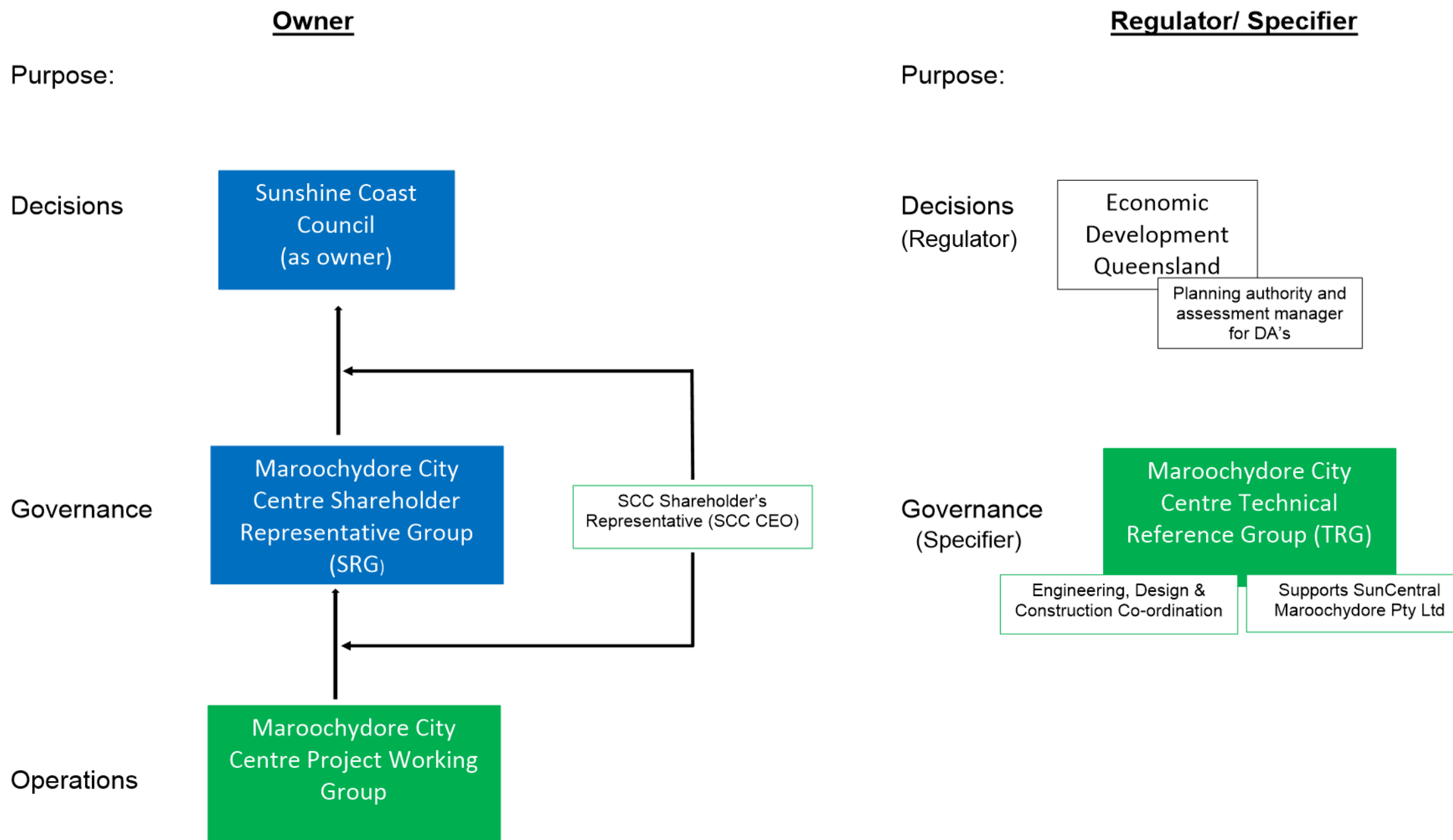
