



**Government  
Property NSW**

## **PREQUALIFICATION FOR CALL FOR EXPRESSIONS OF INTEREST**

### **STATEMENT OF REQUIREMENTS & EOI CONDITIONS**

**Purchase (freehold or leasehold) of Royal North  
Shore Hospital Masterplan Zone 8 land  
eTendering Reference No: 1400816 EOI**

**EOI Issue Date: Monday, 29 September 2014  
EOI Phase 1 Closing Date: Thursday, 23 October 2014  
EOI Phase 2 Closing Date: Thursday, 30 October 2014  
Closing Time: 9:30am AEST**

# Contact Officer

Respondents should refer requests for information or advice regarding this Call for EOI to:

CONTACT NAME	Raymond Karlake
CONTACT PHONE	02 9273 3982
CONTACT EMAIL ADDRESS	raymond.karslake@property.nsw.gov.au

Any information given to a Respondent to clarify any aspect of this Prequalification for Call for EOI will also be given to all other Respondents if in the opinion of the Principal it would be unfair not to do so.

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# 1. EOI OVERVIEW

## 1.1 Scope

### 1.1.1 Introduction

The purpose of this Prequalification for Call for Expressions of Interest (EOI) is to provide summary information on the Properties and to outline the intended procedure for the conduct of the EOI and Select Tender Process for the proposed sale (freehold or leasehold) of the Properties by Government Property NSW (GPNSW).

A copy of this Prequalification Call for EOI can be downloaded from the NSW Government eTendering website.

The EOI is a two phase process. The first phase requires Proponents wishing to express an interest in purchasing the Properties to do so by lodging a Response being the EOI Prequalification Form (attached) in the Prequalification Returnable Schedules prior to the 23 October 2014.

Only those Proponents which have been invited from those submitting an EOI Prequalification Response will be permitted to participate in the second phase of the EOI process closing 30 October 2014. Review of EOI Prequalification Responses and invitation to participate in the next phase of the EOI process will be conducted daily up to 23 October 2014 to permit short-listed parties to prepare a Response for the second phase of the Call for EOI.

A two phase process has been adopted for this EOI process to ensure that Proponents invited to the second phase EOI have the capacity, capability and experience to deliver complex developments.

### 1.1.2 The Site

The Properties are part of Zone 8 of the Royal North Shore Hospital Masterplan. Zone 8 is on the southern boundary of the Royal North Shore Hospital Precinct in St Leonards. Zone 8 is situated between Reserve Road & Herbert Street, St Leonards. There are two land parcels on offer:

**Site 4a:** Reserve Road portion. Has an estimated developable GFA of 34,700m<sup>2</sup> (plus car parking) for a commercial office building; and

**Site 4b:** Herbert Street portion. Has an estimated developable GFA of 11,645m<sup>2</sup> for mixed use including commercial and health related uses (medi hotel, medical suites, staff accommodation, carers accommodation, child care and car parking).

Surrounding development comprises modern commercial premises, Royal North Shore Hospital, St Leonards Station and the Forum buildings.

Under the 2007 approved Part 3A Concept Plan 06\_0051, Site 4a & 4b are currently approved as commercial and residential uses. They are Zoned as SP2 under Willoughby Local Environmental Plan 2012 (LEP 2012) which allows for development associated with a hospital.

### 1.1.3 Site Survey

A site survey is available to Proponents shortlisted for the next phase of the EOI process.

Zone 8 of the Royal North Shore Hospital Masterplan has indicative land areas for Site 4a of 4,725m<sup>2</sup> and for Site 4b of 3,389m<sup>2</sup>.

## 1.2 Proposal

### 1.2.1 Site 4a

Site 4a is offered to the market as the opportunity to purchase the site (freehold or leasehold) for the development of an estimated 34,700m<sup>2</sup> GFA office building with ground level retail.

The Government will pre-commit to lease a minimum of 20,000m<sup>2</sup> NLA for an initial 15 year term with two 5 year options.

