

Dated **2012**

**TOWN OF CAMBRIDGE
and
CITY OF JOONDALUP
and
CITY OF PERTH
and
TOWN OF VICTORIA PARK
and
CITY OF VINCENT
and
CITY OF WANNEROO**

**DEED OF VARIATION
OF
CONSTITUTION AGREEMENT
OF
MINDARIE REGIONAL COUNCIL**

Woodhouse Legal
Solicitors & Legal Consultants
323 Rokeby Road
Subiaco WA 6008
Telephone (08) 9382 2202
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JMW:20100102

DEED OF VARIATION

THIS DEED dated

2012

BETWEEN **TOWN OF CAMBRIDGE** of 1 Bold Park Drive, Floreat,
Western Australia

AND **CITY OF JOONDALUP** of Boas Avenue, Joondalup, Western
Australia

AND **CITY OF PERTH** of Council House, 27 St George's Terrace,
Perth, Western Australia

AND **TOWN OF VICTORIA PARK** of 99 Shepperton Road, Victoria
Park, Western Australia

AND **CITY OF VINCENT** of 244 Vincent Street, Leederville,
Western Australia

AND **CITY OF WANNEROO** of 23 Dundobar Road, Wanneroo,
Western Australia

(“the Participants”)

RECITALS

- A. The districts of the City of Perth, the City of Stirling and the then City of Wanneroo were constituted as a regional district by virtue of an Order of the Governor made under the Former Act on 22 December 1987 and published in the Government Gazette on 31 December 1987.
- B. Pursuant to the Former Act and by virtue of the Order of the Governor, a regional council was then constituted.
- C. Under a Constitution Agreement undated but stamped 21 December 1988 made between City of Perth, City of Stirling and City of Wanneroo, the Regional Council so constituted was named the Mindarie Regional Council.
- D. By an undated Deed of Variation made between City of Perth, City of Stirling and City of Wanneroo, the Constitution Agreement was amended in the manner set out in the Deed of Variation.
- E. By a Deed of Variation dated 25 November 1996 made between City of Wanneroo, City of Perth, Town of Vincent, Town of Cambridge and Town of Victoria Park, the Constitution Agreement was amended in the manner set out in that Deed. The amendments included the admission of the Town of

Cambridge, Town of Victoria Park and Town of Vincent as constituent municipalities of the Regional Council. The Deed was approved by the Minister on 25 November 1996.

- F. By a Deed of Amendment dated 20 October 1999, made between the City of Perth, City of Stirling, Town of Cambridge, Town of Vincent, Town of Victoria Park, City of Joondalup and City of Wanneroo, the Constitution Agreement was amended to include the City of Joondalup and City of Wanneroo as constituent municipalities.
- G. By the Deed of Variation undated but stamped 15 April 2004, between Town of Cambridge, City of Joondalup, City of Perth, City of Stirling, Town of Victoria Park, Town of Vincent and City of Wanneroo, the Constitution Agreement was amended by deleting clause 6.7 and substitution a new clause 6.7 entitled "BORROWINGS".
- H. By an Order of the Governor made on _____ and published in the Government Gazette dated _____, the district of City of Stirling was removed from the regional district.
- I. By virtue of transitional provisions of the Act, the regional council continues as a regional local government as if it had been constituted as a regional local government under the Act.
- J. The Participants have agreed to amend the Constitution Agreement in the manner appearing in this Deed.
- K. The Participants have resolved on the dates referred to in Schedule 1 to enter into this Deed of Variation and to submit it to the Minister for approval.

1. DEFINITIONS

In this Deed, unless the context requires otherwise:

"Act" means the Local Government Act 1995;

"Constitution Agreement" means the constitution agreement undated but stamped 21 December 1988 as amended by the subsequent deeds referred to in Recitals D, E, F and G;

"Former Act" means the Local Government Act 1960;

"Minister" means the Minister of the Crown to whom the administration of the Act is for the time being committed by the Governor and includes a Minister of the Crown for the time being acting for or on behalf of the Minister;

"Operative Date" means the date upon which the Minister approves this Deed.

2. INTERPRETATION

The rules of interpretation set out in the Constitution Agreement apply to the interpretation of this Deed.

3. VARIATION OF CONSTITUTION AGREEMENT

The Participants agree to vary the terms and conditions of the Constitution Agreement, with effect from and including the Operative Date, as follows:

- (1) clause 6.3 is amended by deleting:

“one third of the deficiency disclosed in the municipal fund budget of the regional council for a financial year”,

and substituting:

“the share of that constituent municipality, as shown in Item 1 of the Schedule, of the deficiency disclosed in the annual budget of the regional council for a financial year”;

- (2) the Schedule is deleted and substituted with the following new Schedule:

“ **SCHEDULE**

Item 1 Constituent Municipalities	Share
City of Perth	1/8
City of Wanneroo	1/4
City of Joondalup	1/4
Town of Cambridge	1/8
Town of Victoria Park	1/8
City of Vincent	1/8

Item 2 Number of Councillors	
City of Perth	1
City of Wanneroo	2
City of Joondalup	2
Town of Cambridge	1
Town of Victoria Park	1
City of Vincent	1

”

SCHEDULE 1

Participant	Date of Resolution to enter into this establishment agreement
City of Perth	2012
City of Wanneroo	2012
City of Joondalup	2012
Town of Cambridge	2012
Town of Victoria Park	2012
City of Vincent	2012

EXECUTED as a deed.

