



Combined Application Form
Network Operator and Retail Supplier

Water Industry Competition Act 2006

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Combined Application Form: Network Operator and Retail Supplier

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?

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, 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 network 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. A retail supplier’s licence authorises the licensee to supply water (drinking or non-potable) or provide sewerage services by means of any 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 activities are to be licensed?

i. Network Operator

Tick the applicable box(es) below.

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

ii. 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	X	Construct	<input type="checkbox"/>	Construct
<input type="checkbox"/>	Maintain	X	Maintain	<input type="checkbox"/>	Maintain
<input type="checkbox"/>	Operate	X	Operate	<input type="checkbox"/>	Operate

iii. Retail Supplier

Tick the applicable box(es) below.

Activity being licensed	Retail Supplier's Licence
Supply of drinking water	<input type="checkbox"/>
Supply of non-potable water	X
Provision of sewerage services	<input type="checkbox"/>

1(b) Who is the applicant?

Corporation Name	Veolia Water Solutions and Technologies
ACN	055 254 003
Place of Incorporation	New South Wales
Address of Applicant's Registered Office	Level 4, Bay Centre, 65 Pirrama Road, Pyrmont, NSW 2009
Address of Principal Place of Business (if different from Registered Office)	N/A

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	Laurent Gaborit	Yvan MacRe
Title	Managing Director	Chief Financial Officer
Date of birth		
Residential address		

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

Contact Person	Karen Shaw
Title	Strategic Manager
Role	Strategic Manager
Postal Address	Level 4, Bay Centre, 65 Pirrama Road, Pyrmont
State / Postcode	NSW 2009
Business Telephone Number	(02) 8572 0400
Mobile Telephone Number	0419 412 321
Fax Number	(02) 8572 0410
Email Address	Karen.shaw@veoliawater.com

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

1(e) Third party activities

i. 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
N/A	-	-	-	-
N/A	-	-	-	-
N/A	-	-	-	-

ii. Do you intend to perform all three functions of a network operator’s licence (i.e. construct, maintain and operate)?

Veolia Water Solutions and Technologies will perform all three functions of a network operator’s licence.

If no, then name the other companies involved in performing these activities and your relationship to them in the table below.

Name of third party	Address	Contact person	Describe the services provided by the third party	Describe the arrangements with the third party
N/A	-	-	-	-
N/A	-	-	-	-

1(f) Overview of infrastructure

i. Provide details on the infrastructure in the table below

<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>Recycled Water Plant comprising Membrane Bio-Reactor (MBR), Reverse Osmosis, UV disinfection and Chlorination.</p> <p>Building owners and tenants.</p> <p>Cooling tower make-up, toilet flushing and irrigation.</p> <p>Maximum daily average extracted via a sewer mining agreement will be 245kl.</p> <p>The Recycled Water Plant will produce a maximum of 166kl/day for distribution.</p> <p>Please refer to Appendix 1(f) in support material for more details.</p>
<p>If relevant, describe the infrastructure that already exists in relation to the activity</p>	<p>The Darling Walk Redevelopment Project consists of two new premium A grade, low rise commercial buildings to be developed in Sydney (Darling harbour). The previous building and associated public domain have been demolished. The existing Sydney Water VCP Sewer runs adjacent to the property and will be the sewer extraction and discharge point.</p>
<p>Does infrastructure need to be constructed? If yes, what is needed and when is construction expected to commence?</p>	<p>Yes. Construction already commenced will be completed early 2011.</p>
<p>When is supply/service expected to commence?</p>	<p>Supply/Service is expected to commence 15th June 2011 (service).</p>

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

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

for accessing the infrastructure.

The developer will retain ownership of the infrastructure. The developer (Bovis Lend Lease - BLL) has engaged Veolia Water Solutions and Technologies (VWS) (The Applicant) to design, Construct, Operate and maintain the infrastructure, through:

- A purchase agreement to design/construct, and
- An ongoing operations and maintenance contract.

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
1	1-25 Harbour Street, Sydney NSW	In Basement. Levels B2 and B3	Combination treatment: Recycled Water Plant producing 166 kl/d of high quality treated water for cooling towers, irrigation and toilet flushing.

Briefly describe why you chose this location for the infrastructure.

The Recycled Water Plant is a robust treatment system designed for treatment of wastewater source and reuse applications and has a reduced footprint. The basement has been chosen for the location as this is where the majority of the building’s plant equipment will be located and it is out of sight of the buildings tenants and general public.

