

OFFICIAL

Council Meeting

Agenda

27 April 2022 at 6:30pm

Council Chamber, Town Hall, Sturt Street,
Ballarat





The City of Ballarat acknowledges the Traditional Custodians of the land we live and work on, the Wadawurrung and Dja Dja Wurrung People, and recognises their continuing connection to the land and waterways. We pay our respects to their Elders past, present and emerging and extend this to all Aboriginal and Torres Strait Islander People.

This meeting is being broadcast live on the internet and the recording of this meeting will be published on council's website www.ballarat.vic.gov.au in the days following the meeting.

Although every effort has been made to protect the privacy of the public, members of the public attending this meeting may be filmed. By remaining in the public gallery once the meeting commences, members of the public give their consent to being filmed, and for the recording of them to be made publicly available and used by council.

Information about broadcasting and publishing recordings of council meetings is available in council's Live Broadcasting and Recording of Council Meetings Procedure which is available on the council's website.

PUBLIC SUBMISSIONS

- Due to COVID-19, the following has been put in place.
- Public representations may be made on any items listed on the agenda in a Council Meeting apart from those listed in the confidential section.
- Members of the Public must be fully vaccinated to attend the meeting in person to make a submission on an agenda item.
- All attendees are encouraged to register their attendance by 4:30pm on the day of the meeting
- If you do wish to attend the meeting in person to make a submission, please contact governance@ballarat.vic.gov.au or call 5320 5875 to register
- Members of the public who wish to make a submission on an agenda item but who are unable to attend the meeting in person may make a submission in writing:
 - Submissions must be submitted in writing to governance@ballarat.vic.gov.au by no later than 4:30pm on the day of Council meeting; and
 - limited to no more than 200 words that will be read out by the Chief Executive Officer or nominated delegate at the meeting prior to the matter being considered by Council.

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The next Meeting of the Ballarat City Council will be held on Wednesday 25 May 2022.

1. OPENING DECLARATION

Councillors: *"We, the Councillors of the City of Ballarat, declare that we will carry out our duties in the best interests of the community, and through collective leadership will maintain the highest standards of good governance."*

Mayor: *"I respectfully acknowledge the Wadawurrung and Dja Dja Wurrung People, the traditional custodians of the land, and I would like to welcome members of the public in the gallery."*

2. APOLOGIES FOR ABSENCE

3. DISCLOSURE OF INTEREST

4. MATTERS ARISING FROM THE MINUTES

5. CONFIRMATION OF MINUTES

6. PUBLIC QUESTION TIME

Note – all public representations will be heard before each item on the agenda.

QUESTION TIME

- Question time has been altered for the City of Ballarat's 27 April 2022 Council meeting due to the COVID-19.
- Members of the Public must be fully vaccinated to attend the meeting in person to ask a question.
- No person may submit more than two questions.
- Those members of the public who are unable to attend can still participate in question time by submitting their questions in writing:
 - Questions must be submitted via email to governance@ballarat.vic.gov.au by no later than 4:30pm on the day of the Council meeting; and
 - The questions must be in English, must be 75 words or less and not include a preamble, other additional material, or multiple parts.

7. CHIEF EXECUTIVE OFFICER REPORT

7.1. CHIEF EXECUTIVE OFFICER REPORT

Division: Executive Unit
Director: Evan King
Author/Position: Evan King – Chief Executive Officer

PURPOSE

1. The CEO's Operational Report highlights issues and outcomes affecting the organisation's performance as it delivers services and implements the Council's strategies and policy decisions.

BACKGROUND

2. The Council of the City of Ballarat is responsible for setting the municipality's strategic direction. The CEO of the City of Ballarat is the sole employee of the Council and is responsible for establishing the organisational structure and resource allocation to achieve the objectives set by the Council. This operational report provides greater detail about organisational activities and issues involved with service delivery.

KEY MATTERS

3. Ballarat Begonia Festival achieves 50,000 attendance in opening weekend
The City of Ballarat has hosted another successful Begonia Festival for its 70th anniversary. Over the long weekend in March, over 50,000 people visited the festival, which included the highly anticipated South American-themed Begonia display. The festival also saw the return of the Begonia Parade which had 29 parade participants and just under 8000 people in attendance. Another highlight of the festival was the Fabric Forest Art Installation created by Ballarat visual artist Diokno Pasilan together with Ballarat Youth Services volunteers. This year's Begonia Festival also comprised of new elements in the CBD including Begonia Byways, a laneways installation which profiled the work of artists Hattie Molloy and Esther Olsson, BOOM Box entertainment, and the food truck events which were held in Alfred Deakin Place on the two Friday nights of the festival.
4. Harmony Week celebrates its 12th year
Harmony Fest, which centres around Harmony Day, the United Nation's International Day for the Elimination of Racial Discrimination, has wrapped up after another successful year. Launched in 2010, Harmony Fest has become the City of Ballarat's vibrant celebration of cultural diversity through music, dance, art, food, storytelling and discussions. This year's extensive program of events has been nothing short of inspiring. One of the key highlights of the program has been the Intercultural City Extravaganza which featured performances by Amaru Tribe and One Spirit Africa.
5. A wider Franklin Bridge officially opens
On 16 March, the wider and stronger \$2,850,264 Franklin Bridge was officially opened at Scotchmans Lead. The new concrete structure replaces the former one-lane bridge, estimated to be built in 1914, spanning the Yarrowee River between Buninyong and Napoleons. Construction of the 40m bridge began in June 2020 and was completed in late 2020, when it opened to traffic. The official opening was postponed due to COVID-

19 restrictions. The new bridge is a three-way partnership between the Federal Government, the City of Ballarat, and the Golden Plains Shire. The Federal Government's Department of Infrastructure Bridge Renewal Program provided \$1,425,132 in funding, the City of Ballarat contributed \$912,490 and the Golden Plains Shire provided \$512,642.

6. Ballarat's streetlighting receives \$3million upgrade

Ballarat's streetlighting has received a major upgrade with 6,750 lights replaced by energy efficient LEDs along the City of Ballarat's smaller residential roads. The LED technology offers superior performance and life expectancy and will deliver significant cost savings and reduced environmental impact. The initiative is a flagship action of the City of Ballarat's *Carbon Neutrality and 100% Renewables Action Plan* and aligns with the strategic commitment to reduce greenhouse gas emissions and mitigate climate change. Works began on the \$3million City of Ballarat-funded program in June 2021 and were completed in January 2022.

7. Launch of the Youth Strategy 2022-2026

The new youth strategy is being created by a diverse and enthusiastic group of 12 young people who will act as 'Co-designers' with City of Ballarat staff. These young people are passionate about being involved in their local community, contributing, and representing the views, ideas and needs of young people in the Ballarat area. To help formulate the strategy, the City of Ballarat wants to hear directly from the young people of Ballarat to make sure it is delivering the services and support needed. Three surveys are now online for the city's youth and broader community to have their say on what matters to them for young people aged 12-25.

8. Great results for the Carbon Neutrality and 100% Renewables Action Plan

The City of Ballarat is on its way to reaching an organisational net zero emissions target by 2025. A progress report on the implementation of the City of Ballarat's *Carbon Neutrality and 100% Renewables Action Plan* shows emissions avoided as a result of implemented initiatives is about 15,000 tonnes carbon dioxide equivalent (tCO₂-eq) annually by 2025. These reductions are mainly the result of a decrease in electricity used by the City of Ballarat's facilities and implementation of LED streetlighting and methane recovery at the landfill. The Plan, adopted by Council in 2019, provides advice to the City of Ballarat on how to support the community with emissions reduction initiatives and to capitalise on renewable energy opportunities. It contains 61 actions – three of these actions have been completed and 44 actions are now underway, with 14 yet to commence.

OFFICER RECOMMENDATION

9. That Council:

9.1 Receive and note the CEO's Operational Report.

ATTACHMENTS

1. Governance Review [7.1.1 - 1 page]

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ALIGNMENT WITH COUNCIL VISION, COUNCIL PLAN, STRATEGIES AND POLICIES

1. The Chief Executive Officers report is in line with Council's commitment to transparent decision making as expressed in the Council Plan.

COMMUNITY IMPACT

2. The report is part of Council's commitment to ensuring the community is informed about key projects and initiatives delivered and ongoing, and community consultation being undertaken by the City of Ballarat.

CLIMATE EMERGENCY AND ENVIRONMENTAL SUSTAINABILITY IMPLICATIONS

3. No climate emergency and environmental sustainability implications have arisen from the preparation of this report.

ECONOMIC SUSTAINABILITY IMPLICATIONS

4. No additional economic sustainability implications have arisen from the preparation of this report.

FINANCIAL IMPLICATIONS

5. No additional financial implications have arisen from the preparation of this report.

LEGAL AND RISK CONSIDERATIONS

6. It is considered there are no legal and risk considerations associated with this report.

HUMAN RIGHTS CONSIDERATIONS

7. It is considered that the report does not impact on any human rights identified in the *Charter of Human Rights and Responsibilities Act 2006*.

COMMUNITY CONSULTATION AND ENGAGEMENT

8. No community consultation and engagement was required.

CONFLICTS OF INTEREST THAT HAVE ARISEN IN PREPARATION OF THE REPORT

9. Council Officers affirm that no general or material interests need to be declared in relation to the matter of this report.

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8. OFFICER REPORTS

8.1. PEEL STREET REDEVELOPMENT SITES - EXPRESSION OF INTEREST

Division: Development and Growth
Director: Natalie Robertson
Author/Position: James Guy – Executive Manager Economic Growth

PURPOSE

1. To outline the scope and focus of Stage 2 implementation of the Bakery Hill and Bridge Mall Urban Renewal Plan, particularly the role City of Ballarat can play to accelerate private sector investment in the Ballarat CBD.
2. To seek endorsement of the proposed procurement implementation plan for the development of two key strategic sites within the Bakery Hill Precinct (the Precinct); 5 Peel Street South and 28-32 Peel Street North (the sites) as catalyst sites for positive change.
3. To seek endorsement to progress with the distribution and advertisement of two Expression of Interest (EOI) documents as per attached.
4. Seek to have Council endorse the proposed assessment criteria as outlined in the attached EOI's.
5. To request Council progress with the sale of the sites as per section 114 of the *Local Government Act 2020*, including a period of community engagement.

BACKGROUND

Bakery Hill and Bridge Mall Urban Renewal Plan

6. The Bakery Hill and Bridge Mall Urban Renewal Plan (2019) sets a long-term (30 year) vision for the redevelopment of the core CBD area of Ballarat.
7. The Plan is the first step in an ongoing process of urban renewal – harnessing community and government leadership and action to progressively restore Bakery Hill to its role as a thriving economic heart and gateway to Ballarat; with a distinctive character and a connected community.
8. A number of actions and priority projects are identified which are required to guide change within the precinct over the short, medium and long term.
9. Targets are included for the area over the next 30 years to reach its potential, including:
 - an additional 600 new jobs
 - accommodate approximately 5,000 new residents
 - more diverse tenancy mix
 - 5% of new dwellings delivered as affordable housing
 - zero net-emissions and 100% renewable energy
 - new architectural buildings demonstrating architectural excellence
 - 1ha of greenspace across the precinct.

10. Greater residential densities and diversity across the Precinct, is encouraged by the Bakery Hill Urban Renewal Plan. A diverse residential offering would encourage a night-time economy by supporting tenancies for uses that generate activity outside of standard retail operating hours.

Stage 1 implementation works underway

11. In October 2019 Council resolved in part to "...Adopt the final Bakery Hill Urban Renewal Plan and commence immediate implementation, including early works supported by the plan and relevant business support programs" (R274/19) following resolution in May 2019 to "...Provide in-principle support for a staged major capital works and investment package to open up the Bridge Street Mall to shared pedestrian and vehicular movement, provide an environmentally sensitive and attractive public realm and streetscape..." (R110/19).
12. These initial capital works comprise Stage 1 implementation of the Urban Renewal Plan and seek to put in place the fundamentals for long-term renewal, strategically improve functional and aesthetic aspects of the area, provide confidence to investors and improve the public realm onto which new developments can then interface themselves.
13. The scope of Stage 1 works include physical changes to the Bridge Mall, Little Bridge, and Grenville Streets and a range of business and landowner support opportunities including grants to restore and upgrade building facades and related features to provide an improved customer experience

Stage 2 Commercialisation

14. At the Meeting of 22 September 2021, Council resolved to explore a commercial development process for two parcels of Council owned land in the Ballarat CBD, with a view to those parcels potentially acting as catalysts for private development and progress exemplars of the development envisaged by the Bakery Hill Urban Renewal Plan.
15. Two Council owned key strategic development sites have been identified within the Bakery Hill Precinct, both being at-grade public car parks.
16. Council engaged the services of Biruu Pty Ltd to provide guidance on the most appropriate pathway to commercialisation for these sites.
17. The following procurement process has been designed to ensure an efficient, fair and cost-effective outcome. It includes the following steps:
 - Council issues notice with the intent to sell the sites and commences a consultation period
 - Expression of Interest (EOI) proposals are sought from the market
 - EOI proposals are assessed
 - Selection of respondents are invited to provide more clarity and receive further information, or cessation of the transaction process
 - Council decides on shortlisted EOI proposals
 - Request for proposals (RFP) are sought
 - Final proposals are submitted
 - Final proposals are assessed
 - Council to decide if transaction is to progress

- A preferred respondent be nominated for each site to be given exclusive negotiation rights for a limited timeframe with defined milestones.
- One-on-one negotiations with the preferred developer (for each site) with the aim to negotiate an acceptable land sale and development agreement
- If negotiations are acceptable to Council, enter into a legal agreement
- Developer must lodge planning permit and upon a successful result must build the project.

This methodology comprises the following key components:

EOI Phase

- This is an open phase - anybody can request the documents and respond to express their interest in the Project
- The EOI documents are essentially public domain
- Assessment of responses focuses on ranking proponents assessed as capable, experienced and show the sought-after expertise to deliver the Project.

RFP Phase

- This is a closed phase – only the proponents shortlisted in the EOI stage will receive the RFP documentation
- The RFP documentation is more detailed with inclusion of a greater level of technical, design, commercial and legal information
- Proponents are asked to prepare and submit detailed proposals for the Project that will include design, financing, operations, cost, time and contract components suitable for inclusion into a binding contract
- Assessment of the proposals received is multi-dimensional across design, risk, commercial, legal, and technical issues, and may require specialist component assessment.

Contract Close Phase

- After evaluation of the RFP submissions a preferred party is selected and given exclusive access to negotiations with Council and its advisors
- Upon successful negotiation of the contract documents and requisite approvals they can be signed.

Local Government Act 2020 - Section 114

18. The *Local Government Act 2020*, Section 114 places restriction on Council's power to sell or exchange land.
19. Before selling or exchanging the land, the Council must:
 - a) at least 4 weeks prior to selling or exchanging the land, publish notice of intention to do so
 - b) undertake a community engagement process in accordance with its community engagement policy; and
 - c) obtain from a person who holds the qualifications or experience specified under section 13DA(2) of the *Valuation of Land Act 1960* a valuation of the land which is made not more than 6 months prior to the sale or exchange.

KEY MATTERS

Leveraging Council owned property as another opportunity

20. There are currently only a small number of active redevelopment opportunities in the Ballarat CBD, with the inner-city redevelopment market in its early stages of maturity.
21. There are few recent examples of quality new constructions which bring inner city housing into the area, meet the highest standards of architectural excellence sought by the Urban Renewal Plan and which give the wider property market the confidence to invest heavily in these centrally located sites.
22. In 2020 Council engaged the services of Ernst and Young Pty Ltd to test and model the feasibility of a range of development scenarios on key Council owned sites within the Bakery Hill precinct. This investigation included interviews and workshops with the local development industry representatives and stakeholders.
23. The analysis identified there is an opportunity for City of Ballarat to consider how it could proactively act as a catalyst for kick starting or building confidence in an inner-city mixed use / residential property market which is currently under-developed and could return significantly higher community benefit from its own land over time than the status quo.
24. Specifically, the analysis highlighted opportunities for Council owned sites at 5 Peel Street South, 28-32 Peel St North, and the supermarket precinct carpark between Little Bridge and Dana Streets.
25. There are noted gaps in the current CBD market offering with regard to premium inner-city housing, affordable housing, exemplars for architectural design, construction and environmental efficiency and performance, student accommodation, hotels and premium office space – amongst many other opportunities that could be pursued on these sites and achieve a range of adopted Council policy outcomes and objectives.
26. As this opportunity seeks maximum community benefit and leverage for private investment more broadly, opportunities for a range of ownership / partnership / management models will be considered. Opportunities where adjacent property owners are interested in delivery of 'super lot' or precinct-based renewal would be of significant interest, as would opportunities for next level environmental performance and architectural merit.

Expression of Interest

27. The purpose of the EOI is:
 - To make the market aware of the redevelopment opportunity on the sites
 - Provide the market with high level site, technical, financial and commercial information
 - Allow interested parties to develop indicative designs and prepare indicative development proposals
 - Assess the proposals against selection criteria
 - Prepare advice to Council on how to proceed.
28. The EOI stage offers interested parties the opportunity to:
 - Express their interest in the Project

- Propose a team for designing, delivering, financing, owning and operating the Project
 - Outline the teams experience and capability in similar projects
 - Comment on the conceptual risk transfer and commercial model proposed
 - Give Council assurances that they can finance the Project, accept the risk transfer proposed, and give a high level of certainty of delivery
 - Outline their design concept and operational model for the Project
 - Propose their land purchase amounts and terms.
29. The EOI explicitly references the assessment criteria that will be used to evaluate the responses to the EOI. The criteria will include:
- Council's vision: Extent to which the proposal aligns with Council's vision for the site
 - Design and built form: Extent to which the design proposed delivers a development which complies with Council's design criteria for the site
 - Financial capacity: Extent to which respondents have the financial capacity to finance the project
 - Experience and operational capacity: Extent to which respondents have previously delivered similar developments, and are capable of delivering this development in a timely manner
 - Financial return: The financial return to Council.
30. Council has appointed Biruu Pty Ltd and Maddocks Pty Ltd to assist with the EOI process.

Carparking within the Ballarat Central Business District

31. If both sites are developed the expected parking loss is:
- 30 parks at 28-32 Peel North.
 - 49 parks in the council-controlled parking area, 2 of which are disabled spots at 5 Peel South.
32. The Victorian State Government has committed to build 1000 new free car parking spaces in Ballarat.
33. Regional Development Victoria (RDV) in partnership with the City of Ballarat and Ballarat Health Services, has now identified sites including potential locations that could deliver the commitment of 1000 car parks. These include:
- CBD supermarket precinct, south of Little Bridge Street (within the Bakery Hill Precinct)
 - The redevelopment of Market Street, near the city's library and new GovHub
 - Federation University's SMB campus
 - Ballarat Base Hospital; and others
34. Community engagement in August 2021 received more than 240 responses, with all proposed locations receiving majority support.

OFFICER RECOMMENDATION

35. That Council:

- 35.1. Endorse the proposed procurement process for the development of two key strategic sites within the Bakery Hill Precinct; 5 Peel Street South and 28-32 Peel Street North.**

- 35.2. Endorse the distribution and advertisement of two Expression of Interest documents (Attachments 2 and 3), one for each site – noting there may be minor updates and corrections prior to publication.**
- 35.3. Endorse the proposed assessment criteria as outlined in the two Expression of Interest documents (Attachments 2 and 3).**
- 35.4. Instruct officers to undertake the statutory process related to notification of the intention to sell the land at 5 Peel Street South and 28-32 Peel Street North as per the requirements of the *Local Government Act 2020* - Section 114 and commence the required community consultation period.**

ATTACHMENTS

- 1. Governance Review [8.1.1 - 2 pages]
- 2. EOI 28-32 Peel Street [8.1.2 - 26 pages]
- 3. EOI 5 Peel Street [8.1.3 - 26 pages]

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ALIGNMENT WITH COUNCIL VISION, COUNCIL PLAN, STRATEGIES AND POLICIES

1. Bakery Hill and Bridge Mall Urban Renewal Plan (2019)
2. CBD Strategy (2008 and 2014)
3. Creative City Strategy and Masterplan (2019)
4. Council Plan 2021-25
5. Today, Tomorrow, Together: the Ballarat Strategy (2040) (2015)

COMMUNITY IMPACT

6. It is expected redevelopment could have a significant positive impact on the community. The exact impacts will be dependent on if there is ultimately a decision to proceed with a proposal, and what that comprises.
7. The market-based process will highlight specific development that is focussed on community matters such as social and affordable housing, environmental performance or other issue which elevates the level of community impact above current levels.
8. The land is currently used for paid car parking. If both sites are developed the expected parking loss is:
 - 30 parks at 28-32 Peel North.
 - 49 parks in the council-controlled parking area, 2 of which are disabled spots at 5 Peel South.

CLIMATE EMERGENCY AND ENVIRONMENTAL SUSTAINABILITY IMPLICATIONS

9. There are opportunities for development on these sites to achieve best practice standards for environmental, climate and sustainability focussed development in central Ballarat.

ECONOMIC SUSTAINABILITY IMPLICATIONS

10. It is expected that this development will leverage more investment, jobs and opportunity in the heart of the CBD - with a strong focus on supporting, encouraging and building confidence in private sector investment.

FINANCIAL IMPLICATIONS

11. This program could have major financial implications for City of Ballarat, depending on the outcome. If Council supports to proceed with a development opportunity on Council owned land, the model of ownership, management and development pursued and the timeframes on which this occurs are all determinates of the final financial outcome. Under various models there are various rates of return from an up-front profit for land sale through to a long-term payback through joint venture arrangements. The detailed financial plan for any future development will be developed as part of future stages of the program.
12. Removal of the current paid parking will result in a minor reduction in parking fees collected from that site, which would be expected to be far outweighed by other costs and revenue streams under a model of redevelopment.

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LEGAL AND RISK CONSIDERATIONS

13. The proposed commercial pathway for these investment sites has been developed to ensure appropriate management of the legal related considerations and appropriate risk mitigation measures.

HUMAN RIGHTS CONSIDERATIONS

14. It is considered that the report does not impact on any human rights identified in the *Charter of Human Rights and Responsibilities Act 2006*.

COMMUNITY CONSULTATION AND ENGAGEMENT

15. The main driver of this initiative, The Bakery Hill and Bridge Mall Urban Renewal Plan (2019), was thoroughly consulted through a number of engagement methods and opportunities.
16. A Consultation Plan has been developed and will commence if Council intends to proceed.

GENDER EQUALITY ACT 2020

17. There are no gender equality implications identified for the subject of this report.

CONFLICTS OF INTEREST THAT HAVE ARISEN IN PREPARATION OF THE REPORT

18. Council officers affirm that no general or material conflicts need to be declared in relation to the matter of this report.

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Bakery Hill Site Redevelopments

28-32 Peel Street North

Expression of Interest
Information Memorandum

Version: Final Draft 0.6 for Council Approval

CITY OF
BALLARAT



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EXECUTIVE SUMMARY

Background

Ballarat is one of Australia's fastest growing regional cities. It is Western Victoria's regional hub for economic activity and the largest city in the Goldfields region of Victoria. The city is also a significant tourist destination recognised for its culture, history, and its well-preserved Victorian era heritage.

The Council is running a commercial process to explore redevelopment of two Council owned car park sites in the Ballarat CBD.

