

CITY OF COCKBURN

SUMMARY OF MINUTES OF SPECIAL COUNCIL MEETING HELD ON THURSDAY, 4 APRIL 2013 AT 6:00 PM

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CITY OF COCKBURN

MINUTES OF SPECIAL COUNCIL MEETING HELD ON THURSDAY, 4 APRIL 2013 AT 6:00 PM

PRESENT:

ELECTED MEMBERS

Mr L Howlett	-	Mayor (Presiding Member)
Mr K Allen	-	Deputy Mayor
Mr Y Mubarakai	-	Councillor
Mr S Portelli	-	Councillor
Ms L Smith	-	Councillor
Mrs C Reeve-Fowkes	-	Councillor
Mr T Romano	-	Councillor
Mr S Pratt	-	Councillor
Mr B Houwen	-	Councillor

IN ATTENDANCE

Mr S. Cain	-	Chief Executive Officer
Mr R. Avard	-	Acting Director, Administration & Community Services
Mr S. Downing	-	Director, Finance & Corporate Services
Mr M. Littleton	-	Director, Engineering & Works
Mr D. Arndt	-	Director, Planning & Development
Ms S. Seymour-Eyles	-	Manager Corporate Communications

1. DECLARATION OF MEETING

Presiding Member declared the meeting open at 6.02pm.

2. APPOINTMENT OF PRESIDING MEMBER (If required)

Not applicable.

3. DISCLAIMER (To be read aloud by Presiding Member)

Members of the public, who attend Council Meetings, should not act immediately on anything they hear at the Meetings, without first seeking clarification of Council's position. Persons are advised to wait for written advice from the Council prior to taking action on any matter that they may have before Council.



4. ACKNOWLEDGEMENT OF RECEIPT OF WRITTEN DECLARATIONS OF FINANCIAL INTERESTS AND CONFLICT OF INTEREST (by Presiding Member)

Nil

5 (SCM 4/4/2013) - APOLOGIES & LEAVE OF ABSENCE

➤ Clr Val Oliver - Apology

6. PUBLIC QUESTION TIME

Nil

7 (SCM 4/4/2013) - DECLARATION BY COUNCILLORS WHO HAVE NOT GIVEN DUE CONSIDERATION TO MATTERS CONTAINED IN THE BUSINESS

DEPUTY MAYOR KEVIN ALLEN AND CLR LEE-ANNE SMITH DECLARED THEY HAD NOT HAD SUFFICIENT TIME TO GIVE DUE CONSIDERATION TO THE ITEM AND LEFT THE MEETING AT 6.06PM.

8 (SCM 4/4/2013) - PURPOSE OF MEETING

The purpose of the meeting is to consider the Business Plan and Independent Review of the Business Plan for the Regional Aquatic and Recreation Community Facility at Cockburn Central West, to enable the Business Plan to be advertised for public comment.

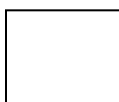
9. COUNCIL MATTERS

9.1 (MINUTE NO 5010) (SCM 4/4/2013) - REGIONAL AQUATIC AND RECREATION COMMUNITY FACILITY (RARCF) - BUSINESS PLAN (154/006) (S DOWNING) (ATTACH)

RECOMMENDATION

That Council

- (1) advertise the Business Plan for the Regional Aquatic and Recreation Community Facility in partnership with the Fremantle Football Club Limited and Curtin University in accordance with section 3.59 (4) of the Local Government Act 1995; and
- (2) call for public submissions from interested parties on the Business Plan; and prepare a report on public submissions on the Business Plan to be presented to the July 2013 Ordinary Council Meeting.



COUNCIL DECISION

MOVED Clr T Romano SECONDED Clr S Pratt that the recommendation be adopted.