**THE COMMON SEAL of TOWN OF
CAMBRIDGE** was hereunto affixed in the presence of:)
)
)

Mayor

Chief Executive Officer

THE COMMON SEAL of CITY OF JOONDALUP)
was hereunto affixed in the presence of:)
)

Mayor

Chief Executive Officer

THE COMMON SEAL of CITY OF PERTH was)
hereunto affixed in the presence of:)
)

Lord Mayor

Chief Executive Officer

THE COMMON SEAL of TOWN OF VICTORIA)
PARK was hereunto affixed in the presence of:)
)

Mayor

Chief Executive Officer

THE COMMON SEAL of TOWN OF VINCENT)
was hereunto affixed in the presence of:)
)

Mayor

Chief Executive Officer

THE COMMON SEAL of CITY OF WANNEROO)
was hereunto affixed in the presence of:)
)

Mayor

Chief Executive Officer

Approved:

CONSTITUTION

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2/1/11
DATED _____ 1987

CITY OF PERTH

and

CITY OF STIRLING

and

CITY OF WANNEROO

REGIONAL DISTRICT AND REGIONAL COUNCIL
CONSTITUTION AGREEMENT

Ref : BAR:STI40925

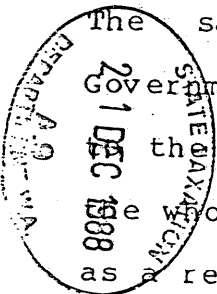
THIS CONSTITUTION AGREEMENT is made the _____ day of 19 .

B E T W E E N :

CITY OF PERTH of 27 St George's Terrace, Perth and CITY OF STIRLING of Civic Place, Stirling and CITY OF WANNEROO of Shenton Avenue, Joondalup ("the said municipalities").

R E C I T A L S :

- A. The said municipalities are empowered by the Local Government Act 1960 (as amended) to enter into, and submit to the Minister, an agreement proposing the constitution of the whole of the district of each of the said municipalities as a regional district.
- B. The said municipalities have resolved on the dates referred to in Item 1 of the Schedule to enter into and submit to the Minister this constitution agreement proposing the constitution of the combined area of the whole of their respective districts as a regional district.
- C. The said municipalities have agreed each with the other that they should forthwith upon its execution by them submit this constitution agreement to the Minister for his approval pursuant to the Local Government Act.



NOW THIS DEED WITNESSES :

1. Interpretation

1.1 In this Constitution Agreement, unless the context requires otherwise:

"annual contribution" means the financial contribution to be made to the regional council by a Constituent Municipality towards meeting any deficiency disclosed in the municipal fund budget of the regional council for a financial year;

"constitution agreement" means this Agreement as approved by the Minister under section 697 of the Local Government Act, or this Agreement as varied from time to time in accordance with that Act;

"constituent municipality" means a municipality the whole or a portion of whose municipal district is for the time being included in the regional district and for the purpose of this constitution agreement shall be a municipality referred to in Item 4 of the Schedule;

"designated function" in relation to the regional council means a function for the time being designated as a function of the regional council under this constitution agreement;

"fees" means all fees, charges and other imposts and rates authorised to be imposed by the regional council under any Act;

"Health Act" means the Health Act, 1911 (as amended);

"initial contribution" means a financial contribution made to the regional council by a constituent municipality upon the constitution of the regional council;

"regional council" means the regional council of the regional district constituted pursuant to this constitution

agreement and the Local Government Act, the name of which is designated in Clause 2 hereof;

"regional district" means the combined area of the whole or portion of the respective municipal districts of the constituent municipalities constituted as a regional district by Order of the Governor pursuant to the provisions of section 697 of the Local Government Act, the name of which is assigned in Clause 2 hereof;

"waste" means house and trade rubbish and refuse and other waste matter but does not include liquid wastes or any wastes composed substantially of liquid.

1.2 Subject to the preceding subclause and unless the context requires otherwise, the words and phrases used in this constitution agreement have the respective meanings given to them in the Local Government Act and the Health Act.

2. Names

2.1 The name of the regional district shall be the "Mindarie Regional District".

2.2 The name of the Council of the regional district shall be "Mindarie Regional Council".

3. District

3.1 The regional district shall be the combined area of the whole or portions of the municipal districts of the municipalities referred to in Item 4 of the Schedule.

3.2 The whole of the municipal district of a constituent municipality shall be deemed to be included in the regional district unless the portion of a municipality to be included is defined in Item 4 of the Schedule with sufficient particularity to identify clearly and unequivocally all land within and all land outside that portion.

4. Council

4.1 Upon the constitution of the regional district in accordance with the provisions of subsection (3) of section 697 of the Local Government Act, the regional council shall be constituted to perform in respect of the regional district the designated functions.

4.2 The regional council shall comprise that number of councillors which equals the sum of the numbers set against the names of the constituent municipalities in Item 2 of the Schedule.

4.3 The number of regional councillors to be appointed by any constituent municipality in accordance with section 701 of the Local Government Act shall be the number set out in Item 2 of the Schedule against the name of that constituent municipality.

