



Application Form

Network Operator

Water Industry Competition Act 2006

Contents

Application Form: Network Operator1

Part 1: Introduction.....3

Part 2: Technical Capacity12

Part 3: Organisational Structure and Capacity23

Part 4: Financial Capacity25

Part 5: Statutory Declaration & Acknowledgment.....29

Pre-Lodgement Checklist.....33

Application Form: Network Operator

Application to become a licensee under the Water Industry Competition Act 2006

Who should complete this form?

This form is for corporations that wish to become licensees under the *Water Industry Competition Act 2006* (the WIC Act). A copy of the WIC Act is available on the Independent Pricing and Regulatory Tribunal (IPART) website, at <http://www.ipart.nsw.gov.au/water/private-sector-licensing/regulatory-framework.asp>.

What do you need to complete this form?

It is essential that you refer to the 'How to Apply Guide' document <http://www.ipart.nsw.gov.au/water/private-sector-licensing/application-forms.asp> when completing this form. This document will guide you in answering every question. It is available on the IPART website.

If you have further questions about your application, you can contact the Utility Licensing team in IPART by:

- ▼ emailing: compliance@ipart.nsw.gov.au or
- ▼ telephoning: (02) 9290-8400 (general number).

In general, IPART would also encourage you to discuss your licence application form and obtain assistance from the Utility Licensing team *prior* to formally submitting your application. Once we receive your application, we will assign you a Contact Officer, who will manage your application and remain in contact with you throughout the process.

Is there an application fee?

Yes, there is a fee of \$2,500 per licence application. If you are applying for both a Network Operator's Licence and Retail Supplier's Licence, the fee will be \$5,000.

How do you submit the application?

When you have completed your application, you should mark it to the attention of the Utility Licensing team, and submit it to IPART in person, via email or via post:

In person	Via email	Via post
Attention: Utility Licensing Independent Pricing and Regulatory Tribunal Level 8 1 Market Street Sydney NSW 2000	Attention: Utility Licensing Independent Pricing and Regulatory Tribunal compliance@ipart.nsw.gov.au	Attention: Utility Licensing Independent Pricing and Regulatory Tribunal PO Box Q290 QVB Post Office Sydney NSW 1230

The application should include:

- ▼ one hard copy and one electronic copy of the completed application form and supporting documentation. The electronic copy should consist of separate files for the application and each appendix for the corresponding part of the application form. Where an appendix consists of more than one document, they should be combined into one electronic file, and
- ▼ the appropriate licence application fee either by cheque made payable to the Independent Pricing and Regulatory Tribunal of NSW or by electronic transfer to:

Westpac Banking Corporation

BSB: 032-001

Account No: 205717

If payment is made electronically, please provide a copy of the electronic transfer receipt with your licence application.

Confidential information

IPART uses open public processes to consider applications. Unless confidentiality is agreed, IPART treats applications as public documents. It publishes applications on its website and distributes them to interested parties as appropriate.

Where confidentiality is agreed with IPART, applicants should provide separate confidential and public copies of their application. In particular, applicants should provide:

- ▼ **a confidential application**, which is clearly marked “confidential” and clearly identifies the confidential information that should not be publicly released, and
- ▼ **a public application**, which does not contain confidential information, for publication and distribution by IPART.

Each of these versions should be provided in electronic and hard copy form.

IPART will furnish a copy of the confidential application to the Ministers prescribed by the WIC Act and regulations, in accordance with section 9(1)(b) of the WIC Act (refer to Part 5(b) of this application for further details). IPART will publish the public application on its website.

A request for access to confidential information will be determined in accordance with the *Freedom of Information Act 1989*.

Important note to applicants

The granting of a licence does not allow the licensee to bring any *new* water or sewerage infrastructure into immediate commercial operation. A licensee must also obtain separate approval from the Minister before commencing commercial operation of a new water or sewerage infrastructure (this is explained in further detail in the ‘How to Apply Guide’).

Please also note that the granting of a licence does not guarantee that the licensee will be financially successful in the marketplace.

Part 1: Introduction

A network operator's licence authorises the licensee to construct, maintain and operate water industry infrastructure. The information requested in this part of the Application Form is intended to provide a high-level overview of the activity that is to be the subject of the licence.

You must attach any additional information or supporting documentation in response to a question in the Application Form in an Appendix referenced Appendix A, B, C etc, with a title corresponding to the question. For example, your response to question 1(e) would be titled "Appendix X - Are any third parties providing services in relation to the activities to be authorised under the licence?".

1(a) What type of network operator's licence are you applying for?

Tick the applicable box(es) below.

Activity being licensed	Network Operator's Licence
Water infrastructure – drinking water	<input checked="" type="checkbox"/>
Water infrastructure – non-potable water (including supply of recycled water)	<input type="checkbox"/>
Sewerage Infrastructure	<input type="checkbox"/>

1(b) Who is the applicant?

Corporation Name	Sydney Desalination Plant Pty Limited (SDP Pty Limited)
ACN	125 935 177
Place of Incorporation	New South Wales
Address of Applicant's Registered Office	Level 15, 1 Smith Street, Parramatta NSW
Address of Principal Place of Business (if different from Registered Office)	Not applicable.

1(c) Who manages the applicant corporation?

Provide the full name, date of birth and residential address of the Chief Executive Officer and Directors of the applicant corporation to assist ASIC and ITSA searches.

Full name	Mr Kevin John Young	Dr Thomas Gregory Parry	John Stewart Brown	Mr Colin Nicholson
Title	Director	Chairman	Director	Alternative Director
Date of birth	Information supplied to IPART.			
Residential address	Removed from public version of application for privacy reasons.			

1(d) Who is the contact person for the application?

Contact Person	Mr Colin Nicholson
Title	Chief Operating Officer
Role	The Chief Operating Officer oversees Sydney Desalination Plant Pty Limited, and is also the General Manager, Operations, Sydney Water Corporation
Postal Address	Sydney Water PO Box 399 Parramatta
State / Postcode	NSW 2124
Business Telephone Number	Information supplied to IPART.
Mobile Telephone Number	Removed from public version of application for privacy reasons.
Fax Number	
Email Address	

This should be a senior officer who is authorised to speak on behalf of the applicant corporation.

