

Goolwa Wharf Tenancy Activation Strategy

**General Information,
Terms and Conditions for
Registration of Interest**

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Registration of Interest

Closing: 5pm Friday 29 September 2023

File No:16.20.049

Structure of the General Terms and Conditions is comprised of three (3) sections:

- Section A – Project Background and General Information
- Section B - Conditions for the Registration of Interest Process
- Section C - Procurement Process

SECTION A – BACKGROUND AND GENERAL INFORMATION

Registration of Interest

Alexandrina Council (the **Council**) invites commercial and community groups, entities and entrepreneurs to register their interest (***Registration of Interest***) in entering into a lease, licence or permit with Alexandrina Council for use of one or more of the buildings or open spaces located within the Goolwa Wharf Precinct, Cutting Road Goolwa, South Australia.

Introduction

This Registration of Interest is the first step in identifying commercial and community interest in an occupancy at the Goolwa Wharf, following the redevelopment of the Wharf over the coming 6 -12 months.

Background

The Goolwa Wharf Precinct is one of our region's most unique and well-visited places, strengthened by its active cultural and historical connections. The Precinct's well-preserved buildings and cottages of the river trade era, provide the perfect canvas for reactivation and celebration of the Precinct's rich, living steam powered history through the PS Oscar W boat and the Steam Ranger heritage train. A special 'meeting of the waters' place for the Ngarrindjeri people, the Precinct provides a strong platform for the acknowledgement of place and connection to culture.

Alexandrina Council, with the support of State and Federal Government funding, is investing in the Goolwa Wharf Precinct to make it a place that is vibrant, active and showcases its many unique features, cementing this distinct destination as a great place to visit and spend time, for locals and tourists alike. This investment in the Precinct reflects Council's strategic vision "To Thrive" and will establish the 'canvas' for innovative and diverse activities ranging from existing businesses, new business opportunities, outdoor dining, 'pop ups', festivals and community events.

New landscaping, shared use paths, signage and lighting will provide a new level of amenity for the area, creating places and spaces that are accessible, connected, inviting and attractive and, encourage the use and exploration of the waterfront and wharf, through to the Goolwa main street township and Barrage Road Goolwa.

To further support the reinvigoration of the Precinct, the renewal of the wharf, the wharf shed and the upgrade of Signal Point and its connection to the Wharf is underway. A new roof on Signal Point, the addition of a new solar panel system and improvements to internal heating and cooling are scheduled.

Much needed employment will be created through these construction activities, with ongoing economic stimulus a key outcome of this Project. Registrants are encouraged to familiarise themselves with the Project by visiting the Wharf Redevelopment Project on the Alexandrina Council Website.

The Project Scope

The Wharf redevelopment is underway! To support the redevelopment, the uniqueness of the Wharf including its history, culture, open spaces, existing activities and old and new buildings need to be celebrated and activated to complement the infrastructure upgrades, enrich the customer experience and entrench Goolwa as a destination place.

The potential to engage the community and businesses in this process is imperative in the long-term success of the Wharf and vital in ensuring its sustainability, interest and uniqueness for years to come.

A Registration of Interest (ROI) is being held across a range of open spaces and building assets on the wharf, to receive ideas or concepts that provide appeal and interest at the wharf.

The ROI is simply the first stage in the development of a tenancy strategy that reaches all age groups and diversity of users.

So what are we looking for?

We are looking for your business or community interest in occupying one or more buildings or spaces at the Goolwa Wharf to create a unique, sustainable and appealing destination place that is 'open for business' while showcasing the beauty of the river and all Goolwa has to offer.

Council is open to receiving any submission for any location. All conforming submissions will be evaluated against each applicant's capacity to provide services or ancillary services that provide community, commercial, local and/or tourist benefits in activating the Wharf and creating an iconic destination.

Key deliverables of the Goolwa Wharf Tenancy Activation Strategy are to:

- Encourage economic development and investment
- Retain a uniqueness representative of its history and culture
- Support employment opportunities (particularly for locals)
- Enable business providers to succeed
- Support interests and services important to the local community
- Back existing businesses that have demonstrated good trade
- Provide a destination that the community is proud of
- Promote asset upgrades and protection of heritage buildings
- Grow visitor expenditure and tourism product
- Preserve a vibrancy and attraction all year round
- Welcome year round visitation and overnight stays
- Offer variety in experiences
- Strengthen 'signs of life,' with visual clues
- Enhance what is special about the Wharf (sentiment)
- Create entrances and exists that are clear, visible, accessible and appealing; and
- Develop a connected precinct, with play spaces, storytelling and local heroes.

