates that office if any of the circumstances provided for at clauses 72.1.5 – 72.1.7 inclusive arise.

70. When a Vice President vacates office

70.1 A Vice President may be removed from that office by resolution of the Board.

70.2 A Vice President vacates that office if they cease to be a Board Member.

70.3 A Vice President vacates that office at the conclusion of the next general election of Board Members after taking office.

71. When a Board Member representing Unincorporated Areas vacates office

A Board Member appointed by the Board to represent Unincorporated Areas may be removed from that office by resolution of the Board.

72. When a Board Member vacates office

72.1 A Board Member vacates office if and when:

72.1.1 (if representing a Region other than Unincorporated Areas) removed from office by a resolution of the Ordinary Members of the Region they represent whether that resolution:

(a) is passed at a general meeting upon which only those Ordinary Members vote; or

(b) is passed at a separate meeting of those Ordinary Members duly called and held in conformity with this Constitution so far as can be made applicable; or

(c) is by ballot or postal vote of those Ordinary Members; or

(d) is in writing signed by the principal member or chief executive officer (or a person acting in that capacity) of a majority in number of those Ordinary Members, and separate copies of a document setting out the resolution may be used for this purpose;

72.1.2 they give written resignation to the LGA;

72.1.3 they cease to be an Elected Representative of an Ordinary Member of which they were an Elected Representative at time of their last election as Board Member, whether by operation of section 54 of the *Local Government Act 1999* or otherwise;

72.1.4 as a Board Member representing Unincorporated Areas they cease to maintain the demonstrable association or link with the Unincorporated Areas as set out at clause 50.3 of this Constitution.

72.1.5 found guilty of an offence involving dishonesty or an offence of a kind in the opinion of the Board likely to bring the LGA or local government generally into disrepute;

72.1.6 the Ordinary Member of which they were an Elected Representative at time of their last election as Board Member ceases to be an Ordinary Member, even if that former Ordinary Member is later reinstated to membership; or

72.1.7 is removed from office by resolution of the Board on the ground that he or she has been absent, without leave of the Board, from 3 successive meetings of the Board each of which meetings was scheduled under clause 91.

72.2 A Board Member also vacates that office at the conclusion of the next general election of Board Members after taking office.

73. When a Deputy Board Member vacates office

73.1 A Deputy Board Member vacates office in the same circumstances as would a Board Member (as made applicable) excepting clause 72.1.6.

73.2 A Deputy Board Member also vacates that office at the conclusion of the next general election of Board Members after taking office.

PART 11 – CASUAL VACANCIES OF OFFICERS

74. Casual vacancy of the President

If there is a casual vacancy in the office of President then the Board must promptly appoint a Vice President to that office for the balance of the term of the President having vacated office. If the President having vacated office was an Elected Representative of an Ordinary Member in the Metropolitan Local Government Group, the person so appointed to fill the vacancy must have the same qualification. If the President having vacated office was an Elected Representative of an Ordinary Member in a Region other than the Metropolitan Local Government Group, the person so appointed to fill the vacancy must have the same qualification. In the case of an equality of votes, the Chief Executive Officer must draw lots to determine the candidate appointed.

75. Casual vacancy of the Immediate Past President

If there is a casual vacancy in the office of Immediate Past President, the office stands vacant until the next conclusion of the general election of Board Members.

76. Casual vacancy of a Vice President

If there is a casual vacancy in the office of Vice President, subject to clause 62.4 the Board must promptly appoint a Board Member to that office for the balance of the term of the Vice President having vacated office. In case of an equality of votes, the Chief Executive Officer must draw lots to determine the candidate appointed.

77. Casual vacancy of a Board Member or Deputy Board Member

77.1 If there is a casual vacancy in the office of a Board Member appointed to represent Unincorporated Areas, then the Board may promptly appoint a Board Member to that office for the balance of the term of the Board Member having vacated office. In case of an equality of votes, the Chief Executive Officer must draw lots to determine the candidate appointed.

77.2 If there is a casual vacancy in the office of a Board Member appointed to represent a Region it will be filled in accordance with clause 51.1.2 by the Deputy Board Member. If the Deputy Board Member refuses to accept the office of Board Member or if there is a casual vacancy in the office of Deputy Board Member the Ordinary Members of that Region must promptly act to appoint the Board Member / Deputy Board Member (as the case may be) to that office for the balance of the term of the Board Member / Deputy Board Member having vacated office. A postal vote need not be taken, unless one or more of those Ordinary Members requires otherwise. In

case of an equality of votes, the Chief Executive Officer must draw lots to determine the candidate appointed.

- 77.3 If a casual vacancy in the office of a Board Member / Deputy Board Member results from dissolution of the Region they were elected to represent, there must be a postal vote of the Ordinary Members who were last in that Region to elect a Board Member / Deputy Board Member to fill those vacancies, each such Ordinary Member having only 1 vote. If any of those Ordinary Members have been subject to amalgamation under Chapter 3 of the *Local Government Act 1999*, in that vote the council so constituted has only 1 vote.
- 77.4 If there is a casual vacancy in the office of a Board Member appointed to represent the Metropolitan Local Government Group it will be filled in accordance with clause 51.2.2.