1(e) Are any third parties providing services in relation to the activities to be authorised under the licence?

Provide details of any arrangements with third parties to provide services in relation to the activities authorised under the licence.

Name of third party	Address	Contact person	Describe the services provided by the third party	Describe the arrangements with the third party
Sydney Water Corporation	1 Smith Street Parramatta NSW 2150	Jim Mitchell General Manager Finance & Regulatory	Sydney Water Corporation provides drinking water, recycled water, wastewater services and some stormwater services to more than four million people across Sydney, the Illawarra and the Blue Mountains. Sydney Water will provide staff resources to SDP Pty Limited, and will purchase water from SDP Pty Limited on a wholesale basis and distribute it to its customers.	Sydney Water Corporation is the parent company of SDP Pty Limited, a wholly owned subsidiary. It has a Board comprised of three directors, listed in this application. Sydney Water employees provide services to SDP under a Service Level Agreement. Contractual arrangements regarding operation and maintenance of the desalination pipeline when under SDP Pty Limited ownership will be finalised in the 2011-12 year.

1(f) What activity is to be licensed?

- i. **Are you constructing, maintaining and/or operating the infrastructure? Tick the applicable box(es) below.**

Drinking Water Infrastructure		Non potable Water Infrastructure		Sewerage Infrastructure	
<input type="checkbox"/>	Construct	<input type="checkbox"/>	Construct	<input type="checkbox"/>	Construct
<input checked="" type="checkbox"/>	Maintain	<input type="checkbox"/>	Maintain	<input type="checkbox"/>	Maintain
<input checked="" type="checkbox"/>	Operate	<input type="checkbox"/>	Operate	<input type="checkbox"/>	Operate

If you do not intend to perform all three functions, name the other companies that will be involved in performing these activities and your relationship with them.

<p>Briefly describe the type of infrastructure to be constructed, maintained and/or operated, including:</p> <ul style="list-style-type: none"> ■ the type of technology to be used ■ key customer and supplier groups ■ the purpose for which the infrastructure will be used ■ expected volumes of water or sewage to be extracted, treated, collected and/or distributed 	<p>The desalination pipeline is an 18-kilometre trunk water main and associated infrastructure including valves and electrical controls. Major features of the pipeline route and infrastructure are outlined at Question 2 (e) of this application form.</p> <p>SDP Pty Limited, via the desalination pipeline, will continue to supply water from the desalination plant to Sydney Water Corporation, which will in turn sell water to customers via the more than 1.6 million connections to its network.</p> <p>The pipeline delivers water from the Sydney Desalination Plant at Kurnell to Sydney Water's supply network at Erskineville. From there, Sydney Water sells water at the retail level to its customers.</p> <p>The desalination pipeline will deliver up to an annual daily average of 250 ML/day of potable water. The pipeline is sized to the ultimate capacity of the desalination plant, if it were upscaled in future, of up to 500 ML/day.</p>
<p>If relevant, describe the infrastructure that already exists in relation to the activity</p>	<p>The 18-kilometre pipeline from Kurnell to Erskineville has already been constructed. It is currently owned by Sydney Water Corporation and has been delivering water to the water supply network since January 2010.</p>
<p>Does infrastructure need to be constructed? If yes, what is needed and when is construction expected to commence?</p>	<p>No additional infrastructure needs to be constructed.</p>
<p>When is supply/service expected to commence?</p>	<p>The 18-kilometre pipeline has been delivering water to the water supply network since 28 January 2010.</p>

ii. Will the applicant own the infrastructure? Tick the applicable box below.

<input checked="" type="checkbox"/>	<p>Yes</p>
<input type="checkbox"/>	<p>No</p> <p>If No, then explain who will own the infrastructure and the nature of your arrangements for accessing the infrastructure.</p>

1(g) Where will the infrastructure be located and why have you chosen that location?

i. Provide details of the site(s) where the different components of the infrastructure will be located.

Site Number	Site Name	Location	Type of Operation
See appendix 1B	The 18-kilometre pipeline traverses a number of separate parcels of land between Kurnell and Erskineville. A detailed register of sites is at Appendix 1B of this application.	See appendix 1B	Pipeline, valves, access chambers, cathodic protection and electrical controls

Briefly describe why you chose this location for the infrastructure.

1(h) Interconnections to the infrastructure

Provide the identity of each licensed retail supplier or public water utility that has access to the infrastructure for the purpose of supplying water or sewerage services to its customers	Sydney Water Corporation is the only public water utility or licensed retail supplier of water currently connected to the desalination pipeline, for the purposes of supplying water services to customers.
Describe any other water or sewerage infrastructure connected to the infrastructure, including information on the type and function of each interconnection and explicitly identify who owns/controls valves at the boundary	The desalination pipeline is connected to the Sydney desalination plant on the upstream or 'supply side' at Kurnell. It is connected to a shaft to Sydney Water Corporation's City Water Tunnel, at Erskineville, on the downstream or 'demand side'. It is likely that the valve at Shaft 11C at Erskineville will be the point of interconnection between Sydney Water and SDP Pty Limited after transfer of the pipeline, with Sydney Water retaining ownership and control of the valve. As such, all drinking water entering Sydney Water's supply network to be supplied to customers, will remain the responsibility of Sydney Water. A water quality monitoring point at Erskineville will continuously enable Sydney Water to ensure that water supplied by SDP Pty Limited, will continue to meet the Australian Drinking Water Guidelines.

1(i) Who are the customers/end users?

Provide details on customers/end users in the table below.

Type of customers/end users (eg, commercial, industrial, agricultural, residential)	For each type of customer/end user describe how the water will be used	Location of customers/ end users	Number of customers/ end users	Expected water demand or sewage discharge (kL/day)
Currently, the only customer is Sydney Water Corporation (wholesale customer)	Sydney Water Corporation is a licensed water retailer supplying water to more than 4 million people in Sydney, the Illawarra and the Blue Mountains. Sydney Water will on-sell water from the plant, delivered via the pipeline, to commercial and industrial customers.	Water from the plant will be distributed into Sydney Water's distribution network at Erskineville, then on to up to 1.5 million people as part or all of their water supply, in the Sydney CBD, inner west, eastern suburbs, southern Sydney, parts of the Sutherland Shire and at times west to Auburn.	Up to 1.6 million end users will receive desalinated water. All of Sydney Water's customers will benefit because more water is available.	The pipeline can currently supply up to an annual daily average of 250 ML/day into Sydney Water's network, ie. the capacity of the desalination plant at Kurnell. The pipeline is sized to provide up to an annual daily average of up to 500 ML/day in future, which is the ultimate capacity of the plant.
In future SDP Pty Limited may sell water on a wholesale basis to other non-residential customers.	The water can be used for all drinking water purposes.			

