

Local Land Services

Charter

Local Land Services Board and local boards



Preamble

Local Land Services (LLS) is responsible for the delivery of programs and advisory services associated with agricultural production, biosecurity, natural resource management, travelling stock reserves and emergency management.

Significantly, NSW is the only state where publicly provided biosecurity, natural resources management and agricultural advisory services are provided by a single government agency.

The objects of the *Local Land Services Act 2013* (LLS Act)¹ are:

- to establish a statutory corporation (to be known as Local Land Services) with responsibility for management and delivery of local land services in the social, economic and environmental interests of the State in accordance with any State priorities for Local Land Services,
- to establish a governance framework to provide for the proper and efficient management and delivery of local land services,
- to establish local boards for the purpose of devolving management and planning functions to regional levels to facilitate targeted local delivery of programs and services to meet community, client and customer needs,
- to require decisions taken at a regional level to take account of State priorities for Local Land Services,
- to ensure the proper management of natural resources in the social, economic and environmental interests of the State, consistently with the principles of ecologically sustainable development (described in section 6 (2) of the Protection of the *Environment Administration Act 1991*),
- to apply sound scientific knowledge to achieve a fully functioning and productive landscape,
- to encourage collaboration and shared responsibility by involving communities, industries and non-government organisations in making the best use of local knowledge and expertise in relation to the provision of Local Land Services,
- to establish mechanisms for the charging of rates, levies and contributions on landholders and fees for services,
- to provide a framework for financial assistance and incentives to landholders, including, but not limited to, incentives that promote land and biodiversity conservation.

This Charter guides the LLS Board and local boards in discharging their responsibilities related to exercising of the functions described in the LLS Act²:

- to administer, deliver or fund Local Land Services,
- to develop and implement appropriate governance arrangements for the delivery of Local Land Services,
- to provide and facilitate education and training in connection with agricultural production, biosecurity, natural resource management and emergency management,
- to exercise functions conferred on it by Part 5A and Schedule 5A (i.e., land management),
- to exercise functions conferred on it by Part 5B (i.e., Private Native Forestry),
- to make and levy rates, levies and contributions on rateable and other land for the purpose of carrying out its functions,
- to provide and administer grants, loans, subsidies or other financial assistance for activities in relation to local land services,
- to collect, collate, maintain, interpret and report information with respect to its functions,
- to communicate, consult and engage with the community, including the Aboriginal community, to encourage participation in relation to the delivery of Local Land Services,
- to provide advice on matters referred to it by the Minister,
- to exercise such other functions as are conferred or imposed on it by or under this or any other Act.

Important:

This Charter, along with the LLS Act, forms the primary source of information on the LLS Board and local boards' roles, responsibilities and behaviours.

This Charter is to be published and publicly available on the LLS internet, along with all strategies and policies related to LLS.

¹LLS Act s3

²LLS Act s14

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Introduction

Purpose

The purpose of this Charter is to define the required behaviours, governance roles, key functions, processes and effectiveness of both the LLS Board and local boards, and their respective members.

Our boards provide leadership, direction and accountability and are a vital link between the community and government, helping to align customer needs and government's delivery of services.

The Board Charter:

- defines the relationships between legislation, policies and guidelines that LLS has agreed upon to meet its legal obligations
- provides clarity on the roles and responsibilities of boards and management
- defines the requirements of effective delivery of LLS Act and Regulation
- provides a useful induction tool for new board members and management
- demonstrates compliance with the NRC Performance Standard for LLS and Department of Premier and Cabinet Guidelines for NSW Government Boards.

Format

The Charter is set out in seven sections, defining essential LLS Board and local board activities and behaviours, including:

- i. ethical behaviour
- ii. governance roles and relationships
- iii. key Board functions
- iv. board processes
- v. board effectiveness
- vi. charter review and approval
- vii. annexures (board member and chair position descriptions).

Note:

This Charter refers to both the LLS Board and local boards.

'LLS Board' refers to the state board, comprising the 11 local board chairs and the LLS Chair (LLS Act Part 3, Division 1).

'local boards' refers to the 11 regional boards (LLS Act Part 3, Division 2).

Where the term 'board' or 'boards' is used without reference to either a capitalised 'LLS' or 'local' then it is to be interpreted as relating to both boards more generally.

Part 1 -ethical behaviour

All LLS Board and local board members, including the chairs, demonstrate behaviours consistent with the:

- [Ethical Framework for the Public Sector](#)³
- LLS Board Member Code of Conduct⁴
- [Local Land Services Act 2013](#)
- and other guiding legislation.

Specifically, with regard to the LLS Act, all board members will⁵:

- act honestly and exercise a reasonable degree of care and diligence in carrying out his or her functions
- act for a proper purpose in carrying out his or her functions
- not use his or her office or position for personal advantage
- not use his or her office or position to the detriment of LLS
- disclose any interest (whether pecuniary or otherwise) that could conflict with the proper performance of his or her functions and avoid performing any function that could involve such a conflict of interest.