Redevelopment of the Ballarat CBD is guided by the adopted Bakery Hill and Bridge Mall Urban Renewal Plan (adopted 2019). This plan recognises the need for substantial private investment in the area and specifically points to the need for mixed use and inner-city housing developments to generate an inner-city population.

Sites

At the Meeting of 22nd September 2021, Ballarat City Council ('Council') resolved to explore a commercial development process for two parcels of Council owned land in the Ballarat CBD, with a view to those parcels potentially acting as catalysts for private development in the area and potentially progressing exemplars of the development envisaged by the Urban Renewal Plan. The sites are:

- **5 Peel Street South** (approximately 1731 sqm zoned Commercial 1)
- **28-32 Peel Street North** (approximately 1012 sqm zoned Commercial 1)

These sites will be transacted separately.

This Expression of Interest Information Memorandum has regard to the 28-32 Peel Street North site ('Site').

Project Aim

The Project seeks to sell the Site which will then be redeveloped to the benefit of Ballarat consistent with the Bakery Hill and Bridge Mall Urban Renewal Plan. Any sale will contain conditions to ensure the proposed development proceeds as agreed.

As a first step, interested parties are invited to register their interest in the Project and submit indicative design, financial and commercial details.

Purpose of the EOI

The purpose of this EOI are:

- To make the market aware of the redevelopment opportunity on the Site
- Provide the market with high level site, technical, financial and commercial information
- Allow interested parties to develop indicative designs and prepare indicative development proposals
- Assess these proposals against the selection criteria
- Prepare advice to Council on how to proceed.



Governance

Council as the landowner is responsible for the Project. Council has established project governance arrangements to manage this procurement process.

Process

This EOI stage offers interested parties ('Respondents') the opportunity to:

- Express their interest in the Project
- Propose a team for designing, delivering, financing, owning and operating the Project
- Outline the teams experience and capability in similar projects
- Comment on the conceptual risk transfer and commercial model proposed
- Give Council assurances that they can finance the Project, accept the risk transfer proposed, and give a high level of certainty of delivery
- Outline their design concept and operational model for the Project
- Propose their land purchase amounts and terms.

Council has appointed Biruu and Maddocks to assist with the EOI process.

Lodgement

[Via the eprocure portal - details to be advised]

Communication during EOI

All enquiries in relation to this EOI must be directed via the procurement portal.

Further Information

The following further information is available upon request:

- Features survey
- Site Classification Geotechnical Report
- Preliminary Environmental Site Investigation

BAKERY HILL URBAN RENEWAL

Background

In 2019 Council prepared the Bakery Hill Urban Renewal Plan. The plan is available on the Council website.

The Plan was prepared in a collaborative manner with a range of technical and community stakeholders. A staged approach was adopted, with regular involvement of the community, traders and technical stakeholders.

Redevelopment of the Ballarat CBD is guided by the Plan (adopted in 2019). It recognises the need for substantial private investment in the area and specifically points to the need for mixed use and inner-city housing developments to generate an inner-city population.

Catalyst Sites

Council resolved to explore a commercial development process for two parcels of Council owned land in the Ballarat CBD, with a view to those parcels potentially acting as catalysts for private development in the area and potentially progressing exemplars of the development envisaged by the Urban Renewal Plan.

Vision

During the formulation of the vision, three key themes have emerged that have been used as a basis to give effect to the vision: Thriving, Connected and Distinctive.

Upgrades to and redevelopment of key sites will drive change and investment to create a great place to live, work and play, and to diversify the economy and add to the unique sense of place and community.



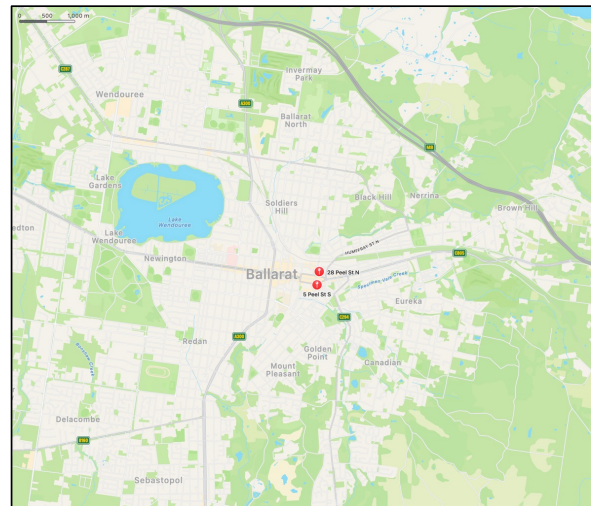
Figure 12: Bakery Hill Urban Renewal Plan

LOCATION

Location

Located 110km west of Melbourne, Ballarat is one of Australia's fastest growing regional cities and the third largest city in Victoria. It serves an economic community of 400,000 people.

The Site is located in the CBD and is owned by Council. It is currently being used as a public carpark. The commitment by the State Government to provide up to 1000 new spaces in Ballarat CBD means that the Site can be put to a higher and better use as proposed by the Bakery Hill Urban Renewal Plan.



A THRIVING ECONOMY, SUPPORTING AN ENGAGED AND RESILIENT COMMUNITY.

Bakery Hill will be a thriving mixed use hub - a key destination within Ballarat and a gateway to the Ballarat CBD. The Precinct will play an important role in Ballarat's economy and community life; it will be the centre of innovative and creative industries; an active and vibrant place during the day and night, and a sought after place to live for a diverse range of people.

Upgrades to and ultimately re-development of key sites will drive change and investment to create a great place to live, work and play, and to diversify the economy and add to the unique sense of place and community.

Bakery Hill will be an environmentally sustainable place and resilient community that limits the impact of climate change, and is adaptable to meet changing needs.

OBJECTIVES

- T1** Bakery Hill's renewal will be an ongoing **community led process**, that supports local leadership and private sector partnerships.
- T2** Bakery Hill will be reinvigorated with **diverse land uses**, including restaurants, creative industries, commercial uses and residential development.
- T3** Bakery Hill will be promoted as a **great place to live** for all people.
- T4** Bakery Hill will be positioned as a leader in **climate change adaptability and resilience**.

The sub-precincts identified in Figure 8 are derived from Making Ballarat Central - The CBD Strategy and modified to strengthen the core to become a mixed use Activity Hub that not only offers retail, but also residential, commercial and community uses.



Figure 9: Urban Renewal Plan - Thriving

DRAWING KEY	
	Key redevelopment sites (Short-medium term)
	Key redevelopment sites (Long term)
	Activity hub
	Local retail hub
	Residential hub
	Community hub
	CBD peripheral retail
	Office
	Railway precinct

28-32 PEEL ST NORTH VISION

Site Vision

The Bakery Hill and Bridge Mall Urban Renewal Plan (2019) describes the general area around this site as being well suited to mixed use or residential developments which play an important role in Ballarat's economy and community. The aspiration is for this specific area to be an active and vibrant place during the day and night, and a sought-after place to live for a diverse range of people. Development should offer environmental, social, and economically sustainable outcomes to the Bakery Hill Precinct, building a resilient community that limits the impact of climate change, and is adaptable to meet changing needs, whilst still being responsive to the historical context of the area.

Council's vision for the 29-32 Peel Street South site in the context of this specific EOI is for a development which:

1. Acts as a leading example of quality design and placemaking in the Ballarat CBD
2. Either directly delivers or supports an inner city population with more people living, visiting and / or working in the area
3. Involves mixed use, residential or other land uses which create or help support activity and vibrancy across both day and night
4. Leverages its location and interfaces to promote private investment beyond just this specific site
5. Delivers on the environmental, social and economic objectives and vision of the Bakery Hill and Bridge Mall Urban Renewal Plan (2019)

Objectives for the Site Redevelopment EOI

Council's objectives with relation to the redevelopment are:

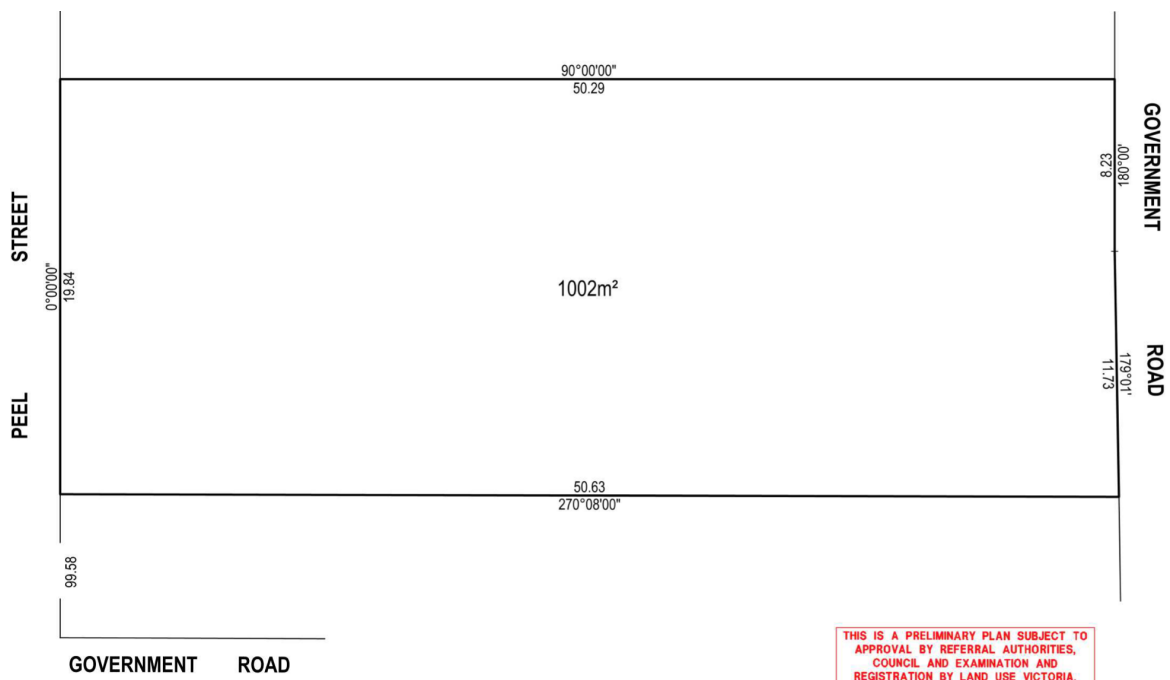
1. Council's vision: Identify respondents with the ability to realise Council's vision for the site
2. Design and built form: Identify respondents with the ability to deliver a development which complies with Council's design criteria for the site
3. Financial capacity: Identify respondents with the financial capacity to undertake their proposed development
4. Experience and operational capacity: Identify respondents capable of delivering the proposed development in a timely manner
5. Financial return: identify respondents which seek a development model that appropriately manages Council's financial exposure, risk and return during any land transaction.

TITLE INFORMATION

The Site is located at 28-32 Peel Street North, Bakery Hill, and comprises the following parcels:

- the land in certificate of title volume 5893 folio 598, being lot 1 on title plan TP245454D;
- the land in certificate of title volume 5878 folio 591, being the land in lot 1 on title plan TP23500P;
- the land in certificate of title volume 11823 folio 328, being the land in lot 1 on title plan TP961197C;
- [#description of road which is being discontinued] and
- [#description of the 'hiatus' piece(s) and information about its status].

Council intends consolidating the 5 parcels of land in accordance with the draft plan of consolidation below. The total area of the Site is 1002 m².



PLANNING

Commercial 1 Zone

The site is zoned Commercial 1 and this supports a wide range of uses to facilitate the creation of a vibrant mixed use for retail, office, business, entertainment and accommodation uses. Whilst the site is unencumbered by any specific overlays, the following is provided as planning guidance to facilitate the planning process; however, it does not guarantee a planning permit will be granted.

Heritage Context is Celebrated

Development must contribute and respond to the heritage context of Ballarat. This includes identifying opportunities to celebrate the heritage of the Wadawurrung and Dja Dja Wurrung peoples, as well as post-settlement heritage.

Urban Structure and Legibility is Improved

There is an opportunity to improve the urban structure within the CBD this can be achieved through consideration of:

- Pedestrian, bike, vehicle access, permeability and connectivity are improved
- New streets, lanes and footpaths are to be designed in accordance with the Council's public realm standards
- Streets and laneways that formed the historic urban fabric are reinstated where appropriate
- A clear sense of address is provided for all buildings, dwellings and commercial premises within the CBD.

Building Heights

The buildings in Ballarat CBD generally vary between one and five storeys. The heights of buildings vary along the street but there is usually no more than a two-storey difference between neighbouring buildings.

View Analysis Overview

Ballarat's historic city skyline and unique story are celebrated and valued by both residents and visitors. The case for protecting Ballarat's Skyline was established in the concept of the 'City in the Landscape' - a key platform for change identified within the Ballarat Strategy. Components of the City in the Landscape include:

1. The natural topography and landscape features which surround the city.
2. Landmark buildings across the city.
3. The historical significance of the city (including precontact and post-contact Ballarat).

Parking Provision

The Ballarat Planning Scheme sets out how much on-site car parking must be provided for particular uses. If this car parking cannot be provided, then Council may consider an application to reduce the amount of car parking required.

RELEVANT SITE INFORMATION

Bakery Hill Urban Renewal Plan

The following are some relevant extracts from the Bakery Hill Urban Renewal Plan.



A THRIVING ECONOMY, SUPPORTING AN ENGAGED AND RESILIENT COMMUNITY.

Bakery Hill will be a thriving mixed use hub- a key destination within Ballarat and a gateway to the Ballarat CBD. The Precinct will play an important role in Ballarat's economy and community life; it will be the centre of innovative and creative industries; an active and vibrant place during the day and night, and a sought after place to live for a diverse range of people.

Upgrades to and ultimately re-development of key sites will drive change and investment to create a great place to live, work and play, and to diversify the economy and add to the unique sense of place and community.

Bakery Hill will be an environmentally sustainable place and resilient community that limits the impact of climate change, and is adaptable to meet changing needs.

OBJECTIVES

- T1** Bakery Hill's renewal will be an ongoing **community led process**, that supports local leadership and private sector partnerships.
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	CBD retail
	Office
	Railway precinct

BAKERY HILL AND BRIDGE MALL PRECINCT - URBAN RENEWAL PLAN - PART 3



ARTIST'S IMPRESSION ONLY
BY GEOFFREY FALK



Relevant Initiatives and Actions

- T1.1 C1.4 D1.2
- T2.2
- T3.1
- T3.3
- T4.1



1 STRENGTHEN CONNECTION TO BALLARAT RAILWAY STATION



2 DIVERSE BOULEVARD STREETSCAPES



3 PROVIDE RESIDENTIAL LIVING



4 ENCOURAGE NEW COMMERCIAL SPACES FOR EMPLOYMENT



5 PROTECT AND ENHANCE THE HERITAGE RANGER BARRACKS



6 ENCOURAGE SUSTAINABLE LIVING AND INCREASE CANOPY TREE COVER



PARKING IN BALLARAT CBD

Ballarat Regional Car Parks Fund

The following information has been obtained from the Ballarat Regional Car Parks Fund website at engage.vic.gov.au/ballarat-regional-car-parks-fund.

During the 2018 election, the state government committed to build 1000 new free car parking spaces in Ballarat to help take the pressure off neighbouring streets and make it easier to get in and out of the city.

Regional Development Victoria (RDV) in partnership with Council and Ballarat Health Services, has now identified sites including five potential locations that could deliver the commitment of 1000 car parks.

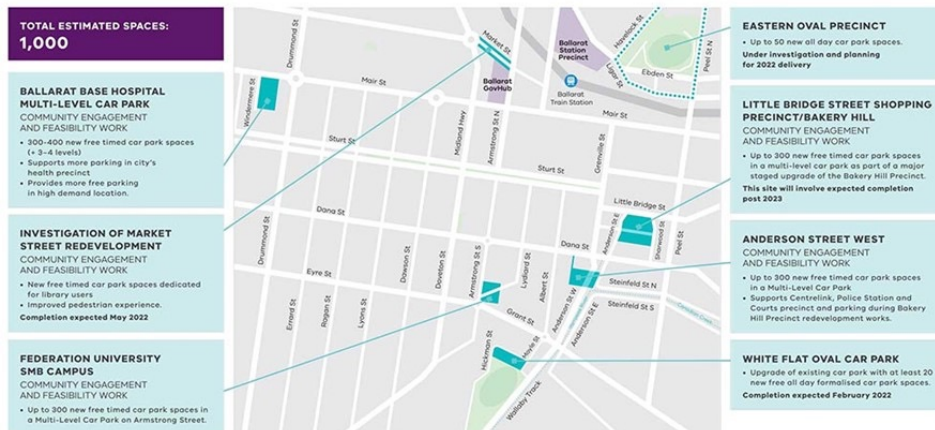
These include:

- The redevelopment of Market Street, near the city’s library and new GovHub
- Anderson Street West, near Dana Street
- Federation University’s SMB campus
- CBD supermarket precinct, south of Little Bridge Street
- Ballarat Base Hospital

The Victorian Government has released a statement saying works are set to begin at three sites (Market St, White Flat Oval and Eastern Oval).

Community engagement in August 2021 received more than 240 responses, with all proposed locations receiving majority support.

The feedback will help to decide site inclusion, scale of works and priority of delivery for a number of sites across Ballarat. Feasibility works on several of these sites are now underway, while construction of the first three Ballarat car park locations, providing approximately 150 new additional free car park spaces is planned for completion by mid-2022



Source: <https://engage.vic.gov.au/ballarat-regional-car-parks-fund>

Public Parking Provision on the Redevelopment Sites

In light of the above, Council considers that the public parking currently being provided on the site will be more than adequately replaced over time by the state government fund. Existing public car parking is therefore **not required to be provided in the proposed development**.

Note that car parking will still be required to satisfy planning requirements of the sites depending on the intended use.

DESIGN CRITERIA

Council seeks the following design criteria for the Site:

- *Inspiring* – Good design embedding the very essence of the development into a narrative and vision. A vision which elevates the development beyond its primary purpose and delivers an inspiring addition to the built environment.
- *Contextual* – Good design informed by its location responding to site-specific environmental, social and cultural conditions. Appropriate contextual relationships with regard to building scale, form, mass and materiality of all elements to create a valuable addition to the Precinct.
- *Functional* – Meets the requirements of a building or place through efficient spatial arrangements which enhance convenience, amenity and opportunities for future adaptability. A design that will fully integrate functional requirements and explores synergies with the project vision to deliver value beyond primary technical needs.
- *Valuable* – Good design marries aesthetics and functionality which will reduce the full life-cycle costs of the project and creates value.
- *Sustainable* – Respects our environment and resources by embedding efficiency, enhancing local ecology and creating a durable long-term built legacy.
- *Enjoyable* – Increasing amenity through creating healthy and safe places that are enjoyable at all times of the day, fostering community involvement and engendering community pride. Inclusive and equitable environments contribute to broader positive social and economic outcomes for all users.
- *Enduring* – Through the synthesis of vision and function, good design embeds lasting value into our built environment. Good design is essential in place-making which promotes community pride, providing a truly enduring legacy which will continue to serve, inspire and delight.





PLANNING PROCESS

Independence

Development will require a Planning Approval. In this regard Council wishes to explicitly state that the assessment of planning submissions on the Site has to be undertaken on an 'arms length' independent basis by Council's Statutory Planning Department.

Council is not in a position to provide any guarantees that Respondent design concepts will achieve a Planning Permit and expressly notes that this risk lies with the Respondent.

Process

Notwithstanding the above requirement for the planning process to operate independently, for this Project Council is proposing:

- Use of the Design Panel to provide design assessment and feedback
- Priority attention by the Planning Department.

NOTE: the Panel is NOT available to help Respondents in their EOI indicative design responses.

Design Panel

Council's Design Panel (the Panel) advises on the design quality of proposals. The roles and functions of the Panel include:

- Providing confidential peer review that is independent from the project team
- Explore and test design ideas and concepts at various stages throughout the design process
- Assisting Council officers in defining and articulating crucial design principles
- Applying professional expertise to assess the quality of the design primarily within the context of planning policies
- Broker alternative approaches and design solutions and expedite decisions.

The Panel is advisory only and does not have a decision-making function. Designed to complement the statutory planning system, influence design decisions early and provide expert advice to all parties, including decision making authorities at key stages of the project's development.

The Panel may be invited to provide feedback to Council on submissions made through this Expression of Interest. A design assessment will occur before a planning application is submitted, providing expert advice to the Respondent. The Panel will also be invited to submit feedback on any planning permit applications made in relation to the Site.

All Panel review sessions will be carried out in strict confidence and Panel members will not discuss proposal nor disclose any information received before or after the review. Panel advice will not generally be published but it may be subject to requirements of freedom of information legislation.

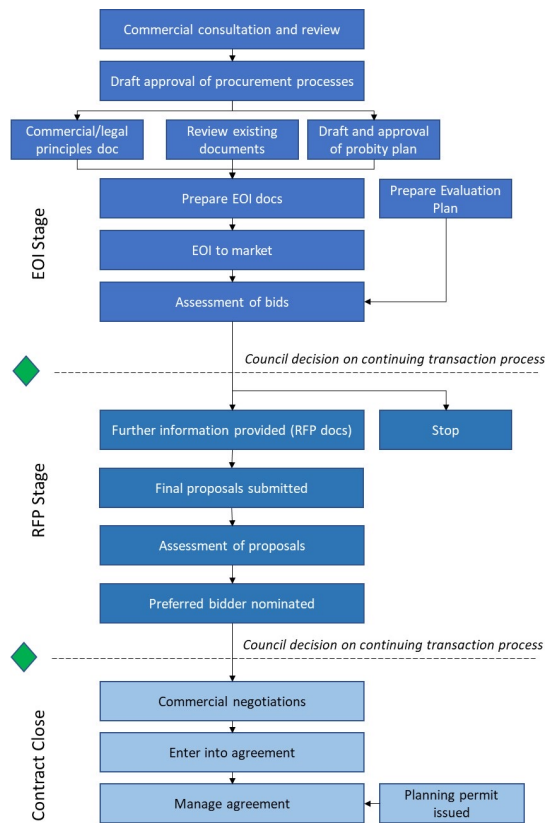
TRANSACTION PROCESS

Process

The procurement process has been designed to ensure an efficient, fair and cost-effective outcome. As a guide, it includes the following steps:

1. EOI Proposals sought from market, Section 114 public notice of intention to sell land issued
2. Assessment
3. Selection of a number of Respondents to be invited to provide more clarity and receive further information, or discontinue the transaction process
4. Request for final proposals (RFP)
5. Final Proposals submitted
6. Assessment
7. A preferred Respondent be nominated and be given exclusive negotiation rights for a limited timeframe with defined milestones, or discontinue the transaction process
8. One-on-one negotiations with the preferred developer (for each site) with the aim to negotiate an acceptable land sale and development agreement, or discontinue the transaction process
9. If negotiations acceptable, enter into legal agreements
10. Developer must lodge planning permit and upon a successful result must build the project.

The above is a guide only and Council reserves the right to change this process and consider alternative transaction models to facilitate the Project.



PROPOSED COMMERCIAL TERMS

Principles

The key commercial principles required by Council include:

- the preferred Respondent will be required to develop the Site in accordance with a design and for purposes approved by Council;
- the preferred Respondent will be required to develop the Site in a timely manner to an agreed timetable. The site cannot be 'land banked';
- the preferred Respondent will be required to obtain all approvals required for its development and use of the Site and accept all risks arising from the design, construction and economic viability of its development; and
- the Site will be sold to the preferred Respondent on an "as is" basis and the preferred Respondent will accept all risks associated with the Site, including environmental, geotechnical and connection of services.