At Phase 2 of the EOI process, Proponents will be required to submit separate responses which include the purchase price of the land as a freehold and 99 year leasehold acquisition.

Both sites are expected to contribute to landscaping that improves pedestrian access in this zone which links the St Leonards station to the campus and main acute hospital. Further details will be available in Phase 2 of the EOI process.

### 1.2.2 Details of Proposed Lease Pre-commitment for Site 4a

For the purpose of this Call for EOI, Proponents should assume the following lease pre-commitment details:

- Tenant: Government Property NSW (GPNSW)
- Lease Commencement: TBA
- Initial Term: 15 years
- Option(s): 2 x 5 Years
- NLA: 20,000m<sup>2</sup>

GPNSW will require the first right to lease any vacant office space.

### 1.2.3 Site 4b

Site 4b is offered to the market as the opportunity to purchase the site (freehold or leasehold) for the development of an 11,645m<sup>2</sup> GFA facility. The Royal North Shore Hospital Precinct Masterplan permits development of, but not limited to, medi hotel, medical suites, staff accommodation, carers accommodation, child care and car parking.

At Phase 2 of the EOI process, Proponents will be required to submit separate responses which include the purchase price of the land as a freehold and 99 year leasehold acquisition.

Both sites are expected to contribute to landscaping that improves pedestrian access in this zone which links the St Leonards station to the campus and main acute hospital. Further details will be available in Phase 2 of the EOI process.

## 1.3 EOI Prequalification Information Memorandum

Interested parties can download a copy of the EOI Prequalification Information Memorandum Package, using the Access Number 1400816 EOI, at <https://tenders.nsw.gov.au>

Proponents invited to participate in phase two of the EOI process will be provided further information about the Properties upon which to prepare their Response. The further information will include an EOI Information Memorandum which will provide summary information on the Properties and outline the intended procedure for the conduct of the second phase EOI process and Select Tender Process for the proposed sale (freehold or leasehold) of the Properties by GPNSW.

## 1.4 Indicative Programme

GPNSW shall identify a suitable short-list of prospective purchasers from those Proponents that lodge a response to the second phase EOI and then issue a Request for Tender to short-listed Proponents. Indicative target dates for this process are as follows\*:

DATE	EVENT
29 September 2014	Call for Expressions of Interest Period commences
23 October 2014	Closing Date for Expressions of Interest Prequalification
30 October 2014	Closing Date for Expressions of Interest
TBA	Select Tender Period
TBA	Closing Date for Tenders

\*This indicative programme is provided as a guide only and may be amended at any time by or on behalf of GPNSW and in the absolute discretion of GPNSW.

## 2. EOI PROCESS

### 2.1 The Call for EOI Process

#### 2.1.1 Purpose of EOI

A two phase process has been adopted for this EOI process to ensure that Proponents invited to submit a Phase 2 Response have the capacity, capability and experience to deliver complex developments.

The purpose of the EOI is to identify parties with the ability to purchase and a genuine interest in purchasing (freehold or leasehold) the Property in order to select a shortlist of Proponents who will be invited to submit a firm offer to purchase either of the Properties by way of a Request for Tender.

It should be clearly understood that only those Proponents which have submitted a response to this EOI (Response) and have been short-listed following the EOI process will be invited, and permitted, to participate in any subsequent Select Tender Process.

#### 2.1.2 Objectives

The objectives of this Call for EOI and the subsequent sale process are to:

- Deliver a development and services that align with the Royal North Shore Masterplan for this Zone.
- Identify Proponents that have the capacity, capability and experience to deliver complex developments.
- Identify the financial capacity of a Proponent to complete the transaction within the timeframe outlined in the Call for EOI.
- Optimise the financial benefit to the NSW Government in any sale of the Properties.
- Ensuring that NSW Government's cost of accommodation is in line with market.
- Minimise the risks to be borne by NSW Government in any sale of the Properties.
- Identify the capability of a Proponent to develop and manage the office buildings and to complete any development of the Properties.