CARRIED 7/0

Background

At the February 2013 Ordinary Council Meeting the advertising of the Business Plan for the Regional Aquatic and Recreation Centre at Cockburn Central West was deferred as per the following Council resolution:

That Council defer the item and as part of the ongoing due diligence process Council seek an opinion from an external prominent accounting firm on the business assumptions contained within the Business Plan and other factors not contained in the current Business Plan that are deemed relevant, and the long term viability of the facility and future imposts on the city of Cockburn ratepayers; and

1. *The result of the independent review of the Business Plan be presented to a meeting of the Cockburn Central West Reference Group as soon as the report is available.*
2. *The terms of reference of the review be presented to the Cockburn Central West Reference Group before the appointment of the external firm is made.*

The Cockburn Central West Reference Group met on the 21 February 2013 to consider and accept the following Terms of Reference:

1. Land - The project seeks to locate the facility in a development known as 'Cockburn Central West'. This land is owned by the WAPC and will be transferred to Landcorp for development. The City has sought a management order over 2.5 Ha of this site. This part of the review is to analyse and test the assumptions regarding the land development proposal.

Source data provided: MOU with Landcorp, land transaction arrangement with the WAPC (being presented to their March meeting); draft Structure Plan proposals

2. Review the assumptions behind the proposed capital costs as to their reasonableness, based on current concept and design for the RARCF.



Source data provided: Proposed development concept prepared by Cox Howlett Architects; QS estimate prepared by WT Partnership; City of Cockburn DCA 13 Schedule of projects; and City of Cockburn draft Long Term Financial Plan capital forecast

3. Review the assumptions behind the proposed income projections as to their reasonableness.

Source data provided: patronage forecasts prepared by Coffey Sports and Leisure; patronage review undertaken by City of Cockburn Recreation Dept; fee structure review proposal prepared by City of Cockburn;

4. Review the assumptions behind the proposed operating expenditure as to their reasonableness.

Source data provided: staffing proposal prepared by City of Cockburn Recreation Dept; ESD framework prepared by external consultant

5. Review the building cost contingencies and escalations allowed for in the capital costs

Source data provided: QS estimate

6. Review the recommended proposal for facility depreciation and the impact this has on the level of operating subsidy.
7. Review of any risk issues associated with construction and operating the RARCF that have not been included in the Business Plan

Source data provided: Local Government Financial Regulations concerning asset accounting and City of Cockburn financial modelling.

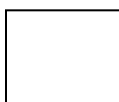
8. Review of the Risk Management outcomes, analysing risks and treatments identified for the project.

Source data provided: City of Cockburn Risk Management framework.

9. Review of Marketing Plan.

Source data provided: City of Cockburn draft plan.

10. Review of any risk issues associated with construction and operating the RARCF that have not been included in the Business Plan.



The Reference Group also supported the appointment of Davis Langdon Aecom as the lead consultant to review the non-financial aspects of the Business Plan whilst KPMG was appointed through Davis Langdon Aecom to review the financial aspects of the Business Plan.

As further background information, the Council has held two prior Special Council Meetings to consider aspects of the proposed facility at Cockburn Central West. The dates of the meetings were 20 September 2012 and 5 December 2012. Below is a summary of the reports submitted to the meetings presenting further background information on the proposed facility.

The provision of community infrastructure for recreational, education and sporting purposes is one of the primary responsibilities of Local Government. This outcome is one of the key themes in the City's Strategic Plan 2012 – 2022:

Infrastructure - Provide community and civic infrastructure. That creates and maintains sporting, educational, social facilities, waste and other civic requirements for our community.

The need for community infrastructure is based on the analysis of demographic data, such as age profiles and catchment population, transport network modelling and a comprehensive needs analysis process. At a strategic level, the City's infrastructure plan is articulated through the Plan for the District.

Following upgrade works to the existing aquatic centre; the South Lake Leisure Centre in 2005, the 2006 version of the Plan for the District 2006 - 2016 identified the requirement for more substantive restoration of this facility. A review of the land tenure arrangements and other aspects of this location subsequently suggested that a replacement facility would be a better investment for the City. The 2008 version of the Plan for the District 2008 - 2018 identified that a new centre should be built, preferably in Cockburn Central, as this was the most central and accessible location in the District.

The former version of this plan - Plan for the District 2010 – 2020 and now the Community Strategic Plan 2012 – 2022 endorsed this view and commenced the process for scoping of the facility, while previous estimates of need and expenditure had been based on simply replicating the facilities at South Lake.