78. Qualification for office

A person appointed to fill a casual vacancy must be qualified for the office as this Constitution requires.

PART 11A – LEAVE OF ABSENCE

78A. Acting Positions

- 78A.1 Where, for the purposes of 69.5, the President is granted a leave of absence from 3 or more successive meetings of the Board, the Board must promptly appoint a Vice President to act in that office until the President returns to office. If the President is an Elected Representative of an Ordinary Member in the Metropolitan Local Government Group, the Vice President must have the same qualification. If the President is an Elected Representative of an Ordinary Member in a Region other than the Metropolitan Local Government Group, the Vice President must have the same qualification. The Vice President so appointed will be referred to as the 'Acting President'.
- 78A.2 Where under clause 78A.1 a Vice President is appointed as the Acting President, the Board must promptly appoint a Board Member to act in the office of the Vice President until the Vice President returns to office. Where the Vice President is an Elected Representative of an Ordinary Member in the Metropolitan Local Government Group, the Board Member so appointed must have the same qualification. If the Vice President is an Elected Representative of an Ordinary Member in a Region other than the Metropolitan Local Government Group, the person so appointed must have the same qualification. The Board Member so appointed will be referred to as an 'Acting Vice President'.
- 78A.3 Where under clause 78A.2 a Board Member is appointed as an Acting Vice President:
- 78A.3.1 if the Board Member so appointed represents a Region the short term vacancy in their office will be filled in accordance with clause 51.1.2 by the Deputy Board Member until the Board Member returns to office. If there is a casual vacancy in the office of Deputy Board Member the Ordinary Members of that Region must promptly act to appoint a Deputy Board Member to that office for the balance of the term of the Deputy Board Member having vacated office. A postal vote need not be taken, unless one or more of those Ordinary Members requires otherwise. In case of an equality of votes, the Chief Executive Officer must draw lots to determine the candidate appointed.

78A.3.2 if the Board Member so appointed represents the Metropolitan Local Government Group the short term vacancy in their office will be filled in accordance with clause 51.2.2 until the Board Member returns to office.

PART 12 – CHIEF EXECUTIVE OFFICER

79. Appointment and removal of the Chief Executive Officer

79.1 The LGA must have a Chief Executive Officer.

80. Terms and conditions of the Chief Executive Officer

80.1 The Board must appoint the Chief Executive Officer.

80.2 The Chief Executive Officer shall hold the position on such terms and conditions as may be determined by the Board in agreement with the Chief Executive Officer.

81. Others acting as the Chief Executive Officer

In the absence of the Chief Executive Officer, his or her deputy or nominee may act as the Chief Executive Officer for a specified period.

PART 13 - BOARD

82. Board

The LGA must have a Board.

83. Board's composition

The Board comprises:

83.1 the President;

83.2 the Immediate Past President;

83.3 the Vice Presidents; and

83.4 the Board Members.

84. Board's functions

The Board has these functions:

84.1 to appoint, give directions to and remove a Chief Executive Officer;

84.2 to superintend the performance of the Chief Executive Officer and the performance of the Executive Committee;

84.3 to generally superintend the activities of the LGA.

In addition, the Board has such other functions as may be stated elsewhere in this Constitution.

85. Board's duties

The Board must ensure:

- 85.1 the LGA acts in accordance with applicable laws, mandatory codes of practice and this Constitution;
- 85.2 the LGA acts ethically and with integrity;
- 85.3 the activities of the LGA are conducted efficiently and effectively and that the assets of the LGA are properly managed and maintained; and
- 85.4 subject to any overriding duty of confidence, the affairs of the LGA are undertaken in an open and transparent manner.

The Board must endeavour to ensure the LGA performs its business plan and achieves or better the financial outcomes projected in its budget.

86. Delegations

- 86.1 The Board may delegate a power or function vested or conferred on the Board under this Constitution.
- 86.2 A delegation may be made:
 - 86.2.1 to any 1 or more of the President, Immediate Past President, Vice Presidents, Board Members;
 - 86.2.2 to the Executive Committee as constituted from time to time; and / or
 - 86.2.3 to the Chief Executive Officer.

Despite clauses 86.2.1 and 86.2.3, a delegation by the Board to certify the audited financial statements in accordance with clause 139 of this Constitution must only be given jointly to the President and Chief Executive Officer, (or the person(s) properly appointed to act in those positions for the time being).

- 86.3 However, the Board may not delegate:
 - 86.3.1 power to determine annual subscriptions, special purpose levies, service charges for services provided to all Constituents;
 - 86.3.2 power to borrow money or to obtain other forms of financial accommodation;
 - 86.3.3 power to adopt or revise a strategic management plan of the LGA;
 - 86.3.4 power to adopt or revise an annual business plan or budget of the LGA;
 - 86.3.5 power to pay remuneration or expenses to members of the Board;
 - 86.3.6 power to make an application or recommendation, or to report to or give notice, to the Governor or the Minister, being an application, recommendation, report or notice for which provision is made under statute.

