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Property Lawyers
Alcaston House
Suite 4.5, 2 Collins Street
Melbourne Victoria 3000
Australia
Telephone +61 3 7038 5680
www.alcastonpartners.com.au

Invitation for Expressions of Interest

Licence of part of Prahran Town Hall, 180 Greville Street, Prahran

Stonnington City Council ABN 67 688 032 530

Expressions of Interest close at 5pm (Australian Eastern Standard Time) on Friday, 28 June 2024.

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Invitation for Expressions of Interest

1. DEFINITIONS

In this Invitation:

Closing Date has the meaning given in clause 5.1.

Council means Stonnington City Council ABN 67 688 032 530.

EOI means the expression of interest process conducted by Council in respect of the Licence of the Licensed Area.

Invitation means this invitation for expressions of interest.

Licence means a licence for the Licensed Area in accordance with the high level key terms of clause 4.2.

Licensed Area means the licensed area shown shaded orange on the plan attached as Schedule 1, known as part of Prahran Town Hall, 180 Greville Street, Prahran.

Proponent means a legal entity who lodges a Proposal in accordance with this Invitation.

Proposal means a Proponent's response to this Invitation.

Registration Form means the form attached as Schedule 3.

Schedule means a schedule to this Invitation.

2. PROJECT OVERVIEW

Council is the owner of the Licensed Area and is inviting expressions of interest from Proponents to enter into a licence of the Licensed Area for the operation of immersive/experiential attractions.

3. COUNCIL'S OBJECTIVES FOR THIS INVITATION

Council's principal objectives are to:

- (a) select a Proponent who is a high quality immersive/experiential attractions operator, and aligns with Council's vision and strategies for the Prahran precinct;
- (b) select a Proponent that has the experience and reputation to develop a successful immersive/experiential attractions operator;
- (c) select a Proponent who can deliver a suitable fitout;
- (d) select a Proponent with a quality business model to deliver a commercially viable operation;
- (e) ensure that Proponent has the financial capacity to deliver the operation; and
- (f) enter into a Licence on terms acceptable to Council.

4. LICENCE DOCUMENTATION

4.1 Successful Proponent to enter into the Licence

The successful Proponent will be required to enter into the Licence as licensee.

4.2 High level key terms of Licence

The Licence for the Licensed Area will include the following high level key terms:

- (a) the licence will be for a maximum term of 5 years;
- (b) the permitted use of the licence will be operation of immersive/experiential attractions;
- (c) there will be a licence fee free period for a specified period (yet to be determined by Council). The licensee will be required to pay an annual licence fee (payable monthly in advance) commencing on the expiry of the licence fee free period;
- (d) the annual licence fee will be a gross licence fee and will include an allocation for outgoings (council rates, water rates and charges, land tax) and services (electricity, gas, water and telephone) charged direct to Council, as advised by Council;
- (e) the licensee will be required to provide security by way of a bank guarantee equal to 3 months' licence fee plus gst;
- (f) if the licensee is a company and if required by Council, the licensee will be required to provide a guarantee from the directors of the company;
- (g) the licensee will be responsible to obtain a planning permit for the use of the Licensed Area in accordance with the permitted use of the Licence. The licensee is referred to the letter dated 8 March 2024 from Council's Statutory Planning Coordinator attached as Schedule 2;
- (h) the licensee will be responsible to complete the fitout of the Licensed Area at its cost including obtaining any planning and building approvals;
- (i) the licensee will be entitled to use the area shaded blue on the plan attached as Schedule 1 in common with other parties;
- (j) the licensee will be responsible for all cleaning and general repair and maintenance of the Licensed Area (excluding structural repair); and
- (k) at the end of the licence, the licensee must vacate the Licensed Area and remove any installations made by the licensee and make good any damage to the Licensed Area caused by their removal.

5. THE EXPRESSION OF INTEREST PROCESS

5.1 Timetable

This Invitation is issued on 19 April 2024 and all Proposals must be submitted by **5pm (Australian Eastern Standard Time) on Friday, 28 June 2024 (Closing Date)**.

5.2 Expression of interest - registration form

Proposals must be submitted using the format of the Registration Form attached in Schedule 3.

5.3 Proposals - required information from Proponents

Each Proposal must be made in writing and should include a completed, signed and dated Registration Form addressing the following:

(a) Alignment with Council's vision and strategies

The Proponent must:

- (i) provide details of its proposed use of the Licensed Area and its creative concept; and
- (ii) demonstrate how its proposed use of the Licensed Area aligns with Council's vision and strategies for the Prahran precinct in accordance with the following:
 - (A) [Future Stonnington](#);
 - (B) [Creative Stonnington](#); and
 - (C) [Place Led Economic Development Strategy and Prahran Place Plan](#).

