



Item No: 19.1

File No: 18.20.2.22

Date: 17 August 2020

Attachment: A, B

Meeting:	Council
Title:	Strategic Property Project – Smith & Fuller EOI Evaluation Panel
Responsible Manager:	Business Analyst (Property & Contracts), Scott Reardon
Author:	Business Analyst (Property & Contracts), Scott Reardon
Key Pillar:	Strategic Framework – Key Pillar 4 – Assets – Continue to provide for and maintain a good standard of assets and public infrastructure
Key Focus Area:	Financial Guiding Principle 4 – Robust and transparent allocation and prioritisation of resources
Type of Report:	Decision Required

Pursuant to Section 83(5) of the *Local Government Act 1999*, the Chief Executive Officer indicates that the matter contained in this report may, if the Council so determines, be considered in confidence pursuant to Section 90(2) of the *Local Government Act 1999* on the basis that the information contained in the attached report is information of the nature specified in subsections 90(3)(k) of the Act that is associated with a planned tender process for 39 Smith Street and 42-44 Fuller Street (**Site**), which will result in the redevelopment of a Council asset for the provisions of professional services and/or supply of goods.

Recommendation (Public)

Pursuant to s90 (3) (k)

Pursuant to section 90(2) of the *Local Government Act 1999* the Council orders that all members of the public except, Chief Executive Officer Kiki Cristol, Group Manager Asset & Infrastructure Ben Clark, Group Manager Planning, Environment & Regulatory Services Andreea Caddy, , Group Manager Customer Experience Danielle Garvey, Manager Community Development & Engagement Fiona Deckert, Communications Officer Sarah Spencer, Business Analyst (Property & Contracts) Scott Reardon and Council Secretariat Vanessa Davidson, be excluded from attendance at the meeting for Agenda Item 19.1 Strategic Property Project – Smith & Fuller EOI Evaluation Panel.

The Council is satisfied that, pursuant to section 90(3)(k) of the Act, the information to be received, discussed or considered in relation to this Agenda Item is associated with the planned tender process for the site, which will result in the redevelopment of a Council asset for the provisions of professional services and/or supply of goods.

The Council is satisfied that the principle that the meeting be conducted in a place open to the public has been outweighed in the circumstances because the information to be disclosed and discussed has the potential to impact adversely and/or compromise the tender process.

Recommendation (Confidential)

- 1. That Council receives and notes the Strategic Property Project – Smith & Fuller EOI Evaluation Panel report;
- 2. That Council invites the following shortlisted candidates to be interviewed for the Strategic Property Project – Smith & Fuller EOI Evaluation Panel:
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- 3. That the following Members of Council be appointed to the Strategic Property Project – Smith & Fuller EOI Evaluation Interview Panel along with the Business Analyst (Property & Contracts) Officer, Scott Reardon:
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- 4. That following the interview process, a further report be presented to Council, with a recommendation from the Strategic Property Project – Smith & Fuller EOI Evaluation Interview Panel, outlining the preferred two (2) candidates to be appointed to the EOI Evaluation Panel.
- 5. That Council sets a meeting fee of \$350 per independent member per session as payment for Evaluation Panel Members, with the expectation that three (3) Tender review sessions will be held in the 2021 calendar year.
- 6. Following step 4 above, once all candidates have formally accepted Council’s invitation to be appointed to the Strategic Property Project – Smith & Fuller EOI Evaluation Panel, Administration hold a workshop with the nominated panel members in order to provide them with all necessary preliminary information.

Recommendation (Public)

Pursuant to s.91(7)

That having considered Agenda Item 19.1 Strategic Property Project – Smith & Fuller EOI Evaluation Panel in confidence under section 90(2) and (3)(k) of the *Local Government Act 1999*, the Council, pursuant to section 91(7) of the Act orders that the documents and/or minutes relative to this Agenda Item be retained in confidence for a period of 18 months or until the matter has been finalised excepting that Council authorises the release of the minutes to substantive party/parties to enable enactment of the resolution and that pursuant to Section 91(9)(c) of the *Local Government Act 1999* the Council delegates to the Chief Executive Officer the power to review and revoke this Order.

and

That Council resolves to end its confidential deliberations pursuant to Section 90(2) of the *Local Government Act 1999* and re-admit the public.