Please also provide documentary evidence or outline any discussions or agreements you have or intend to have with intended customers/end users for the services to be provided by the infrastructure in an Appendix.

1(j) What is the area within which you are seeking to carry out the activities to be licensed?

Please attach a map of the area of operations for the activities to be licensed in an Appendix. The map should provide a locational schematic of any pipe networks and identify points of interconnection with any other infrastructure, the location of customers or end user(s), the surrounding land use(s) within 100m of the non-pipe network infrastructure and (where relevant) any application areas, and any sensitive receiving environment(s). Please clearly identify legal property boundaries and the location of your infrastructure.

1(k) Quantity of Water or Sewage

i. Does your activity promote the production and use of recycled water?

If yes, explain how	Not applicable. Information relevant to this question was provided in SDP Pty Limited's original licence application.
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ii. What is the volume of water or sewage available or to be managed?

For each source from which the water or sewage handled by the infrastructure is drawn: <ul style="list-style-type: none"> describe the quantity and type of water or sewage that will be taken ensure you identify where the water or sewage is being sourced from a public water utility. 	Not applicable. Information relevant to this question was provided in SDP Pty Limited's original licence application.
If the capacity of the water or sewage source(s) is known, what is the capacity of the source(s) as total daily volumetric flow rate (kL per day) and as average and peak demand flow rate?	As above.
What is the expected extraction rate from the source(s) (kL/day)?	As above.
How, and for how long, has access to the water or sewage source(s) been secured?	As above.
How have you addressed any 'time of use' mismatch, such as ensuring you have the physical capacity to store and/or treat, if required, and distribute the water?	As above.

Please provide documentary evidence or outline any agreements, authorisations, contracts or licences that you have obtained or intend to obtain to access water or sewage source(s) and relevant infrastructure to meet your anticipated customer needs in an Appendix.

1(l) Public Interest Considerations

i. How does your proposed activity address the following principles (if applicable), as set out in section 7 of the WIC Act?

<p>The protection of public health, the environment, public safety and consumers</p>	<p>With regard to public health, notwithstanding transfer of the pipeline from Sydney Water to SDP Pty Limited, water from the plant meets the requirements of the Australian Drinking Water Guidelines as per the requirements of the public health regulator, NSW Health. Regardless of pipeline ownership arrangements, the water supplied into the Sydney Water network will be of the same quality as water from Sydney's other supply sources.</p> <p>Rigorous monitoring and incident management protocols are in place to ensure a high quality of water, from the Tasman Sea 'catchment' to the plant, and the delivery pipeline to the customer tap.</p> <p>Water quality monitoring is conducted:</p> <ul style="list-style-type: none"> • At the desalination plant seawater intake • At key points throughout the desalination plant • As water enters the delivery pipeline, and • Within the supply system. <p>At the desalination plant there are a number of controls to prevent out-of-specification water reaching Sydney Water's distribution network. There are also established protocols to ensure Sydney Water is informed of any out-of-specification water produced at the plant. These protocols ensure Sydney Water would be able to implement appropriate action to prevent any unsafe water from reaching consumers. These protocols will remain in place regardless of transfer of the pipeline.</p> <p>With regard to the environment, the desalination plant has been designed to minimise impacts on the environment. The 45-hectare plant site incorporates a 15-hectare Conservation Area, which must be maintained by the plant operator. Construction of the plant and pipeline were conducted in accordance with Environmental Management Plans, as required by the Planning Minister's Conditions of Approval.</p> <p>With regard to public safety, SDP Pty Limited will continue to ensure public safety risks associated with the pipeline, such as security measures, are managed in line with best practise.</p>
<p>The encouragement of competition in the supply of water and the provision of sewerage services</p>	<p>Not applicable. Information relevant to this question was provided in SDP Pty Limited's original licence application.</p>
<p>The ensuring of sustainability of water resources</p>	<p>As above.</p>
<p>The promotion of production and use of recycled water</p>	<p>As above.</p>

ii. Have you identified and addressed any other public interest considerations in developing your proposed activity?

If so, discuss these other considerations in relation to the activity

Not applicable.

1(m) Stakeholder Considerations

Describe the stakeholder consultation processes you have undertaken, and any future public and government consultation that will be undertaken

Not applicable. Information relevant to this question was provided in SDP Pty Limited's original licence application.

1(n) Additional information (optional)

Is there any additional information you believe is relevant to your licence application that you have not already provided in response to any other question in this application form?

If so, please provide this information here

The information provided in this application form is considered relevant to the transfer of ownership of the desalination pipeline, from Sydney Water Corporation, to Sydney Desalination Plant Pty Limited. Information regarding the desalination plant, pumping station and offshore infrastructure, has been previously provided to IPART as part of the original licence application.

Contractual arrangements regarding operations and maintenance of the pipeline under these ownership arrangements are yet to be finalized. Information on these arrangements will be provided to IPART at a later date. It should be noted that inclusion of the desalination pipeline within SDP Pty Limited will have negligible impacts on the way the infrastructure is operated and maintained, and no impacts on the delivery of water to Sydney Water's water supply network.

Part 2: Technical Capacity

You are required to demonstrate that you have, and will continue to have the technical capacity to carry out the activities to be licensed, in accordance with section 10(4) of the WIC Act.

You must attach any additional information or supporting documentation in response to a question in the Application Form in an Appendix referenced Appendix A, B, C etc, with a title corresponding to the question. For example, your response to question 2(a) would be titled "Appendix X - What is the design of the infrastructure?".

2(a) What is the design of the infrastructure?