Despite clause 86.3.5, if in the future the *Remuneration Act 1990* vests in the Remuneration Tribunal jurisdiction to determine the remuneration payable to members of the Board, the Board may be subject to or otherwise delegate that function to the Remuneration Tribunal.

- 86.4 A delegation:

- 86.4.1 is subject to conditions and limitations determined by the Board; and
 - 86.4.2 if made to the Chief Executive Officer authorises the subdelegation of the delegated power or function unless the Board directs otherwise and if made to anyone else authorises the subdelegation of the delegated power or function with the approval of the Board; and
 - 86.4.3 is revocable at will and does not prevent the Board from acting in a matter.
- 86.5 If a power or function is delegated to an employee of the LGA, the employee is responsible to the Chief Executive Officer for the efficient and effective exercise or performance of that power or function.
- 86.6 The LGA must cause a separate record to be kept of all delegations under this clause, and should at least once in every financial year review the delegations for the time being in force under this clause.
- 86.7 The record of delegations under clause 86.6 must be available for inspection (without charge) at the offices of the LGA during ordinary office hours.
- 86.8 A person is entitled on payment of a fee fixed by the LGA to an extract from or a copy of the record of delegations under clause 86.6. The decision as to whether the extract or copy is provided as a hard copy or in electronic form is at the absolute discretion of the LGA.

PART 14 – REMUNERATION OF BOARD MEMBERS

87. Remuneration may be paid to the Board

The Board may determine the LGA pay to one or more of the members of the Board:

- 87.1 reasonable remuneration; and / or
- 87.2 their reasonable travelling and other expenses properly incurred in attending Board meetings, Executive Committee meetings or any meetings of committees of the LGA.

Any remuneration of a member of the Board accrues from day to day.

88. Matters bearing on remuneration

Before determining to pay any remuneration or expenses under this Part, the Board must have regard to any remuneration or expenses being separately funded to the member or otherwise borne by one or more Ordinary Members in the Region the member represents.

89. Disclosure of remuneration

If in a financial year the LGA pays or incurs liability to pay any remuneration or expenses under this Part, the fact and extent of the payment and to whom payable must be disclosed in a note to the audited financial statements of that financial year.

PART 15 - BOARD MEETINGS

90. Board meetings

Subject to this Constitution, the Board may meet for conducting business and adjourn and otherwise regulate its meetings as the Board thinks fit.

91. Frequency of Board meetings

At its first meeting after the election of the Board Members and each year on the anniversary of that meeting, the Board must formulate a schedule of its regular meetings for that year, based on one meeting every 2 calendar months. At any time, the President or the Board may vary that schedule as required to meet operational requirements.

92. Calling a Board meeting

At any time, any of the following may call a Board meeting:

92.1 the President; or

92.2 any 3 members of the Board.

The Chief Executive Officer must promptly call a Board meeting upon written request of the President or any 3 members of the Board.

93. Place for holding a Board meeting

The President may determine a reasonable time in advance that any one or more Board meetings be held at a location other than the LGA's principal office.

94. Time for holding a Board meeting

The time for holding a Board meeting must be convenient to a majority of its members otherwise able to attend.

95. Notice of a Board meeting

Subject to this clause, at least 7 days before the date fixed for a Board meeting, the Chief Executive Officer must inform each member of the Board of the date and time and location of the meeting and the proposed business to be conducted at the meeting. In an emergency, as determined by the President, only as much notice as practicable need be given.

96. Use of technology for a Board meeting

A Board meeting may be called or held using any technology consented to by the President or by a majority of the members of the Board. The consent may be a standing one. A member of the Board may only withdraw their consent within a reasonable period before the meeting.

97. Quorum at a Board meeting

Unless the Board Members determine otherwise, the quorum for a Board meeting is the nearest whole number above 50% of the members of the Board and who are present in person or by Deputy Board Member. An item of business may not be transacted at a meeting unless a quorum is present when the meeting proceeds to consider that item. A quorum present at the commencement of a meeting must be present throughout the meeting.

98. Visitors to a Board meeting

98.1 A Deputy Board member (not being a member of the Board) is entitled to attend at all Board meetings.

- 98.2 Subject to the overriding right of the Board to make a ruling to the contrary a person who is neither a member of the Board or a Deputy Board Member may, with the consent of the chair, attend at a Board meeting as an observer,
- 98.3 Any person in attendance at a Board meeting under clauses 98.1 and/or 98.2 may (if requested) speak to all or part of the meeting but may not vote.
- 98.4 So far as practicable, the chair must inform Board Members where he/she has provided a consent under clause 98.2 for a person to attend at a Board meeting.

