

March 2025

**Contracts Approval
Delegated Committee
Terms of Reference**



Terms of Reference

1. Background

- 1.1. By this Terms of Reference document, the Wyndham City Council (Council) establishes the Contracts Approval Delegated Committee (Committee) pursuant to section 63 of the *Local Government Act 2020* (LGA). The Committee is established as an ongoing Delegated Committee.
- 1.2. The members of a Delegated Committee have the powers, duties and functions of Council as set out in these Terms of Reference and the Instrument of Delegation. These Terms of Reference set out the structure and basis on which the Committee can make decisions for and on behalf of Council.
- 1.3. These Terms of Reference are authorised by a resolution of Council passed on 25 March 2025.
- 1.4. Prior to this date, under Council's delegations to the CEO, contract approvals were limited to \$2,500,000 excl GST meaning that all contracts over this value required the approval of Council. Contract approvals over the value of the CEO's delegation were subject to the monthly Council meeting cycle.

2. Purpose

The Committee is established for the purpose of:

- 2.1 Making decisions on Council contracts over the value of the CEO's delegation (currently at \$2,500,000 excl. GST) that form part of the Council budget, thereby expediting the contract approval process.

3. Objectives

The objectives of the Committee are:

- 3.1 To specifically streamline decision-making processes of Council.

4. Roles and Responsibility

The role of the Committee is:

- 4.1 To exercise Council's powers and carry out Council's duties and functions, in accordance with these Terms of Reference and as permitted by the Instrument of Delegation; and
- 4.2 To only consider contracts that meet the following criteria:
 - 4.2.1 Contracts of value over \$2,500,000 excl. GST;

- 4.2.2 Recommended contracts within the Council approved budget;
- 4.2.3 Full contract evaluation reports have been prepared in accordance with Council's procurement policy;
- 4.2.4 Contract evaluation reports are authorised by the relevant Director and the Chief Executive Officer.

5. Delegation of Powers, Duties and Functions

- 5.1 In order to fulfil and carry out its purposes and objectives Council delegates to the members of the Delegated Committee, pursuant to section 11(1)(a) of the *Local Government Act 2020*, the powers, duties and functions set out in the Instrument of Delegation passed at Council on 25 March 2025 and attached to these Terms of Reference.
- 5.2 The powers, duties and functions of Council conferred on the Committee by these Terms of Reference and Instrument of Delegation must be exercised in accordance with any guidelines or policies that Council may from time to time adopt.
- 5.3 Committee members are at all times expected to act in accordance with their responsibilities set out in Council's Governance Rules.

6. Membership

- 6.1. The Committee shall consist of all Councillors.
- 6.2. Each member of the Committee has and may exercise one equal vote on any question before the Committee for determination.
- 6.3. Council Officers who attend the meetings of the Committee are to provide advice and support to the Committee and are not considered Committee members and do not have voting rights.
- 6.4. Council will revise the membership and voting rights of each Committee member as it sees fit.
- 6.5. The Councillor appointed by the Council or the Mayor will be the Chairperson of the Committee in accordance with section 63(2)(a) of the *Local Government Act 2020*.
- 6.6. If the Chairperson is absent from a Committee meeting, the Committee will select a temporary Chairperson to chair the Committee meeting.
- 6.7. The Committee has the discretion to refer any contract submitted to it to the full Council for decision if the Committee so determines.

7. Meetings

- 7.1 Unless Council resolves otherwise, Committee meetings must be conducted in accordance with:
 - 7.1.1 Council's Governance Rules;
 - 7.1.2 section 61 *Local Government Act 2020*; and
 - 7.1.3 the Committee's discretion, as exercised from time to time, subject to Council's Governance Rules.
- 7.2 The Committee will meet on a fortnightly basis, or as agreed by the Committee from time to time.
- 7.3 A quorum of the Committee will be six Councillors.
- 7.4 Voting will be by a majority of votes by a show of hands. Only members in attendance are entitled to vote. The Chairperson shall have the casting vote in the event of an equality of votes.
- 7.5 Administrative support to the Committee will be provided by the Governance Department.
- 7.6 The Governance Department will:
 - 7.6.1 prepare and distribute a Committee meeting agenda to Committee members;
 - 7.6.2 give public notice of the relevant Committee meeting;
 - 7.6.3 cause the public notice and Committee meeting agenda to be published on Council's website at least 3 days prior to the relevant Committee meeting
 - 7.6.4 Committee meetings will be held in a place that is open to the public, although the Committee may resolve to exclude members of the public from any part of a Committee meeting on any of the grounds prescribed by section 66 of the *Local Government Act 2020*.

8. Confidential Information

- 8.1. Committee members will, from time to time, have access to confidential information, as defined in section 3 of the *Local Government Act 2020*.
- 8.2. All Committee members are required to comply with their obligations under the *Local Government Act 2020* with respect to confidential information.

9. Reporting

- 8.1. The Committee is responsible for taking proper minutes of all meetings and preparing reports for the Committee's consideration in accordance with:
 - 8.1.1 Council's Governance Rules;
 - 8.1.2 the Committee's discretion, as exercised from time to time;
- 8.2 The Committee can report to Council as required.

- 8.3 Where requested by Council, the Committee must report its activities and performance to a meeting of Council.

10. Creation and Dissolution

- 9.1 By these Terms of Reference, the:
- 9.1.1 Committee is established; and
 - 9.1.2 powers, duties and functions of the Committee members, as set out in the Instrument of Delegation, are delegated.
- 9.2 These Terms of Reference and the Instrument of Delegation:
- 9.2.1 come into force immediately when the resolution of Council adopting them is made; and
 - 9.2.2 remain in force until Council determines to vary or revoke it.
- 9.3 The Committee must be dissolved by a resolution of Council.
- 9.4 The Terms of Reference will be reviewed as required.

Dated: This Terms of Reference came into effect on 25 March 2025.