#### 2.1.3 EOI Process Phases

The first phase of the EOI process (Phase 1) will require interested Proponents to submit a Response by completing the EOI Prequalification Form in the Prequalification Returnable Schedules. The EOI Prequalification Form includes a Confidentiality Deed which **must** also be executed and submitted.

Responses are to be submitted to the Lodgement Email Address which is [jon.chomley@colliers.com](mailto:jon.chomley@colliers.com) by 23 October 2014. GPNSW has appointed Colliers International (Colliers) as the marketing agent for the Properties. The Registration of Interest form will require the Proponent to identify the interested organisation and also demonstrate preliminary capability and experience in property development.

Colliers will, using their experience and knowledge of suitably capable organisations, provide the Evaluation Panel with a recommendation of whether the organisation that has submitted the Response has the capacity, capability and experience to deliver complex developments. Proponents will be advised by email within 2 working days of their invitation to Phase 2.

#### 2.1.4 Submission Requirements

Responses must include information that is clearly set out and in sufficient detail to allow assessment to be made which demonstrates that the Proponent has the required capacity, capability and experience to deliver complex developments and thus be invited to the second phase EOI.

In order to receive appropriate consideration, Responses must contain the information requested in the EOI Prequalification Response Form of the Returnable Schedules. Responses which do not contain this information may or may not, at the discretion of GPNSW, be considered.

The Response must be accompanied by an executed Confidentiality Deed in the Returnable Schedules.

Responses will be assessed against the criteria specified above.

## 2.2 Lodgement Process

### 2.2.1 Lodgement Process

#### 2.2.1.1 Phase 1

Phase 1 Responses only must be lodged by email to [jon.chomley@colliers.com](mailto:jon.chomley@colliers.com) and must be received by 9:30am (AEST) on Thursday 23 October 2014. All responses will be acknowledged by email. Proponents will be advised by email within 2 working days of their invitation to Phase 2.

#### 2.2.1.2 Phase 2

Those Proponents invited to Phase 2 must submit a Response by 9:30am (AEST) on Thursday 30 October 2014.

This lodgement date may be extended by GPNSW at its absolute discretion, however GPNSW has no obligation to do so.

When a Response is submitted to the Lodgement Address, a reply email acknowledging receipt will be sent to the Proponents' registered email.

GPNSW may decline to consider for acceptance a Response that cannot be effectively evaluated because it is incomplete or corrupt.

Electronically lodged Responses must be lodged in a file format that can be read, formatted, displayed and printed by Microsoft Word 2010.

Proponents may optionally compress an electronically submitted Response in any format that can be decompressed by WinZip. Proponents must not submit self-extracting (\*.exe) zip files.

Proponents must not change existing text in the electronic Call for EOI forms other than to insert required Information.

Signatures are not required on Responses submitted electronically. Proponents shall ensure that Responses are authorised by the person or persons who may do so on behalf of the Proponent, and appropriately identify the person and indicate the person's approval of the information communicated.

Electronically submitted Responses may be made corrupt or incomplete by computer viruses. To reduce the likelihood of viruses, Proponents must not include any macros, applets, or executable code or executable files, unless required to by the EOI.

#### 2.2.2 Late Lodgement:

The late lodgement of an EOI will be dealt with in accordance with the NSW Procurement Policy Framework. In accordance with the Procurement Policy Framework, late EOIs will not be accepted, except where GPNSW determines (but without any obligation to do so), in its absolute discretion, that the late EOI was beyond the reasonable control of the Proponent or due to any acts or omissions of GPNSW and where the integrity and competitiveness of the EOI process will not be compromised by accepting a late EOI.

If Proponents experience any persistent difficulty, in lodgement or, with accessing the Lodgement Email Address, they should contact the Government Property NSW Contact Officer immediately.

If there is a defect or failure of the Lodgement Email Address, inform the GPNSW Contact Officer; consideration may be given to the time for closing being extended, by Addendum to the EOI.

## 2.3 Phase 2 Evaluation Process

### 2.3.1 Assessment Parameters

An EOI Assessment Panel comprising members of GPNSW and Health Infrastructure NSW will assess Responses to the EOI.

