

Terms of Reference

Geelong Authority Ministerial Advisory Committee
Version 5 (Amended for fifth term of appointment)



Department
of Transport
and Planning

1. Context

- 1.1. The Geelong Authority Ministerial Advisory Committee (the Committee) is appointed under section 151(1) of the *Planning and Environment Act 1987*, to provide timely and independent advice to the Minister for Planning (the Minister) on planning matters occurring within Central Geelong and the Geelong region.

2. Background

- 2.1. The Committee was first established with Terms of Reference dated 8 September 2015.
- 2.2. Since the Committee's inception the Terms of Reference have been updated several times and this update supports their fifth term of appointment. Previous updates occurred in:
 - 2.2.1. 30 August 2016 to expand functions and strengthen governance arrangements
 - 2.2.2. 31 August 2018 updating the Committee's tenure until 1 September 2021
 - 2.2.3. Three-month extension to 30 November 2021 to allow integration with the Revitalising Central Geelong Action Plan refresh (2021)
 - 2.2.4. Updated Terms of Reference on 18 November 2021 extending tenure of the Committee until 8 September 2025.
- 2.3. This update extends the Committee's tenure to 30 June 2026.
- 2.4. On 13 June 2025 the Minister approved the Committee's Terms of Reference Version 5 (this document) to support the Committee's contemporary functions and mechanisms in line with State Government planning priorities.

3. Purpose and functions

- 3.1. The Committee is the responsibility of the Planning portfolio and will provide expert advice and practical ideas to the Minister, on matters for which the Minister has responsibility including:
 - 3.1.1. within Central Geelong and Moolap, where the Minister is the Responsible Authority for planning permits as specified in the Greater Geelong Planning Scheme,
 - 3.1.2. within metropolitan Geelong (infill development) where the Minister is responsible for overseeing the achievement of relevant State Planning policy, and
 - 3.1.3. across the Geelong region as requested by the Minister.
- 3.2. With a focus on strategic advice to the Minister on the delivery of the Government's key housing policies, particularly Plan for Victoria and the achievement of housing targets, the Committee will advise the Minister on the priorities to facilitate and guide growth, development, liveability and prosperity. This may include strategic opportunities, advocacy, facilitation, policy, controls, settings, investment and collaboration required to drive delivery.
- 3.3. Using their respective viewpoints and expertise, the Committee will provide independent advice and insights on:



- 3.3.1. implementation of the Moolap Coastal Strategic Framework Plan (2019), Central Geelong Framework Plan (2023), Victoria's Housing Statement (2023), the Economic Growth Statement (2024) and Plan for Victoria (2025)
 - 3.3.2. planning and development issues that can impact on government prioritisation, funding and the preparation/review of government policy/strategy
 - 3.3.3. trends or issues affecting the supply of homes and jobs in the region, opportunities for placemaking and investment attraction
 - 3.3.4. initiatives through partnerships to attract investment, jobs, homes, services or other benefits that result in the revitalisation and development of Geelong and the region.
 - 3.3.5. planning permit applications or pre-application meetings for proposals where the Minister is the responsible authority as specified in the Greater Geelong Planning Scheme
 - 3.3.6. proposed planning scheme amendments in Central Geelong and Moolap, and otherwise, as requested by the Minister.
- 3.4. To assist it in providing independent advice to the Minister, the Committee may engage with major stakeholders and representative groups in the region, including attending meetings/forums (excluding individual engagement with companies/landowners who have a current planning application for the Minister's consideration) with:
- 3.4.1. City of Greater Geelong
 - 3.4.2. Regional partnerships and groups such as the Barwon Regional Partnership, G21 Regional Alliance, Committee for Geelong, Geelong Manufacturing Council, Tourism Greater Geelong and the Bellarine
 - 3.4.3. Wadawurrung Traditional Owner Corporation Board
 - 3.4.4. Other leading institutions/representative groups as relevant to a policy/issue.
- 3.5. The Committee may request information and updates from members of the Revitalising Central Geelong Partnership, where readily available and relevant to the purpose of the Committee.
- 3.6. The Committee will hold between 6—10 meetings during the financial year. The meetings will be attended by the DTP secretariat representatives and may include representatives from the Revitalising Central Geelong Partnership and other stakeholders at relevant agenda items, to share information and discuss opportunities consistent with the scope of the Committee.
- 3.7. During its term, the Committee will provide to the Minister, before 30 March 2026, a report on the contribution of the Committee from its inception in 2015, including related planning and development outcomes. This will be prepared within available resources and is to include but not be limited to:
- 3.7.1. the establishment, support arrangements, membership and function of the Committee
 - 3.7.2. the preparation and implementation of the Revitalising Central Geelong Action Plan (2016) and the Central Geelong Framework Plan (2023)
 - 3.7.3. the quantum and examples of the private and public investments in Central Geelong
 - 3.7.4. key stakeholder relationship management, engagement and advocacy
 - 3.7.5. planning permits value and delivery outcomes
 - 3.7.6. a list of strategies, studies and plans prepared during this time relating to Central Geelong
 - 3.7.7. other initiatives related to the Revitalising Central Geelong and its partnership arrangements.
- 3.8. The Committee's Chair will meet with the Minister on a quarterly basis to provide advice/comment on the above.
- 3.9. When requested, the Committee will provide advice in the form of written updates to the Minister on the Committee's progress, review of policy and suggested response to issues.
- 3.10. The Committee's Chair is to sit on the Revitalising Central Geelong Steering Committee.



