



LANDCORP



Chinatown Revitalisation - Governance Terms of Reference - October 2017 (revised)

**Chinatown Revitalisation
Governance Terms of Reference**

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Background and Introduction

The Shire of Broome, Kimberley Development Commission and LandCorp have entered into a Memorandum of Understanding (MOU) to undertake joint projects together.

The first such significant capital project is the revitalisation of Chinatown.

This document outlines the agreed governance model for this joint project and the terms of reference for the governance bodies established.

This document builds on the Business Case and preliminary project planning which has been prepared to unlock the State Government funding for this project.

Below is an extract of from the Business Case (section 3.3 Project Governance) providing reference to the Project Governance:

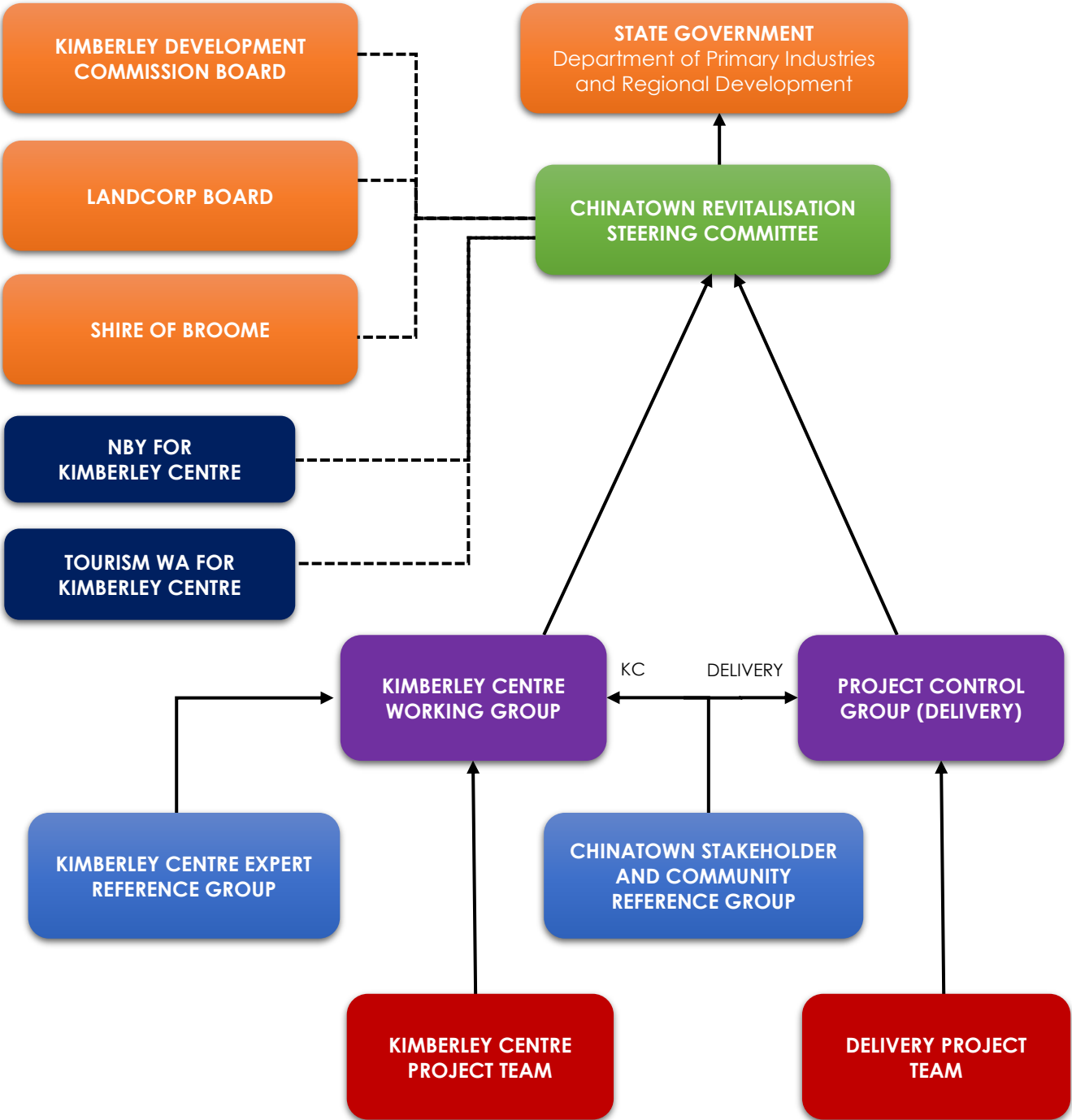
BUSINESS CASE SECTION 3.3. Project Governance

The ultimate purpose of the application of \$10m to Chinatown is to act as a stimulus for the reinvigoration of the area and as an attractor for other investors to participate in its future. To ensure that the initial funding is appropriately managed and that other investors are continually lured into the project, a "Governance Structure" has been agreed. This builds on an existing MoU between the three parties. In summary, the structure proposed is:

- **A Project Steering Committee** (comprising CEO's of Shire of Broome, Kimberley Development Commission and LandCorp's Regional Manager Northern and Goldfields Regions) with final authority and responsibility for all aspects of the program. The Shire of Broome will report to the Department of Regional Development on behalf of the three organisations.
- **A Project Control Group** comprising one senior staff member from each of the same three organisations, reporting to the Project Steering Committee. This group will have responsibility for managing implementation of the overall program and the individual projects that comprise the revitalisation business case.
- **Project Leads** (Manager) for each individual project. Each individual project will have a nominated Lead. The project lead will be the first contact point, oversee each project and report to the Project Control Group. The project leads will be divided between LandCorp who will undertake the feasibility projects and the Shire of Broome for the construction and place based projects.
- **A Stakeholder and Community Reference Group** has been established with community members appointed to provide input and community feedback into each project.

The Governance Model

The following diagram represents the governance model:



The Chinatown Steering Committee

- Membership - Chief Executive Officer – Shire of Broome
Chief Executive Officer – Kimberley Development Commission
Regional Manager Northern and Goldfields Regions– LandCorp
- Proxies - Each member may delegate a proxy to attend in their place providing the Chairperson is advised in writing or by email.
- Chairperson - Chief Executive Officer - Shire of Broome.

Kimberley Centre Sub-Project

For the Kimberley Centre agenda items, the following representatives will be invited to the Steering Committee Meeting:

- Additional Members - Chief Executive Officer - Nyamba Buru Yawuru
Director Destination Development and Projects – Tourism WA
- Proxies *Each member may delegate a proxy to attend in their place providing the Chairperson is advised in writing or by email.*
- Chairperson *Chief Executive Officer - Nyamba Buru Yawuru*

Meeting Schedule - Monthly or more frequently as required.

Meeting Location - Meetings will normally be held at the Shire of Broome. Meetings may be held at other locations by mutual agreement. Members may participate by tele or video conference.

Secretariat - The Secretariat functions will be provided by the consultant Project Director or LandCorp.

Quorum - Three Members

Purpose The Steering Committee's role and responsibility is:

- To ensure the effective and efficient implementation of the approved projects;
- To approve and manage the individual project plans as they are developed by the Project Director and Project Control Group, identifying any required milestones, dependencies or gateway reviews tied to funding;
- To provide governance oversight and approval of milestone reporting to the Department of Regional Development as specified in the funding agreement.
- To approve and manage the release of funds in accordance with agreed budget, process, timelines and milestones within each project and within standard government accountability guidelines;
- Should any project fail to proceed for any reason or be deemed to have encountered a fatal flaw, to act as the approving authority to

redistribute funds between existing projects and/or to elevate the next most appropriate project into the funded process;

- To determine the optimal method of delivery in relation to the projects within the Business Case in recognition of the skills and resources of each project partner
- To actively foster the involvement of other leveraged funds and private investment into the Chinatown project;
- To incorporate into the project additional funds as they are activated and prioritise the use of such funds;
- To ensure that the key stakeholders of Chinatown are informed of the progress of the overall project, specific approved projects and engage them in the economic and social activation of Chinatown ;and
- To approve the community engagement plans and communication plans and protocols.

The Project Control Group

- Membership - Director of Infrastructure – Shire of Broome
Director Regional Planning and Project Delivery – Kimberley Development Commission
Senior Development Manager– LandCorp
- Representatives from member organisations or consultants can attend as required.
- Proxies - Each member may delegate a proxy to attend in their place providing the Chairperson is advised.
- Chairperson - Senior Development Manager – LandCorp
The Chairperson is to ensure that Minutes of the Meeting are kept of the meetings proceedings. The minutes will be prepared by the consultant Project Director.
- Meeting Schedule - Monthly or more frequently as required.
- Meeting Location - Meetings will normally be held at the Shire of Broome. Meetings may be held at other locations by mutual agreement. Members may participate by tele or video.
- Secretariat - The Secretariat functions will be provided by the consultant Project Director or LandCorp.
- Quorum - Three Members
- Purpose - The Project Control Group's role and responsibility is to address and direct all elements of the delivery of the project, including:
- Ensure the agreed projects and actions of the Steering Committee are implemented on time and budget and monitoring of all associated project parameters.
 - Stakeholder Engagement with input from Project Director / Director, project team consultants (as required) and Chinatown Community Reference Group
 - Provide input and recommendations to the Project Steering Committee regarding Project structuring and resourcing and recommend approval of appointments (such as consultants).
 - Establish detailed project plans in consultation with the Project Director and Project consultants to initiate and direct the approved projects, and provide recommendations to the Project Steering Committee for expenditure against an approved budget and cash flow.
 - Direct and support the Project Director and project consultants within the approved project packages.
 - To review detailed project activities, programme status, status of key deliverables against milestones and project costs, etc.

