

Terms of Reference

Community trustee board for
Fernhill Estate

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About these Terms of Reference

The community trustee board Terms of Reference identify the membership, responsibilities, authority and operations of the Fernhill Estate community trustee board as part of Greater Sydney Parklands and Transport for NSW (the Department).

Community trustee board for Fernhill Estate

Purpose of the community trustee board

The community trustee board has been established to provide advice and recommendations to the Greater Sydney Parklands Trust (GSPT) in relation to the Greater Sydney Parklands Trust lands.

The role of the board is to provide advice, input and recommendations to planning, processes and policies that may impact future amenity and public access to the parklands as well as the ongoing management of the parklands.

In performing this role, the community trustee board will:

- Provide informed strategic advice to the GSPT Board on matters relating to Fernhill Estate
- Advise, share information and facilitate partnerships that assist Greater Sydney Parklands to develop its plans and increase community connections
- Advocate on behalf of and promote understanding of the needs of and issues affecting the local community, ensuring inclusion and equity of access for community members
- Contribute local knowledge on relevant issues, emerging trends, opportunities and community needs.

Establishment

A community trustee board for Fernhill Estate may be established by the Minister for Infrastructure, Cities and Active Transport on the recommendation of Greater Sydney Parklands. Subject to the Minister's decision, the community trustee board would be established by 1 January 2023, with a view to the first meeting being held in early 2023.

Responsibilities of the community trustee board

In accordance with section 39 of the Act, the community trustee board for Fernhill Estate has the following responsibilities:

- Provide advice and assistance to the Greater Sydney Parklands Trust in the development and review of the plan of management for Fernhill Estate and approve the plan of management for the parkland
- Provide advice to the Greater Sydney Parklands Trust about proposed new or modified services and facilities for Fernhill Estate, including priorities for investment
- Stay informed about current visitor and local community issues relating to the parkland and provide advice to the GSPT Board about the issues
- Be a consultative body for the Greater Sydney Parklands Trust and the Western Sydney Parklands Trust for Fernhill Estate in relation to –
 - the development and review of the plan of management for the parkland
 - matters of local relevance to the parkland, including the protection and use of Fernhill Estate and the business, leasing and other activities carried out on, or to be carried out on the parkland, and
- Any other function given to community trustee boards by the Greater Sydney Parklands Trust under this Act or another Act.

Responsibilities of the community trustee board Chair

The Chair of the community trustee board for Fernhill Estate will be a board member appointed to the role by the Minister. Applicants seeking to be considered as a community trustee board Chair will be asked to indicate their interest and expertise when nominating. The Chair will be the key point of contact between the community trustee board and Greater Sydney Parklands.

The community trustee board Chair is expected to:

- Personally chair all community trustee board meetings
- Ensure that all matters dealt with by the community trustee board are consistent with the purpose of the community trustee board
- Be independent and impartial with respect to all community trustee board members
- Create an atmosphere of open and constructive participation within the community trustee board
- Actively work with community trustee board members to try and resolve any disputes that may arise during conduct of board activities
- Ensure confidential matters handled by the community trustee board are kept confidential, in accordance with the Code of Conduct
- Liaise with Greater Sydney Parklands to develop the agenda and key discussion items for meetings
- Advise Greater Sydney Parklands as soon as possible of any potential or actual conflict of interest that may affect their ability to fulfil their role as Chair
- Ensure community trustee board members comply with the Code of Conduct, notify any member who does not comply with the Code and refer any matters of concern to Greater Sydney Parklands through the Secretariat Officer
- Oversee the community trustee board's annual self-review and report any concerns to Greater Sydney Parklands through the Secretariat Officer
- Review and approve summary reports from community trustee board meetings for publication on the relevant Greater Sydney Parklands webpage within seven days of the meeting
- Liaise with GSP staff as required to assist the board to exercise its functions including to arrange their attendance at community trustee board meetings to provide information and respond to queries from members
- If there is an information access application relating to the community trustee board, liaise with the agency and/or Department's GIPA Unit and the board about the appropriate response.

Compliance obligations of the board

The following instruments give rise to obligations with which the community trustee board for Fernhill Estate must comply:

- *Greater Sydney Parklands Trust Act 2022*
- Greater Sydney Parklands' Consultation and Engagement Framework.

