

ENVIRONMENT AND SUSTAINABILITY COMMITTEE NO. 2024(05)**15 OCTOBER 2024**

REPORT

COUNCILLORS' ATTENDANCE:

Councillor Jim Madden (Chairperson); Councillors Andrew Antonioli (Deputy Chairperson), Mayor Teresa Harding, Deputy Mayor Nicole Jonic, Jacob Madsen (via audio-link) and Pye Augustine

COUNCILLOR'S APOLOGIES:

Nil

OFFICERS' ATTENDANCE:

Chief Executive Officer (Sonia Cooper), General Manager Environment and Sustainability (Kaye Cavanagh), Manager, Resource Recovery (David McAlister), Chief of Staff – Office of the Mayor (Melissa Fitzgerald), Senior Communications and Policy Officer (Jodie Richter) and Theatre Technician (Harrison Cate)

WELCOME TO COUNTRY OR ACKNOWLEDGEMENT OF COUNTRY

Councillor Jim Madden (Chairperson) delivered the Acknowledgement of Country

DECLARATIONS OF INTEREST IN MATTERS ON THE AGENDA

In accordance with section 150EQ of the *Local Government Act 2009*, Councillor Jim Madden informed the meeting that he has a declarable conflict of interest in Item 2 titled Ipswich City Council Membership to Healthy Land and Water 2024-2025.

The nature of the interest is that Councillor Madden was a former board member of Healthy Waterways however has no current connection with Healthy Land and Water and is not an office bearer or member.

Councillor Jim Madden invited the other councillors to determine if he can continue to participate in the decision process.

It was moved by Deputy Mayor Nicole Jonic and seconded by Councillor Andrew Antonioli that Councillor Jim Madden may participate in the meeting in relation to the matter, including by voting on the matter because there is no personal or financial benefit to the councillor and therefore a reasonable person would trust that the final decision is made in the public interest.

The eligible councillors present at the meeting decided that Councillor Jim Madden may participate in the meeting in relation to the matter, including by voting on the matter.

AFFIRMATIVE
Councillors:
Antoniolli
Harding
Jonic
Madsen
Augustine

NEGATIVE
Councillors:
Nil

Councillor Jim Madden did not take part in the vote on this matter.

The motion was put and carried.

BUSINESS OUTSTANDING

Nil

CONFIRMATION OF MINUTES

1. **CONFIRMATION OF MINUTES OF THE ENVIRONMENT AND SUSTAINABILITY COMMITTEE NO. 2024(04) OF 3 SEPTEMBER 2024**

RECOMMENDATION

Moved by Councillor Andrew Antoniolli:
Seconded by Deputy Mayor Nicole Jonic:

That the minutes of the Environment and Sustainability Committee held on 3 September 2024 be confirmed.

AFFIRMATIVE
Councillors:
Madden
Antoniolli
Harding
Jonic
Madsen
Augustine

NEGATIVE
Councillors:
Nil

The motion was put and carried.

OFFICERS' REPORTS

2. IPSWICH CITY COUNCIL MEMBERSHIP TO HEALTHY LAND AND WATER 2024 - 2025

This is a report concerning Ipswich City Council and the regional Natural Resource Management group for South East Queensland - Healthy Land and Water, specifically the current and future membership and funding arrangements which have been under review for 2 consecutive years and the value it offers to Council.

******RECOMMENDATION

That Council resolves to cease its membership of Healthy Land and Water and no longer make an annual financial membership payment.

MOVE INTO CLOSED SESSION

RECOMMENDATION

Moved by Mayor Teresa Harding:

Seconded by Councillor Andrew Antonioli:

That in accordance with section 254J(3)(g) of the *Local Government Regulation 2012*, the meeting move into closed session to discuss Item 2 titled Ipswich City Council Membership to Healthy Land and Water 2024-2025.

The meeting moved into closed session at 4.15 pm.

AFFIRMATIVE

Councillors:

Madden

Antonioli

Harding

Jonic

Madsen

Augustine

NEGATIVE

Councillors:

Nil

The motion was put and carried.

MOVE INTO OPEN SESSION

RECOMMENDATION

Moved by Councillor Jim Madden:

Seconded by Deputy Mayor Nicole Jonic:

That the meeting move into open session.

