



INFORMATION PACKAGE



**For Incoming
Audit and Risk Committee Independent Members**

As at December 2023



Audit and Risk Committee Independent Member Information Package

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COUNCIL PROFILE



With a population of 20,056, encompassing an area of 6,215 square kilometres, the Glenelg Shire is located in the far south-west of Victoria. Of this area, 45% (2,766 square kilometres) is public land. The traditional owners of the region comprise the Gunditjmara, Boandik and Jarwadjali people.

Glenelg Shire is a key tourist destination with expansive scenery, whilst offering links to the Great Ocean Road and the South Australian Limestone Coast.

Glenelg Shire has thriving agricultural, forestry and fishing industries, comprising 43.5% of all local businesses. The Shire is also host to the second deepest accessible Port in Victoria besides Melbourne.

ORGANISATIONAL VALUES



The Glenelg Shire Council respectfully acknowledges the traditional lands and waters of the Gunditjmara, Boandik and Jarwadjali people and their respective cultural heritages.

Aboriginal and Torres Strait Islander People provide an important contribution to Australia's cultural heritage and identity. We respectfully acknowledge the Aboriginal and Torres Strait community living throughout the Glenelg Shire and the contribution they make to the Glenelg Shire's prosperity and wellbeing.

COUNCIL STRUCTURE

In Australia there are three tiers of elected government – local, state and federal. Local Government is the level of government closest to the people and gives people a say in matters affecting their local area. Councils are governments – they provide a vehicle for the expression of local democracy.

Councils are made up of two parts: the elected representatives (Councillors) and administration (council staff).

Elected Representatives:

The Glenelg Shire is an unsubdivided municipal district (no wards) and the number of Councillors assigned to the Council is fixed at 7.

Local Government Elections are held every four years. The next Local Government Election will be held in October 2024. Councillors are democratically elected by the residents and ratepayers of the municipality. Once elected, they are responsible for reviewing matters and debating issues before their Council. They take an Oath of Office to carry out this role impartially, to the best of their ability, and in the best interests of the municipality.

An elected Council sets the overall direction for the municipality through long-term planning and decision making. It adopts a strategic view of the future it wishes to achieve for its community and makes plans and policies to achieve this.

The council is responsible for appointing the Chief Executive Officer (CEO) and are also responsible for managing and reviewing the CEO's performance.

Council Staff:

Chief Executive Officer:

The CEO is the only staff member who is appointed by the Council. The CEO is responsible for managing the organisational structure for the Council, ensuring that Council decisions are implemented, the day to day management of the Council's operations and providing advice to Council.

The CEO is also responsible for supporting the Mayor in the performance of his or her role and the development, implementation and enforcement of policies and protocols to manage interactions between Councillors and Council staff.