Summary

At their Ordinary Meeting of 16 March 2020 Council directed Administration to establish an Evaluation Panel Terms of Reference and Evaluation Matrix for the purpose of assessing any/all submissions received from a future Expressions of Interest for the Smith Street and Fuller Street sites.

At the same meeting Council resolved to appoint the Independent Members of the Town of Walkersville's Audit Committee to the Strategic Property Project – Smith & Fuller EOI Evaluation Panel (**Evaluation Panel**). Administration extended Council's invitation to said members, all of who expressed their interest in accepting a position on the Evaluation Panel.

Following this, acknowledging that the Evaluation Panel numbers may be too contracted for the scope of the project, at their Ordinary Meeting of 18 May 2020 Council resolved to increase the number of persons appointed to the Evaluation Panel from three (3) to five (5), then subsequently directed Administration to compile a shortlist of potential industry candidates for the remaining two (2) panel positions.

The shortlist of proposed candidates is now presented for Council's consideration.

Background

At their Ordinary Meeting of 16 March 2020 Council subsequently resolved:

CNC306/19-20

1. *That Council instructs Administration to undertake an Open Expression of Interest (EOI) Tender process in line with Council's Procurement Policy, to seek out parties who may have an interest in entering into a long –term lease over the whole or part of Certificates of Title 5651/912 (Fuller Street 1), 5274/ 937 (Fuller Street 2), 5796/887 (Fuller Street Works Depot), 5728/637 (Smith Street 1) and 5838/95 (Smith Street 2) for the purpose of investing in and redeveloping the site / building for the benefits of the community.*
2. *That Council establish an Evaluation Panel, made of three (3) Independent Audit Committee Members, subject to their acceptance, with the appropriate Administrative support, to oversee the Tender Evaluation process listed in point 1 above and provide recommendations to Council at the conclusion of the process.*
3. *That an Elected Member Informal Gathering be held in order to provide guidance to Administration in the development of the Evaluation Panel Terms of reference and Evaluation Matrix , prior to Council's consideration and endorsement of same*
4. *Council officially advises the current Lessee of Certificates of Title 5728/637 (Smith Street 1) and 5838/95 (Smith Street 2) that the end of the lease term (viz 31 December 2020) Council does not propose to offer a renewal or extension of the existing lease, which does not preclude the existing Lessee from participating in the EOI Tender.*
5. *That Council instructs Administration to prepare a letter to the Town of Walkerville residents outlining the process and timing that will be undertaken with respect to the EOI tender and the reasons behind its decision.*

It should be noted that Resolution **CNC306/19-20** (No.2) was superseded by Council at their Ordinary Meeting of 18 May 2020, where Council Resolved to increase the number of Evaluation Panel members from three (3) to five (5):

CNC421/19-20

1. *That Council increases the number of persons appointed to the Smith St & Fuller St Expressions of Interest Evaluation Panel from three (3) to five (5).*
2. *That Administration compile a list of suitably qualified potential candidates who hold knowledge of and experience in the following areas:*
 - *Property Development;*
 - *Accounting;*

- *Property Law;*
 - *Planning/Development/Design/Place-making*
3. *That a subsequent report outlining the list of potential candidates be returned to Council at a future meeting.*

At their Ordinary Meeting of 20 July 2020, Council resolved to adopt the Strategic Property Expression of Interest Evaluation Panel Terms of Reference and Evaluation Matrix based on the following:

CNC7/20-21

That Council endorses the draft proposed Evaluation Matrix appearing as Attachment A to this report and the Expressions of Interest Evaluation Panel Terms of Reference, appearing as Attachment B to this report subject to the following amendments:

- *Clause 2.2 add the words 'includes an evaluation' and include the evaluation matrix as an outcome.*
- *Add clause 6.1.1.5 insert the words 'present to Council a completed evaluation matrix'.*

Discussion/Issues for Consideration

Audit Committee Members

At their Ordinary Meeting of 16 March 2020 Council resolved (**CNC306/19-20**) to establish an Evaluation Panel to assist with the assessment of any/all future tender submissions as received as part of the pending EOI. Council initially resolved to appoint three (3) members of the Audit Committee and on 19 March 2020 Administration extended Council's invitation to the existing independent members of the Audit Committee to which Mr Greg Connor, Ms Corinne Garret and Mr David Hitchcock indicated their interest.