5. Designated Functions

5.1 The regional council shall to the extent that a municipality in Western Australia is authorised by or required under any statute from time to time to perform them in respect of a municipal district, have the following function or functions:

(a) The orderly and efficient treatment and/or disposal of waste delivered to a building or place provided, managed or controlled for those purposes by the regional council;

(b) The entry into contracts with a municipality or municipalities for the treatment and/or disposal of their waste which is delivered to a building or place provided, managed or controlled for those purposes by the regional council;

- (c) The provision and maintenance of buildings, places, equipment and machinery fit and reasonably necessary for the purpose of carrying out a designated function;
- (d) The entry into contracts or lease agreements with other parties, permitting those other parties to undertake, for or on behalf of the regional council, any designated functions;
- (e) The entry into contracts or lease agreements with other parties to enable the regional council to undertake or carry out any of its designated functions.
- (f) The charging of fees to all individuals both natural and corporate for the carrying out of any designated functions.
- (g) Whenever appropriate and in particular when required under the Health Act, or any other Act, to nominate two regional councillors as the regional council's representative members on the Western Australian Waste Disposal Advisory Committee, one of whom shall be the Chairperson of the regional council or, if he or she is unable for any reason to attend meetings of the said Committee, the Deputy Chairperson.
- (h) Subject to obtaining such Ministerial approval as may be necessary under Section 512(f) of the Local Government Act the sale of limestone and sand generated from waste disposal operations on Lot 17 Mindarie, and any materials which may result from the treatment and/or disposal of waste.
- (i) Make by-laws ^{FOR} by regulating the proceedings of meetings of the Regional Council.

(j) The carrying out and doing of all other acts and things which are reasonably necessary for carrying out or bringing into effect the designated functions herein or which are incidental to or consequential upon their operation.

5.2 Nothing in this Constitution Agreement shall in any wise limit the power of or affect the doing of anything connected with waste treatment and disposal by a constituent municipality in any portion of its municipal district wherein the regional council does not purport to exercise any of its designated functions.

6. Financial Provisions

6.1 In this Clause:

"initial total" - means the total of the financial contributions required by the regional council from the constituent municipalities upon the coming into existence of the regional council for it to begin implementing its designated functions, and shall be the amount specified in Item 3 of the Schedule if ascertained at the time of execution of this constitution agreement.

6.2 The initial contribution of a constituent municipality shall be:

(a) one third of the initial total, as shown in Item 3 of the Schedule, but

(b) if an amount is set out against the name of the constituent municipality in Item 5 of the Schedule then its initial contribution shall be that amount.

6.3 Subject to the next succeeding subclause the annual contribution of a constituent municipality shall be one third of the deficiency disclosed in the municipal fund budget of the regional council for a financial year.

6.4.1 The annual contribution calculated in accordance with the preceding subclause shall be varied if in the opinion of the regional council it is reasonable to do so in any instance to take account of the following:

- (a) The costs of meeting the interest and capital repayments on loans raised in accordance with Section 723 of the Local Government Act;
- (b) The usage by each constituent municipality in the financial year under consideration of land, works, improvements, plant, machinery and other things ("the facilities") managed controlled or owned by the regional council; and/or
- (c) The predicted usage of the facilities by a constituent municipality in the year under consideration if it did not use the facilities in the preceding year.

6.4.2 If in a financial year a constituent municipality -
does not make use of the facilities but -
with the written approval of the regional council
given pursuant to Section 715(1) of the Local
Government Act performs functions of the regional
council within its own municipal district or the part
thereof included in the regional district -
then the annual contribution of that constituent
municipality for that financial year shall so far as is
possible exclude any portion of the expenses attributable to
usage of the facilities but may include a proportion of the
other expenses of the regional council.

6.5.1 For the purposes of Section 723 of the Local Government Act,
the capital sum payable by a constituent municipality shall

be an amount which equals one third of the total of the moneys required to be raised by the regional council.

- 6.5.2 The capital sum payable by a Constituent Municipality may be varied if in the opinion of the Regional Council it is reasonable to do so in any instance to take into account the predicted future usage by the Constituent Municipality of the facility being funded by the capital sum.
- 6.6.1 Initial contributions shall be paid on the day and in the manner specified in Item 6 of the Schedule.
- 6.6.2 Annual contributions shall be paid by equal quarterly instalments, the first of which shall be made within 42 days of service of a copy of the annual budget of the regional council on each constituent municipality or such period greater than 42 days as may be determined by the regional council.
- 6.6.3 The capital sum to be contributed by a constituent municipality for the purpose of section 723 of the Local Government Act shall be made in the manner and at the time or times determined by the regional council provided that the regional council shall inform the constituent municipality of the time or times at which and manner in which its capital sum is required to be contributed when the regional council serves on the constituent municipality the written proposition referred to in section 723 of the Local Government Act.
- 6.7 The regional council shall have authority to borrow money by the issue and sale of debentures and the provisions of Division 3 of Part XXVI of the Local Government Act shall apply mutatis mutandis to the regional council as if they were sent out herein.

6.8 The regional council shall have authority to act under section 528 of the Local Government Act to establish general or particular reserve funds for any purpose consistent with the designated functions herein.

7. Operative Date of Constitution Agreement

This constitution agreement shall take effect upon the making by the Governor of an order constituting the regional district pursuant to sub-section (3) of section 697 of the Local Government Act.

SCHEDULE

Item 1 DATES OF RESOLUTIONS

City of Perth	16th February 1987
City of Stirling	1st April 1987
City of Wanneroo	25th February 1987

Item 2 NUMBER OF COUNCILLORS

City of Perth	Three (3)
City of Stirling	Three (3)
City of Wanneroo	Three (3)

Item 3 INITIAL TOTAL

\$

Item 4 CONSTITUENT MUNICIPALITIES

City of Perth
City of Stirling
City of Wanneroo

Item 5 INITIAL CONTRIBUTIONS - CONSTITUENT MUNICIPALITIES

City of Perth	\$
City of Stirling	\$
City of Wanneroo	\$

Item 6 INITIAL CONTRIBUTIONS - DATE AND MANNER OF PAYMENT

Date As and when required to permit effective operation
circa February, 1989.

Manner of payment - On demand.