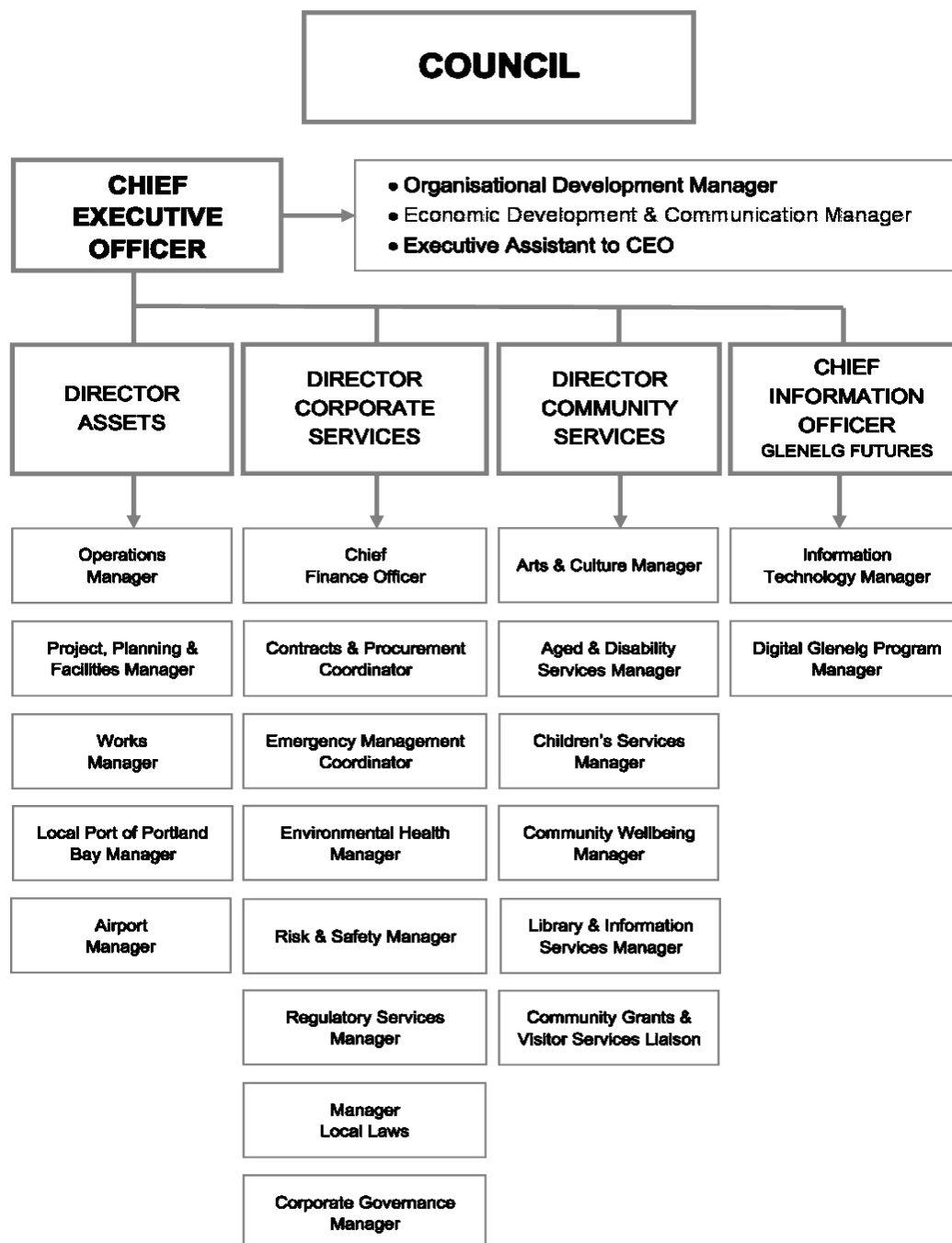
Council staff:

Council staff are the resource that ensures the day to day running of the organisation and the delivery of council services and functions.

Council staff are responsible for providing advice, implementing Council’s direction and taking action on council decisions. Council officers also provide advice and expertise that help a council to form policy decisions, along with delivering services and implementing decisions.

Organisational Chart (Director/Management Level) :

The current organisational structure is comprised of the office of the CEO and four directorates: Assets, Community Services, Corporate Services and Glenelg Futures.



BACKGROUND – AUDIT AND RISK COMMITTEE

The Glenelg Shire Council established its first Audit Committee in 2005.

In 2020 it became a legislative requirement that Council's must establish an Audit and Risk Committee.

The Glenelg Shire Council's Audit and Risk Committee is a Committee of Council, established under section 53 of the *Local Government Act 2020* on 25 August 2020.

The Glenelg Shire Council Audit and Risk Committee is a skill-based group where independent members will possess a range of skills and significant expertise in financial management and risk and public sector management.

The Audit and Risk Committee's role is to support Council in discharging its responsibilities related to financial and performance reporting, risk management, fraud prevention systems and control, maintenance of a sound internal control environment, assurance activities including internal and external audit of Council's performance with regard to compliance with its policies and legislative and regulatory requirements.

The primary objectives and responsibilities of the Audit and Risk Committee include the following:

- Monitor compliance of Council policies and procedures with the Overarching Governance Principles (Section 9 *Local Government Act 2020*), the *Local Government Act 2020* and Regulations, and any Ministerial Directions;
- Monitor Councils financial and performance reporting;
- Monitor and provide advice on risk management and fraud prevention systems and controls;
- Oversee internal and external audit functions;
- Provision of advice and guidance on the adequacy of initiatives for values and ethics; and
- Provision of advice and guidance on governance matters.

Further details on the functions and responsibilities of the Audit and Risk Committee are outlined in the Audit and Risk Committee Charter.

The Chief Executive Officer, Director Corporate Services, Chief Finance Officer, Corporate Governance Coordinator and other Council Officers (as required) attend meetings of the Committee and provide appropriate administrative support.

Time Commitment

The Audit and Risk Committee meets at least four times a year (March, June, September and December) with authority to convene additional meetings, as circumstances required. Meetings are generally being held on the first Thursday of the month.

Meetings will commence at 1.00pm and will be held either in person, at the Glenelg Shire, Reception Room, 71 Cliff Street Portland, or with the option of attending remotely via technological means.

