



Land and Property
Management Authority

www.lpma.nsw.gov.au

CALL FOR TENDERS

Commercial Mooring at the Ex-HMAS ADELAIDE Artificial Reef and Dive Site off the NSW Central Coast



Version 0.1
November 2009

The Invitation

Tenders are invited from suitably qualified companies who are interested in paying a licence fee to obtain the exclusive right to a mooring at the Ex-HMAS ADELAIDE dive site.

The Land and Property Management Authority (LPMA) is providing the opportunity for two suitably qualified and experienced commercial dive operators to have exclusive use of a mooring for the purpose of conducting dive tours at the site. Licences will be initially issued for a period of twelve months with an option to extend the licence term for a further twelve months based on operational performance.

In return the successful proponent will pay the LPMA an annual mooring licence fee and 'per dive' fee for each person diving the site. The revenue raise in this way will be used to assist the LPMA to maintain the dive site and manage the associated land and water based reserves.

Interested parties are required to demonstrate in their Tender submission:

- Their expertise and capabilities as a commercial dive operator.
- Links to the national and international dive industry networks and proposed marketing arrangements.
- Existing and proposed capacity to operate dive tours of the dive site in terms of equipment and facilities
- Operating structure including business location and hours, noting that preference will be given to locally based operations.
- A business case for the activities including all market assumptions and the proposed financial return to the LPMA. An indicative fee structure for dives will also be required.

Tenders will close at 2pm on Monday 21st December 2009 at 2.00 pm.

The Opportunity

The successful proponent will be required to pay the LPMA an annual mooring licence fee and 'per dive' fee for each person diving the Ex-HMAS ADELAIDE.

Each commercial operator will be required as a condition of the licence to:

- ✓ Undertake due diligence checks (ie, confirm all persons diving proposing to dive the site have the appropriate qualifications and sign the appropriate paperwork prior to enter the reserve and diving).
- ✓ Ensure compliance with the code of conduct for diving on the site.
- ✓ Report any site maintenance or safety issues
- ✓ Maintain appropriate industry insurances.
- ✓ Have in place and maintain appropriate emergency action plans and site induction plans.
- ✓ Market the opportunity nationally and internationally in accordance with an endorsed marketing strategy. Note that the selected commercial operators will have access to the Ex-HMAS ADELAIDE 'brand' for marketing purposes.
- ✓ Commit to any business expansion plans submitted as part of the tender process (ie, purchase of new equipment etc).

The LPMA's Objectives for Managing the Site

The LPMA's overall vision for the Ex-HMAS ADELAIDE Reserve and dive site is to provide a challenging, exciting and sustainable dive experience catering for divers with varying interests and levels of experience, as well as other compatible reserve uses and activities.

Specific Goals for the Reserve and dive site can be described as follows:

- To provide a challenging, interesting and sustainable dive experience for divers with varying levels of experience and certification.
- To provide a safe environment for various compatible recreational uses and a safe dive site.
- To provide access (for divers and non-divers) to the Ex-HMAS ADELAIDE dive site for commercial operators, non-commercial interests, education establishments, researchers and the general public.
- To create an artificial reef that provides habitat for a range of species naturally occurring within the area.
- To respect the history and heritage of the HMAS ADELAIDE and all who sailed on the vessel.
- To enhance commercial opportunities including tourism and hence increase income and employment opportunities (direct and indirect) primarily to benefit Central Coast economy.
- To be internationally recognised as a demonstration and education site for the productive and sustainable use of a ship as a dive site and artificial reef and their contribution to marine environmental awareness.

Commercial Arrangements

Contractual Arrangements - Commercial arrangements for the tenure of a mooring will be executed by way of a licence between the LPMA and the successful commercial operator. The LPMA standard licence conditions can be viewed via the internet at

http://www.lands.nsw.gov.au/crown_land/trusts/trust_managers/lease_and_licence_templates.

This document is a standard licence template. It is noted that particular clauses may not be relevant to every situation and there will generally be additional site specific provisions and clauses. It is expected that site specific licence clauses will be negotiated with the successful commercial operators in accordance with the LPMA requirements for this opportunity as outlined in Section 2.9 of this document.

Quality Assurance & Quality Management - The successful commercial operators will be required to have in place, and maintain for the duration of the licence, a quality assurance system to the requirements of AS 9001:2000. Documentary evidence of the quality assurance procedures used to ensure that activities are satisfactorily completed shall be required from time to time.

Occupational Health & Safety Management - The successful commercial operators will be required to manage occupational health and safety in accordance with the NSW Government Occupational Health and Safety Management Systems Guidelines 4th Edition (OHSM Guidelines). The OHSM Guidelines are available on the Internet at:

www.managingprocurement.commerce.nsw.gov.au/system/index_procurement_guideline_documents.doc

Environmental Management - The successful commercial operators will be required to manage environmental matters in accordance with the NSW Government Environmental Management Systems Guidelines (EMS Guidelines) available on the Internet at:

www.managingprocurement.commerce.nsw.gov.au/system/index_procurement_guideline_documents.doc

Tendering

The Tendering Process

Proponents are required to prepare and submit a Tender Submission in accordance with the requirements contained herein. Tenders will then be assessed and two preferred commercial operators will be selected.

