ALWYNDOR MANAGEMENT COMMITTEE (AMC)

TERMS OF REFERENCE

Endorsed by Council at its Meeting of 23 November 2010 Minute No: C231110/007

1. INTRODUCTION

1.1 The City of Holdfast Bay, (“the Council”) is the trustee of a certain trust, the Dorothy Cheater Trust, constituted by a document dated 22 October 1973 (a copy of which is set out at Appendix A) (“the Trust”).

1.2 The Council as trustee of the Trust holds certain property used in the conduct of an aged care facility located at 52 Dunrobin Road HOVE SA 5048 and known as Alwyndor Aged Care (“the Facility”).

1.3 The Council has established, pursuant to Section 41 of the Local Government Act 1999 (“the Act”), a committee of the Council (“Alwyndor Management Committee”) for the purpose of assisting the Council in performing its function of carrying out the terms of the Trust and in particular for the purpose of carrying out and managing the day to day operations and administration of the Facility.

2. CONTINUATION OF COMMITTEE

2.1 The Alwyndor Management Committee (AMC), as currently constituted, is continued as a committee of the Council pursuant to Section 41 of the Act. This position was confirmed by the Council on 28 November 2006.

3. OBJECTIVES

3.1 The objective of the Council in establishing the AMC was the establishment of a committee of Council to assist the Council to perform its functions of carrying out the terms of the Trust and the conduct of the Facility.

3.2 The objectives of Council in the conduct of the Facility are:-

3.2.1 The provision of a range of quality care and accommodation options at the Facility primarily for aged persons including:-

3.2.1.1 hostel facilities; and

3.2.1.2 nursing home facilities; and
ALWYNDOR MANAGEMENT COMMITTEE (AMC)

TERMS OF REFERENCE

Endorsed by Council at its Meeting of 23 November 2010 Minute No: C231110/007

3.2.1.3 day therapy facilities; and
3.2.1.4 community facilities;

3.2.2 The provision of accommodation options at the Facility primarily for aged persons emphasising:-

3.2.2.1 Flexible-use nursing home and hostel accommodation including uses such as respite care, sub-acute care, rehabilitation and palliative care; and
3.2.2.2 Dementia care hostel accommodation; and
3.2.2.3 Independent (self care) living units;

3.2.3 The provision of services to the community including:

3.2.3.1 a community care program;
3.2.3.2 rehabilitation and support services;
3.2.3.3 services that are not readily available from private health practitioners for aged persons;
3.2.3.4 services that are required where no further services are available to aged persons under private health insurance because of the exhaustion of those entitlements;
3.2.3.5 programmes to facilitate and educate those aged persons with disabilities in undertaking activities;
3.2.3.6 exercise programmes for aged persons to improve mobility, assist with weight loss and for diabetes management; and
3.2.3.7 other programmes to assist aged persons with other special needs;

3.2.4 The development of:

3.2.4.1 personalised care packages to support aged people who prefer to remain living in their own homes;
3.2.4.2 specialised accommodation at the Facility for the purpose of providing nursing care for residents who by reason of infirmity,
ALWYNDOR MANAGEMENT COMMITTEE (AMC)

TERMS OF REFERENCE

Endorsed by Council at its Meeting of 23 November 2010 Minute No: C231110/007

old age, incapacity or disability have a continuing need for nursing care;

3.2.4.3 the hostel accommodation and services at the Facility for the purpose of supporting residents and others who have been assessed as having a continuing need for hostel care;

3.2.4.4 a range of rehabilitation and support services for members of the community and residents of the Facility who have been assessed as requiring one or more such services;

3.2.5 The further development of associations and links with key agencies and other providers of residential services in the community to maximise coordination of care;

3.3 The AMC must ensure that the Council, in the management, administration and conduct of the Facility, complies with the terms of the Trust in all respects.

4. FUNCTIONS

4.1 Subject to compliance with all Council policies, plans and procedures, the functions of the AMC are to assist Council as herein described by carrying out and managing the day to day operations and administration of the Facility in accordance with the Trust, the objectives of Council and these Terms of Reference, and without limiting the width thereof and in addition thereto:

4.1.1 To ensure the achievement of the objectives and the development of suitable new objectives for the Facility for the consideration of Council; and

4.1.2 To raise money by means of subscriptions, voluntary contributions, entrance charges to the grounds of the Facility, buildings, rooms and conveniences of the Facility and otherwise for the purpose of carrying out the objectives and functions of the AMC and to accept and receive on behalf of the Council from both the South Australian Government and the Australian Government such financial assistance as provided; and

4.1.3 To exercise any delegated powers, functions and duties; and

4.1.4 To do all other things that are necessary or incidental or conducive to the attainment of the objectives and the exercise, performance or discharge of the functions of the AMC.
ALWYNDOR MANAGEMENT COMMITTEE (AMC)

TERMS OF REFERENCE

Endorsed by Council at its Meeting of 23 November 2010 Minute No: C231110/007

5. MEMBERSHIP

5.1 The AMC shall consist of –

5.1.1 Two (2) Elected Members of the Council as determined and appointed by the Council; and

5.1.2 Up to eight (8) other persons as determined and appointed by the Council which members shall be determined by the Council to possess the appropriate skills, knowledge and expertise so as to be of particular benefit to the AMC and the fulfilment of the objectives and carrying out of its functions as set out herein;

6. TERM OF APPOINTMENT

6.1 The term of appointment of all AMC members will, subject to Section 41(5) of the Act and Clause 6.4 herein, be for a term of two (2) years and each AMC member shall be eligible for reappointment upon the expiry of his/her term of office.

