Invitation for Expression of Interest
Cycle Tourism Investment in Victoria’s High Country
Invitation for Expressions of Interest

Requesting body: Regional Development Victoria

Invitation title: Expressions of Interest – Cycle Tourism Investment in Victoria’s High Country

Reference number: RHC-RDV Hume

Date of issue: 25 February 2019
# Table of contents

Introduction .......................................................................................................................... 2

Structure of the invitation ..................................................................................................... 2

Part A – The invitation ........................................................................................................... 4
  Part A.1 – About this invitation .......................................................................................... 4
  Part A.2 – Overview of requirements ................................................................................ 11

Part B – Conditions of participation .................................................................................... 14
  Part B.1 – Regional Development Victoria specific requirements ........................................ 14
  Part B.2 – Victorian Government specific requirements .................................................... 14
  1. Invitation ................................................................................................................. 14
     1.1. Invitation ............................................................................................................. 14
     1.2. Accuracy of invitation ......................................................................................... 14
     1.3. Additions and amendments ................................................................................. 14
     1.4. Availability of additional materials ..................................................................... 14
     1.5. Representation ..................................................................................................... 14
     1.6. Licence to use Intellectual Property Rights .......................................................... 14
  2. Communication ................................................................................................................ 14
     2.1. Communication protocol ...................................................................................... 14
     2.2. Requests for clarification ...................................................................................... 14
     2.3. Briefing session ..................................................................................................... 15
     2.4. Unauthorised communication .............................................................................. 15
     2.5. Anti-competitive conduct .................................................................................... 15
     2.6. Consortia and trustees .......................................................................................... 15
     2.7. Complaints about this Invitation ......................................................................... 15
  3. Submission of an invitee’s response .................................................................................. 16
     3.1. Lodgement ............................................................................................................. 16
     3.2. Late invitee’s response .......................................................................................... 16
     3.3. Providing an invitee’s response .......................................................................... 16
     3.4. Obligation to notify errors ................................................................................. 16
     3.5. Use of an invitee’s response ................................................................................. 17
     3.6. Withdrawal of an invitee’s response .................................................................... 17
     3.7. Status of invitee’s response ................................................................................. 17
     3.8. Disclosure of EOI contents and EOI information .................................................. 17
  4. Capacity to comply with the overview of requirements ...................................................... 17
  5. Evaluation ........................................................................................................................ 17
     5.1. Evaluation process .............................................................................................. 17
  6. Next stage of the EOI process .......................................................................................... 18
     6.1. Options available to the organisation .................................................................... 18
  7. No legally binding contract .............................................................................................. 18
  8. Invitee warranties ............................................................................................................ 18
  9. Organisation rights .......................................................................................................... 18
 10. Governing Law ................................................................................................................ 19
 11. Interpretation .................................................................................................................. 19
     11.1. Definitions .......................................................................................................... 19
     11.2. Interpretation ...................................................................................................... 20
Regional Development Victoria

Expressions of Interest – Cycle Tourism Investment in Victoria’s High Country
Introduction

Located 3 hours North East of Melbourne, Victoria’s High Country is fast becoming Australia’s leading cycle tourism destination. Boasting an extensive Rail Trail, Mountain Biking and Road Cycling network, the quality and extent of its cycling infrastructure and product is attracting more cycle visitation and yield than any other Australian region.

103,000 cycle tourists already visit Victoria’s High Country each year, spending $50 million when in region – more than any other regional destination. Cycle tourism growth is forecast to continue, with the mid-growth scenario projecting 255,000 visitors participating in cycling in Victoria’s High Country by 2025. This, combined with 3.6 million non-cycling specific visitors that travel to the region annually to enjoy activities from snow skiing, hiking, exceptional regional food and drink or the extensive events calendar, provides a unique opportunity for investment.

The Victorian Government is committed to building on the region’s cycling strengths by investing in targeted marketing initiatives and supporting private investment that will enhance the offering and appeal of the region as a cycling destination, while increasing visitor numbers, visitor spend and length of stay.

The Victorian Government invites Expressions of Interest for unique and innovative proposals that will complement and enhance the cycle tourism experience in Victoria’s High Country. In doing so, the Government is seeking to gain an understanding of market appetite to invest in cycle tourism in the region, and identify a range of projects that will contribute to the region’s growth, through:

- The creation of new and compelling cycle tourism experiences and products;
- The adaptation and development of existing sites and businesses towards a cycle tourism focus; and
- The development of new cycle tourism related infrastructure and services.