It is expected that the Ex-HMAS ADELAIDE will be sunk in approximately April 2010. Management arrangements sufficient to enable bookings to be made and tickets to be purchased must be in place at this time to allow diving to commence once all the required safety checks have been completed. An indicative program for the project includes the following key milestones:

Receive Tenders	December 2009
Select Two Preferred Commercial Operators	January 2009
Commercial Dive Facilities Operational	February 2010
Booking/Ticketing systems operational	March 2010
Anticipated timing for scuttling the vessel	April 2010

The LPMA reserves the right to vary the indicative program at its sole discretion.

Tenders will be assessed against agreed assessment criteria. The assessment criteria may not be accorded equal weight and are not listed in any particular order.

The assessment criteria are:

- The **Proponent's capability, capacity and expertise** to fund, implement and efficiently operate commercial dive operations at the Ex-HMAS ADELAIDE, including:
 - The Proponent's demonstrated track record in undertaking similar activities
 - The financial and corporate viability of the applicant to fulfill contract obligations.
 - The capacity of the Proponent's existing and proposed facilities and equipment to accommodate the proposal.
 - Any tourism and/or dive related accreditations the Proponent may have.
 - Links the Proponent may have within the dive industry that will facilitate successful management of the dive site.
- The **compatibility** of the proposal with the Management Objectives for the Ex-HMAS ADELAIDE and the LPMA's objectives for the dive site.
- The **commercial viability** of the commercial dive operation as demonstrated by:
 - The Proponents Business Case that addresses each of the functions listed under The Opportunity. Note that a Business Case should be prepared in accordance with the NSW State Government Guidelines which can be found at the NSW Premier's Department website at: http://www.dpc.nsw.gov.au/data/assets/pdf_file/0002/1010/Business_Case_Guidelines.pdf.
 - The Proponents market assumptions including number of dives per year.
 - Proposed fee structure proposed for dive tours.
 - Proposed operating structure including details of proposed business hours and location, noting that preference will be given to proposals which include a local presence.
 - Proposed arrangements for disseminating information regarding dive tours and other relevant information (such as site conditions).
 - Proposed marketing arrangements.
 - An indication of the expected indicative contractual arrangements that would be acceptable.

- The **value** of the proposal to the State Government. This includes and indicative return to the LPMA by way of:
 - An annual licence fee; and
 - A per dive return to the LPMA.

The submission of a proposal **conforming** to the requirements of this document is a requirement.

Information to be Submitted

Tenderers are required to complete and lodge the Tender Form included at Appendix A. As noted on the Application Form, applicants should submit details of the proposed organisational structure and allocation of roles and responsibilities for this project.

Applicants should also provide details of their claims against the nominated assessment criteria, in strict accordance with the limits in the following schedule:

Criteria	Comments
Proponent's demonstrated capacity, capability and expertise to successfully design, fund, implement and efficiently operate the proposal.	Maximum length 3 pages
Demonstrated compatibility of the system proposed with the Management objectives for the dive site.	Maximum length 3 pages
Commercial viability of the proposal as demonstrated by a business case	Maximum length 3 pages
Value of the proposal to the State Government	Maximum length 3 pages

Applicants are invited to submit details of referees who are in a position to verify information submitted. In addition to the specific details noted above, applicants may also submit pre-printed project or corporate details which support their claims.

All of the requested information shall be provided by applicants in the form and length nominated. Any proposal which does not do so will be classified as non-conforming and will either be rejected or accepted conditionally or further clarification will be sought at the absolute discretion of the LPMA.

Financial Assessment

By tendering for this opportunity the Tenderer agrees that the LPMA may engage private sector consultants to financially assess tenderers. Financial details of tenderers may be obtained by an external Financial Assessor for assessment. Financial Assessors have a contract with the LPMA to safeguard the financial details obtained. Financial Assessors must not disclose such details, either in whole or in part to any party other than NSW Government departments or agencies without the express written permission of the tenderer.

The Financial Assessor is Kinsway Financial Assessments Pty Ltd

The Tenderer must submit, when requested by the Financial Assessor or LPMA, the Financial Assessment information as shown in Tender Schedules - Schedule of Financial Assessment Information.

Non-Conforming Proposals

The Tenderer must submit a conforming proposal. If the Tenderer:

- Fails to properly complete the Tenderer's Declaration and all Schedules; or
- Includes terms and conditions which are contrary to the stated terms and conditions;

Then at the discretion of the LPMA the proposal shall be deemed to be non-conforming and will not be considered further.

Alternative Proposals

Alternative tenders may be submitted in addition to a conforming tender. The alternative tender must:

- Clearly set out the benefits of the proposal and how it differed from the conforming tender; and
- Not constitute a substantial variation but satisfy the basic commercial and performance objectives, technical and legal requirements.

Enquiries

All enquiries in relation to this call for Tenders shall be directed to the Project Manager:

Ms Natalie Heise
The Land and Property Management Authority
PO Box 2185
DANGAR NSW 2309

Tel: (02) 4920 5058
Fax: (02) 4925 3489
Email: natalie.heise@lpma.nsw.gov.au

Proponents are not to direct enquiries to any other LPMA personnel, any State Government agencies or personnel unless written approval of the Project Manager has been given.

Lodgement

Three (3) hard copies of the Tender submission are required to be submitted as well as one (1) electronic copy in PDF format on CD. Applicants must complete the Application Form included at Appendix A. This form, together with the required information should be forwarded in a sealed envelope marked:

‘Call for Tenders’
Commercial Mooring
Ex-HMAS ADELAIDE Artificial Reef & Dive Site
PLEASE PLACE IN TENDER BOX’

and addressed as follows:

The Project Manager
Ex-HMAS ADELAIDE Project
Land and Property Management Authority
PO Box 2185
DANGAR NSW 2309

Alternatively, proposals can be delivered by hand and deposited in the tender box at:

Land and Property Management Authority
Level 2, 437 Hunter Street
Newcastle NSW.