³ Government Sector Employment Act 2013

⁴ LLS Act 2013 s35

⁵ LLS Act s34

Part 2 –key roles and responsibilities

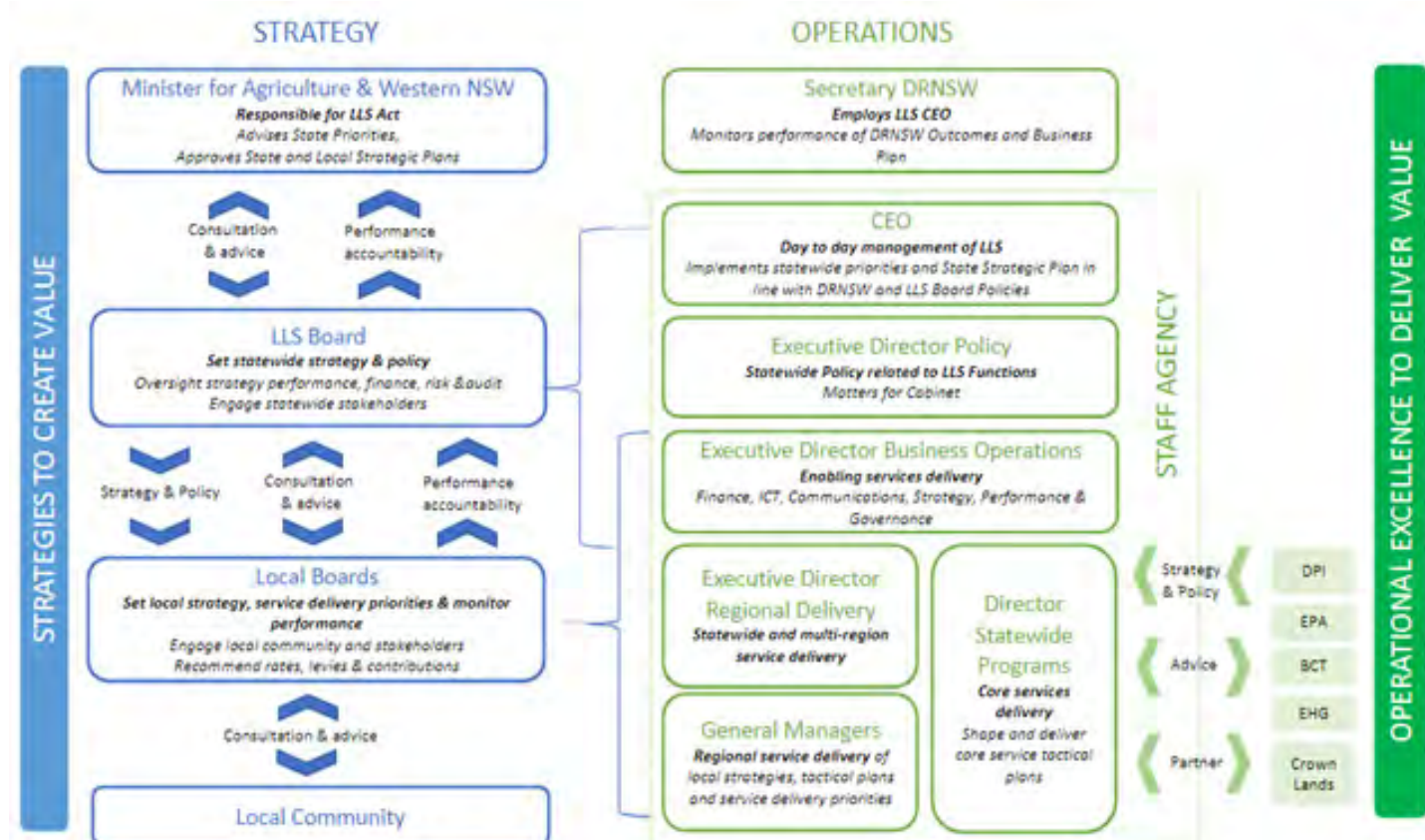
Overview

LLS is a statutory corporation with responsibility for management and delivery of local land services in the social, economic and environmental interests of the State in accordance with any state priorities for Local Land Services⁶.

The overarching control and management (governance) framework of LLS specifies:

- all decisions relating to the functions of LLS are made by or under the authority of the LLS Board.
- the Chief Executive Officer (CEO) is responsible for the day-to-day management of the affairs of Local Land Services, subject to the policies and directions of the LLS Board.
- any act, matter or thing done in the name of, or on behalf of LLS by or under the authority of the LLS Board or the Chief Executive Officer is taken to have been done by LLS⁷.

The following diagram illustrates the high-level governance structure, with roles and responsibilities expanded upon further in later sections.



⁶ LLS Act s 3(a)

⁷ LLS Act s10

Role and responsibilities of the Minister

LLS is subject to the control and direction of the Minister for Agriculture and Western NSW in the exercise of its functions and must keep the Minister informed of its activities.

The Minister:

- receives advice from the CEO, LLS Board and local boards
- can direct CEO, LLS Board and local boards to provide advice on a particular issue and make decisions based on that advice.
- is responsible for approving State and Local Strategic Plans and for receiving and reviewing annual reports related to performance against those plans.
- directs the Natural Resources Commission to complete audits of Local Strategic Plans every 3 years; State Strategic Plan every 5 years; and functional audits every 5 years .
- is responsible for making recommendations to Cabinet for the appointment (and termination) of appointed local board members, local board chairs and the LLS Board Chair.

Role and responsibilities of the Secretary

LLS is an 'executive agency related to a department'. This means that LLS is part of the public service, guided by the LLS Act and is related to the Department of Regional NSW.

The Secretary of the Department of Regional NSW (DRNSW) is responsible to the Minister for the general conduct and management of the functions and activities of DRNSW in accordance with the government's priorities, policy and legislative program.

As LLS is an Executive Agency related to DRNSW, the Secretary does not have a direct role in governing either the LLS Board or local boards.

The Secretary does, however, employ the CEO and will consult with the LLS Chair in the recruitment and performance of the CEO.

Role and responsibilities of the LLS Board

All decisions relating to the functions of LLS are to be made by or under the authority of the LLS Board⁹.

The LLS Board has the following functions¹⁰:

- to determine the general policies and strategic direction of LLS
- to determine the policies, procedures and directions of LLS in accordance with which a local board must exercise its functions
- such other functions as are conferred or imposed on it by the LLS Act or any other Act or law.

The LLS Board also determines the general policies and strategic direction of LLS for¹¹:

- organisational governance¹² and strategy
- risk management
- service delivery priorities
- community engagement.

Members of the LLS Board are to be guided by the principle that the public interest in the delivery of LLS in the state takes precedence over the delivery of LLS in any region¹³.

Further detail on the LLS Chair role can be found in Annexure A.

⁸ LLS Act 2013, s24, s44 and s54

⁹ LLS Act 2013, s10

¹⁰ LLS Act s26 (1)

¹¹ LLS Act 26 (1a)

¹² Note: LLS utilises the ISO definition (also adopted by AICD) of organisational governance as 'a system by which an organisation makes and implements decision in pursuit of its objectives'.

¹³ LLS Act s26(2)

Role and responsibilities of local boards

Local boards have been established for the purpose of devolving management and planning functions to regional levels to facilitate targeted local delivery of programs and services to meet community, client and customer needs (s.3(c)).

Local board management and planning functions are described under s.29 of the LLS Act:

- to prepare a Local Strategic Plan in respect of the delivery of LLS in the region
- to monitor the performance of LLS in the region, including by reference to the Local Strategic Plan and state priorities and programs
- to make recommendations to the LLS Board in relation to the making of rates, levies and contributions on rateable and other land in the region
- to collect, collate, maintain, interpret and report information with respect to its functions
- to communicate, consult and engage with the community in developing plans and in respect of the delivery of programs and services by LLS in the region
- to develop a strategy for engagement of the Aboriginal community in the region in respect of the provision of local land services
- to provide advice to the Minister. (Note: consistent with s32, the local board must keep the LLS Board informed of its activities)
- to exercise such other functions as are conferred or imposed on it by or under this or any other Act

A local board must exercise its functions in accordance with the policies, procedures and directions (however described) of the LLS Board.