The preferred Respondent) will be required to enter into a contract of sale for the Site (**Contract**) and an agreement under section 173 of the *Planning and Environment Act 1987* (Vic) (**Section 173 Agreement**) which will be registered on the title to the Site following settlement.

Contract

The Respondent will be required to:

- submit its application for planning approval for the development and use of the Site in accordance with approved concepts plans (**Planning Approval**) to Council for approval in its capacity as landowner by no later than [date];
- lodge its application for Planning Approval with the responsible authority by no later than [date]; and
- obtain Planning Approval by no later than [date].

If the Respondent does not obtain Planning Approval by [date], either Council or the Respondent may terminate the Contract.

The Respondent will be required to pay a deposit equal to 10% of the purchase price on execution of the Contract, with settlement and payment of the balance of the purchase price due 30 days after Planning Approval has been obtained.

Section 173 Agreement

The Respondent must develop and use the Site in accordance with the Planning Approval.

The Respondent must:

- substantially commence its development by no later than [date]; and
- complete its development by no later than [date].

If the Respondent does not develop the Site in accordance with these requirements, Council may require the Respondent to retransfer the Site to Council.



RISK APPORTIONMENT

Proposed Risk Apportionment

The proposed risk apportionment for the project is set out in the table below.

Risk Category	Description	Council	Purchaser
Site Risks			
Site availability and control	Risk that the designated project land is available in accordance with the development timetable.	✓	
Approvals (including planning)	Risk that necessary approvals cannot be obtained in accordance with the timetable set out in the Contract of Sale or may be obtained subject to unanticipated conditions that have adverse cost consequences or cause delay in the progress of the works.		✓
Site conditions	Risk that adverse ground condition cause construction costs to increase and/or cause delay in the progress of works.		✓
Environmental	Risk that the site is contaminated or polluted requiring significant expense and/or time to remedy.		✓
Native Title	Risk of any native title claim on the site which delays or prevents progress of the works and/or requires compensation to the Purchaser.		✓
Cultural Heritage and archaeological finds	Risk of cultural heritage or archaeological existing or discovered characteristics that delay works and/or cause construction costs to increase.		✓
Design			
Design Approval	Risk that the Purchaser's Design Documents do not comply with the requirements of the Contract of Sale.		✓
Design	Risk that the Purchaser's built form does not deliver the design in accordance with the Approved Design Documents.		✓
Financial Risk			
Costs	Risk of costs of participating in the EOJ process including legal and professional consultants costs		✓
Financial capacity	Risk that financial demands on the Purchaser exceeds its financial capacity.		✓
Corporate failure	Risk that the Purchaser suffers corporate failure for any reason whatsoever.		✓
Financing risk	Risk that debt and/or equity as required by the Purchaser is not available at that time and in the amounts and on the conditions anticipated.		✓
Change in ownership of the Purchaser	Risk that a change in ownership or control of the Purchaser results in a weakening in their financial standing or support or other detriment to the development.		✓
FIRB approvals	Risk of not obtaining the requisite FIRB approvals in accordance with the development timetable.		✓
Insurance	The risk that insurance may be withdrawn, disallowed or offered on unacceptable terms or premiums increase or decrease due to any adverse incident or market perception.		✓
Construction Phase			
Construction	Risk that events occur during construction which prevent the project being delivered on time and to the budgeted cost.		✓
Change to final plans and specifications			✓
Market competition, economic conditions			✓
Contractor default	Risk of default or failure of a contractor or consultant engaged by the Purchaser causing delays and additional costs to the project.		✓
Industrial action and civil commotion	Risks of strikes, industrial action or civil commotion causing delays or additional costs.		✓
Weather	Risk of adverse weather conditions of any kind causing delay or additional costs to the project.		✓
Third party liability	This is the risk of damage or injury to a member of the public during the construction works.		✓
Risks throughout the development			
Overall delivery	Risk that poor management and co-ordination of all aspects of the development leads to delay and increased costs.		✓
Infrastructure (including services, utilities, etc) and public areas	This is the risk that the provision of infrastructure inside and outside development project is delayed, not delivered, uncoordinated, unfunded, poor quality and includes increased costs, cost over-runs, delays etc.		✓
Community objection	Community objection and action/litigation is taken by anyone within the community, including traders in the precinct seeking the provision of replacement public car parking.		✓
Compliance with laws	This is the risk that compliance with laws (including, without limitation, occupational health and safety laws) exceeds the anticipated cost, and the risk of non-compliance with those laws.		✓
Road Network	This is the risk that the road network for the site is prejudicial to the operation or viability of the project.		✓
Changes in law/policy	This is the risk of a change in law/policy which could not be anticipated at the time of signing the Contract of Sale which is not project-specific and which causes a marked increase in capital costs or has other consequences for the Purchaser.		✓
Any other risk not addressed in this Risk Matrix or the Terms Sheet			✓

RESPONSE TEMPLATE

The structure of the EOI response should be set out in a single file PDF, A4 portrait format in accordance with the following headings:

Section	Information Sought
1. Executive Summary	<ul style="list-style-type: none"> Two pages maximum
2. Respondent Details	<ul style="list-style-type: none"> Name and registered address of Respondent entity Details and evidence pertaining to the corporate ownership of Respondent Corporate history/overview and description of the business of each Respondent Details relating to the proposed transaction vehicle structure i.e. structure and ownership Full contact details, including a primary and secondary contact Confirmation that the Respondent agrees to the terms and conditions set out within this EOI
3. Consortium Members	<ul style="list-style-type: none"> List of Consortium members and the role they will take in the Project Details of key executives and management of each entity
4. Development Experience and Capability	<ul style="list-style-type: none"> Demonstrated experience in the successful development of projects of similar size, complexity and regional location
5. Development Proposal	<ul style="list-style-type: none"> An outline of the key elements of the development proposal Evidence of understanding of the likely key development issues and Project risks
6. Design Proposal	<ul style="list-style-type: none"> Details of the design team and an outline of how design innovation will be incorporated into the Project Concept design vision for the Project (site plan, floor plans, elevations) Concept Areas Schedule
7. Operational Model	<ul style="list-style-type: none"> An outline of the key elements of the operating proposal Evidence of understanding of the target market Approach to ensure the long term sustainability and success of the Project
8. Financial Proposal	<ul style="list-style-type: none"> Indicative land payment Preliminary financial feasibility of the Project
9. Program	<ul style="list-style-type: none"> Provide a high level indicative timeline for the development of the Project
10. Financial Capacity	<ul style="list-style-type: none"> Certified copies of the last two years audited financial accounts, including at a minimum Balance Sheets and Profit and Loss Statements of each Consortium member. If not obliged to prepare the last two years audited financial accounts, other statements will need to be provided which indicate the Respondent's financial capacity Current financial commitments of each nominated Respondent, such as current and proposed projects Evidence of the ability to finance the Project, including supporting documentation that the Respondent is able to access equity and debt funding
11. Ability to Take and Manage Project Risk	<ul style="list-style-type: none"> Confirm acceptance of the project risk apportionment
12. Commercial Terms	<ul style="list-style-type: none"> Confirm acceptance of the proposed commercial principles and terms
13. Economic Benefits	<ul style="list-style-type: none"> Outline of the likely type and form of economic benefits the project will bring to Ballarat

REGISTRATION FORM

Registration Form

A. Respondents must complete the following details:

- 1. **Name:**
- 2. **ACN and ABN:**
- 3. **Registered office:**
- 4. **Postal address:**
- 5. **Nominated contact person**
- 6. **Telephone:**
- 7. **Email address:**
- 8. **Name, address, telephone number and email address of the Respondent's legal practitioner**

B. ACKNOWLEDGMENT AND DECLARATION

We acknowledge that, by submitting this proposal, we accept, and acknowledge that we are bound by, the terms and conditions stated in the Invitation.

We declare that we have no direct or indirect conflict of interest in participating in the development outlined in the Invitation.

We authorise Council to contact our preferred project partners and referees provided as part of this proposal and to obtain from them any relevant information to assist Council in evaluating this proposal.

DATED: 2022

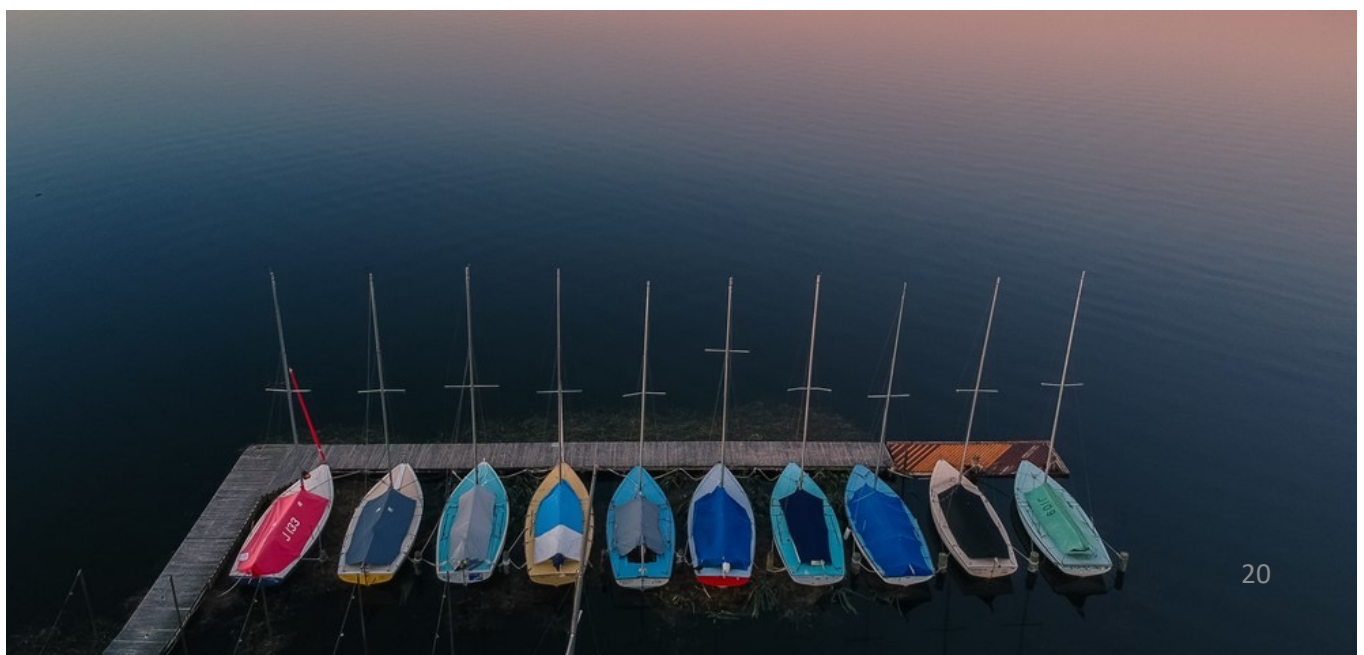
Signed for and on behalf of)
)
)
 (print name of Respondent))
 by)
) Signature of signatory
 (print full name of signatory))
)
)
 (print title of signatory))
 in the presence of:)
)
)
 Signature of witness)
)
)
 Print full name of witness)

ASSESSMENT

Assessment Criteria

EOI responses will be evaluated against the following criteria:

Assessment Criteria	Relevant Response Section
1. Council’s vision: Extent to which the proposal aligns with Council’s vision for the Site	1, 5, 7
2. Design and built form: Extent to which the design proposed delivers a development which complies Council’s design criteria for the Site	6
3. Financial capacity: Extent to which respondents have the financial capacity to finance the project, take and manage risk and accept the proposed commercial terms	10, 11, 12
4. Experience and operational capacity: Extent to which respondents have previously delivered similar developments, and are capable of delivering this development in a timely manner	2, 3, 4, 9
5. Financial return: The financial and economic return to Council and community.	8, 13





TIMING

Indicative Timetable

The indicative and preferred timetable for the Project is outlined below.

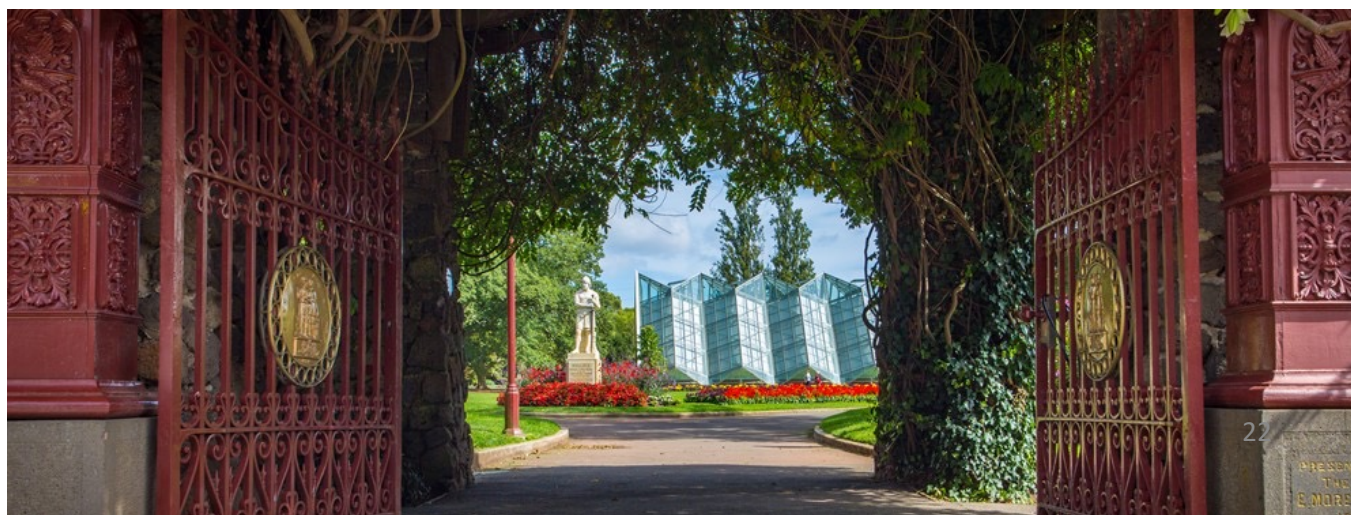
EOI Submissions Close	[TBA]
EOI Assessment	[TBA]
RFP Period	[TBA]
RFP Assessment	[TBA]
Negotiation	[TBA]
Contract with preferred party	[TBA]

FURTHER INFORMATION

Further information is available on request, including:

- Features survey
- Geotech assessment
- Environmental assessment
- Response template in Word format

Please request this further documentation via the procurement portal.



CONDITIONS

Statutory process

The proposed sale of the Site is subject to Council complying with its obligations under the Local Government Act 2020 (Vic) and resolving to sell the Site.

EOI Conditions

The EOI conditions are as follows:

- No further details with respect to the property will be provided to potential Respondents. Council reserves the right to provide additional information if they so desire; a late EOI may be accepted or rejected, at the absolute discretion of Council and its advisors;
- Council may reject any EOI which does not comply with the requirements of this EOI;
- On completion of the EOI process, Council reserves the right to impose conditions on dealing with Respondents, discontinue or amend the EOI process and the EOI conditions at any time, issue a request for proposals to shortlisted Respondents or negotiate with any or several Respondents;
- Respondents warrant that in lodging an EOI it did not rely on any express or implied statement, warranty or representation, whether oral, written, or otherwise made by or on behalf of Council, its officers, employees, agents or advisors other than any statement, warranty or representation expressly contained in the EOI;
- Council may elect not to proceed with the EOI or the sale of the Site, and no discussions regarding the basis for that decision will be entered into;
- The submission of an EOI response by a Respondent will not give rise to any governing contract. Council expressly disclaims any intention to enter into any such contract;
- Respondent and their staff or consultants must not approach or request any other person to approach any member, officer or consultant of Council in order to canvas support from Council. Any Respondent who directly or indirectly seeks to obtain an advantage by the canvassing of support from Council may be disqualified from participating in this EOI process and Council can elect to not consider its EOI response;
- Respondents must not disclose the terms of any proposal unless the Respondent obtains the consent of Council or such disclosure is required for the purpose of implementation of this EOI process;
- Respondents must not make any public statement, including doing any media releases, in relation to this expression of interest process and must refer all enquiries from the media to Council;
- Respondents must not enter into any discussions, agreement, arrangement or understanding with any other Respondent concerning this Project;
- Respondents must not engage in any activity which may give rise to an actual or potential conflict of interest and must as soon as reasonably practicable notify Council of any matter which may give rise to an actual or potential conflict of interest. Council may refuse to consider a proposal from any Respondent where, in Council's opinion, that Respondent has an actual, perceived or potential conflict of interest;
- Respondents agree to comply with any probity requirements of Council or any probity adviser/auditor appointed by Council during the process covered by this EOI;
- Council and its advisors may seek clarification from Respondents on any aspect of the EOI prior to making a decision in this regard;
- Council may alter or amend this EOI and, if so, will do so in writing, Respondents that have registered to receive the EOI documentation will be provided with amendments to the EOI documentation (if any); and
- Nothing in this EOI process fetters or restricts the power or discretion of Council in the exercise of any statutory right, power or duty that the Council may lawfully exercise in respect of the Site or the proposed development of the Site.

Respondents that have registered to receive the EOI documentation will be provided with amendments to the EOI documentation (if any).

IMPORTANT NOTICE

Notice

This information is provided to a party interested in responding to the Expression of Interest ("Respondent") and solely for the purpose of assisting the Respondent and its professional advisors. The information is provided upon the express understanding that it be used for only that purpose. Further, the information is not intended to provide any recommendation either expressly or by implication with respect to the Project.

The information and material contained in this document has been provided to Council by numerous sources. While care has been taken in the preparation of this document, neither Council nor their advisors make any guarantee, representation or warranty, either expressed or implied concerning the accuracy, reliability or completeness of the information or that any information has been audited.

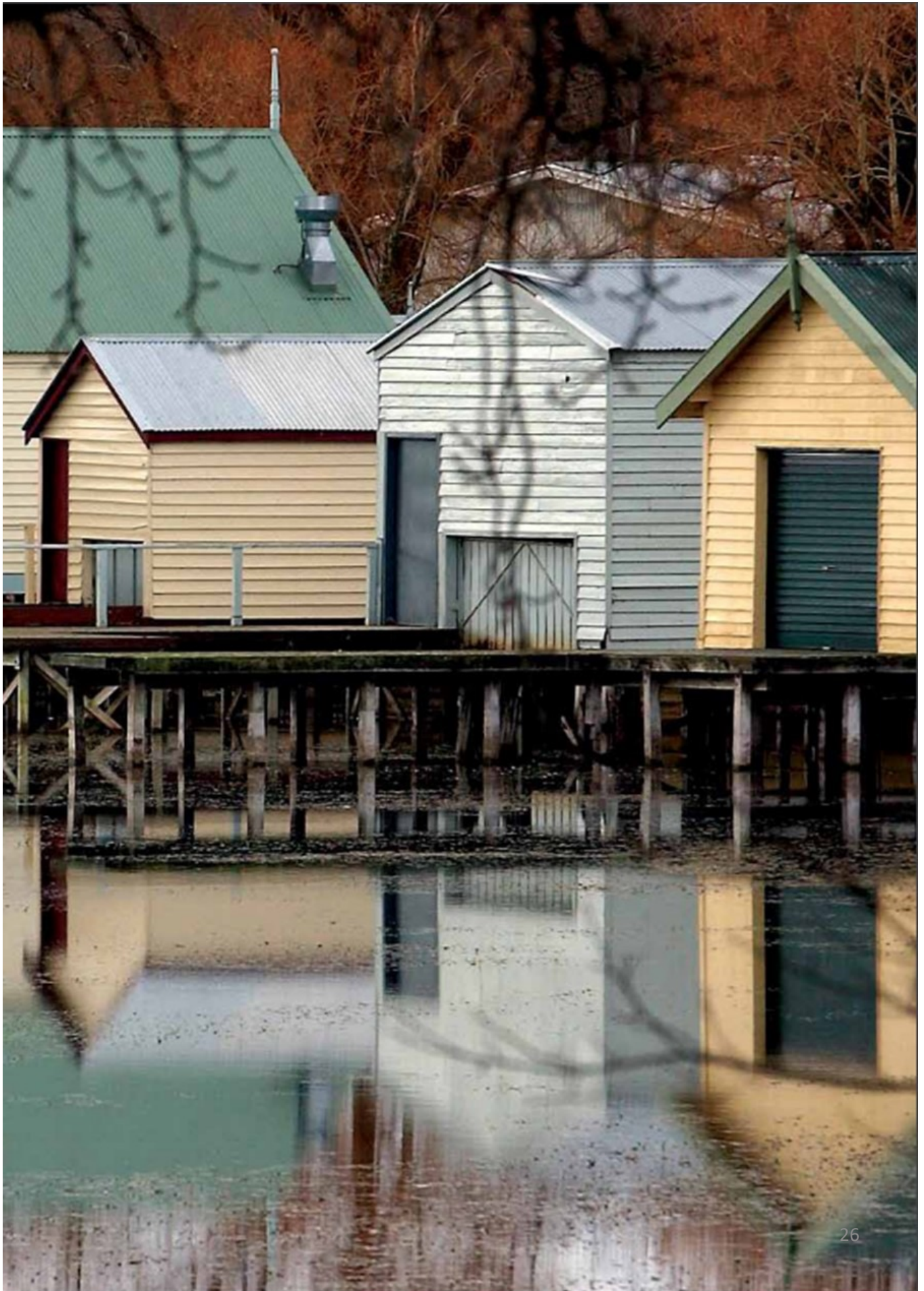
The Respondent to this Expression of Interest should make its own independent investigations and analysis of the property and its own assessment of all information and material provided as to the accuracy, reliability, completeness and timeliness of such information and material. The Respondent should consider seeking appropriate professional advice in reviewing the information and evaluating the suitability of the investment.

In furnishing the information, Council or their advisors do not undertake any obligation to provide the Respondent with access to any additional information. All warranties, conditions, liabilities or representations in relation to the information, advice or other services constituted by this document are hereby expressly negated and excluded to the maximum extent permitted by law. The Respondent agrees to the fullest extent permitted by law, that it shall not seek to sue or hold Council or their advisors liable in any respect by reason of the provision of the information.

Council and their advisors are not liable to reimburse or compensate any party or any of their representatives for any costs or expenses incurred by any party or its representatives in conducting their review and evaluation of this investment opportunity, submitting an expression of interest or otherwise in conjunction with the Project.







Bakery Hill Site Redevelopments

5 Peel Street South

Expression of Interest
Information Memorandum



Version: Final Draft 0.6 for Council Approval



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EXECUTIVE SUMMARY

Background

Ballarat is one of Australia's fastest growing regional cities. It is Western Victoria's regional hub for economic activity and the largest city in the Goldfields region of Victoria. The city is also a significant tourist destination recognised for its culture, history, and its well-preserved Victorian era heritage.

The Council is running a commercial process to explore redevelopment of two Council owned car park sites in the Ballarat CBD.

Redevelopment of the Ballarat CBD is guided by the adopted Bakery Hill and Bridge Mall Urban Renewal Plan (adopted 2019). This plan recognises the need for substantial private investment in the area and specifically points to the need for mixed use and inner-city housing developments to generate an inner-city population.

