



12721
22 May 2015

Carolyn McNally
Secretary
Department of Planning and Environment
23-33 Bridge Street
SYDNEY NSW 2000

Attention: Matthew Rosel

Dear Ms McNally

**DRAFT VOLUNTARY PLANNING AGREEMENT AND AMENDMENT TO CONCEPT PLAN (MOD 2)
ONE CARRINGTON STREET, SYDNEY (SSD 13_5824 AND MP 09_0076 (MOD 2))**

1.0 DRAFT VOLUNTARY PLANNING AGREEMENT

Concurrent with the Development Application process, Brookfield submitted an Unsolicited Proposal (USP) to the NSW State Government. The USP process in conjunction with Condition A6 informed the preparation of a Draft Voluntary Planning Agreement (VPA) between Brookfield and Transport for NSW.

The Draft VPA will be publicly exhibited by Transport for NSW as required by section 93G of the *Environmental Planning and Assessment Act 1979* but is included at **Attachment A** for the Department of Planning and Environment's information. A VPA Explanatory Note has also been prepared and is included at **Attachment B**.

In summary the VPA requires Brookfield to:

- fund the construction of a new Transit Hall and ancillary infrastructure at no cost to NSW Government; and
- to pay 100% of the operational and maintenance expenses and capital replacement costs associated with the ongoing maintenance of the Transit Hall and ancillary public infrastructure in perpetuity.

2.0 AMENDMENT TO CONCEPT PLAN (MOD 2)

The approved Concept Plan requires that prior to determination of any future application, pursuant to the Concept Plan, Brookfield must provide evidence to the Secretary of the Department of Planning and Environment that it has entered into a VPA with Transport for NSW consistent with the terms outlined in the PPR, Revised Statement of Commitments and subsequent Commercial Offer dated May 2011 and Supplementary Proposal dated August 2011. The Condition also states that the VPA shall include the following principles:

- Brookfield is to provide a through-site pedestrian Transit Hall linking George Street to the Wynyard Station concourse in accordance with Item 2 of the Statement of Commitments.
- The resolution of the detailed design of the Transit Hall is to be undertaken in consultation with Transport for NSW in accordance with Items 2(c) and 2(d) of the Statement of Commitments.

The Draft VPA has been prepared by Brookfield and Transport for NSW in the context of Condition A6. The VPA retains the intent of Condition A6, which is to ensure that the public benefit is provided in the form of Brookfield providing the new Transit Hall. However, following negotiations as part of the USP process, the additional financial contribution referenced in the original offer has instead been redistributed in Brookfield's new offer to the State.

Therefore the terms of the draft VPA that have been agreed between Transport for NSW and Brookfield are not identical to those that were originally drafted by Thakral in May and August 2011 that are referred to in Condition A6. Nevertheless, an assessment of the merits of draft VPA has been undertaken by Transport for NSW which forms part of the attached VPA Explanatory Note at **Attachment B**.

It is also noted that in its original assessment the Planning Assessment Commission found in respect to the value of the public benefit that "Irrespective of the exact dollar amount... the Commission concludes that this application provides a unique opportunity to secure significant works that will improve pedestrian accessibility to and through the station concourse".

For these reasons, it is proposed to amend Condition A6 as follows:

A6. Voluntary Planning Agreement

*Prior to the determination of any future application, pursuant to this Concept Plan, the Proponent shall provide written evidence to the ~~Director-General~~ **Secretary** that it has executed a Voluntary Planning Agreement with Transport for NSW consistent with terms outlined in the **Draft Voluntary Planning Agreement dated May 2015 PPR, Revised Statement of Commitments and subsequent Commercial Offer dated May 2011 and Supplementary Proposal dated August 2011**. The Voluntary Planning Agreement shall include at a minimum the following principles:*

- *Brookfield is to provide a through-site pedestrian Transit Hall linking George Street to the Wynyard Station concourse in accordance with Item 2 of the Statement of Commitments.*
- *The resolution of the detailed design of the Transit Hall is to be undertaken in consultation with Transport for NSW in accordance with Items 2(c) and 2(d) of the Statement of Commitments.*

In addition, Statement of Commitment 1.a and b also needs to be amended to reflect the change to the nature of the Public benefit and Project Delivery Agreement. It is proposed that the Commitments be updated as follows:

Commitment	Timing
a. Thakral The proponent will construct a new through site link between George Street and Carrington Street and associated public infrastructure works to an equivalent value of \$20,000,000 as identified in the letter to the Department of Planning included at Appendix C of the PPR prepared by JBA dated March 2011 consistent with terms outlined in the Draft Voluntary Planning Agreement dated May 2015.	To be demonstrated with the relevant Project Application.
b. The proponent will enter into a Project Delivery Agreement with Transport for NSW, relating to the delivery of public infrastructure works on land generally west of Carrington Street.	To be demonstrated prior to a development consent becoming operable for physical works on land generally east of Carrington Street.

Should you have any queries about this matter, please do not hesitate to contact me on 9956 6962 or mrowe@jbaurban.com.au.

Yours faithfully

A handwritten signature in blue ink, appearing to read 'M. Rowe', with a horizontal line underneath.

Michael Rowe
Associate