

Government Information (Public Access) Act 2009 (GIPA Act)

Compass SAHF 1 (Initial contract): Explanatory Table of Redactions and Inclusions – Services Agreement

| Item | Contract clause (and general description) and information redacted | Published in 2019 Reasons(s) for redaction under GIPA Act | Suggested to be redacted in 2023 Reason(s) for redaction under GIPA | CMT 2 Comments |
|------|--|--|---|----------------|
| 1. | Part A – Interpretation and Project parameters. Definitions | (section 32(1)(d)) – a copy of a contract, a provision of a contract or any other information in relation to a contract that is of such a nature that its inclusion in a record would result in there being an overriding public interest against disclosure of the record Treasury also recommended to redact certain definitions | (section 32(1)(d)) – a copy of a contract, a provision of a contract or any other information in relation to a contract that is of such a nature that its inclusion in a record would result in there being an overriding public interest against disclosure of the record REDACTED the liability cap percentage figure in ‘ default termination event ’ definition | |
| 2. | 2. General Rules of Interpretation Clause 2.10 FACS’ executive rights, duties and functions Clause 2.13 Indexation; Clause 2.14 Cost of carrying out obligations Clause 2.22 Waiver | (section 32(1)(d)) | There is no reason to redact these clauses 2.10; 2:13, 2:14 and 2:22 at this time. | |
| 3. | Part B – Service Package Commencement Clause 3.5 Model Output schedule Clause 4 Term | (section 32(1)(d)) | There is no reason to redact this information Clause 3.5 and Clause 4 . Any references to the Commercial Close financial model in these clauses contain no detail of the model. | |
| 4. | Part C – General Obligations Clause 5.3 All Risks Clause 13 Credit Support | (section 32(1)(d)) Commercially sensitive information (section 32 (1)(a)) | No reason identified to redact this information clause 5.3 . REDACTED Clause 13 A contractors financing arrangements are ‘commercial- | |

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| | | | in-confidence provisions' (GIPA Act Sch 4 (1)) | |
| 5. | Part E – Service Delivery Phase Obligations Clause 18.2 Work Health and Safety Clause 19 Private Housing Clause 20 Reviewable Services Clause 20.1 Reviewable Services schedule Clause 20.2 Preparation for repricing Clause 20.3 Request for offer to reprice Clause 20.8 Appointment to payment | (section 32(1)(d)) | Clauses 18.2, 19, 20, 20.1, 20.2, 20.3 and 20.8 to be disclosed | |
| 6. | Part F – Payment provisions Clause 21 Payments, adjustments and taxes | (section 32(1)(d)) | To be disclosed | |
| 7. | Part H – Change in Circumstances Clause 23.7 Entitlement to costs Clause 24.5 Payment Clause 26.1 Modification request by FACS Clause 26.2 Estimate of cost of Change Notice Clause 26.3 Modification Proposal Clause 26.4 Payment for Change Notice prepared by ServiceCo Clause 26.8 Modifications proposed by ServiceCo 27.2 Good faith negotiations | (section 32(1)(d)) | Clauses 23.7, 24.5, 26.1, 26.2, 26.3, 26.4, 27.2: to be disclosed Clause 26.8 REDACTED (section 32(1)(d)) [same as SAHF 2] | |

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| 8. | Part I – Risk, indemnity and Insurance Clause 29A Limitation of Liability Clause 29A.1 Limitation of Liability Clause 29A.2 Exceptions Clause 29A.3 Increase in Liability Cap Clause 30 Insurance | Commercially sensitive information (section 32 (1)(a)) (section 32(1)(d)) (section 32(1)(d)) (section 32(1)(d)) (section 32(1)(d)) | Clause 29A.1 REDACTED Liability Cap dollar amount Clause 29A.3 REDACTED percentage figure Details of the liability terms proposed to be accepted by this contractor might place the contractor at a substantial commercial disadvantage. This information falls within paragraph (e) of the definition of commercial-in-confidence provisions. All other clauses published. | |
| 9. | Part J – Default, Termination and Disputes Clause 31.6 Major default regarding a Reviewable Service Clause 32.2 Voluntary Termination Clause 33.1(b) Partial Termination Clause 37.6 Costs | (section 32(1)(d)) (section 32(1)(d)) (section 32(1)(d)) Commercially sensitive information (section 32 (1)(a)) (section 32(1)(d)) | Clause 31.6, 33.1 (b) and 37.6 to be disclosed Clause 32.2 (b) REDACTED as it may place the contractor at a substantial commercial disadvantage if disclosed. | |
| 10. | Part K Corporate Obligations Clause 41.(ii) D Clause 44.1 Clause 44.2 Status of Financial Model Clause 44.3 Varying the Financial Model Clause 44.4 Principles for variations to the Financial Model Clause 44.5 Procedures for variations to the Financial Model | (section 32(1)(d)) (section 32(1)(d)) (section 32(1)(d)) Commercially sensitive information (section 32 (1)(a)) | Clause 41. (ii) D to be disclosed Clause 44.1 to be disclosed Clauses 44.2, 44.4 and 44.5 to be disclosed as they do not disclose any aspects of the Financial model itself. Clause 44.3 REDACTED commercial-in-confidence Clauses 44.4, 44.5, 47.5, 49.6 to be | Agree |