The EOI Assessment Panel will assess Responses on the information submitted, against the objectives and the submission requirements as detailed in the EOI Process section of this EOI Prequalification Information Memorandum. The EOI Assessment Panel will identify and recommend Proponents to be invited to the

second phase EOI process. GPNSW may accept or reject the recommendations of the panel in its absolute discretion.

Any Response which does not address the submission requirements may at the absolute discretion of GPNSW, be classified an alternative Response and may be either rejected or accepted. In considering the Responses, GPNSW may take account of any fact, matter, circumstance or consideration that, in its absolute discretion, it considers appropriate.

Following the assessment of Responses, GPNSW reserves the right in its absolute discretion to choose to do one or more of the following:

- Announce a Select Tender Process, drawing from any one or more of the Proponents;
- Defer or cease any further action; or
- Consider any other options and take action accordingly.

### 2.3.2 Validity of Responses

Each Response lodged shall remain valid for forty (40) business days after the closing date, or such further period, not being more than forty (40) business days, as shall be determined by GPNSW, or else as agreed between the parties.

### 2.3.3 No Obligation to Proceed

GPNSW is under no obligation to proceed with the sale of the Properties following the completion of the EOI process. This Call for EOI to lodge an EOI does not constitute an offer to sell the Properties nor does it constitute a commitment by GPNSW to accept any offer received as a result of the EOI campaign.

## 2.4 General

### 2.4.1 Contact Person(s)

The Information provided in this EOI Prequalification Information Memorandum is supplied for the assistance of parties who may be interested in lodging an EOI (Proponents).

Enquiries concerning the Properties should be made by contacting the marketing agent as follows:

#### Mr Jon Chomley

Colliers International  
Level 12, Grosvenor Place  
225 George Street  
SYDNEY NSW 2000

Phone: +61 2 9257 0236  
Mobile: +61 412 219 830  
Email: [jon.chomley@colliers.com](mailto:jon.chomley@colliers.com)

#### Mr James Barber

Colliers International  
Level 12, Grosvenor Place  
225 George Street  
SYDNEY NSW 2000

Phone: +61 2 9257 0259  
Mobile: +61 419 429 757  
Email: [james.barber@colliers.com](mailto:james.barber@colliers.com)

Enquiries concerning the EOI or Select Tender process or documentation should be submitted by email, up to three business days prior to the closing date for EOI to the GPNSW Contact Officer. A copy of the enquiry and the response will be provided to all parties who have received the Call for EOI document, with the exception of commercial-in-confidence enquiries as determined by GPNSW. In this case, the response will be provided in writing to the enquiring Proponent only.

The Government Property NSW Contact Officer is:

Mr Raymond Karlake  
Project Director, Major Projects  
Email: [raymond.karlake@property.nsw.gov.au](mailto:raymond.karlake@property.nsw.gov.au)

### 2.4.2 Site Inspections

Site inspections for the Properties will not be conducted as part of phase 1 of the EOI process.



### 2.4.3 Confidentiality and Intellectual Property

This Call for EOI document is subject to copyright vested in GPNSW. A Proponent may copy or otherwise reproduce this document for the purposes of its Response.

A Response becomes the property of GPNSW on submission and will not be returned to the Proponent.

Any intellectual property rights that may exist in a Response will remain the property of the Proponent. Any element of a Response considered to carry any intellectual property rights should be clearly identified by a Proponent and the nature and right asserted and its owner clearly described. Where GPNSW, in its sole discretion, determines such elements are subject to such a right, then GPNSW will treat that element as protected.

The Proponent licenses GPNSW (including its officers, employees, agents and advisors) to copy, adapt, modify, disclose or do anything else considered necessary in GPNSW sole discretion, to all material (including material which contains intellectual property rights of the Proponent or any other person) contained in its Response, for the purposes of evaluating and clarifying the Response, and other Responses.

Should a Proponent object to the use of its Response in this way, the objection should be clearly raised in the Proponent's Response and will be considered by GPNSW. Otherwise, any right to object to such use of the Response (including on the basis of confidentiality, copyright or other intellectual property rights) will be waived.