Submissions must be received in the Tender Box at the LPMA no later than **2.00pm on Monday 21st December 2009**. Email or fax submissions will not be accepted. Compliance with this condition is strictly the responsibility of respondents.

APPENDIX A

CALL FOR TENDERS – COMMERCIAL MOORING AT THE EX-HMAS ADELAIDE ARTIFICIAL REEF AND DIVE SITE OFF THE NSW CENTRAL COAST

SCHEDULE 1 – TENDER FORM

Respondent's Name:

Postal Address:

.....

Telephone: Fax:

Position:

Parent Company Name (if any):

Telephone: Fax:

If a proposal includes a consortium or joint venture, the requested information on each member, company or individual must be supplied on a separate sheet. Also an organisation chart showing the role, beneficial ownership and relationship of each of the participants must be provided.

Type of Organisation:

Place of incorporation / establishment:

Date of incorporation / establishment:

ACN:

Names, titles, addresses and background of Respondent, firm owners, directors, principals, partners, executive officers and major shareholders etc: (provide on additional sheet if necessary)

.....

.....

.....

.....

I/We hereby lodge the attached proposal with the LPMA for this Expression of Interest:

Signature of Respondent*:

Print Name:

Designation:

Address:

Duly authorised to sign for and on behalf of:

Dated this day of 2008

* If the respondent is a consortium, an authorised person from each consortium member must sign this form.

**CALL FOR TENDERS – COMMERCIAL MOORING AT THE EX-HMAS ADELAIDE
ARTIFICIAL REEF AND DIVE SITE OFF THE NSW CENTRAL COAST**

**SCHEDULE 2 – FINANCIAL ASSESSMENT INFORMATION
SUBMIT WHEN REQUESTED**

Provide documents and information listed below in accordance with Clause Conditions of Tendering - Financial assessment.

1. Financial Statements for last three years for the entity under consideration, including:
 - i) Balance Sheets;
 - ii) Profit and Loss Statement;
 - iii) detailed Profit and Loss Statement;
 - iv) statement of Cash Flows;
 - v) notes to and Forming Part of the Accounts;
 - vi) an Accountant's Report; and
 - vii) where existing, Auditor's Reports.

Consolidated accounts of a parent organisation or group to which the entity belongs are not acceptable.

2. Where latest financial statement is more than 6 months old, the latest management report showing:
 - i) a trading statement;
 - ii) a profit and loss statement; and
 - iii) a trial balance.
3. Where the company is required to lodge audited financial statements with ASIC, copies of these statements for the last three years.
4. Where any financial statement supplied is not audited, copies of the entity's tax returns for last three years.
5. A letter from the Tenderer's banker providing details of overdraft and guarantee facilities including:
 - i) Bank, Branch, and Account Names,
 - ii) type and limit of bank overdraft facility,
 - iii) type and limit of bank guarantee facility,
 - iv) current bank overdraft balance,
 - v) number and amount of bank guarantees outstanding; and
 - vi) details of other bank funding facilities available to the Tenderer, such as term loans, lines of credit, commercial bills and other debt instruments.
6. Current and projected cash flows for all work on hand.
7. Forecast budget for forthcoming financial year including Revenue and Profit and Loss.
8. Names and contact numbers of:
 - i) major suppliers; and
 - ii) major subcontractors.
9. Details relating to the Tenderer's history and Directors Profiles.

Signed for the Tenderer by: Date:.....

Name (in block letters): (Authorised Officer)

In the Office Bearer capacity of:

APPENDIX B

THE EX-HMAS ADELAIDE ARTIFICIAL REEF & DIVE SITE PROJECT BACKGROUND & MANAGEMENT STRUCTURE

Introduction

In February 2007, the Australian Government announced that the ex-HMAS ADELAIDE would be gifted to the NSW Government for the purpose of creating an artificial reef and recreational dive site in waters off the NSW Central Coast near Terrigal.

As the only military wreck dive site in NSW, the project is expected to generate significant economic benefits for the Central Coast region, mostly in the areas of tourism and the hospitality industry. By creating an artificial reef, the project is also expected to enhance marine biodiversity and provide marine research opportunities for Newcastle University.

The LPMA is inviting Tenders for the exclusive right to a mooring at the Ex-HMAS ADELAIDE dive site for the purpose of conducting dive tours.

The LPMA intends to assess the submissions received in order to select two proponents with whom commercial arrangements will be negotiated.

Background

The HMAS ADELAIDE was a long-range escort frigate with roles including area air defence, anti-submarine warfare, surveillance, reconnaissance, and interdiction. Built in the United States, HMAS ADELAIDE was commissioned in November 1980 and was the first of six Adelaide class guided-missile frigates to be delivered to the Royal Australian Navy.

The ship is 138.1 metres long, with a beam of 14.3 metres and displacement of 4100 tonnes.

The HMAS ADELAIDE participated in the 1990/91 Gulf War, in peacekeeping operations in East Timor in 1999 and 2006, and was deployed to the Arabian Gulf in 2001 and 2004.

The ship was also involved in the high profile search and rescue of solo yachtsmen Thierry Dubois and Tony Bullimore from the Southern Ocean in 1997.



