

**CHARTER
of
PORT LINCOLN AIRPORT MANAGEMENT
AUTHORITY**

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2. INTRODUCTION

2.1 Name

- 2.1.1 The name of the Authority is the Port Lincoln Airport Management Authority.

2.2 Definitions

- 2.2.1 In this Charter:

Act means Local Government Act 1999 and includes all regulations made thereunder;

Airport means the Port Lincoln Airport;

Asset Management Plan means the asset management plan adopted by the Authority pursuant to clause 7.6;

Authority means Port Lincoln Airport Management Authority;

Board means the board of management of the Authority set out at clause 4;

Board Member means a member of the Board appointed in accordance with clause 4.2;

Budget means the annual budget adopted by the Authority pursuant to clause 7.1;

Business Plan means the business plan adopted by the Authority pursuant to clause 8.2;

Chairperson means the member of the Board appointed pursuant to clause 4.2;

Council means the Lower Eyre Council;

Chief Executive Officer means at any time the person appointed and holding office as the Chief Executive Officer of the Authority;

Financial Statements has the same meaning as in the Act;

Financial Year means 1 July in each year to 30 June in the subsequent year;

Long Term Financial Plan means the long term financial plan adopted by the Authority pursuant to clause 7.5;

Selection Panel means the panel established pursuant to clause 4.3;

Strategic Plan means the strategic plan adopted by the Authority pursuant to clause 8.1.

2.2.2 Subject to the above, words and expressions in this Charter have the same meaning as in a provision of the Act that deals with the same matter.

2.3 Interpretation

2.3.1 In this Charter unless the context otherwise requires:

- (a) the singular includes the plural and vice versa;
- (b) words of one gender include other genders;
- (c) reference to a person includes a partnership, corporation, association, government body and any other entity;
- (d) a reference to legislation includes any amendment to it, any legislation substituted for it, and any subordinate legislation made under it;
- (e) an unenforceable provision or part of a provision of this Charter may be severed, and the remainder of this Charter continues in force, unless this would materially change the intended effect of this Charter;
- (f) reference to a section(s) is to a section of the Act and includes any section that substantially replaces that section and deals with the same matter;
- (g) headings are for ease of reference only and do not affect the construction of this Charter;
- (h) a reference to a 'clause' means a clause of this Charter.

2.4 Establishment

2.4.1 The Authority is a subsidiary of the Council established under Section 42 of the Act.

2.5 Local Government Act 1999

2.5.1 This Charter must be read in conjunction with Parts 1 and 3 of Schedule 2 to the Act.

2.5.2 The Authority shall conduct its affairs in accordance with the Act and in particular Parts 1 and 3 of Schedule 2 to the Act except as modified by this Charter in a manner permitted by the Act.

- 2.5.3 The establishment of the Authority does not derogate from the power of the Council to act independently in relation to a matter within the jurisdiction of the Authority.

2.6 Objects and Purposes of the Authority

- 2.6.1 The Council's objectives for the Airport are, in order of priority, that it:

- (a) will increase the return on investment for Lower Eyre Council ratepayers and community;
- (b) be independently financially viable;
- (c) provides a cost effective and reliable travel for locals and an emerging tourism industry;
- (d) will be a strategic driver of economic growth by strengthening connectivity and accessibility of the broader region to increase investment and economic growth.

- 2.6.2 The Authority is established for the following objects and purposes:

- (a) to deliver the Council's objectives for the Airport set out in this Charter or otherwise resolved by the Council;
- (b) to promote and manage the Airport as the State's premier regional airport and to encourage its use by residents, tourists, visitors and the community in general;
- (c) to provide strategic advice to the Council for the achievement of the Council's objectives for the Airport;
- (d) to provide greater engagement of and partnership with key stakeholders of the Authority and the Airport so as to sustain and grow community and regional use and tourism activities for the region.

3. FUNCTIONS, POWERS AND DUTIES OF THE AUTHORITY

The functions, powers and duties of the Authority are to be exercised in the performance and furtherance of the Authority's objects and purposes.

