



EXTRA ORDINARY MEETING OF COUNCIL

held on

Wednesday, 26 September 2018

at

3:27pm

at

Ex-Services Memorial Club Board Room, Walcha

PRESENT: Clr EH Noakes (Chairman) Mayor together with Councillors PR Blomfield, WJ Heazlett, JM Kealey, SJ Kermode, CM Lyon and RL Wellings.

IN ATTENDANCE: Mr JG O'Hara, General Manager, Mr DJM Reeves, Director – Engineering Services, and Mrs LJ Latham, Environmental Services Manager.

1. APOLOGIES:

31 **RESOLVED** on the Motion of Councillors Heazlett and Lyon that the apology received from Clr Ferrier, due to be out of town on Walcha Jockey Club duties, be **ACCEPTED**.

MINUTES



2. SENIOR OFFICERS REPORT

32 **RESOLVED** on the Motion of Councillors Kealey and Lyon that the Senior Officers' Reports be **RECEIVED** for further consideration.

2.1 Election of Mayor & Deputy Mayor **WO/2018/01914**

33 **RESOLVED** on the Motion of Councillors Heazlett and Wellings that in the event that more than one Councillor nominated for each of the positions of Mayor or Deputy Mayor, then the method of election to determine the position(s) be by Ordinary Ballot **FURTHER THAT** the Returning Officer destroy all documentation following such election.

a) Election of Mayor

The Mayor then vacated the Chair and the Returning Officer, General Manager, then called for nominations for the position of Mayor. On receiving only one nomination that of Councillor EH Noakes, the Returning Officer, declared Councillor Noakes elected Mayor for the ensuing period unopposed.

b) Election of Deputy Mayor

The Returning Officer then called for nominations for the position of Deputy Mayor. He received two (2) nominations for the office of Deputy Mayor, being Councillor Lyon and Councillor Kealey. All Councillors accepted nominations, thus requiring a ballot for the position. As a result of the Ballot Councillor Lyon was declared elected as Deputy Mayor for the ensuing term.

DELEGATIONS OF AUTHORITY

Section 377 of the Local Government Act, 1993 provides the authority for Council to delegate its powers. It provides that Council may, by resolution, delegate to the General Manager or any other person or body (excluding another employee of Council) certain of its functions.

Subsequent to those changes, the following authorities are now delegated to the Mayor.

TO THE MAYOR:

To perform on behalf of Council the following powers, authorities, duties and functions within the terms of the Local Government Act and Regulations thereunder:-

1. To appoint any Councillor to represent either the Mayor or the Council at any function or Meeting or other event as the Mayor deems appropriate or necessary.
2. In conjunction with the General Manager to approve the admittance of new Councils in the Mid-North Weight of Loads Group.



3. The authority to adjudicate on or to grant approvals as appropriate under the terms of the adopted Code of Conduct for Local Government provided that in all cases, a right of appeal to the full Council shall exist.
4. The authority to consider and determine Council's response to representations seeking leniency or outlining extenuating circumstances from persons who have been served with a Penalty Notice. This determination shall extend only to those representations referred through the New South Wales Police Service Infringement Processing Bureau.
5. The authority to approve a mode of travel, other than by Council vehicle, for Councillors and Staff travelling on Council business, as circumstances may, from time to time, warrant.
6. The authority to approve CBD Small Grant Programme Applications for Assistance, in accordance with adopted guidelines.
7. In accordance with the provisions of Section 378(2) of the Local Government Act, 1993, authority to approve Council orders for the provision of goods and services up to the amount of two thousand dollars (\$2,000).

In the absence of the Mayor, Councillor Noakes, these powers are delegated to the Deputy Mayor, Councillor Lyon, **EXCEPT** for Clause 7.

TO THE DEPUTY MAYOR:

To perform on behalf of Council the following powers, authorities, duties and functions within the terms of the Local Government Act and Regulations thereunder:-

1. During periods of absence of the Mayor, Councillor Noakes, the Delegations made to Councillor Noakes shall be deemed to be made to the Deputy Mayor, Councillor Lyon, **EXCEPT** for Clause 7.

34 **RESOLVED** on the Motion of Councillors Kermode and Wellings that, in accordance with the provisions of Section 377 of the Local Government Act, 1993, the Delegations of Authority listed above be made to the Mayor, Councillor Noakes and the Deputy Mayor, Councillor Lyon, respectively.