Figure 1: HMAS ADELAIDE

Four former warships have already been scuttled as dive sites in Australia:

- Ex-HMAS SWAN and Ex-HMAS PERTH in Western Australia (in December 1997 and November 2001 respectively)
- Ex-HMAS HOBART in South Australia (November 2002)
- Ex-HMAS BRISBANE in Queensland (July 2005).
- Ex-HMAS CANBERRA in Victoria (October 2009).

Current Context

The HMAS ADELAIDE was decommissioned by the Australian Navy in January 2008. It was demilitarised and all oils and fuels removed by Defence during 2008 and is currently being prepared as a dive site at the Sydney Port Corporation's berths at Glebe Island. This process will include further cleaning and removal of materials that could be hazardous to divers and marine life, making the ship safe and suitable for scuba diving, and preparing the ship for scuttling. Access is restricted to authorised persons.

Once ready, the vessel will be towed to the Central Coast site and scuttled. It is expected that this will occur in around April 2010

The LPMAs is currently project managing various activities associated with the project, including the ship preparation contract, environmental assessment studies, the preparation of a Plan of Management for the Ex-HMAS ADELAIDE Reserve.

Final Resting Place

Terrigal is located on the Central Coast of New South Wales, approximately one hours drive from the Sydney CBD. Studies have been completed to select a suitable site to scuttle the ship off Terrigal between Terrigal Headland and Avoca Beach. The final resting place for the Ex-HMAS ADELAIDE must have:

- a bare sandy bottom without extreme conditions (eg, no strong rips or currents)
- the ability to attract marine life to colonise the artificial reef
- a depth of sand of at least two to five metres
- a depth of water between 30 to 35 metres
- no navigational safety hazards
- minimal impact on commercial fisheries
- be close to on-shore infrastructure for dive operators.

These and many more constraints were mapped during the investigations. To confirm the site detailed environmental assessments are currently being completed. The final resting place of the Ex-HMAS ADELAIDE is expected to be approximately 1.6km off Avoca Beach

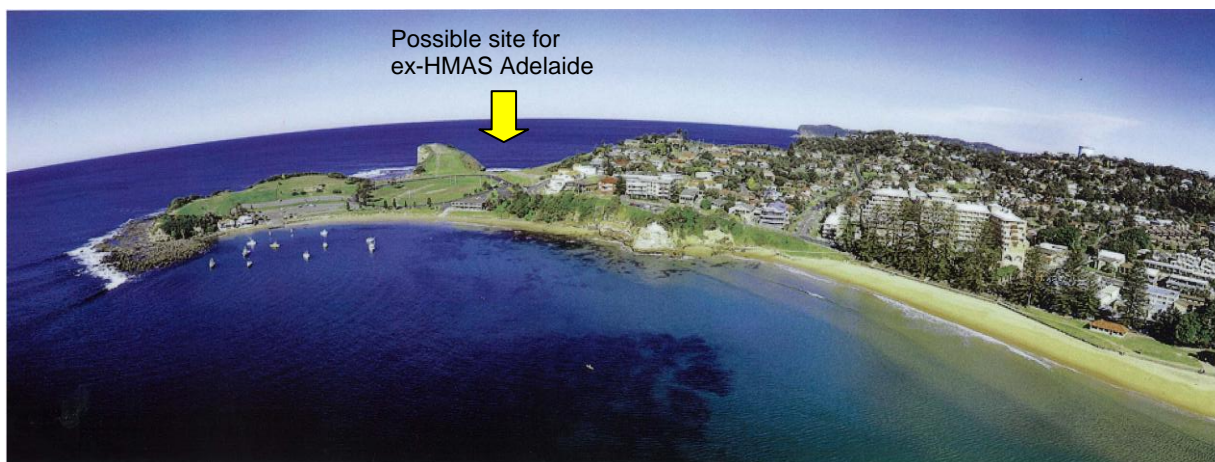


Figure 2: View of coastline near Terrigal

The dive site will be located within the Ex-HMAS ADELAIDE Reserve which includes Crown land below high water mark within Bulbaring Bay out to the 3nm limit of State waters (approximately 1500ha) in an area between Broken Head (and Terrigal Haven) and the southern end of Avoca Beach on the NSW Central Coast. Existing dive sites including The Skillion Cave and Fifeshire Reef are located within the Reserve boundaries, as well as the recreational dive sites of The Pips and Avoca Reef.

The *Ex-HMAS ADELAIDE* Reserve (R. 1014968) was gazetted on 20 June 2008 for access and public requirements, tourism purposes and environmental heritage and conservation.

The LPMA has responsibility for the administration and management of all Crown land including commercial leasing and licensing activities. The ocean bed out to the 3nm limit of State waters is Crown land and the foreshores adjoining the Ex-HMAS ADELAIDE Reserve are Crown Reserve (including foreshore land around Terrigal Haven). As such, the LPMA is responsible for the preparation and implementation of the Ex-HMAS ADELAIDE Reserve Plan of Management and all leasing, licensing and management activities associated with the Project.

The Destination

The Central Coast is approximately 1 hour and 30 minutes drive from Sydney and 1 hour and 15 minutes drive from Newcastle on the F3 freeway. It is serviced by rail and Sydney (domestic and international flights) and Newcastle (domestic flights) airports.

The Central Coast region (Gosford and Wyong LGAs) has a population of around 310,000, which is expected to grow by around 4000 people per year over the next 25 years. In 2007, it was the 10th most popular regional destination in Australia for domestic overnight leisure trips (1,174,000 overnight trips). The Central Coast also attracts around 32,000 international visitors per annum.

