

Chief Executive Officer Employment and Remuneration Policy



TRIM FILE NUMBER:	POL/565
VERSION NO:	2
RESPONSIBLE OFFICER:	Director Experience and Capability
APPROVED BY:	Council on 22 July 2025
NEXT SCHEDULED REVIEW DATE:	2029
RELATED DOCUMENTS:	<i>Advisory Committee Policy</i> <i>Procurement Policy</i> <i>Employee Code of Conduct</i>
RELATED LEGISLATION:	<i>Local Government Act 2020</i>

1. PURPOSE

The purpose of the Chief Executive Officer Employment and Remuneration Policy (the Policy) is to outline the requirements for:

- the recruitment and appointment of the Chief Executive Officer;
- approving the Contract of Employment entered into between Council and the Chief Executive Officer;
- the appointment of an Acting Chief Executive Officer;
- the provision of independent professional advice in relation to the matters dealt with in the Policy;
- the monitoring of the Chief Executive Officer's performance;
- an annual review of the Chief Executive Officer's performance; and
- determining the Chief Executive Officer's remuneration.

The Policy is made in accordance with section 45 of the *Local Government Act 2020* (the Act).

2. APPLICATION

This Policy applies to the employment and remuneration of the Chief Executive Officer (CEO). This Policy applies subject to any inconsistent obligations in the Act or relevant regulations.

The Policy does not apply to the employment of any other worker, including an employee, Councillor, third party worker, or consultant.



Interpreter service
9840 9355

普通话 | 廣東話 | Ελληνικά
Italiano | عربي | فارسی

Chief Executive Officer Employment and Remuneration Policy



3. DEFINITIONS

For the purpose of the Policy the following definitions apply.

Contract of Employment means the contract of employment between Council and the CEO, including any schedules.

Executive Search Consultant means a consultant with specialist expertise in sourcing and evaluating candidates for senior executive roles.

Independent Advisor means a consultant appointed by Council from time to time to provide independent advice on matters dealt with in this Policy, as provided under section 45(2)(a) of the Act.

KPIs means the key performance indicators or performance criteria of the CEO, however described.

Public Sector Wages Determination means any Determination that is currently in effect under section 21 of the *Victorian Independent Remuneration Tribunal and Improving Parliamentary Standards Act 2019* in relation to remuneration bands for executives employed in public service bodies.

Remuneration Package means the total gross remuneration packaged paid to the CEO pursuant to the Contract of Employment.

4. CEO EMPLOYMENT AND REMUNERATION COMMITTEE

The CEO Employment and Remuneration Committee (the Committee) is an advisory committee established by Council in accordance with the *Advisory Committee Policy*.

The purpose of the Committee is to consider, and make recommendations to Council with respect to, the:

- recruitment and appointment of a CEO, if required
- appointment of an Acting CEO, if required;
- provisions to be included in the Contract of Employment from time to time;
- selection and appointment of the Independent Advisor;
- independent advice received from time to time from the Independent Advisor;
- performance monitoring of the CEO, including with respect to achievement of the KPI's;
- annual review of the CEO's performance, including against the KPIs;
- CEO's remuneration; and
- implementation of this Policy

The Committee will comprise of all nine Councillors. The Committee is to be chaired by the Mayor. If the Mayor is absent, the meeting will be chaired by the Deputy Mayor, or a member of the Committee who is present, and appointed by the members of the



Interpreter service
9840 9355

普通话 | 廣東話 | Ελληνικά
Italiano | عربي | فارسی

Chief Executive Officer Employment and Remuneration Policy



Committee who are also present. A quorum of five members are required to hold a Committee meeting.

The Committee will meet at least once per year and may convene as often is necessary to:

- prepare documentation relative to the CEO's employment and remuneration, including Council reports and contractual documents, for the approval of Council;
- conduct and maintain appropriate records regarding performance reviews of the CEO; and
- review the Remuneration Package and conditions of employment of the CEO.

The Committee will be supported by a secretariate who will assist the Chair with the scheduling of meetings, preparing agendas and minutes, and any other required tasks. The Committee will nominate an officer to act as the secretariate in line with the Administrative Support Clause (Clause 9) of this Policy.

5. RECRUITMENT AND APPOINTMENT

5.1. Recruitment

The Committee will establish and manage the process to recruit the CEO. The process will be designed to ensure that Council can select the best available candidate from a short list of preferred candidates.

When considering the recruitment of the position of CEO, the Committee must ensure that:

- the recruitment decision is based on merit;
- recruitment processes support transparency and the public advertising of the position, subject to Council's discretion to offer re-appointment in accordance with section 5.3; and
- regard is had to gender equity, diversity and inclusiveness.

An Executive Search Consultant will be engaged to run the recruitment process, in accordance with the *Procurement Policy*.

