



TAMALA PARK  
REGIONAL COUNCIL

## Ordinary Meeting of Council

# MINUTES

Thursday 19 August 2010  
City of Stirling, 5.30pm

TAMALA PARK  
REGIONAL COUNCIL  
(TPRC)  
COMPRISES THE  
FOLLOWING  
COUNCILS:

Town of Cambridge  
City of Joondalup  
City of Perth  
City of Stirling  
Town of Victoria Park  
Town of Vincent  
City of Wanneroo

**MEMBERSHIP**

<b>OWNER COUNCIL</b>	<b>MEMBER</b>	<b>ALTERNATE MEMBER</b>
Town of Cambridge	Mayor Simon Withers	
City of Joondalup	Cr Tom McLean Cr Geoff Amphlett	
City of Perth	Cr Eleni Evangel	
City of Stirling	Cr Leonie Getty Cr John Italiano Cr David Michael Cr Stephanie Proud	
Town of Victoria Park	Mayor Trevor Vaughan	
Town of Vincent	Mayor Nick Catania	
City of Wanneroo	Cr Dianne Guise Cr Glynis Monks	Mayor Jon Kelly Cr Brett Treby

NB: Although some Councils have nominated alternate members, it is a precursor to any alternate member acting that a Council carries a specific resolution for each occasion that the alternate member is to act, referencing Section 51 of the Interpretation Act. The current Local Government Act does not provide for the appointment of deputy or alternate members of Regional Councils. The DLG is preparing an amendment to rectify this situation.

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**PRESENT**

<b>Chairman</b>	Cr John Italiano
<b>Councillors</b>	Cr Geoff Amphlett Cr Nick Catania Cr Eleni Evangel Cr Leonie Getty Cr Dianne Guise Cr Tom McLean Cr David Michael (from 6.26pm) Cr Glynis Monks Cr Stephanie Proud (from 5.55pm) Cr Trevor Vaughan Cr Simon Withers
<b>Alternate Members</b>	Nil
<b>Staff</b>	Mr Tony Arias (Chief Executive Officer) Mrs Kylie Jeffs (Executive Assistant)
<b>Apologies Councillors</b>	Nil
<b>Leave of Absence</b>	Nil
<b>Absent</b>	Nil
<b>Consultants</b>	Mr Nigel Satterley (Satterley Property Group) Mr Sandy Biagioni (Satterley Property Group)
<b>Apologies Participant Councils' Advisers</b>	Mr Jason Buckley (Town of Cambridge)
<b>In Attendance Participant Councils' Advisers</b>	Mr Lewis Bond (City of Perth) Mr John Giorgi (Town of Vincent) Mr Garry Hunt (City of Joondalup) Mr Arthur Kyron (Town of Victoria Park) Mr Jason Lyon (Town of Cambridge) Mr John Paton (City of Wanneroo) Mr Ross Povey (City of Stirling)
<b>Members of the Public</b>	Nil
<b>Press</b>	Nil

**1. OFFICIAL OPENING**

At 5.38pm the Chairman declared the meeting of the Tamala Park Regional Council open.

## **DISCLOSURE OF INTERESTS**

- Cr Dianne Guise disclosed an interest affecting impartiality for Item 9.5 (Appointment of External Auditor) as Macri & Partners are engaged as Cr Guise's accountants.
- Cr Dianne Guise disclosed an interest affecting impartiality in relation to Item 9.6 (Partnering/Alliance – Draft Development Managers Agreement) as she has worked with Satterley Property Group in her capacity as a Member for the City of Wanneroo.
- TPRC CEO Mr Tony Arias declared a financial interest in relation to Item 9.6 (Partnering/Alliance – Draft Development Managers Agreement) and Item 9.7 (Management Committee) due to his previous employer being the Satterley Property Group and having a financial interest in Satterley projects and with Tony Vallelonga (who is part of the project team for the Satterley Property Group).

### **2. PUBLIC STATEMENT/QUESTION TIME**

Nil

### **3. APOLOGIES AND LEAVE OF ABSENCE**

Nil

### **4. PETITIONS**

Nil

### **5. CONFIRMATION OF MINUTES**

*Ordinary Meeting of Council – 24 June 2010*

Moved Cr G Amphlett, Seconded Cr N Catania

That the minutes of the Ordinary Meeting of Council of 24 June 2010 be confirmed, and signed by the Chairman, as a true and correct record of proceedings.

The Motion was put and declared CARRIED (10/0).