It should be noted that Mr Greg Connor and Ms Corinne Garret's term on the Town of Walkerville's Audit Committee is due to expire in November 2020. As such, based on the proposed times lines outlined in the Terms of Reference (appearing as Attachment A to this report) a subsequent invitation may be required to offer to any incoming independent members to the Audit Committee a position on the Evaluation Panel.

Proposed Candidates

Following Council's subsequent resolution (**CNC421/19-20**) on 18 May 2020, the number of persons appointed to the Smith Street & Fuller Street Expressions of Interest Evaluation Panel was increased from three (3) to five (5). As part of this resolution Council directed Administration to compile a list of suitably qualified potential candidates who held knowledge of and experience in either Property Development; Accounting; Property Law; and/or Planning/ Development/ Design/place making.

Following a process of investigation and preliminary shortlisting, Administration now puts forward the following four (4) names of suitably qualified potential candidates to fill the vacant two (2) evaluation panel positions:

1. Dimitty Andersen¹ - Architecture, Urban Designer and Master Planning

Ms Andersen is a Director at Grieve Gillett Anderson; an award-winning architectural, interior design, heritage and urban design practice based in Adelaide, and lecturer at both the University of Adelaide and the University of South Australia. Ms Andersen has extensive experience in both the design and delivery of public, commercial, and residential architecture as well as Strategic Facility and Site Planning.

¹ <https://www.ggand.com.au/dimitty-andersen>

2. Douglas Alexander² - Architecture, Planning, Development and Conservation

Mr Alexander is a Director Flightpath; an Adelaide based architecture, heritage and conservation firm which specialises in:

- civic, public and educational buildings;
- adaptive re-use;
- master planning; and
- heritage consultancy.³

He has significant experience in public buildings, education, community housing, heritage, sports, commercial, entertainment and private residential.

3. Mabel Tan⁴ - Property Law

Currently a Principal at Norman Waterhouse Lawyers (Adelaide), Ms Tan has over 20 years' experience in commercial and property law matters, and specialises in:

- procurement, goods and services agreements, unsolicited bids and procedures;
- construction and project management agreements;
- leasing, licensing, joint use and management agreements for recreational and sporting centres; and
- confidentiality and funding agreements,

4. Richard Angove – Strategic Property Development / Consultant

Mr Angove is senior property executive with extensive experience strategic project delivery across South Australia, Victoria and the Northern Territory. With a demonstrated history as Major Project Coordinator in both the Private and Public Sector (including the South Australian Department of Premier and Cabinet), Mr Angoves was also the Executive Director for the Property Council of Australia (South Australian Division).

Options for Consideration

Option 1

1. That Council receives and notes the Strategic Property Project – Smith & Fuller EOI Evaluation Panel report;
2. That Council invites the following shortlisted candidates to be interviewed for the Strategic Property Project – Smith & Fuller EOI Evaluation Panel:
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3. That the following Members of Council be appointed to the Strategic Property Project – Smith & Fuller EOI Evaluation Interview Panel along with the Business Analyst (Property & Contracts) Officer, Scott Reardon:
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² <https://www.flightpatharchitects.com.au/douglas-alexander>

³ <https://www.flightpatharchitects.com.au/awards>

⁴ <https://www.normans.com.au/people/mabel-tam>

4. That following the interview process, a further report be presented to Council, with a recommendation from the Strategic Property Project – Smith & Fuller EOI Evaluation Interview Panel, outlining the preferred two (2) candidates to be appointed to the EOI Evaluation Panel.
5. That Council sets a meeting fee of \$350 per independent member per session as payment for Evaluation Panel Members, with the expectation that three (3) Tender review sessions will be held in the 2021 calendar year.
6. Following step 4 above, once all candidates have formally accepted Council's invitation to be appointed to the Strategic Property Project – Smith & Fuller EOI Evaluation Panel, Administration hold a workshop with the nominated panel members in order to provide them with all necessary preliminary information.

Option 2

That Council provides the following additional name, and/or makes the following alternate amendments or recommendations:

- _____

Analysis of Options

Option 1

Option 1 delivers an outcome that will provide increased oversight and scrutiny during the Tender evaluation process.