All registrations are welcome!

So what's on offer?

Buildings

The Chart Room
Signal Point (Building 1)
Wharf Shed (Commercial tenancy portion)
Lot 1 Cadell Street
Old Police Station
Goolwa Post Office
Superintendents Cottage
'The Morgue'
Harbour Masters Residence

One Commercial Ground Space

'The Square'

Additional markets

Community or Commercial Markets

Unique Concepts for Open Space

What can you offer?

So what do I need to do next?

You, your business or your community group are required to **Register your Interest** through Council's MySay page. You will need to complete the online questions and if you wish to do so, there is an opportunity to upload an overview of your proposal as well.

Your proposal could address a number of factors to inform Council of your intended use of the space/s such as:

- Background and overview of who you, your group or your business is.
- Your proposed use of the location (what is your idea?).
- Any capital investment / maintenance you intend to undertake
- Expectations of any capital investment / maintenance you expect Council to undertake.
- Local demand for product (community need / benefit analysis).
- Financial viability and sustainability of proposal (capacity to thrive).
- Proposed term (weeks, months, years) of tenancy.
- Proposed rent to Council.
- Images, concepts, designs to support your proposal.

SECTION B – CONDITIONS FOR THE REGISTRATION OF INTEREST

1. Definitions

In this ROI, the following terms will, unless inconsistent with the context, have the meanings indicated:

- a) A reference to a **clause** is a reference to a clause of this ROI.
- b) **Closing Date** means the time and date specified, or such later time and date as may be notified in writing to Registrants by the Council.
- c) **Conforming Registration of Interest** means a Registration of Interest that meets the minimum criteria described in the Registration of Interest Form. Any area of the ROI which is not compliant must be listed in the Response – Statement of Conformity
- d) **Nominated Contact Person** means the person from Council named in this document as the Project Lead.
- e) **Non-Conforming Registration of Interest** means a Registration of Interest which does not meet the requirements set out in this ROI and/or the ROI Documents.
- f) **Registration of Interest** means a Registration of Interest submitted by a Registrant pursuant to this ROI, which meets all of the requirements set out in the ROI.
- g) **Registration of Interest Process** means the process for calling, receiving and evaluating Registration of Interest.
- h) **Registration of Interest** is the form provided on Council's MySay page in relation to this ROI.
- i) **Registrant's Representative** means the person nominated by a Registrant
- j) **ROI** means this Registration of Interest set out in the ROI Documents.

2. Registration of Interest

The Council seeks Registrations of Interest from Registrants for the provision of services, which are further described in the ROI Documents.

3. ROI Documents

The ROI Documents are comprised of this ROI and the electronic Registration of Interest Submission available on the MySay page.

4. Electronic Lodgement of the Registration of Interest

- a) The Registration of Interest must be lodged electronically via MySay Alexandrina before the **Closing Date of 5:00pm, Friday 29 September 2023** and in accordance with the lodgement procedure set out in this document.

- b) Where there is any inconsistency between the lodgement procedure set out on the MySay website and those set out in this ROI, this ROI will prevail.
- c) The Registrations of Interest lodged by any other means will not be considered.
- d) Registrants warrant that they have taken all reasonable steps to ensure that their Registration of Interest are free of viruses or any other matter which would cause harm to the Council's website or systems.
- e) Registrants acknowledge that it is their sole responsibility to ensure that sufficient time has been allowed for the Registration of Interest lodgement, including time that may be required for any problem analysis and resolution prior to the Closing Date.
- f) If Registrants have any problem uploading their Registration of Interest, they must contact the Nominated Contact Person prior to the Closing Date. Any failure to do so will result in the Registration of Interest being a Non-Conforming Registration of Interest.
- g) A Registration of Interest is deemed to have been lodged by the Registrant when the Registration of Interest has been received by Council's MySay server.
- h) A Registration of Interest received after the Closing Date **MAY NOT** be considered or accepted.

5. Extension of time for lodgement

- a) The Council may, in its absolute discretion, no less than three (3) business days before the Closing Date, extend the Closing Date by notice in writing to the Registrants.
- b) A Registrant may request the Council to extend the Closing Date for the submission of a Registration of Interest by written application to the Nominated Contact Person.
- c) Any such requests must be received by the Nominated Contact Person at least five (5) business days prior to the Closing Date, and must provide sufficient reasons to support the request.
- d) It is entirely at the Council's discretion as to whether an extension is granted.