### **5A. BUSINESS ARISING FROM THE MINUTES**

Nil

### **6. ANNOUNCEMENTS BY CHAIRMAN (WITHOUT DISCUSSION)**

Nil

### **7. MATTERS FOR WHICH MEETING MAY BE CLOSED**

Nil

### **8. REPORTS OF COMMITTEES**

- *Audit Committee Meeting – 24 June 2010*
- *Project Steering Committee Meeting – 11 August 2010*

**9. ADMINISTRATION REPORTS**

**9.1 BUSINESS REPORT – PERIOD ENDING 31 JULY 2010**

*TPRC CEO Mr Tony Arias provided an update on the outcomes of the Coastal Conservation Committee meeting held on 16 August 2010. He advised that the Department of Planning presented a draft Management Plan at the meeting. The current proposal shows the majority of the land forming a Conservation Park to be managed by the Department of Environment and Conservation. It is likely the foreshore area would be managed by the City of Wanneroo and the City of Joondalup, consistent with municipal boundaries, with conditions attached to that management. The main purpose of the land will be for conservation purposes with limited passive recreation associated with use of the beach. The timeframe for public release of the report is late 2010.*

Moved Cr T Vaughan, Seconded Cr N Catania

[The recommendation in the agenda]

**That the Business Report to 31 July 2010 be RECEIVED.**

The Motion was put and declared CARRIED (10/0).

**9.2 STATEMENTS OF FINANCIAL ACTIVITY FOR THE MONTHS OF JUNE 2010 AND JULY 2010**

Moved Cr L Getty, Seconded Cr G Monks

[The recommendation in the agenda]

**That the Council RECEIVE and NOTE the Statement of Financial Activity for the months ending 30 June 2010 and 31 July 2010.**

The Motion was put and declared CARRIED (10/0).

**9.3 LIST OF MONTHLY ACCOUNTS SUBMITTED FOR THE MONTHS OF JUNE 2010 AND JULY 2010**

Moved Cr D Guise, Seconded Cr N Catania

[The recommendation in the agenda]

**That the Council RECEIVE and NOTE the list of accounts paid under Delegated Authority to the CEO for the month of June 2010 and July 2010:**

- **Month ending 30 June 2010 (Total \$44,212.94)**
- **Month ending 31 July 2010 (Total \$146,463.61)**
- **Total Paid - \$190,676.55**

The Motion was put and declared CARRIED (10/0).

**9.4 TPRC BUDGET FOR THE FINANCIAL YEAR 2010/2011**

*Cr S Proud arrived during discussion on this item.*

*Prior to the commencement of the meeting an alternative recommendation for Item 9.4 (TPRC Budget for the Financial Year 2010/2011) was distributed.*

[The recommendation in the agenda]

That the Council APPROVE by absolute majority pursuant to provision of the LGA 1995 the adoption of the annual budget for the year ending 30 June 2011 as distributed with this agenda.

Moved Cr T Vaughan, Seconded Cr D Guise

That the alternative recommendation be made as follows:

**That Council BY AN ABSOLUTE MAJORITY:**

**ADOPTS the Budget for the year ending 30 June 2011, which incorporates:**

- **Statement of Comprehensive Income, showing Total Comprehensive Income of \$781,264 deficit.**
- **Statement of Cash Flows, showing a cash at end of year position of \$14,233.808.**

The Motion was put and declared CARRIED BY ABSOLUTE MAJORITY (11/0).

**9.5 APPOINTMENT OF EXTERNAL AUDITOR**

*Cr D Guise declared an impartial interest for Item 9.5.*

Moved Cr T McLean, Seconded Cr G Amphlett

[The recommendation in the agenda]

1. **APPROVE the audit specification and contractual requirements as submitted for application to the Audit contract for services to the TPRC for the period 2011 – 2013.**
2. **ENDORSE the action taken requesting quotations for audit services.**
3. **APPOINT Tony Macri (of Macri and Partners) to be Auditor to the TPRC for the 3 financial years ending 30 June 2011; 2012 and 2013 respectively.**
4. **APPROVE the audit fees as submitted:**

REQUIREMENT	YEAR 1	YEAR 2	YEAR 3
EXTERNAL AUDITING SERVICES			
Fixed Lump Sum Fee Per Annum (Including GST)	\$9,350	\$9,900	\$10,450
Estimated Number of Hours	75	75	75

HOURLY RATE FOR ADDITIONAL PROFESSIONAL WORK	YEAR 1	YEAR 2	YEAR 3
Partner	\$198	\$198	\$198
Manager	\$165	\$165	\$165
Senior	\$143	\$143	\$143
Graduate/Assistant	\$121	\$121	\$121

The Motion was put and declared CARRIED BY ABSOLUTE MAJORITY (11/0).