Describe the process to be used to extract and/or treat water or sewage.	Not applicable. Information relevant to this question was provided in SDP Pty Limited's original licence application.
Describe, in bullet point form, the design of the infrastructure, including details of the life-span and system redundancy built into the infrastructure or system	<p>The 18-kilometre desalination pipeline from Kurnell to Erskineville comprises of the following major segments:</p> <ul style="list-style-type: none"> • a 1.8 metre diameter cement mortar-lined steel pipeline running largely below ground, from the desalination plant at Kurnell, to the foreshore of Botany Bay at Silver Beach in Kurnell • a 1.8 metre diameter cement mortar-lined steel pipeline constructed in a concrete tunnel running approximately 800 metres offshore from Silver Beach, beneath the Botany Bay seabed • twin 1.4 metre diameter concrete-encased, cement mortar-lined submarine steel pipelines, running approximately 7.2 kilometres below a back-filled trench within the Botany Bay seabed • a 1.8 metre diameter cement mortar-lined steel pipeline running from Cook Park, Kyeemagh on the foreshore Botany Bay; this section of the pipeline is partially within back-filled trench, above ground or within concrete tunnels, connecting to Sydney Water's network via the City Water Tunnel at Shaft 11C, Bridge Street, Erskineville. <p>Associated infrastructure includes various pipeline access chambers, valves, cathodic protection and control units along the pipeline route. It is likely that the interconnection point between SDP Pty Limited and Sydney Water Corporation, will be the valve at Shaft 11c – Sydney Water Corporation will retain ownership and control of this valve.</p> <p>It is likely that the valve at Shaft 11C at Erskineville will be the point of interconnection between Sydney Water and SDP Pty Limited after transfer of the pipeline, with Sydney Water retaining ownership and control of the valve. As such, all drinking water entering Sydney Water's supply network to be supplied to customers, will remain the responsibility of Sydney Water. A water quality monitoring point at Erskineville will continuously enable Sydney Water to ensure that water supplied by SDP Pty Limited, will continue to meet the Australian Drinking Water Guidelines.</p> <p>The design life of the major components of the desalination pipeline can be broken down as follows:</p> <ul style="list-style-type: none"> • Pipeline – 100 years (TBC) • Valves – 30 years (TBC) • Electrical equipment – 15 years (TBC)

	In regard to system redundancy, the pipeline has been designed to accommodate the ultimate capacity of the desalination plant, ie. an annual daily average up to 500 ML/day, or twice the current maximum flow.
<p>Is the process common industry practice? If not, please outline:</p> <ul style="list-style-type: none"> what aspects of the design or proposed operation are “innovative” by current industry standards; the research and development that has been undertaken in designing the process; and the validation and/or testing of the process in live operation, including the applicability to the particular quality characteristics of the water/sewage inputs and outputs of your activities. 	<p>The delivery processes for water from the desalination plant are common industry practice. The 18-kilometre desalination delivery pipeline is innovative in the context of the overall Sydney Desalination Project.</p> <p>This is because the pipeline has been designed to accommodate the ultimate capacity of the desalination plant, should it be expanded in the future. From an engineering perspective, the pipeline is unique, particularly the Botany Bay crossing which includes the world’s longest submarine crossing by twin-pipelines.</p>

Please provide a process flow diagram of the scheme (from source to end use), and identify the Critical Control Points in the process, specifications of key units and design, and a copy of any independent validation of process or value engineering assessment of the design and/or its suitability for use in the proposed activity to be licensed (if available) in an Appendix.

2(b) If applicable, what arrangements have been or will be made in relation to the construction of the infrastructure?

Outline the timeframe and key milestones for the construction of the infrastructure.	Construction of the overall Sydney’s Desalination Project, including the desalination plant and associated works, and the pipeline, was completed on time and under budget in 2010.
Are any aspects of the proposed project contingent on future events? If so, please explain.	The operating rules for the desalination plant, and hence usage of the delivery pipeline, are incorporated in SDP’s existing Network Operator licence.

2(c) Risk analysis and management

i. What events or circumstances could prevent you from carrying out the activity?

Note: You are *not* required to provide the information requested in 2(c)(ii) if your application is in relation to sewerage infrastructure and that infrastructure is the subject of a licence under the *Protection of the Environment Operations Act 1997*.

List the events and circumstances that could prevent you from carrying out the activities for which you are seeking the licence for the whole or any part of your	As is the case with similar large water mains, Sydney Water has in place a detailed risk assessment concerning the risks associated with operation and maintenance of the desalination pipeline. This risk assessment is attached at Appendix 2C.
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operations

What is the probability of the occurrence of any such event or circumstance?

See appendix 2C

What measures are to be implemented to prevent or minimise the likelihood of any such event or circumstance or the impact of such event on the continuity of supply?

See appendix 2C

ii. What processes have been or will be implemented to ensure continuity of supply/service and secure alternative water supplies or sewerage services?

What arrangements have been or will be implemented to ensure continuity of supply/service delivery?	Not applicable. Information relevant to this question was provided in SDP Pty Limited's original licence application.
What arrangements have been or will be made to secure alternative water supplies or sewerage services when the infrastructure is inoperable?	As above.

Please provide your risk management policy and risk management plan (including risk register) and documentary evidence of any agreements or discussions with other service providers to secure alternative water supplies or sewerage services in an Appendix.

2(d) Management systems

i. What processes and systems are in place (or will be implemented) for managing your interface with other service providers?

What procedures have you implemented (or will you implement) to manage communication with other service providers?	Not applicable. Information relevant to this question was provided in SDP Pty Limited's original licence application.
Describe your dispute management protocol or proposed arrangements with other service providers	As above.

ii. What approvals have you obtained to ensure you can comply with NSW regulations?

<p>Is development consent necessary for the activity?</p> <p>If no, please provide details indicating why not</p> <p>If yes, and development consent has not been granted, please indicate when development consent is likely to be sought or obtained and who is the consent authority</p>	<p>Not applicable. Information relevant to this question was provided in SDP Pty Limited's original licence application.</p>
<p>Briefly describe any other approvals that you have obtained or will obtain for the activity</p>	<p>As above.</p>

Please attach copies of any relevant approvals you have obtained in an Appendix.

iii. What internal compliance monitoring and reporting procedures are in place (or will be implemented) to manage compliance with the Network Operator's Licence, the WIC Act and regulations, and other regulatory requirements?