A local board may, with the agreement of a local board from another region, exercise functions in the other region.

Further detail on the local board member and chair roles can be found in Annexures B and C.

Roles and responsibilities of the CEO

The CEO has dual accountabilities. Firstly, the CEO is responsible for the day-to-day management of the affairs of Local Land Services, subject to the policy and directions of the LLS Board.

Secondly, the CEO is head of the LLS Staff Agency under the GSE Act 2013 . As head of a Public Service agency (which is not a Department), the CEO is responsible to the Minister for the general conduct and management of the functions and activities of the agency in accordance with government sector core values.

A constructive relationship between the CEO and LLS Board is therefore central to the success of LLS. In working collaboratively with the LLS Board, the CEO:

- oversees implementation and performance of LLS Board approved strategy, policy, service delivery priorities and all other aspects of the day to day running of the LLS Staff Agency, including management of all financial and human resources
- reports to the Secretary and NSW Treasury on the performance of the LLS Staff Agency
- attends all meetings and brings well-documented recommendations and information to the LLS Board
- promotes shared values and alignment of purpose
- builds strategic partnerships with the LLS Board Chair
- acts as the central contact point for the LLS Staff Agency for the LLS Board Chair, Minister's Office and the Secretary
- liaises with government agencies, including central agencies, to provide information to enable effective oversight by the LLS Board.

¹⁴ GSE Act s28 (4)

Roles and responsibilities of General Managers

GMs are responsible to the local board for the performance of their region. This includes leading, planning and directing regional operations in line with LLS Board approved strategy, policies, service delivery priorities and the Local Strategic Plan. The GM will:

- oversee implementation and performance of local board approved strategy, LLS Board policy, local service delivery priorities and all other aspects of the day to day running of the region
- work cohesively with the local board and attend all local board meetings
- provide strategic advice and information to the local board to support implementation of locally relevant programs and advisory services
- build strategic partnerships and act as the central operational contact point for the local board chair
- be directly responsible to the Executive Director Regional Delivery for management and performance under the LLS Act and *GSE Act 2013* as part of the LLS Staff Agency.

Along, with an independent panel member, the local board chair supports the Executive Director Regional Operations (panel convenor as part of the staff agency) in recruitment of the General Manager.

The management and performance of the GM is enabled through a Performance and Development Plan developed collaboratively between the GM, local board chair and Executive Director Regional Delivery.



Part 3-key Board functions

Strategic direction

NSW Government –develop and direct statewide priorities

State priorities for LLS include any statewide standards and targets, and any State and national priorities, for agricultural production, biosecurity, natural resource management or emergency management identified in a State Government policy or plan or an intergovernmental agreement, or as advised by the Minister¹⁵.

These priorities are set by government, take precedence and must be adhered to by the LLS Board and local board, as well as the staff agency.

LLS Board strategy and policies shall be reviewed on an as-needs basis to maintain currency.

LLS Board –develop statewide strategy and plans

Consistent with NSW Government approved Statewide priorities, the LLS Board will:

- identify, prioritise and approve strategy, including service delivery priorities, for LLS
- implement a clear accountability framework for strategy delivery, including clear performance criteria
- monitor the staff agency's performance against approved strategy, policies and service delivery priorities
- review all strategy at least annually.

The LLS Board has approved the following protocols (next page) for development and approval of LLS strategies and relevant plans to enable implementation of strategy:

	Duration	Approval
State priorities		
State Outcomes	Perpetual ¹⁶	Cabinet
DRNSW State Outcome and Business Plan	Annual	Content approved by CEO and plan approved by Secretary DRNSW
Statewide strategy and planning framework		
State Strategic Plan	10 years (as per LLS Act)	Developed by LLS Board, approved by the Minister
State Tactical Plans ¹⁷	3-5 years	Jointly agreed by the LLS Board and CEO
State Business and Operating Plans	1-3 years	CEO

¹⁵ LLS Act s4

¹⁶ Until amended by Cabinet

¹⁷ In addition to the State Strategic Plan, tactical plans identify statewide service delivery priorities

Duration		Approval
Regional strategy and planning framework		
Local Strategic Plans	5 years (as per LLS Act)	Developed by the local board, endorsed by the LLS Board, approved by the Minister
Local Tactical Plans ¹⁸	3-5 years	Jointly agreed by the local board and GM
Local Business and Operating Plans	1-3 years	Developed by the GM, approved by the local board, endorsed by the Executive Director Regional Delivery

A record of all LLS approved strategies can be found in the LLS Planning Register.

Local boards – receive and implement statewide strategy and develop local plans

Local boards are responsible for setting service delivery priorities to enable delivery of their Local Strategic Plan.

This is enabled directly through either the Local Strategic Plan or via development of local tactical plans in partnership with the regional GM. Tactical plans are essentially a stepping-stone between the Local Strategic Plan and annual business plans.

Local boards are accountable for monitoring service delivery at the regional level, including reporting of regional performance to the LLS Board.