The Victorian Government seeks responses to the Expression of Interest (EOI) as outlined in Part A.2. Projects of considerable merit will be evaluated for Government project facilitation and / or co-investment.

Structure of the invitation

This Invitation comprises the following sections:

- Part A – The Invitation
  - Part A.1 – Provides details about the opportunity;
  - Part A.2 – Provides an overview of requirements in respect of which the Victorian State Government invites EOIs from interested parties.

- Part B – Provides details on the conditions of participation, and the guidelines for the EOI application process.

- Part C – Invitee’s response. Details the information to be provided by invitees. Part C includes a template to be completed, along with additional attachments as deemed necessary to support the proposed development/experience.

- Attachment A – ‘Cycle Tourism Investment Opportunities in Victoria’s High Country’ provides an overview of the region’s cycle tourism value proposition and the opportunity for investment.
PART A.1 - ABOUT THIS INVITATION
Part A – The invitation
Part A.1 – About this invitation

1. Establishment details

<table>
<thead>
<tr>
<th>Establishment details</th>
</tr>
</thead>
<tbody>
<tr>
<td>Organisation name:</td>
</tr>
<tr>
<td>EOI title:</td>
</tr>
<tr>
<td>EOI reference number</td>
</tr>
</tbody>
</table>

2. Organisation contact

<table>
<thead>
<tr>
<th>Project manager</th>
</tr>
</thead>
<tbody>
<tr>
<td>Name:</td>
</tr>
<tr>
<td>Position title:</td>
</tr>
<tr>
<td>Business unit:</td>
</tr>
<tr>
<td>Contact details:</td>
</tr>
<tr>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Second contact person</th>
</tr>
</thead>
<tbody>
<tr>
<td>Name:</td>
</tr>
<tr>
<td>Position title:</td>
</tr>
<tr>
<td>Business unit:</td>
</tr>
<tr>
<td>Contact details:</td>
</tr>
<tr>
<td></td>
</tr>
</tbody>
</table>

3. Briefing sessions

All applicants will have the opportunity to attend a briefing session that will be arranged based on demand from business at various locations across the project area. Please register your interest by email to the Project Manager as outlined in section 2. above.
4. **EOI Closing time**

<table>
<thead>
<tr>
<th><strong>Closing time</strong></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>5 pm Australian Eastern Standard Time (AEST)</strong></td>
<td><strong>Friday 17 May 2019</strong></td>
</tr>
</tbody>
</table>

5. **Lodgement details**

<table>
<thead>
<tr>
<th><strong>Hardcopy lodgement</strong></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Location:</strong></td>
<td>Level 2, 111-113 Hume St Wodonga, Vic 3690</td>
</tr>
<tr>
<td><strong>Hours of access to Tender Box:</strong></td>
<td>09:00am – 5.00pm Weekdays</td>
</tr>
<tr>
<td><strong>Delivery by Mail:</strong></td>
<td>PO Box 1332 Wodonga VIC 3689</td>
</tr>
<tr>
<td><strong>Information to be marked on package containing the offer:</strong></td>
<td>Ride High Country EOI Submission</td>
</tr>
<tr>
<td></td>
<td>Business Name:</td>
</tr>
<tr>
<td></td>
<td>Business Contact: (Email, Land line &amp; Mobile)</td>
</tr>
<tr>
<td><strong>Other requirements</strong></td>
<td>File format – PDF</td>
</tr>
<tr>
<td></td>
<td>One hard copy of document</td>
</tr>
<tr>
<td></td>
<td>One soft copy of document provided on a USB memory stick (Labelled)</td>
</tr>
<tr>
<td></td>
<td>Additional graphics or data to be submitted as Attachments at the end of the standard document.</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th><strong>Online lodgement</strong></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Email address:</strong></td>
<td><a href="mailto:rdv@rdv.vic.gov.au">rdv@rdv.vic.gov.au</a></td>
</tr>
<tr>
<td></td>
<td>Title: Ride High Country EOI Response</td>
</tr>
<tr>
<td><strong>Restrictions</strong></td>
<td>Email file size Maximum: 10 MB</td>
</tr>
<tr>
<td></td>
<td>If the file is larger, please send via your preferred file sharing service or contact the Project Manager.</td>
</tr>
<tr>
<td><strong>Other requirements</strong></td>
<td>File format – PDF</td>
</tr>
<tr>
<td></td>
<td>Documents must be virus checked prior to lodgement</td>
</tr>
</tbody>
</table>
6. Indicative timetable

This timetable provides invitees with an indication of the timing of the EOI process. The timetable is indicative only and may be changed by Regional Development Victoria in accordance with clause 5.1 of Part B.2.