6. Registration of Interest validity period

- a) All Registration of Interest will remain valid for ninety days after the Closing Date.
- b) A Registrant can withdraw its Registration of Interest at any time during or following the Closing Date by notification to the Nominated Contact Person for the Project.

7. Registration of Interest Process

Refer to Section C - Procurement Process

8. Copying Registration of Interest

Respondents must not use this ROI or the ROI Documents (including any attached technical and other written information supplied by the Council) for any purpose other than to prepare the Registration of Interest. This includes not copying this ROI or the ROI Documents (including any attached technical and other written information supplied by the Council) and providing a copy to any third party not involved in the preparation of a Registration of Interest.

9. Timing of Registration of Interest Process

The timing for the Registration of Interest is as follows:

Open Date: Monday 17 July 2023

Closing Date: 5:00pm, Friday 29 September 2023

Following the closing date, the Registrations will be provided to the Council confidentially between October and November 2023.

Parties will be provided with an update and next steps on the Project between November and December 2023.

10. Enquiries or requests for information or clarification

- a) Any enquiries or requests for information or clarification regarding this ROI or the ROI Documents must be made in writing and addressed to the Nominated Contact Person.
- b) The **Nominated Contact Person** is: Lisa Hoyle – Manager Property and Procurement Services at lisa.hoyle@alexandrina.sa.gov.au
- c) The Nominated Contact Person may (but is not obligated to) respond to a Registrant's enquiries or requests for information or clarification.
- d) If the Council provides any information to a Registrant by way of clarification, then the Council reserves the right to provide that information to other Registrants.
- e) No statement made by the Nominated Contact Person, or any other representative of the Council should be construed as modifying this ROI or any of the ROI Documents, unless confirmed in writing by the Nominated Contact Person.

11. Registrant's contact person

- a) Registrants are required to nominate a person to be the authorised contact person and supply an address for the service of any notices for the purpose of this ROI (**Registrant's Representative**).
- b) All communication with the Registrant will be via the Registrant's Representative.

12. Site/industry briefing

- a) The Council may conduct a site briefing. The briefing (if conducted) is intended to provide Registrants with background information, and Registrants are not to treat any statements made at the briefing as variations to this ROI.
- b) Details of the briefing will be provided to Registrants at least seven business days prior to the briefing. Registrants may be notified of the briefing by email, and Council may post the details of the briefing on the internet.
- c) Each attending Registrant must advise the Nominated Contact Person of the details of that Registrant's attendees (including name and position) at least two business days before the briefing.
- d) Individual site inspections are available on request.

13. Registrant not to solicit the Council and its employees

- a) The Registrant and its representatives must not interfere or attempt to interview or to discuss its Registration of Interest with Councillors or employees of the Council once submitted, other than the Nominated Contact Person.
- b) The Council reserves the right to reject any Registration of Interest submitted by a Registrant that contravenes this clause.

14. Registrants to be informed

Each Registrant must, prior to submitting its Registration of Interest, become acquainted with the nature and extent of the Services to be undertaken, and make all necessary examinations, investigations, inspections and deductions.

15. Conflict of interest

- a) Registrants must inform Council of any circumstances or relationships, which will constitute a conflict or potential conflict of interest if the Registrant is successful.
- b) If any conflict or potential conflict exists, the Registrant must advise how it proposes to address this.

16. Use of subcontractors

Where a Registrant proposes to use resources from organisations other than the Registrant itself, information relating to the contractual arrangements for such resources must be included in the Registration of Interest.

17. Ombudsman Act

- a) Registrants should be aware that the *Ombudsman Act 1972* (SA) defines "administrative act" under that Act includes an act done in the performance of functions under a contract for services with a Council.

- b) That Act also includes powers enabling the Ombudsman to investigate matters in the public interest.
- c) The Registrant must ensure compliance with all obligations arising under that Act and any other applicable legislation.

18. Freedom of Information

Registrants should be aware that the *Freedom of Information Act 1991* (SA) (**FOI Act**) gives members of the public a right to seek access to the Contract documents and the Council will disclose the Contract in accordance with that ACT.

19. Collusion

- a) The Registrant must not collude with any other Registrants or potential Registrants.
- b) Registrants are reminded that cartel conduct provisions of the Competition and Consumer Act 2010 (Cth) (CCA) reference such collusion as creating a civil and criminal liability for bid rigging.