THE COMMON SEAL of the CITY)
OF PERTH was hereunto affixed)
in the presence of:)

[Handwritten Signature]
Mayor

[Handwritten Signature]

Town Clerk

THE COMMON SEAL of the CITY)
OF STIRLING was hereunto)
affixed in the presence of:)

[Handwritten Signature] T.P.
Mayor

[Handwritten Signature]

Town Clerk

THE COMMON SEAL of the CITY)
OF WANNEROO was hereunto)
affixed in the presence of:)

[Handwritten Signature]
Mayor

[Handwritten Signature]

Town Clerk

A P P R O V E D



Minister for Local Government

The Mindarie Regional District proposed in the foregoing Constitution Agreement is recommended for constitution pursuant to the provisions of Section 697 of the Local Government Act 1960 (as amended).

The Mindarie Regional District is hereby constitute a Regional District pursuant to the Provisions fo Section 697 of the Local Government Act 1960 (as amended) by order of His Excellency the Governor in the Executive Council this TWENTY SECOND day of DECEMBER 1987



Clerk of the Council

BAR.47.4:DT

CITY OF WANNEROO

and

CITY OF STIRLING

and

CITY OF PERTH

DEED OF VARIATION OF CONSTITUTION



♦ **MONY DE KERLOY** ♦
BARRISTERS & SOLICITORS

LEVEL 6 ST MARTIN'S TOWER, 44 ST GEORGE'S TERRACE, PERTH WA 6000
TEL:(09) 221 5326 ♦ FAX:(09) 221 5402 ♦ REF: MDKVAR08

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THIS DEED of Constitutional Variation is made the day of 1996

PARTIES:

THE CITY OF STIRLING of Civic Place, Stirling.

and

THE CITY OF WANNEROO of Wanneroo.

and

THE CITY OF PERTH of Perth.

RECITALS:

- A. The said Municipalities pursuant to the powers conferred upon them by the Local Government Act 1960 (as amended) entered into a constitution establishing the Mindarie Regional Council which constitution was approved by the then Minister for Local Government on the 22nd day of December 1987.
- B. The said Municipalities have now resolved to make certain amendments to the Mindarie Regional Council Constitution which are herein after set out and to enter into, contemporaneously herewith, a Deed of Settlement and a Deed of Variation of Lease.

OPERATIVE CLAUSES:

1. It is hereby agreed that the following amendments be made to the Mindarie Regional Council Constitution:
 - (a) In clause 1.1 by adding to the definition of "waste" the words "and does not include any waste retained by a constituent municipality for the purposes of recycling".

(b) By inserting a new paragraph 4A as follows:

4A.1 A constituent municipality, unless otherwise agreed by the parties hereto, shall be bound to dispose of waste in accordance with the requirements of the Regional Council and in particular, without limiting the generality of the foregoing, shall be bound to deliver waste to such site or sites as the Regional Council may nominate.

4A.2 The Regional Council may exempt a constituent municipality from the provisions of clause 4A.1 hereof for such time and subject to such conditions as the Regional Council deems fit and any exemption granted shall be communicated in writing.

4A.3 Where a constituent municipality fails to dispose of waste in accordance with clause 4A.1 above and in particular, fails to deliver waste to a site or sites nominated by the Regional Council, that constituent municipality shall, in addition to any other damages or costs thereby occasioned, be liable to pay to the Regional Council such fees or costs as a constituent municipality would have paid had it complied with the said clause and delivered the waste to the site or sites nominated.

2. The parties hereto hereby agree to submit this Constitution Variation Agreement to the Minister for Local Government for approval.

EXECUTED AS A DEED as at the date first hereinbefore mentioned.

The Common Seal of)
CITY OF STIRLING)
was hereunto affixed)
in the presence of:)

Mayor

Chief Executive Officer

The Common Seal of)
CITY OF WANNEROO)
was hereunto affixed)
in the presence of:)

Mayor

Chief Executive Officer

The Common Seal of)
CITY OF PERTH)
was hereunto affixed)
in the presence of:)

Peter Halliday

Lord Mayor

Greg Hunt

Chief Executive Officer

APPROVAL

The variation set out herein to the Mindarie Regional Council Constitution Agreement are hereby approved.

Minister for Local Government

Date: _____

CITY OF WANNEROO

and

CITY OF STIRLING

and

CITY OF PERTH

and

TOWN OF VINCENT

and

TOWN OF CAMBRIDGE

and

TOWN OF VICTORIA PARK

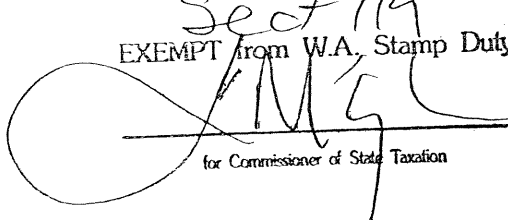
**DEED OF VARIATION OF CONSTITUTION
ADMITTING NEW MUNICIPALITIES**



♦ **MONY DE KERLOY** ♦
BARRISTERS & SOLICITORS

LEVEL 6 ST MARTINS TOWER, 44 ST GEORGE'S TERRACE, PERTH WA 6000
TEL: (09) 221 5326 ♦ FAX: (09) 221 5402 ♦ REF: MDKVAR18

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Sect 119
EXEMPT from W.A. Stamp Duty

for Commissioner of State Taxation

THIS DEED of Constitutional Variation is made the 25th day of November 1996

PARTIES:

The Municipalities set out in Item 1 of the Schedule ~~hereto~~
WESTERN AUSTRALIA STAMP DUTY
18/DEC/96 50586207 NDP \$*****0.00
EXEMPT (SECTION 119 OF THE STAMP ACT)

RECITALS:

- A. The original municipalities pursuant to the powers conferred upon them by the Local Government Act 1960 (as amended) entered into a constitution agreement establishing the Mindarie Regional Council which constitution agreement was approved by the then Minister for Local Government on the 22nd day of December 1987 and which has been amended, in accordance with the Act, from time to time.
- B. The original municipalities and the new municipalities have resolved to enter into and submit to the Minister this constitution agreement proposing the constitution of the combined area of the whole of their respective districts as a regional district.
- C. The new municipalities have resolved on the dates referred to in Item 1 of the Schedule that as and from the 1st of July 1994 to enter into this constitution agreement.
- D. The original municipalities and the new municipalities have agreed each with the other that they should forthwith upon its execution by them submit this constitution amendment agreement to the Minister for his approval pursuant to the Local Government Act.