Second, the Fremantle Football Club (FFC) had also commenced a review of its facility's needs and was examining alternative sites for its Elite Athlete Training and Administration Centre. This work was being done in conjunction with the University of Notre Dame, with the



potential to look at a joint development. These aspects were of appeal to the City for the following reasons:

- An integrated facility could have the potential for providing a greater range of facilities in the complex for residents;
- Development of tertiary education facilities in the City was another of the *Strategic Plan 2006 – 2016* goals; and
- There would be a stronger case for external funding from the State and Federal Government under the integrated model.

The City has therefore pursued two approaches to this project:

1. Development of a Regional Aquatic and Recreation Facility on a stand-alone basis; and
2. Development of an Integrated Regional Aquatic and Recreation Facility with the FFC and a Tertiary Education Institute.

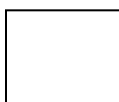
Council's adopted Plan for the District 2006 - 2016 identified the requirement for a new aquatic and recreation facility to replace South Lake Leisure Centre. The location of the new facility has been planned to be within the Cockburn Central West (CCW) precinct as this would assist in the creation of a major development hub centrally located within the City.

The Fremantle Football Club (FFC), as part of a due diligence process to investigate alternative options to a Fremantle Oval redevelopment, identified the Cockburn Central site as an option. The Club entered discussions with the City to investigate the opportunity to integrate the Club's future facilities into the City's aquatic and recreation facility at CCW. A Memorandum of Understanding (MoU) was signed by the City with the FFC and the University of Notre Dame to explore the option of developing an integrated recreation, elite sport and education precinct on the site. The University of Notre Dame has since withdrawn its interest in proceeding with a joint development on the site.

The City has outlined a design concept for the aquatic and recreation component of the facility based on extensive community and stakeholder consultation with this concept being endorsed by the Council as the 'base build' design at the Special Council Meeting held on 20 September, 2012.

Further to the adoption of the 'base build' as part of the City's requirements, Council also resolved to;

Continue discussions and planning for the project under the Integrated Concept; combining the new Regional Aquatic and Recreation Community Facility, the Fremantle Football Club's Elite Athlete and Administration Centre and a component for a Tertiary Education Institute on the basis that each party will be



responsible for its capital and operating costs for inclusion in a Heads of Agreement for consideration by Council.

In accordance with this resolution, the City and the FFC have worked together to develop concept plans and a cost estimate for an integrated facility proposed at the Cockburn Central West site. Cox Howlett and Bailey Woodland were contracted by both parties to prepare a master plan report and concept designs for an integrated facility.

The concept includes the City's 'base build' requirements for an aquatic and recreation facility as option 1 and the inclusion of the FFC's training and administration facilities, space for a tertiary education institute and a potential function centre as option 2. The concept designs and report acknowledges the CCW site and the proposed development for the precinct in reference to the draft structure plan and background studies that have been completed to date. The report outlines the key relationships between the major components of the proposed site development and how they will drive community engagement.

Development of an integrated facility of this nature would allow the City to submit a much stronger case for Federal and State Government funding that otherwise may not be substantiated if presented as a stand-alone facility. The innovation and combination of community, elite sports and education coming together puts any submission for funding in a strong position, when compared to other stand-alone facilities seeking funding from the same pool. Feedback from users of the centre and community sporting associations was indicating that this would not be an inadequate outcome.

Whilst the planning of the new aquatic and recreation facility was due to commence in 2013/14 FY, two major factors have influenced the advancement of this process. First, Landcorp on behalf of the West Australian Panning Commission (WAPC), the land owner, has commenced the structure planning for the area colloquially known as 'Cockburn Central West' (CCW). This is the precinct that the new recreation and aquatic centre was proposed to be located. If the City was going to secure an adequate area for its facilities there was a requirement for the scope of the facilities to be documented and justified.

A copy of the full reports submitted to the Special Council Meetings is attached for additional background information.

Submission

N/A



Report

The proposed development of the Facility at Cockburn Central West is a partnership between the City of Cockburn, Fremantle Football Club and Curtin University. The project once completed would deliver state-of-the-art aquatic, recreation, education and elite training facilities to the region, servicing a catchment population area of over 200,000 people. The broad scope of the project will deliver three pools, six court stadium, hydrotherapy pool and recovery area, gym and group fitness, retail and café, ovals, crèche, allied health and receptions plus FFC elite training and administration facilities and education facilities for Curtin University.