Councillor Noakes, Mayor of Walcha, took the Chair.

2.2 Committees & Delegates Membership

WO/2018/01918

35 **RESOLVED** on the Motion of Councillors Kermode and Wellings that if more than one person expressed an interest in the Committees then Council would hold a Secret Ballot to elect the Delegate to that Committee.

36 **RESOLVED** on the Motion of Councillors Kealey and Heazlett that the list of Delegates, listed below, be **ADOPTED** for the ensuing two year period, with the exception of the New England Weeds Authority which is for a four year period:

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.....General ManagerMayor



Walcha Council 355 Committees:



1. Walcha Town and District Beautification and Tidy Towns Committee

Membership:

Representative – Clr CM Lyon
Representative – Clr PR Blomfield
Director – Engineering Services – Dylan Reeves
Urban Works Supervisor – Steph Sweeney
Citizen Representatives - Phyllis Hoy
Citizen Representatives - Robyn Vincent
Citizen Representatives – Alex Smith – Resigned June 2017
Citizen Representatives – Jim Hallenan
Citizen Representatives – Joanne Ireland
Citizen Representatives – Caroline Street
Citizen Representatives – Beverley Betts

Purpose:

- o To generally monitor the appearance of the town and district and to advise Council of areas requiring enhancement.
- o To advise Council on its Tree Planting Programme particularly as to suitability of species to be planted.
- o Administer the conduct of the Garden Competition.

Meetings:

The Committee is to meet quarterly, the appointed Councillor to act as Chairperson. The quorum is half the number of the Committee plus 1 = 6.

2. Walcha Council Arts Advisory Committee

Function of the Committee:

To advise Council on future public art projects.

Membership:

Representative – Clr JM Kealey - Chairperson
Alternate Representative – Clr WJ Heazlett
General Manager – Jack O'Hara
Director – Engineering Services – Dylan Reeves
Four community representatives – James Rogers, Carley McLaren, Stephen King and John Heffernan.

Meetings – The Committee is to meet six monthly or as required. The appointed Councillor to act as the Chairperson. The quorum is to be four.

3. Walcha Council Community Care Advisory Committee

Function of the Committee:

To advise Council on policy matters and strategic issues regarding the management of Walcha Council Community Care.

Membership:

Representative – Clr KW Ferrier - Chairperson



Community Services Manager – Karen Kermode
Walcha Council Community Care Coordinator – Cathy Noon
ATSI Walcha Council Community Care Coordinator – Elaine Bartholomew
Meals on Wheels Provider – Riverview Hostel Employee
Independent Community Care Service Provider – Debra Sweeney
Six Citizen Representatives (preferably consisting of a volunteer, a carer and four clients) – Ron Denham, Kate Hoy, Sue Reardon, Syreen Kitchener, Pat Laurie & Davina Young.
All 12 Committee Members to have voting rights.

Election of Members:

Six citizen representatives to be elected for a two year term with half that number changing each year. Citizen membership to be restricted to a maximum of four consecutive terms. Ie: eight years. Casual vacancies can be appointed until the review period.

Meetings:

The Committee is to meet quarterly on third Tuesday. Quorum is 7.

4. Walcha Council Preschool Advisory Committee

Membership:

- Representative – Clr RL Wellings
- Community Services Manager – Karen Kermode
- Nominated Supervisor – Zoe Herbert
- Parent/Citizen Representatives :
 - o Lucie Street – vacated March 2018
 - o Amber Poflowski – vacated March 2018
 - o Kimberley Lisle
 - o Melika McKinnon
 - o Bonnie Brown
 - o Meggie Davey – appointed March 2018

The Early Intervention Officer, Rhonda Barnett, can attend Meetings but does not have voting rights.

Parent/citizen representatives to be elected for a 2 year term with half changing each year. They are also restricted to a maximum of 3 consecutive terms, ie 6 years.

Purpose: To advise Council on policy matters and strategic issues regarding the management of the Walcha Preschool.

Meetings: Meet quarterly (once per term) or as required on the fourth (4th) Tuesday of the term. The appointed Councillor to act as Chairman. The quorum to be 5.

5. Walcha Council Tourism Advisory Committee

Function of the Committee:

To advise Council on high level strategic tourism promotion.