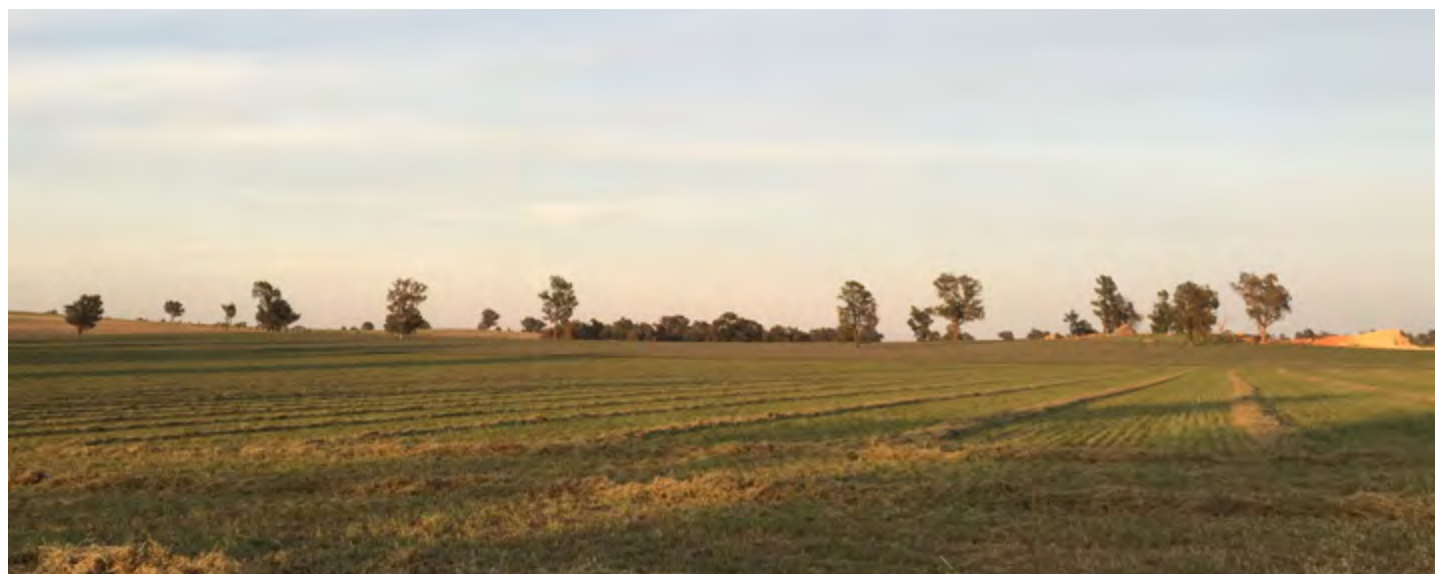
Policy Framework

LLS Board

Policy setting is a fundamental component of any governing Board's role. Statewide governance and operational LLS policies will be developed and approved in accordance with the approved LLS Policy and Procedure Framework. Policies will be reviewed by the LLS Board at least every three years. The Staff Agency will deliver approved LLS Board policy.

Local boards

The local boards do not set policy. Local boards are responsible for monitoring the regional implementation of LLS Board approved policy¹⁹.



¹⁸ In addition to Local Strategic Plans, tactical plans identify regional service delivery priorities

¹⁹ LLS Act 2013 s 26 and s29.

Service Delivery Priorities

LLS Board

The LLS Board is responsible for defining service delivery priorities for statewide implementation, including stakeholder consultation and performance measures. These statewide priorities can be implemented by one or more regions.

The LLS Board has approved the following statewide strategies:

- [State Strategic Plan 2020-30](#)
- Customer and Stakeholder Engagement Strategy (in revision)
- Service Delivery Strategy (in revision)
- LLS Aboriginal Engagement Strategy
- Travelling Stock Reserve Statewide Plan of Management.

Responsibility for delivery of the strategic priorities agreed by the LLS Board rests with the CEO, unless specified otherwise by the LLS Board. Where these priorities are required to be implemented regionally, the CEO directs the Executive Director Regional Delivery and General Managers.

Local boards

Local boards are responsible for defining those statewide service delivery priorities to be delivered at the regional scale, consistent with s26.

Local boards are also responsible for determining and approving regional service delivery priorities including:

- Preparing and monitoring a local strategic plan in respect of the delivery of local land services in the region
- Communicating, consulting and engaging with the community in developing plans and in respect of the delivery of programs and services by Local Land Services in the region
- Developing a strategy for engagement of the Aboriginal community in the region in respect of the provision of Local Land Services.

All Local boards have as a minimum:

- Local Strategic Plan 2021-26
- Regional Strategic Weed Management Plan
- Regional Strategic Pest Animal Management Plan
- Regional Aboriginal Engagement Strategy.

Responsibility for delivery of these regional priorities' rests with the General Manager, unless specified otherwise by the local board.

Delegations

All decisions relating to the functions of LLS are to be made by or under the authority of the LLS Board.

These functions can, however, be delegated. Current delegations include:

- Instrument of Delegation (LLS – General) 2021
- LLS Act 2013 Instrument of Delegation (LLS Fund) 2022.



Financial management

Financial management of LLS has been delegated, by the LLS Board, to the CEO.

LLS Board

Outside of the Instrument of Delegation (LLS Fund) 2022 the LLS Board has retained responsibility for:

- Setting of rates, levies and contributions²⁰
- approve the annual LLS budget, ensuring that it meets service delivery priorities and complies with Treasury Control Limits
- Monitoring the financial control environment via monthly CFO reports, to track performance against budget
- Approval of the annual LLS financial statements
- Approval of any changes to financial delegations.

Local boards

Local boards do not have any financial delegations and are exempt from financial reporting requirements under the [Government Sector Finance Act 2018](#).

Local boards do not hold any assets or liabilities, do not operate bank accounts and do not derive any income and expenditure directly associated with their functions (with the exception of local board member remuneration).

Local boards are, however, responsible for monitoring the performance of LLS in the region, including effective delivery of their local strategic plan.

Local boards approve annual regional business plans to ensure service delivery priorities are met. These plans are endorsed by the Executive Director Regional Delivery for implementation.

Local boards may request funding, or reallocation of funding from the CEO as the delegated authority (practically, via the General Manager), to meet regional service delivery priorities.

Local boards are also responsible for making recommendations to the LLS Board in relation to rates, levies and contributions on rateable and other land in their region.

Monitoring Performance

The LLS Board and local boards receive and consider information on the performance of the Staff Agency in delivering the State and Local Strategic Plans and other LLS Board approved strategy and policy.

This includes supporting the Secretary and Executive Director Regional Delivery in performance appraisals of the CEO and Regional General Managers in their delivery of agreed service delivery priorities.

LLS Board

The LLS Board is responsible for service delivery performance. The LLS Board has agreed a set of LLS key performance indicators (KPIs) that are simple, meaningful to the business, capable of being measured and acted upon and cost effective to produce.

KPIs are reported on bi-monthly via the CEO Report and quarterly via performance dashboards and reporting to NSW Treasury. The current KPIs are identified in the State Strategic Plan and include:

- increased number of landholders engaged
- area of improved practices
- state reforms delivered
- net promoter score
- customer satisfaction
- stakeholder satisfaction
- staff engagement.

²⁰ LLS Act s57

These measures all contribute to the State Outcomes of 'Productive and Sustainable Landuse' indicators, reported to NSW Treasury on a quarterly basis, namely:

- Increase in the proportion of LLS staff trained and readily available for an emergency response
- Increased area of land managed for improved practices relating to agricultural productivity and natural resource management
- Increased area of land managed to mitigate invasive species and disease impacts on biosecurity, agricultural productivity, and natural resources
- Increased capability of land managers relating to agricultural productivity, biosecurity risks and natural resource management from LLS programs
- Increase land manager referral of LLS to their friends and networks for services relating to agricultural productivity, biosecurity risks and natural resources.