(b) Experience and Reputation

The Proponent must provide details of its experience and reputation in operating immersive or experiential attractions.

(c) Fitout of Licensed Area

The Proponent must provide details of its proposed fitout of the Licensed Area including:

- (i) scope of works;
- (ii) indicative costings;
- (iii) construction program;
- (iv) its response to heritage building constraints;
- (v) whether any planning and building approvals are required; and
- (vi) indicative timing for completion of fitout.

(d) Business Model

The Proponent must provide details of its business model including:

- (i) operating and marketing plan;
- (ii) anticipated visitation numbers and target audiences;

- (iii) anticipated economic impact to the Prahran precinct; and
- (iv) anticipated creative impact to the Prahran precinct;

(e) **Financial Capacity**

The Proponent must provide details of its:

- (i) financial plan for provision of the fitout and operation of the business for the term of the Licence; and
- (ii) funding sources including written evidence in support of such funding.

(f) **Departures from key licence terms**

The Proponent must provide details of:

- (i) whether it requires the whole of the Licensed Area or only a part of Licensed Area;
- (ii) whether it requires a term of 5 years or less for the licence;
- (iii) any proposed departures from the high level key terms of licence referred in clause 4.2; and
- (iv) reasons for the proposed departures.

5.4 Procedure for lodgement

- (a) All Proposals must be completed in accordance with this clause 5 and must be lodged via VendorPanel, under City of Stonnington 'Public Tenders' [Work with City of Stonnington \(vendorpanel.com\)](https://www.vendorpanel.com) <https://www.vendorpanel.com.au/stonnington/tenders>, prior to 5pm on the Closing Date.
- (b) Proposals lodged by any other means (e.g. fax, email, courier or mail) will not be accepted.
- (c) A Proponent lodging a Proposal in accordance with clause 5.4(a):
 - (i) must follow the instructions provided on VendorPanel;
 - (ii) acknowledges that Council will not accept liability or responsibility for any failure of VendorPanel;
 - (iii) acknowledges that Proponents are solely responsible for ensuring that they allow sufficient time to upload their Proposal before 5pm on the Closing Date; and
 - (iv) releases Council from, and indemnifies Council against, all claims that arise due to the Proponent's use of VendorPanel.

5.5 Variations

Council is under no obligation to provide a Proponent with a further opportunity to respond to this Invitation or allow a Proponent to vary its Proposal, once that Proposal has been lodged. A Proponent will only have the right to vary its Proposal where it has obtained the approval of Council in writing to do so.

5.6 Inspection of Licensed Area

Proponents wishing to inspect the Licensed Area must notify Alison Leach, Manager Events, Arts and Culture, at creative@stonnington.vic.gov.au by 5pm 30 April 2024.

5.7 More than one Proposal

Proponents may submit more than one Proposal in response to this Invitation.

5.8 Non-conforming Proposals

Council reserves the right to consider Proposals which do not conform to this Invitation.

5.9 Late Proposals

Late Proposals may be accepted and will only be admitted for evaluation at the sole discretion of Council.

6. EVALUATION PROCESS

- (a) Council will evaluate each Proposal based on the following evaluation criteria (with weighting given to each criterion shown in brackets):
 - (i) alignment with Council's vision and strategies (25%);
 - (ii) experience and reputation (15%);
 - (iii) fitout of Licensed Area (15%);
 - (iv) business model (20%);
 - (v) financial capacity (15%); and
 - (vi) departures from key licence terms (10%).
- (b) Council reserves the right to assess the merits of each Proposal by taking into account any matter, fact or circumstance which it may deem appropriate, in its absolute discretion.
- (c) On completion of assessment of Proposals, Council may decide to:
 - (i) appoint a Proponent as preferred Proponent;
 - (ii) negotiate with any or several Proponents;
 - (iii) proceed to a second phase of the procurement process with one or more shortlisted Proponents; or
 - (iv) terminate this EOI.
- (d) Council will not be bound to engage any Proponent or assess any Proposal that does not conform with the requirements set out in this Invitation.
- (e) The Proponent acknowledges that Council is not bound to accept the Proposal with the highest financial offer or any Proposal submitted in response to this Invitation and may terminate or vary the EOI at any time.