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| | Clause 47.5 Disclosure by FACS under GIPA Act Clause 49.6 Power of Attorney | (section 32(1)(d)) | disclosed | |

Schedules and Annexures (Compass)

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| 11. | Schedule 1 – Contract Particulars | (section 32(1)(d)) | <p>Part 1: Name and work contact details of DCJ staff are not ‘personal information’ if the information reveals nothing more than the fact the person was engaged in the exercise of a public function. DCJ staff names remain, Compass details REDACTED</p> <p>Parts 6, 7, 9: email addresses and telephone numbers REDACTED as they are ‘personal information’. No basis to redact the business names and addresses.</p> <p>Part 13: Key Planning approvals REDACTED</p> <p>Part 16: REDACTED as per Part 1</p> | |
| 12. | Schedule 2 Conditions Precedent | (section 32(1)(d)) | To be disclosed | |
| 13. | Schedule 3 Payment Schedule | Commercially sensitive information (section 32 (1)(a)) | <p>Commercially sensitive information (section 32 (1)(a)) – percentages REDACTED</p> <p>Annexure A: REDACTED</p> | |
| 14. | Schedule 4 Indexes | Commercially sensitive information | Percentages REDACTED Commercially | |

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| | | (section 32 (1)(a)) | sensitive information (Section 32 (1)(a)) | |
| 15. | Schedule 5 Change Compensation Principles | Commercially sensitive information (section 32 (1)(a)) | Commercially sensitive information (section 32 (1)(a)) REDACTIONS throughout the document | |
| 16. | Schedule 6 Termination Payment Schedule | Commercially sensitive information (section 32 (1)(a)) | To be disclosed | |
| 17. | Schedule 7 Site Integration Maps | (section 32(1)(d)) | REDACTED in full – schedule includes details of site location and building details | |
| 18. | Schedule 8 Service Readiness Schedule | (section 32(1)(d)) | To be disclosed | |
| 19. | Schedule 9 Review Procedures | (section 32(1)(d)) | To be disclosed | |
| 20. | Schedule 10 Insurance Schedule | Commercially sensitive information (section 32 (1)(a)) | REDACT specific figures Commercially sensitive information (section 32 (1)(a)) | |
| 21. | Schedule 11 Commercially Sensitive Information Schedule | (section 32(1)(d)) | REDACT IN FULL (section 32(1)(d)) | |
| 22. | Schedule 12 Finance documents Schedule | Commercially sensitive information (section 32 (1)(a)) | Not used | |
| 23. | Schedule 13 Equity Documents | Not Used | Not Used | |
| 24. | Schedule 14 Ownership schedule | (section 32(1)(d)) | REDACT IN FULL Commercially sensitive information (section 32 (1)(D)) | |
| 25 | Schedule 15 Programming requirements | (section 32(1)(d)) | To be disclosed | |
| 26 | Schedule 16 Delivery Phase Plans and Reports Schedule | (section 32(1)(d)) | To be disclosed | |

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| 27 | Schedule 17 Service Delivery Phase Plans Schedule | (section 32(1)(d)) | To be disclosed | |
| 28 | Schedule 18 Services Specification | Commercially sensitive information (section 32 (1)(a)) | REDACTED Commercially sensitive information (section 32 (1)(a)) – social/affordable tenancy mix percentage | |
| 29 | Schedule 19 Expert Determination Agreement | (section 32(1)(d)) | To be disclosed | |
| 30 | Schedule 20 Option to Lease | (section 32(1)(d)) | REDACTED figures (section 32(1)(d)) | |
| 31 | Schedule 21 Subcontract Side Deed | Commercially sensitive information (section 32 (1)(a)) | REDACTED email and name of the Compass representative personal information (section 32 (1)(a)) | |
| 32 | Schedule 22 Option to Lease | Not Used | REDACTED 2.3, 2.4 and 2.5 Schedules and site names (section 32(1)(d)) | |
| 33 | Schedule 23 Dispute Avoidance Board Agreement | (section 32(1)(d)) | REDACTED – DAB member details only (section 32(1)(d)) | |
| 34 | Schedule 24 Delivery Phase Milestones | (section 32(1)(d)) | REDACT IN FULL – Schedules and site names (section 32(1)(d)) | |
| 35 | Schedule 25 Dwelling Schedule | (section 32(1)(d)) | REDACT in full Commercially sensitive information (section 32(1)(d)) | |
| 36 | Schedule 26 Head Lease Side Deed | Not Used | REDACTED email and name of the Compass representative personal information (section 32 (1)(a)) | |
| 37 | Schedule 27 Asset Lease Side Deed | Not Used | REDACTED figures (section 32(1)(d)) | |

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| 38 | Schedule 28 Termination Bond | (section 32(1)(d)) | To be disclosed | |
| 39 | Annexure A Delivery Plan | (section 32(1)(d)) | REDACT in full (section 32(1)(d)) | |
| 40 | Annexure A1.1 Delivery Phase Health and Safety Management plan | (section 32(1)(d)) | REDACTED description of works only (section 32(1)(d)) | |
| 41 | Annexure A1.2 Services Delivery Phase Health and Safety Management Plan | (section 32(1)(d)) | To be disclosed | |