

minutes

Office Development Committee

MEETING HELD ON **MONDAY 17 NOVEMBER 2014 AND**
MONDAY 24 NOVEMBER 2014

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CITY OF JOONDALUP

MINUTES OF THE OFFICE DEVELOPMENT COMMITTEE MEETING HELD IN CONFERENCE ROOM 1 , JOONDALUP CIVIC CENTRE, BOAS AVENUE, JOONDALUP ON MONDAY 17 NOVEMBER 2014.

ATTENDANCE

Committee Members

Mayor Troy Pickard	<i>Presiding Member</i>	<i>from 9.33am</i>
Cr Liam Gobbert		
Cr Tom McLean, JP	<i>Deputy Presiding Member</i>	
Mr Garry Hunt	Chief Executive Officer	<i>Absent from 12.03pm to 12.05pm</i>
Ms Dale Page	Director Planning and Community Development	<i>Absent from 10.24am to 10.26am</i>

Officers

Mr Brad Sillence	Manager Governance	<i>Absent from 11.15am to 11.21am</i>
Mr Blignault Olivier	Manager City Projects	
Mrs Genevieve Hunter	Senior Projects Officer	
Mrs Lesley Taylor	Governance Officer	

Guests

Mr Simon Moen	Technical Advisor, Partner - Jackson McDonald Lawyers
Mr Mark Maine	Probity Advisor, Braxford Consultancy

In Attendance in relation to Item 1

Mr Tony Hatt	Devwest Group	<i>from 9.39am to 10.32am</i>
Mr Damon Ferguson	Devwest Group	<i>from 9.39am to 10.32am</i>
Mr Darryll Ashworth	Metier	<i>from 9.39am to 10.32am</i>
Mr William Schofield	Woods Bagot	<i>from 9.39am to 10.32am</i>
Mr Jason Willoughby	Willoughby Property Group	<i>from 10.51am to 11.45am</i>
Mr David Ockenden	Brookfield Multiplex	<i>from 10.51am to 11.45am</i>
Mr Andrew Low	Hassell Ltd	<i>from 10.51am to 11.45am</i>
Mr Nick Hunt	Wyllie Group	<i>from 10.51am to 11.45am</i>
Mr Ryan Dunne	Wyllie Group	<i>from 10.51am to 11.45am</i>

There were no members of the public or the press in attendance.

DECLARATION OF OPENING

The Deputy Presiding Member declared the meeting open at 9.27am.

In the absence of the Presiding Member, the Deputy Presiding Member adjourned the meeting for five minutes.

The Presiding Member reconvened the meeting at 9.33am.

DECLARATIONS OF INTEREST

Disclosures of Financial / Proximity Interest

Nil.

Disclosures of interest affecting impartiality

Elected Members (in accordance with Regulation 11 of the *Local Government [Rules of Conduct] Regulations 2007*) and employees (in accordance with the Code of Conduct) are required to declare any interest that may affect their impartiality in considering a matter. This declaration does not restrict any right to participate in or be present during the decision-making process. The Elected Member/employee is also encouraged to disclose the nature of the interest.

Name/Position	Mayor Troy Pickard.
Item No./Subject	Item 1 - Confidential – Expression of Interest: Joondalup City Centre Development.
Nature of interest	Interest that may affect impartiality.
Extent of Interest	Members and firms involved in both bidding consortia are known to Mayor Pickard, but he has no financial interest with any individual or firm.

Name/Position	Mr Garry Hunt, Chief Executive Officer.
Item No./Subject	Item 1 - Confidential – Expression of Interest: Joondalup City Centre Development
Nature of interest	Interest that may affect impartiality.
Extent of Interest	Members of the bidding consortium are known to the Chief Executive Officer.

Name/Position	Cr Liam Gobbert.
Item No./Subject	Item 1 - Confidential – Expression of Interest: Joondalup City Centre Development.
Nature of interest	Interest that may affect impartiality.
Extent of Interest	Employees of both respondents' 'Development Teams/Advisors/Contractors' are known to Cr Gobbert.