OPERATIVE CLAUSES:

- 1. Subject to the amendments proposed in clause 2 hereof, each of the parties hereto hereby enter into the Mindarie Regional Council Constitution Agreement as amended.
- 2. The following amendments be made to the Mindarie Regional Council Constitution Agreement:

- (a) There be added to clause 1.1 the following definitions:

"new municipalities" means the Towns of Cambridge, Victoria Park and Vincent.

"original municipalities" means the Cities of Perth, Stirling and Wanneroo.

- (b) In clause 1.1, in the definition of "constituent municipality" the words "Item 4" be deleted and in lieu thereof the words "Item 1" be inserted.
- (c) In clause 3.1 and 3.2 the words "Item 4" be deleted and in lieu thereof the words "Item 1" be inserted.
- (d) Clause 6.1 be amended by deleting the words "and shall be the amount specified in item 3 of the Schedule if ascertained at the time of execution of this constitution agreement."
- (e) Clause 6.2 shall be deleted and in lieu thereof the following shall be inserted:
- "6.2 The initial contribution of a constituent municipality shall be that contribution recorded as such in the records of the regional council."
- (f) Clause 6.6.1 shall be deleted and clauses 6.6.2 and 6.6.3 shall be consequently renumbered as 6.6.1 and 6.6.2 respectively.
- (g) The Schedule be deleted and in lieu thereof the Schedule attached hereto be substituted.

3. The new municipalities hereby agree, as a condition of the original municipalities executing this Deed, to ratify the Deed of Settlement made between the original municipalities and the Mindarie Regional Council and by the affixing of their common seals hereby do so.

4. The parties hereto agree to submit to the Minister this constitution variation agreement for approval.

EXECUTED AS A DEED as at the date first hereinbefore mentioned.

The Common Seal of)
CITY OF STIRLING)
was hereunto affixed)
in the presence of:)

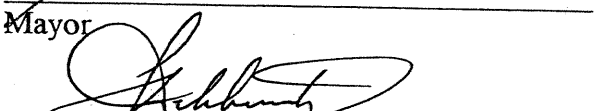
Mayor

Chief Executive Officer

The Common Seal of)
CITY OF WANNEROO)
was hereunto affixed)
in the presence of:)



Mayor



Chief Executive Officer

The Common Seal of)
CITY OF PERTH)
was hereunto affixed)
in the presence of:)

Lord Mayor

Chief Executive Officer

The Common Seal of)
TOWN OF VINCENT)
was hereunto affixed)
in the presence of:)

Mayor

Chief Executive Officer

The Common Seal of)
TOWN OF CAMBRIDGE)
was hereunto affixed)
in the presence of:)

Mayor

Chief Executive Officer

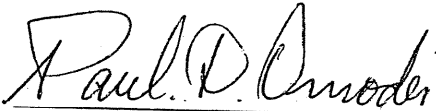
The Common Seal of)
TOWN OF VICTORIA PARK)
was hereunto affixed)
in the presence of:)

Mayor

Chief Executive Officer

APPROVAL

The variations set out herein to the Mindarie Regional Council Constitution Agreement are hereby approved.

A handwritten signature in cursive script, reading "Paul D. Omodei".

Minister for Local Government

Date: 25 NOV 1996

SCHEDULE

<u>Item 1</u> <u>CONSTITUENT MUNICIPALITIES</u>	<u>Dates of Resolution</u>	<u>Share</u>
City Of Perth	16 February 1987	1/12
City Of Stirling	1 April 1987	1/3
City Of Wanneroo	25 February 1987	1/3
Town Of Cambridge	15 October 1996	1/12
Town Of Vincent	28 October 1996	1/12
Town Of Victoria Park	12 NOVEMBER 1996	1/12

Item 2 NUMBER OF COUNCILLORS

City Of Stirling	Four (4)
City Of Wanneroo	Four (4)
City Of Perth	One (1)
Town Of Cambridge	One (1)
Town Of Victoria Park	One (1)
Town Of Vincent	One (1)

CA0224.

MINDARIE REGIONAL COUNCIL

and

CITY OF WANNEROO

and

CITY OF STIRLING

and

CITY OF PERTH

DEED OF SETTLEMENT



♦ MONY DE KERLOY ♦
BARRISTERS & SOLICITORS

LEVEL 6 ST MARTIN'S TOWER, 44 ST GEORGE'S TERRACE, PERTH WA 6000

TEL: (09) 221 5326 ♦ FAX: (09) 221 5402 ♦ REF: MDKMIN88

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Sect 119
EXEMPT from W.A. Stamp Duty

THIS DEED is made the

25th

day of

November 1996
Commissioner of State Taxation

1996

PARTIES:

MINDARIE REGIONAL COUNCIL of Tamala Park, Marmion Avenue, Mindarie.

and

THE CITY OF STIRLING of Civic Place, Stirling.

and

THE CITY OF WANNEROO of Boas Avenue, Joondalup.

and

THE CITY OF PERTH of Westralia Square, 141 St George's Terrace, Perth.