<p>What internal compliance monitoring and reporting procedures are in place (or will be implemented) to manage compliance with your regulatory requirements?</p>	<p>SDP Pty Limited is currently a wholly owned subsidiary of Sydney Water. As such Sydney Water conducts a corporate compliance program for its entire operations, including SDP. This process is captured under the Corporate Compliance Program Manual, which was provided to IPART at the time of the original licence application.</p> <p>Transfer of ownership of the pipeline from Sydney Water to SDP will have no impact on SDP's on-going compliance with regulatory requirements.</p>
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Please attach a copy of your Compliance or Regulatory Management Strategy and documentary evidence of a performance management framework in an Appendix.

2(e) How will the infrastructure be maintained and operated?

Describe the arrangements made for the maintenance, monitoring and reporting of standards of service for the infrastructure	<p>In line with the requirements of the Water Industry Competition Act 2006, and Regulations, Sydney Desalination Plant Pty Limited has developed an Infrastructure Operating Plan for the desalination plant and associated works. Future revisions of the Plan will be amended to include reference to operation of the desalination pipeline.</p> <p>Sydney Water and Sydney Desalination Plant Pty Limited are parties to a Service Level Agreement, which outlines the range of services Sydney Water currently provides to SDP as its wholly owned subsidiary. Some operational and maintenance services are provided by Sydney Water to SDP.</p> <p>The Service Level Agreement includes scope for additional services to be provided by Sydney Water to SDP, subject to agreement between the parties. It is anticipated that, initially after the transfer of the pipeline, Sydney Water will operate and maintain the pipeline on behalf of SDP. Should this arrangement change in the future and such services be provided by another party, SDP Pty Limited will advise IPART.</p> <p>Inclusion of the desalination pipeline within SDP Pty Limited will have negligible impacts on the way the infrastructure is operated and maintained, and no impacts on the delivery of water to Sydney Water's water supply network.</p>
Describe arrangements for the continued safe and reliable performance of the infrastructure, including the arrangements for the renewal of the infrastructure	Contractual arrangements regarding operation and maintenance of the desalination pipeline when under SDP Pty Limited ownership will be finalised in the 2011-12 year.

Please attach a copy of your infrastructure operating plan (if available) to support your answers to the questions above in an Appendix.

2(f) How will you protect public health, water quality and the environment?

If the water to be supplied is drinking water, how will the 12 elements of the framework for the management of drinking water quality, as detailed in the Australian Drinking Water Guidelines, be addressed, implemented and maintained? Please provide an example or detailed description of your processes.	In line with the requirements of the Water Industry Competition Act 2006, and Regulations, Sydney Desalination Plant Pty Limited has developed a Water Quality Plan for the desalination plant. Inclusion of the desalination pipeline within SDP Pty Limited will have no impact on water quality.
If the water to be supplied is non-potable water, how will the 12	Not applicable. Water supplied via the pipeline is potable.

elements of the framework for the management of recycled water quality and use, as detailed in the Australian Guidelines for Water Recycling, be addressed, implemented and maintained? Please provide an example or detailed description of your processes.	
If the water to be supplied is non-potable water, what purposes will the water be used for and what purposes will the water not be used for (as determined in accordance with the 12 elements of the framework for the management of recycled water quality and use in the Australian Guidelines for Water Recycling)?	Not applicable. Water supplied via the pipeline is potable.
If the infrastructure involves treatment infrastructure or results in discharge of waste (including due to potential infrastructure failure), what arrangements have been made or will be made for the disposal of waste from the infrastructure? In the case of sewerage services, if effluent disposal is via subsurface irrigation, please discuss how you will address, implement and maintain the components detailed in DECCW's <i>Environment Guidelines: Use of effluent by Irrigation (2005)</i> to dispose of the effluent in a sustainable manner.	Not applicable.
If the infrastructure conveys, treats or disposes of sewage, in what manner will health and ecological assessments be undertaken and how will any concerns arising from such assessments be addressed?	Not applicable.
Please identify any potential environmental impacts of the activities to be licensed and provide details of how these activities would be conducted in a manner that would not present a significant risk of harm to the environment	Not applicable.

Please attach a copy of your Preliminary Risk Assessment and, if available, your drinking water management plan, recycled water management plan or sewerage management plan in an Appendix. This documentation will be provided to NSW Health for review and assessment.

2(g) Do you have prior experience in the construction, maintenance and operation of water infrastructure or a utility business?

Describe your corporation's current experience in the construction, maintenance and operation of water and/or other utility services, such as gas, electricity, and telecoms?

Not applicable. Information relevant to this question was provided in SDP Pty Limited's original licence application.

Does the CEO or do any of the Directors hold relevant professional qualifications or industry experience, particularly in the water industry?

Please provide details including responsibilities, key outputs/achievements and evidence suitable for assessment of currency of that experience

Mr Kevin Young, BEng (Hons), MBA, FIE Aust, CPENG, FAICD
Mr Young was appointed as CEO/Managing Director of Sydney Water on 1 August 2011. Mr Young was previously the Managing Director of Hunter Water for seven years. Mr Young has a degree with honours in engineering and a Master of Business Administration. Mr Young is a Fellow of the Institution of Engineers Australia and a Member of the Australian Institute of Company Directors. Mr Young has 30 years experience working for the private sector and Government authorities within Australia and overseas. He is currently Chairman of the Water Services Association of Australia whose members serve over 17 million Australians every day with water and wastewater services.

Dr Thomas G Parry AM, Chairman, BEc (Hons), MEc, PhD
Dr Parry has been the Chairman of the Board of Sydney Water since 1 June 2007. Dr Parry was a consultant to Macquarie Capital Funds Group until August 2009. He was Foundation Executive Chairman of the Independent Pricing and Regulatory Tribunal of NSW (IPART) and its predecessor, the Government Pricing Tribunal of NSW from 1992 to 2004. He was an ex officio Commissioner of the Australian Competition and Consumer Commission, a member of the NSW Council on the Cost and Quality of Government, and the Foundation NSW Natural Resources Commissioner. He was also a member of the Board of NSW Health's Clinical Excellence Commission and South East Area Health. Dr Parry is currently Chairman of Australian Energy Market Operator, Chairman of First State Super and a director of the Australian Securities Exchange's Market Supervision Company.