The contents of this Call for EOI and any subsequent documents are being made available to Proponents only in connection with the proposed sale of the Properties and may not be disclosed or used other than for the purposes of a Proponent preparing an EOI.

GPNSW may disclose any documents or information provided by Proponents for audit or legal purposes, as required to be released under any legislative requirements or as required or envisaged by this Call for EOI.

Unless otherwise required by law, Proponents must not make or issue any publicity statements or disclosures in relation to their involvement with the proposed sale of the Properties or the proposed sale process, without the prior written consent of GPNSW.

### 2.4.4 Cost Borne by Proponents

All costs and expenses incurred by Proponents in connection with the EOI process or any other part of the proposed sale process, including in the preparation of EOIs, attending meetings and discussions and providing additional information (if required by GPNSW), will be entirely borne by the Proponent and are incurred entirely at the risk of the Proponent. GPNSW will not be responsible for, or pay or reimburse, any costs, expense or loss which may be incurred by any Proponent in connection with the EOI process or any other part of the proposed sale process, or as a result of any modification or termination of any part of the EOI process or any other part of the proposed sale process, or as a result of the exercise of any of GPNSW's rights in connection with the EOI process or any other part of the proposed sale process.

### 2.4.5 Compliance

GPNSW will not be under any obligation to consider any EOI if it determines, in its absolute discretion, that the EOI submitted does not contain sufficient detail.

### 2.4.6 GPNSW's Rights

In addition to any reserved rights set out elsewhere in this Call for EOI, GPNSW reserves the right in its absolute discretion, without assigning any reasons, to:

- Cancel, vary, supplement or do anything else with respect to this Call for EOI or any other part of the proposed sale process at any time by written notice;
- Negotiate with one or more Proponents at any time without prior notice to any other Proponent;
- Enter into or cease exclusive discussions with any Proponent at any time;
- Terminate at any time further participation in this EOI process or any other part of the proposed sale process by any Proponent;
- Deal with Proponents on different bases;
- Not shortlist any Proponent;
- Not proceed with the Call for EOI or any other part of the proposed sale process;

- Proceed with the Call for EOI or any other part of the proposed sale process on a basis or on terms different to those described in this Call for EOI;
- Enter into a different transaction or not proceed with any transaction in relation to the Properties in the manner contemplated in the Call for EOI or at all;
- Postpone, delay or terminate the EOI process or any other part of the proposed sale process at any time or modify any aspect of this process, including, without limitation, GPNSW objectives, the evaluation process, the evaluation criteria, timetable or any proposed contractual arrangements;
- Terminate or reinstate the EOI process or any other part of the proposed sale process;
- Enter into a Contract for Sale with a person who may not have offered the highest price in respect of the Properties;
- Where a consortium or an association submits an EOI or any other proposal, to only select one or more, but not all, persons or entities comprising the consortium or association to progress to subsequent stages of the proposed sale process;
- Conduct its own investigations and due diligence in relation to any Proponent or its associates, including by having regard to GPNSW's and the State's or any State entity's existing knowledge and previous experience and dealings with that Proponent or its associates;
- Allow the withdrawal or addition of parties to any Proponent's EOI or other proposal or participation at any time during the EOI process or any other part of the proposed sale process;
- Accept or reject an offer, whether or not such offer is submitted by the required time, satisfies any or all of the evaluation criteria or conforms to the requirements of this Call for EOI;
- Request further information or clarification, or invite presentations or interviews, from any Proponent;
- Publish the names of Proponents and preferred Proponents, publish the names of any party involved in the EOI process or any other part of the proposed sale process or provide details of any EOI or other proposal to any State entity or table any EOI or other proposal in the NSW Parliament, whether or not on a confidential basis;
- Test community reaction to EOIs prior to making any decision on the future use of the Properties and its improvements;
- Take such other action as GPNSW considers, in its absolute discretion, appropriate or necessary in relation to the EOI process or any other part of the proposed sale process; and
- No Proponent will have any claim against GPNSW or any other State body or entity with respect to the exercise, or failure to exercise, any rights in this Call for EOI (including the rights in this Section) or with respect to the application or failure to apply or manner of application of any discretion.