6.2 The AMC may make recommendations to the Council regarding the reappointment of any member at the expiration of the member’s term of office which reappointment shall be entirely in the discretion of the Council.

6.3 A Management Committee Member’s office will become vacant if –

6.3.1 In the case of the Elected Members of the Council appointed by the Council to the AMC - the Elected Member ceasing to hold office as an Elected Member of the Council; and

6.3.2 In the case of the other Management Committee Members appointed in accordance with Clause 5.1.2 –

6.3.2.1 upon the Council removing that person from office; or

6.3.2.2 the member resigning their position from the AMC

6.4 If any Management Committee Member shall be absent for three consecutive meetings of the AMC without leave of the AMC, the AMC may recommend to the Council that it remove that Member from office and appoint another person as a Management Committee Member for the unexpired term. The removal of a Management Committee Member and appointment of another Management Committee Member pursuant to this Clause shall be entirely at the Council’s discretion.
ALWYNDOR MANAGEMENT COMMITTEE (AMC)

TERMS OF REFERENCE

Endorsed by Council at its Meeting of 23 November 2010 Minute No: C231110/007

6.5 In the event of a vacancy in the office of a Management Committee Member, the Council shall, if it deems fit, appoint another person as a Management Committee Member on such terms and conditions as it thinks fit.

6.6 Each newly appointed Management Committee Member must participate in the Council approved orientation program for Management Committee Members and must attend all education and training programs as required by the Council from time to time.

7. OFFICE BEARERS

7.1 At the first meeting of the Management Committee in every financial year, the AMC shall appoint, for an annual term, a Chairman and a Deputy Chairman from amongst the Management Committee Members who shall be eligible for reappointment at the expiry of their term of office at the AMC’s discretion. The Chairman is to be appointed from those members who are not Elected Members of the City of Holdfast Bay.

7.2 The Deputy Chairman will act in the absence of the Chairman and if both the Chairman and Deputy Chairman are absent from a meeting of the AMC, the Management Committee members will choose a Committee Member from those present, who are not Elected Members of the City of Holdfast Bay, to preside at the meeting as the Acting Chairman.

7.3 The Chairman of the AMC shall be an ex-officio member of all sub-committees of the AMC

8. HONORARIUM

8.1 Management Committee Members, with the exception of City of Holdfast Bay Council Members, are entitled to an honorarium for their attendance at Management Committee meetings.

8.2 The base rate (per Management Committee meeting) applicable will be determined by the Council annually in June. There will be a 40% loading when chairing Management Committee meetings.

8.3 The total honorarium pool shall be capped at a level determined annually in June by the Council and reflected in the annual budget of Alwyndor Aged Care. The payment of the honorarium will temporarily cease should the prescribed cap be reached prior to the completion of any financial year, with members paid on a pro-rata basis in this circumstance.

8.4 Claims for payment of the honorarium, shall be based on a signed Record of Attendance Log maintained by the General Manager Alwyndor Aged Care – payable in January and July of each calendar year.
ALWYNDOR MANAGEMENT COMMITTEE (AMC)

TERMS OF REFERENCE

Endorsed by Council at its Meeting of 23 November 2010 Minute No: C231110/007

9. ADMINISTRATION

9.1 The Council, in consultation with the AMC, shall employ and appoint a General Manager Alwyndor Aged Care who shall have full responsibilities for the effective management of the Facility reporting to both the AMC, and to the Chief Executive Officer...

9.2 The General Manager Alwyndor Aged Care shall be responsible for:-

9.2.1 Attending meetings of the AMC and taking minutes of the meeting, having custody of all financial records and documents regarding the AMC and the Facility.

9.2.2 The safe keeping of all funds received in relation to the Facility and ensuring compliance with all policies and procedures of the Council with respect to such funds;

9.2.3 Keeping accurate and up to date books of accounts of all income and expenditure of the Facility;

9.2.4 Ensuring that financial statements for the activities of the Facility and the administration, management and operation of the Facility are prepared as soon as practicable after 30th June in each year, or at such times as directed by the Council;

9.2.5 Providing a budget review of the activities of the Facility to the Council when required by the Council’s Executive Manager Finance and Corporate;

9.2.6 The safekeeping of cash and property of residents;

9.2.7 Providing advice to the Council in relation to the recruitment and selection of all staff at the Facility;

9.2.8 The submission of a written report to each monthly meeting of the AMC on matters necessary to the sound management and good governance of the Facility;

9.2.9 Ensuring the proper management and administration of the Facility in accordance with the directions of the Council, the Alwyndor Management Committee, the Trust and the objectives set out in these Terms of Reference.