Membership:

- Representative – Clr JM Kealey – Chairperson
- Alternate Representative – Clr WJ Heazlett
- Tourism Manager – Susie Crawford
- Tourist Officer – Lisa Kirton



Seven community representatives on two year term with them being eligible for reappointment on expiration of each term – Vacant, Neil Smith, Vanessa Arundale, Casper Ozinga, Vacant.

Meetings:

The Committee is to meet three times a year or as required. The appointed Councillor to act as the Chairperson. The quorum is to be 5.

6. Walcha Council Audit & Risk Committee

Function of Committee:

To provide independent assurance and assistance to the Walcha Council on risk management, control, governance and external accountability responsibilities. The Committee has no executive powers, except those expressly provided by Council.

Membership:

Voting Members:

Clr CM Lyon
Clr SJ Kermode

Independent Representatives: Michael O'Connor, Sean Johnston and David Locke (one of these are to be elected Chairperson).

Non Voting Members:

General Manager
Chief Financial Officer

Meetings:

Meet four times per year with one of those meetings to include review and endorsement of the annual audited financial reports and external audit opinion. Additional meetings as required.

7. Walcha Council Festival Committee

Function of the Committee:

To organise an annual festival showcasing the local food, art and craft.

Membership:

One Councillor – Clr KW Ferrier – Chairperson
Tourism Manager – Susie Crawford
Tourism Officer – Lisa Kirton

Community representatives on a two year term: Cameron Greig, Ron Denham, Vicki McIvor, Chris Feltham, Leanne Natty, Glenn Dick, Michael Luchich and Ian Mackey.

Meetings:

Meet quarterly or as required. Appointed Councillor to act as a Chairperson. Quorum to be 6.

8. Walcha Council Youth Advisory Committee

Function of the Committee:

To engage with the youth of Walcha and allow for their input into the Youth Programs to be developed in the Walcha area.

Membership:

One Councillor – Clr RL Wellings – Chairperson
Community Services Manager – Karen Kermode
Youth Worker – Madison Garrad



Youth Community Members x 8: Between the ages of 11 and 18 years of age.
Adult Community Representatives x 2

Meetings:

Meet bi-monthly or as required. The appointed Councillor is to act as Chairperson. The quorum to be 7.

9. Walcha Rural Women’s Gathering Committee

Function of the Committee:

The purpose of the Committee is to prepare and submit an Expression of Interest to host the Rural Women’s Gathering. If successful, the Committee will also be required to organise and run the event.

Membership:

2 Councillors – Clr Kealey (Chairperson) & Clr Wellings
8 Community Members: Dale Webber, Anna Barwick, Karen Brown, Cecilia Casey, Chloe Hoy, Jane Morrison, Don Murchie and Aurora Reilly.

Meetings:

The Committee is to meet as required until the EOI is submitted and then if successful, bi-monthly. The appointed Councillor is to act as the Chairperson and the Quorum will be half the number of the members of the Committee plus one.

10. Walcha Council Aboriginal Advisory Committee

Function of the Committee:

To advise Council on aboriginal matters.

Membership:

Mayor – Clr Eric Noakes
Deputy Mayor – Clr Clint Lyon
General Manager – Jack O’Hara
6 Amaroo Members: Mark Davies, Karen Bloomfield, Garry Towney, Raggae Towney, Katrina Bloomfield, Sue Green, Tyler Stackman.

Meetings:

The Committee is to meet six monthly or as required. The Mayor is to act as the Chairperson. The quorum is five (5). All nine Committee members to have voting rights..
Created Council Meeting 31 May 2017 – Minute No.: 186/20162017

2018 – 2020 Delegate Organisations



1. New England Tablelands (Noxious Plants) County Council – trading as New England Weeds Authority (NEWA)

Is a single purpose local government authority, established under the Local Government Act 1993 Section 387 as the control authority for noxious weeds in the Armidale Regional Council, Uralla Shire Council and Walcha Council areas. The New England Weeds Authority has been serving the community since 1947 and their purpose is to administer the Noxious Weeds Act and control declared noxious weeds within the New England Region.

Members: Armidale Regional Council, Uralla Shire Council and Walcha Council.