3.1 Functions

- 3.1.1 to undertake the management of the Airport;
- 3.1.2 to prepare a strategic management plan for the Airport and, on request, to provide progress reports to the Council;
- 3.1.3 to maintain the Coffin Bay and Cummins Aircraft Landing Areas and undertake stakeholder management with respect to these facilities;

- 3.1.4 to refine and redefine the strategic management framework for the Airport in response to changing circumstances;
- 3.1.5 to make recommendations to Council in relation to the maintenance and scaled upgrading of the Airport's infrastructure and physical appearance to ensure it is maintained to the highest standard in line with its ranking as the State's premier regional airport; and
- 3.1.6 to promote and co-ordinate strategic management actions in a way that will ensure ongoing participation and commitment from stakeholders and the Council.

3.2 Powers

- 3.2.1 To liaise with other councils, the State of South Australia and the Commonwealth of Australia and their respective instrumentalities for matters relating to the promotion of Airport use and air traffic in a regional context.
- 3.2.2 On behalf of the Council or on its own behalf, to provide a representative to any statutory board or statutory committee concerned with regional air traffic that allows Council to nominate a representative.
- 3.2.3 On behalf of the Council or on its own behalf, to make application for grants and other funding from the State of South Australia, the Commonwealth of Australia and their respective instrumentalities and such other bodies as may be appropriate for the objects and purposes of the Authority.
- 3.2.4 To provide a submission or response to any tender or expression of interest request relevant to the Authority's objects and purposes.
- 3.2.5 Subject to clause 3.6, to enter into any kind of contract or arrangement.
- 3.2.6 To borrow funds and incur expenditure in accordance with clause 3.6.
- 3.2.7 Subject to clause 5, to employ, engage, determine conditions of employment or engagement, remunerate, remove, suspend, dismiss or terminate the person appointed to exercise the role of Chief Executive Officer of the Authority.
- 3.2.8 Subject to clauses 3.6 and 5, to employ other staff.
- 3.2.9 Subject to clause 3.6, to employ, engage or retain professional advisers to the Authority.
- 3.2.10 Subject to clause 3.6, to institute, initiate and carry on legal proceedings.
- 3.2.11 To establish committees for such purposes as the Authority considers appropriate.

- 3.2.12 Subject to clause 3.6 to agree to undertake a project in conjunction with any Council or government agency or authority and in so doing to participate in the formation of a trust, partnership or joint venture with any council or government agency or authority to give effect to the project.
- 3.2.13 To print or publish any materials in any medium that the Authority considers appropriate for the attainment of its objects and purposes.
- 3.2.14 To adopt and use a business name subject to registration of the business name.
- 3.2.15 To open and operate bank accounts.
- 3.2.16 To receive gifts of money or property from any person.
- 3.2.17 To set, adjust and make payable any rent, fee or charge in respect of the Airport, its facilities or the Coffin Bay and Cummins Aircraft Landing Areas.
- 3.2.18 To invest any funds of the Authority in any investment provided that:
 - (a) in exercising this power of investment, the Authority must exercise the care, diligence and skill that a prudent person or business would exercise in managing the affairs of other persons; and
 - (b) the Authority must avoid investments that are speculative or hazardous in nature.
- 3.2.19 With the prior approval of the Council, to purchase, sell or otherwise acquire, dispose of or encumber any real property or interests therein.
- 3.2.20 Subject to clause 3.6, to acquire, dispose or otherwise deal with personal property.
- 3.2.21 To undertake any actions necessary to achieve compliance with a regulation, standard or guideline related to the Airport.
- 3.2.22 To do anything else necessary or convenient for or incidental to the exercise, performance or discharge of its powers, functions or duties or the attainment of its objects and purposes.

3.3 **Duties**

- 3.3.1 To report regularly to Council on the Authority's financial and general performance.
- 3.3.2 To ensure that information provided to the Council is accurate and that the Council is kept informed of the solvency of the Authority as well as any material developments that may affect the operating capacity and financial affairs of the Authority.
- 3.3.1 To minimise risk to the Council.

- 3.3.2 To give due weight to economic, community, social and environmental considerations.
- 3.3.3 To consider and keep the Council informed on opportunities, risks and the relevant regulatory framework.
- 3.3.4 To exercise the functions and powers of the Authority only in the performance and furtherance of the Authority's objects and purposes.
- 3.3.5 To comply with this Charter, the Act, all other applicable law and any lawful direction of the Council.