RECITALS:

1. Whereas the Regional Council and its Constituent Municipalities have:
 - 1.1 Resolved certain principles relating to the operations of the Regional Council and its financial structure;
 - 1.2 Resolved certain differences relating to the liability and entitlements of each of them as regards to the Regional Council; and
 - 1.3 Are desirous of recording their resolutions in this Deed and its attachments and in addition and contemporaneously herewith of entering into a Deed of Variation of Constitution and a Deed of Variation of Lease.

OPERATIVE PART:

2. DEFINITIONS AND INTERPRETATION

- 2.1 "Act" shall mean the Local Government Act.

WESTERN AUSTRALIA STAMP DUTY
18/Dec/96 50588707 NDP \$*****0.00
0/S \$0.00
EXEMPT (SECTION 119 OF THE STAMP ACT)

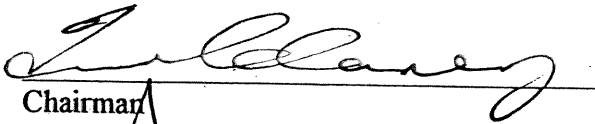
- 2.2 "Constitution" shall mean the Constitution of the Regional Council.
 - 2.3 "Constituent Municipalities" shall mean the Cities of Wanneroo, Perth and Stirling.
 - 2.4 "Initial Contributions" shall mean the initial contributions made to the Regional Council by the Constituent Municipalities following the inception of the Regional Council in the total sum of \$402,000 each.
 - 2.5 "Lease" shall mean the lease entered into between the Regional Council and the Constituent Municipalities on the 11th day of October 1990.
 - 2.6 "Regional Council" shall mean the Mindarie Regional Council.
 - 2.7 Terms used in this Deed shall have wherever possible the same meanings as in the Constitution and the Act.
3. The Initial Contributions made by the Constituent Municipalities shall be regarded as equity contributions and shall not be subject to any interest.
 4. Surpluses arising from the business operations of the Regional Council in any year shall be distributed to the Constituent Municipalities in the manner herewith set out in that year on the basis of tonnage disposed at the Council's facility with the tonnage of casual users being divided in each year amongst all Constituent Municipalities in accordance with their equity entitlements. Surpluses shall be distributed to the Constituent Municipalities by the Regional Council in such manner and at such times as the Regional Council determines having regard to the Regional Council's prudent management of its cash flow and financial requirements.
 - 5.1 The Regional Council shall use its best endeavours to operate profitably, to be self funding and to be responsible for the raising of any necessary capital or loans to meet its liabilities independent of the Constituent Municipalities.
 - 5.2 In the event of the Regional Council's operations not being run profitably or the Regional Council being unable to borrow or raise money despite the best endeavours

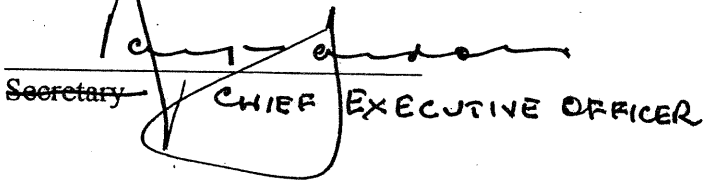
of the Regional Council, then, subject to clause 5.3, nothing herein precludes the Council from seeking either an annual contribution or a capital contribution from its Constituent Municipalities.

- 5.3** For so long as the City of Stirling shall carry out the receipt, treatment and/or disposal of waste collected within its district then, the City of Stirling shall not be liable to contribute to any annual contribution or capital contribution levied by the Regional Council.
- 6.1** The Regional Council hereby gives its approval within the meaning of section 715(1)(b) of the Act to the City of Stirling carrying out the receipt, treatment and/or disposal of waste collected within its district.
- 6.2** The Regional Council and the City of Stirling shall review the approval granted to the City in clause 6.1 hereof upon the termination of the City's contract with the Atlas Group effectively 1 January 2004. In the event of the City's approval being revoked following the said review the City shall have six months within which to elect either, to accept the decision of the Regional Council and recommence dumping waste as directed by the Regional Council, or, withdraw as a member municipality of the Regional Council.
- 7.** The Lease shall be varied in accordance with the Deed of Variation annexed hereto.
- 8.** The Constitution shall be varied in accordance with the Deed of Variation annexed hereto.
- 9.** This agreement shall bind all the parties hereto together with their successors in title.

EXECUTED AS A DEED as at the date first hereinbefore mentioned.

The Common Seal of)
MINDARIE REGIONAL COUNCIL)
was hereunto affixed)
in the presence of:)


Chairman

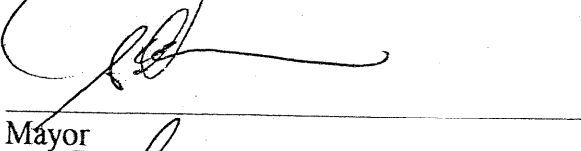

Secretary / CHIEF EXECUTIVE OFFICER

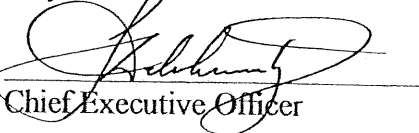
The Common Seal of)
CITY OF STIRLING)
was hereunto affixed)
in the presence of:)

Mayor

Chief Executive Officer

The Common Seal of)
CITY OF WANNEROO)
was hereunto affixed)
in the presence of:)