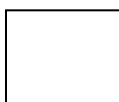
The overall capital cost of the facility has been estimated at \$107M excluding any capital requirements from Curtin University. A principle of the integrated development is that each party will be responsible to fund its own facilities and not subsidise the other party. Notwithstanding this, an integrated approach means the project has much stronger funding opportunities through State and Federal grants. The partners will be seeking to source 30% of funding from State and Federal grants with applications already being presented and reviewed by government.

The Business Plan for the proposed integrated facility examines and tests a number of income and expenditure scenarios and provides realistic assumptions on the performance of the facility from a whole of a life cycle perspective. The business plan will outline the proposed project management model and facility management structure required to deliver the project along with a risk assessment. One of the key aims financially is to ensure the subsidy for the proposed facility is similar to that already applied to the South Lake Leisure Centre and therefore a number of strategies have been explored to achieve this.

Section 3.59 of the Local Government Act (a copy of the section is included in Appendix 1) refers to the preparation of Business Plan for a Major Trading Undertaking or Major Land Transaction. As the trading undertaking associated with the construction of the Cockburn Central West facility will exceed the prescribed limits imposed by Regulation 7 and 9 of the Local Government (Functions and General) Regulations 1996, (a copy of the regulations is included in Appendix 1) it is required of Council to prepare a Business Plan.

Business Plan Objectives

1. Provide the Community and Stakeholders with an overview of the proposed project being undertaken by the City of Cockburn
2. Demonstrate Council's ability to deliver the project and maintain a financially sustainable on the capital and recurrent fiscal account
3. Demonstrate Council's compliance with Section 3.59(3) of the Local Government Act 1995.



4. Provide the opportunity for public comment on the proposed project and Business Plan

Once the Council has considered the Business Plan, the Council is required to advertise the Business Plan, calling for submissions. If any submissions are received, the local government is to consider any submissions made and may or may not decide to proceed with the undertaking or transaction as proposed. For the proposal to proceed in accordance with the Business Plan an absolute majority vote of Council is required.

Project Objectives for the Regional Aquatic and Recreation Community Facility (RARCF)

1. To deliver a state of the art aquatic and recreation facility to meet the current and future needs of the City of Cockburn community and the broader region;
2. To work in partnership with the Fremantle Football Club and Curtin University to develop an integrated facility;
3. To work in partnership with the Fremantle Football Club to strengthen the opportunity in seeking State and Federal Government funding; and;
4. To provide a facility that is long term financially sustainable for the City to manage.

The attached Business Plan is split into nine sections as follows:

1. Background
2. Building the RARCF – land and building issues around the construction of RARCF
3. Funding the RARCF – How the City will fund the construction of the RARCF
4. Operating the RARCF – How the City will operate the RARCF with assumptions
5. Impact on City of Cockburn and other Capital Projects
6. Risk Management Issues – How the City will manage the identified risk issues
7. Residual Issues – What to do with the current facility at South Lakes
8. Conclusions
9. Public Comments on the Business Plan.

Response to the Independent Review

The above recommendation has resulted in the commissioning of the attached Davis Langdon Aecom and KPMG report. The report has resulted in the following differences in the financial modelling between the City and the reviewers. This is summarised by the following comments on the noted differences. The other areas of the business plan financial modelling were deemed immaterial/similar.



Key financial issues

The key areas where the City and the Independent Review are similar are in the following areas:

Income

Kiosk, Swim School, Other revenues and income from the Fremantle Football Club (although this is still subject to a contract of agreement being reached between the City and the FFC).

Expenditure

Staff related costs (non-salary), sports activities, kiosk costs, insurance, overheads and ABC costs (excluding depreciation), minor equipment depreciation, phone and printing and other costs. These costs account for 25% of the operating cost budget.

Capital cost of the overall facility

Both the City and Independent Review concur on a similar amount for the capital cost of the facility at \$80m although there are some items that move up and down when compared with the cost provided by the firm of quantity surveyors of the current design.