#### 2.4.7 Warranty and Disclaimer

The Call for EOI and all statements and information made in relation to it, including the EOI Prequalification Information Package, reflects GPNSW's current intention only. The information and intentions set out in the call for EOI may change at any time without notice. Proponents proceed at their own risk.

GPNSW and Colliers have endeavoured to provide accurate information in this Call for EOI. However, GPNSW and Colliers do not assume any duty of care to Proponents and make no representation and give no warranty as to the accuracy, completeness and correctness of any information contained in this Call for EOI or any supplement to this document (and including any documents contained in the EOI Information Package) and shall not be held responsible for any inaccuracies or errors contained therein or any damage suffered by Proponents or any other person in relation to such information and accept no responsibility for interpretations placed on the information by Proponents. There may also be other information or documents in the knowledge or possession of GPNSW and Colliers which are relevant to the Call for EOI or other parts of the proposed sale process but are not disclosed by GPNSW. To the extent GPNSW and Colliers are not the author or source of any document provided to Proponents, they merely pass that document on to Proponents and do not adopt the content of it. This Call for EOI and all statements and information made in relation to it reflects GPNSW's current intention only. The information and intentions set out in this Call for EOI may change at any time without notice. The risk, responsibility and liability connected with an EOI is solely that of each Proponent.

Persons interested in the Properties must make and rely on their investigations and satisfy themselves in relation to all aspects of this Call for EOI.

GPNSW is under no obligation to give reasons for any decision made or not made in relation to this call for EOI including, but not limited to, in relation to any of the EOIs submitted.

There is no legal or other relationship between any Proponent and GPNSW enforceable at the suit of the Proponent arising from this Call for EOI or the process outlined in it.

The risk, responsibility and liability connected with reliance by any Proponent or any other person on this call for EOI or any other information referred to in or accompanying this Call for EOI (including the EOI Information Package), or written or oral statements made to any Proponent or any other person in connection with this Call for EOI is solely that of each Proponent. Each Proponent must make its own independent evaluation of this Call for EOI and documents or information accompanying or referred to this Call for EOI (including the EOI Information Package) and the nature and extent of the Call for EOI and all other relevant matters. Each Proponent is solely responsible for obtaining its own independent financial, legal, accounting, engineering and other advice with respect to either the contents of this Call for EOI or any information communicated or made available for inspection by GPNSW in or in connection with this Call for EOI. Each Proponent acts or relies on information in or accompanying or referred to in this Call for EOI and any written or oral statements made concerning the Call for EOI at its own risk.

By submitting an EOI, the Proponent:

- warrants to GPNSW that the information contained in its EOI is accurate, complete and not misleading (including by omission of information) as at the date on which it is submitted, and may be relied on by GPNSW in determining whether or not the Proponent should progress to future phases of the proposed sale process;
- undertakes to promptly inform GPNSW if it becomes aware of any changes in circumstances which cause the information contained in its EOI to become inaccurate or incomplete in a material respect;
- acknowledges that GPNSW will rely on the above warranty and undertaking when evaluating the EOI;
- acknowledges that GPNSW may elect to remove a Proponent from the EOI process or any other part of the proposed sale process as a result of material changes to the information presented in its EOI; and
- acknowledges that GPNSW may suffer loss or damage if the Proponent breaches the above warranty or undertaking.

#### 2.4.8 Supporting Material

Any or all Proponents may be called upon at any time to provide additional information in writing or a presentation (at the Proponent's cost) in support of their Responses. Any such information must be provided to GPNSW, if it is to be taken into consideration.

#### 2.4.9 Probity

Proponent must not offer any incentive, or otherwise attempt, to influence any of the persons who are either directly or indirectly involved in the evaluation of Responses or in the awarding of any Contract for Sale. If GPNSW determines that in GPNSW's reasonable opinion a Proponent has violated this condition, or the Proponent is otherwise engaged in such conduct, the Proponent may be disqualified from further consideration at GPNSW's absolute discretion.