Name/Position	Cr Tom McLean, JP.
Item No./Subject	Item 1 - Confidential – Expression of Interest: Joondalup City Centre Development.
Nature of interest	Interest that may affect impartiality.
Extent of Interest	Mr Aaron DeSange (JLL Hotels and Hospitality) is a friend of Cr McLean.

Name/Position	Cr Tom McLean, JP.
Item No./Subject	Item 1 - Confidential – Expression of Interest: Joondalup City Centre Development.
Nature of interest	Interest that may affect impartiality.
Extent of Interest	Mr Carl Black (Squire Patton Boggs) is an acquaintance of Cr McLean.

Name/Position	Cr Tom McLean, JP.
Item No./Subject	Item 1 - Confidential – Expression of Interest: Joondalup City Centre Development.
Nature of interest	Interest that may affect impartiality.
Extent of Interest	Mr Russell Perkins (Probuild Construction) is a friend of Cr McLean.

Name/Position	Ms Dale Page, Director Planning and Community Development.
Item No./Subject	Item 1 - Confidential – Expression of Interest: Joondalup City Centre Development.
Nature of interest	Interest that may affect impartiality.
Extent of Interest	Ms Page has worked with Mr Tony Hatt of the Devwest Group in a previous role at the City of Subiaco.

Name/Position	Ms Dale Page, Director Planning and Community Development.
Item No./Subject	Item 1 - Confidential – Expression of Interest: Joondalup City Centre Development.
Nature of interest	Interest that may affect impartiality.
Extent of Interest	Ms Page has a personal relationship with Director of Place Match and a personal relationship with an employee of Urbis (landscaping).

Name/Position	Ms Dale Page, Director Planning and Community Development.
Item No./Subject	Item 1 - Confidential – Expression of Interest: Joondalup City Centre Development.
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Extent of Interest	Ms Page has worked with Wood and Grieve, Woods Bagot and TPG on projects before.

Name/Position	Ms Dale Page, Director Planning and Community Development.
Item No./Subject	Item 1 - Confidential – Expression of Interest: Joondalup City Centre Development.
Nature of interest	Interest that may affect impartiality.
Extent of Interest	Ms Page has worked with Hassell and Urbis before or interacted with them on various projects.

Name/Position	Ms Dale Page, Director Planning and Community Development.
Item No./Subject	Item 1 - Confidential – Expression of Interest: Joondalup City Centre Development.
Nature of interest	Interest that may affect impartiality.
Extent of Interest	Ms Page has worked with David Cresp in his capacity as consultant for East Perth Redevelopment Authority and Subiaco Redevelopment Authority.

Name/Position	Ms Dale Page, Director Planning and Community Development.
Item No./Subject	Item 1 - Confidential – Expression of Interest: Joondalup City Centre Development.
Nature of interest	Interest that may affect impartiality.
Extent of Interest	Ms Page used to work for Ross Holt in his role as Chief Executive Officer of LandCorp.

Name/Position	Ms Dale Page, Director Planning and Community Development.
Item No./Subject	Item 1 - Confidential – Expression of Interest: Joondalup City Centre Development.
Nature of interest	Interest that may affect impartiality.
Extent of Interest	Ms Page's brother is a Director of Probuild Constructions.

Name/Position	Mr Blignault Olivier, Manager City Projects.
Item No./Subject	Item 1 - Confidential – Expression of Interest: Joondalup City Centre Development.
Nature of interest	Interest that may affect impartiality.
Extent of Interest	Members of the bidding consortia are known to Mr Olivier.

Name/Position	Mr Blignault Olivier, Manager City Projects.
Item No./Subject	Item 1 - Confidential – Expression of Interest: Joondalup City Centre Development.
Nature of interest	Interest that may affect impartiality.
Extent of Interest	Mr Russell Perkins, Director at Probuild Constructions is a personal friend of Mr Olivier.

Name/Position	Mr Simon Moen, Jackson McDonald, Lawyers.
Item No./Subject	Item 1 - Confidential – Expression of Interest: Joondalup City Centre Development.
Nature of interest	Interest that may affect impartiality.
Extent of Interest	The Willoughby Property Group is a client of Jackson McDonald (a small client). Jason Willoughby, Lee Verios and Wyllie Group are known to Mr Moen. Wyllie Group is a former client.