## CONFIDENTIAL REPORT

### 9.6 PARTNERING/ALLIANCE – DRAFT DEVELOPMENT MANAGERS AGREEMENT

Moved Cr E Evangel, Seconded Cr S Proud

That the meeting be moved behind closed doors at 6.00pm due to Item 9.6 (Partnering/Alliance – Draft Development Managers Agreement) dealing with a contract that may be entered into by the Tamala Park Regional Council.

The Motion was put and declared CARRIED (11/0).

*Cr D Guise declared an impartial interest for Item 9.6.*

*Mr T Arias declared a financial interest for Item 9.6.*

*Prior to the commencement of the meeting an alternative recommendation for Item 9.6 (Partnering/Alliance – Draft Development Managers Agreement) was distributed.*

[The recommendation in the agenda]

That the Council:

1. APPROVE the draft Development Management Agreement between TPRC and the Satterley Property Group Pty Ltd, prepared by Minter Ellison Lawyers, subject to the TPRC CEO confirming that the delegations to the Management Committee are consistent with the requirements of the Local Government Act.
2. TREAT the Development Management Agreement between TPRC and Satterley as a confidential document.
3. APPROVE the members of the Project Steering Committee to be appointed the members of the Management Committee.
4. Subject to (1) above AUTHORISE the Chairman and the CEO to sign and affix the TPRC common seal to the Development Management Agreement.

Moved Cr G Amphlett, Seconded Cr G Monks

That the alternative recommendation be made as follows:

1. **APPROVE the draft Development Management Agreement dated 17 August 2010 (as amended) between TPRC and the Satterley Property Group Pty Ltd, prepared by Minter Ellison Lawyers, subject to the TPRC CEO confirming that**



**the delegations to the Management Committee are consistent with the requirements of the Local Government Act.**

- 2. TREAT the Development Management Agreement between TPRC and Satterley as a confidential document.**
- 3. Subject to (1) above AUTHORISE the Chairman and the CEO to sign and affix the TPRC common seal to the Development Management Agreement.**

The Motion was put and declared CARRIED BY ABSOLUTE MAJORITY (11/0).

Moved Cr S Proud, Seconded Cr T Vaughan

That the meeting be opened and standing orders recommence at 6.25pm.

The Motion was put and declared CARRIED (11/0).

The Chairman read out the recommendation.

*Cr D Michael arrived before discussion on Item 9.7 at 6.26pm.*

## **9.7 MANAGEMENT COMMITTEE**

*Prior to the commencement of the meeting an alternative recommendation for Item 9.7 (Management Committee) was distributed.*

*Mr T Arias declared a financial interest for Item 9.7.*

[The recommendation in the agenda]

1. That Council APPROVE the establishment of a Management Committee.
2. That the Management Committee COMPRISE a minimum of six members.
3. That in accordance with the provisions of the Local Government Act 1995, APPOINTS BY ABSOLUTE MAJORITY the following six Council members to the Management Committee:

*Members:*

1. Cr .....
2. Cr .....
3. Cr .....
4. Cr .....
5. Cr .....
6. Cr .....

4. That the Council approve the following terms of reference and delegations for the Management Committee:

- Recommending to Council the Project Annual Plan, Project Budget and Project Milestones.
- The establishment and variation of key performance indicators which will be used to measure the performance of the Development Manager.
- Monitoring the Approved Project Budget (including any proposed variations to the Approved Project Budget).
- Stage-by-stage cost determination and review.
- Monitoring the Project's strategy, plans or concepts.
- Monitoring the marketing and sales program for the Project.
- Approval of sales schedules (including pricing) prior to the release of a stage of the Project.
- Contracts to be entered into by any party with a value less than \$1,000,000.
- Monitoring the Approved Project Program (including any proposed variations to the Approved Project Program).
- The appointment of Project consultants and contractors with a value less than \$1,000,000.
- The location of Stages of subdivision including the number of lots, Display village(s) (size, mix and locality).
- Approval to the lodgement of Subdivision Applications with the Western Australian Planning Commission.
- Approval to marketing strategy and program.
- Monitoring the implementation of TPRC objectives.
- Generally monitor the performance of the Development Manager;
- Generally progress the Project.
- To provide regular confidential updates on progress to the Council.