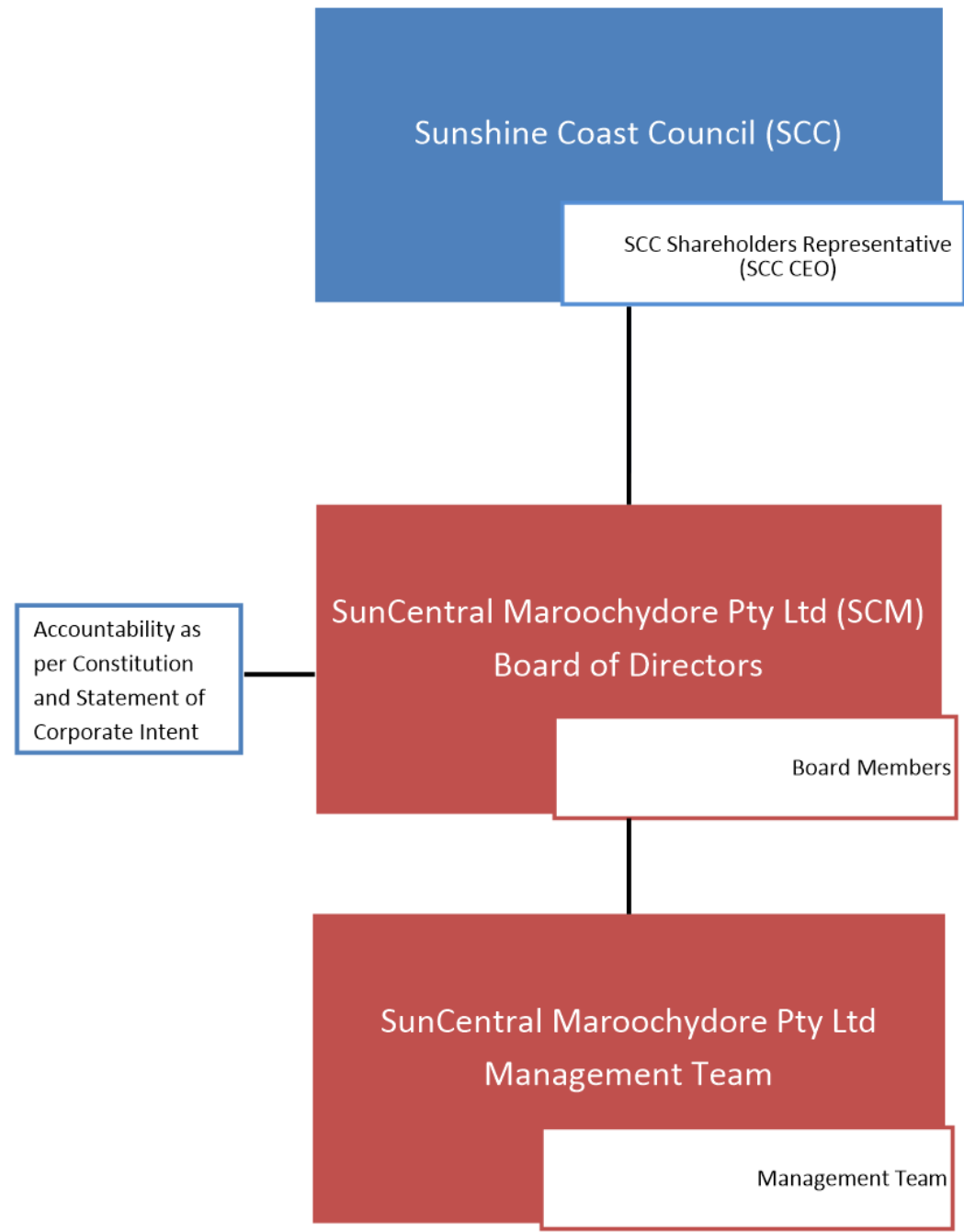


