

HAZELHURST ARTS CENTRE BOARD TERMS OF REFERENCE

December 2024

PREPARED BY:
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SUTHERLAND SHIRE

Introduction

Council has established the Hazelhurst Arts Centre Board to ensure business plans, policies and programs fulfil all objectives in relation to the operations, promotion and ongoing growth of the Hazelhurst Arts Centre.

The Board has three major roles to play: it assists setting the strategic direction, ensures responsible management and provides support through the provision of external contacts and relevant expertise.

The Board will support the promotion of public involvement in centre activities through an understanding of local demographics, the competitive educational/recreational environment of the local area and broader visual arts/craft industry standards and professional practice.

Objective

The objectives of the Hazelhurst Arts Centre Board are to:

- Assist management with the preparation, implementation, and maintenance of annual business plans consistent with Council's Community Strategic Plan, the Cultural Strategy and the Centre's adopted Management Plan, and to annually review the targets and achievements of the Centre.
- Assist management to ensure that the Centre provides a stimulating educational & recreational cultural resource associated with the visual arts & crafts for the whole community.
- Oversee the creation, care and development of the permanent collection of works of art.
- Assist with and ensure astute commercial and financial management and the generation of funds and resources through business and general community support.
- Monitor ongoing promotion of the Centre, its courses, exhibitions, and other related activities.
- Oversee care and preservation of the whole site.

Authority

The Board is to have an advisory role only and has no decision-making powers. The Board will provide independent advice that is informed by information provided by Council officers, subject matter experts and relevant external organisations, to support Council in the delivery of its strategic priorities.

Council authorises the Board, for the purposes of exercising its responsibilities, to:

- Access any relevant Council information;
- Use any relevant Council resources appropriately; and
- Request the attendance of relevant Council officers at Board meetings.

Information and documents pertaining to the Board are confidential and are not to be made publicly available, except for Board Meeting Minutes, which are to be reported to Council. The Board may only provide relevant Council information to external parties, as required.

Composition and Tenure

To ensure independent advice and input into matters relating to its responsibilities, the Board will comprise of:

- Five Councillors
- Director Community
- President Friends of Hazelhurst
- Six community members with a demonstrated connection to the Sutherland Shire that include:
 - Two artists
 - Two art educators
 - Two community or business leaders
 - Senior Manager Arts and Libraries
 - Hazelhurst Arts Centre Director

Voting members of the Board will elect the Chairperson and Deputy Chairperson of the Board by a voting majority. Up to six community representatives can be appointed via an expression of interest. Community representatives must reside within the Sutherland Shire Local Government Area and have relevant experience or qualifications.

Members and community representatives will be appointed for the duration of the Council Term in which they were appointed.

Role

The role of the Hazelhurst Arts Centre Board is to review and provide independent advice to Council in accordance with its objectives.

The role of the Board also includes assisting in:

- Identifying and resolving conflicting interests of various community groups and individuals and,
- Ensuring community engagement is effective and reaches key members of the community.

The responsibilities of the Board may be revised or expanded in consultation with, or as requested by Council from time to time.

Responsibilities of Members

Voting Members

- Five Councillors
- President Friends of Hazelhurst
- Six community members with a demonstrated connection to the Sutherland Shire that include:
 - Two artists
 - Two art educators
 - Two community or business leaders

Voting members of the Board will elect the Chairperson and Deputy Chairperson of the Board by a voting majority.

Non-Voting Members

- Director Community
- Senior Manager Arts and Libraries
- Hazelhurst Arts Centre Director

Individually, Board Members will provide valuable links to the community. Each member will be required to exercise due care, diligence, and honesty – committing to work as part of a team – for the exclusive benefit of the Centre.

The Senior Manager Arts and Libraries / Hazelhurst Arts Centre Director are responsible for day-to-day operations and all staff related issues.

The Board support the delivery of strategic priorities in relation to the Cultural Strategy.

Conduct

All members of the Board are required to comply with the applicable Council Code of Conduct, being:

- Code of Conduct for Councillors
- Code of Conduct for Council Staff
- Code of Conduct for Council Committee Member, Delegates of Council and Council Advisers

Complaints alleging breaches of the Council's Codes of Conduct are to be dealt with in accordance with Council's Procedures for the Administration of the Codes of Conduct.