Moved Cr L Getty, Seconded Cr G Monks

That the alternative recommendation be made as follows:

1. **That Council APPROVE BY ABSOLUTE MAJORITY the establishment of a Management Committee in accordance with Section 5.9 (2)(a) of the Local Government Act.**
2. **That the Council approve BY ABSOLUTE MAJORITY that the Management Committee COMPRISE a minimum of six members with a quorum to be a minimum of Four (4) members.**
3. **That in accordance with the provisions of the Local Government Act 1995, APPOINTS BY ABSOLUTE MAJORITY the following six Council members to the Management Committee who currently comprise of the Project Steering Committee, as follows:**
  - Members:***
  - 1. Cr Geoff Amphlett***
  - 2. Cr Nick Catania***
  - 3. Cr Dianne Guise***
  - 4. Cr John Italiano***
  - 5. Cr Trevor Vaughan***
  - 6. Cr Simon Withers***
4. **That the Council APPROVES BY AN ABSOLUTE MAJORITY the following Terms of Reference to the Management Committee:**

- **Recommending to Council the Project Annual Plan, Project Budget and Project Milestones.**
  - **The establishment and variation of key performance indicators which will be used to measure the performance of the Development Manager.**
  - **Monitoring the Approved Project Budget (including any proposed variations to the Approved Project Budget).**
  - **Stage-by-stage cost determination and review.**
  - **Monitoring the Project's strategy, plans or concepts.**
  - **Monitoring the marketing and sales program for the Project.**
  - **Approval of sales schedules (including pricing) prior to the release of a stage of the Project.**
  - **Contracts to be entered into by any party with a value less than \$1,000,000.**
  - **Monitoring the Approved Project Program (including any proposed variations to the Approved Project Program).**
  - **The appointment of Project consultants and contractors with a value less than \$1,000,000.**
  - **The location of Stages of subdivision including the number of lots, Display village(s) (size, mix and locality).**
  - **Approval to the lodgement of Subdivision Applications with the Western Australian Planning Commission.**
  - **Approval to marketing strategy and program.**
  - **Monitoring the implementation of TPRC objectives.**
  - **Generally monitor the performance of the Development Manager;**
  - **Generally progress the Project.**
  - **To provide regular confidential updates on progress to the Council.**
5. **That the Council APPROVES BY AN ABSOLUTE MAJORITY to delegate the following powers or duties to the Management Committee:**
- **The establishment and variation of key performance indicators which will be used to measure the performance of the Development Manager.**
  - **Stage-by-stage cost determination and review.**
  - **The approval of sales schedules (including pricing) prior to the release of a stage of the Project.**
  - **Calling and Acceptance of Tenders and Approval of Contracts, relating to the provision of services or works, with a value less than \$1,000,000.**
  - **Monitoring the Approved Project Program (including any proposed variations to the Approved Project Program).**
  - **The appointment of Project consultants and contractors with a value less than \$1,000,000.**
  - **The location of Stages of subdivision including the number of lots, Display village(s) (size, mix and locality).**
  - **Approval to the lodgement of Subdivision Applications with the Western Australian Planning Commission.**
  - **Approval to marketing strategy and program.**
  - **Monitoring the implementation of TPRC objectives.**
6. **That the Council review in six months the Terms of Reference and Delegations of Powers or duties to the Management Committee.**

Moved Cr S Withers, Seconded Cr N Catania

That the Motion be amended to clause 5 as follows:

5. That the Council **APPROVES BY AN ABSOLUTE MAJORITY** to delegate the following powers or duties to the Management Committee (as listed in clause 15.4A of the draft Development Managers Agreement):
- i. Variation of the Project KPIs which must be done in good faith consultation with and with the Development Manager's Agreement (in writing) which will be used to measure the performance of the Development Manager in respect of the Development Management Services;
  - ii. Initial strategy and Approved Project Budget (including any proposed variations to the Approved Project Budget);
  - iii. Stage-by-Stage cost determination and review;
  - iv. Any variation to the Project's strategy, plans or concepts (Approved Project Variation);
  - v. Determination of costs associated with any Approved Project Variation in accordance with this clause 15;
  - vi. Determination of the nature and allocation of any additional Expenses not included in the Approved Project Budget;
  - vii. Acceptance of debt terms;
  - viii. The marketing and sales program for the Project;
  - ix. Selling price of any lots (fair market value) prior to the release of a Stage of the Project;
  - x. Actual sales having a value of less than 95% of the corresponding value in the agreed sales schedule;
  - xi. All contracts to be entered into by any party with a value of less than \$1,000,000;
  - xii. Anything which requires or relates in any way to a request for competitive tenders pursuant to the *Local Government Act 1995 (WA)*;
  - xiii. Cost increases of greater than 10% of the original cost;
  - xiv. Cost overruns and spending of contingency;
  - xv. Staging plan and Project timetable;
  - xvi. Appointment of key on-site development staff;
  - xvii. Appointment of consultants, contractors and advisers to the Project;
  - xviii. Changes to related party transactions and fees;
  - xix. Litigation;
  - xx. Any public announcement concerning the Project;
  - xxi. Any other matter relating to the Project which TPRC considers is necessary,