4. Accountabilities

- 4.1. The Committee is subject to the general direction of the Minister in the performance of its functions.
- 4.2. Each member of the Committee is required to comply with these Terms of Reference, and each member's ongoing participation in the Committee is their implied acceptance of these Terms of Reference.
- 4.3. Each member of the Committee is expected to read all documents circulated at least 48 hours ahead of Committee meetings, and be prepared to raise and discuss issues, ideas and proposals at Committee meetings.
- 4.4. The Committee is to provide informed and considered advice and reports to the Minister.
- 4.5. The Committee is to direct to the Minister any enquiries from the media and other elected officials.
- 4.6. The Committee is to direct to the Minister, any requests of Department of Transport and Planning (DTP) officers that are beyond that described in these Terms of Reference and available resources.

5. Meeting Procedure

- 5.1. Meetings of the Committee may be conducted in a manner determined by the Chair subject to these Terms of Reference and any direction given by the Minister.
- 5.2. The quorum of a meeting consists of a majority of members presently appointed to the Committee.
- 5.3. The Chair will chair the Committee meetings.
- 5.4. If the Chair is absent, the Deputy Chair will chair the meeting. If both the Chair and Deputy Chair are absent, then the Chair may delegate the Chair role to another member of the Committee. Alternatively, members present at a meeting may elect a Chair for that meeting.
- 5.5. The Chair must ensure, as far as practicable, that every member has adequate opportunity to participate in discussions.
- 5.6. The Chair must:
 - 5.6.1. ensure that minutes of each meeting are kept
 - 5.6.2. circulate the minutes for comment by members before being formally adopted at the next meeting; and
 - 5.6.3. provide the minutes to the Director Precincts, DTP (or equivalent or their nominated representative) within 14 days of being adopted.
- 5.7. The Committee may form sub-committees as required to consider specific issues and report back to the full Committee. Any sub-committee cannot represent the full Committee or the Chair and will not be supported by secretariat services.
- 5.8. Formal meetings of the Committee are expected to occur at least every 2 months depending on need for the Committee to resolve its advice, the timing of Committee reports and the timing of Ministerial decision making. This is separate to the Committee members attending meetings held by stakeholders or any sub-committee formed.
- 5.9. The location of meetings will be in Geelong with hybrid meetings encouraged (on-line and in person attendance) subject to public health orders and flexible working conditions.
- 5.10. Members are expected to attend a minimum of 75% of Committee meetings.



6. Secretariat support to the Committee

- 6.1. DTP will lead the provision of secretariat services to support the functioning and outputs of the Committee.
- 6.2. Day to day liaison for the Committee will be through the Director Precincts, DTP (or equivalent or their nominated representative).
- 6.3. Support provided by the Secretariat, within available resources, includes:
 - 6.3.1. organising meeting rooms
 - 6.3.2. taking minutes
 - 6.3.3. preparing and distributing agendas for Committee meetings, in consultation with the Chair, including any meeting papers
 - 6.3.4. other administrative support (e.g. processing claims for reimbursement of remuneration and expenses in line with department policies and procedures)
 - 6.3.5. assisting in drafting reports and letters
 - 6.3.6. gathering readily available data and information
- 6.4. The Secretariat will disseminate information and papers to members in an efficient and effective manner.
- 6.5. The costs of the Committee will be met by the Department within allocated budget.