John Brown, Director, Bcom, FCA, MAICD
Mr Brown is a Director on the Board of Sydney Water. He has been a member of the Board since 7 September 2004. Mr Brown was formerly a KPMG Partner and head of KPMG's NSW Government Practice. He is the independent Chairman of the Audit Committees of the NSW Government Departments of Education and Commerce, a member of the Audit Committees of the Department of Defence and the Australian Broadcasting Corporation and a director of Integrated Research Ltd and Gift of Life Foundation Limited.

Please provide details and evidence of the relevant skills, qualifications and experience of key personnel involved in the activities to be licensed

Not applicable. Information relevant to this question was provided in SDP Pty Limited's original licence application.

Part 3: Organisational Structure and Capacity

You must attach any additional information or supporting documentation in response to a question in the Application Form in an Appendix referenced Appendix A, B, C etc, with a title corresponding to the question. For example, your response to question 3(c) would be titled “Appendix X – How have you allocated resources for the construction, commissioning, management and operation of the facility?”.

3(a) Are you a disqualified corporation?

Under section 10(3) of the WIC Act, a licence may not be granted to a disqualified corporation. Are you a disqualified corporation?

☐ Yes

☒ No

If no, please complete and attach in an Appendix the statutory declarations at Part 5 of this Application Form stating that the applicant corporation is not a disqualified corporation and that no director or person concerned in the management of the applicant corporation is or would be a disqualified individual within the meaning of the WIC Act. Unless agreed otherwise with IPART, the statutory declarations should be made by the Chief Executive Officer and a director of the applicant corporation (or where this is not possible, one statutory declaration can be provided by the sole director and Chief Executive Officer).

3(b) What is the structure of the applicant corporation?

List the corporations that own the applicant corporation, or hold an interest in it

Corporation Name	ACN
Sydney Water Corporation	125 935 177

What other related entities, which are relevant to the activity, does the applicant own or hold an interest in?

Corporation Name	ACN
Nil.	N/A

Please attach an organisational diagram in an Appendix. The diagram should clearly show all corporations that own your corporation and all corporations that your corporation owns or holds an interest in.

3(c) How have you allocated resources for the construction, commissioning, management and operation of the facility?

Outline your Resourcing Plan for the activity to be licensed

Sydney Water and Sydney Desalination Plant Pty Limited are parties to a Service Level Agreement, which outlines the range of services Sydney Water currently provides to SDP as its wholly owned subsidiary. Some operational and maintenance services are provided by Sydney Water to SDP.

The Service Level Agreement includes scope for additional services to be provided by Sydney Water to SDP, subject to agreement between the parties. It is anticipated that, initially after the transfer of the pipeline, Sydney Water will operate and maintain the pipeline on behalf of SDP.

Future resourcing arrangements regarding operation and maintenance of the desalination pipeline when under SDP Pty Limited ownership are yet to be determined. Any such arrangements will not materially impact upon the way the pipeline is operated and maintained. Updated information on resourcing arrangements will be provided to IPART in due course.

Please attach the detailed Resourcing Plan for this activity in an Appendix.

Part 4: Financial Capacity

You must attach any additional information or supporting documentation in response to a question in the Application Form in an Appendix referenced Appendix A, B, C etc, with a title corresponding to the question. For example, your response to question 4(a) would be titled “Appendix X – What is the applicant corporation’s financial history?”.

4(a) What is the applicant corporation’s financial history?

Does your corporation have a financial history? If not, explain why	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Summarise the performance of your corporation over the past 3 years	Not applicable. Information relevant to this question was provided in SDP Pty Limited’s original licence application.
If applicable, what is your corporation’s credit rating?	As above.
Provide details of your debt/equity finance and any debt covenants on existing borrowings	As above.

Where the applicant is an existing corporation, please provide the following documents in an Appendix:

- ▼ Financial statements for the last three (3) years. It is preferable that these financial statements are audited. It is recognised that not all corporations are required to have their annual financial statements audited. However, where you are required to lodge audited financial statements with the Australian Securities and Investments Commission (ASIC), provide copies of these statements. (Note: consolidated accounts for the parent organisation or group to which the applicant corporation belongs would not be considered acceptable.)
- ▼ Where the latest annual financial statements are more than three (3) months old, the latest available management reports showing:
 - a trading statement
 - a profit and loss statement, and
 - a trial balance.
- ▼ Copies of tax returns for the last three (3) years.
- ▼ Credit rating memorandum (eg, Standard & Poor’s, Moody’s or Fitch), if available.

4(b) What is the projected financial performance of the proposed activity?

Summarise the projected cash flows (net EBITDA), including key financial modelling assumptions, such as capex, for the first 5 years of operation (at minimum). If necessary, a longer period may be provided to demonstrate financial viability of the project

Not applicable. Information relevant to this question was provided in SDP Pty Limited's original licence application.

Please attach the following documents in an Appendix:

- ▼ Projected cash flows for a minimum of the next five (5) years of operation (including projected closing balance sheets and profit and loss statements), taking into account the licensing agreement, with details of all key financial modelling assumptions.

4(c) How will the applicant corporation finance the proposed activity?

Describe the mechanisms by which your activity is financed or to be financed

Not applicable. Information relevant to this question was provided in SDP Pty Limited's original licence application.

Please provide details of any financial guarantees or commitment of financial support

As above.

Please provide, in an Appendix, a letter from a financial institution (being a bank, credit union or the government) confirming indicative financing of your activity, including:

- ▼ the nature of finance (eg, bridging, long term, corporate debt, government funding)
- ▼ type and limit of the facility
- ▼ type and limit of any guarantee, and
- ▼ terms and conditions.

Where the applicant is a new corporation, supported by one or more parent entities, also provide:

- ▼ a copy of guarantee or cross deed of indemnity provided by the parent entity, and
- ▼ financial statements for the parent entity for the last three (3) years.

Where the applicant is a new corporation financed through alternative arrangements (eg, debt or equity), also provide:

- ▼ letter from financial institution (eg, bank, credit union or the government) certifying an existing or proposed line of credit or financial support, and

a copy of guarantee or cross deed of indemnity provided by an entity such as a holding company or Director (provide financial statements providing the financial viability of the guarantor).

4(d) Do you have appropriate insurance arrangements in place?