<table>
<thead>
<tr>
<th>Activity</th>
<th>Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>Invitation issued</td>
<td>Tuesday 25th February 2019</td>
</tr>
<tr>
<td>End of period for questions or requests for information</td>
<td>Friday 26th April 2019</td>
</tr>
<tr>
<td>Closing time for Invitee’s response</td>
<td>5.00pm Friday 17th May 2019</td>
</tr>
<tr>
<td>Intended completion date of evaluation process</td>
<td>Friday 7th June 2019</td>
</tr>
<tr>
<td>Successful applicants invited to apply to the Ride High Country Funding Program</td>
<td>Week of 24th June 2019</td>
</tr>
</tbody>
</table>
Regional Development Victoria
Expressions of Interest
– Cycle Tourism Investment in Victoria’s High Country

Invitation for Expressions of Interest

TOURING EXPERIENCE
DEVELOPMENT OPPORTUNITIES
7. The EOI process

Regional Development Victoria (RDV) is responsible for managing the EOI process and coordinating relevant internal and external advice to aid the assessment process. Proposed private sector investments will be reviewed by an Assessment Panel. The Assessment Panel members will be selected and approved by the Chief Executive Officer, Regional Development Victoria.

The Assessment Panel may require further information from the applicant, and seek information and advice from other sources, including regulatory authorities.

Where projects require built infrastructure, it is expected the applicant will provide a high level of financial and market analysis to demonstrate the project’s financial viability.

If there are competing applicants for a particular proposal, the most suitable proposal will be determined in line with the EOI core principles and assessment criteria.

All invitees will have the opportunity to attend a briefing session and / or seek advice or further information from the Project Manager as outlined in section 3. Briefing sessions are not mandatory.

It is important to note that this is an EOI only and not an application for funding. Following the EOI process, successful applicants will then be invited to apply to the Ride High Country Funding Program. Guidelines for the Funding Program will be made available to all potential private sector investors following the EOI process.

8. Evaluation criteria

An invitee’s response will be evaluated against:

a. The Core Principles as identified in table 1
b. The evaluation criteria identified in table 2; and
c. the overall value proposition presented in the invitee’s response.

The following core principles, combined with the outlined assessment criteria will be important in assessing the merit of applications received.

Table 1 – Core Principles to the EOI

<table>
<thead>
<tr>
<th>Core Principles</th>
</tr>
</thead>
<tbody>
<tr>
<td>a) Support the Ride High Country consumer value proposition by offering unique,</td>
</tr>
<tr>
<td>innovative and enhanced cycle visitor experiences</td>
</tr>
<tr>
<td>b) Provide social, environmental and economic benefit to the region; including</td>
</tr>
<tr>
<td>job creation and increased visitation</td>
</tr>
<tr>
<td>c) Be established and managed in an environmentally sustainable manner,</td>
</tr>
<tr>
<td>minimising impacts on the environment; and</td>
</tr>
<tr>
<td>d) Have the qualifications and financial capability to develop, deliver and</td>
</tr>
<tr>
<td>operate the proposed development or experience in a commercially viable</td>
</tr>
<tr>
<td>manner.</td>
</tr>
</tbody>
</table>
EOI submissions will be evaluated by the Assessment Panel against the following Assessment Criteria and in line with the Core Principles

Table 2 – Evaluation Criteria to the EOI

<table>
<thead>
<tr>
<th>Evaluation criteria</th>
</tr>
</thead>
<tbody>
<tr>
<td>a) The appropriateness of the proposed development or experience to a particular site, and the Ride High Country value proposition</td>
</tr>
<tr>
<td>b) The qualifications of the applicant to establish and operate the proposed development or experience</td>
</tr>
<tr>
<td>c) The commercial and financial viability of the proposed development or experience</td>
</tr>
<tr>
<td>d) The project’s ability to increase visitor numbers, visitor spend and length of stay from intrastate, interstate and international markets.</td>
</tr>
</tbody>
</table>
PART A.2 - OVERVIEW OF REQUIREMENTS
Part A.2 – Overview of requirements

1. EOI Categories

The Victorian Government through RDV seeks Expressions of Interest from applicants for projects that fall within the following categories. The projects in these categories have been identified as integral to supporting forecast cycle tourism growth in Victoria’s High-Country region.