7. Observers

- 7.1. A person who is not a member of the Committee, such as a presenter or an observer ('Observer') and is not part of the Secretariat, is expected to only attend relevant items, though may attend all of the Committee meeting on the Chair's invitation.
- 7.2. An Observer may, at the invitation of the Chair, make a presentation to the Committee or participate in discussions in a Committee meeting but is not entitled to vote and is required to step out of a meeting on the Chair's request.
- 7.3. An Observer must either destroy or return all copies of documents provided to them for the purposes of that meeting at the end of that meeting.

8. Membership

- 8.1. The Committee is to have no more than 8 members
- 8.2. The Committees membership is to have skills related to the Minister's responsibilities, including but not limited to:
 - 8.2.1. statutory and strategic land use planning
 - 8.2.2. land development and property economics
 - 8.2.3. urban design and architecture
 - 8.2.4. heritage
 - 8.2.5. civil engineering and transport planning
 - 8.2.6. social impacts
 - 8.2.7. environmental planning
 - 8.2.8. stakeholder and community engagement.



9. Chair and Deputy Chair

- 9.1. The Committee will include a Chair (as appointed by the Minister)
- 9.2. The role of the Chair includes:
 - 9.2.1. providing leadership and oversight of the performance of the Committee's functions and delivery of its accountabilities
 - 9.2.2. approving the agenda and minutes of meeting prior to circulation to members and other meeting attendees
 - 9.2.3. signing correspondence on behalf of the Committee
 - 9.2.4. representation of the Committee.
- 9.3. The Committee will include a Deputy Chair (as majority voted annually by the Committee)
- 9.4. The role of the Deputy Chair is to act on behalf of the Chair when the Chair is not available to attend meetings or represent the Committee.

10. Term of Appointment

- 10.1. A Member is appointed for the term of office as specified in the instrument of appointment for a maximum of three years and members may be reappointed.

11. Remuneration and expenses

- 11.1. Subject to the Appointment and Remuneration Guidelines (October 2023 or later versions) (the Guidelines) and these Terms of Reference, an eligible member is entitled to receive remuneration for their service on the Committee as set out in their instrument of appointment.
- 11.2. A member of the Committee standing for election must comply with the requirements of section 79(4) of the Public Administration Act 2004 (PAA), as if the member is a director of a public entity, and the Committee is a public body and the board of a public body for the purposes of that section.
- 11.3. A member who is a public sector employee is only eligible to be paid remuneration as determined in accordance with the Guidelines.
- 11.4. No additional remuneration is payable to a member for time spent in preparation for meetings of the Committee (as a Group C committee under the Guidelines).
- 11.5. A Member is entitled to the reimbursement of reasonable travelling and personal expenses directly related to their service on the Committee at the rates, and on the terms, that apply to employees of the Department.
- 11.6. To claim for remuneration and expenses, Members must:
 - 11.6.1. complete the Department's Commencement Form and other required forms, on appointment; and
 - 11.6.2. submit claim forms to the Secretariat as required, together with supporting evidence.

12. Removal from office and resignation

- 12.1. The Minister, without cause or notice, may remove a member from office at any time and for any reason or for no reason at all.



12.2. The office of a member becomes vacant if:

- 12.2.1. a member resigns in writing addressed to the Minister
- 12.2.2. a member is removed from office
- 12.2.3. a member dies or in the opinion of the Minister, becomes incapable of performing their duties
- 12.2.4. a member becomes bankrupt, or a person disqualified from acting as a director or acting in the management of a company.
- 12.2.5. upon a vacancy occurring in the office of a member, the vacancy may be filled by the Minister in accordance with these Terms of Reference.

13. Conflict of Interest

13.1. In these Terms of Reference:

- 13.1.1. a 'conflict of interest' is a conflict between a member's public duty to act in the best interests of the Committee and their private interests. It includes a conflict of duty, which is a conflict between a member's public duty to act in the best interests of the Committee and their duty to another organisation (e.g. due to their role as a board member or employee of that organisation).
- 13.1.2. a private interest:
- 13.1.3. may be direct or indirect; and
- 13.1.4. can be pecuniary (financial) or non-pecuniary (non-financial), or a mixture of both. A non-pecuniary interest may arise from personal or family relationships or from involvement in sporting, social, or cultural activities, etc.
- 13.1.5. A conflict of interest exists whether it is:
 - 13.1.5.1. real (i.e. it currently exists)
 - 13.1.5.2. potential (i.e. it may arise, given the circumstances); or
 - 13.1.5.3. perceived (i.e. members of the public could reasonably form the view that a conflict exists, or could arise, that may improperly influence the member's performance of his/her duty to the Committee, now or in the future).