The Gosford Local Government Area (LGA) attracts the most visitation with approximately 25,000 international visitors, 848,000 domestic overnight visitors and 2,078,000 domestic day visitors per annum.

Terrigal is one of the most well known areas in the Central Coast and is very popular with visitors. It features Terrigal Lagoon and Beach, shopping centre, a range of restaurants and cafes and variety of tourist accommodation. Terrigal Haven, at the southern end of Terrigal, is characterised by a high headland known as Broken Head, of which a prominent feature is the steeply rising narrow rocky outcrop known as the 'Skillion'. The headland is also surrounded by an extensive intertidal rock platform. Avoca Beach, adjacent to Terrigal on Bulbararing Bay, features Avoca Lake and Beach, many cafes and the historic Avoca Beach Picture Theatre.

Terrigal Haven is a base for fishing and diving charters, with dive sites in the vicinity including:

- 1 The wreck of the *Yambacoona* (offshore from Broken Head/Terrigal Headland)
- 2 The wreck of the *Galava* (offshore from Terrigal Haven)
- 3 The Skillion cave (between the southern point of Terrigal Headland and the Skillion)
- 4 San Francisco Reef (offshore from south Avoca Beach)
- 5 Fifeshire Reef (offshore from north Avoca Beach)
- 6 Lighthouse Reef/Little Jew Ground (offshore from south Avoca headland) (TEL, 2008).

Description Of Reserve And Adjoining Areas

Water-based Facilities and Uses

Terrigal Haven is protected from weather emanating from the southwest, south, southeast and east and is also partially sheltered from weather from the northeast and north, making it an overnight destination for sailors moving up and down the NSW coast. It contains a number of permanent swing moorings for commercial vessels and some private boats (approximately 17 moorings in total). There are two boat ramps, with the smaller facility used by divers and for launching small watercraft. The Plan of Management for Terrigal Haven lists investigation into, and potential provision of infrastructure for access to water-based recreation activities.

Activities undertaken at or near the Haven include surf boat and nipper activities, surfing, swimming/wading, snorkelling, diving, recreational fishing (including spearfishing), jetskiing, power boating, canoeing and sailing. The area has also hosted events such as the 2008 World Laser Championships and NSW Outrigger Canoe Championships.

As previously noted, dive sites including The Skillion Cave and Fifeshire Reef are located within the Reserve boundaries, as well as the recreational fishing sites of The Pips and Avoca Reef. Just outside the Reserve to the north are the Yambacoona and Lord Ashley wreck dive sites and to the south, the Little Jew Ground dive site and Avoca Drop Off which is popular for recreational fishing.

Trawlers may work in the deeper waters (further offshore than the proposed location of the Ex-HMAS ADELAIDE) within the reserve targeting species such as bream, flathead, school whiting, silver trevally, boarfish and red mullet. On rare occasions a trawl run may be made between the subtidal reefs offshore from the northern and southern ends of Avoca Beach.

Adjoining Shore-based Facilities and Uses

The adjacent shore based Reserve at The Haven is a crown Reserve under the care and control of Gosford City Council. The reserve contains both active and passive recreational facilities, as well as commercial operations. Two restaurants/ cafes, a dive centre, sports clubhouse and the volunteer coastguard are located within Terrigal Haven. There are two main car parking areas with approximately 150 car spaces and a smaller car park adjacent to the Skillion which contains approximately 20 car

spaces. Further parking is available in the Terrigal CBD, including a parking station 10 minutes walk away.

Reserve activities include sightseeing, walking, dog walking, jogging, cycling, sports training and games (including school sports), picnicking, individual and group fitness training, wedding ceremonies, marine studies and exploring the rock platform. Events held in the general area have included the Terrigal Food and Wine Fair and the Cluster Film fest.

LPMA's Management Objectives for the Site

The LPMA's overall vision for the Ex-HMAS ADELAIDE Reserve and dive site is to provide a challenging, exciting and sustainable dive experience catering for divers with varying interests and levels of experience, as well as other compatible reserve uses and activities.

Specific Goals for the Reserve and dive site can be described as follows:

- To provide a challenging, interesting and sustainable dive experience for divers with varying levels of experience and certification.
- To provide a safe environment for various compatible recreational uses and a safe dive site.
- To provide access (for divers and non-divers) to the ex-HMAS ADELAIDE dive site for commercial operators, non-commercial interests, education establishments, researchers and the general public.
- To create an artificial reef that provides habitat for a range of species naturally occurring within the area.
- To respect the history and heritage of the HMAS ADELAIDE and all who sailed on the vessel.
- To enhance commercial opportunities including tourism and hence increase income and employment opportunities (direct and indirect) primarily to benefit Central Coast economy.
- To be internationally recognised as a demonstration and education site for the productive and sustainable use of a ship as a dive site and artificial reef and their contribution to marine environmental awareness.

Dive Site Management Structure

The Ex-HMAS ADELAIDE will ultimately be a Crown Structure located on Crown land and as such the LPMA will have ultimate responsibility for the day to day management and operation of the dive site as both an artificial reef and dive site.

Management of the site will be broadly in line with other military dive wrecks around Australia. It will reflect the vision, goals and objectives outlined above and will broadly reflect the structure shown in Figure 3 below.