1(h) Map of 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(i) 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	<p>VWS will be the only licensed retail supplier with access to the infrastructure. Sydney Water and IPART auditors will be permitted access for regulatory compliance checks and trade water inspections.</p> <p>BLL Maintenance personnel will have access to the treatment plant for emergency situations; full training will be provided by VWS to BLL Maintenance staff on emergency procedures (shut</p>
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	down) for the plant.
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	<p>The Recycled Water Plant will be connected to Sydney Water’s sewer mains for the purpose of Sewer Mining and, discharge point for sludge and brine.</p> <p>Treated water storage tanks will ensure the water supply to the building in case of an incident to the Recycled Water Plant or if demand exceeds the Recycled Water Plant’s designed capacity. Mains water back up will be provided, in the event of a treatment plant failure.</p> <p>At the sewer connection point there will be the following valving arrangement:</p> <ul style="list-style-type: none"> - Manual knife valve, which can be operated at valve pit by either SWC, VWS or authorised third party to cut off supply to treatment plant. <p>Drawing of sewer connection details can be found in Appendix 1(i).</p>

1(j) Agreements with public water utilities or other network operators

Provide a list of each licensed network operator or public water utility from whose water or sewerage infrastructure the applicant will supply water or sewerage services to its customers	<p>A sewer mining agreement is currently being sort between BLL/SWC/VWS allowing the Recycled Water Plant to extract sewage from the Sydney Water 450mm VCP sewer line located on Harbour Street.</p> <p>VWS will obtain a trade waste agreement with SWC to allow the Recycled Water Plant to discharge waste streams to the sewer.</p> <p>Sydney Water corporation is the only public water utility involved in this scheme.</p>
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Please provide documentary evidence or outline of any agreements that you have obtained or intend to obtain to access water or sewerage services infrastructure to meet your anticipated customer needs in an Appendix.

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

i. 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)
Commercial	Toilet Flushing Applications	1-25 Harbour Street, Darling Harbour	5,500 commercial occupants of the building	40
Commercial	Cooling Tower Applications	1-25 Harbour Street, Darling Harbour	N/A	116
Commercial	Garden irrigation	1-25 Harbour Street, Darling Harbour	Details of Garden irrigation in Appendix 1(k)	10

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.

ii. Commencement of retail services

When are retail services expected to commence? If the introduction of retail services is in stages, then describe each stage and its timing.	Service is expected to commence on 15 th June 2011.
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iii. Supply to small retail customers

<p>Are any of your customers “small retail customers” within the meaning of clause 5 of the General Regulation? If yes, please provide details.</p>	<p>No. VWS will ‘bulk’ supply the water to Bovis Lend Lease, for use within the Darling Walk Development only.</p>
<p>Describe the arrangements you have made, or will make, to join an approved ombudsman scheme</p>	<p>Section 50 of the WIC Act states only retailers with small retail customers have to join the scheme. Our scheme is for bulk toilets, irrigation and cooling towers for the building. The water is not sold on a per kL basis. On this basis we believe our project to be exempt from this requirement.</p>

1(l) Contestable or monopoly supply

<p>Will the supply of water and/ or sewage services to customers be contestable or subject to monopoly supply?</p>	<p>VWS will be the only supplier of non-potable water in the Darling Walk building. Treated water from the Recycled Water Plant will be used for toilet flushing, irrigation and cooling tower applications. There will be a Sydney Water mains supply present for these functions as a backup.</p>
<p>If you are a monopoly supplier, specify the water supply or sewerage service, the area, and class of customers.</p>	<p>Water supplied is non potable water and is treated by a Recycled Water Plant which sources sewage via sewer mining.</p> <p>The area serviced is contained within the Darling Walk Redevelopment.</p> <p>The class of customer will be commercial as the water is being supplied to:</p> <ol style="list-style-type: none"> 1) The buildings cooling towers 2) The commercial tenants of Darling Walk building for toilet flushing applications 3) The commercial tenants of Darling Walk gardens for irrigation applications

1(m) Quantity of Water or Sewage

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

<p>If yes, explain how</p>	<p>Yes, the proposed Recycled Water Plant is a combination of the biological treatment and the membrane bioreactor which treats sewage and produces high quality recycled water for use with cooling towers, toilet flushing and irrigation applications.</p> <p>This will decrease the building’s demand on potable water considerably reducing the usage of valuable drinking water supplies.</p> <p>It is part of the Green Star credentials for this building.</p>
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ii. What is the volume of water or sewage available or to be managed?