13.2. At the commencement of each meeting, the Chair must enquire of all members whether there is any potential for a conflict of interest to arise in respect to any item on the meeting agenda or any matter to be discussed and an interest held by a member.


13.3. A member who has a conflict of interest in a matter being discussed at a meeting of the Committee must declare the nature of the interest:

- 13.3.1. at the commencement of a meeting; or
- 13.3.2. if they become aware of an interest during discussions, as soon as possible after becoming aware of the interest.

13.4. A declaration must be made even if the interest is already recorded in the Committee's Register of Interests.

13.5. A member who has made a declaration of a conflict of interest:

- 13.5.1. must leave the room during the agenda item
- 13.5.2. must not take part in any discussion of the conflict of interest with other members, either during or outside of the meeting; and
- 13.5.3. must not vote on the matter to which the declaration relates.


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- 13.6. The only exception is if the Committee agrees that it would be in the public interest for the member to take part in some or all of the discussion and/or voting on the issue. If the conflict is material, it will not usually be in the public interest for the Committee to make an exception. If an exception is made, the minutes must record clear reasons why it is in the public interest to do so and what lesser measures will be put in place to manage the conflict. Careful monitoring must occur to ensure that the lesser measures remain in the public interest.
 - 13.7. The Chair or member presiding at a meeting at which a declaration of an interest is made must cause the declaration and how the conflict of interest will be managed to be recorded in the minutes of the meeting.
 - 13.8. The Chair must keep a record of declared interests (the Register of Interests). Any member may request and be granted access to this Register of Interests.
 - 13.9. If a Committee member has breached their conflict of interest obligations in these Terms of Reference, the Chair must notify in writing the Minister as soon as practicable after becoming aware of such a breach, including whether the breach is material.

14. Gifts, benefits and hospitality

- 14.1. A member must never accept a gift offer in their role as a Committee member.
- 14.2. As part of this requirement, members must:
 - 14.2.1. never solicit gifts for themselves or anyone else
 - 14.2.2. refuse and report any attempt to bribe them
 - 14.2.3. refuse prohibited gifts (e.g. money or similar, gifts that are a conflict of interest, inconsistent with community expectations, bring integrity into disrepute, etc.)
 - 14.2.4. declare gift offers to the Director Precincts, DTP (or equivalent or their nominated representative).
- 14.3. Members are to obtain prior approval from the Director Precincts, DTP (or equivalent or their nominated representative) for offers of hospitality that exceed \$50, before accepting the offer. Hospitality is the friendly reception and entertainment of guests. Hospitality may range from light refreshments at a business meeting to expensive restaurant meals and sponsored travel and accommodation.

15. Dispute resolution

- 15.1. For the purposes of this dispute resolution procedure, a 'dispute' exists if:
 - 15.1.1. two or more Committee members have difficulty working together (e.g. due to a conflict of personalities or ideological differences); and
 - 15.1.2. the situation is unduly affecting the ability of a member, or the Committee collectively, to perform their duties in an effective and efficient manner.
- 15.2. All Committee members will avoid disputes where possible. If a dispute arises:
 - 15.2.1. the Committee members in dispute (the parties) will, acting in good faith, make a reasonable, thorough, and conscientious effort to resolve the dispute on an informal basis, as soon as possible, and in the public interest (the best interests of the Committee); and
 - 15.2.2. the Chair will actively guide the parties towards resolution of the dispute.
- 15.3. It is preferable for disputes to be resolved on an informal basis. If a dispute cannot be resolved on an informal basis, then the Chair will place the matter on the agenda of the next Committee meeting.

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- 15.4. At that meeting, if the Committee is satisfied that:
- 15.4.1. a dispute exists which cannot be resolved on an informal basis; and
 - 15.4.2. it is in the public interest to do so; then the Committee will notify the Director Precincts, DTP (or equivalent or their nominated representative) in writing of the dispute, the parties and steps taken to resolve the dispute informally.
- 15.5. The Director Precincts, DTP (or equivalent or their nominated representative) will notify the Chair within 21 business days of the options available to resolve the dispute.