99. Chair of a Board meeting

The President will chair a Board meeting. If at a Board meeting there is a vacancy in the office of President or the President is not present within 15 minutes after the time appointed for the meeting, or declines to act, (in which case the President is deemed to be absent from the meeting) the following may chair the meeting (in order of precedence):

- 99.1 a Vice President chosen by a majority of those Vice Presidents present;
- 99.2 the only Vice President present;
- 99.3 a Board Member chosen by a majority of the Board Members present.

100. Voting at a Board meeting

A resolution of the Board must be passed by a majority of the votes cast by the Board Members (other than the chair). The chair has a casting vote but not a deliberative vote. To avoid doubt, the Chief Executive Officer does not have a vote.

101. Circulating resolutions of the Board

The Board may pass a resolution without a meeting being held if 1 more than a majority of its members who are entitled to vote on the resolution sign a document containing a statement confirming that they have received the document, the date upon which it was received and that they are in favour of the resolution set out in the document. Separate copies of a document may be used for signing by members if the wording of the resolution and statement is identical in each copy. The resolution is passed when signed by the last required member. A document referred to in this clause must be sent to every member who is entitled to vote on the resolution (whether or not the member signs the document). For these purposes, an email or fax purporting to be from a Board Member (or in their absence a Deputy Board Member) constitutes a document signed by that person.

102. Electronic Board Meeting

The Board may pass a resolution at a meeting of the Board convened by the contemporary linking together by telephone, audio-visual or other instantaneous means ('telecommunications meeting') of a number of the Board Members provided that at least a quorum is present. Each of the Board Members taking part in the meeting, must at all times during the telecommunications meeting be able to hear and be heard by each of the other Board Members present. At the commencement of the meeting, each Board Member must announce his/her presence to all other Board Members taking part in the meeting. A Board Member must not leave a telecommunications meeting by disconnecting his/her telephone, audio visual or other communication equipment, unless that Board Member has previously notified the chair of the meeting.

PART 16 – EXECUTIVE COMMITTEE

103. Executive Committee

The LGA must have an Executive Committee.

104. Executive Committee's composition

The Executive Committee comprises:

- 104.1 the President;
- 104.2 the Immediate Past President; and
- 104.3 the Vice Presidents.

105. Functions of the Executive Committee

The Executive Committee has these functions:

- 105.1 To generally manage the activities of the LGA to the extent and in conformity with delegations made by the Board;
- 105.2 To set the annual strategic directions and key performance indicators for the Chief Executive Officer;
- 105.3 To undertake the annual performance appraisal of the Chief Executive Officer and report the outcomes to the Board.

PART 17 – EXECUTIVE COMMITTEE MEETINGS

106. Executive Committee meetings

So far as can be made applicable, the provisions of this Constitution applicable to Board meetings apply to Executive Committee meetings provided always that the President or any 2 members of the Executive Committee may call a meeting of the Executive Committee.

PART 18 - COMMITTEES

107. Committees

- 107.1 At any time, the Board may establish any number of committees and may dissolve a committee.
- 107.2 The Board must appoint or make provision for the appointment of a presiding member for each committee it establishes.
- 107.3 Those on a committee:
 - 107.3.1 must include at least 1 of the President, a Vice President, a Board Member or the Chief Executive Officer (or delegate); and / or
 - 107.3.2 may include 1 or more persons not elected or employed in local government but with such qualifications or experience as the Board thinks would be beneficial to the committee and which is not otherwise available.

- 107.4 A committee may co-opt any persons as non-voting members of such committee. A non-voting member is not to be counted in a quorum of the committee.
- 107.5 The Board may vest a committee with responsibility to investigate or keep under consideration a matter of interest to the LGA.
- 107.6 A committee is subject to the direction and control of the Board.
- 107.7 Subject to clause 121 and to any directions of the Board, a committee may meet for conducting business and adjourn and otherwise regulate its meetings as the committee thinks fit.
- 107.8 A committee may make reports and recommendations to the Board, but does not have power to bind the LGA or the Board.

PART 19 – SAROC

108. Status of SAROC

The South Australian Regional Organisations of Councils (**SAROC**) is an umbrella organisation for certain regional local government associations.

109. Support to SAROC

The LGA may continue to provide administrative support to SAROC for such charge (if any) as may be agreed.

110. SAROC meetings

The Constituents whose regional local government associations form SAROC agree the following in relation to SAROC committee meetings:

- 110.1 The committee shall consist of the following:
- 110.1.1 each association's presiding member or deputy presiding member;
 - 110.1.2 each Board Member who is also an Elected Representative of a Constituent represented in an association; and
 - 110.1.3 each association's executive officer (or a person acting in the position of chief executive officer),
- who shall all be voting members of the committee. Any voting member of the committee may appoint a proxy from their association to vote, speak or participate on their behalf at a meeting of the committee.
- 110.2 Unless it determines otherwise, the committee must meet at least once every 3 months.
- 110.3 The committee shall determine a minimum period prior to the date fixed for a meeting of the committee by which there shall be delivered or posted to the Chief Executive Officer and to each association and to each Constituent represented in an association a notice of the date, time and location of the meeting and the business to be transacted at the meeting.
- 110.4 The Chief Executive Officer is entitled to attend and speak at meetings of the committee. To avoid doubt, the Chief Executive Officer does not have a vote.