Purpose: Special Purpose County Council set up to administer the Noxious Weeds Act and control declared noxious weeds within the New England Region. They have meetings quarterly.
Delegate: Councillor SJ Kermode **(4 year term – due September 2020)**

2. Namoi Councils Joint Organisation

Function: To provide strong local government leadership, to work co-operatively for the benefit of the Namoi region and effectively advocate on agreed regional positions and priorities. This Organisation meets monthly.

Members: Gunnedah Shire Council, Gwydir Shire Council, Liverpool Plains Shire Council, Moree Plains Shire Council, Narrabri Shire Council, Tamworth Regional Council, Uralla Shire Council and Walcha Council.

Delegate – Mayor – Clr EH Noakes

Alternate Delegate – Deputy Mayor – Clr CM Lyon

Representative – General Manager – Jack O’Hara

3. Mid North Weight of Loads Group (MNWLG)

Function: The Group was established in 1986 for the purpose of minimising pavement damage caused by overloaded trucks. The main objective is to reduce the cost of maintaining roads by preventing the damage caused by overloaded vehicles. This Group meets six monthly or as required.

Members: Armidale Regional Council, Bellingen Shire Council, Coffs Harbour City Council, Dungog Shire Council, Kempsey Shire Council, Liverpool Plains Shire Council, Mid Coast Council, Nambucca Shire Council, Port Macquarie Hastings Council, Tamworth Regional Council, Upper Hunter Council, Uralla Shire Council and Walcha Council.

Delegate – Clr CM Lyon

Alternate Delegate – Clr Heazlett

Representative – Director Engineering Services – Dylan Reeves

4. NSW Public Libraries Association – North Eastern Zone

Function: NSW Public Libraries Association (NSWPLA) is the peak body for public libraries in NSW and its purpose is to: Advocate effectively, initiate partnerships, champion the public library cause, build trust and support, provide relevant information, foster cooperation and collaboration and strengthen the public library network.

Members: The Group represents libraries from Tweed Heads to Forster across to Gunnedah and up to Tenterfield.

Delegate – Clr WJ Heazlett

Alternate Delegate – Clr RL Wellings

5. Central Northern Regional Libraries Committee

Function: CNRL is a regional library formed under Section 12(1) of the Library Act. Tamworth Regional Council is the Executive Council. Its purpose is to monitor and negotiate the provision of library services through the Central Northern Regional Libraries.



Membership: Tamworth Regional Council, Uralla Shire Council, Walcha Council, Liverpool Plains Shire Council, Narrabri Shire Council and Gwydir Shire Council.

Meetings: The .CNRL Committee consists of Councillor delegate from each of the six member Councils. The Annual General Meeting is held on the first Wednesday in November, a minimum of two meetings are held each year.

Delegate – Clr Heazlett

Alternate Delegate – Clr RL Wellings

6. Local Traffic Committee (LTC) and Council Advisory Committee

Function: This Committee is a technical advisory group which considers proposed traffic measures to ensure that technical criteria and local requirements are being met. Traffic measures include: regulatory road signs and line markings including parking restrictions; median and traffic islands – whether line marked or concrete; pedestrian crossings; traffic calming; temporary controls for some Special Events and construction projects.

Members:

NSW Police – Sergeant Anthony Smith

Roads & Maritime Services – Grafton Region

Nominee for the State Member of Parliament for Walcha – Nominated by the MP – Clr KW Ferrier

Walcha Council's Director – Engineering Services – Dylan Reeves

Meetings: The Walcha Local Traffic Committee meets once every three months. Quorum is 3.

7. Local Emergency Management Committee (LEMC)

Function: This Committee covers the local government areas of Walcha, Armidale Regional and Uralla.

Members: Police, State Emergency Service, Rural Fire Service, Ambulance, NSW Fire & Rescue and Hunter New England Area Health Service, local Councils.

Meetings:

Meet quarterly or as required.

New England Local Emergency Management Committee

Delegate – Clr Blomfield

Local Emergency Management Officer – Director – Engineering Services – Dylan Reeves.

8. New England Bush Fire Management Committee

Function: Each Bush Fire Management Committee must, in accordance with the State Legislation, prepare and submit to the State Bush Fire Co-ordinating Committee a draft of each of the following kinds of bush fire management plans for the rural fire district or other part of the State for which it is constituted:

- (a) A Plan of Operations; and
- (b) Bush Fire Risk Management Plan.