Details on the broader cycle tourism investment opportunity along with further details on specific projects, including preferred project locations can be found in Attachment A – Cycle Tourism Investment Opportunities in Victoria’s High Country. Please ensure you consult this document before providing your response.

<table>
<thead>
<tr>
<th>Category</th>
<th>Development type</th>
</tr>
</thead>
<tbody>
<tr>
<td>Accommodation</td>
<td>• Unique experiential accommodation; e.g. eco-pods/accommodation</td>
</tr>
<tr>
<td></td>
<td>• Bike Hotels – hotels that offer cycle friendly services and experiences</td>
</tr>
<tr>
<td></td>
<td>• Contemporary backpackers’ accommodation</td>
</tr>
<tr>
<td></td>
<td>• Large integrated resort facilities and hotels</td>
</tr>
<tr>
<td>Bike Hubs and services</td>
<td>• Expansion of existing businesses or the creation of new businesses to enhance the cycle tourism experience; e.g. the creation of an active precinct where cyclists gather. This may include the clustering of businesses e.g. cafes, breweries, distilleries, bike shops, hire, maintenance etc.</td>
</tr>
<tr>
<td>Food and beverage operators</td>
<td>• New food and beverage offerings that are cyclist friendly and located at key strategic sites to enhance the cycle visitor experience, e.g. along rail trails, at trail heads or Bike Hubs etc.</td>
</tr>
<tr>
<td>Tour operators</td>
<td>• Bike hire and bike shuttle companies. E.g. new or existing operators that enhance the cycle visitor experience through improving existing and or providing new cycling related services;</td>
</tr>
<tr>
<td></td>
<td>• Tour operators with a focus on increasing interstate and international visitation while also strengthening local businesses. E.g. companies that will undertake cycling/active touring holidays for visitors; particularly those with a focus on bringing increased numbers of interstate and international visitors. It is important that new entrants to the market consider how they can grow and utilise local businesses</td>
</tr>
<tr>
<td>Enabling projects</td>
<td>• Any other project that enhances and supports: The Ride High Country value proposition; the visitor experience; and aims to grow cycle tourism visitation, e.g. encouraging more cycle visitors, more often, staying longer and spending more.</td>
</tr>
</tbody>
</table>

Please note – Mt Buffalo Chalet, Crown Land, and National Parks proposals must follow and progress through the Department of Treasury and Finance (DTF) Market-led proposal process. These proposals must be consistent with Crown Land Leasing Policy and the National Parks Act 1975.
2. Geographic scope

The Victorian Government is seeking proposals for projects that fall within Victoria’s High-Country region. The region includes the following Local Government Areas (LGAs) and Resort Management Boards (RMBs):

- Alpine
- Benalla
- Falls Creek Resort
- Indigo
- Mansfield
- Mt Buller Resort
- Mt Hotham Resort
- Towong
- Wangaratta
- Wodonga

* Projects that fall outside these boundaries may be considered providing they are necessary to complete a high priority cycle visitor experience
PART B – CONDITIONS OF PARTICIPATION
Part B – Conditions of participation

Part B.1 – Regional Development Victoria specific requirements

RDV is seeking expressions of interest in relation private sector investment into growth in the cycle tourism category in Victoria’s High Country. Any business entity is invited to respond to this EOI document and must be prepared to provide three years of financial performance reports, to be assessed by an independent analyst, prior to qualifying for any assistance from the Victorian Government.

Part B.2 – Victorian Government specific requirements

1. Invitation

1.1. Invitation

This invitation is not an offer. It is a formal request for invitees to submit a response to the organisation’s requirements in Part A.2. Nothing in this EOI is to be construed as creating any binding contract (express or implied) between the organisation and any invitee.

1.2. Accuracy of invitation

The organisation does not warrant the accuracy of the content of this EOI and will not be liable for any omission from the documents.

1.3. Additions and amendments

The organisation reserves the right to change any information or to issue an addendum to this Invitation.

1.4. Availability of additional materials

Additional materials (if any) may be accessed in the manner set out in Part A.1. Invitees should familiarise themselves with the additional materials.

1.5. Representation

No representation made by or on behalf of the organisation in relation to this invitation (or its subject matter) will be binding on the organisation unless the representation is expressly incorporated into any contract(s) ultimately entered into between the organisation and an invitee.