- 110.5 The committee must choose a chair for a period of up to 12 months from members who are also Board Members. When the chair is absent from any meeting, an acting chair for the purposes of that meeting must be chosen from the Board Members present.
- 110.6 The committee may consider and discuss any matter affecting an association or a Constituent represented in an association and if necessary refer any matter to the Board.
- 110.7 The chair of the committee meeting must cause minutes to be kept of the proceedings. Copies of the minutes must be promptly forwarded to the Chief Executive Officer and to each association and to each Constituent represented in an association.
- 110.8 The chair of the committee must ensure the Chief Executive Officer, in addition to the delivery of minutes pursuant to the preceding provision, is kept informed of the activities of SAROC.
- 110.9 Elected members and officers of Ordinary Members of the SAROC that are not appointed to the committee are entitled to attend (but not vote) at meetings of the SAROC committee.

111. SAROC committees

SAROC may establish sub-committees to assist it in the performance of its functions. Such sub-committees will be of an advisory nature only and may comprise persons who are not elected members or officers of Ordinary Members of SAROC.

PART 20 – REGIONAL LOCAL GOVERNMENT ASSOCIATIONS

112. Status

- 112.1 A regional Local Government Association is an administrative grouping of Constituents.
- 112.2 A regional Local Government Association might not be a body corporate, nor have written rules. It should keep minutes of its proceedings and a proper record of all persons appointed to its offices.
- 112.3 No regional Local Government Association is a committee or organ of the LGA, or under LGA control.

113. Relationship to the LGA

- 113.1 Insofar as is practicable and desirable each regional Local Government Association should restrict and limit its activities and functions to matters of local and regional interest to the Constituents in its regions and should refer all matters of general interest or concern to the LGA.
- 113.2 A regional Local Government Association may provide advice and support to the LGA of its own volition, or upon request by the LGA. The Board must give due regard to any advice so given.

PART 21 - METROPOLITAN LOCAL GOVERNMENT GROUP

114. Status of the Group

The Metropolitan Local Government Group (**Group**) constitutes a Region for certain Ordinary Members.

115. Support to the Group

The LGA may continue to provide administrative support to the Group for such charge (if any) as may be agreed.

116. Group meetings

The Ordinary Members in the Group agree the following in relation to their meetings:

- 116.1 The Group must meet at least at least six times per year at such time and place as determined by the Chief Executive Officer.
- 116.2 At least 7 clear days before the date fixed for the holding of meeting of the Group, the Chief Executive Officer must send to Ordinary Members in the Group a notice of the date, time and place of the meeting and of the business to be transacted at the meeting, so far as known to the Chief Executive Officer.
- 116.3 The Group must elect a chair for a period up to 12 months from its members. When the chair is absent from any meeting, an acting chair for the purposes of that meeting must be elected from members present at the meeting. The chair must be the principal member of an Ordinary Member in the Group.
- 116.4 The Group may consider and discuss any matter affecting an Ordinary Member in the Group, and if necessary refer any matter to the Board.
- 116.5 The principal member and the chief executive officer of an Ordinary Member in the Group, or their respective proxies duly appointed under this clause, are entitled to attend and participate in all meetings of the Group.
- 116.6 An Ordinary Member in the Group has 1 vote at meetings of the Group. To avoid doubt, the Chief Executive Officer does not have a vote.
- 116.7 The principal member of an Ordinary Member in the Group is a voting member of the Group. That principal member may appoint a proxy authorised to vote, speak or participate on their behalf at a meeting. A proxy appointed by the principal member must be an Elected Representative or employee of the relevant Ordinary Member.
- 116.8 The chief executive officer of an Ordinary Member in the Group is a non-voting member of the Group. That chief executive officer may appoint a proxy authorised to speak and participate on their behalf at a meeting. A proxy appointed by the chief executive officer must be an employee of the relevant Ordinary Member.
- 116.9 Elected members and officers of Ordinary Members of the Group that do not fall within clause 116.5 are entitled to attend (but not vote) at meetings of the Group.

117. Group committees

The Group may establish sub-committees to assist it in the performance of its function. Such sub-committees will be of an advisory nature only and may comprise persons who are not elected members or officers of Ordinary Members of the Group. A person appointed as a member of a sub-committee established pursuant to this clause may themselves appoint a

proxy to attend at, speak and participate on their behalf at any meeting of the sub-committee that they are unable to attend.

PART 22 – POLICES AND CODES OF CONDUCT

118. The LGA may adopt policies and codes of conduct

A general meeting may adopt policies and codes of conduct for the activities of the LGA, its office holders and employees.

119. The Board may adopt policies and codes of conduct

The Board may adopt policies and codes of conduct for the activities of the LGA, its office holders and employees so far as not inconsistent with a policy or code of conduct then in force adopted in general meetings.