3.4 Other Powers, Functions and Duties

- 3.4.1 The Authority may exercise such other functions, powers and duties as are delegated to the Authority or authorised by the Council from time to time.

3.5 Acting Outside Area

- 3.5.1 The Authority may act outside the area of the Council with the prior approval of the Council which approval will only be given if the Council considers it is necessary or expedient to the attainment of the Authority's . Objects and Purposes for the Authority to act outside the area of the Council.

3.6 Borrowings and Expenditure

- 3.6.1 The Authority has the power to incur expenditure as follows:
 - (a) in accordance with a budget adopted by the Authority and approved by the Council as required by the Act or this Charter; or
 - (b) with the prior approval of the Council; or
 - (c) in accordance with the Act, in respect of expenditure not contained in a budget adopted by the Authority for a purpose of genuine emergency or hardship.
- 3.6.2 The Authority has the power to borrow money as follows:
 - (a) in accordance with a budget adopted by the Authority in accordance with the Act and this Charter; or
 - (b) with the prior approval of the Council.

3.7 Delegation by the Authority

- 3.7.1 The Authority may, in accordance with this Charter and the Act, by resolution, delegate to a committee, an employee of the Authority or the Council or to a person for the time being occupying a particular office or

position any of its powers and functions under the Act or Charter but may not delegate:

- (a) the power to borrow money or obtain any other forms of financial accommodation not contained in a Budget adopted by the Authority;
- (b) the power to approve expenditure of money on works, services or operations of the Authority not contained in a Budget adopted by the Authority;
- (c) the power to approve the reimbursement of expenses or payment of allowances or remuneration to Board Members other than where such reimbursement is made in accordance with a policy adopted by the Authority;
- (d) the power to adopt or revise a Budget of the Authority;
- (e) the power to adopt or revise an Asset Management Plan, Business Plan, Strategic Plan or Long Term Financial Plan of the Authority;
- (f) the power to adopt or revise financial estimates and reports; and
- (g) the power to make any application or recommendation to the Minister.

3.7.2 A delegation is revocable at will and does not prevent the Authority from acting in a matter.

4. BOARD OF MANAGEMENT

4.1 Role and Functions

- 4.1.1 The Authority is a body corporate and is governed by the Act and this Charter. All meetings of the Authority shall be meetings of the Board.
- 4.1.2 The Board is the Authority's governing body and has the responsibility for the administration of the affairs of the Authority ensuring that the Authority acts in accordance with this Charter and all relevant legislation including the Act.
- 4.1.3 The Board must ensure as far as practicable:
 - (a) that the Authority observes all plans, targets, structures, systems and practices required or applied to the Authority by the Council;
 - (b) that all information furnished to the Council is accurate;
 - (c) that the Council is advised, as soon as practicable, of any material development that affects the financial or operating capacity of the Authority or gives rise to the expectation that the Authority may not be able to meet its debts as and when they fall due;

- (d) the Authority acts in accordance with applicable laws, mandatory codes of practice and this Charter;
- (e) the Authority acts ethically and with integrity;
- (f) the activities of the Authority are conducted efficiently and effectively and that the assets of the Authority are properly managed and maintained.

4.1.4 Anything done by the Board in the administration of the affairs of the Authority is binding on the Authority.

4.2 **Membership of the Board**

- 4.2.1 The Board shall consist of up to five (5) members appointed by the Council, including the Chairperson and the Chief Executive Officer of the Council subject to clause 4.2.2.
- 4.2.2 The person occupying the office as Chief Executive Officer of the Council will be appointed by the Council to be a Board Member provided that the person consents to the appointment.
- 4.2.3 Except in the case of the Board Member appointed pursuant to clause 4.2.2 a Board Member must not be a member or employee of the Council or any other council in the State or an employee of the Authority.
- 4.2.4 The Selection Panel shall invite applications for the positions of Board Member including the position of Chairperson and assess such applications through such process as it considers appropriate.
- 4.2.5 The Selection Panel shall make recommendations to the Council on the appointment of Board Members and the Chairperson including the terms and conditions to attach to such appointments
- 4.2.6 The Council may appoint Board Members including the Chairperson but excluding the Chief Executive Officer of the Council for a maximum period of two (2) years each and on such other conditions as the Council may determine.
- 4.2.7 The Council must give to the Authority a written notice of appointment of a Board Member.
- 4.2.8 Each Board Member must give to the Authority a signed written consent to act as a Board Member.
- 4.2.9 The Council may at any time terminate or revoke a Board Member's appointment and appoint one or more (as the case may be) other persons to be a Board Member(s).
- 4.2.10 The Council must as far as practicable ensure that the Board Members collectively possess the following skills and experience:

- (a) governance and risk;
- (b) financial management;
- (c) aviation and aerodrome management and development;
- (d) property development and management;
- (e) commercial negotiation;
- (f) sales, marketing and sponsorship;
- (g) investment attraction/economic development;
- (h) tourism and product development;
- (i) medical and health.

4.2.11 The Council must ensure as far as practicable that the Chairperson has corporate governance experience.

4.2.12 The Council must as far as practicable seek to achieve diversity amongst Board Members and that no more than half of the Board Members' term of office expires in the same year except in the case of the first board members appointed following the establishment of the Authority.

4.2.13 There will be no deputies to Board Members other than the Deputy Chairperson appointed pursuant to clause 4.4.3.

4.3 Selection Panel

4.3.1 The Selection Panel is to be comprised of the Mayor, an employee of the Council appointed by the Council and a person not being an employee or member of the Council chosen by the Mayor and the employee appointed to the Selection Panel.

4.4 Chairperson of the Board

4.4.1 The Chairperson will cease to hold office as Chairperson in the event:

- (a) the Chairperson resigns as Chairperson; or
- (b) the Chairperson ceases to be a Board Member; or
- (c) the Council terminates the Chairperson's appointment as Chairperson.

4.4.2 In the event that the office of Chairperson becomes vacant, then the Council must appoint a new Chairperson in the same manner as the original appointment who shall hold office for the balance of the original term or until such later date as the Council may determine of up to two (2) years and at the expiry of that term shall be eligible for reappointment.

- 4.4.3 The Board shall appoint a Board Member, other than the Chairperson to be the Deputy Chairperson for a term of up to two (2) years provided such term does not exceed the Board Member's term of appointment as a Board Member and at the conclusion of the Deputy Chairperson's term of office, the Deputy Chairperson is eligible for reappointment.
- 4.4.4 In the event that the Chairperson is absent or refuses or is unable to act as Chairperson or ceases to hold office as Chairperson or a Board Member, then the Deputy Chairperson shall act in that office for the period that the Chairperson is absent or refuses or is unable to act or, if relevant, until such time as a Chairperson has been appointed by the Council.
- 4.4.5 In the event that the Deputy Chairperson is pursuant to clause 4.4.4 to act as Chairperson but is absent or refuses or is unable to act as Chairperson or ceases to hold office as a Board Member, the Board shall appoint a Board Member to be the Chairperson for the period that the Chairperson or Deputy Chairperson is absent or refuses or is unable to act or, if relevant until such time as a Chairperson has been appointed by the Council.
- 4.4.6 The Chairperson must preside at all meetings of the Board and, in the event the Chairperson is absent from a meeting or part of a meeting, the Deputy Chairperson shall preside for the duration of the Chairperson's absence and, in the event that both the Chairperson and Deputy Chairperson are absent from a meeting or part of a meeting, the Board must appoint one of the Board Members present to preside for the duration of the Chairperson's or Deputy Chairperson's absence.
- 4.4.7 The Chairperson will act as the principal spokesperson of the Authority.

4.5 Office of Board Member

- 4.5.1 At the conclusion of a Board Member's term of office, including the Chairperson, such Board Member or Chairperson will be eligible for re-appointment.
- 4.5.2 A Board Member will cease to hold office in the circumstances set out in the Act as to when a Board Member's office becomes vacant.
- 4.5.3 Where, for any reason, the office of a Board Member becomes vacant, the Council will be responsible for appointing a replacement Board Member.
- 4.5.4 Where any vacancy occurs in the membership of the Board, it must be filled in the same manner as the original appointment and the person appointed to fill the vacancy may be appointed for the balance of the term of the original appointment or such longer term of up to two (2) years and at the expiry of that term shall be eligible for reappointment.