Mayor


Chief Executive Officer

The Common Seal of)
CITY OF PERTH)
was hereunto affixed)
in the presence of:)

Lord Mayor

Chief Executive Officer

**THE MUNICIPALITIES OF THE
MINDARIE REGIONAL COUNCIL**

DEED OF AMENDMENT OF CONSTITUTION AGREEMENT



**♦ MONY DE KERLOY ♦
BARRISTERS & SOLICITORS**

**LEVEL 6, ST MARTINS TOWER, 44 ST GEORGE'S TERRACE, PERTH WA 6000
TEL:(08) 9221 5326 ♦ FAX:(08) 9221 5402 ♦ EMAIL : mdk@bekkers.com.au : REF: MDKSHR09.DOC**

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This AMENDED DEED is made the 20th day of October 1999

B E T W E E N:

The Municipalities set out in Item 1 of the Amended Schedule hereto ("the said Municipalities").

RECITALS:

- A. On 10 August 1999 the Joint Commissioners for the Cities of Joondalup and Wanneroo determined that the former City of Wanneroo's one third share in the Mindarie Regional Council be adjusted so that each of the new Cities of Joondalup and Wanneroo will have a one-sixth share each in the said Council and be entitled to each appoint two regional councillors of the said Council.
- B. The Original Municipalities (other than the former City of Wanneroo) have agreed to accept the Cities of Joondalup and Wanneroo as members of the Mindarie Regional Council on the basis that they take the place of the City of Wanneroo on the terms hereinafter contained.
- C. As a consequence, the Municipalities wish to effect an amendment to the Constitution Agreement of the Mindarie Regional Council and have resolved to do so and affix their seals to this amendment Deed on the dates set out alongside their names in item 1 of the Amended Schedule hereto.
- D. The Municipalities have all agreed each with the other that they should forthwith upon execution by them submit this Amendment Deed to the Minister for his approval pursuant to the Local Government Act.

NOW THIS DEED WITNESSES:

1. Unless the context requires otherwise, the words and phrases used in this Deed shall have the same meanings as in the Constitution Agreement.
2. References to the City of Wanneroo in the Constitution Agreement shall be deleted by removing the City of Wanneroo from the definition of "Original Municipalities" in clause 1.1 of the Constitution Agreement.
3. The definition of "New Municipalities" shall be amended by the addition of "and the City of Joondalup and the City of Wanneroo."
4. The schedule of the Constitution Agreement shall be deleted and shall be replaced by the "Amended Schedule" attached hereto.
5. This Deed shall take effect as an amendment to the Constitution Agreement as and from 28 August 1999.
6. In all other respects the Municipalities affirm the terms of the Constitution Agreement.

AMENDED SCHEDULE

Item 1	CONSTITUENT MUNICIPALITIES	Dates of Resolution	Share
	City of Perth	16 February 1987	1/12
	City of Stirling	1 April 1987	1/3
	Town of Cambridge		1/12
	Town of Vincent		1/12
	Town of Victoria Park		1/12
	City of Joondalup		1/6
	City of Wanneroo		1/6

Item 2	NUMBER OF COUNCILLORS	
	City of Stirling	Four (4)
	City of Perth	One (1)
	Town of Cambridge	One (1)
	Town of Vincent	One (1)
	Town of Victoria Park	One (1)
	City of Joondalup	Two (2)
	City of Wanneroo	Two (2)

Executed by the Municipalities

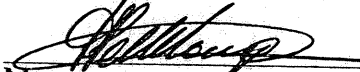
The Common Seal of
CITY OF PERTH

was hereunto affixed by authority of a
 resolution of the Council in the presence of:

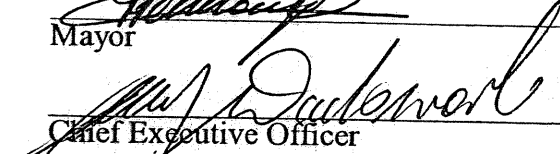
hord _____
 Mayor

 Chief Executive Officer

The Common Seal of
CITY OF STIRLING
was hereunto affixed by authority of a
resolution of the Council in the presence of:



Mayor



Chief Executive Officer

The Common Seal of
TOWN OF CAMBRIDGE
was hereunto affixed by authority of a
resolution of the Council in the presence of:

Mayor

Chief Executive Officer

The Common Seal of
TOWN OF VINCENT
was hereunto affixed by authority of a
resolution of the Council in the presence of:

Mayor

Chief Executive Officer

The Common Seal of
TOWN OF VICTORIA PARK
was hereunto affixed by authority of a
resolution of the Council in the presence of:

Mayor

Chief Executive Officer

Dated

2004

EXEMPT from W.A. Stamp Duty
S119. MW 15/4/04
for Commissioner of State Revenue

ABN 66 012 878 629
WESTERN AUSTRALIA STAMP DUTY
16/04/04 13:28 002167752-001
DUP \$ *****.00
O/S \$ *****.00
EXEMPT 100 %

**TOWN OF CAMBRIDGE
and
CITY OF JOONDALUP
and
CITY OF PERTH
and
CITY OF STIRLING
and
TOWN OF VICTORIA PARK
and
TOWN OF VINCENT
and
CITY OF WANNEROO**

**DEED OF VARIATION
OF
CONSTITUTION AGREEMENT
OF
MINDARIE REGIONAL COUNCIL**

Watts & Woodhouse
Solicitors & Legal Consultants
323 Rokeby Road
Subiaco WA 6008
Telephone (08) 9382 3000
Fax (08) 9382 3011
JMW:20030541