Option 2

Dependent on the nature of Option 2, this option may prove inconsistent with Procurement practices.

Financial Implications

Should Council endorse and adopt the proposed \$350 meeting fees, this will result in a financial implication of \$1,750 per meeting for the five (5) appointed independent Evaluation Panel members. While currently unbudgeted for the 2020/21 financial year, it is highly likely that this cost may be absorbed by savings in other operational areas, failing this, the costs will be identified as part of the budget review process.

Community Implications

There are no foreseen community implications associated with this report.

Regional Implications

There are no foreseen regional implications associated with this report.

Governance Implications

The proposed recommendations are consistent with the aims of Council's Procurement Policy framework and provide increased oversight and scrutiny during the Tender evaluation process, thus aligning with the Community's expectation of transparency and good governance. They are also consistent with Councils resolutions of 16 March 2020 and 18 May 2020.

Preferred Option & Reasoning

Option 1 is the preferred option on the basis that it will provide increased oversight and scrutiny of the Tender evaluation process.

Attachments

Attachment A	Evaluation Panel Terms of Reference
Attachment B	Community Benefit Evaluation Matrix



Terms of Reference

The Corporation of the Town of Walkerville Strategic Property Expression of Interest Evaluation Panel – Smith & Fuller Street Site

1. Background

- 1.1. The Corporation of the Town of Walkerville (**Council**) is the registered proprietor of the whole of land contained within Certificates of Title 5651/912 (**Fuller 1**), 5274/937 (**Fuller 2**), 5796/887 (**Depot**), 5728/637 (**Smith 1**) and 5838/95 (**Smith 2**) (*“entirety of the land”*) as well as all buildings, structures and fixtures thereon; as outlined in Annexure A
- 1.2. Council continues to be dedicated to providing services for the community but has considered the redevelopment of the entirety of the land as being necessary for a number of years; in order to provide for greater community access, engagement and use, and to also address the capital and structural decline of the existing building(s) on the land.
- 1.3. Council wishes to explore various design solutions for a redevelopment of the land (noting that some may incorporate a commercial component on a part or parts of the land) and as such seeks to undertake an open Expressions of Interest Tender process to seek out parties whom may have an interest in entering into a long-term lease over the entirety or part(s) of the land for the purpose of potentially investing in and redeveloping the site/building for the benefit of the community.
- 1.4. It should be noted that Council has resolved not to sell the land, but instead will maintain the land for the community in the future.
- 1.5. Council instead intends to offer either a long-term lease for the entirety of the land or leases for individual portions of the land; depending on the appropriateness of options and overall benefit to the community.

2. Role of the Evaluation Panel

- 2.1. The Corporation of the Town of Walkerville’s Strategic Property Expressions of Interest Evaluation Panel (**Evaluation Panel / Panel**) is established by Council Resolution CNC306/19-20.
- 2.2. The purpose of the Panel is to oversee the Expressions of Interest Tender evaluation process, review and evaluate all submissions received during the process, and provide all relevant and necessary advice and recommendations to Council both throughout the process and upon its conclusion.

3. Authority

- 3.1. The Evaluation Panel has no authority to act independently of Council. The Panel is authorised by Council to undertake work to efficiently and effectively meet the

ATTACHMENT A

objectives described by its role and terms of reference.

4. Delegations

4.1. The Evaluation Panel will have no standing delegations. If required for a specific purpose, delegation will be sought from Council at the time or where appropriate, through the Chief Executive Officer's delegation.

5. Meetings and Communication

5.1. The Evaluation Panel will meet at appropriate times following the closure of the Expressions of Interest Tender, and as additional business needs arise or as decided by Council from time to time.

6. Terms of Reference

6.1. Evaluation and Reporting

6.1.1. In accordance with Council's Procurement Policy and Evaluation Matrix(s), and in conjunction with Council Administration (**Administration**), the Evaluation Panel's role is to:

6.1.1.1. review any/all submissions received in order to provide recommendations to the Council on the varying use options for the Smith and Fuller Streets sites;

6.1.1.2. make recommendations to the Council regarding the financial ratios, financial targets and level of debt that may impact the Long Term Financial Plan;

6.1.1.3. provide commentary and advice on the financial sustainability of each option to Council, as well as any related risks;

6.1.1.4. make recommendations to the Council regarding any other significant financial, accounting and reporting issues as identified by the Panel.