4.6 **Remuneration of Board Members**

- 4.6.1 Subject to clause 4.6.2 the Authority will pay each Board Member except a Board Member who is also the Chief Executive Officer of the Council, a sitting fee as determined by the Council having regard to the Guidelines for Agencies and Board Directors published from time to time by the Department of Premier and Cabinet for Government Boards and Committees or such publication as may succeed such Guidelines.
- 4.6.2 The Authority will pay the Chairperson a sitting fee as determined by the Council which may be greater than the sitting fee payable for an ordinary Board Member having regard to the Guidelines for Agencies and Board Directors published from time to time by the Department of Premier and Cabinet for Government Boards and Committees or such publication as may succeed such Guidelines.
- 4.6.3 All Board Members will receive from the Authority reimbursement of expenses properly incurred in performing or discharging official functions and duties as determined by the Authority and set out in a policy adopted by the Authority for the purposes of this clause.
- 4.6.4 The Council will annually review the sitting fee to be paid to Board Members and the Chairperson.

4.7 **Insurance**

- 4.7.1 The Authority must take out a suitable policy of insurance insuring Board Members and their spouses or another person who may be accompanying a Board Member, against risks associated with the performance or discharge of their official functions and duties or on official business of the Authority.

4.8 **Returns**

- 4.8.1 Board Members are not required to submit returns under Chapter 5, Part 4, Division 2 of the Act.

4.9 **Proceedings of the Board**

4.9.1 ***General***

The procedure to be observed at a meeting of the Board will be:

- (a) as prescribed by the Act;
- (b) insofar as the procedure is not prescribed by the Act, as set out in this Charter or otherwise determined by the Council;
- (c) insofar as the procedure is not prescribed by the Act, this Charter or the Council – as determined by the Board itself.

4.9.2 **Board Meetings**

- (a) Ordinary meetings of the Board will be held at such times and places as determined by the Board and may be held electronically except that there must be at least one (1) ordinary meeting of the Board every three months.
- (b) An ordinary meeting of the Board will constitute an ordinary meeting of the Authority. The Board shall administer the business of the Authority at the ordinary meeting.
- (c) The Council, the Chairperson or three (3) Board Members may by delivering a written request to the Chief Executive Officer require a special meeting of the Board to be held and any such special meeting shall constitute a special meeting of the Authority. The written request must be accompanied by the agenda for the special meeting and if an agenda is not provided the request has no effect.
- (d) Meetings of the Board will not be open to the public and Chapter 6 Part 3 of the Act does not extend to the Authority.
- (e) Without limiting clause 5(8) of Schedule 2 of the Act, the Board may permit such persons to attend Board meetings as it considers appropriate.

4.9.3 **Notice of Meetings**

- (a) Notice of an ordinary meeting of the Board will be given by the Chief Executive Officer to each Board Member not less than three (3) clear days prior to the holding of the meeting by such means as the Chief Executive Officer considers reasonably practicable to bring the notice to the attention of the Board Member.
- (b) On receipt of a written request pursuant to clause 4.9.2(c), the Chief Executive Officer and Chairperson must determine the date and time of the special meeting and subject to clause 4.8.3(c), the Chief Executive Officer must give notice to all Board Members at least four (4) hours prior to the commencement of the special meeting.
- (c) The Chief Executive Officer must, in relation to a notice of meeting of the Board for the purpose of considering the making of a recommendation to the Council to wind up the Authority, provide the notice to all Board Members at least two (2) months before the date of the meeting.
- (d) Notice of a meeting of the Board must:
 - (i) be in writing; and
 - (ii) set out the date, time and place of the meeting; and

- (iii) be signed by the Chief Executive Officer; and
- (iv) contain, or be accompanied by, the agenda for the meeting; and
- (v) be accompanied by a copy of any documents or reports that are to be considered at the meeting (so far as this is practicable).

4.9.4 **Quorum**

- (a) A meeting of the Board must not commence until a quorum of Board Members is present and a meeting must not continue if there is not a quorum of Board Members present. A quorum of Board Members will comprise one (1) half of the Board Members in office, ignoring any fraction, plus one (1).

4.9.5 **Confidentiality**

- (a) All Board Members must at all times keep confidential all documents and reports provided to them for their consideration at a meeting of the Board that the Chief Executive Officer has indicated ought to be treated as confidential, the Board has determined are to be treated as confidential or that the Board Member ought reasonably to know should be kept confidential.