Sites

At the Meeting of 22nd September 2021, Ballarat City Council ('Council') resolved to explore a commercial development process for two parcels of Council owned land in the Ballarat CBD, with a view to those parcels potentially acting as catalysts for private development in the area and potentially progressing exemplars of the development envisaged by the Urban Renewal Plan. The sites are:

- **5 Peel Street South** (approximately 1731 sqm zoned Commercial 1)
- **28-32 Peel Street North** (approximately 1012 sqm zoned Commercial 1)

These sites will be transacted separately.

This Expression of Interest Information Memorandum has regard to the 5 Peel Street South site ('Site').

Project Aim

The Project seeks to sell the Site which will then be redeveloped to the benefit of Ballarat consistent with the Bakery Hill and Bridge Mall Urban Renewal Plan. Any sale will contain conditions to ensure the proposed development proceeds as agreed.

As a first step, interested parties are invited to register their interest in the Project and submit indicative design, financial and commercial details.

Purpose of the EOI

The purpose of this EOI are:

- To make the market aware of the redevelopment opportunity on the Site
- Provide the market with high level site, technical, financial and commercial information
- Allow interested parties to develop indicative designs and prepare indicative development proposals
- Assess these proposals against the selection criteria
- Prepare advice to Council on how to proceed.



Governance

Council as the landowner is responsible for the Project. Council has established project governance arrangements to manage this procurement process.

Process

This EOI stage offers interested parties ('Respondents') the opportunity to:

- Express their interest in the Project
- Propose a team for designing, delivering, financing, owning and operating the Project
- Outline the teams experience and capability in similar projects
- Comment on the conceptual risk transfer and commercial model proposed
- Give Council assurances that they can finance the Project, accept the risk transfer proposed, and give a high level of certainty of delivery
- Outline their design concept and operational model for the Project
- Propose their land purchase amounts and terms.

Council has appointed Biruu and Maddocks to assist with the EOI process.

Lodgement

[Via the eprocure portal - details to be advised]

Communication during EOI

All enquiries in relation to this EOI must be directed via the procurement portal.

Further Information

The following further information is available upon request:

- Features survey
- Site Classification Geotechnical Report
- Preliminary Environmental Site Investigation

BAKERY HILL URBAN RENEWAL

Background

In 2019 Council prepared the Bakery Hill Urban Renewal Plan. The plan is available on the Council website.

The Plan was prepared in a collaborative manner with a range of technical and community stakeholders. A staged approach was adopted, with regular involvement of the community, traders and technical stakeholders.

Redevelopment of the Ballarat CBD is guided by the Plan (adopted in 2019). It recognises the need for substantial private investment in the area and specifically points to the need for mixed use and inner-city housing developments to generate an inner-city population.

Catalyst Sites

Council resolved to explore a commercial development process for two parcels of Council owned land in the Ballarat CBD, with a view to those parcels potentially acting as catalysts for private development in the area and potentially progressing exemplars of the development envisaged by the Urban Renewal Plan.

Vision

During the formulation of the vision, three key themes have emerged that have been used as a basis to give effect to the vision: Thriving, Connected and Distinctive.

Upgrades to and redevelopment of key sites will drive change and investment to create a great place to live, work and play, and to diversify the economy and add to the unique sense of place and community.



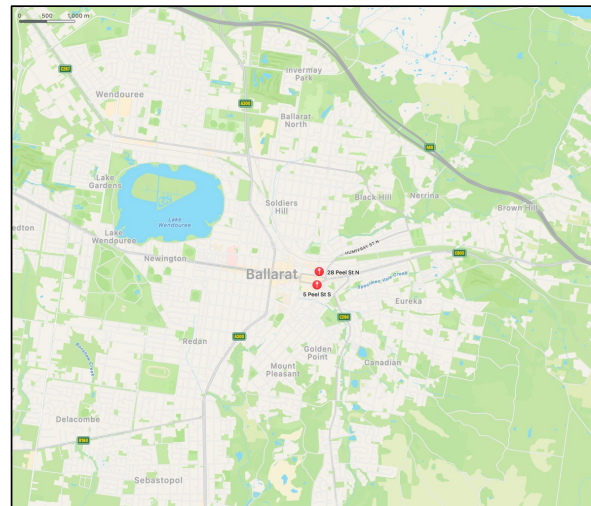
Figure 12: Bakery Hill Urban Renewal Plan

LOCATION

Location

Located 110km west of Melbourne, Ballarat is one of Australia's fastest growing regional cities and the third largest city in Victoria. It serves an economic community of 400,000 people.

The Site is located in the CBD and are owned by Council. It is currently being used as a public carpark. The commitment by the State Government to provide up to 1000 new spaces in Ballarat CBD means that the Site can be put to a higher and better use as proposed by the Bakery Hill Urban Renewal Plan.



A THRIVING ECONOMY, SUPPORTING AN ENGAGED AND RESILIENT COMMUNITY.

Bakery Hill will be a thriving mixed use hub - a key destination within Ballarat and a gateway to the Ballarat CBD. The Precinct will play an important role in Ballarat's economy and community life; it will be the centre of innovative and creative industries; an active and vibrant place during the day and night, and a sought after place to live for a diverse range of people.

Upgrades to and ultimately re-development of key sites will drive change and investment to create a great place to live, work and play, and to diversify the economy and add to the unique sense of place and community.

Bakery Hill will be an environmentally sustainable place and resilient community that limits the impact of climate change, and is adaptable to meet changing needs.

OBJECTIVES

- T1** Bakery Hill's renewal will be an ongoing **community led process**, that supports local leadership and private sector partnerships.
- T2** Bakery Hill will be reinvigorated with **diverse land uses**, including restaurants, creative industries, commercial uses and residential development.
- T3** Bakery Hill will be promoted as a **great place to live** for all people.
- T4** Bakery Hill will be positioned as a leader in **climate change adaptability and resilience**.

The sub-precincts identified in Figure 8 are derived from Making Ballarat Central - The CBD Strategy and modified to strengthen the core to become a mixed use Activity Hub that not only offers retail, but also residential, commercial and community uses.



Figure 9: Urban Renewal Plan - Thriving

DRAWING KEY	
	Key redevelopment sites (Short-medium term)
	Key redevelopment sites (Long term)
	Activity hub
	Local retail hub
	Residential hub
	Community hub
	CBD peripheral retail
	Office
	Railway precinct

5 PEEL ST SOUTH VISION

Site Vision

The Bakery Hill and Bridge Mall Urban Renewal Plan (2019) describes the general area around this site as being at the gateway to the Ballarat CBD, that new developments should play an important role in Ballarat's economy and community. The aspiration is for this specific area to be an active and vibrant place during the day and night, and a sought-after place to live for a diverse range of people. Development should offer environmental, social, and economically sustainable outcomes to the Bakery Hill Precinct, building a resilient community that limits the impact of climate change, and is adaptable to meet changing needs, whilst still being responsive to the historical context of the area.

Council's vision for the 5 Peel Street South site in the context of this specific EOI is for a development which:

1. Acts as a leading example of quality design and placemaking in the Ballarat CBD, particularly in the context of this as a landmark gateway site
2. Either directly delivers or supports an inner city population with more people living, visiting and / or working in the area
3. Involves mixed use, residential or other land uses which create or help support activity and vibrancy across both day and night
4. Leverages its location and interfaces to promote private investment beyond just this specific site
5. Delivers on the environmental, social and economic objectives and vision of the Bakery Hill and Bridge Mall Urban Renewal Plan (2019).

Objectives for the Site Redevelopment EOI

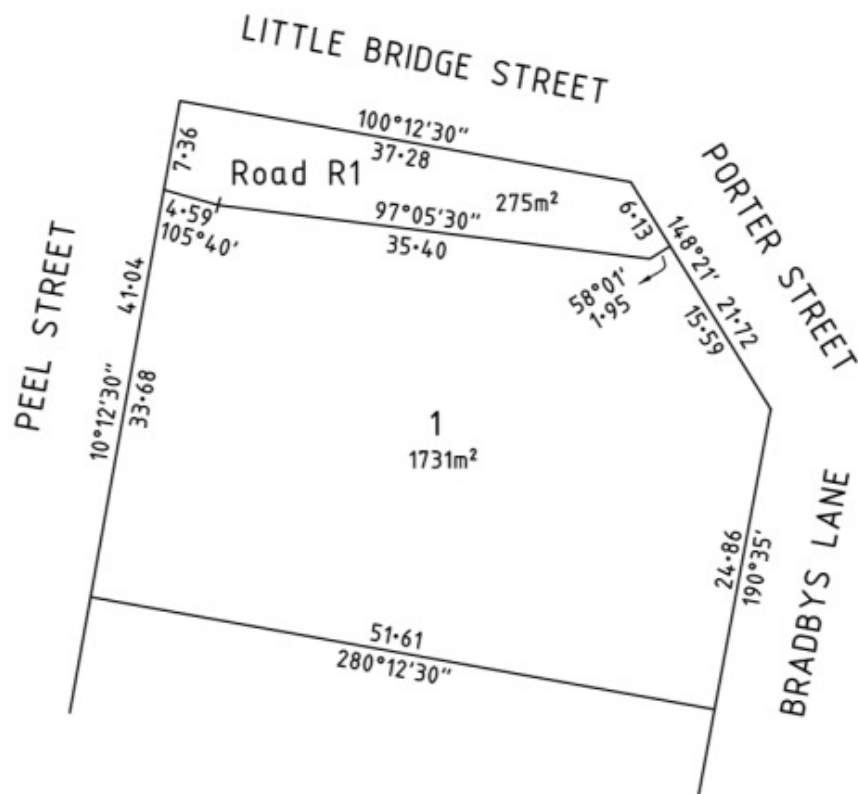
Council's objectives with relation to the redevelopment are:

1. Council's vision: Identify respondents with the ability to realise Council's vision for the site
2. Design and built form: Identify respondents with the ability to deliver a development which complies with Council's design criteria for the site
3. Financial capacity: Identify respondents with the financial capacity to undertake their proposed development
4. Experience and operational capacity: Identify respondents capable of delivering the proposed development in a timely manner
5. Financial return: Identify respondents which seek a development model that appropriately manages Council's financial exposure, risk and return during any land transaction.

TITLE INFORMATION

The Site is located at 5 Peel Street South, Bakery Hill, and is the land in certificate of title volume 11550 folio 194, being lot 1 on plan of subdivision PS 729843H.

The Site is approximately 1,731 m² in area, as shown on the extract from plan of subdivision PS 729843H below.



Note: the road reserve R1 is not part of the site.

PLANNING

Commercial 1 Zone

The site is zoned Commercial 1 and this supports a wide range of uses to facilitate the creation of a vibrant mixed use for retail, office, business, entertainment and accommodation uses. Whilst the site is unencumbered by any overlays, the following is provided as planning guidance to facilitate the planning process; however, it does not guarantee a planning permit will be granted.

Heritage Context is Celebrated

Development must contribute and respond to the heritage context of Ballarat. This includes identifying opportunities to celebrate the heritage of the Wadawurrung and Dja Dja Wurrung peoples, as well as post-settlement heritage.

Urban Structure and Legibility is Improved

There is an opportunity to improve the urban structure within the CBD. This can be achieved through consideration of:

- Pedestrian, bike, vehicle access, permeability and connectivity
- New streets, lanes and footpaths are to be designed in accordance with Council's public realm standards
- Streets and laneways that formed the historic urban fabric are reinstated where appropriate
- A clear sense of address is provided for all buildings, dwellings and commercial premises within the CBD.

Building Heights

The buildings in Ballarat CBD generally vary between one and five storeys. The heights of buildings vary along the street but there is usually no more than a two-storey difference between neighbouring buildings. Prominent corner buildings have features such as towers, decorative verandahs and 'splayed' corners that allow buildings to directly address the corner. The stepping parapets contribute to the strong heritage character and create visually interesting and distinctive streets.

View Analysis Overview

Ballarat's historic city skyline and unique story are celebrated and valued by both residents and visitors. The case for protecting Ballarat's Skyline was established in the concept of the 'City in the Landscape' - a key platform for change identified within the Ballarat Strategy. Components of the City in the Landscape include:

1. The natural topography and landscape features which surround the city
2. Landmark buildings across the city
3. The historical significance of the city (including precontact and post-contact Ballarat).

Visual Bulk is Minimised

Visual bulk relates to the overall height and width of buildings. A building is considered visually bulky if the scale of the building is much larger than the buildings in its surrounding context. Minimising visual bulk through a carefully executed massing strategy will ensure that contemporary developments sit comfortably along fine-grain heritage precincts

Parking Provision

The Ballarat Planning Scheme sets out how much on-site car parking must be provided for particular uses. If this car parking cannot be provided, then Council may consider an application to reduce the amount of car parking required.

RELEVANT SITE INFORMATION

Bakery Hill Urban Renewal Plan

The following are some relevant extracts from the Bakery Hill Urban Renewal Plan.



BAKERY HILL AND BRIDGE MALL PRECINCT - URBAN RENEWAL PROJECT - PART 4

PEEL STREET REDEVELOPMENT

This site is strategically located and forms a key entry point to Ballarat through Little Bridge Street. In the longer term, this area could be a desirable place to work and live.

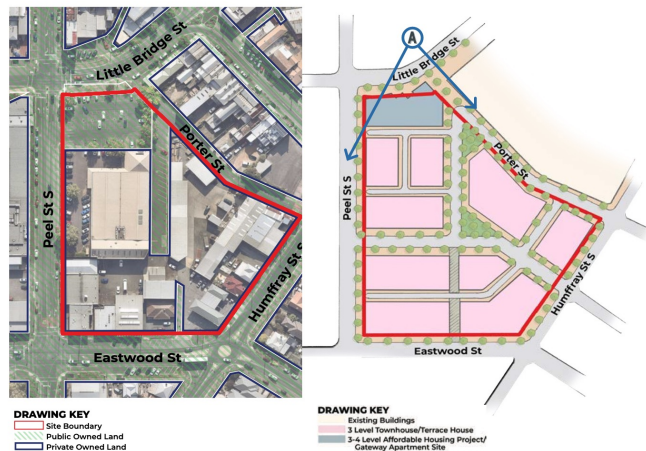
Short term upgrades and projects include:

- ☆ Improve interface with the public realm in order to create a desirable place for pedestrians and to help to increase business activity;
- ☆ Deliver street tree planting for improved amenity and canopy cover;
- ☆ Convert surplus roadway and car park areas to create more CBD green space;
- ☆ Rationalise existing car parking to create more efficient use of space;
- ☆ Improve existing laneways for improved connections and safety;
- ☆ Develop a way-finding strategy which reflects the evolving identity of the Precinct and creates a high quality public realm.

Longer-term upgrades and projects include:

- ☆ Encourage sustainable outcomes across any redevelopment of the land.
- ☆ Deliver a mixed-use Precinct which is supported by built form guidelines, incorporates high-quality public spaces and formalised streets and laneways.

This project is important as it makes more efficient use of land through redevelopment. It also has the potential to incentivise further private sector investment and encourage public/private partnerships across the Precinct. It also creates opportunity to improve and enhance public spaces and laneways.



BAKERY HILL AND BRIDGE MALL PRECINCT - URBAN RENEWAL PLAN - PART 4



PARKING IN BALLARAT CBD

Ballarat Regional Car Parks Fund

The following information has been obtained from the Ballarat Regional Car Parks Fund website at engage.vic.gov.au/ballarat-regional-car-parks-fund.

During the 2018 election, the state government committed to build 1000 new free car parking spaces in Ballarat to help take the pressure off neighbouring streets and make it easier to get in and out of the city.

Regional Development Victoria (RDV) in partnership with Council and Ballarat Health Services, has now identified sites including five potential locations that could deliver the commitment of 1000 car parks.

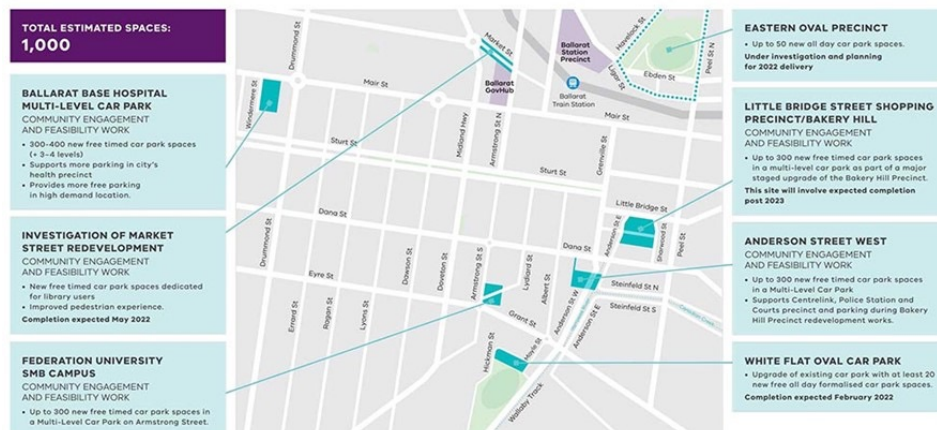
These include:

- The redevelopment of Market Street, near the city’s library and new GovHub
- Anderson Street West, near Dana Street
- Federation University’s SMB campus
- CBD supermarket precinct, south of Little Bridge Street
- Ballarat Base Hospital

The Victorian Government has released a statement saying works are set to begin at three sites (Market St, White Flat Oval and Eastern Oval).

Community engagement in August 2021 received more than 240 responses, with all proposed locations receiving majority support.

The feedback will help to decide site inclusion, scale of works and priority of delivery for a number of sites across Ballarat. Feasibility works on several of these sites are now underway, while construction of the first three Ballarat car park locations, providing approximately 150 new additional free car park spaces is planned for completion by mid-2022



Source: <https://engage.vic.gov.au/ballarat-regional-car-parks-fund>

Public Parking Provision on the Redevelopment Site

In light of the above, Council considers that the public parking currently being provided on the Site will be more than adequately replaced over time by the state government fund. **Existing public car parking is therefore not required to be provided in the proposed development.**

Note that car parking will still be required to satisfy planning requirements of the Site depending on the intended use.

DESIGN CRITERIA

Council seeks the following design criteria for the Site:

- *Inspiring* – Good design embedding the very essence of the development into a narrative and vision. A vision which elevates the development beyond its primary purpose and delivers an inspiring addition to the built environment.
- *Contextual* – Good design informed by its location responding to site-specific environmental, social and cultural conditions. Appropriate contextual relationships with regard to building scale, form, mass and materiality of all elements to create a valuable addition to the Precinct.
- *Functional* – Meets the requirements of a building or place through efficient spatial arrangements which enhance convenience, amenity and opportunities for future adaptability. A design that will fully integrate functional requirements and explores synergies with the project vision to deliver value beyond primary technical needs.
- *Valuable* – Good design marries aesthetics and functionality which will reduce the full life-cycle costs of the project and creates value.
- *Sustainable* – Respects our environment and resources by embedding efficiency, enhancing local ecology and creating a durable long-term built legacy.
- *Enjoyable* – Increasing amenity through creating healthy and safe places that are enjoyable at all times of the day, fostering community involvement and engendering community pride. Inclusive and equitable environments contribute to broader positive social and economic outcomes for all users.
- *Enduring* – Through the synthesis of vision and function, good design embeds lasting value into our built environment. Good design is essential in place-making which promotes community pride, providing a truly enduring legacy which will continue to serve, inspire and delight.





PLANNING PROCESS

Independence

Development will require a Planning Approval. In this regard Council wishes to explicitly state that the assessment of planning submissions on the Site has to be undertaken on an 'arms length' independent basis by Council's Statutory Planning Department.

Council is not in a position to provide any guarantees that Respondent design concepts will achieve a Planning Permit and expressly notes that this risk lies with the Respondent.

Process

Notwithstanding the above requirement for the planning process to operate independently, for this Project Council is proposing:

- Use of the Design Panel to provide design assessment and feedback
- Priority attention by the Planning Department.

NOTE: the Panel is NOT available to help Respondents in their EOI indicative design responses.

Design Panel

Council's Design Panel (the Panel) advises on the design quality of proposals. The roles and functions of the Panel include:

- Providing confidential peer review that is independent from the project team
- Explore and test design ideas and concepts at various stages throughout the design process
- Assisting Council officers in defining and articulating crucial design principles
- Applying professional expertise to assess the quality of the design primarily within the context of planning policies
- Broker alternative approaches and design solutions and expedite decisions.

The Panel is advisory only and does not have a decision-making function. Designed to complement the statutory planning system, influence design decisions early and provide expert advice to all parties, including decision making authorities at key stages of the project's development.

The Panel may be invited to provide feedback to Council on submissions made through this Expression of Interest. A design assessment will occur before a planning application is submitted, providing expert advice to the Respondent. The Panel will also be invited to submit feedback on any planning permit applications made in relation to the Site.

All Panel review sessions will be carried out in strict confidence and Panel members will not discuss proposal nor disclose any information received before or after the review. Panel advice will not generally be published but it may be subject to requirements of freedom of information legislation.

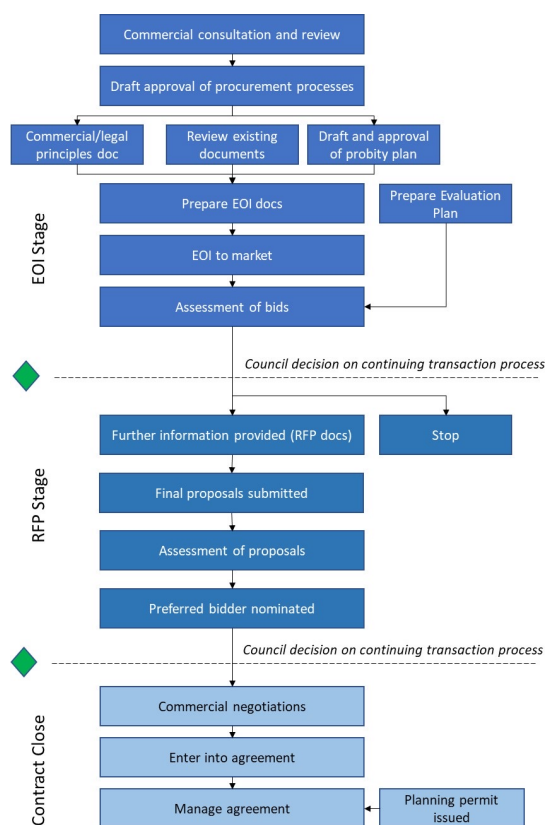
TRANSACTION PROCESS

Process

The procurement process has been designed to ensure an efficient, fair and cost-effective outcome. As a guide, it includes the following steps:

1. EOI Proposals sought from market, Section 114 public notice of intention to sell land issued
2. Assessment
3. Selection of a number of Respondents to be invited to provide more clarity and receive further information, or discontinue the transaction process
4. Request for final proposals (RFP)
5. Final Proposals submitted
6. Assessment
7. A preferred Respondent be nominated and be given exclusive negotiation rights for a limited timeframe with defined milestones, or discontinue the transaction process
8. One-on-one negotiations with the preferred developer (for each site) with the aim to negotiate an acceptable land sale and development agreement, or discontinue the transaction process
9. If negotiations acceptable, enter into legal agreements
10. Developer must lodge planning permit and upon a successful result must build the project.

The above is a guide only and Council reserves the right to change this process and consider alternative transaction models to facilitate the Project.