<p>What types of insurance do you have or intend to obtain?</p> <p>Indicate the level (ie, amount) of insurance you are covered or intend to be covered by for each type</p> <p>Provide details of itemised inclusions and exclusions for each type of insurance you hold</p>	<p>Type of Insurance</p> <p><input checked="" type="checkbox"/> Professional Indemnity Insurance</p> <p><input checked="" type="checkbox"/> Public Liability Insurance</p> <p><input checked="" type="checkbox"/> Workers' Compensation</p> <p><input checked="" type="checkbox"/> Products Liability Insurance</p> <p><input checked="" type="checkbox"/> Property Damage</p>	<p>Level and extent of Cover</p> <p>Information relevant to this question was provided in SDP Pty Limited's original licence application. SDP's existing insurance arrangements are not expected to change under the planned pipeline ownership arrangements.</p>
<p>Explain how the level of cover provided or proposed by your insurer is sufficient for the size and nature of your proposed activity</p>	<p>Not applicable. Information relevant to this question was provided in SDP Pty Limited's original licence application.</p>	
<p>Have you ever applied for insurance, and had your application refused?</p> <p>If so, provide details of the activity and the reasons why insurance was refused</p>	<p>As above.</p>	
<p>Is the insurance company appropriate to insure this project?</p>	<p>As above.</p>	

Please attach a certificate of currency for each type of insurance you hold in an Appendix. If this is not provided at the time of application, it will need to be provided prior to commercial operation.

4(e) Do you have an accountant and external auditor?

Does your corporation have an accountant? If yes, what are your accountant's contact details?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No Jim Mitchell General Manager Finance & Regulatory Sydney Water Corporation Sydney Water, PO Box 399, Parramatta NSW, 2124
Does your corporation have an external auditor? If yes, what are your external auditor's contact details?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No Maria Spriggins Director, Financial Audit Services, Audit Office of NSW Contact details supplied to IPART but removed from the public version of this application for privacy reasons.
If required, may we contact your accountant and/or external auditor to clarify any information provided?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

4(f) Are there any events that could affect your future financial capacity?

Are there any events that could affect your corporation's future financial capacity? Please tick the appropriate boxes and, if applicable, provide details of all such events relevant to your corporation for the last three (3) years from the date of this application. You must tick at least one box.	<input type="checkbox"/> Government or other investigation of the corporation or related entities <input type="checkbox"/> Any significant change in the financial position of the applicant corporation since the financial statements provided with this application <input type="checkbox"/> Contract terminated <input type="checkbox"/> Factors which might impact on your corporation such as significant litigation, business commitments, contingent liabilities, collections by debt collection agencies on behalf of creditors or liquidation proceedings <input type="checkbox"/> Any outstanding tax liabilities <input type="checkbox"/> Any other particulars which are likely to adversely affect your corporation's capacity to undertake the services under the licence (if granted) <input checked="" type="checkbox"/> No adverse information on the applicant corporation
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Part 5: Statutory Declaration & Acknowledgment

You must attach any additional information or supporting documentation in response to a question in the Application Form in an Appendix referenced Appendix A, B, C etc, with a title corresponding to the question. For example, your response to question 5(a) would be titled "Appendix X - Is the information that you have provided true and correct?".

5(a) Is the information that you have provided above true and correct?

Provide a statutory declaration from:

- (a) the Chief Executive Officer and a director of the applicant corporation, or
- (b) the sole director and Chief Executive Officer of the applicant corporation, or
- (c) such other person that IPART agrees may provide the statutory declaration/s,

to the effect that the information provided in the application is true and correct. For the purposes of Part 3 of this application form, the statutory declaration should also state that the applicant corporation is not a disqualified corporation and that no director or person concerned in the management of the applicant corporation is or would be a disqualified individual within the meaning of the WIC Act.

I, do solemnly and sincerely declare that:

1. I am the Managing Director of the applicant (named in the application form accompanying this declaration);
2. the information provided in this application is true and correct to the best of my knowledge;
3. I am aware of the requirements under the *Water Industry Competition Act 2006* (NSW) (WIC Act) for the licence being applied for;
4. the applicant corporation is not a disqualified corporation within the meaning of the WIC Act;
5. no director or person concerned in the management of the applicant corporation is, or would be, a disqualified individual within the meaning of the WIC Act;
6. I have the authority to make this application on behalf of the applicant (named in the application form accompanying this declaration);

and I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the *Oaths Act 1900* (NSW).

Name of person making the declaration: Kevin Young

Title of person making the application: Managing Director

Signature of person making the declaration: 

Declared at [place]: PARRAMATTA

On [date]: 15 September 2011

In the presence of [name of witness]: IAN WATERS

Signature of witness: 

Title of witness: SOLICITOR

[Justice of the peace, Solicitor, other (specify)]

5(b) Acknowledgement

An acknowledgement should be provided by:

- (a) company secretary and a director, or
- (b) 2 directors, or
- (c) in the case of a sole director, the sole director, or
- (d) such other person that IPART agrees may provide the acknowledgement.

The applicant (named in the application form accompanying this acknowledgement) agrees to IPART furnishing a copy of the applicant's completed application form, including any confidential information contained in that application form, to:

- the Minister administering the *Water Industry Competition Act 2006* (except Part 3)
- the Minister administering the *Public Health Act 1991* (NSW)
- the Minister administering Chapter 2 of the *Water Management Act 2000* (NSW)
- the Minister administering the *Environmental Planning and Assessment Act 1979* (NSW), and
- the Minister administering the *Protection of the Environment Operations Act 1997* (NSW)

in accordance with section 9(1) of the *Water Industry Competition Act 2006* (NSW) and clause 17 of the *Water Industry Competition (General) Regulation 2008* (NSW).

In the interest of expediting the processing of your application, would you please indicate below whether you agree to a copy of your completed application form (including any confidential information contained in that application form) being provided on a confidential basis directly to relevant departmental staff with responsibility to advise the Ministers named above on issues relating to the provision of water and sewerage services.

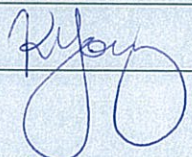
- ☒ I **agree** that a copy of my completed application form (including any confidential information contained in that application form) may be provided to relevant departmental staff as outlined above.
- ☐ I **do not agree** that a copy of my completed application form (including any confidential information contained in that application form) may be provided to relevant departmental staff as outlined above.