<p>For each source from which the water or sewage handled by the infrastructure is drawn:</p> <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 	<p>The Recycled Water Plant at Darling Walk Redevelopment is designed to draw sewage by sewer mining from SWC's sewer line and treat a maximum of 245kl of influent per day. This amount will be dependent on the building's non-potable water demand.</p> <p>The sewage quality is a mix between light commercial and residential type sewage as the building is located in Sydney Darling Harbour.</p> <p>The sewage is being sourced from the Sydney Water 450mm VCP sewer line located on Harbour Street.</p>
<p>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?</p>	<p>Documentation on the Sydney Water 450mm VCP sewer line has been included in the confidential version of this application. This documentation is from SWC and includes preliminary feedback with indicative flow volumes.</p>
<p>What is the expected extraction rate from the source(s) (kL/day)?</p>	<p>245kl extracted for treatment per day – Max case</p> <p>The extraction rate is dependent on the Darling Walk building demand for non-potable water.</p>
<p>How, and for how long, has access to the water or sewage source(s) been secured?</p>	<p>Access is expected to be released by SWC soon via a sewer mining agreement. The Sewer Mining Agreement is between SWC and BLL for the Sydney Water 450mm VCP sewer line located on Harbour Street.</p> <p>A draft Sewer Mining agreement has already been issued by SWC (see Appendix 1(m)).</p>
<p>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?</p>	<p>The Recycled Water Plant is designed to treat according to demand for non-potable water. There are two treated water storage tanks, a 116kl storage tank for cooling tower applications and a 50kl storage tank for toilet flushing and irrigation applications. Flows in the sewer indicate the plant should be able to extract sewage 24 hours a day. A buffer tank of 28 m³ is provided in case flows at night fall below those expected.</p>

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(n) 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>VWS will undertake risk assessment for all stages of Recycled Water Plant including a HAZOP and Environmental risk assessment. This will be a cradle to grave review of the recycled water scheme, from sewer main connection to each supply point.</p>
<p>The encouragement of competition in the supply of water and the provision of sewerage services</p>	<p>The Recycled Water Plant will give the occupants of 1-25 Harbour Street access to high quality treated water which can be used for multiple applications. The commercial customers will be supplied in bulk with operational costs recovered through their lease agreements. They will not be charged on a kL/day basis.</p> <p>The supply of infrastructure and ongoing operation for non-potable water supply at Darling Walk is the product of a competitive tender process, with a number of companies offering bids for the project, thus encouraging competition.</p>
<p>The ensuring of sustainability of water resources</p>	<p>The purpose of the water recycling system is to reduce demand on Sydney Water’s potable water supply. This is one of the measures that BLL has undertaken to fulfil their commitment to sustainability of water resources.</p>
<p>The promotion of production and use of recycled water</p>	<p>The Darling Walk Redevelopment will include a Recycled Water Plant and this system is to produce high quality recycled water from sewage sources. The recycled water is then used for toilet flushing, irrigation and cooling tower applications which will decrease the demand on Sydney Water’s potable water supply.</p> <p>The Darling Walk Redevelopment will incorporate environmental sustainable design initiatives with a view to achieving 6 Star Green Star Certified Rating as defined by the Green Star Office Design and As-Built rating schemes for the Green Building Council of Australia (GBCA). The project will also target to achieve 5 Star NABERS Energy as defined by the National Built Environment Rating System.</p> <p>Darling Walk Redevelopment is to be one of Sydney’s first 6-star (GBCA) rated buildings. Its sustainability features are being promoted to the property industry and its clients. The recycled water scheme features prominently in that promotion. An anchor tenant has been secured, who has corporate sustainability criteria to comply with.</p> <p>Public and tenant education will be an important component of the scheme. BLL as operators of the building will ensure community education and awareness is fully addressed.</p>

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

<p>If so, discuss these other considerations in relation to the activity</p>	<p>This is part of a Green Star rated building in a prominent Sydney location such as Darling Harbour. Sustainable architecture, which reduces consumption of energy, water and materials, is in the broad interest of the community.</p> <p>Odour treatment has been a key element of the design for the Darling Walk Recycled Water Plant. Our proposed design exceeds benchmark odour treatment design for installations of this type.</p>
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1(o) Stakeholder Considerations