PROPOSED COMMERCIAL TERMS

Principles

The key commercial principles required by Council include:

- the preferred Respondent will be required to develop the Site in accordance with a design and for purposes approved by Council;
- the preferred Respondent will be required to develop the Site in a timely manner to an agreed timetable. The site cannot be 'land banked';
- the preferred Respondent will be required to obtain all approvals required for its development and use of the Site and accept all risks arising from the design, construction and economic viability of its development; and
- the Site will be sold to the preferred Respondent on an "as is" basis and the preferred Respondent will accept all risks associated with the Site, including environmental, geotechnical and connection of services.

The preferred Respondent) will be required to enter into a contract of sale for the Site (**Contract**) and an agreement under section 173 of the *Planning and Environment Act 1987* (Vic) (**Section 173 Agreement**) which will be registered on the title to the Site following settlement.

Contract

The Respondent will be required to:

- submit its application for planning approval for the development and use of the Site in accordance with approved concepts plans (**Planning Approval**) to Council for approval in its capacity as landowner by no later than [date];
- lodge its application for Planning Approval with the responsible authority by no later than [date]; and
- obtain Planning Approval by no later than [date].

If the Respondent does not obtain Planning Approval by [date], either Council or the Respondent may terminate the Contract.

The Respondent will be required to pay a deposit equal to 10% of the purchase price on execution of the Contract, with settlement and payment of the balance of the purchase price due 30 days after Planning Approval has been obtained.

Section 173 Agreement

The Respondent must develop and use the Site in accordance with the Planning Approval.

The Respondent must:

- substantially commence its development by no later than [date]; and
- complete its development by no later than [date].

If the Respondent does not develop the Site in accordance with these requirements, Council may require the Respondent to retransfer the Site to Council.



RISK APPORTIONMENT

Proposed Risk Apportionment

The proposed risk apportionment for the project is set out in the table below.

Risk Category	Description	Council	Purchaser
Site Risks			
Site availability and control	Risk that the designated project land is available in accordance with the development timetable.	✓	
Approvals (including planning)	Risk that necessary approvals cannot be obtained in accordance with the timetable set out in the Contract of Sale or may be obtained subject to unanticipated conditions that have adverse cost consequences or cause delay in the progress of the works.		✓
Site conditions	Risk that adverse ground condition cause construction costs to increase and/or cause delay in the progress of works.		✓
Environmental	Risk that the site is contaminated or polluted requiring significant expense and/or time to remedy.		✓
Native Title	Risk of any native title claim on the site which delays or prevents progress of the works and/or requires compensation to the Purchaser.		✓
Cultural Heritage and archaeological finds	Risk of cultural heritage or archaeological existing or discovered characteristics that delay works and/or cause construction costs to increase.		✓
Design			
Design Approval	Risk that the Purchaser's Design Documents do not comply with the requirements of the Contract of Sale.		✓
Design	Risk that the Purchaser's built form does not deliver the design in accordance with the Approved Design Documents.		✓
Financial Risk			
Costs	Risk of costs of participating in the EOI process including legal and professional consultants costs		✓
Financial capacity	Risk that financial demands on the Purchaser exceeds its financial capacity.		✓
Corporate failure	Risk that the Purchaser suffers corporate failure for any reason whatsoever.		✓
Financing risk	Risk that debt and/or equity as required by the Purchaser is not available at that time and in the amounts and on the conditions anticipated.		✓
Change in ownership of the Purchaser	Risk that a change in ownership or control of the Purchaser results in a weakening in their financial standing or support or other detriment to the development.		✓
FIRB approvals	Risk of not obtaining the requisite FIRB approvals in accordance with the development timetable.		✓
Insurance	The risk that insurance may be withdrawn, disallowed or offered on unacceptable terms or premiums increase or decrease due to any adverse incident or market perception.		✓
Construction Phase			
Construction	Risk that events occur during construction which prevent the project being delivered on time and to the budgeted cost.		✓
Change to final plans and specifications			✓
Market competition, economic conditions			✓
Contractor default	Risk of default or failure of a contractor or consultant engaged by the Purchaser causing delays and additional costs to the project.		✓
Industrial action and civil commotion	Risks of strikes, industrial action or civil commotion causing delays or additional costs.		✓
Weather	Risk of adverse weather conditions of any kind causing delay or additional costs to the project.		✓
Third party liability	This is the risk of damage or injury to a member of the public during the construction works.		✓
Risks throughout the development			
Overall delivery	Risk that poor management and co-ordination of all aspects of the development leads to delay and increased costs.		✓
Infrastructure (including services, utilities, etc) and public areas	This is the risk that the provision of infrastructure inside and outside development project is delayed, not delivered, uncoordinated, unfunded, poor quality and includes increased costs, cost over-runs, delays etc.		✓
Community objection	Community objection and action/litigation is taken by anyone within the community, including traders in the precinct seeking the provision of replacement public car parking.		✓
Compliance with laws	This is the risk that compliance with laws (including, without limitation, occupational health and safety laws) exceeds the anticipated cost, and the risk of non-compliance with those laws.		✓
Road Network	This is the risk that the road network for the site is prejudicial to the operation or viability of the project.		✓
Changes in law/policy	This is the risk of a change in law/policy which could not be anticipated at the time of signing the Contract of Sale which is not project-specific and which causes a marked increase in capital costs or has other consequences for the Purchaser.		✓
Any other risk not addressed in this Risk Matrix or the Terms Sheet			✓

RESPONSE TEMPLATE

The structure of the EOI response should be set out in a single file PDF, A4 portrait format in accordance with the following headings:

Section	Information Sought
Registration Form	<ul style="list-style-type: none"> As per the template attached
1. Executive Summary	<ul style="list-style-type: none"> Two pages maximum
2. Respondent Details	<ul style="list-style-type: none"> Name and registered address of Respondent entity Details and evidence pertaining to the corporate ownership of Respondent Corporate history/overview and description of the business of each Respondent Details relating to the proposed transaction vehicle structure i.e. structure and ownership Full contact details, including a primary and secondary contact Confirmation that the Respondent agrees to the terms and conditions set out within this EOI
3. Consortium Members	<ul style="list-style-type: none"> List of Consortium members and the role they will take in the Project Details of key executives and management of each entity
4. Development Experience and Capability	<ul style="list-style-type: none"> Demonstrated experience in the successful development of projects of similar size, complexity and regional location
5. Development Proposal	<ul style="list-style-type: none"> An outline of the key elements of the development proposal Evidence of understanding of the likely key development issues and Project risks
6. Design Proposal	<ul style="list-style-type: none"> Details of the design team and an outline of how design innovation will be incorporated into the Project Concept design vision for the Project (site plan, floor plans, elevations) Concept Areas Schedule
7. Operational Model	<ul style="list-style-type: none"> An outline of the key elements of the operating proposal Evidence of understanding of the target market Approach to ensure the long term sustainability and success of the Project
8. Financial Proposal	<ul style="list-style-type: none"> Indicative land payment Preliminary financial feasibility of the Project
9. Program	<ul style="list-style-type: none"> Provide a high level indicative timeline for the development of the Project
10. Financial Capacity	<ul style="list-style-type: none"> Certified copies of the last two years audited financial accounts, including at a minimum Balance Sheets and Profit and Loss Statements of each Consortium member. If not obliged to prepare the last two years audited financial accounts, other statements will need to be provided which indicate the Respondent's financial capacity Current financial commitments of each nominated Respondent, such as current and proposed projects Evidence of the ability to finance the Project, including supporting documentation that the Respondent is able to access equity and debt funding
11. Ability to Take and Manage Project Risk	<ul style="list-style-type: none"> Confirm acceptance of the project risk apportionment
12. Commercial Terms	<ul style="list-style-type: none"> Confirm acceptance of the proposed commercial principles and terms
13. Economic Benefits	<ul style="list-style-type: none"> Outline of the likely type and form of economic benefits the project will bring to Ballarat

REGISTRATION FORM

Registration Form

A. Respondents must complete the following details:

- 1. **Name:**
- 2. **ACN and ABN:**
- 3. **Registered office:**
- 4. **Postal address:**
- 5. **Nominated contact person**
- 6. **Telephone:**
- 7. **Email address:**
- 8. **Name, address, telephone number and email address of the Respondent's legal practitioner**

B. ACKNOWLEDGMENT AND DECLARATION

We acknowledge that, by submitting this proposal, we accept, and acknowledge that we are bound by, the terms and conditions stated in the Invitation.

We declare that we have no direct or indirect conflict of interest in participating in the development outlined in the Invitation.

We authorise Council to contact our preferred project partners and referees provided as part of this proposal and to obtain from them any relevant information to assist Council in evaluating this proposal.

DATED: 2022

Signed for and on behalf of)
)
 (print name of Respondent))
 by)
) Signature of signatory
 (print full name of signatory))
)
 (print title of signatory))
 in the presence of:)

.....
Signature of witness

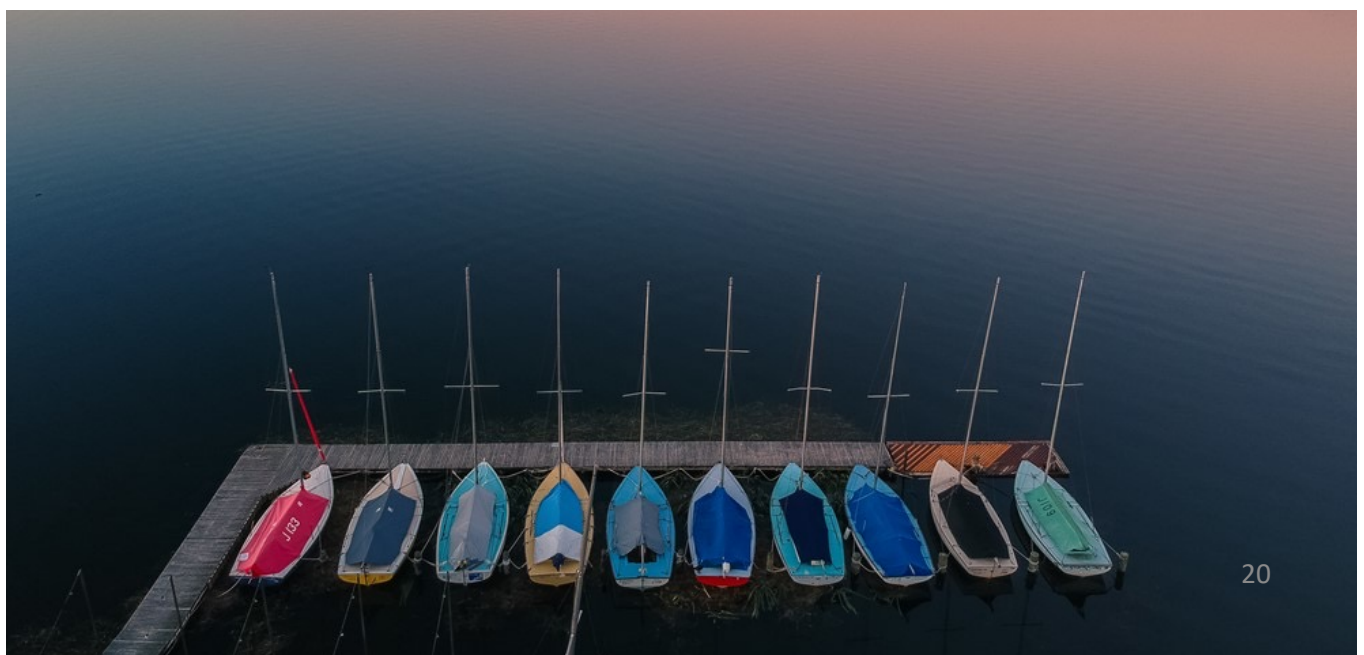
.....
Print full name of witness

ASSESSMENT

Assessment Criteria

EOI responses will be evaluated against the following criteria:

Assessment Criteria	Relevant Response Section
1. Council’s vision: Extent to which the proposal aligns with Council’s vision for the Site	1, 5, 7
2. Design and built form: Extent to which the design proposed delivers a development which complies Council’s design criteria for the Site	6
3. Financial capacity: Extent to which respondents have the financial capacity to finance the project, take and manage risk and accept the proposed commercial terms	10, 11, 12
4. Experience and operational capacity: Extent to which respondents have previously delivered similar developments, and are capable of delivering this development in a timely manner	2, 3, 4, 9
5. Financial return: The financial and economic return to Council and community.	8, 13





TIMING

Indicative Timetable

The indicative and preferred timetable for the Project is outlined below.

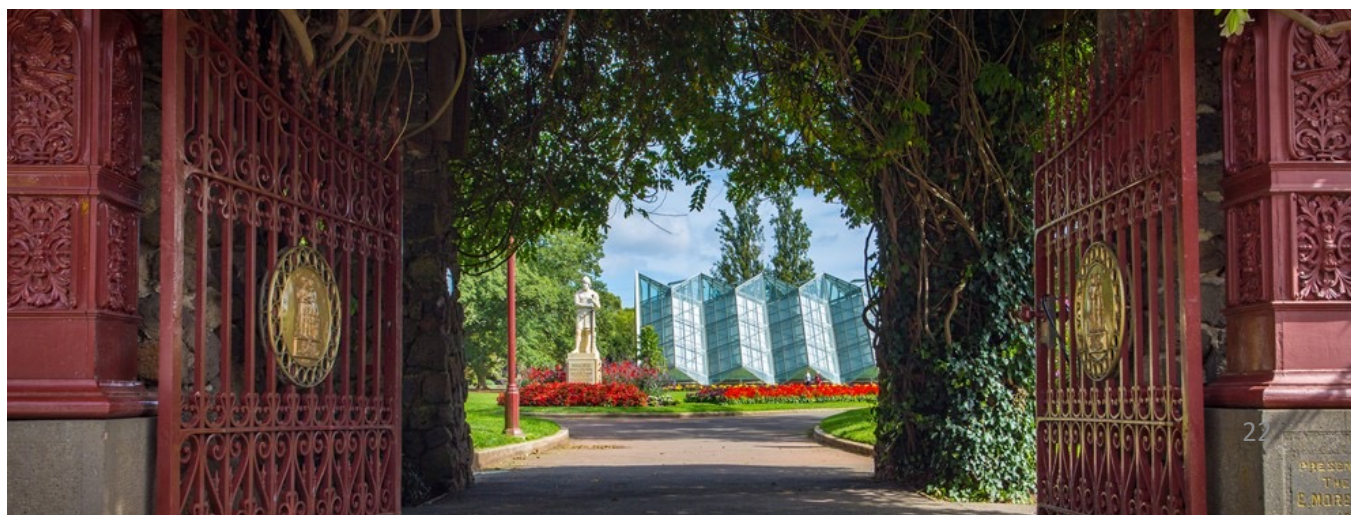
EOI Submissions Close	[TBA]
EOI Assessment	[TBA]
RFP Period	[TBA]
RFP Assessment	[TBA]
Negotiation	[TBA]
Contract with preferred party	[TBA]

FURTHER INFORMATION

Further information is available on request, including:

- Features survey
- Geotech assessment
- Environmental assessment
- Response template in Word format

Please request this further documentation via the procurement portal.



CONDITIONS

Statutory process

The proposed sale of the Site is subject to Council complying with its obligations under the Local Government Act 2020 (Vic) and resolving to sell the Site.

EOI Conditions

The EOI conditions are as follows:

- No further details with respect to the property will be provided to potential Respondents. Council reserves the right to provide additional information if they so desire; a late EOI may be accepted or rejected, at the absolute discretion of Council and its advisors;
- Council may reject any EOI which does not comply with the requirements of this EOI;
- On completion of the EOI process, Council reserves the right to impose conditions on dealing with Respondents, discontinue or amend the EOI process and the EOI conditions at any time, issue a request for proposals to shortlisted Respondents or negotiate with any or several Respondents;
- Respondents warrant that in lodging an EOI it did not rely on any express or implied statement, warranty or representation, whether oral, written, or otherwise made by or on behalf of Council, its officers, employees, agents or advisors other than any statement, warranty or representation expressly contained in the EOI;
- Council may elect not to proceed with the EOI or the sale of the Site, and no discussions regarding the basis for that decision will be entered into;
- The submission of an EOI response by a Respondent will not give rise to any governing contract. Council expressly disclaims any intention to enter into any such contract;
- Respondent and their staff or consultants must not approach or request any other person to approach any member, officer or consultant of Council in order to canvas support from Council. Any Respondent who directly or indirectly seeks to obtain an advantage by the canvassing of support from Council may be disqualified from participating in this EOI process and Council can elect to not consider its EOI response;
- Respondents must not disclose the terms of any proposal unless the Respondent obtains the consent of Council or such disclosure is required for the purpose of implementation of this EOI process;
- Respondents must not make any public statement, including doing any media releases, in relation to this expression of interest process and must refer all enquiries from the media to Council;
- Respondents must not enter into any discussions, agreement, arrangement or understanding with any other Respondent concerning this Project;
- Respondents must not engage in any activity which may give rise to an actual or potential conflict of interest and must as soon as reasonably practicable notify Council of any matter which may give rise to an actual or potential conflict of interest. Council may refuse to consider a proposal from any Respondent where, in Council's opinion, that Respondent has an actual, perceived or potential conflict of interest;
- Respondents agree to comply with any probity requirements of Council or any probity adviser/auditor appointed by Council during the process covered by this EOI;
- Council and its advisors may seek clarification from Respondents on any aspect of the EOI prior to making a decision in this regard;
- Council may alter or amend this EOI and, if so, will do so in writing, Respondents that have registered to receive the EOI documentation will be provided with amendments to the EOI documentation (if any); and
- Nothing in this EOI process fetters or restricts the power or discretion of Council in the exercise of any statutory right, power or duty that the Council may lawfully exercise in respect of the Site or the proposed development of the Site.

Respondents that have registered to receive the EOI documentation will be provided with amendments to the EOI documentation (if any).

IMPORTANT NOTICE

Notice

This information is provided to a party interested in responding to the Expression of Interest ("Respondent") and solely for the purpose of assisting the Respondent and its professional advisors. The information is provided upon the express understanding that it be used for only that purpose. Further, the information is not intended to provide any recommendation either expressly or by implication with respect to the Project.

The information and material contained in this document has been provided to Council by numerous sources. While care has been taken in the preparation of this document, neither Council nor their advisors make any guarantee, representation or warranty, either expressed or implied concerning the accuracy, reliability or completeness of the information or that any information has been audited.

The Respondent to this Expression of Interest should make its own independent investigations and analysis of the property and its own assessment of all information and material provided as to the accuracy, reliability, completeness and timeliness of such information and material. The Respondent should consider seeking appropriate professional advice in reviewing the information and evaluating the suitability of the investment.

In furnishing the information, Council or their advisors do not undertake any obligation to provide the Respondent with access to any additional information. All warranties, conditions, liabilities or representations in relation to the information, advice or other services constituted by this document are hereby expressly negated and excluded to the maximum extent permitted by law. The Respondent agrees to the fullest extent permitted by law, that it shall not seek to sue or hold Council or their advisors liable in any respect by reason of the provision of the information.

Council and their advisors are not liable to reimburse or compensate any party or any of their representatives for any costs or expenses incurred by any party or its representatives in conducting their review and evaluation of this investment opportunity, submitting an expression of interest or otherwise in conjunction with the Project.







8.2. DRAFT 2022/23 BUDGET

Division: Corporate Services

Director: John Hausler

Author/Position: Jason Clissold – Executive Manager Financial Services

(REPORT EMBARGOED UNTIL 6:30PM ON WEDNESDAY 27 APRIL 2022)

8.3. COMMERCE BALLARAT FUNDING AGREEMENT 2022-2026

Division: Development and Growth
Director: Natalie Robertson
Author/Position: Kelli Moran – Team Leader Economic Growth

PURPOSE

1. To seek approval of a new funding and service agreement with Commerce Ballarat for the period 1 July 2022 to 30 June 2026 (four years)
2. To highlight and acknowledge the important role Commerce Ballarat plays in supporting the Ballarat business community.

BACKGROUND

3. Commerce Ballarat is the largest independent business group in Ballarat, providing a broad range of services to approximately 650 member organisations from across all Ballarat's industry sectors.
4. A not-for-profit organisation, Commerce Ballarat's stated purpose is to better business in greater Ballarat by: creating and driving business activity; providing leadership and advocacy; collaborating with key stakeholders to advance business; and facilitating knowledge and skills development for business
5. Commerce Ballarat has a demonstrated track record in delivering programs and events and in providing strong leadership for the business community on a wide range of issues. This was particularly evident in the strong commitment demonstrated by the organisation in supporting the Ballarat business community over the past two years of the pandemic, with a range of adaptive business support programs such as their *Connect, Evolve, Recover* series in 2020, and their agile approach to events such as the Business Awards in 2021.
6. Commerce Ballarat are now delivering the State Government's *Resilience and Innovation Grampians Project* to support business recovery across the wider region, in addition to the ongoing series of events and business support services for Ballarat-based members. The Commerce Ballarat Chief Executive Officer sits on a number of committees working to support the business community as well as the wider economic growth objectives of Ballarat; several of which also involve City of Ballarat.
7. Over the past 18 years, City of Ballarat has partnered with Commerce Ballarat to financially support the delivery of a range of programs and events by Commerce Ballarat including:
 - Business advocacy, training and networking opportunities;
 - Christmas promotions;
 - B2B Program March/April and November/December annually;
 - Biznet Breakfast Series;
 - Business Awards;
 - Business Day Out Conference;
 - B31 Ballarat Business Month;
 - Tender Write workshops;
 - Master classes – business skills development and training;

- Skills development within industry;
 - Industry Forums (known as Industry Chats); and
 - Other business support initiatives by agreement
8. The current strategic partnership between City of Ballarat and Commerce Ballarat ends on 30 June 2022. This was a three-year partnership, with funding from City of Ballarat of \$110,000 per annum.

KEY MATTERS

9. Given Commerce Ballarat's significant contribution to the business sector in Ballarat, and after an assessment of the shared priorities and need for business program delivery, the continuation of a funding agreement with Commerce Ballarat is considered highly appropriate.
10. Given Commerce Ballarat are essentially providing business support services which might otherwise be provided by City of Ballarat, a funding and service agreement is considered the most appropriate format for this agreement. This is a departure from the previous strategic partnership arrangement; however, the legal agreement is actually very similar in its format and wording and includes commitments to ongoing partnership working and collaboration.
11. The proposed agreement retains expectations for the delivery of the same events and services as the previous agreement (see point 7 above). Additionally, it sets out mutual expectations for collaboration between City of Ballarat and Commerce Ballarat relating to the achievement of both the Council Plan 2021-25 objectives and the Commerce Ballarat Strategic Plan 2021-25 objectives.
12. The Council Plan priorities to be supported by this funding and service agreement are:
- a. 5.1 Deliver an ongoing Covid-19 recovery response for businesses and the community
 - b. 5.2 Support local businesses to explore, innovate and adapt to emerging economic opportunities
13. Commerce Ballarat Strategic Plan objectives to be supported by this funding and service agreement are:
- a. Relationships and Governance
 - b. Leadership and advocacy
 - c. Membership and sponsorship
 - d. Marketing
 - e. Opportunities and Emerging Issues
 - f. Development Opportunities for Businesses
 - g. Governance
14. A City of Ballarat Councillor will continue to sit on the Board of Commerce Ballarat, and City of Ballarat will be duly acknowledged as a sponsor of all relevant events and projects. Commerce Ballarat and City of Ballarat will also continue to share appropriate information to inform the delivery of mutual objectives for the Ballarat business community, and cross-promote events and projects as appropriate.
15. The proposed funding to be provided by City of Ballarat to Commerce Ballarat is \$113,575 per annum (excluding GST); a total of \$454,300 over the life of the four-year

agreement. The agreement is proposed for a four-year period in order that the next agreement will be duly informed by the next Council Plan objectives.