The key areas where the City and the Independent Review are dissimilar are in the following areas:

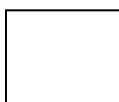
Sports arenas/Highcourt Facilities

The business plan presented an uplift in income in the financial modelling of 150% over the current facility at South Lake Leisure Centre. The initial basis behind the assumption was the increase in the number of courts from two to six. In fact the SLLC facility is only available for part of the time due to a prior arrangement with the school next door which effectively limits access to weekends and nights.

In addition, four court facilities at other leisure centres surveyed by the City earn income in excess of \$0.8M from their four courts. The financial model for six courts has \$0.97m. This amount appears reasonable.

Income - Pools

The business plan presented an uplift in the financial modelling of 75% because of the increase in the number of pools to be constructed. This uplift has been reduced from 75% to 50%. The impact in year 1 is a reduction in income of \$0.17m.



Income - Gym and fitness centre

The business plan presented an uplift in income in the financial modelling of 15% because of the increase in the size of the facility moving from 750 sq.m. to over 1,500 sq.m.. The increase in 15% appears to be too low as size of the facility appears to correlate directly with income. Although doubling the size of the gym and fitness centre will not attract a doubling of the revenue a more appropriate increase is 25% to 35%. This uplift has been increased from 15% to 25%. The impact in year 1 is an increase in income of \$0.10m.

Income - Patrons and attendance

The footfall provided by the Coffey Report indicated around 638,000 to 700,000 patrons annually. The Independent Review has commented that these numbers are well within reach due to location and offer of RARCF@CCW. Given that each patron would be budgeted to spend \$7.00 to \$7.50 per visit the additional footfall patronage could potentially add \$0.7m to \$1.1m annually to the revenue model.

Aquatic centres have the “reputation” for losing money, yet in a review of the modern facilities in the Perth metropolitan area a number of the larger facilities at Stirling, Joondalup, Melville make return a cash surplus (that is before the impact of depreciation). This facility at CCW will be in the same league as the ones noted above.

Expenditure - Payroll and staff numbers

The business plan presented has a work force of 45 full time equivalent staff to operate the facility. The business plan was based on a similar facility recently opened in Victoria with similar array of facilities on offer to the public. The Review believes this number of FTE's is short by approximately 7 FTE staff. The Review was advised that a number of the staff originally recommended were seen as excessive and were trimmed. These include:

- Functions and Bookings Officer – CCW will have no functions centre
- Customer Service Leader – CCW will have a co-ordinator to handle this role
- Member Relations Officer – There is a co-ordinator and Membership sales officer to handle this role
- Assistant Fitness Coordinator – CCW will have Health and Fitness co-ordinator and Group Fitness Supervisor to handle this role
- The staff for the retail/café facility are being reviewed due to the nature of the new facility

At no stage does the health and safety aspect of the facility come into question nor does the actual service being offered. As the facility in Victoria discovered that as patron numbers exceeded targets and



additional revenue was booked, staff numbers were increased to meet the demand. This would occur at CCW.

The additional staff noted above if employed would cost \$0.4M in 2015/16 dollars.

Expenditure - Power costs

The power cost is very much dependent on a number of factors, including design, quantum of the facilities (number of pools for example) and the impact of ESD (environmental sustainability design initiatives). The business plan allows for \$0.25M for power based on a consumption pattern of between 1.7M KwHrs and 2.5M KwHrs. Based on relevant rates this would be around \$0.25m to \$0.35m pa. This is based on a number of similar facilities but all older and with no specific design for energy sustainability. The impact of ESD investment would seek to save between 13% to 20% in power consumption.

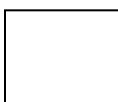
Depreciation

Both the City and the Independent Review concur on a similar quantum for depreciation.

Interest costs

As part of the funding of RARCF@CCW, the City is to allocate \$25M of the overall \$76M to be collected from developer contributions over the next nineteen years. As this pool of funds is to be expended within the next three years, there will be a need to pre-fund the \$25M by way of a long term borrowing program from the WATC. Collection of DCP funds will repay the loan but the municipal fund will be required to fund the interest component. Based on current interest rates, interest will be \$8.5M over a fifteen year loan.