Name of person making the acknowledgement: KEVIN YOUNG

Title of person making the acknowledgement: MANAGING DIRECTOR

[Director / Company Secretary]

On [date]: 15 SEPTEMBER 2011

Signature of person making the acknowledgement: 

Name of person making the acknowledgement: IAN WATERS

Title of person making the acknowledgement: COMPANY SECRETARY

[Director / Company Secretary]

On [date]: 15 SEPTEMBER 2011

Signature of person making the acknowledgement: 

Pre-Lodgement Checklist

Use the following checklist to check that your Application Form has been completed correctly.

Item	Completed / Included?	Confirm Complete [Office Use Only]
Part One: Introduction		
Has the application fee been included with the application?	<input type="checkbox"/>	<input type="checkbox"/>
Have parts 1 (a) to 1 (m) of the Application Form been completed?	<input type="checkbox"/>	<input type="checkbox"/>
Have the following supporting documents been labelled and attached in an Appendix?		
<ul style="list-style-type: none"> Documentary evidence or outline any discussions or agreements you have made or intend to make with intended customers/end users for the services to be provided by the infrastructure (where these exist at the time of application) 	<input type="checkbox"/>	<input type="checkbox"/>
<ul style="list-style-type: none"> Map of the area of operations for the activities to be licensed 	<input type="checkbox"/>	<input type="checkbox"/>
<ul style="list-style-type: none"> Documentary evidence or outline of any agreements, authorisations, contracts or licences that you have obtained or intend to obtain to access water or sewage source(s) and relevant infrastructure to meet your anticipated customer needs 	<input type="checkbox"/>	<input type="checkbox"/>
Part Two: Technical Capacity		
Have parts 2 (a) to 2 (h) of the Application Form been completed?	<input type="checkbox"/>	<input type="checkbox"/>
Have the following supporting documents been labelled and attached in an Appendix?		
<ul style="list-style-type: none"> Process flow diagram of the scheme (from source to end use) 	<input type="checkbox"/>	<input type="checkbox"/>
<ul style="list-style-type: none"> Independent validation of process or value engineering assessment of design (if available) 	<input type="checkbox"/>	<input type="checkbox"/>
<ul style="list-style-type: none"> Risk management policy and risk management plan (including risk register) 	<input type="checkbox"/>	<input type="checkbox"/>
<ul style="list-style-type: none"> Documentary evidence of any agreements or discussions with other service providers to secure alternative water supplies or sewerage services 	<input type="checkbox"/>	<input type="checkbox"/>
<ul style="list-style-type: none"> Copies of any relevant environmental, planning or other approvals 	<input type="checkbox"/>	<input type="checkbox"/>
<ul style="list-style-type: none"> Compliance or Regulatory Management Strategy 	<input type="checkbox"/>	<input type="checkbox"/>
<ul style="list-style-type: none"> Documentary evidence of a performance monitoring framework 	<input type="checkbox"/>	<input type="checkbox"/>

Item	Completed / Included?	Confirm Complete [Office Use Only]
<ul style="list-style-type: none"> ■ Infrastructure operating plan (if available) ■ Preliminary Risk Assessment (to be provided to NSW Health) ■ Drinking water management plan, recycled water management plan or sewerage management plan, as relevant to your proposed activity (if available) 	<input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/>	<input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/>
Part Three: Organisational Structure and Capacity		
Have parts 3 (a) to 3 (c) of the Application Form been completed	<input type="checkbox"/>	<input type="checkbox"/>
Have the following supporting documents been labelled and attached in an Appendix?		
<ul style="list-style-type: none"> ■ Statutory Declarations (refer to Part 5 below) that your corporation is not a disqualified corporation and no director or persons concerned in the management of your corporation is or would be a disqualified individual ■ Organisational Diagram of your corporation, including the corporations that own your corporation, and the corporations that your corporation owns or holds an interest in ■ Detailed Resourcing Plan 	<input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/>	<input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/>
Part Four: Financial Capacity		
Have parts 4 (a) to 4(f) of the Application Form been completed?	<input type="checkbox"/>	<input type="checkbox"/>
Have the following documents been labelled and attached in an Appendix?		
<ul style="list-style-type: none"> ■ Financial statements for past 3 years (preferably audited) ■ Where annual financial statements are more than 3 months old, the latest available management reports showing: a trading statement, a profit and loss statement and a trial balance. ■ Copies of tax returns for the last 3 years ■ Credit rating memorandum (Standard & Poor's, Moody's, Fitch), if available ■ Projected cash flows for the next 5 years of operation ■ A letter from a financial institution confirming indicative financing of your activity ■ A certificate of currency for each type of insurance obtained ■ Details of itemised inclusions and exclusions for each type of insurance you hold 	<input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/>	<input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/>

Item	Completed / Included?	Confirm Complete [Office Use Only]
<p>If you are a new corporation, supported by 1 or more parent entities, have the following documents been labelled and attached in an Appendix?</p> <ul style="list-style-type: none"> ■ copy of guarantee or cross deed of indemnity provided from the parent entity ■ financial statements for the parent entity for the last 3 years <p>Where you are a new corporation financed through alternative arrangements, have the following documents been labelled and attached in an Appendix?</p> <ul style="list-style-type: none"> ■ a letter from a financial institution certifying an existing or proposed line of credit ■ copy of guarantee or cross deed of indemnity provided by an entity such as a holding company or a Director (including financial statements of the guarantor) 	<div><input type="checkbox"/></div> <div><input type="checkbox"/></div> <div><input type="checkbox"/></div> <div><input type="checkbox"/></div>	<div><input type="checkbox"/></div> <div><input type="checkbox"/></div> <div><input type="checkbox"/></div> <div><input type="checkbox"/></div>
Part Five: Statutory Declaration & Acknowledgement		
<p>Have the following supporting documents been labelled and attached in an Appendix?</p> <ul style="list-style-type: none"> ■ Statutory Declarations (refer to Part 3 above) ■ Acknowledgements 	<div><input type="checkbox"/></div> <div><input type="checkbox"/></div>	<div><input type="checkbox"/></div> <div><input type="checkbox"/></div>