# 1. MAROOCHYDORE CITY CENTRE PROJECT - GOVERNANCE FRAMEWORK



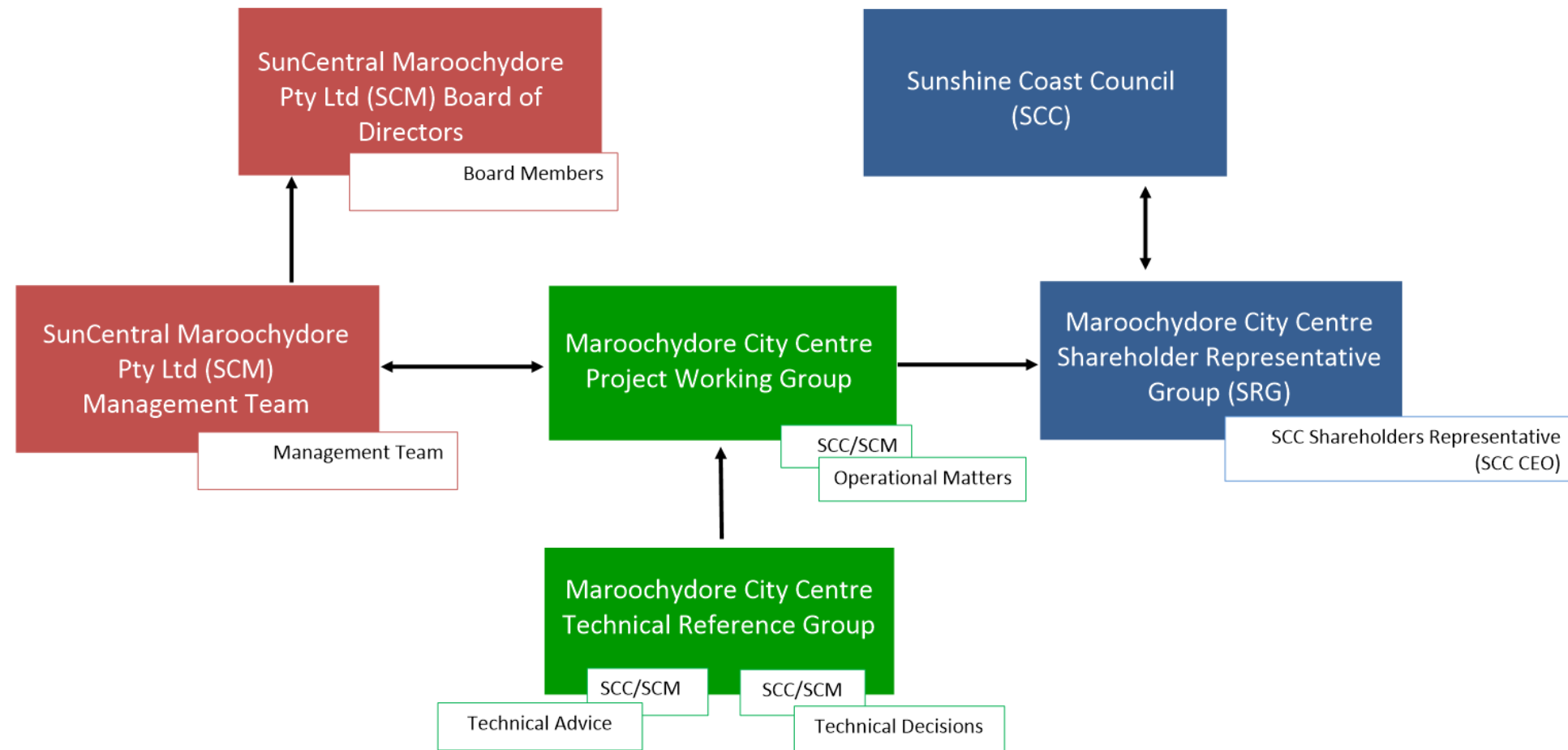
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## 2. MAROOCHYDORE CITY CENTRE PROJECT – CORPORATE STRUCTURE