It is anticipated that the demand on individual members will be approximately 5 hours per meeting. This will comprise of meeting preparation, attendance at Audit and Risk Committee meetings and other input as required from time to time.

Audit and Risk Committee Meetings are not open to the public.

Current Membership and Tenure

The Committee is made up of up to five independent members and three Councillors:

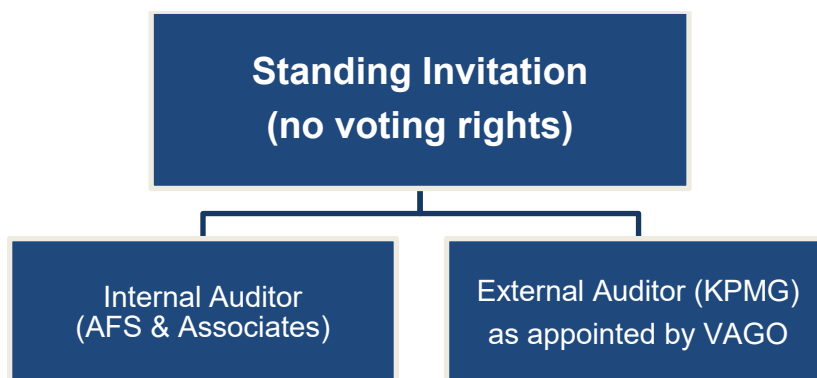
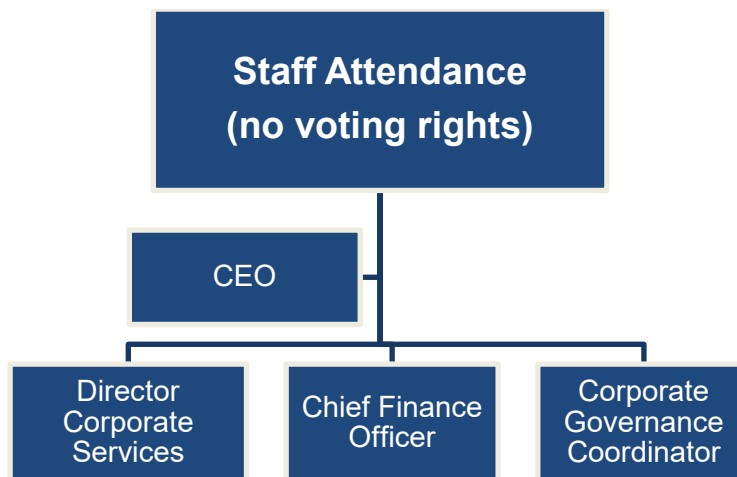
Name	Membership Type	Term Expiry Date
Mr David Stafford	Independent Member	26 August 2024
Mr Philip Saunders	Independent Member	29 February 2024
Ms Bonnie Holmes	Independent Member	31 August 2025
Mr Greg Tremewen	Independent Member	26 April 2027
Cr Karen Stephens	Mayor	November 2024
Cr Michael Carr	Councillor	November 2024
Cr John Northcott	Councillor	November 2024

The Chairperson of the Committee is appointed on an annual basis from the independent membership by all members of the Committee.

The term of each independent member is four years. Independent members may be reappointed for one additional four year term subject to satisfactory performance, that is, a maximum of eight years.

Councillor Representatives will be appointed to the Audit and Risk Committee by the Council for the term of the current Council.

Structure of Audit and Risk Committee



Remuneration

Independent members of the Audit and Risk Committee will be paid a meeting allowance for attending meetings.

A purchase order will be issued to each Independent Member prior to the Audit and Risk Committee Meeting and payment will be made on receipt of independent members invoice after each Audit and Risk Committee meeting.

All independent members will be responsible for their own travel costs incurred in attending meetings of the Audit and Risk Committee.

Conflict of Interest

All Audit and Risk Committee members are required to complete Personal Interest returns within 30 days of being appointed to the committee and every six months thereafter in accordance with Section 132-136 of the *Local Government Act 2020* and the Glenelg Shire Council Governance Rules.

The Independent Member must be free from any conflict of interest and any business or other relationship that could, or could reasonably be perceived to materially interfere with the member's ability to act in the best interests of Council.

Audit and Risk Committee members must declare any conflicts of interest at the start of each meeting and take action in accordance with the Governance Rules. These details are to be appropriately minuted.

Internal Audit

Council manages the internal audit function with audits being outsourced to a single service provider established via a public tender process to obtain specialist audit and financial advice and satisfy the requirements under the Council's Procurement Policy.