The Executive Search Consultant will be appointed on the terms agreed by Council. This will include a requirement for the Executive Search Consultant to prepare and provide Council with a schedule that includes the required steps in the recruitment process and the dates for key decisions to be made by Council resolution. At a minimum, the recruitment process must include:

- panel interviews;
- reference checks; and
- pre-employment screening.

The Committee must provide a report and recommendation to Council so that all key decisions identified in the Executive Search Consultant's schedule can be made by resolution of Council.



Interpreter service
9840 9355

普通话 | 廣東話 | Ελληνικά
Italiano | عربي | فارسی

Chief Executive Officer Employment and Remuneration Policy



5.2. Appointment

At the conclusion of the Committee's role in the recruitment process, a report will be provided to Council, and Council will proceed to decide on a preferred candidate. The report will make recommendation to Council on the provisions to be contained in the proposed Contract of Employment and the process to negotiate and finalise the Contract of Employment.

The appointment of the CEO must be made by a resolution of Council.

5.3. Reappointment of the CEO

Within twelve months, but not less than six months, prior to the expiry of the current CEO's Contract of Employment, the Committee will provide a recommendation to Council on:

- whether the CEO should be reappointed under a new Contract of Employment; and
- if the recommendation is to reappoint the CEO, the proposed provisions of the further Contract of Employment.

Any reappointment of the current CEO must be made by a resolution of Council.

5.4. Acting CEO

Council must appoint an Acting CEO when there is a vacancy in the office of the CEO or the CEO is unable to perform their duties under the Contract of Employment for a period exceeding 28 days.

The appointment of the Acting CEO must be made by a resolution of Council unless the Acting CEO is appointed for a period not exceeding 28 days, in which case the CEO may appoint an Acting CEO under delegation from Council pursuant to section 11(3) of the Act. Nothing in this Policy applies to the CEO's appointment of an Acting CEO under delegation.

For appointments of an Acting CEO in excess of 28 days, the Committee may advise Council on:

- the selection and appointment of an Acting CEO including whether it is appropriate to:
 - recruit an external candidate who is not currently employed by Council; or
 - appoint an internal candidate who is a current employee of Council;
- the terms of the Acting CEO's contract of employment (to the extent that the terms set out in clause 6.1 of this Policy are inappropriate for an Acting appointment); and
- performance monitoring and review processes, if applicable, which are to be determined by reference to the length of the Acting CEO's term of appointment.



Interpreter service
9840 9355

普通话 | 廣東話 | Ελληνικά
Italiano | عربي | فارسی

Chief Executive Officer Employment and Remuneration Policy



6. CEO EMPLOYMENT CONTRACT AND REMUNERATION

6.1. Contract of Employment

The Contract of Employment is to be read in conjunction with this Policy (but the terms of the Policy are not incorporated into the Contract of Employment).

The Contract of Employment will, at minimum, outline the following:

- the employment term, which must not exceed five years in accordance with section 44(2) of the Act;
- the responsibilities and duties of the position, including compliance with the Act and the *Employee Code of Conduct*;
- the conflict of interest management requirements;
- the CEO's Remuneration Package and other entitlements;
- any legislative and contractual obligations, including those during and continuing after appointment;
- the CEO's leave entitlements;
- dispute resolution procedures;
- processes for managing unsatisfactory performance;
- process for early termination, including notice of termination provisions with notice of termination by Council being restricted to a maximum of six months; and
- any other matters required to be contained in the Contract of Employment by regulation.

The Contract of Employment may only be varied by a resolution of Council and accepted by CEO, recorded in a deed of variation.

6.2. Remuneration and Expenses

The Remuneration Package provided to the CEO will from part of the Committee's annual review, having regard to (in accordance with section 45(3) of the Act):

- any statement of policy issued by the Government of Victoria which is in force with respect to its wages policy (or equivalent); and
- any Public Wages Determination.

The Remuneration Package will be reviewed on an annual basis, in accordance with the CEO's Performance Plan and contractual requirements.

Council will meet expenses incurred by the CEO as outlined in the Contract of Employment or in relation to:

- membership and subscription fees payable to professional associations which are reasonably necessary in order to carry out duties;
- reasonable costs incurred where attending conferences, seminars or other networking functions; and
- reasonable costs incurred in performance of required duties.

Council may provide the CEO with a corporate credit card to use in transactions related to the role of CEO. All corporate credit card expenditure will be reviewed and



Interpreter service
9840 9355

普通话 | 廣東話 | Ελληνικά
Italiano | عربي | فارسی

Chief Executive Officer Employment and Remuneration Policy



approved by the Mayor. The Audit & Risk Committee will receive reports on all CEO corporate credit card transactions at least twice per year.

6.3. Special Leave

Where the Contract of Employment contains a provision for Special Leave, the Mayor must notify all Councillors of the request and consult with them, prior to approving the leave.

7. MONITORING AND REVIEW

7.1. Performance Monitoring

Council will adopt an annual performance plan for the CEO, which will include KPIs. The performance plan must be developed collaboratively between the CEO and the Committee.