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### 3. MAROOCHYDORE CITY CENTRE PROJECT – OPERATING STRUCTURE



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## 4. MAROOCHYDORE CITY CENTRE PROJECT – ROLES & RESPONSIBILITIES

### SHAREHOLDER / OWNER

### PROJECT OVERSIGHT & DELIVERY

SUNSHINE COAST COUNCIL (SCC)
<b>KEY ROLE</b>
The key roles of Council in the delivery of the Project are:
<ul style="list-style-type: none"> <li>landowner;</li> <li>regulator with respect to infrastructure charges and rating, roads and public access and waste;</li> <li>Project financier; and</li> <li>developed asset owner (including public realm).</li> </ul>
<b>RESPONSIBILITIES</b>
<ul style="list-style-type: none"> <li>appointment, performance review and replacement of the Board members;</li> <li>review and approval of the Statement of Corporate Intent;</li> <li>endorsing Project strategy;</li> <li>strategic monitoring of the Project and provision of strategic direction;</li> <li>setting the financial, economic, community and environmental parameters for delivery of the Project;</li> <li>endorsing the risk appetite for the Project;</li> <li>approval of Stage Development Plan and Land Disposal Plan;</li> <li>approval of annual budgets for the Company and the Project and review of revenue and expenditure data provided by the Company;</li> <li>through the Council's CEO, approval of contracts for the sale of specific parcels of land in line with the conditions outlined within the Ministerial Exemptions; and</li> <li>monitoring the adequacy and appropriateness of the corporate governance and corporate performance arrangements.</li> </ul>
<b>MEMBERSHIP</b>
<ul style="list-style-type: none"> <li>Elected Members</li> </ul>
<b>MEETING OCCURRENCE</b>
<ul style="list-style-type: none"> <li>Quarterly reporting</li> </ul>

SHAREHOLDER REPRESENTATIVE GROUP (SRG)
<b>KEY ROLE</b>
The key role of the SunCentral Maroochydore Shareholder Representative Group (SRG) is to oversee the interests of the Sunshine Coast Council and its community regarding the expected level of performance of SunCentral Maroochydore Pty Ltd (the Company) in relation to delivering and managing Council's landholding in the Maroochydore City Centre project (MCC) in accordance with the Statement of Corporate Intent.
The SRG is the primary vehicle to be used by the Company to obtain feedback and direction in relation to matters impacting the MCC Project.
<b>RESPONSIBILITIES</b>
Act as Sunshine Coast Council's representative to:
<ul style="list-style-type: none"> <li>oversee the Company's activities in the interests of the Council and the community;</li> <li>monitor compliance by the Company with this Statement of Corporate Intent;</li> <li>provide advice and recommendations to the Company and to the Council;</li> <li>consider advice from, and provides direction to, the Technical Reference Group;</li> <li>oversee the awarding of Development Services Contracts with the Company;</li> <li>recommend to the Council:                             <ul style="list-style-type: none"> <li>Stage Development Plans;</li> <li>Land Disposal Plans; and</li> <li>any planning instruments for lodgement to the MEDQ.</li> </ul> </li> </ul>
<b>SCC MEMBERSHIP</b>
<ul style="list-style-type: none"> <li>Portfolio Councillor – Region Making Projects – Mayor Mark Jamieson (Chair)</li> <li>Portfolio Councillor – Corporate Strategy and Finance – Councillor Tim Dwyer</li> <li>Portfolio Councillor – Economic Development and Innovation – Councillor Stephen Robinson</li> <li>Divisional Councillor – Councillor John Connolly</li> <li>Chief Executive Officer – (Shareholder Representative)</li> <li>Portfolio Director Major Projects – (Secretariat and Shareholder Representative delegate)</li> <li>Chief Of Staff – (Corporate and Councillor Engagement)</li> <li>Chief Financial Officer – (Financial)</li> <li>Project Accountant – (Technical Working Group Co-Chair)</li> </ul>
<b>SCM MEMBERSHIP</b>
<ul style="list-style-type: none"> <li>Board Members (at least one in attendance at each SRG Meeting)</li> <li>Chief Executive Officer</li> <li>Project Director (as required)</li> </ul>
<b>MEETING OCCURRENCE</b>
<ul style="list-style-type: none"> <li>Quarterly reporting</li> </ul>