<p>Describe the stakeholder consultation processes you have undertaken, and any future public and government consultation that will be undertaken</p>	<p>For the design of the project, some consultations with the developer, builder and their consultants regarding the implications of a recycled water scheme have been conducted.</p> <p>Preliminary meetings with IPART and NSW Health to discuss and present our proposed Recycled Water Plant design have already taken place. Consultation with both these organisations will continue through the implementation of the project.</p> <p>A sewer mining agreement is currently being obtained from Sydney Water. Consultation with Sydney Water on plumbing, drainage and trade waste issues are underway, and are based on precedents set during previous sewer mining projects. These issues will be finalised as part of detailed design.</p> <p>As part of the commissioning of the infrastructure, consultation with building tenants and maintenance personnel will be conducted. The following will be carried out:</p> <ul style="list-style-type: none"> o Training for building Maintenance Staff o Information flyers for tenants and other community consultation as agreed with city of Sydney Council o A detailed operating contract outlining roles and responsibilities of stakeholders.
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1(p) Additional information (optional)

<p>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</p>	<p>N/A</p>
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Appendix 1(f) – Overview of infrastructure

- VWS Proposal

Appendix 1(h) – Map of activities to be licensed?

- Site Plans showing development boundary
- Sewer connection point

Appendix 1(i) – Interconnections to the infrastructure

- Sewer connection details

Appendix 1(j) – Agreements with public water utilities or other network operators

- Draft Sewer Mining agreement

Appendix 1(k) – Who are the customers/end users?

- Irrigation Description
- Ground floor – Irrigation Plan
- Level 6 – Irrigation Plan

Appendix 1(m) – Quality of Water or Sewage

- Draft Sewer Mining agreement

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 - Experience as a Network Operator and Retail Supplier”.

2(a) Experience as a Network Operator and Retail Supplier

i. Do you have prior experience in the construction, maintenance and operation of water infrastructure or a utility business?

<p>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?</p>	<p>VWS is a specialist water and wastewater treatment plant design and construction company. Since the mid 1990’s the company has developed an impressive portfolio of turnkey treatment projects. VWS bring the following strengths to the Darling Walk project:</p> <ul style="list-style-type: none"> • Western Corridor – O&M contract with the Queensland Government with VWA appointed as the Scheme Operator responsible for the operation and maintenance of 3 advanced water treatment (water recycling) plants and the distribution network that transfers the recycled water to industry and Wivenhoe Dam. • Illawarra Water Recycling Plant (WRP) – D&B contract with Sydney Water Corporation (SWC) to design, build and provide operational advice for upgrading 3 wastewater treatment plants south of Sydney (Bellambi, Port Kembla, Wollongong) to serve 300,000 residents. The heart of this project is a Wastewater Recycling Plant which uses microfiltration and reverse osmosis technologies to recycle 20 ML/d of sewage for reuse by BlueScope Steel at Port Kembla. • Kwinana Water Reclamation Plant – D&C contract with Water Corporation (WA) for the design and construction of a recycled water plant. This plant treats a total of 5GL of wastewater annually, using micro-filtration and reverse osmosis processes. • Brampton Island Sewage Treatment Plant – D&B contract for the upgrade of the existing biological treatment – Brampton Island Sewage Treatment Plant. The process uses a Neosep Membrane Bioreactor (MBR) pack with Ultrafiltration to produce class A quality treated water suitable for golf course irrigation and for
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	<p>discharge into sensitive environment.</p> <ul style="list-style-type: none"> • Biosep : Pleuven (France) Biosep (2009) – 96/120 m3/d • Total Nitrogen Removal, Phosphorus from wastewater using Neosep Pack: Okaloosa County, FL (USA) (2008) – 102 m3/d <p>These projects are detailed further in Appendix 2(a) (Project Sheets).</p>
<p>Does the CEO or do any of the Directors hold relevant professional qualifications or industry experience, particularly in the water industry?</p> <p>Please provide details including responsibilities, key outputs/achievements and evidence suitable for assessment of currency of that experience</p>	<p>Laurent Gaborit is the Managing Director of Veolia Water Solutions and Technologies (VWS).</p> <p>The VWS Directors include Douglas Dean and Peter McVean.</p> <p>These personnel are highly experienced in the Water Industry. CVs have been provided to IPART in our confidential application.</p>
<p>Please provide details and evidence of the relevant skills, qualifications and experience of key personnel involved in the activities to be licensed</p>	<p>The key personnel associated with the design, construction, commissioning and long term operation of the recycled water plant include:</p> <p>Plant Design, Construction & Commissioning</p> <p>VWS Project Manager</p> <p>VWS Design Manager & Process Engineer</p> <p>VWS Process Engineer</p> <p>VWS OHSE Manager</p> <p>VWS Site Supervisor</p> <p>VWS Mechanical Engineer</p> <p>VWS Electrical/Control Engineer</p> <p>VWS Drafter</p> <p>Plant Operations and Maintenance</p> <p>GMO</p> <p>Operations Manager</p> <p>Process Engineer</p> <p>Water Quality Officer</p> <p>Operator / Maintainers</p> <p>All of these personnel are experienced in the water industry. Names of personnel and CV's are provided in the confidential application.</p>

ii. Do you have prior experience in the water industry /utility retailing?