4.9.6 **Minutes**

- (a) The Chief Executive Officer must cause minutes to be kept of the proceedings at every meeting of the Board and ensure that the minutes are presented to the next ordinary meeting of the Board for confirmation.
- (b) The Chief Executive Officer must, within five (5) days after a meeting of the Board provide to each Board Member a copy of the minutes of the meeting of the Board.

4.10 **Board Performance Review**

4.10.1 The Council will cause to be conducted a performance review of the Board by an external person or persons or body as determined by the Council as soon as practicable upon the conclusion of two (2) years of the establishment of the first Board of the Authority and subsequently at such other intervals as determined by the Council. In conducting the performance review the person(s) or body appointed by the Council to conduct the performance review may:

- (a) have regard to requirements of the Act;
- (b) be provided with access to Board papers, minutes, budgets, financial results, plans and procedures;

- (c) interview Board members individually or collectively;
- (d) make recommendations as to:
 - (i) the workings of the Board;
 - (ii) the replacement of individual Board Members;
 - (iii) the addition of Board Members;
 - (iv) amendments or alterations to the Charter;
- (e) consult with Board Members individually or collectively before issuing the final report.

4.10.2 The person(s) or body appointed by the Council to conduct the performance review will prepare a report for consideration by the Council.

5. CHIEF EXECUTIVE OFFICER AND APPOINTMENT OF OTHER STAFF

- 5.1 The Authority may employ staff including a Chief Executive Officer.
- 5.2 The Chief Executive Officer will be employed for the period, and on the terms (including as to remuneration), as the Authority sees fit.
- 5.3 The Chief Executive Officer is responsible for appointing, managing, suspending and dismissing all the other employees of the Authority on behalf of the Authority including determining the terms and conditions of employment of such other employees.
- 5.4 In the absence of the Chief Executive Officer, the Chief Executive Officer may appoint a suitable person as Acting Chief Executive Officer. If the Chief Executive Officer does not make or is incapable of making such an appointment, a suitable person may be appointed by the Authority.
- 5.5 The Authority delegates responsibility for day to day management of the Authority to the Chief Executive Officer, who will ensure that sound business and human resource management practices are applied in the efficient and effective management of the functions and operations of the Authority.
- 5.6 The functions of the Chief Executive Officer include:
 - 5.6.1 ensuring that the decisions of the Authority are implemented in a timely and efficient manner;
 - 5.6.2 providing information to assist the Authority to assess the Authority's performance against its Strategic, Long Term Financial and Business and Asset Management Plans;
 - 5.6.3 providing advice and reports to the Authority on the exercise and performance of its powers and functions under this Charter or any Act;

- 5.6.4 co-ordinating and initiating proposals for consideration of the Authority;
- 5.6.5 ensuring that the assets and resources of the Authority are properly managed and maintained;
- 5.6.6 ensuring that records required under the Act or any other legislation are properly kept and maintained;
- 5.6.7 exercising, performing or discharging other powers, functions or duties conferred on the Chief Executive Officer by or under the Act or any other Act, and performing other functions lawfully directed by the Authority;
- 5.6.8 establishing policies and procedures relating to work, health and safety.
- 5.7 The Authority must undertake a review of the performance of the Chief Executive Officer at least once every year.
- 5.8 The Chief Executive Officer may delegate or sub-delegate to an employee of the Authority or a committee comprising employees of the Authority, any power or function vested in the Chief Executive Officer. Such delegation or sub-delegation may be subject to conditions or limitations as determined by the Chief Executive Officer.
- 5.9 A written record of delegations and sub-delegations must be kept by the Chief Executive Officer at all times.

6. COMPETITIVE NEUTRALITY

- 6.1 For the purposes of Schedule 2, clause 32 of the Act, the Authority is to be involved in a significant business activity.
- 6.2 At all times the Authority must have current a National Competition Policy Statement in relation to competitive neutrality which it will adhere to in undertaking any activity which constitutes a significant business activity.