The following activities and actions will be undertaken to ensure compliance obligations are met:

- Four meetings of the community trustee board will be held each year
- Summary reports will be produced as part of each meeting.

To provide reasonable assurance to the Minister that compliance obligations are met, the GSPT Board will provide annual reports:

- An attestation statement will be co-signed by the Chair of the GSPT Board and Chair of the community trustee board.

Community trustee board membership

The community trustee board for Fernhill Estate shall be comprised of the following positions:

- One member nominated by the relevant local council (i.e. Penrith City Council) as a community representative
- Up to six other members appointed by the Minister on the advice of the Greater Sydney Parklands Trust.

Membership criteria:

- The person has sound knowledge of Fernhill Estate including the activities carried out in the parkland
- The person is able to communicate effectively with local residents, local community groups and other persons who use the parkland
- The overall membership of the board will be reflective of the broad range of views and interests of the community and persons who use Fernhill Estate, and must have regard to the need for the board to:
 - be representative of diversity including, for example, in relation to gender, age and cultural background
 - include representation for local First Nations peoples, and
 - include a representative who has experience or skills in heritage or heritage management.

Appointment of members

Members are selected by a panel following an Expression of Interest process and appointed by the Minister, in accordance with the approved Consultation and Engagement Framework, on the recommendation of the Greater Sydney Parklands Trust. The Minister appoints the Chair to the community trustee board for Fernhill Estate, noting that the Chair must have the demonstrated skills and experience to fulfil their role which includes running meetings, communicating effectively and providing recommendations. Further details of the role and function of the Chair are provided in the accompanying Code of Conduct.

The Minister may reappoint the Chair and members of the community trustee board for Fernhill Estate to serve one additional term only.

Terms of appointment

How long is membership for?

A community trustee board member holds office for a period not exceeding five years. Members will be appointed for two years in the first instance.

Members are eligible (if otherwise qualified) for re-appointment. However, a member cannot hold office for more than two consecutive terms.

Terms of individual members may be staggered to support board continuity and knowledge exchange.

What happens when new members are appointed?

Once appointed, members will be provided with appropriate documentation as part of a process of onboarding and induction. Each member must acknowledge in writing their acceptance of these documents and declare any conflicts of interest before commencing as a board member.

Resignations/terminations

The Minister may, on the recommendation of the Chair of the Greater Sydney Parklands Trust, remove a member from office at any time. A member may be removed prior to the expiry of their term if:

- The member cannot commit adequate time to their role
- There has been a disagreement with other members that cannot be resolved
- There is a conflict of interest that cannot be mitigated
- The member no longer meets the membership criteria
- The member has failed to attend an adequate number of meetings without providing an apology or valid reason (i.e. is absent from three consecutive meetings of the board)
- The member breached the community trustee board's Code of Conduct.

In the case of a termination, Greater Sydney Parklands will notify the relevant member of their intention and allow for the member to respond before a decision is made.

Meeting arrangements

Support during meetings

All records, including the agenda, outcomes and any reports or recommendations, will be prepared and kept by the officer responsible for secretariat support.

The secretariat will coordinate with Greater Sydney Parklands and the Chair of the community trustee board as appropriate to draft and prepare the agenda for each board meeting. Agendas will be circulated to members one week prior to the meeting.

The secretariat support must also coordinate with the Chair of the board to ensure that the summary report of the meeting is promptly finalised, signed by the Chair, and distributed to members for confirmation as soon as is practicable after each meeting.

The summary report of the previous meeting should also be tabled at the next board meeting for approval.

Meeting frequency

The community trustee board for Fernhill Estate will meet at least four times per year.

A notice of each meeting confirming the date, time, venue and agenda will be sent to each member of the community trustee board as soon as practicable prior to the meeting date. Meeting dates for the full calendar year are set in advance to enable members to schedule meetings.

Board meetings may be held in a range of formats, including online using the relevant technology as agreed to by majority of members of the community trustee board, in order to provide flexibility and accessibility for members.

Business outside of meetings

The community trustee board for Fernhill Estate may, for urgent issues, consider a matter out-of-session by the circulation of papers among all the members. The resolution is to be approved in writing by a majority of members.

