

**Maroochydore City Centre
SunCentral Maroochydore Pty Ltd
Shareholder Representative Group**

CHARTER

Purpose

The purpose of the SunCentral Maroochydore Shareholder Representative Group (SRG) is to oversee the interests of Sunshine Coast Council and its community relating to the activities of SunCentral Maroochydore Pty Ltd (the Company).

Background

SunCentral Maroochydore Pty Ltd is the Corporations Law Company established to progress the development of the Maroochydore City Centre project (the Project). The Shareholder, in respect of this Charter, is Sunshine Coast Council.

By delegation from Council, the Chief Executive Officer is Council's Shareholder Representative. The Shareholder Representative has responsibility for governance matters in relation to the Company on behalf of Council.

A Technical Reference Group (TRG) has been established with the key role of managing and administering the technical design and specification of all constructed Council-owned assets related to the Project.

Responsibilities of the SunCentral Maroochydore Shareholder Representative Group

1. Act as representative of Council in setting the strategic direction for the Project.
2. Monitor the progress (time, program, budget, risk and KPI's) of the Project.
3. Act as a representative of Council to ensure the Project is delivering on the recommendations of the Shareholder.
4. Provide advice and recommendations to the Shareholder Representative.
5. Consider advice from the Technical Reference Group.
6. Provide direction to the Technical Reference Group.
7. Coordinate the performance review of the SunCentral Maroochydore Pty Ltd Board on behalf of Council.

Membership

- Portfolio Councillor – Region Making Projects: Mayor Mark Jamieson, Chair
- Portfolio Councillor – Corporate Strategy and Finance: Councillor Tim Dwyer
- Portfolio Councillor – Economic Development and Innovation: Councillor Stephen Robinson
- Divisional Councillor: Councillor John Connolly
- Chief Executive Officer: Michael Whittaker
- Project Director: Debra Robinson

- Chief Strategy Officer: Graham Fraine
- Group Executive Built Infrastructure: Tom Jamieson
- Group Executive Liveability & Natural Assets: Warren Bunker
- Chief Financial Officer: Michael Costello

Meeting protocols and procedures

- The Chair is responsible for scheduling meetings on an as needs basis and may call special meetings, as required, and conduct meetings by tele/video conference and by flying minute.
- The Shareholder Representative is responsible for overseeing agendas and minutes, including distribution of the agenda and minutes, and maintaining a list of outstanding matters.
- A quorum is five members of the Shareholder Representative Group.
- Members of the SunCentral Maroochydore Shareholder Representative Group may nominate a Chair for a meeting if the appointed Chair is not available.
- Non SunCentral Maroochydore Shareholder Representative Group members may be invited by the Chair to attend meetings to discuss issues associated with the Project.
- All matters considered by the SunCentral Maroochydore Shareholder Representative Group are treated as commercial-in-confidence and are not to be disclosed to any party unless otherwise agreed to by the Chief Executive Officer.
- Members are responsible for the declaration and management of any conflicts of interest on items considered by the SunCentral Maroochydore Shareholder Representative Group.

Authority

The Charter of the SunCentral Maroochydore Shareholder Representative Group is authorised by the Chief Executive Officer and may be amended from time to time.

Authorised



Michael Whittaker
Chief Executive Officer, Sunshine Coast Council

Date 8 August 2018