Members:

Unless the Bush Fire Co-ordinating Committee determines otherwise, the following persons are to be invited to become members of a Bush Fire Management Committee:

- (a) A person nominated by each local authority whose area comprises land in the Bush Fire Management Committee's area, being (in the case of a local authority that is a council) the Mayor or a councillor of the Council;
- (b) A person nominated by each of the following organisations as being in charge of its affairs in the Bush Fire Management Committee's area:
 - (1) The Roads & Maritime Services;
 - ii) The Land & Property Management Authority;
 - iii) The NSW Fire Brigades;
 - iv) The NSW Police;
 - v) Each distribution network service provider listed in Schedule 3 to the *Electricity Supply Act 1995* having a distribution district comprising land in the Bush Fire Management Committee's area;
 - vi) Each Livestock Health & Pest Authority established for any rural lands protection district comprising land in the Bush Fire Management Committee's area;
 - vii) Rail Corporation NSW
 - viii) Rail Infrastructure Corporation.
- (c) A person or persons nominated by the Director-General of the Department of Environment & Climate Change and Water NSW as being in charge of the affairs of the Department in the Bush Fire Management Committee's area;
- (d) A person or persons nominated by the Deputy-General, Primary Industries of the Industry & Investment NSW as being in charge of the affairs of the Department in the Bush Fire Management Committee's area;
- (e) A person nominated by each local authority for the Bush Fire Management Committee's area as having responsibilities for the performance of the local authority's functions respecting the environment;
- (f) A person nominated by the Nature Conservation Council of NSW;
- (g) Not more than 2 persons chosen by rural fire brigades operating in the area;
- (h) A rural land holder nominated by the NSW Farmers Association or, if the Association does not nominate a rural land holder within a reasonable time (as determined by the Bush Fire Co-ordinating Committee), by the local authority for the area;
- (i) A person nominated by each Local Aboriginal Land Council for any Local Aboriginal Land Council area comprising land located in the Bush Fire Management Committee's area;
- (j) And other person or persons approved by the Bush Fire Co-ordinating Committee.

Meetings: This Committee meets quarterly.

Delegate – Clr PR Blomfield

Alternate Delegate – Clr SJ Kermode

9. Arts North West

Function: Arts North West was established in 1996 as a Regional Arts Development Program and established as an independent Regional Arts Board in 1997. The program receives financial support from Arts NSW and twelve local governments in the New England North West



region. Its main purpose is to build community capacity in the Arts North West region through supporting creative activity.

Meetings: Annual General Meeting is in March and Board meets quarterly.

Representative – Clr JM Kealey

Alternate – Clr WJ Heazlett

10. Northern Inland Regional Waste Group (NIRW)

Function: NIRW is a voluntary Local Government networking group to specifically address waste management issues on a regional level.

Members: Armidale Regional Council, Glen Innes Severn Council, Gunnedah Shire Council, Gwydir Shire Council, Inverell Shire Council, Liverpool Plains Shire Council, Moree Plains Shire Council, Narrabri Shire Council, Tamworth Regional Council, Tenterfield Shire Council, Uralla Shire Council and Walcha Council.

Representative – Senior Manager – Waste, Sewer & Water – Tess Dawson

11. Walcha Australia Day Committee

The Service Clubs currently fill this role.

Representative – General Manager – Jack O'Hara

12. Management Committee Pioneer Cottage

Representative – Clr WJ Heazlett

Alternate Representative – Not allocated.

13. Walcha Local (Liquor) Consultative Committee

Members: Representatives of all Licensed Premises', Police and Council.

Delegate – Clr KW Ferrier

Alternate Delegate – Clr CM Lyon

14. Walcha Community Centre Management Committee - (Multi – Purpose Centre)

Delegate – Clr JM Kealey

Alternate Delegate – Clr RL Wellings

15. Walcha Community Consultative Committee

Function: To discuss community wide social issues.

Members: All community organisations are invited to attend and include the Police, Service groups, Schools, Amaroo and Council.

Meetings: Quarterly

Delegate – Clr SJ Kermode

Alternate Delegate – Clr WJ Heazlett

16. Walcha Local Health Committee (LHC)



Function: The purpose or key role of a Local Health Committee is to provide leadership in the local community to ensure health services meet local community needs and ensure the promotion and enhancement of the health of the community.