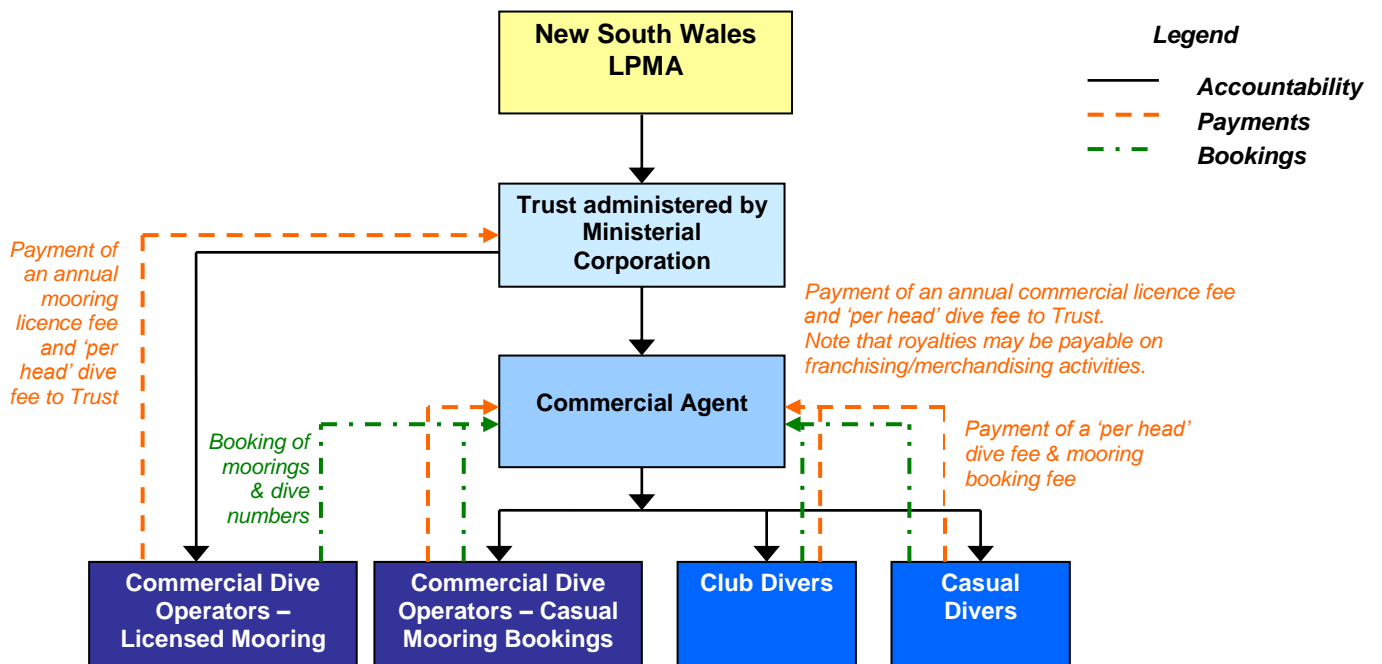


Figure 3 – Operating Structure for Dive Site

It will broadly involve:

- The designation of a reserve around the dive site (the Ex-HMAS ADELAIDE Reserve). It is expected that this zone will be a radius of between 300 to 500 metres around the dive site. A permit will be required to enter the reserve. This permit will also be required to dive on the site. A fee will be payable for the permit. A proportion of this fee will be returned to the LPMA to fund the ongoing maintenance and management of the dive site.
- Ongoing activities relating to ownership of the dive site. These will be undertaken by the LPMA and will broadly involve:
 - The development and implementation of a Plan of Management for the Ex-HMAS ADELAIDE Reserve. This Plan will provide the framework within which the reserve and the dive site itself will be managed.
 - General site maintenance and monitoring (environmental and asset condition);
 - Commercial leasing and licensing activities as relates to the commercial management of dive activities and the moorings;
 - Regulatory activities and compliance with State and Commonwealth permits and legislation
 - Development and Implementation of frameworks within which communications and marketing will be managed. This will include the development of a 'brand' for the dive site.
 - Management of funding
- Day to day commercial management of the dive site as a tourist attraction. This will be undertaken by an Agent on behalf of the LPMA. Responsibilities will include:
 - The management of the Ex-HMAS ADELAIDE as a tourist attraction and destination on the Central Coast.
 - Providing an identifiable 'Shop Front' for the Ex-HMAS ADELAIDE.
 - Implement and maintain a system for booking of moorings and issue of tickets to dive the site. Provision is to be made for on line booking and ticketing facilities and 24/7 facilities together with a 'shop front' or 'enquiry' presence between Monday and Saturday between the hours of 9am and 5pm. This 'shop front' may be facilitated through the

Proponents own commercial network or in partnership with other existing networks (such as tourism facilities). A presence in the local vicinity of the dive site is essential.

- Implement and maintain a system to monitor and control numbers of divers on the site at any given time.
 - Monitor and report on dive and vessel numbers and movements.
 - Maintain the Ex-HMAS ADELAIDE website.
 - Maintain and manage webcams associated with the dive site.
 - Development of marketing, franchising and merchandising opportunities within the framework developed by the LPMA and based on the 'brand' developed by the LPMA.
 - Raise awareness of the unique features of the dive site in the context of its history and ecological biodiversity.
 - Administer due diligence procedures on behalf of the LPMA in ensuring divers have the appropriate level of qualifications on issue of tickets.
 - Disseminate information pre-visit on site conditions (eg. visibility, sea conditions, local weather, water temperature), navigation hazards, channels and mooring locations, dive site orientation/ dive routes, booking and permit arrangements and safety and code of conduct requirements
- Licensing of Commercial Moorings –Two of the six moorings will be tendered to the dive industry as exclusive commercial moorings whereby a dive operator will have the exclusive right to use a mooring for the term of the licence. Commercial operators will pay an annual mooring licence fee and a 'per head' dive fee. ***This is the subject of this Tender.***
 - Booking of other commercial or casual moorings – All moorings will need to be booked through the LPMA's Agent to ensure access is appropriately managed. A mooring booking fee will be payable.
 - Purchase of a permit to enter the Ex-HMAS ADELAIDE Reserve and dive on the site. A permit will be required for each person diving on the site and may be purchased through a commercial operator or individually in conjunction with the booking of moorings. In purchasing a permit divers (or commercial operators) will be required to certify that each diver has the required level of dive certification to undertake the proposed dive and the Code of Conduct for the Reserve and dive site will be complied with whilst within the Reserve.