1.6. Licence to use Intellectual Property Rights

Persons obtaining or receiving this EOI and any other documents issued in relation to this EOI may use the documents only for the purpose of preparing an invitee’s response. Such Intellectual Property Rights as may exist in this Invitation and any other documents provided to the invitees by or on behalf of the organisation in connection with the EOI process are owned by (and will remain the property of) the organisation except to the extent expressly provided otherwise.

2. Communication

2.1. Communication protocol

All communications relating to this EOI process must be directed to the project manager.

2.2. Requests for clarification

(a) Any questions or requests for clarification or further information regarding this EOI process must be submitted to the Project Manager in writing at least 5 working days prior to the EOI closing time.

(b) The organisation is not obliged to respond to any question or request for clarification or further information.

(c) The organisation may make available to other prospective respondents’ details of such a request together with any response (information or clarification), in which event those details shall form Part of this Invitation.
2.3. **Briefing session**

The organisation may hold briefing sessions at the location(s) and time(s) to be determined.

2.4. **Unauthorised communication**

(a) Communications (including promotional or lobbying activities) with staff of the organisation or consultants assisting the organisation with the EOI process are not permitted during the EOI process except as provided in clause 2.1 above, or otherwise with the prior written consent of the organisation contact.

(b) Nothing in this clause 2.4 is intended to prevent communications with staff of, or consultants to, the organisation to the extent that such communications do not relate to this Invitation or the EOI process.

(c) invitees must not engage in any activities or obtain or provide improper assistance that may be perceived as, or that may have the effect of, influencing the outcome of the EOI process in any way. Such activities or assistance may, in the absolute discretion of the organisation, lead to disqualification of an invitee.

2.5. **Anti-competitive conduct**

Invitees and their representatives must not engage in any collusion, anti-competitive or similar conduct with any other invitee or person in relation to the preparation, content or lodgement of their invitee’s response. In addition to any other remedies available to it under law, the organisation may, in its absolute discretion, disqualify an invitee that it believes has engaged in such collusive or anti-competitive conduct.

2.6. **Consortia and trustees**

Where the invitee is a member of a consortium, the invitee’s response must stipulate which parts of the investments, goods and/or services that each entity comprising the consortium would provide and how the parties would relate to each other to ensure full provision of the required goods and/or services.

2.7. **Complaints about this Invitation**

An invitee with a complaint about this Invitation or the EOI process which has not been resolved in the first instance with the project manager. If the complaint is not resolved to satisfaction, the issue is to be escalated to the Project Steering Committee, Chaired by the Hume Regional Director.
3. Submission of an invitee’s response

3.1. Lodgement

(a) The invitee’s response must be lodged by the EOI closing time. The closing time may be extended by the organisation in its absolute discretion by providing notice to invitees.

(b) All invitees’ responses lodged after the EOI closing time will be recorded by the organisation. The determination of the organisation as to the actual time that the invitee’s response is lodged is final.

(c) Where this Invitation requires or permits invitee’s responses to be lodged via the internet through the website nominated at Item 5 of Part A.1, invitees are deemed to accept the online user agreement applying to that website and must comply with the requirements set out on that website.

(d) Where this Invitation requires or permits invitee’s responses to be lodged in hard copy, packages containing the invitee’s response must be marked and lodged as set out in Item 5 of Part A.1. Failure to do may result in disqualification from the EOI process.

3.2. Late invitee’s response

If an invitee’s response is lodged after the EOI closing time, it will be disqualified from the EOI process and will be ineligible for consideration unless:

(a) the invitee can clearly document to the satisfaction of the organisation that an event of exceptional circumstances caused the invitee’s response to be lodged after the EOI closing time; and

(b) the organisation is satisfied that accepting a late submission would not compromise the integrity of the EOI process.

The organisation will inform an invitee whose invitee response was lodged after the EOI closing time as to whether the invitee’s response is ineligible for consideration.