- (f) If Council proceeds to a second phase of the procurement process with one or more shortlisted Proponents under clause 6(c), Council may require the Proponent(s) to enter into terms of engagement in respect of negotiations for the Licence.
- (g) The submission of any Proposal does not give rise to any contract governing, or in any way concerning, the EOI, or any aspect of the EOI. Council expressly disclaims any intention to enter into such a contract.

7. NO FETTERING OF COUNCIL'S POWERS

Nothing in this Invitation shall fetter or restrict the power or discretion of Council to make or impose requirements or conditions in connection with any use or development of the Licensed Area or the granting of any planning approval or building permit.

8. COSTS AND EXPENSES

- (a) Proponents will be responsible for all costs and expenses associated with preparing and submitting their Proposal.
- (b) No payment will be made by Council to any Proponent for any costs and expenses incurred by a Proponent in preparing its Proposal or in respect of any work undertaken by a Proponent following submission of its Proposal.

9. AGENCY

If a Proponent is responding through an agent, then they must:

- (a) declare the agent's representation; and
- (b) provide written authority of the agency with their Proposal.

10. NOMINATION

Where a Proponent proposes forming a company to be the licensee pursuant to the Licence, Council may permit the Licence to be executed in the name of the nominee where the nominee will be the company to be formed, provided that:

- (a) such nomination is clearly identified in the Proposal; and
- (b) the proposed directors and shareholders of such nominee are clearly identified in the Proposal.

11. CONFIDENTIALITY

- (a) Until a Proponent's offer is accepted by entry into the Licence, the Proponent must maintain confidentiality of their Proposal, unless the Proponent obtains the consent of Council. If required by Council, the Proponent may be required to execute a confidentiality deed.
- (b) If the Proponent breaches this clause 11, Council may in its sole discretion disqualify the Proponent from participating in this EOI.

12. NO CANVASSING

- (a) The Proponent, its employees and consultants, must not approach, or request any other person to approach, any councillor, employee, officer or consultant of Council:
 - (i) to seek support for its Proposal; or
 - (ii) otherwise seek to influence the outcome of this EOI.
- (b) The Proponent must, avoid socialising with councillors, employees, officers or consultants of Council and, where such socialising occurs, refrain from discussing its Proposal or this EOI.
- (c) The Proponent will direct all communications during this EOI to Council's nominated representative, in written form, as directed by Council.
- (d) If the Proponent breaches this clause 12, Council may, in its sole discretion, disqualify the Proponent from participating in this EOI.

13. CONFLICTS OF INTEREST

Proponents must declare to Council any actual or potential conflicts of interest of:

- (a) the Proponent;
 - (b) any agent acting for the Proponent; and
 - (c) any other consultant acting for the Proponent,
- in respect of Council or this EOI.

14. PUBLIC STATEMENTS

A Proponent must not make any public statement, including any media releases, in relation to this Invitation or EOI and must refer all media enquiries to Council.

15. DISCLAIMER

- (a) The Council and its consultants are not liable to any Proponent or other third parties under the law of contract, tort or otherwise for any loss or damage which may arise from the contents of this Invitation, any matter deemed to form part of this Invitation, the supporting information or documents referred to in this Invitation, or any other information supplied to any Proponent on behalf of Council.
- (b) Council gives no warranty as to the accuracy or completeness of any information contained in this Invitation or which may be form part of this Invitation.
- (c) All information given to a Proponent by Council or its respective officers or agents or consultants will be given on an "all care and no responsibility" basis.
- (d) This Invitation is not intended to be exhaustive and Proponents are required to make their own investigations and rely on their own information.

- (e) Council reserves the right not to proceed with the Invitation and may choose not to engage in discussions with any parties. No reimbursement of costs will be paid to persons or organisations preparing Proposals in relation to this Invitation.
- (f) Unsuccessful Proponents will not be entitled to any redress against Council in respect of this Invitation or any variation of this Invitation or this EOI.
- (g) By participating in this EOI, Proponents agree to and are bound by the provisions of this clause 15.

16. FURTHER INFORMATION

- (a) All questions regarding this Invitation or this EOI must be made by no later than 11:59 pm on 18 June 2024, and should be addressed to Kenton Shue, Property Coordinator at email: propertycoordination@stonnington.vic.gov.au.
- (b) All questions raised before 11:59 pm on 18 June 2024 will be responded to by no later than 5pm on 20 June 2024.
- (c) Council will make responses to general queries available to all Proponents, unless it considers the query to be specific to a particular Proponent. Council will not disclose the identity of the Proponent that submitted the question.
- (d) Council reserves the right not to respond to questions or requests for further information or clarification, in its absolute discretion.
- (e) After the Closing Date, Council may request clarifications, in writing or by interview, on any aspect of a Proposal that it considers to be unclear, ambiguous or contain contradictory statements.