The meeting moved into open session at 4.21 pm.

AFFIRMATIVE

Councillors:

Madden

Antoniolli

Harding

Jonic

Madsen

Augustine

NEGATIVE

Councillors:

Nil

The motion was put and carried.

2. IPSWICH CITY COUNCIL MEMBERSHIP TO HEALTHY LAND AND WATER 2024 - 2025

This is a report concerning Ipswich City Council and the regional Natural Resource Management group for South East Queensland - Healthy Land and Water, specifically the current and future membership and funding arrangements which have been under review for 2 consecutive years and the value it offers to Council.

****RECOMMENDATION**

Moved by Deputy Mayor Nicole Jonic:

Seconded by Mayor Teresa Harding:

That Council resolves to cease its membership of Healthy Land and Water and no longer make an annual financial membership payment.

AFFIRMATIVE

Councillors:

Madden

Antoniolli

Harding

Jonic

Madsen

Augustine

NEGATIVE

Councillors:

Nil

The motion was put and carried.

MOVE INTO CLOSED SESSION

RECOMMENDATION

Moved by Councillor Jim Madden:

Seconded by Deputy Mayor Nicole Jonic:

That in accordance with section 254J(3)(i) of the *Local Government Regulation 2012*, the meeting move into closed session to discuss Item 3 titled Board Appointments of Greenovate Pty Ltd Non-Confidential Report.

The meeting moved into closed session at 4.25 pm.

AFFIRMATIVE	NEGATIVE
Councillors:	Councillors:
Madden	Nil
Antionioli	
Harding	
Jonic	
Madsen	
Augustine	

The motion was put and carried.

MOVE INTO OPEN SESSION

RECOMMENDATION

Moved by Councillor Jim Madden:
Seconded by Deputy Mayor Nicole Jonic:

That the meeting move into open session.

The meeting moved into open session at 4.44 pm.

AFFIRMATIVE	NEGATIVE
Councillors:	Councillors:
Madden	Nil
Antionioli	
Harding	
Jonic	
Madsen	
Augustine	

The motion was put and carried.

3. BOARD APPOINTMENTS OF GREENOVATE PTY LTD NON-CONFIDENTIAL REPORT

This paper serves as a covering report for the Council to resolve to appoint the preferred candidates for the Board Members of Greenovate Pty Ltd, the personal and private details of the candidates and recruitment process are detailed in the multiple attached confidential papers.

“The attachment/s to this report are confidential in accordance with section 254J(3)(i) of the *Local Government Regulation 2012*.”

RECOMMENDATION

- A. In accordance with Rule 7.2(a) and Rule 7.3(a)(1) of the Greenovate Constitution, and clause 5.2(a) and 5.4 (a)(1) of the Security Holders Agreement, together with Logan City Council and Redland City Council, Ipswich City Council appoint Candidate 1 as an Independent Director of Greenovate Pty Ltd A.C.N. 672 812 154 for a period of four (4) years as set out in Confidential Attachment 4.
- B. In accordance with Rule 7.2(a) and Rule 7.3(b) of the Greenovate Constitution, and clause 5.4(a) of the Security Holders Agreement, together with Logan City Council and Redland City Council, Ipswich City Council appoint Candidate 2 as an Independent Director of Greenovate Pty Ltd A.C.N. 672 812 154 for a period of three (3) years as set out in Confidential Attachment 4.
- C. In accordance with Rule 7.2(a) and Rule 7.3(b) of the Greenovate Constitution, and clause 5.4(a) of the Security Holders Agreement, together with Logan City Council and Redland City Council, Ipswich City Council appoint Candidate 3 as an Independent Director of Greenovate Pty Ltd A.C.N. 672 812 154 for a period of three (3) years as set out in Confidential Attachment 4.
- D. In accordance with Rule 7.2(a) and Rule 7.3(b) of the Greenovate Constitution, and clause 5.4(a) of the Security Holders Agreement, together with Logan City Council and Redland City Council, Ipswich City Council appoint Candidate 4 as an Independent Director of Greenovate Pty Ltd A.C.N. 672 812 154 for a period of three (3) years as set out in Confidential Attachment 4.
- E. If Logan City Council, Ipswich City Council and Redland City Council do not resolve to appoint at least two (2) Independent Directors to Greenovate Pty Ltd by 6 November 2024, the shareholder representative for the Council is authorised to:
- a. execute a variation to the SHA in accordance with the amendment set out in Attachment 7;
 - b. pass a Securityholder resolution to replace the Constitution of Greenovate Pty Ltd with the amended Constitution as set out in Attachment 6; and
 - c. pass a Securityholder resolution appointing the Chief Executive Officer of Redland City Council, as an interim director under Rule 7.6 (a) of the Greenovate Constitution and clause 5.1(c) of the Security Holders Agreement.
- F. That upon the winding up of Greenovate Pty Ltd, the confidential attachments to the report titled Greenovate Pty Ltd Board Chair, be placed in the public records.
- *Due to the confidential nature of these appointments and until such time as the other Councils have adopted their recommendations, the names of the proposed directors will be held in confidence.*