SUNCENTRAL MAROOCHYDORE PTY LTD BOARD
<b>KEY ROLE</b>
<ul style="list-style-type: none"> <li>Ensure the company's prosperity by independently directing the company's affairs and meeting the interests of the shareholder</li> <li>To ensure that the vision and objectives are achieved as set out in Statement of Corporate Intent.</li> </ul>
<b>RESPONSIBILITIES</b>
The Board is responsible and accountable to the Council as shareholder for the management, strategy, governance and performance of the Company. The functions of the Board include:
<ul style="list-style-type: none"> <li>achievement of the objectives, as outlined in the Statement of Corporate Intent;</li> <li>approve corporate strategy and project risk appetite</li> <li>review and approval of corporate strategies, the annual budget and financial plans;</li> <li>monitoring organisational and financial performance;</li> <li>delegation to, appointment and assessment of the performance of, the Company's CEO in accordance with the performance framework agreed with the Council;</li> <li>ensuring good governance, financial viability and statutory compliance of the Company; and</li> <li>keeping the Shareholder well informed of the Project's progress.</li> </ul>
<b>MEMBERSHIP</b>
<ul style="list-style-type: none"> <li>Independent board members possessing requisite skillsets appointed by the shareholder</li> <li>Chairperson appointed by Council</li> </ul>
<b>MEETING OCCURRENCE</b>
<ul style="list-style-type: none"> <li>Eight times per year</li> <li>AGM – once yearly</li> </ul>

SUNCENTRAL MAROOCHYDORE PTY LTD MANAGEMENT TEAM
<b>KEY ROLE</b>
<ul style="list-style-type: none"> <li>Manage and administer development management services</li> <li>Achieve an appropriate balance between commercial and non-commercial functions</li> <li>Facilitate development of the Priority Development Area to:                             <ul style="list-style-type: none"> <li>Attract investment and the sale of land on a commercial basis</li> <li>Aid the establishment of a 21st century regional city centre</li> <li>Create an identifiable city heart for the wider Sunshine Coast</li> <li>Deliver land to accommodate community and civic facilities</li> <li>Enable delivery of key infrastructure</li> <li>Provide a catalyst for economic development</li> </ul> </li> </ul>
<b>RESPONSIBILITIES</b>
The objectives of the Company for the Project are:
<ul style="list-style-type: none"> <li>stage and deliver the development in accordance with the approved Stage Development Plan and schedule;</li> <li>dispose of the land in accordance with the approved Land Disposal Plan;</li> <li>manage the sale of land on behalf of the Council in accordance with the approved sales plan and approved budget;</li> <li>effectively promote and market land in the Project in accordance with the detailed Investment Attraction Strategy within an investment framework approved by the Council;</li> <li>efficiently manage and maintain the balance (unsold) Council land within the MCC Priority Development Area (PDA);</li> <li>as required supervise the design, and construction of public realm works and assets</li> <li>ensure the community is kept well informed of the project progress; and</li> <li>provide an appropriate balance of commercial, retail and non-commercial development in accordance with the MCC PDA Development Scheme and the associated Precinct Plans.</li> </ul>
<b>MEMBERSHIP</b>
<ul style="list-style-type: none"> <li>CEO</li> <li>Project Director</li> <li>Development Managers</li> <li>Other project staff and contractors as required</li> </ul>
<b>MEETING OCCURRENCE</b>
<ul style="list-style-type: none"> <li>As required</li> </ul>