Members: Members of the LHC will be appointed by the Cluster General Manager on advice of the Chair and the Local Health Service Manager. Committees should seek an active membership of between 6 and 10. Appointment of members will be for a three year period and members may seek re-appointment after their term expires.

Meetings: Meetings are bi-monthly. The Chair is elected annually by vote of the Committee.

Delegate – Mayor – Clr EH Noakes

17. Country Mayors Association of NSW (CMA)

Function: The CMA was established to further the interests of regional and country areas in NSW by being an effective voice and forum for country NSW Mayors.

Members: Those eligible for membership are the Mayors and General Managers of regional and country councils in NSW.

Meetings: Held quarterly in Sydney

Delegates: Mayor – Clr EH Noakes and General Manager – Jack O’Hara

2018 – 2020 Internal Committees



1. Plant Committee

Membership:

Representative – Clr EH Noakes

Representative – Clr CM Lyon

Representative – Clr SJ Kermod

General Manager – Jack O’Hara

Director – Engineering Services – Dylan Reeves

Plant Foreman – Stephen Bath

Purpose: to assess recommendations on replacing and reviewing plant assets of Council.

2. Staff Committee

Membership:

Representative – Mayor – Clr Noakes

Representative – Deputy Mayor – Clr CM Lyon

Representative – Clr WJ Heazlett

Representative – Clr JM Kealey

General Manager – Jack O’Hara

Other Senior Staff as appropriate

Function:

✚ To assess applications, carry out interviews and report to Council on appointments to the General Manager position.



- ✚ To carry out the General Manager's performance appraisal and negotiate performance agreement.

3. Staff Consultative Committee

Membership:

2 Management Representatives:

- ✚ Mayor – Clr EH Noakes
- ✚ Deputy Mayor – Clr CM Lyon

1 Local Government Manager: General Manager Jack O'Hara

1 Environmental Health Professional: Environmental Services Manager – Lacey Latham

2 USU Members:

- ✚ One Outside Member – Kevin Creighton
- ✚ One Inside Member – Liz Hobbs

1 Local Organiser of the USU: Bernard Lynch

Secretary – non voting member: HR Manager – Amelia Kompler

Purpose:

The Consultative Committee shall:

- ✚ Provide a forum for consultation between the employer and its employees that encourages a free and open exchange of views;
- ✚ Positively co-operate in workplace reform to enhance the efficiency and productivity of the employer and to provide employees with access to career opportunities and more fulfilling, varied and better paid work.

Function:

- ✚ The main functions of the consultative committee include:
 - Award implementation
 - Training
 - Consultation with regard to organisation restructure
 - Job redesign
 - Salary systems
 - Communication and education mechanisms
 - Performance management systems
 - Changes to variable working hours arrangements for new or vacant positions.
 - Local Government reform
 - Proposed variations to leaseback vehicle arrangements.
- ✚ The consultative committee shall not consider matters which are being or should be processed in accordance with Award Clause 35, Grievance and Dispute Procedures.
- ✚ The consultative committee will make recommendations based upon consensus. Where being no consensus on a particular item, the recommendations to the employer should note the dissenting views.
- ✚ The consultative committee shall meet as required.

4. Work Health & Safety Committee

Membership:

No Elected members

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.....General ManagerMayor



Purpose:

- ✚ To provide a forum that will allow consultation and discussion between management and employees at the Council to aid in achieving a safe workplace.
- ✚ To advise the Council on effective ways to ensure the health and safety of staff, visitors and contractors.
- ✚ To encourage all staff and contractors to work together to establish a safe and health working environment, and
- ✚ To enable all persons employed by the Council and persons covered by the legislation to be able to refer matters to the Committee for advice and assistance.

Meetings:

At least three meetings per year or as required.

5. Roads Management Committee

Membership:

All Councillors

Director – Engineering Services: Dylan Reeves

Function: oversee the development of the Roads Management Plan for Walcha Council area.

6. Waste Management Committee

Membership:

All Councillors

General Manager: Jack O’Hara

Director – Engineering Services: Dylan Reeves

Senior Manager Waste, Sewer & Water: Tess Dawson

Function: to discuss current and future issues relating to the Waste Transfer Station and other waste issues and to provide recommendations to Council

THERE BEING NO FURTHER BUSINESS THE CHAIRMAN DECLARED THE MEETING CLOSED AT 3:45PM.