AFS & Associates were awarded the contract on 1 August 2022, expiring 1 August 2024 with an option for one (1) two (2) year extension.

External Audit

Council's external auditor is the Victorian Auditor General. The Auditor-General has appointed KPMG as its representative to conduct the Glenelg Shire Audit for the 2023/2024 financial year.

Financial Report:

The *Audit Act 1994* requires the Auditor-General to:

- Form an opinion on whether Council's financial report presents fairly in accordance with the *Local Government Act 2020*; the *Local Government (Planning and Reporting) Regulations 2020*; the Australian accounting standards, and to provide an audit report to Council.

- Provide a copy of the auditor’s report to:
 - The Minister for Local Government; and
 - The Assistant Treasurer where a modified audit opinion is provided, or where the Auditor-General directs.

- The *Local Government Act 2020* requires the Auditor General to:
 - Form an opinion on whether Council’s performance statement presents fairly in accordance with the *Local Government Act 2020* and the *Local Government (Planning and Reporting) Regulations 2020*; and
 - Provide a copy of the auditor’s report on the Council’s performance statement to the Council and Minister.

Relevant Documents

Relevant Documents available from Council’s website at www.glenelg.vic.gov.au

[Glenelg Shire Council Annual Report 2022 - 2023](#)

[Glenelg Shire Council Annual Budget 2023 - 2024](#)

[Glenelg Shire Council Annual Financial Report 2022 - 2023](#)

[Glenelg Shire Council Financial Plan 2021 - 2031](#)

[Glenelg Shire Council Plan 2021 - 2025](#)

[Glenelg Shire Council 2040 Community Plan](#)

[Audit and Risk Committee Charter 2023 - 2025](#)

Contact Officer

For further information on the Audit and Risk Committee please contact Council’s Corporate Governance Coordinator, Kylie Walford on 03 5522 2294 or kwalford@glenelg.vic.gov.au



AUDIT AND RISK COMMITTEE INDEPENDENT MEMBER PROFILES

DAVID STAFFORD, BCom, CPA, MAICD



David Stafford has been an independent Member of the Audit and Risk Committee for the Glenelg Shire since August 2020 and is the current Chairperson. He is based in Portland and has owned and operated Portland Studios since 1980.

David is currently the Executive Officer of Rural Financial Counselling Victoria and is responsible for managing the program in Western Victoria. The program provides assistance to farmers through business support and advocacy.

He heads the administration team for the program and deals with the compliance aspects back to State and Federal government.

With an accounting, teaching and management background he was former head of Campus at South West TAFE, along with Board Chair of Bayview College, where he provided an audit oversight and chaired the Finance Committee.

David has been a CPA Member since 2006, is a current member of Australian Institute of Company Directors, completing his last update in 2020.

David is the current Treasurer of Glenelg and Southern Grampians Local Learning and Employment Network where he also provides an audit oversight.

David has a strong focus on risk management.

PHIL SAUNDERS



Phil Saunders has been an Independent Member of the Audit and Risk Committee for the Glenelg Shire since 2016 and served as Chairperson in 2019, 2020, 2021 and 2022.

Phil is a farmer and Principal of Belle Vue Pastoral, Tyrendarra and has a Bachelor of Agricultural Science, specialising in production of vealers for the domestic market.

Phil has a Bachelor of Business in Accountancy, is current Chair of Heywood Rural Health, Director of Glenelg Hopkins Catchment Management Authority and Chair of the Narrawong District Association.

Phil has a high level financial management expertise, being former Executive with the SA Department of Planning Transport and Infrastructure, managing budgets of up to \$60 million per annum.

Phil retains a strong interest in finance, risk management and strategy.

BONNIE HOLMES, FCA



Bonnie Holmes has been an Independent Member of the Audit and Risk Committee for the Glenelg Shire since 2017.

Bonnie is a Chartered Accountant with qualifications in both Canada and Australia and a current membership with both countries. She is also a qualified Company Director.

She has an Honours Bachelor of English Language and Literature and an Honours Bachelor of Commerce.

With significant experience in both the Corporate and Not for Profit sectors in a variety of industries, Bonnie has spent several years providing advice to private sector Boards.

Bonnie is a current member on the Moyne Shire Audit and Risk Committee and Glenelg Hopkins CMA. She is a past Director, Treasurer and Member of the Audit and Risk Committee for Women's Housing (SA).

Bonnie's experience and expertise are in risk management, due diligence, corporate recovery, internal and external audit, credit analysis, strategy formulations, staff management and mentoring and corporate governance.