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## 5. MAROOCHYDORE CITY CENTRE PROJECT – ROLES & RESPONSIBILITIES

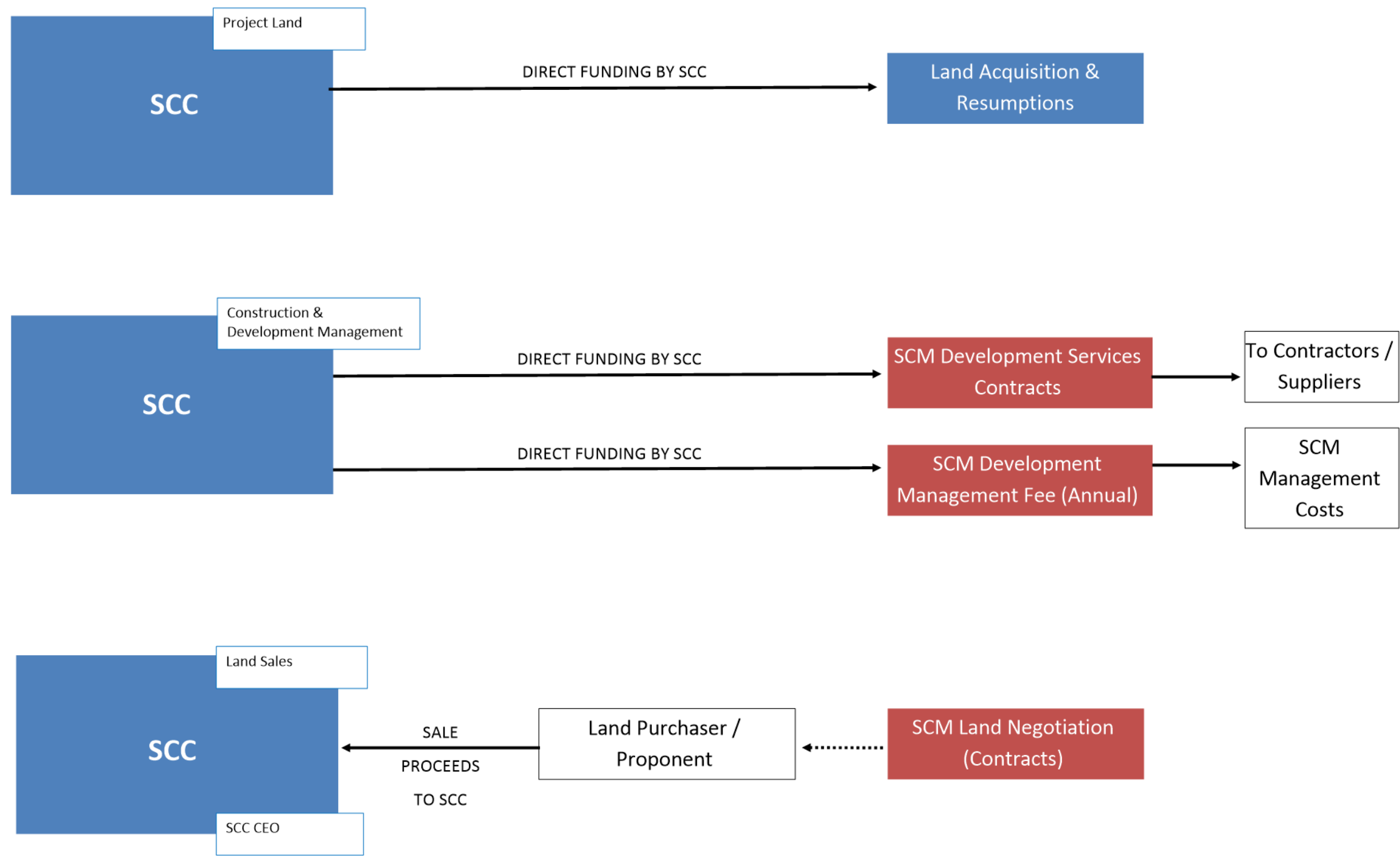
### OPERATIONAL AND TECHNICAL ADVICE

MAROOCHYDORE CITY CENTRE PROJECT WORKING GROUP
<p><b>KEY ROLE</b></p> <p>The key role of the Maroochydore City Centre Project Working Group (PWG) is to manage the day to day operational matters of the Project that require clarity, feedback, transparency, guidance and expertise for both entities (SunCentral Maroochydore Pty Ltd and Sunshine Coast Council).</p>
<p><b>RESPONSIBILITIES</b></p> <p>The PWG has been established to supplement and streamline the quarterly Shareholder Representative Group (SRG) meetings. The purpose of the meetings are to provide guidance and advice on operational, governance, planning, financial, commercial, contractual and project delivery matters as they arise to assist SCM in the delivery of the MCC project and keep SCC informed of project matters on a timely basis.</p> <p>Additional resources are invited to participate in PWG meetings from time to time where specialist skills/expertise or specific matters need consideration and resolution.</p> <p>Areas of PWG focus will be in relation to:</p> <ul style="list-style-type: none"> <li>• Governance</li> <li>• Risk</li> <li>• Development proposals and associated conditions</li> <li>• Financial matters</li> <li>• Commercialisation of the Project</li> <li>• Staging and delivery</li> <li>• Sunshine Coast Council matters which may impact the Project</li> <li>• Infrastructure Agreement delivery obligations</li> <li>• Media announcements and events</li> <li>• Precinct Planning outcomes</li> </ul>
<p><b>MEMBERSHIP</b></p> <ul style="list-style-type: none"> <li>• Sunshine Coast Council - Portfolio Director Major Projects (Chair)</li> <li>• Sunshine Coast Council - Project Accountant (Secretariat)</li> <li>• SunCentral Maroochydore Pty Ltd - Chief Executive Officer</li> <li>• SunCentral Maroochydore Pty Ltd - Project Director</li> </ul>
<p><b>MEETING OCCURRENCE</b></p> <ul style="list-style-type: none"> <li>• Monthly or as needed</li> </ul>