As part of the NSW Government's Outcomes reporting Framework, there is opportunity for the LLS Board to continue to deliver value through the development of effectiveness, efficiency and equity performance measures.

Local boards

In addition to the Local Strategic Plan, local boards are responsible for local performance of approved statewide strategies and service delivery priorities delivered in the regions.

Local boards are required to prepare local annual reports by 30 March each year, including publication to their local board website and a provision of results to the LLS Board (s.30).

Regional performance against the Local Strategic Plan is audited every 3 years by the Natural Resources Commission.



Audit

The Internal Audit and Risk Management Policy for the General Government Sector (TPP20-08) is a mandatory policy to assist agencies in fulfilling their legislative obligations under the Government Sector Finance Act 2018 (GSF Act) by outlining minimum standards for risk management, internal audit and Audit and Risk Committees.

Under TPP20-08, the LLS Board is responsible for establishing and maintaining an internal audit function and documenting an internal audit charter, consistent with Treasury's model charter.

The LLS Board is also responsible for establishing an audit and risk committee (i.e. the LLS Finance, Audit and Risk Committee), including a charter that is consistent with Treasury's model charter.

In addition to internal audit, the LLS Board and local boards will work with the Minister's preferred auditor, the Natural Resources Commission, in regular audits of the State and Local Strategic Plans.

Risk Management

LLS Board

Under TPP 20-08, the LLS Board accepts ultimate responsibility and accountability for risk management across the Agency.

The LLS Board must therefore establish and maintain a risk management framework, including risk appetite, that aligns to the State Strategic Plan.

The CEO is responsible for implementing the LLS Board approved risk management framework.

In monitoring implementation of risk controls, the LLS Board will seek regular reports from management, either directly, or via the Finance, Risk and Audit Committee.

Importantly, risk should also be considered and documented in all decisions made by the LLS Board.

Local boards

Local boards will monitor the implementation of the LLS Risk Framework, including the Operational Risk Register applicable to their region.

Risk should also be considered and documented in all decisions made by the local board.

Community Engagement

LLS Board

The LLS Board is responsible for setting strategic direction for community engagement, primarily through the:

- [State Strategic Plan 2020-30](#)
- Customer and Stakeholder Engagement Strategy (in revision)
- LLS Aboriginal Engagement Strategy.

Customer satisfaction is monitored statewide by the LLS Board through:

- Bi-annual statewide customer and stakeholder satisfaction survey
 - Rate IT (individual customer transactions)
 - Feedback Assist.
-

Local boards

Local boards are required to consult widely with the community, including First Nations people, on the:

- Development and performance of the Local Strategic Plan
- Development and performance Aboriginal Engagement Strategy
- Delivery of regional programs and services.

Local boards are also required to establish one or more local community advisory groups in accord with s.33 the LLS Act. Regional Weed Committees and Regional Pest Animal Committees are constituted as local community advisory groups under the LLS Act..

The terms of reference for each local community advisory group are to be approved by the Local board but are not to exceed the authority or power of the local board.

Community engagement undertaken by local board members, including the local board chair, shall be reported at each local board meeting.

Customer satisfaction is monitored regionally by the local board through:

- Rate IT (individual customer transactions)
- Feedback Assist.

Stakeholder Engagement

Understanding the needs and interests of stakeholders is central to effective board governance.

LLS Board

The LLS Board is responsible for developing a framework for meaningful engagement of stakeholders, measuring stakeholder satisfaction and managing stakeholder complaints.

The LLS Board, in partnership with the CEO, manages priority state stakeholder relationships. In making decisions and managing risk, the LLS Board will consider the impact of the decision on key state stakeholders.

Importantly, the LLS Board considers the 11 local boards a major internal stakeholder in strategy and policy development and will consult first before approving a plan that may directly impact regional operations. An appropriate record shall be maintained as evidence of this consultation.

Local boards

The local board chair, in partnership with the GM, manages priority regional stakeholder relationships identified in regional plans. In making decisions and managing risk, the LLS Board will consider the impact of the decision on these stakeholders.



Staff Management

The LLS Board and local boards have no staffing powers, with all staff responsibilities resting with the LLS CEO, senior executive and/or their delegates.

Work Health and Safety

A ‘person conducting a business or undertaking’ (PCBU) is a broad term used throughout work health and safety legislation to describe all forms of modern working arrangements, including government agencies.

A PCBU must meet their obligations, so far as is reasonably practicable, to ensure the health and safety of workers and other people like visitors and volunteers.

LLS is a PCBU. As a PCBU, LLS has the primary duty of care to ensure workers and others are not exposed to a risk to their health and safety

More specifically, LLS is considered a ‘public authority’ under the *Work Health and Safety Act 2011* (WHS Act). A person who makes or participates in making decisions that affect the whole or a substantial part of a public authority is considered an officer of the public authority for the purposes of the WHS Act (Part 13, Div 6).

LLS Board

As all decisions relating to the functions of LLS are to be made by or under the authority of the LLS Board, all LLS Board members and the Chair are considered officers under the WHS Act. This includes any other persons appointed to the LLS Board from time to time, for example, the Chair of the Finance, Risk and Audit Committee.

Section 27(5) of the WHS Act requires all LLS Board members, as officers, to:

- acquire and keep up-to-date knowledge of work health and safety matters.
- gain an understanding of the nature of LLS operations and the hazards and risks associated with those operations
- ensure that LLS has appropriate resources and processes in place to eliminate or minimise risks to health and safety from work carried out by LLS
- ensure that LLS has appropriate systems for receiving and considering information regarding incidents, hazards and risks and responding in a timely way to that information
- ensure that that LLS establishes and implements processes for complying with obligation set out under the WHS Act.

Local boards

Whilst local boards are constituted as separate NSW Government agencies under the LLS Act, they are not considered separate PCBUs. Instead, the legal position is that the local boards are part of one PCBU, being LLS.

Anyone who is an officer of the broader LLS, including board members, will have an obligation to exercise due diligence in respect of the safety of the functions of the local boards. This arises by virtue of the local boards being, in effect, an extension of the functions of the broader LLS.



Part 4 - Board processes

Careful forward planning, efficient operation of board meetings, effective chair arrangements and regular performance assessments all contribute to effective board operations.