6.1.1.5. present to Council an evaluation report outlining the Panel's recommendation, as well as completed evaluation matrix for each assessed EOI submission.

6.2. Council have resolved that the evaluation process will consist of a two (2) stage assessment process, the first being Council's standard Confirming Tender Evaluation.

6.3. The second stage assessment process is to be based on the following criteria:

Market Dynamics	How does the proposal compare to existing facilities and/or offerings in the area?
Whole of Land	What portions of land will be utilised by the proposal?
Multiuise Offering (Land Use)	Does the proposal intend to benefit a single user groups/organisation, multiple user groups/organisations, or will the site be multi-purpose accommodating numerous individual user groups/organisation?
Community Benefit (Social Demographics)	Does the proposal target a single social demographic, multiple demographics, or will the offering provide wide spread inclusivity the greater community?

ATTACHMENT A

Lease Term	What is the proposed Term of Lease?
Proponent / Council Investment	What will the level of Council investment be during the any redevelopment?
Financial Return to Council	What will the financial return to Council be?

Market Dynamics	1	Duplicate	Is the offering an exact like-for-like duplicate of something already offered within the Township? (example: Cricket Club, Pre-Kindy, Football Club etc).
	2	Similar	Is the offering similar to something already offered within the Township? (example: Childcare Centre, other mainstream Sporting/Community Clubs/Services)
	3	Variation	Is the offering similar to but a unique variation of something already offered within the Township? (example: non-mainstream Sporting/Community Clubs/Services (eg. Squash, Go-Karting, Rock Climbing etc) or other Community/Recreation facilities.
<i>Weighting: 10.00%</i>	4	Unique	Is the proposed a totally unique offering to the Township? (example: Theatre, Public Swimming Pool, Indoor Recreation Facility, Health Facility/Consulting Rooms etc)

Whole of Land	1	Building	Will the offering only propose to redevelop the existing building(s) on the land?
	2	Portions	Will the offering propose to only redevelop portions of the entirety of the land?
	3	Large Portion	Will the offering propose to redevelop significant portions of the entirety of the land?
<i>Weighting: 12.50%</i>	4	Whole	Will the offering propose to redevelop the entirety of the land?

Multiuise Offering (Land Use)	1	Single User	Will the proposed offering benefit only one (1) specific user group/tenant? (example: Sporting/Community Club/Group, OR Health Care Provider etc).
	2	Limited Users	Will the proposed offering benefit only one (1) specific user group/tenant but permits limited community access and use through hire/fee-for-service?
	3	Multi-Users	Will the proposed offering benefit multiple user groups/tenants under the one space? (example: Sporting/Community Club/Group, AND Health Care Provider etc).
<i>Weighting: 10.00%</i>	4	Multi-Purpose/User	Will the proposed offering benefit multiple user groups/tenants under the one space, while also allowing community access and use of the land? (example: Sporting/Community Club/Group, AND Health Care Provider (or similar) plus general community access and use through hire/fee-for-service AND/OR recreational use of the land etc).

Community Benefit (Social Demographics)	1	Single Demographic	Will the offering only provide benefit for one (1) specific social demographic? (a single Age/Gender/Race OR Sporting/Community specific group etc). (example: Childcare Centre, "Over 50s Club", Football Club etc)
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ATTACHMENT A

	2	Limited Demographics	Will the offering only provide benefit for a limited number of specific social demographic? (a limited combination of Age/Gender/Race OR Sporting/Community specific group etc). (example: Aged Health and Care Services, Hireable Facilities for Numerous Community Demographics etc)
	3	Promotes Inclusivity	Will the offering promote general inclusivity and provide benefit for a number of social demographics? (a mixture of Age/Gender/Race AND/OR Sporting/Community specific group etc). (example: Aged Health and Care Services AND Hireable Community Facilities OR unrestricted Recreations Facilities (tennis courts, open space) etc
<i>Weighting: 20.00%</i>	4	Greater Community	Will the offering promote widespread unrestricted benefit to a large number of social demographics? (unrestricted Age/Gender/Race AND Sporting/Community specific group use etc). (example: Aged Health and Care Services AND Hireable Community Facilities AND Recreations/Sporting Facilities (tennis courts, open space) etc).