MAROOCHYDORE CITY CENTRE TECHNICAL REFERENCE GROUP	
<p><b>KEY ROLE</b></p> <p>The key role of the TRG is to provide a forum for the Sunshine Coast Council staff to engage with the SunCentral Maroochydore Pty Ltd (SCM) development team to provide technical advice to SCM in the development management of the Maroochydore City Centre PDA area in line with Council's Corporate Plan Strategies.</p>	<p><b>MEMBERSHIP</b></p> <p>Council core participants are:</p> <ul style="list-style-type: none"> <li>• Group Executive (Liveability and Natural Assets) and Co-Chair</li> <li>• Project Accountant (Office of the CEO) and Co-Chair</li> <li>• Program Director Urban Growth (Liveability and Natural Assets)</li> <li>• Project Manager Urban Growth Projects (Liveability and Natural Assets)</li> <li>• Principal Engineer Urban Growth Projects (Liveability and Natural Assets)</li> <li>• Manager Waste and Resource Management (Customer Engagement and Planning Services)</li> </ul> <p>SunCentral Maroochydore core participants are:</p> <ul style="list-style-type: none"> <li>• Project Director</li> <li>• Development Manager</li> </ul> <p>Secretariat</p> <ul style="list-style-type: none"> <li>• Urban Growth Projects (Liveability and Natural Assets)</li> </ul>
<p><b>RESPONSIBILITIES</b></p> <p>The TRG is to recommend to the delegated Council officer, design details covering all aspects of the public realm development within the Maroochydore City Centre PDA area. The TRG Co-Chairs will efficiently involve key staff across Council as necessary as part of the approval process including Council's asset custodians as the future owner of all public realm assets that are created through the development (i.e. similar to the operational works process within Council's Planning Scheme for development).</p> <p>Areas of TRG focus will be a technical advisory group in relation to:</p> <ul style="list-style-type: none"> <li>• Road and traffic engineering configuration and design details;</li> <li>• Urban design treatments;</li> <li>• Park development and design;</li> <li>• Lighting, and electrical systems;</li> <li>• Public realm architectural and landscape features including public art proposals;</li> <li>• Community facilities to be situated in the public realm;</li> <li>• Input into design specifications for expert consultancies to report on identified project elements, and assistance in reviewing reports and concepts arising out of the consultancies including the preparation of lower order Precinct Plans and supporting documentation for submission to the approval agency (EDQ).</li> <li>• Ensure that specialist technical input from SCC is provided to SCM's development team in alignment with Council's Corporate Plan and Strategies.</li> <li>• Ensure alignment and influence the direction of the project with all other work undertaken by Council.</li> <li>• Appraise SCM of relevant processes or strategies under review where the review may impact on the project.</li> <li>• Offer constructive technical input with a focus on achieving outcomes consistent with Council's vision, project programme and project budget.</li> <li>• Ensure designs for public realm infrastructure as submitted by SCM for endorsement and Council officer approval, as per adopted policies/plans.</li> <li>• Ensure appropriate processes are established to assist in construction auditing and handover of fit for purpose public realm infrastructure for the project on compliance with the adopted Operational Plan.</li> <li>• Undertake reviews of agreements and technical standards as necessary to ensure project learnings and improvements are incorporated to achieve best practise infrastructure outcomes for SCC and the community.</li> </ul>	<p><b>MEETING OCCURRENCE</b></p> <ul style="list-style-type: none"> <li>• Quarterly</li> </ul>

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## 6. MAROOCHYDORE CITY CENTRE PROJECT – PROJECT FUNDING



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