The CEO is to provide progress reports against the performance plan to the Committee on an annual basis.

The Committee may meet with the CEO following each progress report to discuss the matters contained in the progress report and any feedback from Council.

Nothing in this Policy prevents the Committee and/or Council from monitoring the CEO's performance on an ongoing basis or the CEO providing more frequent updates to the Mayor, Committee and/or Council.

7.2. Annual review

In preparation for Council's review, the Committee is required to submit an annual review report to Council which includes recommendations on the following:

- whether, and to what extent, the CEO has met the KPI's under the performance plan;
- whether any KPIs or other criteria ought to be varied under the performance plan;
- whether, and to what extent, the Remuneration Package ought to be varied; and
- any other necessary matters.

The Committee will submit the annual review report to Council only after meeting with the CEO to discuss the Committee's proposed recommendations.

Council shall, after receipt of the annual review report, review the recommendations, resolve upon the matters described in this clause, and advise the CEO of the terms or effect of the resolution. Any changes that require an amendment to the Contract of Employment will be in line with Clause 6.1 of this Policy and executed via a deed of variation.



Interpreter service
9840 9355

普通话 | 廣東話 | Ελληνικά
Italiano | عربي | فارسی

Chief Executive Officer Employment and Remuneration Policy



8. INDEPENDENT ADVICE

An Independent Advisor is responsible for providing independent professional advice in relation to the matters dealt with under this Policy in accordance with section 45(2)(a) of the Act.

An Independent Advisor will be appointed on the recommendation of the Committee following a process to seek experienced and suitably qualified persons but must not be the Executive Search Consultant appointed to assist in the recruitment process. The process for procuring the services of an Independent Advisor will be inline with the *Procurement Policy*.

The appointment of an Independent Advisor will be made by a Council resolution, which will include the:

- term of the appointment of the Independent Advisor; and
- remuneration of the Independent Advisor.

Council, or the Committee with the approval of a Council resolution, can, on an as needed basis, obtain additional independent professional advice in relation to the matters dealt with under this Policy.

Council will require that it is a term of an Independent Advisor's engagement that the Independent Advisor keep confidential all information which the Independent Advisor acquires by virtue of the engagement.

9. ADMINISTRATIVE SUPPORT

Council acknowledges that, in implementing this Policy, the Council, Committee and/or the Independent Advisor will from time to time require the assistance of members of staff, including assistance in relation to governance, human resources, procurement and contract management.

Council, the Committee and/or the Mayor may from time to time request a member of staff provide assistance in implementing this Policy, recognising that the position of the member of staff is made difficult because they are accountable to the CEO (or a person acting as CEO) and therefore requests for assistance need to be limited to no more than those where are reasonably necessary.

For the purpose of this clause, and without limiting its generality, the Director Experience and Capability, or their nominee, will provide support to the Committee by:

- assisting in the coordination of Committee meetings
- preparing relevant documentation for Committee meetings, including reports to Council and contractual documents;
- maintaining appropriate records regarding the CEO's annual review;
- providing support with procurement of an Executive Search Consultant and Independent Advisor, in line with the *Procurement Policy*; and
- providing advice in connection with the proper governance of the Committee's role and proceedings.



Interpreter service
9840 9355

普通话 | 廣東話 | Ελληνικά
Italiano | عربي | فارسی

Chief Executive Officer Employment and Remuneration Policy



10. DELEGATIONS

Council must not delegate the power to appoint the CEO, whether on a permanent or acting basis, however, it may delegate to the CEO the power to appoint an Acting CEO for a period not exceeding 28 days (sections 11(2)(d) and 11(3) of the Act).

Council must not delegate the power to make any decision in relation to the employment, dismissal or removal of the CEO (section 11(2)(e) of the Act).

11. CONFIDENTIALITY

Council is not required to disclose any personal information, being information which if released would result in the unreasonable disclosure of information about any person or their personal affairs.

12. POLICY REVIEW

This Policy will be reviewed within 12 months of each Council election. Council will consult with the CEO prior to making any changes to the Policy which require Council to vary corresponding provisions in the Contract of Employment.

From time to time, circumstances may change leading to the need for minor administrative changes to this Policy. Where an update does not materially alter this Policy, such a change may be made administratively. Examples of minor administrative changes include changes to names of Manningham Council departments or a minor amendment to legislation that does not have material impact. Where any change or update may materially change the intent of this Policy, it must be considered by Council.

13. DOCUMENT HISTORY

Policy Title:	Chief Executive Officer Employment and Remuneration Policy
Resp. Officer Position:	Director Experience and Capability
Next Review Date:	2029
To be included on website?	Yes

Last Updated	Meeting type? - Council or EMT	Meeting Date	Item N°
July 2025	Council	22 July 2025	
November 2021	Council	23 November 2021	



Interpreter service
9840 9355

普通话 | 廣東話 | Ελληνικά
Italiano | عربي | فارسی