7. FINANCIALS

7.1 Budget

- 7.1.1 The Authority must before 31 March of each year prepare and submit a draft Budget to the Council for the ensuing Financial Year (or, if appropriate in relation to the first budget of the Authority following its establishment, part Financial Year) in accordance with the Act for approval by the Council.
- 7.1.2 The Authority must adopt after 31 May and after approval of the draft Budget by the Council in each year, a Budget in accordance with the Act for the ensuing Financial Year consistent with the approval given by the Council pursuant to clause 7.1.1.

- 7.1.3 The Authority may in a Financial Year, with the approval of the Council, incur spending before adoption of its Budget for the year, but the spending must be provided for in the appropriate Budget for the year.
- 7.1.4 The Authority must each Financial Year provide a copy of its adopted Budget to the Chief Executive Officer of the Council within five (5) business days after the adoption of the Budget by the Authority.
- 7.1.5 Quarterly reports summarising the financial position and performance of the Authority against the Budget must be prepared and presented to the Board at each ordinary meeting of the Board or at such meetings as determined by the Board and copies provided to the Council.
- 7.1.6 The Authority must reconsider its Budget in accordance with the Act in a manner consistent with the Act and may with the approval of the Council amend its Budget for a Financial Year at any time before the year ends.
- 7.1.7 The contents of the Budget must be in accordance with the Act.

7.2 Funding and Surplus Revenue

- 7.2.1 It is intended that the Authority will be fully self-funding.
- 7.2.2 The Authority will if requested by the Council make a payment to the Council from the annual profit of the Authority.

7.3 Financial Standards and Reporting

- 7.3.1 The Authority must ensure that the Financial Statements of the Authority for each Financial Year are audited by the Authority's auditor.
- 7.3.2 The Financial Statements must be finalised and audited in sufficient time to be included in the Annual Report to be provided to the Council pursuant to clause 8.3.

7.4 Financial Transactions

- 7.4.1 The Authority will develop and maintain appropriate financial management.
- 7.4.2 The Chief Executive Officer must act prudently in the handling of all financial transactions for the Authority.

7.5 Long Term Financial Plan

- 7.5.1 The Authority must:
 - (a) prepare and adopt a Long Term Financial Plan covering a period of at least ten (10) years in a form and including such matters which, as relevant, is consistent with the Act as if the Authority were a Council;

(b) submit the Long Term Financial Plan to the Council for its approval.

7.5.2 The Authority may at any time review its Long Term Financial Plan and must undertake a comprehensive review of its Long Term Financial Plan on an annual basis and as soon as practicable after the annual review of its Business Plan, if relevant, and concurrently with any review of its Strategic Plan.

7.5.3 The Long Term Financial Plan will be taken to form part of the Authority's Strategic Plan.

7.6 Asset Management Plan

7.6.1 The Authority must:

(a) prepare and adopt an Asset Management Plan for the Airport and the Coffin Bay and Cummins Aircraft Landing Areas;

(b) submit the Asset Management Plan to the Council for its approval.

7.6.2 The Authority must undertake a comprehensive review of the Asset Management Plan at least every two (2) years or more often should material changes occur.

7.7 Policies

7.7.1 The Authority must adopt and maintain appropriate policies, procedures and/or guidelines in order to achieve and maintain standards of good public administration including in relation to:

(a) procurement;

(b) Board member conduct;

(c) internal financial control;

(d) risk management.

8. MANAGEMENT FRAMEWORK

8.1 Strategic Plan

8.1.1 The Authority must:

(a) prepare and adopt a Strategic Plan with a minimum operational period of four (4) years which sets out the goals, objectives, strategies and priorities of the Authority over the period of the Strategic Plan;

(b) submit the Strategic Plan to the Council for its approval;

(c) provide progress reports to the Council on request.

8.2 Business Plan

The Authority:

- 8.2.1 must in consultation with the Council prepare and adopt a Business Plan which will continue in force for the period specified in the Business Plan or until the earlier adoption by the Authority of a new Business Plan;
- 8.2.2 must in consultation with the Council review the Business Plan annually (if the period of the operation of the Business Plan is more than 1 year) and following such a review the Business Plan shall continue to operate for the period for which the Business Plan was adopted pursuant to clause 8.2.1;
- 8.2.3 may, after consultation with the Council amend its Business Plan at any time; and
- 8.2.4 must ensure the contents of the Business Plan is in accordance with the Act and may include or set out other matters deemed appropriate by the Authority.