DEED OF VARIATION

THIS DEED dated

2004

- BETWEEN **TOWN OF CAMBRIDGE** of 1 Bold Park Drive, Floreat,
Western Australia
- AND **CITY OF JOONDALUP** of Boas Avenue, Joondalup, Western
Australia
- AND **CITY OF PERTH** of Council House, 27 St George's Terrace,
Perth, Western Australia
- AND **CITY OF STIRLING** of Civic Place, Stirling, Western
Australia
- AND **TOWN OF VICTORIA PARK** of 99 Shepperton Road,
Victoria Park, Western Australia
- AND **TOWN OF VINCENT** of 244 Vincent Street, Leederville,
Western Australia
- AND **CITY OF WANNEROO** of 23 Dundobar Road, Wanneroo,
Western Australia

("the Participants")

RECITALS

- A. The districts of the Participants were constituted as a regional district by virtue of an Order of the Governor made under the Former Act on 22 December 1987 and published in the Government Gazette on 31 December 1987.
- B. Pursuant to the Former Act and by virtue of the Order of the Governor, a regional council was then constituted.
- C. Under a Constitution Agreement undated but stamped 21 December 1988 made between City of Perth, City of Stirling and City of Wanneroo, the Regional Council so constituted was named the Mindarie Regional Council.
- D. By an undated Deed of Variation made between, City of Perth, City of Stirling and City of Wanneroo, the Constitution Agreement was amended in the manner set out in the Deed of Variation.
- E. By a Deed of Variation dated 25 November 1996 made between City of Wanneroo, City of Perth, Town of Vincent, Town of Cambridge and Town of Victoria Park, the Constitution Agreement was amended in the manner

set out in that Deed. The amendments included the admission of the Town of Cambridge, Town of Victoria Park and Town of Vincent as constituent municipalities of the Regional Council. The Deed was approved by the Minister on 25 November 1996.

- F. By a Deed of Amendment dated 20 October 1999, made between the City of Perth, City of Stirling, Town of Cambridge, Town of Vincent, Town of Victoria Park, City of Joondalup and City of Wanneroo, the Constitution Agreement was amended to include the City of Joondalup and City of Wanneroo as constituent municipalities.
- G. By virtue of transitional provisions of the Act, the regional council continues as a regional local government as if it had been constituted as a regional local government under the Act.
- H. The Participants have agreed to amend the Constitution Agreement in the manner appearing in this Deed.
- I. The Participants have resolved on the dates referred to in Schedule 1 to enter into this Deed of Variation and to submit it to the Minister for approval.

1. DEFINITIONS

In this Deed, unless the context requires otherwise:

“**Act**” means the Local Government Act 1995;

“**Constitution Agreement**” means the constitution agreement undated but stamped 21 December 1988 as amended by the subsequent deeds referred to in Recitals D, E and F;

“**Minister**” means the Minister of the Crown to whom the administration of the Act is for the time being committed by the Governor and includes a Minister of the Crown for the time being acting for or on behalf of the Minister;

“**Operative Date**” means the date upon which the Minister approves this Deed.

2. INTERPRETATION

The rules of interpretation set out in the Constitution Agreement apply to the interpretation of this Deed.

3. VARIATION OF CONSTITUTION AGREEMENT

The Participants agree to vary the terms and conditions of the Constitution Agreement, with effect from and including the Operative Date, as follows:

- (1) Clause 6.7 is deleted and substituted with the following new clause:

“6.7 BORROWINGS

Part 6, Division 5, Subdivision 3 of the Act is to apply.

Footnote:

1. Section 3.66(4) of the Act provides that Part 6, Division 5, Subdivision 3 does not apply in relation to a regional local government unless the Establishment Agreement provides that it does.
2. Part 6, Division 5, Subdivision 3 of the Act deals with borrowings and includes the power to borrow and restrictions on borrowings.”

SCHEDULE 1

Participant	Date of resolution to enter into this establishment agreement
Town of Cambridge	16 December 2003
City of Joondalup	16 December 2003
City of Perth	27 January 2004
City of Stirling	3 February 2004
Town of Victoria Park	16 December 2003
Town of Vincent	16 December 2003
City of Wanneroo	16 December 2003

EXECUTED as a deed.

THE COMMON SEAL of TOWN OF)
CAMBRIDGE was hereunto affixed in the presence of:)

MARLENI ANDERTO
HER WORSHIP THE MAYOR
TOWN OF CAMBRIDGE

[Handwritten Signature]

Mayor

Chief Executive Officer

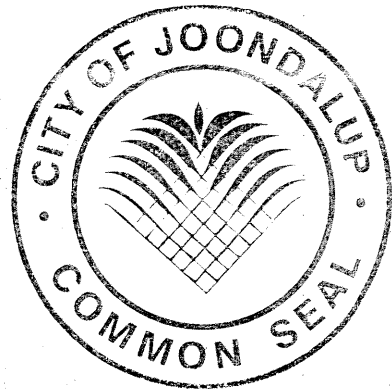
GRAHAM D. PARTRIDGE
CHIEF EXECUTIVE OFFICER
TOWN OF CAMBRIDGE

THE COMMON SEAL of CITY OF JOONDALUP)
was hereunto affixed in the presence of:)

[Handwritten Signature]

Mayor

Chief Executive Officer



THE COMMON SEAL of CITY OF PERTH was)
hereunto affixed in the presence of:)

[Handwritten Signature]

Lord Mayor

[Handwritten Signature]

Chief Executive Officer

THE COMMON SEAL of CITY OF STIRLING was)
hereunto affixed in the presence of:)

[Handwritten Signature]

Mayor

[Handwritten Signature]

Chief Executive Officer