PUBLIC QUESTION TIME

Nil.

PUBLIC STATEMENT TIME

Nil.

APOLOGIES/LEAVE OF ABSENCE

Apology

Cr Kerry Hollywood.

Leave of Absence Previously Approved:

Cr Christine Hamilton-Prime	5 November to 20 November 2014 inclusive;
Cr Sam Thomas	3 December 2014 to 5 December 2014 inclusive;
Cr Christine Hamilton-Prime	6 December 2014 to 5 January 2015 inclusive.

ANNOUNCEMENTS BY THE PRESIDING MEMBER WITHOUT DISCUSSION

Nil.

IDENTIFICATION OF MATTERS FOR WHICH THE MEETING MAY BE CLOSED TO THE PUBLIC

- Item 1 Confidential – Expression of Interest: Joondalup City Centre Development (discussed 17 November 2014).
- Item 2 Confidential – Expression of Interest: Joondalup City Centre Development (discussed 24 November 2014).

PETITIONS AND DEPUTATIONS

Nil.

MOTION TO GO BEHIND CLOSED DOORS – [08122, 02154]

MOVED Mr Hunt, SECONDED Cr Gobbert that the Office Development Committee:

1 in accordance with Sections 5.23(2)(d) of the *Local Government Act 1995* and clause 5.2(2) of the *City of Joondalup Meeting Procedures Local Law 2013*, CLOSES the meeting to members of the public to consider the following item:

1.1 Item 1, Confidential – Expression of Interest - Joondalup City Centre Development as it relates to legal advice obtained, or which may be obtained, by a local government and which relates to a matter to be discussed at the meeting;

2 PERMITS the following employees and persons to remain in the meeting room during discussion on Item 1, Confidential – Expression of Interest - Joondalup City Centre Development while the meeting is sitting behind closed doors as detailed in part 1 above:

- 2.1 Manager Governance, Mr Brad Sillence;**
- 2.2 Manager City Projects, Mr Blignault Olivier;**
- 2.3 Senior Projects Officer, Mrs Genevieve Hunter;**
- 2.4 Governance Officer, Mrs Lesley Taylor;**
- 2.5 Jackson McDonald Lawyers, Mr Simon Moen;**
- 2.6 Braxford Consultancy, Mr Mark Maine.**

The Motion was Put and

CARRIED (5/0)

In favour of the Motion: Mayor Pickard, Crs Gobbert, McLean, Mr Hunt and Ms Page.

REPORTS**Disclosures of interest affecting impartiality**

Name/Position	Mayor Troy Pickard.
Item No./Subject	Item 1 - Confidential – Expression of Interest: Joondalup City Centre Development.
Nature of interest	Interest that may affect impartiality.
Extent of Interest	Members and firms involved in both bidding consortia are known to Mayor Pickard, but he has no financial interest with any individual or firm.

Name/Position	Mr Garry Hunt, Chief Executive Officer.
Item No./Subject	Item 1 - Confidential – Expression of Interest: Joondalup City Centre Development
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Name/Position	Cr Liam Gobbert.
Item No./Subject	Item 1 - Confidential – Expression of Interest: Joondalup City Centre Development.
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Extent of Interest	Employees of both respondents' 'Development Teams/Advisors/Contractors' are known to Cr Gobbert.

Name/Position	Cr Tom McLean, JP.
Item No./Subject	Item 1 - Confidential – Expression of Interest: Joondalup City Centre Development.
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Name/Position	Cr Tom McLean, JP.
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Name/Position	Ms Dale Page, Director Planning and Community Development.
Item No./Subject	Item 1 - Confidential – Expression of Interest: Joondalup City Centre Development.
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Name/Position	Ms Dale Page, Director Planning and Community Development.
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Name/Position	Ms Dale Page, Director Planning and Community Development.
Item No./Subject	Item 1 - Confidential – Expression of Interest: Joondalup City Centre Development.
Nature of interest	Interest that may affect impartiality.
Extent of Interest	Ms Page's brother is a Director of Probuild Constructions.