16. The legal terms of the agreement are detailed in a confidential Council Report attachment

OFFICER RECOMMENDATION

17. That Council:

17.1 Approves a funding and service agreement with Commerce Ballarat for the period 1 July 2022 to 30 June 2026 (four years), to the total value of \$454,300 excluding GST (\$113,575 per annum, ex GST).

17.2 Acknowledge the important role Commerce Ballarat plays as the major member-based organisation in Ballarat providing leadership, advocacy, networking and development opportunities for Ballarat businesses - and in particular the exceptional support provided to the business community during the pandemic.

17.3 Notes the Funding and Service Agreement indicates a commitment from the City of Ballarat to continue to work in partnership with Commerce Ballarat to provide a range of services to the Ballarat business community, including: events, business development opportunities, promotion and marketing, networking and the Business Awards. It also includes a statement of a continued partnership to mutually support the delivery of both Council Plan objectives and the Commerce Ballarat Strategic Plan objectives.

ATTACHMENTS

1. Governance Review [8.3.1 - 2 pages]

OFFICIAL

ALIGNMENT WITH COUNCIL VISION, COUNCIL PLAN, STRATEGIES AND POLICIES

1. This agreement directly supports the delivery of two Council Plan priorities, both of which are referenced in the agreement:
 - Objective 5.1 *Deliver an ongoing Covid-19 recovery response for businesses and the community*
 - Objective 5.2 *Support local businesses to explore, innovate and adapt to emerging economic opportunities*

COMMUNITY IMPACT

2. Commerce Ballarat is the largest independent business group in Ballarat, providing a broad range of services to approximately 650 member organisations from across all Ballarat's industry sectors.
3. Additionally, the marketing and media activity of Commerce Ballarat has reach to the broader Ballarat and region general community

CLIMATE EMERGENCY AND ENVIRONMENTAL SUSTAINABILITY IMPLICATIONS

4. No specific implications. Where appropriate, Commerce Ballarat seeks to promote the City of Ballarat's Circular Ballarat business development opportunities and messaging to its members.

ECONOMIC SUSTAINABILITY IMPLICATIONS

5. The proposed agreement is a funding and service agreement, which will continue the funding provided to Commerce Ballarat over the past 18 years by City of Ballarat for the delivery of services to our business community. If these services were not being delivered by Commerce Ballarat, there would be an expectation of delivery by City of Ballarat - which would likely cost the organisation more than the funding in the agreement. This is therefore considered an efficient and effective use of resources for service delivery.

FINANCIAL IMPLICATIONS

6. The annual funding of \$113,575 per annum for a 4-year period will be allocated within Council's budget capacity.

LEGAL AND RISK CONSIDERATIONS

7. If Council were not to provide this funding to Commerce Ballarat it would likely limit the scope of support provided to the business community in Ballarat.

HUMAN RIGHTS CONSIDERATIONS

8. It is considered that the report does not impact on any human rights identified in the *Charter of Human Rights and Responsibilities Act 2006*.

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COMMUNITY CONSULTATION AND ENGAGEMENT

9. The CEO of Commerce Ballarat has been directly consulted in the formulation of the proposed agreement. They have in turn consulted with appropriate members of their board.

GENDER EQUALITY ACT 2020

10. There are no gender equality implications identified for the subject of this report.

CONFLICTS OF INTEREST THAT HAVE ARISEN IN PREPARATION OF THE REPORT

11. Council officers affirm that no general or material conflicts need to be declared in relation to the matter of this report.

OFFICIAL

8.4. STRATEGIC PARTNERSHIP PROGRAM 2021/2022 - ROUND 2 APPLICATIONS

Division: Community Wellbeing
Director: Matthew Wilson
Author/Position: Pete Appleton – Executive Manager Engaged Communities

PURPOSE

1. To present to Council recommendations for funding of proposals received for the Strategic Partnership Grant program during February 2022 application window.
2. To seek Council direction and decision on which proposals (if any) should be funded.

BACKGROUND

3. The Strategic Partnership Grant program provides funding to organisations or businesses to deliver initiatives that meet Council's strategic objectives outlined in the Council Plan, Health and Wellbeing Plan and other relevant plans and strategies that have been endorsed by Council.
4. There are currently 16 Strategic Partnerships in place to the value of \$1,081,361 in 2021/2022.
5. Council's Grant Policy states that applications for the Strategic Partnership Grant Program will be accepted in August and February each year.
6. The February 2022 application window was open from 1 February 2022 to 28 February 2022.

KEY MATTERS

7. Five applications were received to the total value of \$666,969 for funding periods ranging from two to four years.
 8. The 2021/2022 budget has \$1,140,000 allocated to the Strategic Partnership Grant Program with \$53,959 available for new partnerships.
 9. Each application was assessed individually by six members of the Council's internal Grants Acquittal and Reporting Working Group considering the following commentary and criteria:
 - a. Comments from relevant Council Officers regarding the application's merits
 - b. Governance and capability of the applicant organisation
 - c. Need for project
 - d. Community and/or economic benefit
 - e. Alignment with the Council Plan
 - f. Alignment with other Council strategies.
 10. Recommendations to Council were discussed and finalised at a meeting of the Grants Acquittal and Reporting Working Group on 17 March 2022.
-

11. Applications are attached to this report (confidential).
12. Attachment Two outlines each application, the recommendation to Council and assessment notes.
13. In summary, Council Officers recommend funding:

- a. WestVic Academy of Sport a total of \$60,000 over three years:

Year	2021/2022	2022/2023	2023/2024
Allocation	\$20,000	\$20,000	\$20,000

- b. Committee for Ballarat a total of \$100,000 over four years:

Year	2021/2022	2022/2023	2023/2024	2024/2025
Allocation	\$25,000	\$25,000	\$25,000	\$25,000

14. If Council approves the officer recommendation, there will be \$13,639 remaining unallocated in the 21/22 financial year.
15. Table 1 outlines the financial commitments over the next 3 years within existing Partnership agreements, and the impact that approval of the officer recommendations would have on these future financial year commitments.

Year	2022/2023	2023/2024	2024/2025
Amount currently committed	\$759,864	\$484,459	\$226,611
Amount committed should recommendations be endorsed	\$804,864	\$529,459	\$251,611

OFFICER RECOMMENDATION

16. **That Council:**

16.1 Endorse and enter a strategic partnership with Committee for Ballarat for a total of \$100,000 comprising four payments of \$25,000 per annum over four financial years commencing in 2021/22.

16.2 Endorse and enter a strategic partnership with WestVic Academy of Sport for a total of \$60,000 comprising three payments of \$20,000 per annum over three financial years commencing in 2021/22.

16.3 Decline to enter a strategic partnership with the Ballarat Foundation.

16.4 Decline to enter a strategic partnership with Western Victoria Primary Health Network.

16.5 Decline to enter a strategic partnership with the Ballarat Astronomical Society.

ATTACHMENTS

1. Governance Review [**8.4.1** - 2 pages]
2. Strategic Partnership Grant Program 2021 2022 Round 2 Table 1 for [**8.4.2** - 2 pages]

OFFICIAL

ALIGNMENT WITH COUNCIL VISION, COUNCIL PLAN, STRATEGIES AND POLICIES

1. The purpose of the Strategic Partnership Grant Program is to provide funding to organisations or businesses to deliver initiatives that meet Council's strategic objectives outlined in the Council Plan, Health and Wellbeing Plan and other relevant plans and strategies that have been endorsed by Council.
2. The delivery of the Strategic Partnership Grant Program is explicitly included in the annual Council Plan Action Plan under:
 - a. Goal 2: A healthy, connected and inclusive community.
 - b. Objective 2.1: Provide a socially equitable response to municipal growth and change.
 - c. Strategy: Administer the Community Impact Grant and Strategic Partnership Grant programs.

COMMUNITY IMPACT

3. Funded Strategic Partnerships must deliver on Council objectives that are broadly based around the following goals, all of which are designed to create positive community outcomes:
 - a. An environmentally sustainable future
 - b. A healthy, connected and inclusive community
 - c. A city that fosters sustainable growth
 - d. A city that conserves and enhances our natural and built assets
 - e. A strong and innovative economy and city.
4. The proposals recommended for funding have community impact in creating strong community organisations and networks, aiding the local economy to recover from COVID and promoting active living and visitation to the city.

CLIMATE EMERGENCY AND ENVIRONMENTAL SUSTAINABILITY IMPLICATIONS

5. None of the proposals recommended for funding are focussed on climate change or environmental sustainability, however the Strategic Partnership Grant Program may receive applications in this area in the future.

ECONOMIC SUSTAINABILITY IMPLICATIONS

6. Two of the proposals recommended for funding are designed to support local businesses and community groups to operate in a more efficient and economically sustainable manner.

FINANCIAL IMPLICATIONS

7. Should Strategic Partnership Grant proposals be funded as recommended, the financial commitment over the coming four years is shown as follows:

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Year	2021/2022	2022/2023	2023/2024	2024/2025
Amount currently committed	\$1,081,361	\$759,864	\$484,459	\$226,611
Amount committed should recommendations be endorsed	\$1,126,361	\$804,864	\$529,459	\$251,611

LEGAL AND RISK CONSIDERATIONS

8. Risks of non-delivery of projects are managed via key performance indicators in funding agreements, and payment schedules based upon receipt of evidence of relevant milestones being reached. The financial status of the organisation and governance arrangements are also assessed through the assessment process to reduce risk of poor management of funds and projects.

HUMAN RIGHTS CONSIDERATIONS

9. It is considered that the report does not impact on any human rights identified in the *Charter of Human Rights and Responsibilities Act 2006*.

COMMUNITY CONSULTATION AND ENGAGEMENT

10. Nil. Strategic Partnerships are assessed on their alignment and delivery on Council's strategic objectives which are formed by community engagement throughout the development of those strategic documents.

GENDER EQUALITY ACT 2020

11. There are no gender equality implications identified for the subject of this report.

CONFLICTS OF INTEREST THAT HAVE ARISEN IN PREPARATION OF THE REPORT

12. Council officers affirm that no general or material conflicts need to be declared in relation to the matter of this report.

 OFFICIAL

PROTECTED

Table 1 – Application details and funding recommendations

Organisation	Proposal	Total Amount Requested	Funding Term Requested	Recommendation	Assessment Notes
Committee for Ballarat	Future Shapers is a 10-month transformative Regional Community Leadership Program. Drawing together up to 20 emerging leaders from all sectors across Ballarat. Future Shapers' goal is to shape and support emerging local leaders to ensure our regional community is thriving and resilient, and seeks to improve social, economic and environmental development.	\$100,000	4 years	Fund in full	Reasonable request for a well-planned and delivered program that has been running for some time. Information supplied in the application clearly outlines the benefit to the participants and the community. Well supported within the community If successful, request that one place be reserved for Council as part of the funding agreement. City of Ballarat funding would be seen to encourage other regional partners to become involved in the program.
WestVic Academy of Sport	The WestVic Academy of Sport wish to expand their education support into a Wellbeing Network, creating a pool of resources and consultants that athletes can access on a one-to-one basis.	\$60,000	3 years	Fund in Full	Request to fund a project for elite athletes, unlikely to receive funding from alternative sources. Aligns well to aims and objectives within the Council Plan. Organisation supports elite athletes across a range of sporting disciplines. A proposal that supports regional athletes, and as City of Ballarat is seen as the leading LGA this could encourage financial support from surrounding local government authorities in the future. If successful, request that the Communications Plan be provided with the Funding Agreement.
Ballarat Foundation	The Vital Signs project will gather and publish insights from national, state and local sources to build knowledge, capacity and increase funding for partner organisations which share a vision in reducing disadvantage.	\$125,000	4 years	Do not fund	This project would likely duplicate data that is already freely available to organisations and community. This includes Council's own online subscriptions for products around population and demographics that are provided for broader community use on the Council website. Although the funding requested is not unreasonable Council could be in a position to assist the Ballarat Foundation in obtaining the data sets required. Supplier of data is based interstate, no local economic benefit.

PROTECTED

PROTECTED

Table 1 – Application details and funding recommendations

Organisation	Proposal	Total Amount Requested	Funding Term Requested	Recommendation	Assessment Notes
					Questionable sustainability for ongoing maintenance, updating and administration of data.
Western Victoria Primary Health Network	Seeking funding for a staff member to respond to enquiries and feedback on the website for the Ballarat Suicide Prevention Place Based Trial.	\$261,969	3 years	Do not fund	Funding requested exceeds available Strategic Partnership budget. Submission is detailed and informative and is supported by State Government. The development of the digital platform is currently under way. Questionable the sustainability of the project addressing ongoing maintenance, updating and administration of the digital platform.
Ballaarat Astronomical Society	The Ballarat Dark Sky Community project aims to encourage homes, businesses and institutions to reduce their light footprint.	\$120,000	4 years	Do not fund	Information provided in application is brief, lacks detail and alignment to Council’s strategic documents. The project appears to be in an early development stage. Information provided in the budget lacks detail. Assessors recommend that the applicant consider the scoping of the project and potentially submit funding applications to grant programs such as the Community Impact Grant Program as a pilot initiative.

PROTECTED

8.5. FOSSIL FUEL DIVESTMENT / MEANING OF COMPARABLE INVESTMENTS

Division: Corporate Services
Director: John Hausler
Author/Position: Jason Clissold, Executive Manager Financial Services

PURPOSE

1. For Council to clarify the term 'comparable rate of return' in relation to Council's resolved position on Fossil Fuel Divestment.

BACKGROUND

2. In June 2016, Council resolved the following:
 - 3) *As Council's current investments expire, that any future investments be re-invested only with non-fossil fuel aligned financial institutions within the following parameters: -*
 - a. *The investments are compliant with Council's investment policy;*
 - b. *The investment **rate of return is comparable** to those offered by fossil fuel aligned financial institutions.*

KEY MATTERS

3. To assist officers in implementing the resolution, clarification of what Council considers a 'comparable' rate of return is required. Officers are making significant multi-million dollar investments where variations in rate of returns will have an impact on Council's revenue.
4. After careful consideration and various discussions and modelling, a 10% margin, capped at 10 basis points (0.10%) is considered an acceptable margin to be investing in institutions that do not support Fossil Fuel investment. As an example, Council is willing to accept an investment in a Fossil Fuel Free institution at 1.90%, instead of 2.00% that may be on offer with an institution that supports Fossil Fuel investment.
5. If this margin is applied to the existing diversity controls within Council's operating Investment Procedure, the potential financial impact over 10 years has been estimated to be approximately \$250,000, based on forecasted cash balances.
6. It is considered that this cap still supports Council's position against investing in institutions that support fossil fuel investment, without materially impacting financial sustainability.
7. The operational Investment Procedure will be amended to include the following wording (or similar):

Councils' preference is to invest in non-fossil fuel aligned financial institutions, where they meet the requirements of this procedure and the rate of return being offered is within 10%, up to a maximum of 10 basis points (0.10%), of other available and compliant investments.

OFFICER RECOMMENDATION

8. That Council:

8.1 Confirm that the meaning of comparable in the 8 June 2016 resolution (R156/16 – Part 3)) is “when the rate of return being offered is within 10%, up to a maximum of 10 basis points (0.10%), of other available and compliant investments”.

ATTACHMENTS

1. Governance Review [8.5.1 - 2 pages]

OFFICIAL

ALIGNMENT WITH COUNCIL VISION, COUNCIL PLAN, STRATEGIES AND POLICIES

1. This report supports Goal 1 of the Council Plan – An environmentally sustainable future.
2. In particular, it delivers support for renewable energy sources and carbon reduction.

COMMUNITY IMPACT

3. There will be no immediate material impact on the community.

CLIMATE EMERGENCY AND ENVIRONMENTAL SUSTAINABILITY IMPLICATIONS

4. There will be a long term positive impact on the community as the promotion and transition to renewable energy continues.

ECONOMIC SUSTAINABILITY IMPLICATIONS

5. It is considered that there are no economic sustainability implications of this report

FINANCIAL IMPLICATIONS

6. The potential financial impact over 10 years has been estimated to be approximately \$250,000, based on forecasted cash balances.

LEGAL AND RISK CONSIDERATIONS

7. It is considered that there are no legal or risk implications of this report

HUMAN RIGHTS CONSIDERATIONS

8. It is considered that the report does not impact on any human rights identified in the *Charter of Human Rights and Responsibilities Act 2006*.

COMMUNITY CONSULTATION AND ENGAGEMENT

9. There was no specific consultation on this issue as the report relates to the clarification of a previous resolution of Council.

GENDER EQUALITY ACT 2020

10. There are no gender equality implications identified for the subject of this report.

OFFICIAL

OFFICIAL

CONFLICTS OF INTEREST THAT HAVE ARISEN IN PREPARATION OF THE REPORT

11. Council officers affirm that no general or material conflicts need to be declared in relation to the matter of this report.

OFFICIAL

8.6. CONTRACT 2019/20-102 VARIATION - BAKERY HILL - FUTURE STAGES

Division: Development and Growth
Director: Natalie Robertson
Author/Position: James Guy – Executive Manager Economic Growth

PURPOSE

1. The purpose of this report is to seek Council's endorsement to vary Contract 2019/20-102 with Hassell Ltd to request they complete "contract documentation" (preparation of tender ready plans) for additional areas covered by the endorsed Precinct Plans for Bakery Hill, rather than just the areas to be delivered in Stage 1. Preparing tender ready plans enables these future stages to be considered "shovel ready" when applying for grants or seeking other budget contributions in the future.
2. In accordance with the Procurement Policy in place at the time of the original contract award, it is a requirement to report back to Council if variations to a contract exceed 10% of the original contract award. Given this report relates to works that would exceed this threshold, an interim update is provided to Councillors on variations for the contract to date.

BACKGROUND

3. At the Council Meeting of 1 April 2020, a design team led by Hassell Ltd were awarded the design tender for the redevelopment of the current Bridge Mall and wider Bakery Hill Precinct.
4. In accordance with the original tender Hassell have prepared concept and then precinct plans for the entire Bakery Hill Precinct to the level referred to as "Design Development".
5. The conceptual precinct plans were formally endorsed by Council at the meetings on 24 November 2021 (R253/21) and 24 March 2021 (R53/21) and Hassell are now progressing with the Contract Documentation stage for capital works that are within the total project budget of \$15m.

KEY MATTERS

Scope of capital works within the existing budget allocation

6. As has always been planned, expected and communicated, the \$15m allocated budget for Stage 1 of the Bakery Hill and Bridge Mall Redevelopment is intended to fund the highest impact structural changes to the Bridge Mall precinct to provide confidence to private investors, building owners and tenants. The redevelopment and ultimate success of the precinct will be reliant on private investment in the area – the role of City of Ballarat is investing in elements in the shared public realm which help act as a catalyst for that to occur.
7. The current budget (Stage 1) will be focussed on upgrades to the current Bridge Mall itself (between Grenville Street and Peel Street); Grenville Street (between Curtis

Street and Little Bridge Street) and minor access and safety improvements in pockets of Little Bridge Street.

Extent of Contract Documentation to make future stages “shovel ready”

8. Many grants and other funding sources require projects to be “shovel ready”, with highly accurate costings and the ability to deliver capital works in short time periods.
9. Although outside the current Council allocated budget, it is the intention to continue to seek future funding for fully implementing the full vision for all elements of the precinct plans. Having “shovel ready” plans could significantly increase the capacity to apply for other grants and pursue other funding opportunities.
10. Given the “Contract Documentation” phase is so detailed, based on the “Design Development” already undertaken by Hassell and its sub-contractors – it is unlikely seeking quotes or a separate tender process would yield a value for money alternative from other firms at this stage in the design program.

Options

Option 1 – continue with existing contracted extent of works (no decision required)

11. Hassell will complete the most detailed preparation of plans ready for tender of works within the current project budget.
12. These plans will be tendered and a contractor awarded for those works.
13. This option delivers the Stage 1 commitment for works in Bakery Hill.
14. If future funding opportunities are identified, a separate procurement process would be required to prepare tender ready plans at that time.

Option 2 – vary contract so tender ready plans are also prepared for the full and ultimate upgrade of Little Bridge Street (**recommended**)

15. Hassell completes their current contract as planned but concurrently also prepares tender ready plans for the ultimate upgrade of Little Bridge Street.
16. This option enables early works such as new pedestrian crossings and community safety upgrades to the space (either from the \$15m project budget if available or from grant and other funding opportunities) to be delivered with confidence that they will match in with the future ultimate plans.
17. Grant applications can be submitted with highly accurate costings and delivery times would be significantly shorter.
18. The design knowledge and thinking that has led to this point in the design process is fully captured in the tender ready plans by the same team who have developed it to this point.
19. There is an additional cost of \$173,800 (ex GST) for this package which would need to be sourced from existing project development and design budget.

OFFICER RECOMMENDATION**20. That Council:**

20.1 Endorse the proposed variation to Contract 2019/20-102 to undertake additional contract documentation for Little Bridge Street in addition to the documentation already underway for the current Bridge Mall and Grenville Street at a cost of \$173,800 (ex GST).

20.2 Reviews and notes the interim variation report summary for Contract 2019/20-102 for its information.

ATTACHMENTS

1. Governance Review [8.6.1 - 2 pages]
2. EOI 28-32 Peel Street North [8.6.2 - 26 pages]
3. EOI 5 Peel Street North [8.6.3 - 26 pages]

OFFICIAL

ALIGNMENT WITH COUNCIL VISION, COUNCIL PLAN, STRATEGIES AND POLICIES

1. Redevelopment of the CBD contributes to achieving all 5 key goals identified in the Council Plan 2021 – 2025, particularly Goal 5: A strong and innovative economy and city.
2. The Project specifically responds to the Annual Plan objective 5.1 to facilitate increased vibrancy in the CBD and other key business precincts: continue to deliver the Bakery Hill Urban Renewal Plan, while assisting traders to take advantage of new opportunities.

COMMUNITY IMPACT

3. Investment in this core area of the Ballarat CBD is intended to kick-start and support private sector investment and renewal of the area, creating new jobs, vibrancy and opportunities for Ballarat.
4. During the formulation of the Bakery Hill Urban Renewal plan, three key themes emerged that have been used as a basis to give effect to the vision - Thriving, Connected and Distinctive.
5. Collectively, the integrating themes express the vision for what Bakery Hill will become. A thriving economy, supporting an engaged and resilient community. A community connected to people, place and local destinations. A place with a distinctive identity and story to tell. The integrating themes are used to frame this conceptual design and ensure it helps achieve the Bakery Hill vision.

CLIMATE EMERGENCY AND ENVIRONMENTAL SUSTAINABILITY IMPLICATIONS

6. Design plans consider climate emergency and environmental sustainability issues and opportunities as they arise.

ECONOMIC SUSTAINABILITY IMPLICATIONS

7. The Bakery Hill renewal project seeks to act as a catalyst to improving business and investor confidence in the area and create spaces and a plan for activation that encourages more people to the space and increases the number of people in and around the area into the future – translating into a higher performing area for traders and businesses.