APPENDIX C

GENERAL CONDITIONS

By submitting a response to this Call for Tenders, the applicant acknowledges and accepts the conditions below:

Compliance with Requirements

Applicants must comply with the requirements set out in this call for *Tenders*. The LPMA may, at its absolute discretion, reject proposals that do not comply with this call for Tenders.

Extension of Deadline for Lodgement

The deadline set for lodgement of proposals will be extended only by written notice from the LPMA. Any extension notice will be given the same distribution as the original call for Tenders.

Changes to this Call for Tenders Document

The LPMA reserves the right to amend the process and procedures set out in this call for Tenders document by notice in writing to applicants. Should this extend to altering the specific objective or extending the scope of this call for Tenders or in the event of a change being made that would substantially affect or alter the nature of this call for Tenders, the LPMA will issue Addenda which will apply to any amended process and procedures. All such Addenda shall become part of the call for Tenders. To the extent permitted by law, applicants will have no claim against the LPMA with respect to the exercise, or failure to exercise, of such rights. Information contained in this call for Tenders is subject to review and change without notice.

Clarifications

The LPMA reserves the right to request any applicant to clarify any aspect of the Tender that it submits in response to this call for Tenders. The LPMA may require an applicant to provide further information to the LPMA in relation to the applicant's Tender.

Probity

An applicant shall not offer any incentive to, or otherwise attempt to influence, any of the persons who are either directly or indirectly involved in the evaluation of proposals or in the short-listing process.

If the LPMA determines that an applicant has violated this condition, or the applicant is otherwise found to have engaged in such conduct, the applicant may be disqualified from further consideration at the absolute discretion of the LPMA.

Applicants should not respond to the call for Tenders unless they genuinely believe themselves to have the capability and capacity to undertake their proposals.

Confidentiality

Tender submissions will remain confidential.

No Collusion

Applicants must not communicate, directly or indirectly, with any other applicants (including through any employees, agents or contractors) regarding the preparation, content or submission of proposals. Each proposal must be submitted without any collusion, or knowledge, in the preparation of or about any other proposal. Submission of a proposal to the LPMA is deemed to be a representation and warranty by the applicant submitting that proposal that it has complied with the requirements of this paragraph. If the LPMA determines that an applicant has violated this condition, the LPMA is entitled to disqualify that applicant and to reject its proposal as being invalid.

Conflict of Interest

Any applicant with a real or perceived conflict of interest must declare that interest to the LPMA as soon as the conflict is identified. Where a conflict of interest arises, it must be assessed and resolved in favour of the public interest by the relevant parties. All applicants are required to ensure that their performance in respect of identifying, declaring and resolving any conflict of interest is beyond reproach.

Cost of Preparing Proposals

All costs and expenses incurred by any person or organisation (including, but not limited to, an applicant) in any way associated with this call for Tenders, will be borne entirely and exclusively by that person or organisation.

Enquiries and Clarifications

If an applicant finds any discrepancy, error or omission in this call for Tenders or has any question or wishes to make any enquiry concerning this call for Tenders, it is to notify the Project Manager in writing (which may be sent by means of facsimile transmission or email) not less than 14 days prior to the deadline for lodgement of proposals. Answers to any such notices or questions may be given by the LPMA in the form of Addenda and issued to all known prospective applicants as indicated below.

Addenda

All amendments to this call for Tenders will be issued in the form of addenda before the deadline for lodgement of proposals. No explanation or interpretation of this call for Tenders may be relied upon by an applicant as an amendment to this call for Tenders, unless given in the form of addenda. Such addenda will become part of this call for Tenders.

NSW Government Procurement Policy

Where applicable, all applicants must comply with the NSW Government Procurement Policy including the Code of Practice for Procurement. Copies of the relevant documents are available online at www.treasury.nsw.gov.au/procurement.

Lodgement of a proposal will itself be an acknowledgment and representation by the applicant that it is aware of the requirements that the codes impose on applicants, that the applicant will comply with the codes and that the applicant agrees to provide periodic evidence of compliance with the codes and access to all relevant information to demonstrate compliance.

Reserved Rights

In addition to any reserved rights set out elsewhere in this call for Tenders, the LPMA reserves the right, without assigning any reasons, to:

- terminate at any time further participation in this process by any party
- not shortlist any applicant
- proceed with the call for Tenders on a basis or on terms different to those described in this call for Tenders document

- terminate the process at any time or modify any aspect of this process, including, without limitation, the LPMA's objectives, the required format of proposals, the evaluation process, or the indicative timetable
- cancel, vary, supplement or supersede this call for Tenders, or any of the matters set out in it at any time
- postpone or delay the process
- publish the names of applicants and short-listed applicants.