120. Policing of policies and codes of conduct

120.1 In performing their functions, a President, Immediate Past President, Vice President, Board Member and Chief Executive Officer must each conform to a policy or code of conduct in force under this Part and applicable to them or that function.

120.2 To the extent the Chief Executive Officer is reasonably able, he or she must cause his or her subordinates to each conform to a policy or code of conduct in force under this Part and applicable to them.

PART 23 – STANDING ORDERS

121. Standing orders

The Board may by resolution at any meeting where more than two thirds of its members are present make, suspend in whole or part, vary or revoke any standing orders ordering or regulating the mode and conduct of proceedings at all or any of the following:

121.1 general meetings;

121.2 Board meetings;

121.3 Executive Committee meetings;

121.4 meetings of a committee of the LGA.

122. Procedures at meetings

Subject to clause 121 and the other provisions of this Constitution, the edition then current of *Joske's Law and Procedure at Meetings in Australia* is the source of procedural rules for general meetings, Board meetings, Executive Committee meetings and meetings of a committee of the LGA.

PART 24 – PLANS

123. Strategic management plans

At all times, so far as can be made applicable, the LGA must have strategic management plans (not including an asset and infrastructure management plan) as section 122 of the *Local Government Act 1999* would require if that section was applicable.

124. **Annual work plan**

At all times the LGA must have an annual work plan which is consistent with the annual budget and sets out the priorities of the LGA for the year to which it relates.

125. **Annual budget**

At all times, so far as can be made applicable, the LGA must have a budget (which is formulated in conjunction with the annual work plan) as section 123 of the *Local Government Act 1999* would require if that section was applicable.

126. **Adoption of plans and budgets**

The Board adopts and may at any time vary a plan or budget this Part requires.

PART 25 – FINANCE

127. **Annual subscriptions**

127.1 At or about the end of each financial year, the Board must determine the amount payable by Constituents by way of annual subscription to the LGA for the next financial year.

127.2 An annual subscription payable by Ordinary Members may but need not be the same as the annual subscription payable by Associate Members in the same financial year.

127.3 An annual subscription is due on the 1 August for the financial year concerned, or as otherwise determined by the Board.

127.4 A Constituent must pay an annual subscription to the LGA when due, and without need for demand.

128. **Special purpose levies**

At any time, after consultation with a representative number of the relevant Constituents, the Board may make payable by all or selected Constituents a levy or levies for a stated special purpose.

129. **Service charges**

If at the request of a Constituent the LGA provides a service to that Constituent not within the scope of services routinely and freely provided to all Constituents, the LGA may recover from the recipient a reasonable service charge. A service charge is payable upon demand or as agreed.

130. **Payment of moneys to the LGA**

Moneys due to the LGA may be paid by cheque or, at the option of either party, by electronic funds transfer in immediately available funds to an account (with a bank or Local Government Finance Authority) at the time last nominated in writing by the LGA. When making payment electronically, the payor must take such additional steps as reasonably required by the LGA to attribute the payment and the payor.

131. **Late payment interest**

If a Constituent or former Constituent fails to pay any moneys to the LGA when due, in addition to its other remedies the LGA may recover from the person as a debt that sum plus interest thereon at 12% per annum on and from the date the amount was due.

132. **Incoming or outgoing members liability for payment**

132.1 A person who becomes a Constituent during a financial year is liable for annual subscription and any annual special purpose levy for that financial year on a *per diem* basis calculated from the first day of the month following the month in which their application for membership is received by the LGA, and which sum is due 1 calendar month thereafter.

132.2 Any person who during a financial year for any reason ceases to be a Constituent remains liable to pay:

132.2.1 the full annual subscription and any annual special purpose levy for that financial year and unpaid by them; and

132.2.2 any service charges payable for a service provided by the LGA to them and unpaid.

132.3 Any person who for any reason ceases to be a Constituent is not entitled to refund of any annual subscription or special purpose levy paid.

133. **Set off**

In addition to any rights of set-off at law or in equity or under statute, the LGA may (but is not obliged to) without notice to a Constituent set-off against any money then due from the LGA to the Constituent (alone or with others, and whether as a Constituent or otherwise):

133.1 any debt due by that Constituent (alone or with others, and whether as a Constituent or otherwise) to the LGA; and / or

133.2 if any monetary obligation of that Constituent (alone or with others, and whether as a Constituent or otherwise) to the LGA is unliquidated or otherwise unascertained, an amount estimated by the Board in good faith on account of such obligation, without prejudice to the obligations of the parties to account for any shortfall or excess.

134. **Revenue**

The funds of the LGA consist of all subscriptions, levies and other revenue it may receive from time to time.

135. **Operation of the bank account**

135.1 All payments by the LGA over an amount determined by the Board from time to time must if made by cheque be signed or if by Electronic Data interface be authorised by any 2 of the following persons:

135.1.1 any member of the Board; and/or

135.1.2 any person authorised by the Board.