SCHEDULE 1 - PLAN OF LICENSED AREA

Licence plan



The Main Hall is approximately 585 square metres plus program rooms, a car park and external outdoor paved area are available. The Main Hall is a 500-capacity venue.

The licensed area is being offered in an unrenovated state and interested parties will be responsible for all components of the proposed operation and will be required to work within the limitations and current condition of the site.



SCHEDULE 2 – LETTER FROM COUNCIL’S STATUTORY PLANNING COORDINATOR

08 March 2024

Kenton Shue
Property Coordinator , Strategic Property & Revenue , City of Stonnington
311 Glenferrie Road
Malvern VIC 3144

Dear Kenton Shue,

RE: PLANNING ENQUIRY REFERENCE NO.: ENQ51/24
SITE ADDRESS: PRAHRAN TOWN HALL, 170-180 GREVILLE STREET, PRAHRAN VIC 3181

PLANNING INFORMATION REQUEST

I refer to your request received on 23 January 2024 seeking written confirmation of whether a planning permit is required for a place of assembly (digital/ immersive art exhibition) at the above address.

Following an assessment of the information submitted and a search of the planning controls pertaining to the site, it appears the site is located within the Public Use Zone – Local Government, and is affected by the Special Building Overlay – Schedule 2, Incorporated Plan Overlay – Schedule 3, the Development Contributions Plan Overlay. The site is also subject to four Heritage Overlays as detailed below:

- Heritage Overlay 15 (HO15) *Prahran Town Hall* and H203 on the Victorian Heritage Register.
- Heritage Overlay 47 (HO47) *Form Police Station and Court House* and H542 on the Victorian Heritage Register.
- Heritage Overlay 392 (HO392) *Former Prahran Fire Station* and H519 on the Victorian Heritage Register; and
- Heritage Overlay 126 (HO126) *Chapel Street Precinct*.

It is determined that the proposed use would be considered a place of assembly (digital / immersive art exhibition). Pursuant to Clause 36.01-1 (Public Use Zone), a permit is not required for this use if the following conditions are met:

- The use must be for the purpose described in the table to Clause 36.01-6 which corresponds to the notation on the planning scheme map.
- The use must be carried out by or on behalf of the public land manager.

The proposed use will not be carried out by or on behalf of the public land manager and will not be a local government public land use and therefore a planning permit is required under the Public Use Zone.

Pursuant to Clause 43.01-2 and 43.01-3, a heritage place which is included in the Victorian Heritage Register is subject to the requirements of the Heritage Act 2017 and a planning permit is not required to develop a heritage place which is included in the Victorian Heritage Register. Approval must be sought through Heritage Victoria directly.

Only demolition and buildings and works located outside the Victorian Heritage Register affected areas are within Council's local Heritage Overlay, being Heritage Overlay 126 (HO126) *Chapel Street Heritage Precinct*, require a planning permit and an application must be made to the Planning Department at Stonnington Council.

It is noted that the car park area located on the southern side of the site is located within Heritage Overlay 126. Any demolition and the construction of any buildings and works within this area requires a Planning Permit.

Pursuant to Clause 44.05 – Special Building Overlay, there are permit triggers for the construction of buildings and works. It appears as though the proposed works will be located outside of the Special Building Overlay affected area and therefore no planning permit is required under Clause 44.05 of the Stonnington Planning Scheme.

Should the sale and consumption of liquor be proposed on the site, a planning permit is required under Clause 52.27 – Licensed Premises.

A planning permit will also be required for a reduction/ waiver in the statutory car parking provisions pursuant to Clause 52.06.

Please note that this advice is based on the information as submitted and is preliminary in nature. The advice is provided on an informal basis and other issues may arise when a full assessment is undertaken as part of a formal planning permit application.

Should you have any queries, please contact Katherine Petrentsis during business hours on 8290 1189 or kpentrent@stonnington.vic.gov.au.

Yours sincerely,



PHILLIP GUL
Statutory Planning Coordinator

ADDITIONAL ENQUIRY ADVICE

If a Planning Permit is required:

Please lodge your application online via Council's ePlanning lodgement system at www.stonnington.vic.gov.au/eplanning and not emailed to the Planner directly.