10. MEETINGS

10.1 Meeting Procedures
ALWYNDOR MANAGEMENT COMMITTEE (AMC)

TERMS OF REFERENCE

Endorsed by Council at its Meeting of 23 November 2010 Minute No: C231110/007

10.1.1 Meetings of the AMC will be conducted in accordance with the Local Government Act 1999, Part 3 of the Local Government (Procedures at Meetings) Regulations 2000, these Terms of Reference (“TOR”) and any applicable Code of Practice adopted by the Council.

10.1.2 In so far as the Local Government Act 1999, Part 3 of the Local Government (Procedures at Meetings) Regulations 2000, the Council’s Code of Practice as applicable to the AMC and the Terms of Reference do not specify a procedure to be observed in relation to the conduct of a meeting of the AMC, then the AMC may determine its own procedure.

10.1.3 In accordance with and subject to the Local Government Act 1999 and the Local Government (Procedures at Meetings) Regulations 2000, all meetings of the AMC shall be open to the public.

10.2 Meeting Minutes

10.2.1 Minutes of the AMC meetings will be presented to the next meeting of the Council.

10.2.2 Minutes of the AMC meetings shall be placed on Council’s website as soon as practicable after the completion of the meeting.

10.2.3 The General Manager Alwyndor Aged Care shall supply Council and all AMC members with a copy of the minutes of the proceedings of the meeting within 5 days of a meeting of the AMC.

10.3 Meeting Detail

10.3.1 Meetings of the AMC shall be held at least once per month with the exception of January, unless the AMC determines to hold a meeting in January, and may be held at such further times as determined by the AMC.

10.3.2 Each AMC Member shall be given three clear days notice in writing of the time and place of an ordinary meeting of the AMC and four hours notice of the time and place of a special meeting of the AMC.

10.3.3 Each notice of meeting shall be accompanied by an agenda for such meeting.

10.3.4 Each notice of meeting and agenda for each AMC meeting shall be placed on the Council’s website.

10.3.5 A special meeting can be called by the Chief Executive Officer of the Council at the request of the Chairperson or at least two members of the AMC to deal with urgent business at any time. A request for a special meeting must
ALWYNDOR MANAGEMENT COMMITTEE (AMC)

TERMS OF REFERENCE

Endorsed by Council at its Meeting of 23 November 2010 Minute No: C231110/007

include details of the time, place and purpose of the meeting which will be included in the notice of the special meeting.

10.3.6 All decisions of the AMC shall be made on the basis of a majority decision of the AMC members present.

10.3.7 A quorum will be half of the Board Members plus one, ignoring any fractions. No business can be transacted at a meeting of the AMC unless a quorum is present.

11. FINANCIAL MANAGEMENT

11.1 Financial records of the Facility will be maintained by the General Manager on behalf of the AMC and the AMC will comply with the financial policies and procedures adopted by Council.

11.2 In accordance with the preparation of the annual Council budget cycle, the AMC will present to the Council for its consideration and adoption, a proposed annual budget for its activities including those matters relating to the administration, management, capital works and operations of the Facility for the ensuing financial year before adoption by Council of its annual budget.

11.3 The financial year shall be from 1 July to 30 June in the following year.

11.4 The AMC will report regularly to Council regarding the financial performance of the Facility at the times and in the manner determined by Council.

11.5 The AMC must develop a Strategic Management Plan which includes a long term financial plan for a period of at least 10 years. The Plan is to be presented to Council for adoption, and will be reviewed by the AMC annually. A report on the outcomes of the annual review is to be presented to Council.

11.6 The whole of the funds generated by the Facility shall be applied or appropriated in the conduct of the Facility in accordance with the terms of the Trust and in the pursuit of the objectives and no part thereof shall be appropriated for the purpose of profit or gain of individual members of the AMC, the Council, staff, residents or any other person.

12 SUB-COMMITTEES

12.1 The AMC may appoint such sub-committees as it sees fit to assist it with carrying out its functions as set out herein. Any subcommittee must regularly report to the AMC on its activities.
ALWYNDOR MANAGEMENT COMMITTEE (AMC)

TERMS OF REFERENCE

Endorsed by Council at its Meeting of 23 November 2010 Minute No: C231110/007

13. OTHER MATTERS

13.1 The Conflict of Interest Provisions under the Local Government Act 1999 shall apply to all members of the AMC as if members of the AMC were Members of Council.

13.2 The general duties contained in Section 62 of the Local Government Act 1999 apply to all members of the AMC as if members of the AMC were members of Council.