16. Confidentiality

- 16.1. The requirements of sections 79(2) & (3) and 81(1)(c) of the PAA apply to the Committee and its members as if the member is a director of a public entity, and the Committee is a public entity and the board of a public entity for the purposes of these provisions. The Minister may authorise the Committee to release specified information to third parties.
- 16.2. On the termination or expiry of a member's appointment, the member must return all documents relating to the Committee to the Chair.

17. Privacy

- 17.1. The Committee must have processes in place to ensure that its members, in the course of their duties on the Committee, comply with the requirements imposed by or under the Privacy and Data Protection Act 2014 as if the Committee is a public sector agency for the purposes of that Act.

18. Freedom of Information


- 18.1. Members of the Committee should be aware that all documents of the Committee (such as meeting agendas, board papers, minutes) will be held by the Department and will be subject to the Freedom of Information Act 1982.

19. Intellectual Property

- 19.1. The rights to Intellectual property created by the members of the Committee in the course of their duties on the committee, including any reports required under these Terms of Reference, is the property of the State of Victoria. However, the Minister on behalf of the State grants the Committee a licence to use this property as authorised under these Terms of Reference.
- 19.2. In this clause, Intellectual property includes legal rights that protect the results of creative efforts including copyright, proprietary rights in relation to inventions (including patents), registered and unregistered trademarks, confidential information (including trade secrets and know how), registered designs, circuit layouts, and all other proprietary rights resulting from intellectual activity in the industrial, scientific, literary or artistic fields, but does not include moral rights.

20. Entity review, sunset date and amendments

- 20.1. The Committee operates until 30 June 2026.

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- 20.2. The Minister may amend these Terms of Reference in writing at any time.
- 20.3. The Minister may revoke these Terms of Reference in writing at any time and upon revocation of these Terms of Reference the Committee ceases to exist.

21. Definitions

- 21.1. In these Terms of Reference:
- 21.1.1. Appointment and Remuneration Guidelines means the Government's Appointment and Remuneration Guidelines, as updated from time to time.
 - 21.1.2. Central Geelong means land within the boundary identified as the 'Activity Centre Zone Extent' on page 9 of the Central Geelong Framework Plan 2023.
 - 21.1.3. Code of Conduct means the Directors' Code of Conduct and Guidance Notes issued by the Victorian Public Sector Commission.
 - 21.1.4. Committee means the advisory committee established by the Minister by these Terms of Reference, also known as the Geelong Authority.
 - 21.1.5. Department means the Department of Transport and Planning or its successor.
 - 21.1.6. Framework Plan means the Central Geelong Framework Plan 2023.
 - 21.1.7. Member means a member of the Committee and includes a reference to the Chair unless the contrary intention is expressed.
 - 21.1.8. Minister means the Minister for Planning.
 - 21.1.9. Partnership refers to the Revitalising Central Geelong (RCG) Partnership comprised of staff from Department of Transport and Planning (DTP), City of Greater Geelong, Department of Jobs, Skills, Industry and Regions (DJSIR), Department of Energy, Environment and Climate Action (DEECA) and Wadawurrung Traditional Owner Aboriginal Corporation (WTOAC) or their successors. Partnership members will contribute to projects as required to achieve a multidisciplinary approach to place-based urban planning and project delivery. Resources are provided to the Partnership at the discretion of the base agencies of each staff member.
 - 21.1.10. Revitalising Central Geelong (RCG) refers to the focus and arrangements for guiding investment and collaboration in Central Geelong. The goal is for a vibrant city, that attracts people and development, contributing to the regional and State economy. RCG partners with strategic advice from the Geelong Authority are responsible for the delivery of the vision and projects in the in the Central Geelong Framework Plan (2023) and other relevant strategies that impact Central Geelong.
 - 21.1.11. Secretariat refers to the officer/s of the Department who provide administrative and coordination support for the Committee, their meetings, and their reports.
 - 21.1.12. Steering Committee refers to the Revitalising Central Geelong Steering Committee nominally comprised of executive directors or chief operating officers of the RCG Partners.

Dated 13 June 2025

A handwritten signature in black ink, appearing to read 'Sonya Kilkenny', with a stylized flourish at the end.

Hon Sonya Kilkenny MP

Minister for Planning