3.3. Providing an invitee’s response

It is the invitee’s responsibility to:

(a) understand the requirements of this Invitation, the EOI process and any reference documentation;

(b) ensure that all the information fields in Part C are completed and contain the information requested;

(c) ensure that their invitee’s response is in the correct format, complies with all requirements of this invitation and is accurate and complete;

(d) make their own enquiries and assess all risks regarding this invitation and the EOI process;

(e) ensure that it did not rely on any express or implied statement, warranty or representation, whether oral, written or otherwise made by or on behalf of the organisation or its representatives other than any statement, warranty or representation expressly contained in this Invitation;

(f) ensure that they comply with all applicable laws in regard to the EOI process;

(g) be responsible for all costs and expenses related to the preparation and lodgement of its invitee’s response, any subsequent negotiation, and any future process connected with or relating to the EOI process.

3.4. Obligation to notify errors

(a) If an invitee identifies an error in their invitee’s response (excluding clerical errors which would have no bearing on the evaluation), they must promptly notify the organisation.

(b) The organisation may permit an invitee to correct an unintentional error in its invitee’s response where that error becomes known or apparent after the EOI closing time, but in no event will any correction be permitted if the organisation reasonably considers that the correction would materially alter the substance of the response.
3.5. Use of an invitee’s response

Upon submission, all invitee’s responses become the property of the organisation. The invitee will retain all ownership rights in any Intellectual Property Rights contained in the invitee’s response. However, each invitee, by submission of their invitee’s response, is deemed to have granted a licence to the organisation to reproduce the whole, or any portion of their invitee’s response for the purposes of enabling the organisation to evaluate their invitee’s response.

3.6. Withdrawal of an invitee’s response

An invitee who wishes to withdraw a previously submitted response must immediately notify the organisation of the fact. Upon receipt of such notification, the organisation will cease to consider the invitee’s response.

3.7. Status of invitee’s response

Each invitee’s response constitutes a non-binding proposal by the invitee to the organisation to provide the goods and/or services required under and otherwise to satisfy the requirements in accordance with Part B of this Invitation.

3.8. Disclosure of EOI contents and EOI information

Invitee’s responses will be treated as confidential by the organisation. The organisation will not disclose the information contained in an invitee’s response, except:

(a) as required by law (including, for the avoidance of doubt, as required under the Freedom of Information Act 1982 (Vic))
(b) for the purpose of investigations by the Australian Competition and Consumer Commission or other government authorities having relevant jurisdiction;
(c) to external consultants and advisers of the organisation engaged to assist with the EOI process;
(d) to other government departments or organisations in connection with the subject matter of the EOI process; or
(e) general information from invitees required to be disclosed by government policy.

4. Capacity to comply with the overview of requirements

Part A details the organisation’s requirements for the goods and/or services the subject of this Invitation. The assumption is that each invitee will be capable of providing all of the goods and/or services in full. Where an invitee believes it will not be capable of providing all the goods and/or services in full or will only comply with Part B subject to conditions, it should either not apply or set out potential limitations in their invitee’s response.

Invitees who are invited to participate in subsequent EOI processes (should such eventuate) will be provided with a full specification for the relevant goods and/or services at that time.

5. Evaluation

5.1. Evaluation process

Invitee’s responses will be evaluated in accordance with the evaluation criteria stipulated in Item 8 of Part A.1.

An invitee’s response will not be deemed to be unsuccessful until such time as the invitee is formally notified of that fact by the organisation.

The organisation may in its absolute discretion:

(a) reject any invitee’s response that does not include all the information requested or is not in the format specified in Item 8 of Part A.1;
(b) after concluding a preliminary evaluation, reject any invitee’s response that in its opinion is unacceptable;
(c) disregard any content in an invitee’s response that is illegible and will be under no obligation whatsoever to seek clarification from the invitee;
(d) disqualify an incomplete invitee’s response or evaluate it solely on the information contained within it;
(e) alter the structure and/or the timing of the EOI process; and
(f) vary or extend any time or date specified in this Invitation for all invitees.
6. **Next stage of the EOI process**

6.1. **Options available to the organisation**

After evaluating all invitee’s responses, the organisation may without limiting other options available to it, do any of the following:

(a) prepare a short list of invitees and invite further offers from those invitees;

(b) conduct a subsequent procurement process calling for the goods and/or services or any similar related goods and/or services;

(c) enter into pre-contractual negotiations with one or more invitees;

(d) decide not to proceed further with the EOI process or any other procurement process for the goods and/or services; or

(e) commence a new process for calling for invitee’s responses on a similar or different basis to that outlined in the original invitation.

7. **No legally binding contract**

Being short listed does not give rise to a contract (express or implied) between the preferred invitee and the organisation. No legal relationship will exist between the organisation and a preferred invitee relating to the supply of goods and/or services unless and until such time as a binding contract is executed by both parties.