20. Registrant's confidential information

- a) The Council will treat as confidential all Registrations of Interest submitted by Registrants in connection with this ROI.
- b) The Council will not be taken to have breached any obligation to keep information provided by Registrants confidential to the extent that the information:
 - is disclosed by the Council to its Council Members, advisers, officers, employees or subcontractors solely in order to conduct the ROI process or to prepare and manage any resultant agreement;
 - is disclosed to the Council's internal management personnel, solely to enable effective management or auditing of the ROI process;
 - is disclosed by the Council to the responsible Minister;
 - is authorised or required by law to be disclosed; or
 - Is in the public domain otherwise than due to a breach of the relevant obligations of confidentiality.

21. ICAC

Registrants acknowledge that if they enter into a contract with the Council they will be considered to be public officers for the purposes of the *Independent Commissioner Against Corruption Act, 2012* (SA) (**ICAC Act**) and will be obliged to comply with the ICAC Act and the Directions and Guidelines issued pursuant to the ICAC Act.

22. Conforming Registration of Interest

- a) A Conforming Registration of Interest is a Registration of Interest in MySay, which responds to each questions asked.
- b) The capacity to upload further information regarding the registrant's proposal is preferred but does not make the MySay Registration submission non-compliant.
- c) Any area of the ROI which is not completed, must be identified by the Registrant as 'N/A' or similar notification.

23. Non-Conforming Registration of Interest

The Council is not required to, but may at its sole discretion; consider an incomplete, informal or a Non-Conforming Registration of Interest. Failure to respond to or meet any of the requirements set out in this ROI and the ROI Documents will result in the Registration of Interest being deemed a Non-Conforming Registration of Interest.

24. Acknowledgment by Registrant

Each Registrant acknowledges that the Council:

- a) makes no representations and offers no undertakings in issuing this ROI or the ROI Documents;
- b) is not bound to proceed to execute a lease or tenancy agreement with the Registrant over the land.
- c) may require one or more Registrants (but is not obliged to require all) to supply further information and/or attend a conference or interview;
- d) may require one or more Registrants (but is not obliged to require all) to make presentation(s);
- e) may undertake 'due diligence' checks on any Registrant, including, but not limited to, verifying references and/or referees, and undertaking company searches and credit checks;
- f) will not be responsible for any costs or expenses incurred by the Registrant arising in any way from the preparation and submission of its Registration of Interest;
- g) accepts no responsibility for a Registrant misunderstanding or failing to respond correctly to this ROI;
- h) will not be liable for or pay any expenses or losses incurred by any party whether in the preparation of an Registration of Interest; and
- i) will not be bound by any verbal advice given or information furnished by any member, officer or agent of the Council in respect of the ROI Documents or this ROI, but will be bound only by written advice furnished by the Nominated Contact Person.

25. Council's Rights

The Council reserves the right to:

- a) amend, vary, supplement or terminate this ROI at any time;
- b) accept or reject any Registration of Interest;
- c) negotiate with any service provider on all or any part of the Services to be supplied pursuant to this ROI;
- d) vary the ROI timing and process;
- e) postpone or abandon this ROI;
- f) add or remove any Registrant;
- g) accept or reject any Registration of Interest whether or not they are Conforming Registration of Interest;
- h) accept all or part of any Registration of Interest;
- i) negotiate or not negotiate with one or more Registrants;
- j) discontinue negotiations with any Registrant; and
- k) include the Registrants' names in Council reports and make them public.

26. Registration of Interest Evaluation

In assessing the Registration of Interest, the Council will have regard to, but not necessarily be limited to, the following criteria (not listed in any order of priority):

- roles and relationships of the Registrant (company / consortia);
- qualification status; and
- Degree of compliance with the requirements set out in this ROI and the ROI Documents.

27. Use of ROI Documents

- a) The Council may use, retain and copy any information contained in the Registration of Interest for the finalisation of the provisions of any subsequent agreement for the Services.
- b) The Council may either retain or dispose of the tender documentation under the terms and conditions as authorised by the State Records Act 1997.

28. Debriefing of Registrants

If requested, Registrants may be debriefed on their ROI outcome.