Waiver

The call for Tenders, and all statements and information made in relation to it, reflects the LPMA's current intention only. The information and intentions set out in the call for Tenders may change at any time without notice. Applicants proceed at their own risk.

The LPMA has endeavoured to provide accurate information in this call for Tenders. However, no warranties in that respect are given by the LPMA. The LPMA is not liable for any inaccuracies in any information in this document or in any information accompanying or referred to in this document or subsequently made available by the LPMA. The LPMA is not liable in relation to any claim that an applicant or any other person was disadvantaged by a lack of information or because any information provided to it was ambiguous or inaccurate.

The LPMA is under no obligation to give reasons for any decision made or not made in relation to this call for Tenders, including, but not limited to, any of the responses received.

There is no legal or other relationship between any applicant and the LPMA enforceable at the suit of the applicant arising from this document or the process outlined in it.

The risk, responsibility and liability connected with reliance by any applicant or any other person on this call for Tenders, or any other such information referred to or accompanying the document, or any written or oral statements made to any applicant or any person in connection with this call for Tenders, is solely that of each applicant. Each applicant must make its own independent evaluation of this document and documents or information accompanying or referred to in this document and the nature and extent of the call for Tenders, and all other relevant matters. Each applicant 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 Tenders, or any information communicated or made available for inspection by the LPMA. Each applicant acts or relies on information in or accompanying or referred to in this document and any written or oral statements made concerning the call for Tenders, entirely at its own risk.

Changes to Consortium Membership

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

If consortium members change, written notification of changes to consortium structure or membership must be provided to the LPMA as soon as possible.

If key consortium membership of a short-listed applicant changes after short-listing, supporting evidence must be provided to the LPMA to demonstrate that the capability of the new consortium structure and membership meets or exceeds the capability of the consortium structure and membership presented in the applicant's proposal.

The LPMA reserves the right to re-evaluate short-listed applicants on the basis of new or diminished key consortium membership and to withdraw an applicant from short-listing on the basis of new or diminished consortium membership if they do not demonstrate the capability to meet the evaluation or exceed the capability of the consortium structure and membership presented in the proposal.

Further conditions in relation to changes in consortium membership may be imposed by the LPMA at any time at its absolute discretion.

Intellectual Property Rights

This call for Tenders is subject to copyright vested in the LPMA.

An applicant may copy or otherwise reproduce this document for the purposes of preparing and submitting its proposal.

A proposal becomes the property of the LPMA on submission and will not be returned to the applicant.

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

The applicant licenses the LPMA (including its officers, employees, agents and advisors) to copy, adapt, modify, disclose or do anything else necessary, in the LPMA's sole discretion, to all material (including that material which contains intellectual property rights of the applicant or any other person) contained in its proposal, for the purposes of evaluating and clarifying the proposal and other proposals.

Should an applicant object to the use of its proposal in this way, the objection should be raised in the applicant's proposal and will be considered by the LPMA which reserves the right, in its absolute discretion, to reject or accept any objection. Otherwise, any right to object to such use of the proposal (including on the basis of confidentiality, copyright or other intellectual property rights) will be waived.

Freedom of Information

Proposals and any other information provided by applicants ('Information') are subject to the provisions of the *Freedom of Information Act 1989* ('the Act'). Applicants 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. Applicants will not be entitled to make any claim in relation to any actions taken in relation to, or under, the Act.

Material Change in Circumstances

Each applicant must promptly inform the LPMA in writing of any material change to any information contained in the applicant's proposal following lodgement of the proposal 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 tenders.

The LPMA may also require applicants to confirm in writing that no such material changes have occurred.

Insurance

The applicant is responsible for taking out insurance giving cover to their firm, their employees and any agent engaged by the applicant.

Professional Indemnity and Public Liability insurances shall have a minimum cover of \$2 million and \$5 million respectively. The applicant shall provide the LPMA with proof of all insurance required, as per the agreement, prior to entering into any commercial arrangement with the LPMA.

Acceptable Legal Entities

The Principal contracts only with recognised and acceptable legal entities having appropriate financial assets and current Professional Indemnity Insurance cover. Proposals will not be considered from entities such as a business name.

Proponents may be required to provide evidence of their legal entity either by giving a copy of an official document such as company registration and names of office bearers issued by the Australian Securities Commission or a statement confirming the legal entity signed by a practicing Solicitor. If so requested, submit the information within three working days after receipt of such request.

Disclosure of Information on Government Contracts

Certain details of all contracts valued over \$100,000 must be routinely published by government agencies (Notice Board or Internet) and details of contracts of lesser value will be made available to any enquirers. This is required under the Premier's Guidelines for Disclosure of Information on Government Contract (Premier's Memorandum No 2000-11).

The following information is required to be disclosed in relation to the Consultant:

- Details of contract (description of project to be completed or goods/services to be provided; commencement date of the contract; the period of the contract);
- The full identity of the successful tenderer including details of cross ownership of relevant companies;
- The price payable by the agency and the basis for future changes in this price;
- The significant evaluation criteria and the weightings used in tender assessment;
- Provisions for re-negotiation (where applicable).

Information that is not to be disclosed is:

- The contractor's financing arrangements;
- The contractor's cost structure or profit margins;
- Items of the contractor having an intellectual property characteristic;
- Any other matters where disclosure would place the contractor at a substantial commercial disadvantage with its competitors both at the time of entering into the contract and at any later date when there would be an effect on future competitive arrangements.

For further details, refer to

http://www.dpc.nsw.gov.au/publications/memos_and_circulars/ministerial_memoranda/2000/m2000-11.