Board calendar

Every board shall have a 12-month calendar, available from the start of each calendar year, that assigns important and recurring governance matters.

Significant matters requiring board approval, for example regional weed or pest plans, should also be scheduled in advance. The minimum agreed notice where the LLS Board or local board has control of the schedule is 6 months.

Board members will attend and contribute to all board meetings and items for approval, on the basis of this annual calendar.

Board meetings

Boards will meet as often as required to discharge their responsibilities and, in any event, no less than four times per year. Meetings may be held virtually or face to face.

The quorum for a meeting of the LLS Board or a Local board is a majority of its members²¹.

The LLS Act does not provide for delegation of chair roles.

Board members should endeavour to reach consensus decisions. Members may express dissenting views and have these documented, but in the best interests of the board they should defer to the final decision made.

The Chair may request the attendance of any person at the meeting who is responsible for, or associated with, a matter included as an agenda item at a meeting. That person should be noted in the minutes of the meeting as an attendee and can speak at the meeting at the invitation of the Chair but does not have any voting rights.

Board meeting agendas

Effective agendas should specify the desired outcome of all matters before the board, for example, decision, discussion or noting. To enable maximum value creation by the LLS Board and local boards, there should be a balance between these purposes.

LLS Board

The agenda for the LLS Board will be set by the LLS Chair in consultation with the CEO.

Local boards

The agenda for local board meetings will be set by the local board chair in consultation with the General Manager.

²¹ LLS Act Schedule 2, Part 3 (12)

Board Papers

Board papers are to be circulated, electronically, at least one week prior to the commencement of each Board meeting.

Draft minutes, including resolutions, will be circulated within one week of the meeting's conclusion.

Board papers and minutes do not have to be circulated publicly, however; the board is encouraged to pro-actively release decisions of their meetings in accordance with the NSW Government's Open Government Principles unless there is an overriding public interest against disclosure.



Record keeping

Secretariat support

The staff agency is to provide adequate secretariate support for all Boards

Minutes

All boards will keep a record of the activities and decisions of their board. Minutes shall be sufficient to demonstrate how the Board arrived at its decision and key factors considered in decision making if these are not included in the accompanying paper(s). These minutes will be reviewed and approved at the subsequent meeting.

Board records

All LLS Boards are considered separate 'public offices' under the *State Records Act 1998*. In practical terms, each board has obligations to:

- keep records relating to the board's functions under the LLS Act
- give the State Archives and Records Authority of NSW (SARA) access to records made, kept or received while exercising the board's function.

As each board is considered a separate entity, separate SARA audits are required for all functions relating to the boards. This does not extend to records relating to staff (as the LLS staff agency is separate from the boards), or LLS more generally.



Committees

Both LLS Board and local boards may delegate their functions to an authorised person, including a member of their board, the chair, another member of a local board, a member of the staff agency or an authorised officer (s16).

If these functions are delegated to a committee, that committee shall have clear terms of reference that identify those functions that have been delegated.

The committee's functions shall not exceed the powers of the board. Committee recommendations must be made to the board for approval.

Part 5-supporting Board effectiveness

Board culture

Culture represents the shared values, assumptions and beliefs that shape and guide the behaviour of everyone involved at an organisation.

The LLS Board and local boards play an important role in shaping LLS' culture, including leading through example. All board members agree to model a culture that aligns to the NSW Public Service values and Board Code of Conduct.

Intra-board collaboration

Post Board meeting communications

LLS Board members will promptly report the activities and decisions of the LLS Board to their local boards and community advisory groups in a timely manner.

The LLS Chair adds additional value through regular email and newsletter communication of LLS Board activities to all local board members.

Board webinars

The LLS Chair will invite all local board members and chairs to regular webinars, scheduled out of business hours, to address whole of business opportunities and professional development. These will be held on an as needs basis.

Joint Board meetings

Joint board meetings are encouraged between adjoining regions at least once per annum as a means of enhancing collaboration and shared learning opportunities.



Board-management relations

An effective relationship between boards and management contributes significantly to the effective operation of LLS. It is important that the relationship between the 2 is based on mutual trust and respect.

To be effective each must understand and appreciate the role of the other. Board members benefit from being open to and accepting of management's advice and vice-versa. This should be done in a way that is constructively critical and challenging without undermining trust and confidence. Similarly, management is to respect the feedback/advice of the board when making decisions within their remit.

LLS Board

It is important that LLS Board members are able to seek advice from management on matters specific to their responsibility. As a courtesy, access to management should be arranged through the LLS Board Chair or the CEO. Access to management should not be unreasonably withheld. The Chair of any LLS Board committee may access the senior executive to whom that committee relates without prior approval of the Chair or CEO.

Local boards

Local board members may seek advice from senior regional managers on matters specific to their region and responsibility. As a courtesy, access to managers should be arranged through the local board chair or GM. Access to management should not be unreasonably withheld.

The chair of any local board committee may access the senior manager to whom that committee relates without prior approval of the chair or GM. Local arrangements may also be agreed to enable committee members to access senior managers or other staff involved in committee coordination.

Board member induction

All new LLS Board and local board members and chairs are to complete an approved induction program.

The induction process will generally involve the following activities:

- a meeting with the Chair to discuss role and responsibilities
- a meeting with the CEO and/or GM (either individually or collectively) to discuss key personnel and current LLS operations
- a briefing to familiarise themselves with LLS generally and their role as a government board member under the LLS Act, noting that these roles are significantly different from the legal responsibilities described under the *Corporations Act 2001* (Cth).
- provision of a comprehensive package of briefing materials in relation to LLS (including establishing legislation, code of conduct, charter, relevant information about the public sector and the board's role within the context of government, copies of delegations and relevant policies etc)
- establishing a mentoring relationship with a more experienced board member or Chair.

Board member development

All board members will keep up-to-date on relevant topical issues and be committed to their continuing professional development, with a focus on ethics, governance and board functions.

Statewide training and development opportunities will be identified through annual board evaluations.

Training will also be provided for emerging needs, for example new programs and/or legislative changes.

Individual board members can liaise with their chairs for individual development opportunities associated with LLS functions as required.

Assessment of board and individual performance

Board performance

A self-evaluation and discussion with the local board chair is to be completed annually by all local board members utilising the approved standard template.

The LLS Chair will undertake a similar evaluation of all local board chairs annually and this shall form part of the performance agreement between the LLS Chair and the Minister.