29. Acceptance of Registration of Interest

- a) The Council reserves the right to negotiate different terms and conditions in respect of a contract for the Services with any one or more Registrants (each a Preferred Registrant).
- b) The Council and the Preferred Registrant may (if required) enter into negotiations for the award and execution of a contract for the Services. No obligations will exist between the Council and the Preferred Registrant until the parties have executed a contract for the Services.
- c) If, despite their best endeavours and acting in good faith, the Council and the Preferred Registrant are unable to negotiate and agree on the terms of a contract for the Services, the Council reserves the right to negotiate with any other parties, including other Registrants, for the provision of the Services.
- d) Each Registrant acknowledges and agrees that all intellectual property created by the successful Registrant arising out of the provision of the Services belongs to the Council, and the successful Registrant must do all reasonable things necessary to assist the Council in the protection and transfer of ownership of the intellectual property resulting from the provision of the Services.

30. Unsuccessful Registration of Interest

Unsuccessful Registrants must, if required by the Council, return the ROI Documents to the Council, once they have been advised that their Registration of Interest is unsuccessful.

31. No Legal Requirement

The issue of this ROI or any response to it does not commit, obligate or otherwise create a legal obligation on the Council to purchase the Services from the Registrants.

32. Governing Law

This ROI is governed by the law in South Australia.

SECTION C – PROCUREMENT PROCESS

1. Introduction

It is anticipated, the Council will conduct the procurement for tenancies on the Wharf in three (3) stages as follows:

1. ROI (this document);
2. Request for a detailed proposal from preferred applicants (Request for Proposal – RFP); and
3. Negotiations and tenancy agreement (inclusive of public consultation).

The procurement process for Stage 1 only will be managed through the MySay server page. Stages 2 and 3 will be administered via direct contact with Registrants.

2. Registration of Interest

Registrants will be asked to complete the Registration of Interest through the MySay 'web based' tool.

To submit a conforming ROI, Registrants:

- Must complete the MySay questions;
- May (elective) upload a submission overview of their proposal; and
- Must submit via the MySay server by the lodgement time and date.

3. Evaluation

Once all submissions have been lodged, Council will initially consider each submission further at a Confidential Workshop. Evaluation criteria is broad at this initial Registration of Interest stage, with the focus of the evaluation limited to:

- Compliant Registration.
- Completion of the questions in the MySay questionnaire.
- Location/s are accurate (e.g.: the Registrant has indicated the location/s their proposal relates to).
- Quality of information provided (e.g.: has enough information been provided for the Council to form a reasonable overview of the proposal); and
- High level appropriateness of the submission (e.g.: does the proposal have a genuine intent to provide an appropriate service and activate the Wharf, in accordance with the key deliverables of the Goolwa Wharf Tenancy Activation Strategy as provided on page 5 of this document).

4. Request for Proposal (RFP)

- a) Shortlisted Registrants (Proponents) will be invited to participate in a further Request for Proposal (RFP) (Stage 2).
- b) Proponents will be required to submit a detailed 'Proposal' at this stage which provides key information regarding their intended use for the building or site and will need to include information such as:
 - Business or community model (detailing what are you intending to do / offer?)
 - Hours of operation
 - Proposed capital works to building
 - Sustainability of proposal
 - How it activates the wharf
 - Site design
 - Organisational structure
 - Proposed term of lease / tenancy agreement (how many weeks, years etc.)
 - Insurance and business evidence; and
 - Personnel / Resources to provide the service.
- c) The RFP may include presentation and/or guidance workshop(s) between the Council and each Proponent to enable the Council to gain a better appreciation about the Proponent, and to ensure alignment with the Project objectives and outcomes.
- d) Following evaluation of the Proposals, the Council will shortlist one (1) preferred applicant per site (as applicable) and commence to negotiate a draft tenancy agreement (Stage 3).
- e) A condition precedent to participating in the RFP will be to sign a deed of confidentiality

5. Project Timelines

Activity	Timing (Indicative)
Release Registration of Interest (ROI)	17 July 2023
Site Briefing / Inspection	Available on request (between 17 July - 29 September 2023)
ROI Close	29 September 2023
Council review (workshops)	October – November 2023
Shortlist from ROI	November – December 2023
Preferred Applicants 'Request for formal Proposal' (RFP)	December 2023 - January 2024

Activity	Timing (Indicative)
Proposals evaluated by Council	December 2023 – January 2024
Public consultation commences on draft tenancy agreements	February – March 2024
Public consultation closes on draft tenancy agreements	March 2024
Council endorsement for tenancy agreements	April 2024
Tenancies Commence	April 2024 onwards