Name/Position	Mr Blignault Olivier, Manager City Projects.
Item No./Subject	Item 1 - Confidential – Expression of Interest: Joondalup City Centre Development.
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Name/Position	Mr Simon Moen, Jackson McDonald, Lawyers.
Item No./Subject	Item 1 - Confidential – Expression of Interest: Joondalup City Centre Development.
Nature of interest	Interest that may affect impartiality.
Extent of Interest	The Willoughby Property Group is a client of Jackson McDonald (a small client). Jason Willoughby, Lee Verios and Wyllie Group are known to Mr Moen. Wyllie Group is a former client.

ITEM 1 CONFIDENTIAL - EXPRESSION OF INTEREST: JOONDALUP CITY CENTRE DEVELOPMENT

WARD	North
RESPONSIBLE DIRECTOR	Mr Mike Tidy Corporate Services
FILE NUMBER	103036, 101515
ATTACHMENTS	<p>Attachment 1 Devwest Group Pty Ltd submission</p> <p>Attachment 2 Willoughby Property Group Pty Ltd submission</p> <p>Attachment 3 Key partners/team members</p> <p>Attachment 4 List of EOI downloads</p> <p>Attachment 5 Summary of property developer review</p> <p>Attachment 6 Comparison of the commercial terms for the office component</p> <p>Attachment 7 Preliminary Comparative Analysis of Development Proposals</p> <p>Attachment 8 Potential clarification issues</p> <p>Attachment 9 Probity Plan and Guidelines</p> <p><i>(Please Note: Attachments 1 and 2 are only available electronically.</i></p> <p><i>The Report and Attachments are confidential and will appear in the official Minute Book only).</i></p>
AUTHORITY / DISCRETION	Executive - The substantial direction setting and oversight role of Council, such as adopting plans and reports, accepting tenders, directing operations, setting and amending budgets.

This report is confidential in accordance with section 5.23(2)(c) of the *Local Government Act 1995*, which also permits the meeting to be closed to the public for business relating to the following:

- *A contract entered into, or which may be entered into, by the local government and which relates to a matter to be discussed at the meeting.*

A full report was provided to Elected Members under separate cover. The report is not for publication.

Presentations were given by the two proponents in the following order:

- Devwest Group Pty Ltd.
- Willoughby Property Group.

Director Planning and Community Development left the room at 10.24am and returned at 10.26am.

Representatives of Devwest Group entered the room at 9.39am and left at 10.32am.

Representatives of the Willoughby Property Group entered the room at 10.51am and left at 11.45am.

Manager Governance left the room at 11.15am and returned at 11.21am.

The Chief Executive Officer left the room at 12.03pm and returned at 12.05pm.

OFFICER'S RECOMMENDATION

That the Office Development Committee NOTES the outcome of the Expression of Interest: Joondalup City Centre Development evaluation process.

MOVED Cr McLean, SECONDED Ms Page that the Office Development Committee:

- 1 NOTES the outcome of the Expression of Interest: Joondalup City Centre Development evaluation process and presentations from the two respondents and requests further information be provided by the respondents as identified by the Office Development Committee at its meeting held on 17 November 2014;**
- 2 ADJOURNS the meeting of the Office Development Committee to 1.30pm on Monday 24 November 2014 in Conference Room 1.**

The Motion was Put and

CARRIED (5/0)

In favour of the Motion: Mayor Pickard, Crs Gobbert, McLean, Mr Hunt and Ms Page.

The meeting **ADJOURNED** at 12.40pm on 17 November 2014 with the following committee members being present at that time:

Mayor Troy Pickard
Cr Liam Gobbert
Cr Tom McLean, JP
Mr Garry Hunt
Ms Dale Page

RESUMPTION OF MEETING

The Presiding Member declared the **Office Development Committee** meeting that commenced on 17 November 2014 **RESUMED** at **1.30pm** on **Monday 24 November 2014**, the following persons being present:

ATTENDANCE

Committee Members:

Mayor Troy Pickard	<i>Presiding Member</i>	
Cr Liam Gobbert		
Cr Kerry Hollywood		
Cr Tom McLean, JP		
Mr Garry Hunt	Chief Executive Officer	<i>Absent from 2.34pm to 2.35pm</i>
Ms Dale Page	Director Planning and Community Development	<i>Absent from 2.47pm to 2.48pm</i>

Officers:

Mr Brad Sillence	Manager Governance
Mr Blignault Olivier	Manager City Projects
Mrs Genevieve Hunter	Senior Projects Officer
Mrs Dawn Anderson	Governance Officer

Guests:

Mr Simon Moen	Technical Advisor, Partner - Jackson McDonald Lawyers
Mr Mark Maine	Probity Advisor, Braxford Consultancy

As Item 2 was deemed to be confidential in accordance with section 5.23(2)(c) of the *Local Government Act 1995*, the meeting remained closed to members of the public on its resumption.