FINANCIAL IMPLICATIONS

8. As per 15 May 2019 Council Resolution, \$15M is allocated to the project in the adopted Council budget.
9. The additional funds required for the variation would be sourced from within existing project and design budgets – effectively bringing forward future funds that would need to be spent to obtain tender ready plans.

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10. Given the design team is already underway on documentation of part of the precinct, there are significant value for money efficiencies in undertaking these works now rather than completing the works separately at a later time.
11. Where possible, grant funding opportunities are being pursued to further provide investment into the area.

LEGAL AND RISK CONSIDERATIONS

12. Design phase will ensure the legal and compliance obligations are adhered to including all relevant Australian Standards, statutory compliance, and service authority requirements.
13. Operational Impact - works need to be conducted in a way that minimises the impact to the precinct and ensures the safety of all workers and the general public. Coordination will occur with the traders and users.

HUMAN RIGHTS CONSIDERATIONS

14. It is considered that the report does not impact on any human rights identified in the *Charter of Human Rights and Responsibilities Act 2006*.

COMMUNITY CONSULTATION AND ENGAGEMENT

15. The preparation of the Bakery Hill Urban Renewal Plan (which guides this plan) provided for over 1000 consultations.
16. Specifically on the functional aspects of the design, consultation was conducted in June 2020 on designs for one-way traffic east and west bound and for two-way traffic. 146 responses were received.
17. In developing the precinct plans there was intensive engagement with special interest groups and key stakeholders to inform the conceptual design.
18. Meetings, briefings and discussions have been held and continue to regularly be held with the Bridge Mall Business Association (BMBA). Council's Business Engagement Officer is in regular contact with both the BMBA and traders.

GENDER EQUALITY ACT 2020

19. There are no gender equality implications identified for the subject of this report.

CONFLICTS OF INTEREST THAT HAVE ARISEN IN PREPARATION OF THE REPORT

20. Council officers affirm that no general or material conflicts need to be declared in relation to the matter of this report.

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Bakery Hill Site Redevelopments

28-32 Peel Street North

Expression of Interest
Information Memorandum

Version: Final Draft 0.7 for Council Approval

CITY OF
BALLARAT



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EXECUTIVE SUMMARY

Background

Ballarat is one of Australia's fastest growing regional cities. It is Western Victoria's regional hub for economic activity and the largest city in the Goldfields region of Victoria. The city is also a significant tourist destination recognised for its culture, history, and its well-preserved Victorian era heritage.

The Council is running a commercial process to explore redevelopment of two Council owned car park sites in the Ballarat CBD.

Redevelopment of the Ballarat CBD is guided by the adopted Bakery Hill and Bridge Mall Urban Renewal Plan (adopted 2019). This plan recognises the need for substantial private investment in the area and specifically points to the need for mixed use and inner-city housing developments to generate an inner-city population.

Sites

At the Meeting of 22nd September 2021, Ballarat City Council ('Council') resolved to explore a commercial development process for two parcels of Council owned land in the Ballarat CBD, with a view to those parcels potentially acting as catalysts for private development in the area and potentially progressing exemplars of the development envisaged by the Urban Renewal Plan. The sites are:

- **5 Peel Street South** (approximately 1731 sqm zoned Commercial 1)
- **28-32 Peel Street North** (approximately 1012 sqm zoned Commercial 1)

These sites will be transacted separately.

This Expression of Interest Information Memorandum has regard to the 28-32 Peel Street North site ('Site').

Project Aim

The Project seeks to sell the Site which will then be redeveloped to the benefit of Ballarat consistent with the Bakery Hill and Bridge Mall Urban Renewal Plan. Any sale will contain conditions to ensure the proposed development proceeds as agreed.

As a first step, interested parties are invited to register their interest in the Project and submit indicative design, financial and commercial details.

Purpose of the EOI

The purpose of this EOI are:

- To make the market aware of the redevelopment opportunity on the Site
- Provide the market with high level site, technical, financial and commercial information
- Allow interested parties to develop indicative designs and prepare indicative development proposals
- Assess these proposals against the selection criteria
- Prepare advice to Council on how to proceed.



Governance

Council as the landowner is responsible for the Project. Council has established project governance arrangements to manage this procurement process.

Process

This EOI stage offers interested parties ('Respondents') the opportunity to:

- Express their interest in the Project
- Propose a team for designing, delivering, financing, owning and operating the Project
- Outline the teams experience and capability in similar projects
- Comment on the conceptual risk transfer and commercial model proposed
- Give Council assurances that they can finance the Project, accept the risk transfer proposed, and give a high level of certainty of delivery
- Outline their design concept and operational model for the Project
- Propose their land purchase amounts and terms.

Council has appointed Biruu and Maddocks to assist with the EOI process.

Lodgement

[Via the eprocure portal - details to be advised]

Communication during EOI

All enquiries in relation to this EOI must be directed via the procurement portal.

Further Information

The following further information is available upon request:

- Features survey
- Site Classification Geotechnical Report
- Preliminary Environmental Site Investigation

BAKERY HILL URBAN RENEWAL

Background

In 2019 Council prepared the Bakery Hill Urban Renewal Plan. The plan is available on the Council website.

The Plan was prepared in a collaborative manner with a range of technical and community stakeholders. A staged approach was adopted, with regular involvement of the community, traders and technical stakeholders.

Redevelopment of the Ballarat CBD is guided by the Plan (adopted in 2019). It recognises the need for substantial private investment in the area and specifically points to the need for mixed use and inner-city housing developments to generate an inner-city population.

Catalyst Sites

Council resolved to explore a commercial development process for two parcels of Council owned land in the Ballarat CBD, with a view to those parcels potentially acting as catalysts for private development in the area and potentially progressing exemplars of the development envisaged by the Urban Renewal Plan.

Vision

During the formulation of the vision, three key themes have emerged that have been used as a basis to give effect to the vision: Thriving, Connected and Distinctive.

Upgrades to and redevelopment of key sites will drive change and investment to create a great place to live, work and play, and to diversify the economy and add to the unique sense of place and community.

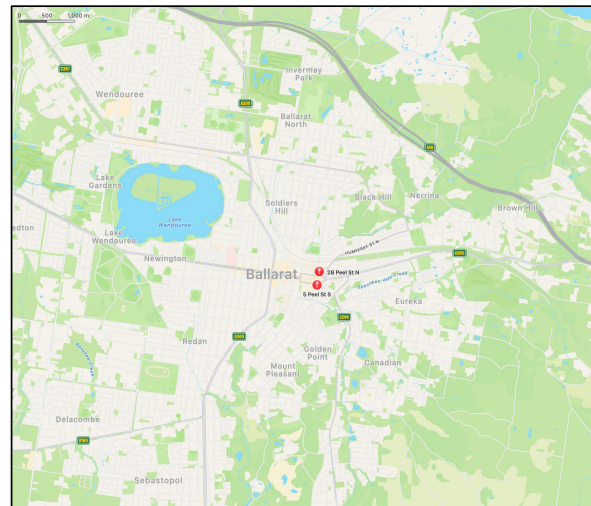


LOCATION

Location

Located 110km west of Melbourne, Ballarat is one of Australia's fastest growing regional cities and the third largest city in Victoria. It serves an economic community of 400,000 people.

The Site is located in the CBD and is owned by Council. It is currently being used as a public carpark. The commitment by the State Government to provide up to 1000 new spaces in Ballarat CBD means that the Site can be put to a higher and better use as proposed by the Bakery Hill Urban Renewal Plan.



A THRIVING ECONOMY, SUPPORTING AN ENGAGED AND RESILIENT COMMUNITY.

Bakery Hill will be a thriving mixed use hub - a key destination within Ballarat and a gateway to the Ballarat CBD. The Precinct will play an important role in Ballarat's economy and community life; it will be the centre of innovative and creative industries; an active and vibrant place during the day and night, and a sought after place to live for a diverse range of people.

Upgrades to and ultimately re-development of key sites will drive change and investment to create a great place to live, work and play, and to diversify the economy and add to the unique sense of place and community.

Bakery Hill will be an environmentally sustainable place and resilient community that limits the impact of climate change, and is adaptable to meet changing needs.

OBJECTIVES

- T1** Bakery Hill's renewal will be an ongoing **community led process**, that supports local leadership and private sector partnerships.
- T2** Bakery Hill will be reinvigorated with **diverse land uses**, including restaurants, creative industries, commercial uses and residential development.
- T3** Bakery Hill will be promoted as a **great place to live** for all people.
- T4** Bakery Hill will be positioned as a leader in **climate change adaptability and resilience**.

The sub-precincts identified in Figure 8 are derived from Making Ballarat Central - The CBD Strategy and modified to strengthen the core to become a mixed use Activity Hub that not only offers retail, but also residential, commercial and community uses.



Figure 9: Urban Renewal Plan - Thriving

DRAWING KEY	
	Key redevelopment sites (Short-medium term)
	Key redevelopment sites (Long term)
	Activity hub
	Local retail hub
	Residential hub
	Community hub
	CBD peripheral retail
	Office
	Railway precinct

28-32 PEEL ST NORTH VISION

Site Vision

The Bakery Hill and Bridge Mall Urban Renewal Plan (2019) describes the general area around this site as being well suited to mixed use or residential developments which play an important role in Ballarat's economy and community. The aspiration is for this specific area to be an active and vibrant place during the day and night, and a sought-after place to live for a diverse range of people. Development should offer environmental, social, and economically sustainable outcomes to the Bakery Hill Precinct, building a resilient community that limits the impact of climate change, and is adaptable to meet changing needs, whilst still being responsive to the historical context of the area.

Council's vision for the 29-32 Peel Street South site in the context of this specific EOI is for a development which:

1. Acts as a leading example of quality design and placemaking in the Ballarat CBD
2. Either directly delivers or supports an inner city population with more people living, visiting and / or working in the area
3. Involves mixed use, residential or other land uses which create or help support activity and vibrancy across both day and night
4. Leverages its location and interfaces to promote private investment beyond just this specific site
5. Delivers on the environmental, social and economic objectives and vision of the Bakery Hill and Bridge Mall Urban Renewal Plan (2019)

Objectives for the Site Redevelopment EOI

Council's objectives with relation to the redevelopment are:

1. Council's vision: Identify respondents with the ability to realise Council's vision for the site
2. Design and built form: Identify respondents with the ability to deliver a development which complies with Council's design criteria for the site
3. Financial capacity: Identify respondents with the financial capacity to undertake their proposed development
4. Experience and operational capacity: Identify respondents capable of delivering the proposed development in a timely manner
5. Financial return: identify respondents which seek a development model that appropriately manages Council's financial exposure, risk and return during any land transaction.

PLANNING

Commercial 1 Zone

The site is zoned Commercial 1 and this supports a wide range of uses to facilitate the creation of a vibrant mixed use for retail, office, business, entertainment and accommodation uses. Whilst the site is unencumbered by any specific overlays, the following is provided as planning guidance to facilitate the planning process; however, it does not guarantee a planning permit will be granted.

Heritage Context is Celebrated

Development must contribute and respond to the heritage context of Ballarat. This includes identifying opportunities to celebrate the heritage of the Wadawurrung and Dja Dja Wurrung peoples, as well as post-settlement heritage.

Urban Structure and Legibility is Improved

There is an opportunity to improve the urban structure within the CBD this can be achieved through consideration of:

- Pedestrian, bike, vehicle access, permeability and connectivity are improved
- New streets, lanes and footpaths are to be designed in accordance with the Council's public realm standards
- Streets and laneways that formed the historic urban fabric are reinstated where appropriate
- A clear sense of address is provided for all buildings, dwellings and commercial premises within the CBD.

Building Heights

The buildings in Ballarat CBD generally vary between one and five storeys. The heights of buildings vary along the street but there is usually no more than a two-storey difference between neighbouring buildings.

View Analysis Overview

Ballarat's historic city skyline and unique story are celebrated and valued by both residents and visitors. The case for protecting Ballarat's Skyline was established in the concept of the 'City in the Landscape' - a key platform for change identified within the Ballarat Strategy. Components of the City in the Landscape include:

1. The natural topography and landscape features which surround the city.
2. Landmark buildings across the city.
3. The historical significance of the city (including precontact and post-contact Ballarat).

Parking Provision

The Ballarat Planning Scheme sets out how much on-site car parking must be provided for particular uses. If this car parking cannot be provided, then Council may consider an application to reduce the amount of car parking required.

RELEVANT SITE INFORMATION

Bakery Hill Urban Renewal Plan

The following are some relevant extracts from the Bakery Hill Urban Renewal Plan.



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	Community hub
	CBD peripheral retail
	CBD retail
	Office
	Railway precinct

BAKERY HILL AND BRIDGE MALL PRECINCT - URBAN RENEWAL PLAN - PART 3



ARTIST'S IMPRESSION ONLY
BY GEOFFREY FALK



Relevant Initiatives and Actions

- T1.1, C1.4, D1.2
- T2.2
- T3.1
- T3.3
- T4.1



1 STRENGTHEN CONNECTION TO BALLARAT RAILWAY STATION



2 DIVERSE BOULEVARD STREETSCAPES



3 PROVIDE RESIDENTIAL LIVING



4 ENCOURAGE NEW COMMERCIAL SPACES FOR EMPLOYMENT



5 PROTECT AND ENHANCE THE HERITAGE RANGER BARRACKS



6 ENCOURAGE SUSTAINABLE LIVING AND INCREASE CANOPY TREE COVER



PARKING IN BALLARAT CBD

Ballarat Regional Car Parks Fund

The following information has been obtained from the Ballarat Regional Car Parks Fund website at engage.vic.gov.au/ballarat-regional-car-parks-fund.

During the 2018 election, the state government committed to build 1000 new free car parking spaces in Ballarat to help take the pressure off neighbouring streets and make it easier to get in and out of the city.

Regional Development Victoria (RDV) in partnership with Council and Ballarat Health Services, has now identified sites including five potential locations that could deliver the commitment of 1000 car parks.

The Victorian Government has released a statement saying works are set to begin at three sites (Market St, White Flat Oval and Eastern Oval).

Community engagement in August 2021 received more than 240 responses, with all proposed locations receiving majority support.

For further information, please visit <https://www.rdv.vic.gov.au/grants-and-programs/regional-car-parks-fund>

Public Parking Provision on the Redevelopment Sites

In light of the above, Council considers that the public parking currently being provided on the site will be more than adequately replaced over time by the state government fund. **Existing public car parking is therefore not required to be provided in the proposed development.**

Note that car parking will still be required to satisfy planning requirements of the sites depending on the intended use.

DESIGN CRITERIA

Council seeks the following design criteria for the Site:

- *Inspiring* – Good design embedding the very essence of the development into a narrative and vision. A vision which elevates the development beyond its primary purpose and delivers an inspiring addition to the built environment.
- *Contextual* – Good design informed by its location responding to site-specific environmental, social and cultural conditions. Appropriate contextual relationships with regard to building scale, form, mass and materiality of all elements to create a valuable addition to the Precinct.
- *Functional* – Meets the requirements of a building or place through efficient spatial arrangements which enhance convenience, amenity and opportunities for future adaptability. A design that will fully integrate functional requirements and explores synergies with the project vision to deliver value beyond primary technical needs.
- *Valuable* – Good design marries aesthetics and functionality which will reduce the full life-cycle costs of the project and creates value.
- *Sustainable* – Respects our environment and resources by embedding efficiency, enhancing local ecology and creating a durable long-term built legacy.
- *Enjoyable* – Increasing amenity through creating healthy and safe places that are enjoyable at all times of the day, fostering community involvement and engendering community pride. Inclusive and equitable environments contribute to broader positive social and economic outcomes for all users.
- *Enduring* – Through the synthesis of vision and function, good design embeds lasting value into our built environment. Good design is essential in place-making which promotes community pride, providing a truly enduring legacy which will continue to serve, inspire and delight.





PLANNING PROCESS

Independence

Development will require a Planning Approval. In this regard Council wishes to explicitly state that the assessment of planning submissions on the Site has to be undertaken on an 'arms length' independent basis by Council's Statutory Planning Department.

Council is not in a position to provide any guarantees that Respondent design concepts will achieve a Planning Permit and expressly notes that this risk lies with the Respondent.

Process

Notwithstanding the above requirement for the planning process to operate independently, for this Project Council is proposing:

- Use of the Design Panel to provide design assessment and feedback
- Priority attention by the Planning Department.

NOTE: the Panel is NOT available to help Respondents in their EOI indicative design responses.

Design Panel

Council's Design Panel (the Panel) advises on the design quality of proposals. The roles and functions of the Panel include:

- Providing confidential peer review that is independent from the project team
- Explore and test design ideas and concepts at various stages throughout the design process
- Assisting Council officers in defining and articulating crucial design principles
- Applying professional expertise to assess the quality of the design primarily within the context of planning policies
- Broker alternative approaches and design solutions and expedite decisions.

The Panel is advisory only and does not have a decision-making function. Designed to complement the statutory planning system, influence design decisions early and provide expert advice to all parties, including decision making authorities at key stages of the project's development.

The Panel may be invited to provide feedback to Council on submissions made through this Expression of Interest. A design assessment will occur before a planning application is submitted, providing expert advice to the Respondent. The Panel will also be invited to submit feedback on any planning permit applications made in relation to the Site.

All Panel review sessions will be carried out in strict confidence and Panel members will not discuss proposal nor disclose any information received before or after the review. Panel advice will not generally be published but it may be subject to requirements of freedom of information legislation.

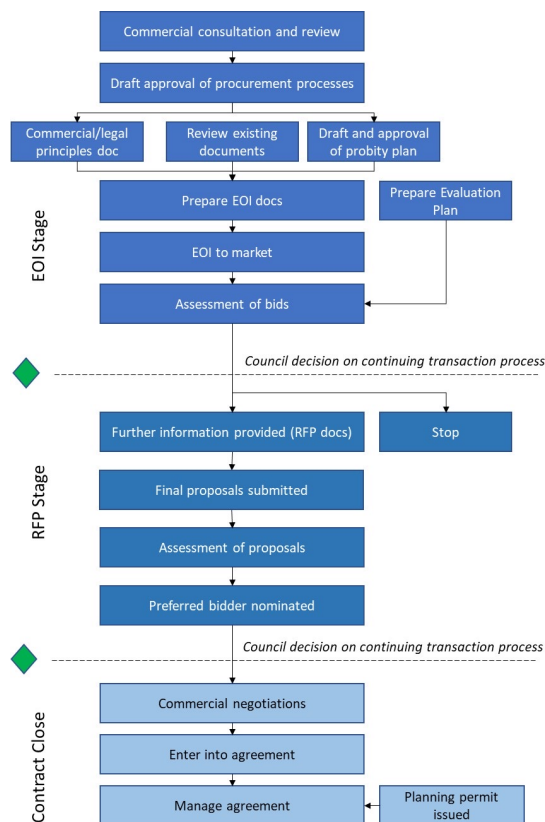
TRANSACTION PROCESS

Process

The procurement process has been designed to ensure an efficient, fair and cost-effective outcome. As a guide, it includes the following steps:

1. EOI Proposals sought from market, Section 114 public notice of intention to sell land issued
2. Assessment
3. Selection of a number of Respondents to be invited to provide more clarity and receive further information, or discontinue the transaction process
4. Request for final proposals (RFP)
5. Final Proposals submitted
6. Assessment
7. A preferred Respondent be nominated and be given exclusive negotiation rights for a limited timeframe with defined milestones, or discontinue the transaction process
8. One-on-one negotiations with the preferred developer (for each site) with the aim to negotiate an acceptable land sale and development agreement, or discontinue the transaction process
9. If negotiations acceptable, enter into legal agreements
10. Developer must lodge planning permit and upon a successful result must build the project.

The above is a guide only and Council reserves the right to change this process and consider alternative transaction models to facilitate the Project.



PROPOSED COMMERCIAL TERMS

Principles

The key commercial principles required by Council include:

- the preferred Respondent will be required to develop the Site in accordance with a design and for purposes approved by Council;
- the preferred Respondent will be required to develop the Site in a timely manner to an agreed timetable. The site cannot be 'land banked';
- the preferred Respondent will be required to obtain all approvals required for its development and use of the Site and accept all risks arising from the design, construction and economic viability of its development; and
- the Site will be sold to the preferred Respondent on an "as is" basis and the preferred Respondent will accept all risks associated with the Site, including environmental, geotechnical and connection of services.

The preferred Respondent) will be required to enter into a contract of sale for the Site (**Contract**) and an agreement under section 173 of the *Planning and Environment Act 1987* (Vic) (**Section 173 Agreement**) which will be registered on the title to the Site following settlement.

Contract

The Respondent will be required to:

- submit its application for planning approval for the development and use of the Site in accordance with approved concepts plans (**Planning Approval**) to Council for approval in its capacity as landowner by no later than [date];
- lodge its application for Planning Approval with the responsible authority by no later than [date]; and
- obtain Planning Approval by no later than [date].

If the Respondent does not obtain Planning Approval by [date], either Council or the Respondent may terminate the Contract.

The Respondent will be required to pay a deposit equal to 10% of the purchase price on execution of the Contract, with settlement and payment of the balance of the purchase price due 30 days after Planning Approval has been obtained.

Section 173 Agreement

The Respondent must develop and use the Site in accordance with the Planning Approval.

The Respondent must:

- substantially commence its development by no later than [date]; and
- complete its development by no later than [date].

If the Respondent does not develop the Site in accordance with these requirements, Council may require the Respondent to retransfer the Site to Council.



RISK APPORTIONMENT

Proposed Risk Apportionment

The proposed risk apportionment for the project is set out in the table below.