The interest cost has not specifically been included in the cost of running the RARCF@CCW but rather included in the overall cost structure of Council as part of the Long Term Financial Plan. The reason why interest is not included is due to the overall aim of the DCP plan, in that 50% of the cost of the scheduled DCP infrastructure has to be pre-funded. The reason being is that the infrastructure is to be constructed over a ten year period whereas the DCP Plan funds are collected over twenty years. It would be patently unfair that one community project that has a revenue stream be allocated an interest cost expense whereas 90% of the prescribed projects have no revenue stream are allocated no interest cost for prefunding. In reality the two largest prescribed projects (Success Library and Community Facilities and Coogee Beach Surf Club and Community Facility) to date received pre-funding totalling \$9.38M but no interest cost has been allocated against the cost as both have no overt revenue streams to Council.



Conclusion

The Business Plan presented to Council and the Independent Review concurs on a range of income and expenditure items including the overall capital cost of the “as proposed” RARCF@CCW. There are also a number of areas where there is a difference being, income for the Sports Stadium/Highcourt facility, Swimming Pools and Gym/Fitness Centre. In addition, a number of expenditure areas also vary such as staff numbers and power costs.

Strategic Plan/Policy Implications

Infrastructure

- Community facilities that meet the diverse needs of the community now and into the future.

A Prosperous City

- Sustainable development that ensures Cockburn Central becomes a Strategic Regional Centre.

Budget/Financial Implications

A detailed report on the funding and construction of the Regional Aquatic and Recreation Community Facility is included in the Business Plan attached to this report.

Legal Implications

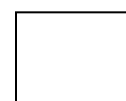
A detailed report on the funding and construction of the Regional Aquatic and Recreation Community Facility is included in the Business Plan attached to this report.

Community Consultation

The Business Plan is to advertise in the West Australian newspaper, the Cockburn Gazette, the Cockburn Herald, placed on the Council’s website (highlighted on the front page), and placed in the Council’s three libraries and a notice on the public notice board of Council. The Council will call for public submissions and will provide a minimum six week comment period.

Attachment(s)

1. Business Plan for the Regional Aquatic and Recreation Community Facility at Cockburn Central West.
2. Review of the Business Plan by Davis Langdon Aecom and KPMG.
3. Extract of Minutes of the Special Council Meeting – 20/9/2012.
4. Extract of Minutes of the Special Council Meeting – 5/12/2012.



Advice to Proponent(s)/Submissioners

N/A

Implications of Section 3.18(3) Local Government Act, 1995

Nil.

DEPUTY MAYOR KEVIN ALLEN AND CLR LEE-ANNE SMITH RETURNED TO THE MEETING, THE TIME BEING 6.22PM. THE PRESIDING MEMBER ADVISED DEPUTY MAYOR ALLEN AND CLR SMITH OF THE DECISION OF COUNCIL IN THEIR ABSENCE.

10. (MINUTE NO 5011) (SCM 4/4/2013) - RESOLUTION OF COMPLIANCE (SECTION 3.18(3), LOCAL GOVERNMENT ACT 1995)

RECOMMENDATION

That Council is satisfied that resolutions carried at this Meeting and applicable to items concerning Council provided services and facilities, are:-

- (1) integrated and co-ordinated, so far as practicable, with any provided by the Commonwealth, the State or any public body;
- (2) not duplicated, to an extent Council considers inappropriate, services or facilities as provided by the Commonwealth, the State or any other body or person, whether public or private; and
- (3) managed efficiently and effectively.

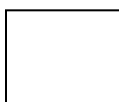
COUNCIL DECISION

MOVED Clr C Reeve-Fowkes SECONDED Clr S Pratt that the recommendation be adopted.

CARRIED 9/0

11 (SCM 4/4/2013) - CLOSURE OF MEETING

MEETING CLOSED AT 6.23PM



CONFIRMATION OF MINUTES

I, (Presiding Member) declare that these minutes have been confirmed as a true and accurate record of the meeting.

Signed: Date:/...../.....