as they relate to the project.

The Motion for amendment was put and declared CARRIED BY ABSOLUTE MAJORITY (12/0).

The Motion as then amended was put and declared CARRIED BY ABSOLUTE MAJORITY (12/0).

## 9.8 PROJECT CONSULTANCIES - TENDERS

Moved Cr S Proud, Seconded Cr E Evangel

[The recommendation in the agenda]

That the Council AUTHORISE the CEO to invite tenders associated with the design and management of the Stage 1 subdivision plan, earthworks, civil and landscape construction for the following:

- Town Planning/Urban Design;
- Civil Engineering;
- Survey;
- Landscape Architecture;
- Advertising/Marketing; and
- Any related consultancies.

Moved Cr D Guise, Seconded Cr D Michael

That the recommendation be amended by deletion of the final dot point as follows:

**That the Council AUTHORISE the CEO to invite tenders associated with the design and management of the Stage 1 subdivision plan, earthworks, civil and landscape construction for the following:**

- **Town Planning/Urban Design;**
- **Civil Engineering;**
- **Survey;**
- **Landscape Architecture; and**
- **Advertising/Marketing.**

The Motion for amendment was put and declared CARRIED (12/0).

The Motion as then amended was put and declared CARRIED (12/0).

#### **9.9 TPRC STRUCTURE PLAN STATUS UPDATE**

Moved Cr G Monks, Seconded Cr N Catania

[The recommendation in the agenda]

**That the Council RECEIVE the status report in relation to the TPRC Structure Plan.**

The Motion was put and declared CARRIED (12/0).

#### **9.10 STRUCTURE PLAN REFERRAL - ENVIRONMENTAL PROTECTION & BIODIVERSITY CONSERVATION ACT**

Moved Cr G Monks, Seconded Cr G Amphlett

[The recommendation in the agenda]

**That Council RECEIVE the report.**

The Motion was put and declared CARRIED (12/0).

**9.11 PROPOSAL TO ACQUIRE PORTION OF TPRC LAND – DEPARTMENT OF HOUSING**

Moved Cr S Proud, Seconded Cr D Michael

[The recommendation in the agenda]

**That the Council:**

1. **NOTE the proposal by the Department of Housing to acquire portion of TPRC land.**
2. **ADVISE the Department of Housing that at this stage the Council is not prepared to consider the sale of any of the Tamala Park landholding.**

The Motion was put and declared CARRIED (12/0).

**10. ELECTED MEMBERS MOTIONS OF WHICH NOTICE HAS BEEN GIVEN**

Nil

**11. QUESTIONS BY ELECTED MEMBERS OF WHICH DUE NOTICE HAS BEEN GIVEN**

Nil

**12. URGENT BUSINESS APPROVED BY THE CHAIRMAN**

The Chairman advised that the first TPRC CEO performance review for Mr Tony Arias is to be undertaken shortly.

Moved Cr E Evangel, Seconded S Proud

**That the Council**

1. **APPROVE that the TPRC CEO be advised that the CEO performance review will commence in October 2010.**
2. **APPROVE WALGA Workplace Solutions to carry out the review at a cost of \$4,400 (inc GST).**
3. **AUTHORISE the Chairman to liaise with members of the CEO Performance Review Committee to schedule a meeting to start the review process and ensure it is concluded before the end of the year.**

The Motion was put and declared CARRIED (12/0).

**13. MATTERS BEHIND CLOSED DOORS**

Nil

**14. GENERAL BUSINESS**

Nil

**15. FORMAL CLOSURE OF MEETING**

The Chairman declared the meeting closed at 7.00pm.

These minutes were confirmed at a meeting on .....

SIGNED this ..... day of ..... 2010

as a true record of proceedings.

\_\_\_\_\_  
CHAIRMAN