Disclosures of interest affecting impartiality

Name/Position	Mayor Troy Pickard.
Item No./Subject	Item 2 - Confidential – Expression of Interest: Joondalup City Centre Development.
Nature of interest	Interest that may affect impartiality.
Extent of Interest	Members and firms involved in both bidding consortia are known to Mayor Pickard, but he has no financial interest with any individual or firm.

Name/Position	Mr Garry Hunt, Chief Executive Officer.
Item No./Subject	Item 2 - Confidential – Expression of Interest: Joondalup City Centre Development
Nature of interest	Interest that may affect impartiality.
Extent of Interest	Members of the bidding consortium are known to the Chief Executive Officer.

Name/Position	Cr Liam Gobbert.
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Extent of Interest	Employees of both respondents' 'Development Teams/Advisors/Contractors' are known to Cr Gobbert.

Name/Position	Cr Tom McLean, JP.
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Name/Position	Ms Dale Page, Director Planning and Community Development.
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Item No./Subject	Item 2 - Confidential – Expression of Interest: Joondalup City Centre Development.
Nature of interest	Interest that may affect impartiality.
Extent of Interest	Ms Page's brother is a Director of Probuild Constructions.

Name/Position	Mr Blignault Olivier, Manager City Projects.
Item No./Subject	Item 2 - Confidential – Expression of Interest: Joondalup City Centre Development.
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Name/Position	Mr Blignault Olivier, Manager City Projects.
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Nature of interest	Interest that may affect impartiality.
Extent of Interest	Mr Russell Perkins, Director at Probuild Constructions is a personal friend of Mr Olivier.

Name/Position	Mr Simon Moen, Jackson McDonald, Lawyers.
Item No./Subject	Item 2 - Confidential – Expression of Interest: Joondalup City Centre Development.
Nature of interest	Interest that may affect impartiality.
Extent of Interest	The Willoughby Property Group is a client of Jackson McDonald (a small client). Jason Willoughby, Lee Verios and Wyllie Group are known to Mr Moen. Wyllie Group is a former client.

**ITEM 2 CONFIDENTIAL - EXPRESSION OF INTEREST:
JOONDALUP CITY CENTRE DEVELOPMENT**

WARD	North																						
RESPONSIBLE DIRECTOR	Mr Mike Tidy Corporate Services																						
FILE NUMBER	103036, 101515																						
ATTACHMENTS	<table><tr><td>Attachment 1</td><td>Devwest Group Pty Ltd submission</td></tr><tr><td>Attachment 2</td><td>Willoughby Property Group Pty Ltd submission</td></tr><tr><td>Attachment 3</td><td>Key partners/team members</td></tr><tr><td>Attachment 4</td><td>List of EOI downloads</td></tr><tr><td>Attachment 5</td><td>Summary of property developer review</td></tr><tr><td>Attachment 6</td><td>Comparison of the commercial terms for the office component</td></tr><tr><td>Attachment 7</td><td>Preliminary Comparative Analysis of Development Proposals</td></tr><tr><td>Attachment 8</td><td>Potential clarification issues</td></tr><tr><td>Attachment 9</td><td>Probity Plan and Guidelines</td></tr><tr><td>Attachment 10</td><td>Legal advice from Jackson McDonald</td></tr><tr><td>Attachment 11</td><td>Responses to clarification questions</td></tr></table> <p><i>(Please Note: Attachments 1 and 2 are only available electronically.</i></p> <p><i>The Report and Attachments are confidential and will appear in the official Minute Book only).</i></p>	Attachment 1	Devwest Group Pty Ltd submission	Attachment 2	Willoughby Property Group Pty Ltd submission	Attachment 3	Key partners/team members	Attachment 4	List of EOI downloads	Attachment 5	Summary of property developer review	Attachment 6	Comparison of the commercial terms for the office component	Attachment 7	Preliminary Comparative Analysis of Development Proposals	Attachment 8	Potential clarification issues	Attachment 9	Probity Plan and Guidelines	Attachment 10	Legal advice from Jackson McDonald	Attachment 11	Responses to clarification questions
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AUTHORITY / DISCRETION	Executive - The substantial direction setting and oversight role of Council, such as adopting plans and reports, accepting tenders, directing operations, setting and amending budgets.																						