135.2 All funds of the LGA must be banked to the credit of the LGA within 7 days of receipt.

PART 26 – ACCOUNTS, FINANCIAL STATEMENTS & AUDIT

136. Financial year

A financial year of the LGA ends on 30 June.

137. Internal Control Policies

At all times, so far as can be made applicable, the LGA must ensure appropriate policies, practices and procedures of internal control are implemented and maintained as Section 125 of the *Local Government Act 1999* would require if the LGA were a Council.

138. Accounting records

At all times, so far as can be made applicable, the LGA must prepare and maintain accounting records in accordance with all relevant Australian Accounting Standards, and consistent with the obligations set out at subsection 124(1) of the *Local Government Act 1999* and any relevant regulations made thereunder.

139. Financial statements

So far as can be made applicable, the LGA must prepare and have audited financial statements consistent with the obligations set out at subsection 127(1) of the *Local Government Act 1999* and any relevant regulations made thereunder. As soon as practicable after the end of a financial year, the LGA must provide a copy of the audited financial statements for the year to each member of the Board. The statements must be certified in their final form as soon as practicable by the Board, or pursuant to a delegated authority by the President and Chief Executive Officer, (or the person(s) properly appointed to act in those positions for the time being).

PART 27 – OTHER MATTERS

140. Minutes

The LGA must keep at its principal office minute books (in hard copy or electronic format) in which it records within 5 days of the meeting to which they relate:

- 140.1 proceedings and resolutions of general meetings;
- 140.2 proceedings and resolutions of Board meetings;
- 140.3 proceedings and resolutions of Executive Committee meetings; and
- 140.4 proceedings and resolutions of committees of the LGA.

The LGA must ensure that minutes of a meeting are approved within 14 days after the meeting by the chair of the meeting or by the chair of the next meeting of the same body, and are made available thereafter on its website.

141. Members' access to minutes

Within 5 days after request, and to the extent requested, the LGA must send to a Constituent making the request a copy of minutes of general meetings. If at the time of the request the minutes have yet to be approved as clause 140 requires, a copy need not be provided until 5 days after those minutes are so approved. The approved minutes will be submitted to the next general meeting and after approval will be signed and dated by the President as a true and accurate record.

142. **Members' access to other records**

A person (who is not the President, Immediate Past President, a Vice President or a Board Member) has no right to inspect books and records of the LGA except as may be authorised:

- 142.1 by a resolution of the Board;
- 142.2 by a resolution passed at a general meeting; or
- 142.3 by statute or by a court having jurisdiction to do so.

143. **Irregularities of officers**

An act done by a President, Immediate Past President, Vice President or Board Member is effective even if their appointment, or the continuance of their appointment, is invalid because the LGA or other person did not comply with this Constitution.

144. **Irregularities at meetings**

144.1 A proceeding under this Constitution is not invalidated because of any procedural irregularity unless a Court of competent jurisdiction is of the opinion that the irregularity has caused or may cause substantial injustice that cannot be remedied by any order of the Court, and by order declares the proceeding to be invalid.

144.2 In this clause, a reference to a ***procedural irregularity*** includes a reference to:

- 144.2.1 a defect, irregularity or deficiency of notice or time;
- 144.2.2 the accidental omission to give notice of any meeting under this Constitution or the non-receipt by any person of notice of the meeting;
- 144.2.3 the absence of a quorum at any meeting under this Constitution;
- 144.2.4 where a general meeting is held at 2 or more venues, a Constituent not having a reasonable opportunity to participate in the meeting or part of the meeting; and
- 144.2.5 a vote cast at a general meeting by or for a person under this Constitution not entitled to vote at the meeting or on the matter or not entitled to vote to the extent or in the way they did.

145. **Annual Report**

145.1 The LGA must, on or before 30 November in each year, prepare and adopt an annual report relating to the operations of the LGA for the financial year ending on the preceding 30 June.

145.2 The Board will adopt the annual report for the LGA.

145.3 The annual report must include an assessment of the LGA's performance against its Objects as described in Clause 8 and material and reports on matters specified by the Board from time to time.

145.4 The annual report must comply with any requirement prescribed by the Board.

145.5 The annual report must be submitted to every Constituent and otherwise to third parties as prescribed by the Board on or before 31 December each year.

145.6 The LGA must ensure:

145.6.1 that copies of its annual report are available for inspection by the public at its principal office; and

145.6.2 is otherwise placed on the publicly accessible area of its website.

146. **Common seal**

146.1 The LGA must have a common seal that sets out LGA's legal name in full.

146.2 The common seal must not be affixed to a document except:

146.2.1 to give effect to a resolution of the Board; or

146.2.2 under a delegation in force made by the Board for that purpose and subject to any limitations expressed in the delegation.

146.3 The Chief Executive Officer must hold the common seal in safe custody.

146.4 The affixation of the common seal must be attested by both:

146.4.1 a member of the Board; and

146.4.2 the Chief Executive Officer.

146.5 The Chief Executive Officer must keep at the LGA's principal office a permanent record of the affixing of the common seal to any documents.