Matters decided by a community trustee board out-of-session must be noted by the board at the next formal meeting and be recorded in the summary report of that meeting.

Attendees

The community trustee board for Fernhill Estate may grant permission for non-member attendees to be present on the recommendation of the GSPT Board.

NSW Government MPs are welcomed and encouraged to attend meetings; however, they are not eligible to propose motions or vote on recommendations.

Quorum

The quorum for a meeting of the board requires the following conditions to be met:

- Although not a decision-making body, a quorum is required for recommendations
- The quorum for a meeting of the community trustee board is a majority of its members.

Publication of decisions

The confirmed summary report of the meeting will be made publicly available. The summary report, including actions and recommendations, will be published on Greater Sydney Parklands' or the relevant parkland webpage within seven days of each meeting, referred to the GSPT Board and circulated to members.

If Greater Sydney Parklands provides secretariat support and holds documents of the community trustee board, those documents may be subject to an information access application under the Government Information (Public Access) Act 2009 (GIPA Act). If there is an information access application relating to the board, the agency and/or Department's GIPA Unit will liaise with the board about the appropriate response.

Please note that the Department is the decision maker in relation to GIPA applications made to it for documents it holds even though those documents that relate to the work of the community trustee board.

Conduct of members

The community trustee board will abide by the board Code of Conduct.

Conflicts of interest

Conflicts of interest must be disclosed and dealt with by the community trustee board for Fernhill Estate in a transparent way and in accordance with Departmental policy.

A conflict of interest arises in relation to a person's duties as a member of the community trustee board, if for example:

- The member has interests which could improperly influence the performance of his or her responsibilities as a board member
- There is the potential for a board member to personally benefit or provide benefits to associates from access to non-public information, or the results of non-public discussions, or decision-making processes.

Communication with the media and third parties

Views that are publicly expressed by a community trustee board member may be perceived or construed by the broader community as those of the community trustee board for Fernhill Estate, Greater Sydney Parklands and/or the Department. Community trustee board members may speak to the media about their own views but must not purport to represent Greater Sydney Parklands.

Any requests from the media to a community trustee board member or Chair should be forwarded to Greater Sydney Parklands' Director Community, Engagement and Partnerships who will liaise with the Chair regarding the media request.

General correspondence and enquiries should be made through the Secretariat Officer.

Submissions to the community trustee board for Fernhill Estate must be addressed to the Chair.

The Chief Executive is the designated media spokesperson for Greater Sydney Parklands.

Remuneration and allowances

Remuneration and out of pocket expenses

In line with the Act, positions on the community trustee board for Fernhill Estate are voluntary and not remunerated.

The Chair and members of community trustee board for Fernhill Estate are not entitled to out of pocket expenses.

Review

Periodic reporting on performance

Unless otherwise provided for by the establishing legislation, the community trustee board for Fernhill Estate will conduct an annual evaluation of its performance and self-evaluate its level of effectiveness. The evaluation framework will be prepared by the Secretariat and endorsed by the members. The evaluation report should identify:

- How the board or committee is delivering on its objectives including a summary of key activities undertaken during the period
- Meetings held during the period and attendance
- Current membership and any changes that have occurred during the period
- Risk management strategies
- Results of any reviews undertaken, and
- Ratification of the terms of reference and any subsequent amendments.

Board review

Formal reviews are generally undertaken every five years. Greater Sydney Parklands must review the approved Consultation and Engagement Framework at least every five years, under the Act. An evaluation and review of the community trustee board's performance may be considered as part of this review.

A formal review of a community trustee board and its members may consider whether:

- The board is fulfilling its functions and objectives, its successes and the outcomes of its work in respect of its Terms of Reference and the legislation
- Delivery through the board is the most cost-effective approach
- The board has an appropriate number of members for the functions being performed
- Members have the appropriate mix of skills, experience, and diversity, and/or
- Individual members are fulfilling their responsibilities.

Review of Terms of Reference

The Greater Sydney Parklands Trust Board will review the Terms of Reference annually to ensure they remain consistent with the community trustee board's objectives and responsibilities.

Agreement

These terms of reference are agreed by the community trustee board for Fernhill Estate as at / / [Insert Date] and remain in force until otherwise amended, replaced or voided.

Chair [Insert Name]:

Signature:

Date: / /

Fernhill Estate