GREG TREMEWEN



For the past 10 years Greg has been employed by Port of Portland in the roles of Chief Financial Officer (2013-2018) and Chief Executive Officer (2018-2023). Greg was also a member of the Port of Portland Audit Committee. Greg resigned from the role in July 2022 and left in early 2023. Greg is now retired from full-time work.

Prior to the roles at Port of Portland Greg was Finance Director and then Managing Director of an ASX listed company which manufactured oleochemicals and consumer goods. In these roles Greg was also a member of the Audit Committee. Greg has also owned his own business (in partnership) which traded in oleochemicals.

Greg has also been a member of local football and tennis club committees in Melbourne as well as the Finance Sub-Committee at Portland Football Netball Cricket Club.

Greg is qualified as a Bachelor of Business (Accounting) at Swinburne Institute.

Greg has a strong interest in finance and governance.

COUNCILLOR AUDIT AND RISK COMMITTEE REPRESENTATIVE PROFILES

MAYOR CR KAREN STEPHENS



Cr Karen Stephens was elected to the Glenelg Shire Council in March 2002 and is the current Mayor. Cr Stephens also served as Mayor in 2004/2005 and 2012/2013. Cr Stephens has been a member of the Audit and Risk Committee since 2005. Cr Stephens is married to Owen Stephens, has six children and eight grandchildren. Cr Stephens has been a licensed Real Estate Agent since 1985 and commenced her own company when moving to Casterton in 1992.

Over the years Cr Stephens has been involved in several regionally significant projects - chairing the review by Australian National University of Land Use Change in the Green Triangle Region and Barwon South West Women's Forum for Climate Change and become an inaugural member in 2005 of the Green Triangle Freight Action Plan Implementation Committee and was Chair from 2016-2022 which during this period successfully advocated and achieved over \$250mil for road funding in the region.

Cr Stephens is heavily involved in the Casterton community as a volunteer through a number of different organisations and is a founding member and current President of the Casterton Kelpie Association. Karen has spent many years developing the now nationally and internationally renowned Australian Kelpie Muster which is held on the King's

Birthday weekend each June and was a driving force behind the development of the now completed Australian Kelpie Centre in Casterton.

CR MICHAEL CARR



Cr Michael Carr was elected for his first Council term in November 2020. Cr Carr was appointed to the Audit and Risk Committee in 2020. Cr Carr is a lifelong Portland local and grew up on the family farm. Cr Carr completed his education at local schools. Cr Carr is married to Carly and the proud father to three young sons.

Cr Carr has a strong understanding of the local industry.

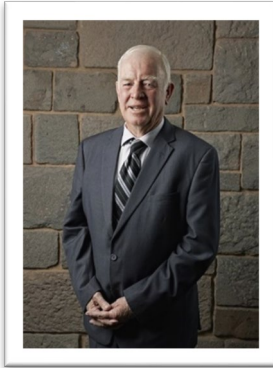
Cr Carr was employed at Portland Aluminium for over ten years, working his way from a graduate position to Area Superintendent level before taking up his current role as Infrastructure Manager at the Port of Portland. He holds a Masters Degree in Civil Engineering and is a Graduate of the Company Directors Course provided by the Australian Institute of Company Directors.

Cr Carr enjoys family camping adventures, football, tennis, water-skiing, basketball, and volunteering within the community. Cr Carr is a member/affiliated with numerous organisations, including the Portland Football Netball Club; Portland Little Athletics Club; Bridgewater Lakes Aquatic Club; Future Leaders of Industry; and United Way

Glenelg – Dolly Parton Imagination Library.

Cr Carr has a passion for sport and recreation, infrastructure projects, education attainment levels of our youth, employment retention and generation, equality within the community, growth in the regions tourism, road and rail improvements, and elimination of rubbish in public reserves.

CR JOHN NORTHCOTT



Cr John Northcott joined Council in a short term extraordinary vacancy in August 2023. He previously spent 17 years on Council, including holding the position of Mayor. Cr Northcott was appointed to the Audit and Risk Committee in November 2023.

Cr John Northcott has lived in the Merino area for more than 70 years, and is a lamb, wool and cattle farmer. He is a proud family man, with 3 children and 8 grandchildren.

He is also incredibly active in his local community and is a life member of the Tahara Cricket Club and Life Governor of the Merino/Coleraine Community Health Services. He has also been involved with the Merino Digby Lions Club for more than 30 years, and boasts more than 50 years of service with his local CFA branch.