Formal reviews of the LLS Board and Local board performance should occur no more than every five years, consistent with Department and Premier and Cabinet Guidelines.

These reviews should also consider the minimum governance requirements described in the NRC Performance Standard for LLS.

Exit interviews

All chairs are encouraged to undertake exit interviews at the end of a board member's term. Likewise, the LLS Chair should undertake an exit interview with local board chairs.

The objective of these interviews is to gain feedback to improve board and organisational performance.



Board member protection

Personal liability

If an LLS Board or local board member or chair does something (or omits to do something) in good faith for the purposes of executing the LLS Act, they will not be personally liable for any action, liability, claim or demand (s205).

Importantly, exemption from personal liability is only limited to the LLS Act and does not include other legislation, for example, the WHS Act.

Insurance and indemnity

Appropriate insurance and indemnity arrangements are in place with Treasury Managed Fund (TMF) for all LLS Board and local board members.

Importantly, TMF does not cover any liability, damages, costs or expenses:

- Which may be covered under worker's compensation legislation or
- Arising from:
 - a breach of duties covered under 'Directors and Officers Liability Coverage' section of the policy
 - any fraudulent, dishonest or malicious conduct, act or omission, where the fraud, dishonesty and maliciousness is proven

Work Health and Safety

LLS Board members, including the LLS Chair, may be personally liable under the WHS Act if they have not effectively demonstrated due diligence as per s.27(5). For this reason, LLS Board members must clearly demonstrate appropriate due diligence to mitigate risk.

No liability can flow to members of the local boards. Local board members are not exercising decision-making responsibilities over a large enough part of LLS to be considered officers of LLS.

Whilst the functions of the local boards fall within the business or undertaking of LLS more broadly, LLS will be responsible for ensuring those functions are undertaken in accordance with the requirements of the WHS Act.

Government Information (Public Access) Act 2009 (GIPA Act)

The GIPA Act applies to all NSW government agencies including the LLS Board and local boards. Obligations include:

- interpret and apply the Act, including to open government information up to the public

- exercise discretion to facilitate and encourage, prompt access to government information, at the lowest reasonable cost
- uphold the general principles of open government information.

All board records, both formal and informal, can be accessed under the GIPA Act.

State Records Act 1998

The *State Records Act 1998* applies to all NSW government agencies including the LLS Board and Local boards.

Each board is considered a 'public office' and as such has record keeping and audit obligations, separate to the staff agency. The types of records that each board is required to keep, or produce in an audit, are those associated with their functions.

In practical terms each board has obligations to:

- keep records relating to their functions under the LLS Act
- give the State Archives and Records Authority of New South Wales (SARA) access to records made and kept, or received, in the course of the exercise of its functions.

Public Interest Disclosure

The new *Public Disclosures Act 2022* comes into force in 2023 and brings additional responsibilities for unelected governing bodies.

Specifically, each board must now have a nominated public disclosure officer who is responsible for receiving voluntary public interest disclosures on behalf of LLS.

This officer will be required to comply with the Department of Regional NSW Public Interest Disclosures Policy if a separate policy is not established for the Board.

The officer will also be required to undertake mandatory training associated with their responsibilities.

Seeking other independent professional advice

If a board member considers it necessary to obtain independent professional advice to properly discharge their responsibilities, provided the board member obtains approval from the LLS Chair, LLS will pay the reasonable expenses related to obtaining such advice.

Priority should be given to first obtaining this advice from LLS' Legal Counsel and/or an approved Legal Panel Member.

Part 6-LLS Charter review and approval

Review

The LLS Board must regularly review, no less than every three years, the Board Charter and any other charters, guidelines and related governance documents of LLS and make any changes it determines to be necessary or desirable.

To the extent that there is any inconsistency between this Charter and the LLS Act, or any other NSW legislation, the Act or legislation will prevail.

Approval

This Charter was approved by the LLS Board on 7 February 2023.



Allison Harker on behalf of the LLS Board

Chair, Local Land Services Board

Annexures – position descriptions



Annexure A – LLS Chair Position Description

Role of the LLS Board Chair

The LLS Board Chair leads the LLS Board in keeping with the vision, mission and strategic goals of LLS.

The Chair enables the LLS Board to exercise its responsibilities with respect to its functions as described by section 26 of the LLS Act.

The specific roles of the LLS Chair are to:

- chair all LLS Board meetings, ensuring full participation of members
- set the tone and foster an ethical, collegiate LLS Board culture in accordance with the Code of Conduct and take appropriate action in the case of non-compliance
- provide guidance to LLS Board members on what is expected of them in their capacity of LLS Board members and ensure all new local board members, including chairs, complete an appropriate induction program
- review, with local board chairs, the development needs of the local boards and ensure that appropriate development occurs
- review the performance of all LLS Board members
- accurately and effectively communicate the views of the LLS Board, and provide regular updates, to the Minister and Secretary (in conjunction with the CEO)
- be the presiding member at LLS Board meetings and have a deliberative vote or, in the event of an equality of votes, a second or casting vote.

Appointment

The Minister is responsible for appointment of the LLS Board Chair, with recruitment delegated to a senior executive as per PSC guidelines²². The Minister is required to:

- apply the Public Service Commissioner's Appointment Standards and document the appointment process that has been followed
- ensure probity and referee checks (including lobbyist register) are conducted prior to appointment
- seek cabinet approval and advice the Department of Premier and Cabinet of appointments.

The Chair of the LLS Board holds office for a term, not exceeding 4 years, and may be eligible for re-appointment.

²² NSW Public Service Commission (2013) Appointment Standards Boards and Committees in the NSW Public Sector

Specific skills, knowledge and experience

The LLS Chair is a ministerially appointed position. An appointed Chair must possess, in the opinion of the Minister, expertise, knowledge or skills (as demonstrated by relevant qualifications or experience) in one or more of the following areas:

- leadership, strategic planning and management,
- community participation, regional service delivery and working with industry, government and other partners,
- audit, financial control and reporting and risk management,
- primary industries or providing services to support this sector,
- contemporary biosecurity programs in animal and plant health, pest and weed management,
- emergency management, especially biosecurity and natural disaster emergencies,
- natural resource management and biodiversity conservation,
- working with Aboriginal groups and communities,
- local government.