Proponents should not respond to the Call for EOI unless they genuinely believe themselves to have the capability and capacity to undertake and complete their Responses.

GPNSW has engaged Procure Group as its Probity Advisor for this EOI process. If any Proponent has any probity concerns in relation to this EOI process it can contact the nominated Probity Officer:

Warwick Smith  
Director  
T: 0416 107 378  
E: wsmith@procuregroup.com.au

#### 2.4.10 No Collusion

Proponents must not communicate, directly or indirectly, with any other Proponents (including through any employees, agents or contractors) regarding the preparation, content or submission of Responses. Each Response must be submitted without any collusion, or knowledge, in the preparation of or about any other

Response. Submission of a Response to GPNSW is deemed to be a representation and warranty by the Proponent submitting that Response that it has complied with the requirements of this paragraph. If GPNSW determines that a Proponent has violated this condition, GPNSW is entitled to disqualify that Proponent and to reject its Response as being invalid.

#### 2.4.11 Conflict of interest

Proponents must inform GPNSW of any actual, potential or perceived conflicts of interest that may arise whether before or after submission of the EOI. GPNSW reserves the right, in its absolute discretion, at any stage to undertake investigations to satisfy itself that there are no actual, potential or perceived conflicts of interest which may preclude a Proponent from continuing in the proposed sale process.

Depending on the information provided by Proponents or otherwise obtained from GPNSW's own investigations, GPNSW may require Proponents to:

- clarify the information provided and/or provide further information; and
- enter into probity deeds or provide other undertakings containing covenants designed to protect the probity and competitiveness of the proposed sale process and transactions in connection with it.

#### 2.4.12 Code of Practice and Tendering

Proponents must comply with all supplier obligations in the NSW Procurement Policy Framework that is current at the date that is two weeks prior to the closing date for EOIs. A copy of the Procurement Policy Framework is available at <https://www.procurepoint.nsw.gov.au/policy/goods-and-services/nsw-procurement-board-policy-framework>

Compliance with the Procurement Policy Framework is an essential requirement of this Call for EOI. A Proponent's failure to comply with this Section during the EOI process will be taken into account by GPNSW during the EOI assessment process and GPNSW may pass over the Proponent's EOI without prejudice to any other rights of action or remedies available to GPNSW.

Lodgement of a Response will itself be an acknowledgment and representation by the Proponent that it is aware of the requirements that the codes impose on Proponents, that the Proponent will comply with the codes and that the Proponent agrees to provide periodic evidence of compliance with the codes and access to all relevant information to demonstrate compliance for the duration of any agreement that may be negotiated.

#### 2.4.12 Changes to Consortium Membership

If a Proponent is comprised of more than one person, whether the consortium has been formed specifically for the Response or not, then Proponents will be evaluated and short-listed on the basis of consortium members presented in the Proponent's Response. Following notification of short-listing, changes to consortium membership will be permitted.

If consortium members change:

- Written notification of changes to consortium membership must be provided to GPNSW as soon as possible.
- If key consortium membership of a short listed Proponent changes after short-listing, supporting evidence must be provided to GPNSW to demonstrate that the capability of the new consortium member meets or exceeds the capability of the consortium member presented in the Proponent's Response.
- GPNSW reserves the right to re-evaluate short listed Proponents on the basis of new key consortium membership and to withdraw a Proponent from short-listing on the basis of new consortium membership if they do not demonstrate the capability to meet the evaluation or exceed the capability of the consortium member presented in the Response.
- Further conditions in relation to changes in consortium membership may be imposed by GPNSW at any time at its absolute discretion.

#### 2.4.13 Government Information (Public Access) Act

Responses and any other information provided by Proponents (information) are subject to the provisions of the Government Information (Public Access) Act 2009 (the Act). Proponents should note that the Act gives to members of the public rights of access to documents of the NSW Government and its agencies.