8.3 Annual Report

- 8.3.1 The Authority must each year, produce an Annual Report summarising the activities, achievements and financial performance of the Authority for the preceding Financial Year and including such other information as the Council may require.
- 8.3.2 The Annual Report must incorporate the audited financial statements of the Authority for the relevant Financial Year.
- 8.3.3 The Annual Report must be provided to the Council by 30 September each year.

8.4 Reporting

- 8.4.1 The Chairperson shall present to the Council:
 - (a) the draft Budget for the Authority at such time as determined by the Council but before 31 March in each year outlining the planned activities of the Authority for the forthcoming financial year; and
 - (b) the Annual Report of the Authority at such time as determined by the Council but before 30 September each year outlining the achievements of the Authority for the previous financial year.

8.5 Audit

- 8.5.1 The Authority must cause adequate and proper books of account to be kept in relation to all the affairs of the Authority and must establish and maintain effective auditing of its operations.

- 8.5.2 The Authority must appoint an Auditor in accordance with the Act on such terms and conditions as determined by the Authority.
- 8.5.3 The audited Financial Statements of the Authority, together with the accompanying report from the Auditor, shall be submitted to both the Board and the Council by 30 September in each year.

8.6 Audit and Risk Management Committee

- 8.6.1 The Authority must establish an Audit and Risk Management Committee in accordance with the Act to be comprised of between three and five members nominated by the Authority and appointed by the Council for a term not exceeding four (4) years and on such other terms and conditions as determined by the Council and at the conclusion of a member's term of office the member will be eligible for re appointment.

8.7 Insurance and Superannuation Requirements

- 8.7.1 The Authority shall register with the Local Government Mutual Liability Scheme and the Local Government Workers Compensation Scheme and comply with the rules of the schemes.
- 8.7.2 The Authority shall advise Local Government Risk Management Services of its insurance requirements relating to Local Government Special Risks including buildings, structures, vehicles and equipment under the management, care and control of the Authority.
- 8.7.3 The Authority shall register with the Local Government Superannuation Scheme and comply with the rules of the Scheme.

9. MISCELLANEOUS PROVISIONS

9.1 Winding-Up

- 9.1.1 The Authority may be wound up in accordance with the Act.
- 9.1.2 Should the Authority be considering the making of a request to the Council to consider winding up the Authority, the Authority must request a special meeting be called in accordance with clause 4.9.2(c)
- 9.1.3 On a winding-up of the Authority, the surplus assets or liabilities of the Authority, as the case may be, will vest in or attach to the Council.

9.2 Non-derogation and Direction by Councils

- 9.2.1 The establishment of the Authority does not derogate from the power of the Council to act independently in relation to a matter within the jurisdiction of the Authority.
- 9.2.2 The Authority is subject to the direction and control of the Council.

- 9.2.3 A direction given by the Council under this clause must be in writing, and a copy of any direction must be available at the principal office of the Council.

9.3 Review of Charter

- 9.3.1 The Authority must review this Charter at least once in every four (4) years.
- 9.3.2 This Charter may be amended with the approval of the Council.
- 9.3.3 Before the Council votes on a proposal to alter this Charter, it must take into account any recommendation of the Board.
- 9.3.4 The Chief Executive Officer must:
- (a) furnish a copy of the Charter, as amended, to the Minister;
 - (b) ensure that a copy of the Charter, as amended, is published on a website (or websites) determined by the Chief Executive Officer of the Council; and
 - (c) ensure that a notice of the fact of the amendment and a website address at which the Charter as amended is available for inspection is published in the Gazette.

9.4 Principal Office

- 9.4.1 The Authority's principal office must be the Airport Administration Building or as the Authority may determine otherwise.

9.5 Circumstances Not Provided For

- 9.5.1 If any circumstances arise about which this Charter is silent, incapable of taking effect or being implemented according to its terms, the Authority may consider the circumstances and determine the action to be taken. In such circumstances, the Authority must notify the Council as soon as practicable of the action taken pursuant to this clause.

9.6 Transitional Provisions

- 9.6.1 The Council may within 6 months of the establishment of the Authority issue directions to the Authority concerning transitional arrangements to be followed by the Authority following its commencement which directions may where necessary and appropriate modify the requirements set out in this Charter.