Lease Term	1	5 + 5 years	The intended lease term is five (5) years with one (1) five (5) year option to renew.
	2	10 + 10 years	The intended lease term is ten (10) years with one (1) ten (10) year option to renew.
	3	<42 years	The sought lease term is up to and including 42 years.
<i>Weighting: 12.50%</i>	4	>42 years	The sought lease term is in excess of 42 years.

Proponent / Council Investment	1	Council Co-Funded Project	Does the proposed offering require Council to make a significant financial contribution to the redevelopment of the site? (example: >\$1,000,000.
	2	Remediation of Land	Does the proposed offering require Council to absorb any/all remediation/demolition work costs to the land? (example <\$1,000,000.
	3	Short-Term Subsidy	Does the proposed offering only require Council to provide support by way of short-term subsidy? (example: waived rent, taxes, outgoing etc during redevelopment and build term etc OR absorbing other costs up to \$200,000.
<i>Weighting: 15.00%</i>	4	No Council Investment	Are all reasonable costs of redevelopment absorbed by the applicant, and rental charges commence from the moment of occupancy; with no further costs to be incurred by Council?

Financial Return to Council	1	<\$100,000	Will the annual rental revenue generated by the lease be less than \$100,000?
	2	\$100,000-\$250,000	Will the annual rental revenue generated by the lease be between \$100,000 and \$250,000?
	3	\$250,000-\$500,000	Will the annual rental revenue generated by the lease be between \$250,000 and \$500,000?
<i>Weighting: 20.00%</i>	4	>\$500,000	Will the annual rental revenue generated by the lease be in excess of \$500,000?

ATTACHMENT A

7. Membership and Term of Office

- 7.1 The Evaluation Panel shall be comprised of five (5) Independent Members as appointed by Council.
- 7.2 Evaluation Panel members will be appointed for the duration of the Tender Process up until such time that the process concludes and Council have resolved to accept and proceed with any/all relevant recommendation made by the Panel.
- 7.3 Administration will provide all relevant support to the Panel.

8. Timeline

- 8.1. Based on previous Council resolutions and associated actions, it is expected that the following table represents the relevant timeline for the redevelopment project;

Report to Council - Finalise Evaluation Panel, ToR and Evaluation Criteria.	20 July 2020
Report to Council - Appoint Evaluation Panel	17 August 2020
Letter to the Community re: Redevelopment of Site (CNC306/19-20)	24 August 2020
S.194 Community Consultation	1 September – 16 October 2020
Report to Council – s.194 Consultation Feedback & Seek Minister's Consent	16 November 2020
Re-Submit Revocation Application to the Minister	1 December 2020
Approval & Finalisation of Revocation (timing subject to Minister)	January 2021
Commence Open Expressions of Interest	February 2021
Conclude EOI Tender Process	April/May 2021
Evaluation Panel's Assessment of EOI Submissions	April/May 2021
Report to Council – Appointment of new Tenant/Developer	May 2021

Annexure A



ATTACHMENT B

Proponent Name	Score	Market Dynamics	Whole of Land	Multiuse Offering	Community Benefit	Lease Term	Proponent / Council Investment	Financial Return to Council	
		10.00%	12.50%	10.00%	20.00%	12.50%	15.00%	20.00%	100.00%
Respondent 1	Score								0
	Weighting	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Respondent 2	Score								0
	Weighting	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Respondent 2	Score								0
	Weighting	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00

Score

Score	Market Dynamics	Whole of Land	Multiuse Offering	Community Benefit	Lease Term	Proponent / Council Investment	Financial Return to Council
1	Duplicate	Building only	Single User	Single Demographic	5 + 5	Council Co-Fund	<\$100,000
2	Similar	Portion(s)	Limited Users	Limited Demographics	10 + 10	Remediation of Land	\$100,000-\$250,000
3	Variation	Large Portion(s)	Multi-User	Promotes Inclusivity	<42	Short-Term Subsidy	\$250,000 - \$500,000
4	Unique	Whole	Multi-Purpose/User	Greater Community	>42	No Council Investment	>\$500,000

As Adopted by Council
 20 July 2020
 CNC7/20-21