City of Port Phillip
**CHARTER of the**
**SOUTH MELBOURNE MARKET COMMITTEE**

## 1. PREAMBLE

1.1. The South Melbourne Market (the Market) is a very important facility both for the City of Port Phillip and the wider community. Established in 1867, the Market is built on land made available under a Crown Grant for the purpose of a general market. The buildings and associated infrastructure are owned and maintained by Council.

1.2. It is Council's intention to retain and enhance the Market's unique position as a major generator of community and social interaction as well as being one of the Council's prime infrastructure assets. It can be developed further as a place for the whole community to visit and belong, as well as a premier shopping destination.

1.3. The Market is an integral part of Council's long term financial sustainability and as such must continue to operate profitably and competitively.

## 2. PURPOSE

2.1. The purpose of the Committee is to oversee the Market's performance and direction, ensuring its financially viability, its pre-eminent position as a community resource and its position as a dynamic retail competitor.

## 3. COMMITTEE DELEGATIONS

3.1. The delegations to the Committee are set out in the attached Instrument of Delegation.

## 4. COMMITTEE OBJECTIVES

4.1. Retain and enhance the distinctive features and characteristics of the Market.

4.2. Improve the physical condition and environmental performance of the Market buildings and associated infrastructure.

4.3. Attract new shoppers to the Market and retain existing customers, ensuring the Market is accessible to the entire Port Phillip community.

4.4. Enhance the visibility and accessibility of the Market for shoppers and enable them to find the Market readily, get to it easily and move around it comfortably.

4.5. Leave Market visitors with an enjoyable and memorable shopping and social experience by providing a vibrant atmosphere in a clean and safe retail market environment.

4.6. Attract and retain a diverse range of appropriate stalls that offer products and services that meet the needs and expectations of shoppers.

4.7. Operate the Market profitably and in a professional manner.

## 5. STRUCTURE

5.1. The Committee is constituted as a Special Committee of Council, in accordance with Section 86 of the Local Government Act 1989, and its decision making powers are subject to an Instrument of Delegation of the Council.

5.2. The Committee shall consist of a maximum of seven and minimum of six members appointed by Council of which

5.2.1. Two to three are Councillors – *if three Councillors at least one should have one of the skill sets required*

5.2.2. One senior Officer of Council (a General Manager or equivalent)

5.2.3. Three or four are independent Committee members with appropriate skill sets; one of whom is appointed Chair.

5.3. Each Committee member shall have one vote.

5.4. Council will nominate the Councillor representatives on the Committee, who will act in that role until the next election.

5.5. The skill-set required of independent members will include:

5.5.1. Extensive expertise in retail markets

5.5.2. General high-level commercial expertise and acumen

5.5.3. **Strategic** marketing and communications

5.5.4. **Strategic** community engagement

5.6. The Market Manager shall attend Committee meetings but shall have no voting rights.

5.7. Independent members must apply for advertised positions and a panel, including an external consultant and a senior Council officer (or two senior Council officers) will shortlist, based on predetermined selection criteria that has been approved by ELT.

5.8. Interviews will be conducted by a panel including the external consultant, a General Manager and the Mayor (or two senior Council officers and the Mayor). Appointments recommended by the panel will be approved by Council.

5.9. Independent members will be awarded three year terms with a maximum of three terms. Initial terms will be staggered.

5.10. Council will have the right to remove members.

5.11. The Council shall appoint the Chairperson of the Management Committee, being one of the independent members, for a period of up to three years. The Chairperson will have a casting vote in addition to his/her deliberative vote.

5.12. In the absence of the appointed Chairperson at any meeting, the Chairperson for that meeting shall be a Councillor member.

5.13. Independent members of the Committee, will be remunerated by the Market for their time and services provided to it.

5.14. The Chairperson will receive a higher payment than other independent members.

5.15. Council will set the fees for independent members.

5.16. The Management Committee shall meet at least six times each year

and at such other intervals as agreed by the Committee.

5.17. The quorum for the transaction of any business by the Committee shall be the majority of members appointed to that Committee.

5.18. The business of the Committee shall be recorded in proper minutes that shall be forwarded to Statutory Functions to be included in the Register.

5.19. The Committee shall report at least six monthly to Council on the performance of the Market and the business of the Committee and shall also report to Council from time to time on matters it regards as material.

## 6. ROLE AND FUNCTIONS – SECTION 86 COMMITTEE

The role of the Section 86 Committee is to guide the strategic direction of South Melbourne Market in accordance with this Charter.

As appointed members to the Section 86 Committee, each member has corporate obligations and responsibilities under Corporations Law.

The Section 86 Committee is required to establish a long-term Strategic Plan for the South Melbourne Market for the consideration of Council. The Section 86 Committee is further required to:

1. develop annual budgets
2. develop a 5 year Strategic Plan
3. report against agreed performance measures
4. prepare an Annual Report and
5. report twice yearly on performance.

These are all required to be tabled to the Council.

## 7. ROLE AND FUNCTIONS – COUNCIL MOU

In establishing the Section 86 Committee as a separate entity and appointing the members on the basis of their respective skills, the City of Port Phillip acknowledges that the Section 86 Committee should be provided with the support of Council to independently guide the future direction of the Market.

Council's role is to manage the performance of the Section 86 Committee. This includes:

- Considering and approving the Market Strategic Plan
- Reviewing the Market Annual Report
- Reviewing twice yearly performance reports
- Reviewing and approving the Market annual budget
- Considering requests for capital funding at the Market.

Council will interact with the Section 86 Committee on a number of occasions in a formal setting during each financial year. These touch points will allow Council to seek further detail from the Section 86 Committee in respect of the direction and performance of the South Melbourne Market.

**City of Port Phillip**
**INSTRUMENT OF DELEGATION**
**For the SOUTH MELBOURNE MARKET COMMITTEE**

Authorising Provision

This Instrument of Delegation is made pursuant to section 86(3) of the *Local Government Act 1989.*

Port Phillip City Council delegates to the committee established by resolution of Council passed on 26 February 2001 and known as the **South Melbourne Market Committee** (the Committee), the powers, discretions and authorities set out below:

- Absolute authority to do all things necessary to manage the Market in terms consistent with:
  - a) the 5 year Strategic Plan approved by Council
  - b) the annual Business Plan approved by Council
  - c) Council's wider plans and objectives, in particular specific community and environmental goals required by Council
  - d) the MoU between Council and the Section 86 Committee

This Instrument of Delegation is authorised by a resolution of Council passed on 14 July 2015.

The delegation comes into force immediately the Common Seal of Council is affixed to this Instrument of Delegation.

The delegation remains in force until Council resolves to vary or revoke it.

**THE COMMON SEAL** of Port Phillip City )
Council was hereunto affixed in the )
presence of: )

Mayor

Chief Executive Officer

SR2015/024