Conflicts of Interest

Board members must declare any pecuniary or non-pecuniary conflicts of interest they may have in a matter being considered at a meeting at the start of each meeting or as soon as they become aware of the conflict of interest. Where a Board member declares a pecuniary or a significant non-pecuniary conflict of interest, they must remove themselves from Board deliberations on the Item. Details of conflicts of interest declared at meetings must be appropriately minuted.

Work Plan

The work of the Board is to be thoroughly planned and executed and will be completed in accordance with agreed actions. The relevant Senior Manager is responsible for ensuring actions are appropriately managed and completed.

Reporting

The Board Meeting Minutes are to be reported to the Council as soon as possible following each meeting, to ensure that it is kept informed of matters considered by the Board and any emerging issues that may influence the strategic direction of Council or the achievement of Council's goals and objectives.

Should the Council require additional information on any Item in the Meeting Minutes, a request for the information may be made to the Chairperson by resolution. The Chairperson is only required to provide the information requested by the Council where the Chairperson is satisfied that it is reasonably necessary for the Council to receive the information for the purposes of performing its functions under the Local Government Act. Individual Councillors are not entitled to request or receive information from the Board.

The Board may also at any time report to the Council or the Chief Executive Officer on any other matter it deems of sufficient importance to warrant their attention.

Administrative Arrangements

Meetings

The Board will meet at least four times per year at such time as determined by the Chairperson and Director Community and published to Council's website.

The Board may hold additional meetings when significant unexpected matters arise at the discretion of the Chairperson or relevant Director, ensuring a minimum of two weeks' notice is provided.

The Chairperson presides at meetings. In the absence of the Chairperson, the Deputy Chairperson is to preside at meetings. If the Chairperson and Deputy Chairperson are absent, the Director Community/ Senior Manager Arts and Libraries will preside at that meeting.

Meetings are to be held in person, with remote attendance to be made available as required. The meeting venue shall be at Hazelhurst Arts Centre.

The quorum of the Hazelhurst Arts Centre Board shall be seven (7) Voting Members. If a quorum is not achieved the meeting will stand adjourned until the next meeting date.

Each Voting Member shall be entitled to one (1) vote in respect to any matter and the decision of the Hazelhurst Arts Centre Board shall be by the majority of votes cast in favour. The Chairperson shall have a casting vote.

Decisions requiring a vote shall not be made at any meeting unless a quorum is present.

The Agenda shall be determined by, the Director Community/ Senior Manager Arts and Libraries, or their delegate in conjunction with the Chairperson and circulated to the Board a minimum of one week prior to the meeting. Items raised without notice must be referred to the next meeting if any member of the Board requests time to consider the Item.

Secretariat

The Community Directorate Executive Assistant will provide secretariat support to the Board. The secretariat will ensure the Agenda for each Meeting and supporting Business Papers are circulated at least one week prior to the Meeting and ensure that the Minutes of meetings are approved by the relevant Director / Senior Manager and circulated to the Board within two weeks of the Meeting and thereafter as soon as possible reported to Council.

Resignation and Dismissal

Where a community representative is unable to complete their term, they are required to provide two weeks' notice to Council prior to their resignation.

Community representatives may be terminated before the expiry of their term where that person has:

- Breached the Council's Code of Conduct for Council Committee Members, Delegates of Council and Council Advisers;
- Performed unsatisfactorily or not to expectations;
- Failed to attend more than four consecutive meetings;
- Declared, or is found to be in, a position of a conflict of interest which is unresolvable; or
- Been charged with a serious criminal offence.

The position of a Councillor member on the Board can be terminated at any time by resolution of the Council.

Review Arrangements

At least once every Council Term, Council must review the effectiveness of the Board.

These Terms of Reference must be reviewed once per Council Term by the Committee and Council. Any substantive changes are to be approved by the Council.

Further Information

For further information about Council's Hazelhurst Arts Centre Board, please contact the Hazelhurst Arts Centre team at hazelhurst@ssc.nsw.gov.au or by phone on 8536 5700.



DOCUMENT REVIEW AND APPROVAL

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