8. **Invitee warranties**

By submitting an invitee’s response, an invitee warrants that:

(a) in lodging its invitee’s response, it did not rely on any express or implied statement, warranty or representation, whether oral, written, or otherwise made by or on behalf of the organisation or its representatives other than any statement, warranty or representation expressly contained in the invitation documents;

(b) it has examined this Invitation, and any other documents referenced or referred to herein, and any other information made available in writing by the organisation to invitees for the purposes of submitting an invitee’s response;

(c) it has sought and examined all necessary information which is obtainable by making reasonable enquiries relevant to the risks and other circumstances affecting its invitee’s response;

(d) it otherwise accepts and will comply with the rules set out in this Invitation; and

(e) it will provide additional information in a timely manner as requested by the organisation to clarify any matters contained in the invitee’s response.

9. **Organisation rights**

Notwithstanding anything else in this Invitation, and without limiting its rights at law or otherwise, the organisation reserves the right, in its absolute discretion at any time, to:

(a) vary or extend any time or date specified in this Invitation for all or any invitees; or

(b) terminate the participation of any invitee or any other person in the EOI process.
10. **Governing Law**

This Invitation and EOI process is governed by the laws applying in the State of Victoria. Each invitee must comply with all relevant laws in preparing and lodging its invitee’s response and in taking Part in the EOI process.

11. **Interpretation**

11.1. **Definitions**

<table>
<thead>
<tr>
<th>Term</th>
<th>Definition</th>
</tr>
</thead>
<tbody>
<tr>
<td>EOI closing time</td>
<td>means the time specified at Item 4 of Part A.1 by which invitee’s responses must be received by the organisation.</td>
</tr>
<tr>
<td>EOI process</td>
<td>means the process commenced by issuing an Invitation for invitee’s responses and concluding upon either early termination of the process or a subsequent procurement process.</td>
</tr>
<tr>
<td>Goods</td>
<td>means the products required by the organisation as set out in Part A.2.</td>
</tr>
<tr>
<td>Intellectual Property Rights</td>
<td>includes all present and future copyright and neighbouring rights, all proprietary rights in relation to inventions (including patents), registered and unregistered trademarks, confidential information (including trade secrets and know how), registered designs, circuit layouts, and all other proprietary rights resulting from intellectual activity in the industrial, scientific, literary or artistic fields.</td>
</tr>
<tr>
<td>Invitation</td>
<td>means the opportunity set out in each of the documents identified in the Introduction to this Invitation including this Part B.2, the EOI process and any other documents so designated by the organisation.</td>
</tr>
<tr>
<td>Invitee</td>
<td>means a person who submits an invitee’s response.</td>
</tr>
<tr>
<td>Invitee’s response</td>
<td>means a document lodged by an invitee in response to this Invitation containing a proposal to provide goods and/or services.</td>
</tr>
<tr>
<td>Item</td>
<td>means an item of this Invitation.</td>
</tr>
<tr>
<td>Organisation</td>
<td>means the government department or agency issuing this Invitation. In the case of an aggregated demand, the organisation is the lead agency issuing this invitation.</td>
</tr>
<tr>
<td>Overview of requirements</td>
<td>means the overview of requirements set out at Part A.2.</td>
</tr>
<tr>
<td>Part</td>
<td>means a Part of this Invitation.</td>
</tr>
<tr>
<td>Project manager</td>
<td>means the person so designated at Item 3 of Part A.1.</td>
</tr>
<tr>
<td>Representative</td>
<td>means a party and its agents, servants, employees, contractors, associates, invitees and anyone else for whom that party is responsible.</td>
</tr>
<tr>
<td>Services</td>
<td>means the services required by the organisation as stipulated in Part A.2.</td>
</tr>
<tr>
<td>State</td>
<td>means the Crown in right of the State of Victoria.</td>
</tr>
<tr>
<td>Tender Box</td>
<td>a secure location within which invitee’s responses are placed.</td>
</tr>
</tbody>
</table>
11.2. Interpretation

In this Invitation, unless expressly provided otherwise:

(a) the singular includes the plural and vice versa;

(b) a reference to:
   (i) ‘includes’ or ‘including’ means includes or including without limitation; and
   (ii) ‘$’ or dollars is a reference to the lawful currency of the Commonwealth of Australia; and

(c) if a word or phrase is defined, its other grammatical forms have corresponding meanings.