The committee varied Recommendation C to include the words: **subject to further due diligence being undertaken for consideration at the October Council Ordinary Meeting.**

RECOMMENDATION

Moved by Deputy Mayor Nicole Jonic:

Seconded by Mayor Teresa Harding:

- A. In accordance with Rule 7.2(a) and Rule 7.3(a)(1) of the Greenovate Constitution, and clause 5.2(a) and 5.4 (a)(1) of the Security Holders Agreement, together with Logan City Council and Redland City Council, Ipswich City Council appoint Candidate 1 as an Independent Director of Greenovate Pty Ltd A.C.N. 672 812 154 for a period of four (4) years as set out in Confidential Attachment 4.**
- B. In accordance with Rule 7.2(a) and Rule 7.3(b) of the Greenovate Constitution, and clause 5.4(a) of the Security Holders Agreement, together with Logan City Council and Redland City Council, Ipswich City Council appoint Candidate 2 as an Independent Director of Greenovate Pty Ltd A.C.N. 672 812 154 for a period of three (3) years as set out in Confidential Attachment 4.**
- C. That in accordance with Rule 7.2(a) and Rule 7.3(b) of the Greenovate Constitution, and clause 5.4(a) of the Security Holders Agreement, together with Logan City Council and Redland City Council, Ipswich City Council appoint Candidate 3 as an Independent Director of Greenovate Pty Ltd A.C.N. 672 812 154 for a period of three (3) years as set out in Confidential Attachment 4, subject to further due diligence being undertaken for consideration at the October Council Ordinary Meeting.**
- D. In accordance with Rule 7.2(a) and Rule 7.3(b) of the Greenovate Constitution, and clause 5.4(a) of the Security Holders Agreement, together with Logan City Council and Redland City Council, Ipswich City Council appoint Candidate 4 as an Independent Director of Greenovate Pty Ltd A.C.N. 672 812 154 for a period of three (3) years as set out in Confidential Attachment 4.**
- E. If Logan City Council, Ipswich City Council and Redland City Council do not resolve to appoint at least two (2) Independent Directors to Greenovate Pty Ltd by 6 November 2024, the shareholder representative for the Council is authorised to:**

 - a. execute a variation to the SHA in accordance with the amendment set out in Attachment 7;**
 - b. pass a Securityholder resolution to replace the Constitution of Greenovate Pty Ltd with the amended Constitution as set out in Attachment 6; and**
 - c. pass a Securityholder resolution appointing the Chief Executive Officer of Redland City Council, as an interim director under Rule 7.6 (a) of the Greenovate Constitution and clause 5.1(c) of the Security Holders Agreement.**
- F. That upon the winding up of Greenovate Pty Ltd, the confidential attachments to the report titled Greenovate Pty Ltd Board Chair, be placed in the public records.**

**Due to the confidential nature of these appointments and until such time as the other Councils have adopted their recommendations, the names of the proposed directors will be held in confidence.*

NOTICES OF MOTION

Nil

MATTERS ARISING

Nil

PROCEDURAL MOTIONS AND FORMAL MATTERS

The meeting commenced at 4.01 pm.

The meeting closed at 4.45 pm.

****Refer Council Ordinary Meeting of 24 October 2024 for amendment**