Risk Category	Description	Council	Purchaser
Site Risks			
Site availability and control	Risk that the designated project land is available in accordance with the development timetable.	✓	
Approvals (including planning)	Risk that necessary approvals cannot be obtained in accordance with the timetable set out in the Contract of Sale or may be obtained subject to unanticipated conditions that have adverse cost consequences or cause delay in the progress of the works.		✓
Site conditions	Risk that adverse ground condition cause construction costs to increase and/or cause delay in the progress of works.		✓
Environmental	Risk that the site is contaminated or polluted requiring significant expense and/or time to remedy.		✓
Native Title	Risk of any native title claim on the site which delays or prevents progress of the works and/or requires compensation to the Purchaser.		✓
Cultural Heritage and archaeological finds	Risk of cultural heritage or archaeological existing or discovered characteristics that delay works and/or cause construction costs to increase.		✓
Design			
Design Approval	Risk that the Purchaser's Design Documents do not comply with the requirements of the Contract of Sale.		✓
Design	Risk that the Purchaser's built form does not deliver the design in accordance with the Approved Design Documents.		✓
Financial Risk			
Costs	Risk of costs of participating in the EOJ process including legal and professional consultants costs		✓
Financial capacity	Risk that financial demands on the Purchaser exceeds its financial capacity.		✓
Corporate failure	Risk that the Purchaser suffers corporate failure for any reason whatsoever.		✓
Financing risk	Risk that debt and/or equity as required by the Purchaser is not available at that time and in the amounts and on the conditions anticipated.		✓
Change in ownership of the Purchaser	Risk that a change in ownership or control of the Purchaser results in a weakening in their financial standing or support or other detriment to the development.		✓
FIRB approvals	Risk of not obtaining the requisite FIRB approvals in accordance with the development timetable.		✓
Insurance	The risk that insurance may be withdrawn, disallowed or offered on unacceptable terms or premiums increase or decrease due to any adverse incident or market perception.		✓
Construction Phase			
Construction	Risk that events occur during construction which prevent the project being delivered on time and to the budgeted cost.		✓
Change to final plans and specifications			✓
Market competition, economic conditions			✓
Contractor default	Risk of default or failure of a contractor or consultant engaged by the Purchaser causing delays and additional costs to the project.		✓
Industrial action and civil commotion	Risks of strikes, industrial action or civil commotion causing delays or additional costs.		✓
Weather	Risk of adverse weather conditions of any kind causing delay or additional costs to the project.		✓
Third party liability	This is the risk of damage or injury to a member of the public during the construction works.		✓
Risks throughout the development			
Overall delivery	Risk that poor management and co-ordination of all aspects of the development leads to delay and increased costs.		✓
Infrastructure (including services, utilities, etc) and public areas	This is the risk that the provision of infrastructure inside and outside development project is delayed, not delivered, uncoordinated, unfunded, poor quality and includes increased costs, cost over-runs, delays etc.		✓
Community objection	Community objection and action/litigation is taken by anyone within the community, including traders in the precinct seeking the provision of replacement public car parking.		✓
Compliance with laws	This is the risk that compliance with laws (including, without limitation, occupational health and safety laws) exceeds the anticipated cost, and the risk of non-compliance with those laws.		✓
Road Network	This is the risk that the road network for the site is prejudicial to the operation or viability of the project.		✓
Changes in law/policy	This is the risk of a change in law/policy which could not be anticipated at the time of signing the Contract of Sale which is not project-specific and which causes a marked increase in capital costs or has other consequences for the Purchaser.		✓
Any other risk not addressed in this Risk Matrix or the Terms Sheet			✓

RESPONSE TEMPLATE

The structure of the EOI response should be set out in a single file PDF, A4 portrait format in accordance with the following headings:

Section	Information Sought
1. Executive Summary	<ul style="list-style-type: none"> Two pages maximum
2. Respondent Details	<ul style="list-style-type: none"> Name and registered address of Respondent entity Details and evidence pertaining to the corporate ownership of Respondent Corporate history/overview and description of the business of each Respondent Details relating to the proposed transaction vehicle structure i.e. structure and ownership Full contact details, including a primary and secondary contact Confirmation that the Respondent agrees to the terms and conditions set out within this EOI
3. Consortium Members	<ul style="list-style-type: none"> List of Consortium members and the role they will take in the Project Details of key executives and management of each entity
4. Development Experience and Capability	<ul style="list-style-type: none"> Demonstrated experience in the successful development of projects of similar size, complexity and regional location
5. Development Proposal	<ul style="list-style-type: none"> An outline of the key elements of the development proposal Evidence of understanding of the likely key development issues and Project risks
6. Design Proposal	<ul style="list-style-type: none"> Details of the design team and an outline of how design innovation will be incorporated into the Project Concept design vision for the Project (site plan, floor plans, elevations) Concept Areas Schedule
7. Operational Model	<ul style="list-style-type: none"> An outline of the key elements of the operating proposal Evidence of understanding of the target market Approach to ensure the long term sustainability and success of the Project
8. Financial Proposal	<ul style="list-style-type: none"> Indicative land payment Preliminary financial feasibility of the Project
9. Program	<ul style="list-style-type: none"> Provide a high level indicative timeline for the development of the Project
10. Financial Capacity	<ul style="list-style-type: none"> Certified copies of the last two years audited financial accounts, including at a minimum Balance Sheets and Profit and Loss Statements of each Consortium member. If not obliged to prepare the last two years audited financial accounts, other statements will need to be provided which indicate the Respondent's financial capacity Current financial commitments of each nominated Respondent, such as current and proposed projects Evidence of the ability to finance the Project, including supporting documentation that the Respondent is able to access equity and debt funding
11. Ability to Take and Manage Project Risk	<ul style="list-style-type: none"> Confirm acceptance of the project risk apportionment
12. Commercial Terms	<ul style="list-style-type: none"> Confirm acceptance of the proposed commercial principles and terms
13. Economic Benefits	<ul style="list-style-type: none"> Outline of the likely type and form of economic benefits the project will bring to Ballarat

REGISTRATION FORM

Registration Form

A. Respondents must complete the following details:

- 1. **Name:**
- 2. **ACN and ABN:**
- 3. **Registered office:**
- 4. **Postal address:**
- 5. **Nominated contact person**
- 6. **Telephone:**
- 7. **Email address:**
- 8. **Name, address, telephone number and email address of the Respondent's legal practitioner**

B. ACKNOWLEDGMENT AND DECLARATION

We acknowledge that, by submitting this proposal, we accept, and acknowledge that we are bound by, the terms and conditions stated in the Invitation.

We declare that we have no direct or indirect conflict of interest in participating in the development outlined in the Invitation.

We authorise Council to contact our preferred project partners and referees provided as part of this proposal and to obtain from them any relevant information to assist Council in evaluating this proposal.

DATED: 2022

Signed for and on behalf of)
)
)
 (print name of Respondent))
 by)
) Signature of signatory
 (print full name of signatory))
)
)
 (print title of signatory))
 in the presence of:)
)

 Signature of witness
)

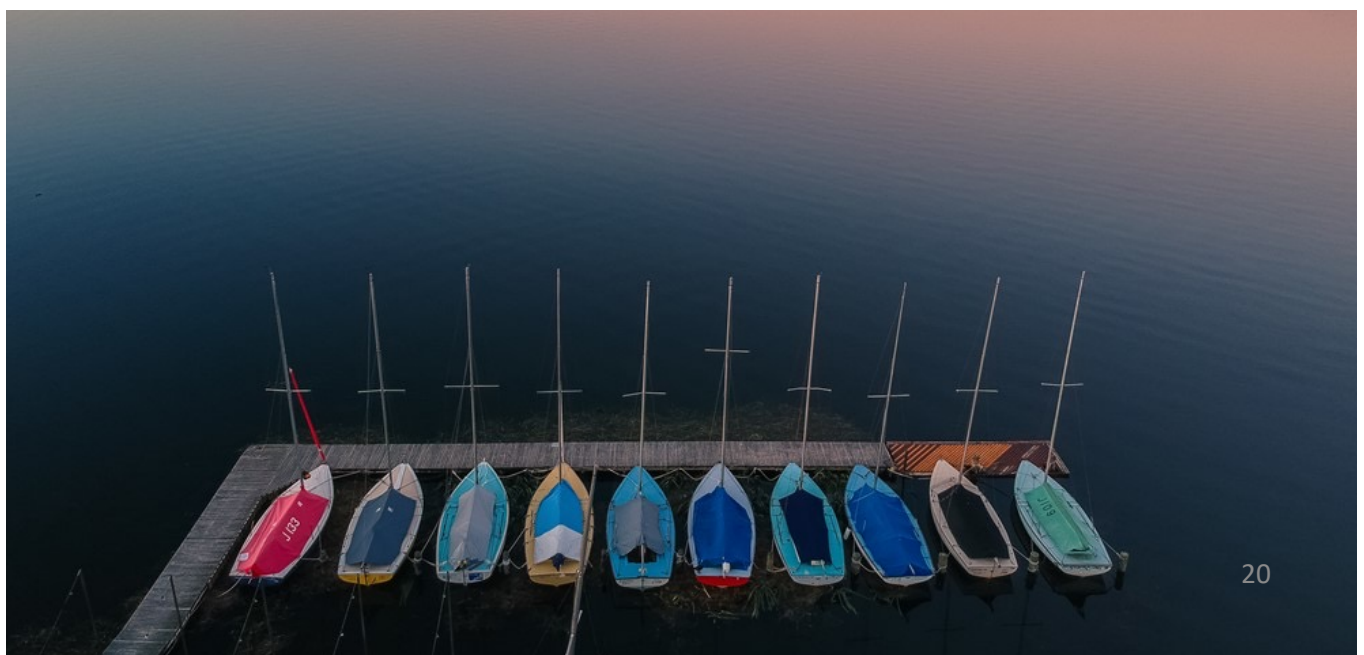
 Print full name of witness

ASSESSMENT

Assessment Criteria

EOI responses will be evaluated against the following criteria:

Assessment Criteria	Relevant Response Section
1. Council’s vision: Extent to which the proposal aligns with Council’s vision for the Site	1, 5, 7
2. Design and built form: Extent to which the design proposed delivers a development which complies Council’s design criteria for the Site	6
3. Financial capacity: Extent to which respondents have the financial capacity to finance the project, take and manage risk and accept the proposed commercial terms	10, 11, 12
4. Experience and operational capacity: Extent to which respondents have previously delivered similar developments, and are capable of delivering this development in a timely manner	2, 3, 4, 9
5. Financial return: The financial and economic return to Council and community.	8, 13





TIMING

Indicative Timetable

The indicative and preferred timetable for the Project is outlined below.

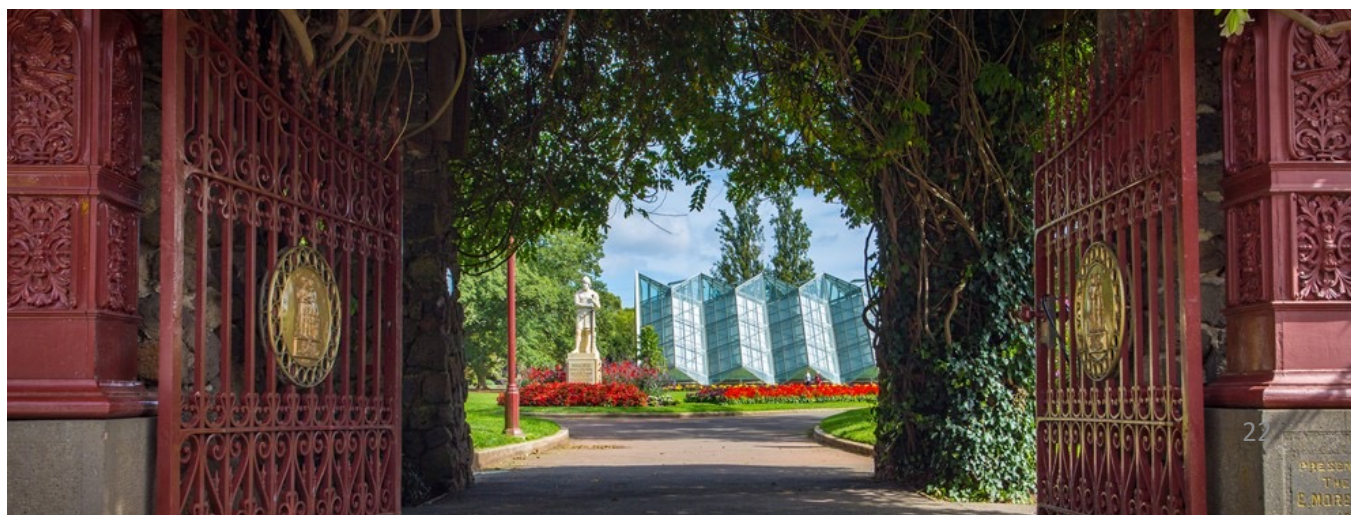
EOI Submissions Close	[TBA]
EOI Assessment	[TBA]
RFP Period	[TBA]
RFP Assessment	[TBA]
Negotiation	[TBA]
Contract with preferred party	[TBA]

FURTHER INFORMATION

Further information is available on request, including:

- Features survey
- Geotech assessment
- Environmental assessment
- Response template in Word format

Please request this further documentation via the procurement portal.



CONDITIONS

Statutory process

The proposed sale of the Site is subject to Council complying with its obligations under the Local Government Act 2020 (Vic) and resolving to sell the Site.

EOI Conditions

The EOI conditions are as follows:

- No further details with respect to the property will be provided to potential Respondents. Council reserves the right to provide additional information if they so desire; a late EOI may be accepted or rejected, at the absolute discretion of Council and its advisors;
- Council may reject any EOI which does not comply with the requirements of this EOI;
- On completion of the EOI process, Council reserves the right to impose conditions on dealing with Respondents, discontinue or amend the EOI process and the EOI conditions at any time, issue a request for proposals to shortlisted Respondents or negotiate with any or several Respondents;
- Respondents warrant that in lodging an EOI it did not rely on any express or implied statement, warranty or representation, whether oral, written, or otherwise made by or on behalf of Council, its officers, employees, agents or advisors other than any statement, warranty or representation expressly contained in the EOI;
- Council may elect not to proceed with the EOI or the sale of the Site, and no discussions regarding the basis for that decision will be entered into;
- The submission of an EOI response by a Respondent will not give rise to any governing contract. Council expressly disclaims any intention to enter into any such contract;
- Respondent and their staff or consultants must not approach or request any other person to approach any member, officer or consultant of Council in order to canvas support from Council. Any Respondent who directly or indirectly seeks to obtain an advantage by the canvassing of support from Council may be disqualified from participating in this EOI process and Council can elect to not consider its EOI response;
- Respondents must not disclose the terms of any proposal unless the Respondent obtains the consent of Council or such disclosure is required for the purpose of implementation of this EOI process;
- Respondents must not make any public statement, including doing any media releases, in relation to this expression of interest process and must refer all enquiries from the media to Council;
- Respondents must not enter into any discussions, agreement, arrangement or understanding with any other Respondent concerning this Project;
- Respondents must not engage in any activity which may give rise to an actual or potential conflict of interest and must as soon as reasonably practicable notify Council of any matter which may give rise to an actual or potential conflict of interest. Council may refuse to consider a proposal from any Respondent where, in Council's opinion, that Respondent has an actual, perceived or potential conflict of interest;
- Respondents agree to comply with any probity requirements of Council or any probity adviser/auditor appointed by Council during the process covered by this EOI;
- Council and its advisors may seek clarification from Respondents on any aspect of the EOI prior to making a decision in this regard;
- Council may alter or amend this EOI and, if so, will do so in writing, Respondents that have registered to receive the EOI documentation will be provided with amendments to the EOI documentation (if any); and
- Nothing in this EOI process fetters or restricts the power or discretion of Council in the exercise of any statutory right, power or duty that the Council may lawfully exercise in respect of the Site or the proposed development of the Site.

Respondents that have registered to receive the EOI documentation will be provided with amendments to the EOI documentation (if any).

IMPORTANT NOTICE

Notice

This information is provided to a party interested in responding to the Expression of Interest ("Respondent") and solely for the purpose of assisting the Respondent and its professional advisors. The information is provided upon the express understanding that it be used for only that purpose. Further, the information is not intended to provide any recommendation either expressly or by implication with respect to the Project.

The information and material contained in this document has been provided to Council by numerous sources. While care has been taken in the preparation of this document, neither Council nor their advisors make any guarantee, representation or warranty, either expressed or implied concerning the accuracy, reliability or completeness of the information or that any information has been audited.

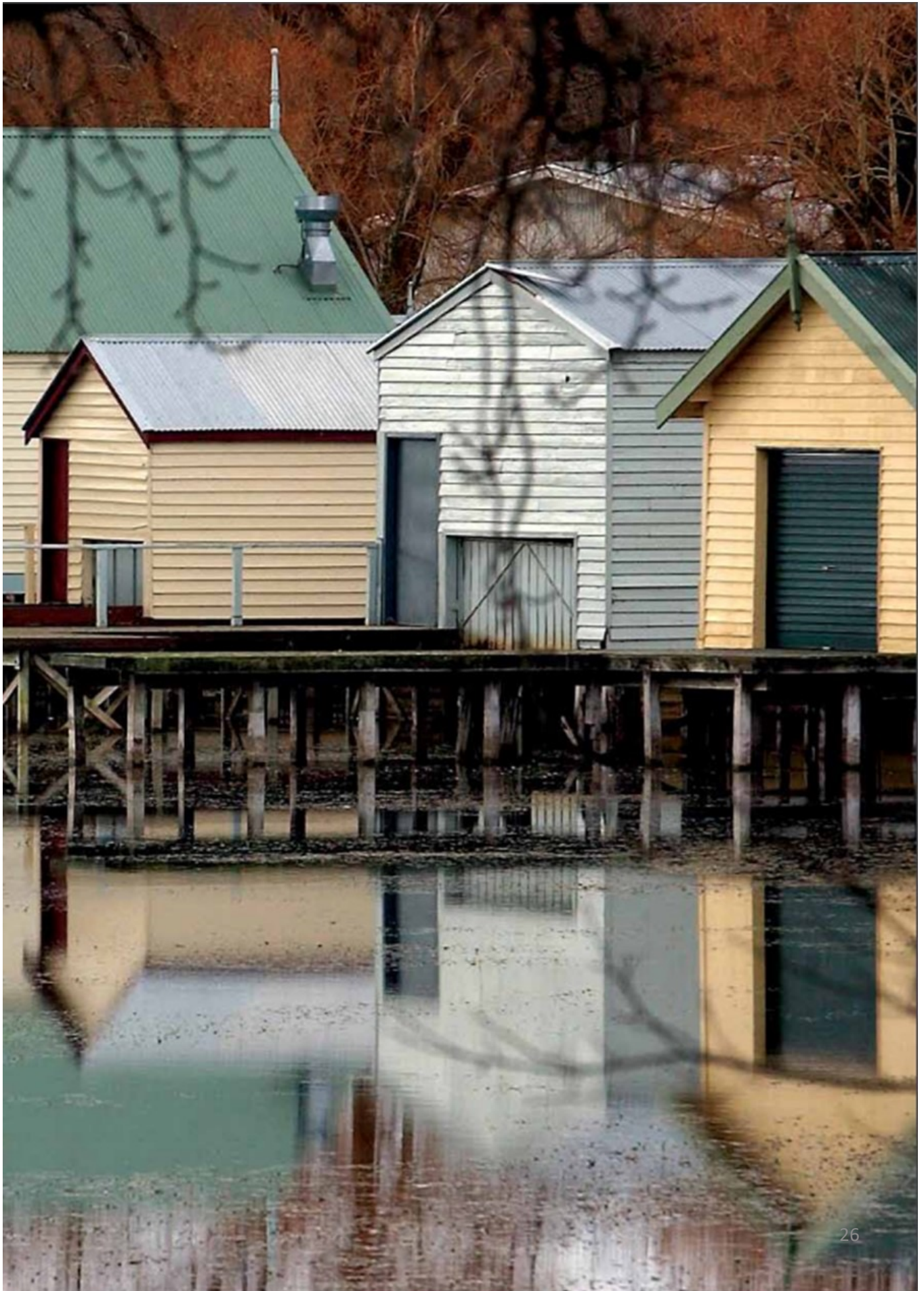
The Respondent to this Expression of Interest should make its own independent investigations and analysis of the property and its own assessment of all information and material provided as to the accuracy, reliability, completeness and timeliness of such information and material. The Respondent should consider seeking appropriate professional advice in reviewing the information and evaluating the suitability of the investment.

In furnishing the information, Council or their advisors do not undertake any obligation to provide the Respondent with access to any additional information. All warranties, conditions, liabilities or representations in relation to the information, advice or other services constituted by this document are hereby expressly negated and excluded to the maximum extent permitted by law. The Respondent agrees to the fullest extent permitted by law, that it shall not seek to sue or hold Council or their advisors liable in any respect by reason of the provision of the information.

Council and their advisors are not liable to reimburse or compensate any party or any of their representatives for any costs or expenses incurred by any party or its representatives in conducting their review and evaluation of this investment opportunity, submitting an expression of interest or otherwise in conjunction with the Project.







Bakery Hill Site Redevelopments

5 Peel Street South

Expression of Interest Information Memorandum



Version: Final Draft 0.7 for Council Approval



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EXECUTIVE SUMMARY

Background

Ballarat is one of Australia's fastest growing regional cities. It is Western Victoria's regional hub for economic activity and the largest city in the Goldfields region of Victoria. The city is also a significant tourist destination recognised for its culture, history, and its well-preserved Victorian era heritage.

The Council is running a commercial process to explore redevelopment of two Council owned car park sites in the Ballarat CBD.

Redevelopment of the Ballarat CBD is guided by the adopted Bakery Hill and Bridge Mall Urban Renewal Plan (adopted 2019). This plan recognises the need for substantial private investment in the area and specifically points to the need for mixed use and inner-city housing developments to generate an inner-city population.

Sites

At the Meeting of 22nd September 2021, Ballarat City Council ('Council') resolved to explore a commercial development process for two parcels of Council owned land in the Ballarat CBD, with a view to those parcels potentially acting as catalysts for private development in the area and potentially progressing exemplars of the development envisaged by the Urban Renewal Plan. The sites are:

- **5 Peel Street South** (approximately 1731 sqm zoned Commercial 1)
- **28-32 Peel Street North** (approximately 1012 sqm zoned Commercial 1)

These sites will be transacted separately.

This Expression of Interest Information Memorandum has regard to the 5 Peel Street South site ('Site').

Project Aim

The Project seeks to sell the Site which will then be redeveloped to the benefit of Ballarat consistent with the Bakery Hill and Bridge Mall Urban Renewal Plan. Any sale will contain conditions to ensure the proposed development proceeds as agreed.

As a first step, interested parties are invited to register their interest in the Project and submit indicative design, financial and commercial details.

Purpose of the EOI

The purpose of this EOI are:

- To make the market aware of the redevelopment opportunity on the Site
- Provide the market with high level site, technical, financial and commercial information
- Allow interested parties to develop indicative designs and prepare indicative development proposals
- Assess these proposals against the selection criteria
- Prepare advice to Council on how to proceed.



Governance

Council as the landowner is responsible for the Project. Council has established project governance arrangements to manage this procurement process.

Process

This EOI stage offers interested parties ('Respondents') the opportunity to:

- Express their interest in the Project
- Propose a team for designing, delivering, financing, owning and operating the Project
- Outline the teams experience and capability in similar projects
- Comment on the conceptual risk transfer and commercial model proposed
- Give Council assurances that they can finance the Project, accept the risk transfer proposed, and give a high level of certainty of delivery
- Outline their design concept and operational model for the Project
- Propose their land purchase amounts and terms.

Council has appointed Biruu and Maddocks to assist with the EOI process.

Lodgement

[Via the eprocure portal - details to be advised]

Communication during EOI

All enquiries in relation to this EOI must be directed via the procurement portal.

Further Information

The following further information is available upon request:

- Features survey
- Site Classification Geotechnical Report
- Preliminary Environmental Site Investigation

BAKERY HILL URBAN RENEWAL

Background

In 2019 Council prepared the Bakery Hill Urban Renewal Plan. The plan is available on the Council website.

The Plan was prepared in a collaborative manner with a range of technical and community stakeholders. A staged approach was adopted, with regular involvement of the community, traders and technical stakeholders.

Redevelopment of the Ballarat CBD is guided by the Plan (adopted in 2019). It recognises the need for substantial private investment in the area and specifically points to the need for mixed use and inner-city housing developments to generate an inner-city population.

Catalyst Sites

Council resolved to explore a commercial development process for two parcels of Council owned land in the Ballarat CBD, with a view to those parcels potentially acting as catalysts for private development in the area and potentially progressing exemplars of the development envisaged by the Urban Renewal Plan.

Vision

During the formulation of the vision, three key themes have emerged that have been used as a basis to give effect to the vision: Thriving, Connected and Distinctive.

Upgrades to and redevelopment of key sites will drive change and investment to create a great place to live, work and play, and to diversify the economy and add to the unique sense of place and community.