147. **Indemnity to officers and employees**

147.1 To the extent permitted by law and that the Official is not indemnified by another person (including an insurer under an insurance policy any part of the premium of which is contributed by the LGA), the LGA indemnifies every Official against any liability incurred by that Official both:

147.1.1 as an officer or employee of the LGA; and

147.1.2 to a person other than the LGA;

unless and to the extent the liability arises out of conduct on the part of the Official which:

147.1.3 involves a lack of good faith; or

147.1.4 is contrary to the LGA's express instructions.

147.2 To the extent permitted by law and that the Official is not indemnified by another person (including an insurer under an insurance policy any part of the premium of which is contributed by the LGA), the LGA indemnifies every Official against any liability for costs and expenses incurred by the Official as an officer or employee of the LGA in defending any proceedings, whether civil or criminal or administrative, in which final judgment or decision is given in favour of the Official or in which the Official is acquitted.

147.3 Unless the Board determines otherwise, this clause ceases to apply in favour of a claim for indemnity by an Official where that Official:

- 147.3.1 fails to promptly (and in all events, within 30 days - as to which time is of the essence) give written notice of the claim to the LGA after becoming aware that a claim to which this clause would otherwise apply is likely; or
 - 147.3.2 fails to delegate to the LGA the sole management and resolution of the matter the subject of the claim; or
 - 147.3.3 fails to take any reasonable steps directed by the Board to mitigate the liability, cost or expense otherwise indemnified; or
 - 147.3.4 to the satisfaction of the Board, fails to cooperate with the LGA in investigating, defending or resolving the matter the subject of the claim.
- 147.4 The LGA may execute a documentary indemnity (not inconsistent with applicable law or this clause) in any form in favour of an **Official**.
- 147.5 In this clause, **Official** means an individual who is or has been a President, Immediate Past President, Vice President, Board Member, Deputy Board Member or employee (full-time or part-time) of the LGA including an individual who held that position before this Constitution became effective.

148. **Contracts**

The LGA may enter into a contract:

- 148.1 under the common seal of the LGA; or
- 148.2 by an officer, employee or agent authorised by the Board to enter into the contract on its behalf.

Register of Regions and their Constituent Councils

(correct at 6 December 2015)

REGION	MEMBER COUNCILS	CHANGE/DATE
<p>Central Region</p>	<p>Comprises such of the following as are at the time an Ordinary Member:</p> <ul style="list-style-type: none"> (a) The Barossa Council (b) District Council of Barunga West (c) Clare and Gilbert Valleys Council (d) District Council of Copper Coast (e) The Flinders Ranges Council (f) Goyder Regional Council (g) Light Regional Council (h) District Council of Mallala (i) District Council of Mount Remarkable (j) Northern Areas Council (k) District Council of Orroroo/Carrieton (l) District Council of Peterborough (m) Wakefield Regional Council (n) Yorke Peninsula Council 	
<p>Eyre Peninsula Region</p>	<p>Comprises such of the following as are at the time an Ordinary Member:</p> <ul style="list-style-type: none"> (a) District Council of Ceduna (b) District Council of Cleve (c) District Council of Elliston (d) District Council of Franklin Harbour (e) District Council of Kimba (f) Wudinna District Council (g) District Council of Lower Eyre Peninsula 	

	<p>(h) District Council of Streaky Bay (i) District Council of Tumby Bay (j) City of Port Lincoln (k) City of Whyalla</p>	
<p><i>Murray and Mallee Region</i></p>	<p>Comprises such of the following as are at the time Ordinary Members:</p> <p>(a) The Berri Barmera Council (b) The Coorong District Council (c) District Council of Karoonda/East Murray (d) District Council of Loxton Waikerie (e) Mid Murray Council (f) Rural City of Murray Bridge (g) Renmark Paringa Council (h) Southern Mallee District Council</p>	
<p><i>Limestone Coast</i></p>	<p>Comprises such of the following as are at the time Ordinary Members:</p> <p>(a) City of Mount Gambier (b) District Council of Grant (c) Kingston District Council (d) Naracoorte Lucindale Council (e) District Council of Robe (f) Tatiara District Council (g) Wattle Range Council</p>	

<p>Southern and Hills Region</p>	<p>Comprises such of the following as are at the time Ordinary Members:</p> <ul style="list-style-type: none"> (a) Adelaide Hills Council (b) Alexandrina Council (c) The Barossa Council (until 30 June 2016) (d) Kangaroo Island Council (e) Mount Barker District Council (f) City of Victor Harbor (g) District Council of Yankalilla 	
<p>Spencer Gulf Cities Region</p>	<p>Comprises such of the following as are at the time Ordinary Members:</p> <ul style="list-style-type: none"> (a) City of Port Augusta (b) Port Pirie Regional Council (c) Municipality of Roxby Downs (d) City of Whyalla 	

Confirmed as correct by the LGA CEO in accordance with clause 3 of the LGA Constitution.

Signature:

Matt Pinnegar, CEO Local Government Association of SA

Date: 8 December 2015