- Provide updates on project status and discuss critical issues and critical decisions to be made to provide qualified recommendations to the Project Steering Committee.
- Provide recommendations to Steering Committee for approval of material variations (time and or cost) that may arise as recommended by the Project Director and project team consultants
- Receive and analyse reports and draft milestone progress reports to DRD from the Project Director and make recommendations on decisions to the Project Steering Committee as required to meet the programme and project objectives.
- Keep relevant major Stakeholders informed on project status, potential risks and enact remedial strategies to any problematic matters.
- Operate in an open and transparent manner with all direct project stakeholders.
- Provide recommendation to Project Steering Committee and agree on communications protocols and plans and the community engagement plan for each project.

Delegated Authority

- The Chinatown Steering Committee has delegated to LandCorp the authority to pay consultancy invoices on the following basis:
 1. The invoices are in accordance with the consultant's contract and agreed milestones.
 2. The PCG/KCWG has not raised concern about the quality or timeliness of the work undertaken by the consultant. If concern has been raised then the invoice is to be referred to the PCG who may approve or not payment of the invoice.

The Kimberley Centre Working Group

Membership - Nyamba Buru Yawuru
Shire of Brome
Kimberley Development Commission
LandCorp
Tourism WA
WA Museum
Other members as appointed by the Chinatown Steering Committee

Appropriate representatives from each member organisation will be agreed by the Steering Committee, including any changes to a representative from a member organisation if required from time to time.

Proxies - Representatives from member organisations and consultants can attend as required.

Chair - Representative of Nyamba Buru Yawuru

Meeting Schedule - Monthly or more frequently as required.

Meeting Location - Meetings will normally be held at the Shire of Broome. Meetings may be held at other locations by mutual agreement. Members may participate by tele or video conference.

Secretariat - The Secretariat functions will be provided by the Project Director.

Quorum - Three Members

Purpose - The Kimberley Centre Working Group's role and responsibility is to guide the consultant project team on factors that will impact the development the concept, financial modelling and the final business case:

- Provide recommendations to the Steering Committee on all aspects of the Kimberley Centre feasibility study including (not necessarily limited to:

- o Stakeholder identification and engagement.
- o Concept development.
- o Market research.
- o Benchmarking.
- o Site location.
- o Financial modelling including assumptions.

- Implement the agreed directions of the Steering Committee.

- Review, interrogate and provide feedback on reports and studies tabled by the project consultant team.

- Provide direction to the project consultant team on key factors influencing the feasibility study, including endorsement of any key assumptions which inform the feasibility study.
- Have regard to overall programme, financial parameters and deliverables required by the respective funding agreements.
- Provide updates on status of the feasibility study and discuss critical issues and critical decisions to be made by providing recommendations to the Steering Committee.
- Operate in a collaborative, open and transparent manner.

The administrative and governance aspects of the Kimberley Centre feasibility study (e.g. funding agreement deliverables, budgets and timing) will be managed by the Steering Committee (including expanded membership for the Kimberley Centre). The Working Group must work within parameters directed by the Steering Committee.

The Chinatown Stakeholder and Community Reference Group

The establishment of the Chinatown Stakeholder and Community Reference Group was resolved by Council on 27 August 2015. Nominations for membership were subsequently advertised and appointments to the group were considered and made by Council in November 2015.

Membership	-	1 x Councillors (1 x Deputy) Shire of Broome 1 x Representatives Yawuru 1 x Representative Broome Chamber of Commerce and Industry 1 x Representative Chinatown Traders 2 x Representatives of Landowners in Chinatown 4 x Community Representatives
Observers	-	Members of the Steering Committee, Project Control Group and appointed project consultants may attend and participate in meetings.
Proxies	-	Each member may delegate a proxy to attend in their place providing it is done in writing or by email to the Chairperson.
Chairperson	-	Councillor of the Shire of Broome to be Chairperson. Chairperson is to be elected at the first meeting.
Minutes	-	The person presiding is to ensure that Minutes of the Meeting are kept of the meeting's proceedings.
Responsible Officer	-	Chief Executive Officer, Shire of Broome or nominated alternative.
Meeting Schedule	-	Bi - Monthly or more frequently as required.
Meeting Location	-	Function or Committee Room, Shire of Broome
Secretariat	-	The Secretariat functions will be provided by the Shire of Broome.
Quorum	-	Six members (including one Councilor of the Shire of Broome)
Delegated Authority	-	Nil
Purpose	-	The purpose of the Community Reference Group is as follows:
	-	<ul style="list-style-type: none"> - Provide input and feedback to the Project Control Group and Council on the Revitalisation of Chinatown. - Ensure the community and key stakeholders are appropriately engaged in the design and delivery of projects as part of the Chinatown Revitalisation. - Act as a conduit between the Project Control Group and the community and traders and landowners in Chinatown.