All or part of the information may be disclosed to third parties if there is a requirement to do so under the provisions of the Act. Any information that is commercially sensitive or confidential must be marked 'commercial and confidential'. This special notation must not be used unless the information is genuinely confidential. Marking information as 'commercial and confidential' will not necessarily prevent disclosure of the information in accordance with the Act. Any decision to release information will be determined by the requirements of the Act. Proponents will not be entitled to make any claim in relation to any actions taken in relation to, or under, the Act.

#### **2.4.14 Material Change in Circumstances**

Without limiting the above, each Proponent must promptly inform GPNSW in writing of any material change to any information contained in the Proponent's Response following lodgement of the Response and of any material change in circumstances which may affect the truth, completeness or accuracy of any information provided in or in connection with the call for EOI.

GPNSW may also require Proponents to confirm in writing that no such material changes have occurred.

#### **2.4.15 No appeal or legal obligation**

Proponents will not have a right to appeal to GPNSW or the State against any decisions arising from the processes involved in, or other components of, the Call for EOI or any other part of the proposed sale process.

This Call for EOI is not an offer or invitation to treat, and no legal obligation of GPNSW to a Proponent (including any process or other contract) exists or will arise on the basis of the Call for EOI, acceptance by GPNSW of any EOI or throughout the proposed sale process unless and until a final Contract for Sale is executed by GPNSW and a successful Proponent.

### **DEFINITIONS**

The following definitions apply in this Call for EOI:

- Call for EOI means this Royal North Shore Hospital Masterplan Zone 8 land Call for Expressions of Interest in relation to Sites 4a and 4b Reserve Road and Herbert Street, St Leonards NSW 2065.
- Contract for Sale means a contract (if any) for sale of either of the Properties along with all other associated transaction documents.
- EOI means an expression of interest submitted in accordance with this Call for EOI.
- EOI Assessment Panel means the panel established to assess EOIs.
- EOI Information Package means the information and materials available to Proponents as set out in Section of this Call for EOI.
- GPNSW means Government Property New South Wales.
- Lodgement email for Phase 1 is jon.chomley@colliers.com.
- Lodgement Address for Phase 2 is www.tenders.nsw.gov.au.
- Properties mean Site 4a and Site 4b of Precinct 4 of Royal North Shore Hospital located on Reserve Road, St Leonards.
- Proponent means a person or organisation that acquires this Call for EOI, and which may submit an EOI under this Call for EOI, whether or not they in fact do so.
- Shortlisted Proponent means a Proponent who, after submitting an EOI, is shortlisted by GPNSW to be invited to submit a tender under the Select Tender Process.
- Select Tender Process means a process in which GPNSW issues to Shortlisted parties a request for tenders for the Properties to Shortlisted Proponents.

## 3. SELECT TENDER

### 3.1 Shortlist of Proponents

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Following the close of Phase 2 of the EOI, Responses will be assessed and a shortlist of Proponents identified. It is intended that shortlisted Proponents will be advised of their selection within twenty (20) business days of the closing date or a reasonable time as determined by GPNSW. Short listed Proponents will be invited to participate in the Select Tender Process.

Unsuccessful Proponents will be advised within twenty (20) business days of the closing date or a reasonable time as determined by GPNSW.

### 3.2 Proposed Tender Conditions

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A formal Request for Tender document, setting out the conditions of the tender for the purchase of the Properties, will be made available to the short listed Proponents (Tenderers) in accordance with the timetable set out in Section 4. It is anticipated that the conditions of tender will include the following:

- (a) Tenderers will be required to submit an executed Contract for Sale together with their Tender.
- (b) Preference will be given to conforming Tenders, however the GPNSW may in its discretion consider any non-conforming Tender.
- (c) Tenderers will be required to comply with the NSW Government Procurement Policy Framework. A copy of Procurement Policy Framework is available on the Treasury website [www.treasury.nsw.gov.au](http://www.treasury.nsw.gov.au).
- (d) A Tender Assessment Panel comprising members of GPNSW and HINSW will assess tenders that are submitted.