SCOPE OF SERVICES - PROPERTY ACQUISITION AND DISPOSAL

1. **Background**
   1. Security and Estate Group (**SEG**) manages one of the largest real estate portfolios in Australia, with around 400 owned properties including 60 major bases nationally. The Defence estate consists of over three million hectares of land with some 25,000 facilities valued at around $16 billion.
   2. Within SEG, Property Management Branch is accountable for contributing to the Defence estate strategic aim of achieving a fit-for-purpose estate of the right size in the right place that best enables capability and operations. This is delivered by purchasing, divesting or leasing sites in accordance with the Commonwealth Property Management Framework principles, which includes the Commonwealth Property Disposal Policy, as well as the key legislation that interacts with property management, including the:
      1. *Public Governance, Performance and Accountability Act* *2013* (Cth);
      2. *Australian Capital Territory (Planning and Land Management) Act* *1988* (Cth);
      3. *Environment Protection and Biodiversity Conservation Act* *1999* (Cth);
      4. *Lands Acquisition Act* *1989* (Cth);
      5. *Public Works Committee Act* *1969* (Cth); and
      6. *Native Title Act* *1993* (Cth).
   3. The Commonwealth acquires property to accommodate both existing and new capability whilst ensuring that its bases and other relevant installations are protected from residential encroachment. The disposal of property usually occurs as a result of strategic reviews of the Defence estate and the identification of property that is surplus to capability requirements. Defence retains the proceeds from the sale of surplus properties to reinvest in Defence capability.
   4. Property Management Branch requires significant industry involvement in both the strategy development and project management phases of its property acquisition and disposal projects. This may include the engagement of external contractors including: legal advisors, environmental (flora, fauna, contamination) and heritage experts (Indigenous and historic), surveyors, valuers, marketing agencies and other industry advisors to deliver necessary due diligence assessments and reports in preparation for property transactions. These specialist industry skills assist Property Management Branch to identify risks and benefits and the provision of innovative and efficient ways of delivering government projects to achieve Commonwealth value for money outcomes.
   5. As such Property Management Branch requires access to broad ranging commercial real estate expertise and support services to enable the Commonwealth to engage industry in a flexible way depending on the nature and circumstances of an individual acquisition or disposal project or programme requirement. This includes strategic advisory and strategy implementation and project support services, as well as project management and contract administrator services. Assistance from the Consultant may be required for a single phase of a project, such as either in the planning phase or the delivery phase of projects, or may involve leading one or more projects and managing the end-to-end process for achieving the acquisition or disposal outcome, from initiation, planning, execution and control and closure.
   6. Property Management Branch are the core users of this Service Category. However there may be other users of this Service Category, whereby Services may be required to be performed by the Consultant for other Commonwealth users.
   7. For the avoidance of doubt, nothing in this Scope of Services should be read as requiring the provision of legal services. If the Commonwealth requires associated legal advice it will procure these services separately.
   8. Depending on the Commonwealth's strategic direction, acquisition or disposal projects may be offered on a single basis, but in some cases a package or bundle of sites may be offered to the Consultant. To ensure projects risks that may lead to a perceived or actual conflict of interest between and within the services provided by the Consultant is contained at an acceptable level to the Commonwealth, the Commonwealth may impose appropriate segregation of appointment, contracts and service providers in any subject or activity area that requires independent assessment and/or reporting.
2. **Commonwealth Objectives**
   1. The objectives of the Services provided by the Consultant are:
      1. ***For Defence property acquisitions to:***
   2. Achieve a successful acquisition outcome in accordance with applicable legislation (*Lands Acquisition Act 1989, Native Title Act 1993, Public Governance, Performance and Accountability Act 2013*) and Defence’s direction.
   3. Work collaboratively with federal, state and local government stakeholders to achieve whole-of-government objectives.
   4. Undertake a transparent and auditable process to demonstrate value for money for the Commonwealth, and ethical dealings with property vendors.

***(b) For Defence property disposals to:***

1. Achieve a successful divestment outcome in accordance with the Commonwealth Property Disposal Policy and Defence’s approved divestment strategy.
2. Work collaboratively with federal, state and local government stakeholders to achieve whole-of-government objectives
3. Realise the property’s highest and best use to maximise sale proceeds for reinvestment into Defence capability
4. Minimise post sale risks, obligations and liability to the Commonwealth
5. Undertake a transparent and auditable process
6. **Skills and Qualifications**
   1. The Commonwealth requires suitably skilled persons to be offered by the Consultant, matched to the specific needs of the Services.
7. **Services**

**General**

* 1. The Consultant must be able to provide the Services in accordance with the timeframes outlined by the Commonwealth's Representative.
  2. The Consultant must have and maintain for the term of the Engagement an in-depth understanding of all relevant Statutory Requirements and policy frameworks relevant to delivery of the Services, including any relevant applicable Australian and international standards and Commonwealth policy.
  3. The Consultant must provide deliverables as specified for a particular Engagement including reports, papers, reviews and advices.
  4. Deliverables from the Consultant should be applied in an appropriate context to enhance the Commonwealth's decision making, reporting and public consultation.
  5. The Consultant may be required to attend and participate in meetings as specified for a particular Engagement including project team meetings and meetings with stakeholders.
  6. The Consultant may be required to travel to Defence sites or other locations as part of delivering the Services.