This report is confidential in accordance with section 5.23(2)(c) and 5.23(2)(e)(iii) of the *Local Government Act 1995*, which also permits the meeting to be closed to the public for business relating to the following:

- *A contract entered into, or which may be entered into, by the local government and which relates to a matter to be discussed at the meeting.*
- *A matter that if disclosed would reveal information about the business, professional, commercial or financial affairs of a person.*

A full report was provided to Elected Members under separate cover. The report is not for publication.

The Chief Executive Officer left the room at 2.34pm and returned at 2.35pm.

The Director Planning and Community Development left the room at 2.47pm and returned at 2.48pm.

OFFICER'S RECOMMENDATION

That Council **SELECTS** a preferred respondent for the Expression of Interest for the Joondalup City Centre Development.

MOVED Cr McLean, SECONDED Cr Gobbert that:

- 1 Council NOTES the submissions received from Devwest Group Pty Ltd and Willoughby Property Group Pty Ltd in response to the City's request for Expressions of Interest: Joondalup City Centre Development and thanks both respondents for their submissions;**
- 2 Council NOTES the additional information provided by Devwest Group Pty Ltd and Willoughby Property Group Pty Ltd as detailed in Attachment 11 to this Report, in response to the clarification questions issued by the Office Development Committee;**
- 3 Council DETERMINES that Devwest Group Pty Ltd is the preferred respondent for the integrated mixed-use development of Lot 507 (90) Boas Avenue and Lot 496 (70) Davidson Terrace, Joondalup;**
- 4 Council REQUESTS the Chief Executive Officer to progress the execution of the Memorandum of Understanding with Devwest Group Pty Ltd in accordance with the advertised Expression of Interest document;**
- 5 Council REQUESTS the Chief Executive Officer, in collaboration with Devwest Group Pty Ltd, to prepare a detailed proposal, should the City be requested to do so, for Stage 2 of the State Government's Expression of Interest process for the provision of Joondalup Office Accommodation and the detailed proposal be referred to the Office Development Committee for formal endorsement;**
- 6 The Office Development Committee REQUESTS the Mayor to convene a special meeting of Council on Tuesday 2 December 2014 at 8.00pm to consider the Expression of Interest for the Joondalup City Centre Development.**

The Motion was Put and

CARRIED (6/0)

In favour of the Motion: Mayor Pickard, Crs Gobbert, Hollywood, McLean, Mr Hunt and Ms Page.

MOTION TO GO TO OPEN DOORS – [02154, 08122]

MOVED Ms Page, SECONDED Cr Hollywood that in accordance with clause 5.2(3)(b) of the *City of Joondalup Meeting Procedures Local Law 2013*, the Office Development Committee meeting be now REOPENED TO THE PUBLIC.

The Motion was Put and

CARRIED (6/0)

In favour of the Motion: Mayor Pickard, Crs Gobbert, Hollywood, McLean, Mr Hunt and Ms Page.

There were no members of the public or press in attendance.

URGENT BUSINESS

Nil.

MOTIONS OF WHICH PREVIOUS NOTICE HAS BEEN GIVEN

Nil.

REQUESTS FOR REPORTS FOR FUTURE CONSIDERATION

Nil.

CLOSURE

There being no further business, the Presiding Member declared the meeting closed at 3.26pm; the following committee members being present at that time:

Mayor Troy Pickard
Cr Liam Gobbert
Cr Kerry Hollywood
Cr Tom McLean, JP
Mr Garry Hunt
Ms Dale Page