You will receive an auto-acknowledgement email summarising your submission. If you do not receive this email or have any difficulty using the ePlanning portal, please contact Planning Support directly on 8290 3329.

Significant Trees

Nothing in this correspondence shall be construed to allow the removal of, damage to or pruning of a significant tree (including the roots) without the further written approval of Council, refer to details below.

Under the Local Law you must obtain a Tree Works Permit before any works (pruning or removal) are undertaken on a tree deemed to be 'significant'. "Significant tree" means a tree or palm:

- a) with a trunk circumference of 140 cm or greater measured at 1.4 m above its base;
- b) with a total circumference of all its trunks of 140 cm or greater measured at 1.4 m above its base;
- c) with a trunk circumference of 180 cm or greater measured at its base; or
- d) with a total circumference of all its trunks of 180 cm or greater measured at its base.

Please contact the Council Arborists on 8290 1180 for further information on tree removal, pruning and protection during construction works.

Additional approvals may be required:

The issue of a Planning Permit cannot be taken as Council acceptance of the following and we advise you to contact the relevant departments as soon as possible to discuss these matters:

Street / Unit numbering

The Valuations Department is responsible for street numbering / addressing. If your application involves new or reallocated street addresses, please contact them directly on 8290 1333 to discuss.

Vehicle Crossing

The Liveability & Compliance Department is responsible for any new or modified vehicle crossing applications and these will be assessed in accordance with Council's Vehicle Crossing Policy. Please contact them directly on 8290 1333 or amenity@stonnington.vic.gov.au to discuss.

Food Premises

The Environmental Health Unit is responsible for registration of all food businesses. If your application involves a food business, please contact them directly on 8209 3393 or health@stonnington.vic.gov.au to discuss.

Footpath Trading

The Liveability & Compliance Department is responsible for footpath trading. If your application involves the use of public footpaths for commercial purposes, please contact them directly on 8290 1333 or amenity@stonnington.vic.gov.au to discuss.

Building Permit

A planning permit does not constitute any authority to carry out any building works or occupy the building or part of the building unless all relevant building permits are obtained. To discuss whether a building permit is required please consult with a Consultant Building Surveyor or contact Council's Building Unit on 8290 3525 or building@stonnington.vic.gov.au to discuss.

SCHEDULE 3 - REGISTRATION FORM

A. PROPONENTS MUST COMPLETE THE FOLLOWING DETAILS:

- 1. **Name (and ACN details if applicable):** _____
- 2. **Registered Office:** _____

- 3. **Postal Address:** _____

- 4. **Nominated Contact Person:** _____
- 5. **Telephone:** _____
- 6. **Email Address:** _____

B. ALIGNMENT WITH COUNCIL’S VISION AND STRATEGIES

- (a) Details of proposed use and creative concept.
- (b) Describe how Proponent’s use of the Licensed Area aligns with Council’s vision and related strategies.

C. EXPERIENCE AND REPUTATION

Details of experience and reputation in operating immersive or experiential attractions.

D. FITOUT OF LICENSED PREMISES

Details of fitout including:

- (a) scope of work;
- (b) indicative costings;
- (c) construction program;
- (d) response to heritage building constraints;
- (e) any planning and building approvals required; and
- (f) indicative timing for completion of fitout.

E. BUSINESS MODEL

Details of business model including:

- (a) operating and marketing plan;

- (b) anticipated visitation numbers and target audiences;
- (c) anticipated economic impact to the Prahran precinct; and
- (d) anticipated creative impact to the Prahran precinct.

F. FINANCIAL CAPACITY

Details of:

- (a) financial plan for provision of the fitout and operation of the business for the term of the Licence; and
- (b) funding sources including written evidence in support of such funding.

G. DEPARTURES FROM KEY LICENCE TERMS

Details of:

- (a) whether it requires the whole or part of the Licensed Area;
- (b) whether it requires a term of 5 years or less for the licence;
- (c) any proposed departures from the high level key terms of licence referred in clause 4.2; and
- (d) reasons for the proposed departures.

H. ACKNOWLEDGMENT AND DECLARATION

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

We declare that we have no actual or potential conflicts of interest in participating in this EOI.

DATED:

2024.

If Proponent is a company:

Executed by **[Insert Company Name]**)
 ACN **[insert]** in accordance with s 127(1))
 of the *Corporations Act 2001*:)

 Signature of Director

 Signature of Director/Company Secretary

 Print full name

 Print full name

If Proponent is an individual

Signed by **[Insert Name]** in the presence)
of:)
)

Signature

Signature of witness