**Strategic Property Advice and/or Program/Project Support**

* 1. A Strategic Property Advisor and/or Program/Project Support Provider may be required to develop or refine preferred Commonwealth strategies. These strategies will facilitate the detailed development of scope as well as update and refine information on major investment, revenue and timing for estate detailed program development.
  2. It will facilitate the achievement of the property acquisition or disposal outcome for the Commonwealth. The Consultant may also be utilised to oversee or support the implementation of the strategies through the project delivery stages.
  3. The Consultant is required to provide property and related strategic advice, planning and program/project support services. The scope of an Engagement may include any or all of the following:
     1. Strategic property advice- provide advice to inform strategies that recommend actions for the Commonwealth, including but not limited to:
        1. Local socio-economic analysis and considerations;
        2. Local town planning and State/Commonwealth Government policies;
        3. Regional/local/national strategic market analysis;
        4. Site identification and selection;
        5. Identification and analysis of land encumbrances and constraints;
        6. Analysis of the potential of identified land to fulfil its intended capability purpose;
        7. Tenure options with recommendations to accommodate new Commonwealth requirements;
        8. Heritage and native title issues and requirements;
        9. Environment and work place health and safety (**WHS**);
        10. Valuation/market value/compensation entitlements;
        11. Current zoning and rezoning opportunities;
        12. Alternative usage including subdivision potential;
        13. Value uplift strategies;
        14. Time and approach to market; and
        15. Industry partnership opportunities;
     2. Incorporate strategic legal advice obtained to inform the property strategy and transaction structure options to achieve the outcome;
     3. Provision of commercial negotiation strategy and transaction structure advice including:
        1. Lead negotiation team and activities if required;
        2. Attend negotiations as part of the negotiation team, and/or as a commercial advisor as required; and
        3. Review relevant supporting documents and information and provide technical advice with respect to the transaction structure, and associated risks to the Commonwealth;
     4. Participate (lead or support as required) in the transition planning process for internal (Commonwealth tenants/users) and external (community/impacted public) stakeholders as well as enabling service providers on site;
     5. Provision of public relations, communications and engagement advice and activities:
        1. Work with Commonwealth teams to create the public relations, communications and engagement strategies to support the property transaction outcome. This includes planning, strategy implementation, feedback and reporting, evaluation of campaigns and other engagement activities and demonstrating continuous improvement or industry best practice approaches to achieving a successful property transaction outcome;
        2. Develop clear stakeholder plans and other documents in support of the communication strategies;
        3. Design and develop communication consultation packages tailored for each acquisition/disposal project or project bundle, including factsheets, pamphlets, letterbox drops internal/external visual presentation packs (eg PowerPoint or approved equivalent), website content, media release content and advertising content;
        4. Advise on the following before, during and after public sessions as required, including community issues that could arise during sessions, best press media to be utilised to advertise the sessions best location to conduct sessions, including appropriate amenities and proximity to the site/electorate more broadly and liaise with venues and other stakeholders as required, should the Project team require assistance in the planning phase;
        5. Work with Commonwealth teams to develop tailored public information sessions which will enable the Commonwealth to manage public information sessions. If required by the Commonwealth's Representative, provide training/skill development opportunities to improve Commonwealth team members with skills required for public information sessions;
        6. Attend public information sessions in support of the Project Director, providing input as required;
        7. Present at public information sessions as required, in consultation with Project Director;
        8. Undertake a comprehensive review of all media associated with the sale of active disposal sites, including contentious issues that could arise during public information sessions; and
        9. At the conclusion of the Project and/or Engagement Milestone, facilitate or participate in comprehensive lessons learnt activities with relevant stakeholders and implement outcomes as per the agreed assessment/reports;
     6. Strategy implementation/program management advice and support activities;
     7. Undertake project and program management, including maintaining and developing project models and various reports, manage quality assurance, ensuring that all information is aligned and consistent across each property strategy;
     8. Provide program and project management support services with respect to delivering the target outcome. Support services may include all administration functions, business analytics, secretariat, project/program manager or any other function required to support the project outcome;
     9. Business case development and feasibility analysis of options; and
     10. Develop the preferred strategy and supporting plans to inform the PMCA services below.