Ensuring effective LLS Board meetings

In managing the LLS Board, the Chair will:

- together with the CEO, establish an annual LLS Board calendar which ensures that the Board undertakes all its key responsibilities throughout the year
- establish the agenda for LLS Board meetings in consultation with the CEO
- together with the CEO, ensure that LLS Board papers are prepared for all matters of decision and that such papers are circulated in advance
- ensure the effectiveness of LLS Board meetings so that:
 - Time is allocated effectively
 - The right matters are carefully and thoroughly considered during the meeting
 - All members are provided an opportunity to effectively contribute
 - The Board comes to clear decisions and resolutions are noted
- ensure that all Board decisions are properly implemented.

Management relations

Stakeholder relations

The Chair will:

- be the principal contact point between the LLS Board and management, in particular the CEO
 - regularly review, with the CEO and other senior executives, progress on important initiatives and significant challenges facing LLS
 - represent stakeholders' views to management
 - provide concurrence to the Secretary in the recruitment and performance management of the CEO
 - provide concurrence to the Secretary and CEO for the organisational structure at the highest level (LLS CEO and direct reports).
-
- Builds and maintains effective working relationships with key state stakeholders as per the LLS Customer and Stakeholder Engagement Strategy
 - Be the primary spokesperson for the LLS Board.



Annexure B -Local board chair position description

Role of the local board chair

The local board chair is responsible for leading the activities of the local board. This includes

- ensuring that the local board performs its function, acting within any relevant statutory powers, legal obligations and complying with policies set by the LLS Board
- facilitating the conduct of meetings to allow frank and open discussion
- ensuring that all members make an effective contribution
- developing the capability of local board members
- facilitating the flow of information on to local board members and key stakeholders
- liaising with the LLS Board Chair and management
- reviewing the performance and contribution of all members
- accurately and effectively communicating the views of the Local board and regional customers and stakeholders to the LLS Board
- modelling LLS' values and professionalism with a commitment to ongoing learning and development.

When exercising functions of the LLS Board, local board chairs must be guided by the principle that the public interest, in the delivery of LLS across the State as a whole, takes precedence over the delivery of LLS local land services in any one region (s.26).

Appointment

A Chair of a local board may hold office for a period not exceeding 4 years and maybe eligible for re-appointment for a second term, not exceeding 4 years.

Essential criteria

Local chairs are ministerially appointed. An appointed chair must possess, in the opinion of the Minister, expertise, knowledge or skills (as demonstrated by relevant qualifications or experience) in one or more of the following areas:

- leadership, strategic planning and management,
- community participation, regional service delivery and working with industry, government and other partners,
- audit, financial control and reporting and risk management,
- primary industries or providing services to support this sector,
- contemporary biosecurity programs in animal and plant health, pest and weed management,
- emergency management, especially biosecurity and natural disaster emergencies,
- natural resource management and biodiversity conservation,
- working with Aboriginal groups and communities,
- local government.

In appointing a member of a local board, the Minister is to have regard to the principle that the person, if possible, reside in the local board's region, as defined by Schedule 2 in the LLS Act.

Ensuring effective local board meetings

In managing the local board, the chair will:

- Together with the GM, establish an annual local board calendar which ensures that the local board undertakes all its key responsibilities throughout the year
- Establish the agenda for local board meetings in consultation with the GM
- Together with the GM, ensure that board papers are prepared for all matters of decision and that such papers are circulated in advance
- Chair all board meetings and convene these meetings at least every 3 months
- Ensure the effectiveness of local board meetings so that:
 - time is allocated effectively
 - the right matters are carefully and thoroughly considered during the meeting
 - all members are provided an opportunity to effectively contribute
 - the board comes to clear decisions and resolutions are noted
- Ensure that all local board decisions are properly implemented.
- Being the presiding member at local board meetings and having a deliberative vote or, in the event of an equality of votes, having a second or casting vote

Management relations

- Provide concurrence to the Executive Director Regional Delivery in the recruitment and performance management of the General Manager.
- Liaise with the GM as the primary regional contact between the local board and management.

Stakeholder relations

- Build and maintain effective working relationships with key regional stakeholders as per the LLS Customer and Stakeholder Engagement Strategy
- Be the primary spokesperson for the local board.



Annexure C – Local board member position description

Duties and responsibilities

The roles and responsibilities of Board members include:

- supporting the local board perform its functions
- undertaking consultation and/or research to support and promote discussion of agenda items at local board meetings
- actively contributing at all meetings and participating in decision making processes
- modelling LLS' values and professionalism with a commitment to ongoing learning and development.
- positively engaging at government and stakeholder events and consultative opportunities.

Appointment

An appointed or elected member of a local board may hold office for a period not exceeding 4 years and maybe eligible for re-appointment/re-election for a second term, not exceeding 4 years.

A person is not eligible to be a member of a local board (whether appointed or elected) for more than 2 consecutive terms of office, unless appointed as chair. The maximum total number of terms that may be served is 3, consisting of no more than 2 as a chair.

If elected, the term of board member expires on the day immediately before the general election held after his or her election.

General eligibility

All Board members must be 18 years or older and not a member of the LLS Staff Agency.

Further, a person is not eligible for election or appointment as a member of a local board for a region if:

- within the previous 15 years, the person has been bankrupt, applied to take the benefit of any law for the relief of bankrupt or insolvent debtors, compounded with the person's creditors or made an assignment of the person's remuneration for their benefit, or
- the person has been convicted in New South Wales of an offence that is punishable by imprisonment for 12 months or more or has been convicted elsewhere than in New South Wales of an offence that, if committed in New South Wales, would be an offence so punishable.

Appointed board member eligibility

An appointed member of a local board must possess, in the opinion of the Minister, expertise, knowledge or skills (as demonstrated by relevant qualifications or experience) in one or more of the following areas:

- leadership, strategic planning and management
- community participation, regional service delivery and working with industry, government and other partners
- audit, financial control and reporting and risk management
- primary industries or providing services to support this sector
- contemporary biosecurity programs in animal and plant health, pest and weed management
- emergency management, especially biosecurity and natural disaster emergencies
- natural resource management and biodiversity conservation
- working with Aboriginal groups and communities
- local government.

In appointing a member of a local board, the Minister is to have regard to the principle that a person appointed as a member of a local board should, if possible, reside in the local board's region, as defined by Schedule 2 in the LLS Act.

Elected board member eligibility

A person is eligible for election as a member of a local board if the person's principal place of residence is in the region.

A person is not eligible for election as a member of a local board if, on the relevant day:

- the person is a member of any other local board, or
- the person has nominated as a candidate for an election as member of a local board for another region, being an election that has not yet been determined, or
- the person has served the maximum term of office.