**Project/Program Management and Contract Administration (PMCA)**

* 1. The Consultant will develop and deliver Property Acquisitions and Property Disposals Plans. These plans will be based on the scope of the Engagement, which will include the approved strategy.
  2. The role also includes providing advice and information to ensure other parties discharge their obligations in relation to the Project and achieve the property transaction outcome.
  3. The Consultant will work within the scope of a Commonwealth approved acquisition/disposal strategy and plan for each defined property transaction. The scope of an Engagement may include any or all of the following:
     1. Prepare a project management plan specifying the scope and cost of the task for Commonwealth approval;
     2. Implement the Commonwealth approved plan by project-managing the property transaction on the Commonwealth's behalf, including planning and reporting for all aspects of the project management lifecycle and requirements;
     3. Prepare submission for approval in accordance with *Lands Acquisition Act* *1989*, and the *Public Governance, Performance and Accountability* *Act 2013*;
     4. Develop or assist the Commonwealth and specialist consultants in the development of ‘Scope of Works’ documents for contractors;
     5. Prepare tender documents and appropriate contracts from the Infrastructure Division’s suite of contracts, specifically but not limited to the General Remediation Contract, Short Form Consultancy Contract and the Medium Works Contract;
     6. Assist or undertake the procurement, followed by the management, co-ordination and administration of consultants and subcontractors including heritage, environmental specialists, site auditors, valuation specialists, marketing agents and any other services required to achieve the outcome. Due consideration to be given to effectively mitigating any potential perceived or actual conflicts of interest within or between service providers.
     7. Manage due diligence activities – including pre-delivery assessments:
        1. Property searches;
        2. Identification and analysis of land encumbrances and constraints;
        3. Heritage and native title issues;
        4. Environment, including contamination aspects;
        5. Valuations;
        6. Current zoning and rezoning;
        7. Town planning, survey and subdivision;
        8. Contract of sale liabilities and requirements/terms of settlement;
        9. Identification and management of any hazards and risks to be disclosed by the Commonwealth regarding the property (including any asset) which concern WHS; and
        10. Certificate of Title/Deposited Plan location or lot confirmation;
     8. Manage the pre-delivery activities - including:
        1. Heritage – heritage management plans (as required);
        2. Environment – conservation/EPBC and contamination aspects;
        3. Valuations;
        4. Zoning and rezoning applications;
        5. Subdivision applications;
        6. Remediation;
        7. Hazards and risk identification and management in or on the property (including any asset) which concern WHS; and
        8. Any other activity required to achieve the property transaction outcome including innovative or value enhancing activities to improve the transaction outcome;
     9. Complete technical review of documents and reports received from specialist consultants or subcontractors and provide advice/recommendations to the Commonwealth as to the impact on achieving the property outcome and recommended response;
     10. Work with the Commonwealth's appointed legal advisors and as appropriate, instruct legal advisors to act on behalf of the Commonwealth as agreed by the Commonwealth's Representative;
     11. Assist or undertake community consultation tasks, including the development of websites, flyers, FAQ sheets and community information presentations, which align with the Stakeholder Management and Communications Plan;
     12. As per Stakeholder Management and Communications Plan, maintain communication with existing tenants where applicable to inform them of progress;
     13. Provide time, cost, quality and risk management advice (including in respect of relevant work health and safety matters and compliance with the WHS Legislation);
     14. Administer and manage work health and safety requirements concerning the Project and the disposal of property in compliance with WHS Legislation by:
         1. Regularly and actively managing, monitoring , reviewing or revising (as necessary) information and records;
         2. Facilitating the exchange, keeping and maintenance of information and records;
         3. Facilitating the consultation, co-operation and co-ordination of all persons who have a WHS duty in relation to the same matter;
         4. Ensuring the Commonwealth's Representative is informed of all matters relating to work health and safety relating to the Project, and that the Commonwealth is kept up to date with all hazards and risks identified concerning the Project and the disposal of the property;
         5. Where any plant, substance or structure is supplied (for the purposes of the WHS Legislation) by the Commonwealth as a component of the disposal, ensure the Commonwealth complies with its obligations as a supplier (as relevant) under the WHS Legislation; and
         6. Instituting systems to obtain regular written assurances from Other Contractors and any subconsultant(s) about their ongoing compliance with the WHS Legislation and provide written assurances to the Commonwealth's Representative;
     15. Regular progress reporting including hazard, risk and issues management action plans and outcomes and the creation and co-ordination of a project risk register;
     16. At the conclusion of each project delivery milestone or as required by the Contract or Project DCAP, facilitate or participate in comprehensive lessons learnt activities with relevant stakeholders and implement outcomes as per the agreed assessment/reports. This includes the development of a lessons learnt report, for submission to the Commonwealth.

1. **Interpretation**
   1. Unless the context otherwise requires, capitalised terms in the Scope of Services or Brief will have the meaning given to them by the Defence Infrastructure Panel 2022-2027 Terms of Engagement, Panel Conditions, Official Order, or the meaning given to them by the Commonwealth as published on the Defence website (<https://www.defence.gov.au/business-industry>), from time to time.