Describe your corporation's water industry/ utility retailing experience, both in Australia and overseas

This scheme requires bulk supply by VWS to one single client BLL. The water is not to be sold on a per kL basis. Design and construction of the Recycled Water Plant is on a turnkey basis. Operations of the treatment plant are on a monthly fee basis. Therefore we believe VWS retailing experience is not relevant for this project.

Describe the knowledge, expertise, qualifications and experience of key personnel involved in the operation and management of a utility retailing business

Due to the nature of the project direct experience in utility retailing business is not necessary. Please refer to 2a (i) for key personnel involved in project.

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

Describe the process to be used to extract and/or treat water or sewage.

The Darling Walk Redevelopment involves the following processes:

- The process will collect sewage mined from the Sydney Water 450mm VCP sewer main located in Harbour Street. The sewer off take arrangements will be designed in line with SWC recommendations, and with SWC input and comment on design. The mined sewage will gravitate to the Recycled Water Plant.
- The gravitated sewage/influent will pass to a buffer tank, where it will be agitated, aerated and undergo floating oil & grease removal.
- The influent will then pass through a 2 mm screen; screenings will be macerated and returned to sewer.
- Once screened the influent then undergoes biological treatment and separation via an Ultrafiltration Membrane.
- The permeate water passes through a Reverse Osmosis System in order to ensure Total Dissolved Solids (TDS) level is suitable for cooling tower make up.
- Disinfection using UV system provides further removal of bacteria, protozoa and viruses.
- Finally chlorine dosing provides further disinfection via controlled contact and residual disinfection during storage and delivery.

A Risk Assessment is under development and it will be issued in the next 3 months. The risk assessment will include also the Preliminary Risk Assessment with the relevant comments on the environmental impacts that may result from the project. The potential critical control points were identified and details on the identified CCPs are provided in Appendix 2(b) (as they relate to primarily to protection of public health, water quality and the environment).

A preliminary meeting has been held with NSW Health to

	<p>discuss our draft validation plan.</p>
<p>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>	<p>The plant is designed for 24-hour/day operation to produce up to 245kl/d of recycled water. The plant includes:</p> <ul style="list-style-type: none"> • Pre-treatment grease removal and screening systems, including macerating pump • Buffer tank which is suitable sized for the incoming flows and demand capacity • An aerobic biological treatment zone • Online dissolved oxygen monitoring • An ultrafiltration zone (MBR) • Online turbidity monitors • Reverse osmosis package to remove TDS levels for cooling tower applications • Online conductivity monitoring • Disinfection using ultraviolet radiation with photo-intensity monitor which ensure appropriate UV dose at all times • Chlorine dose for residual disinfection • Treated storage tank • Remote monitoring and data logging of system and critical control points • Critical alarms will shutdown the system and switch over to mains water backup when required • When the recycled water is not appropriate for reuse, the recycled or raw blackwater will be stored or diverted to sewer. • The pre-treatment balance tank can be pumped directly to sewer during plant maintenance. This will greatly reduce the risk of untreated or partially treated wastewater from entering the environment. <p>A full assessment of the risks critical control points will be reviewed in the HAZOP of the treatment process. This will be fully documented in the Recycled Water Management Plan.</p> <p>Operating life for critical components:</p> <ul style="list-style-type: none"> • Biological tanks - 20 years • Ultrafiltration membranes - 5 years (membrane life) • Pumps - 10 years

	<ul style="list-style-type: none"> • Blowers - 10 years • Monitoring probes - 5 years • Valves - 5 years • UV Lamps – 12 months <p>Plant is designed as non-critical, with fail safe to potable water supply of treated water quality outside design requirements Duty/Standby provision for O2 supply to the biological process. Duty/Standby for treated water supply pumps.</p> <p>Critical spares will be provided. These will be identified in the Recycled Water Management Plan.</p>
<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>Yes.</p> <p>The use of biological treatment and membrane filtration for treating effluent from sewage treatment plants is common practice in Australia and around the world.</p> <p>Biological bioreactor and membrane separation is a proven technology for wastewater reclamation that combines biological treatment with membrane filtration to achieve high quality effluent.</p> <p>Veolia Water operates and maintains these types of plant in Australia to produce recycled water for industry and ultimately to supplement the drinking water supply. We have access to the operating data for these treatment plants which will assist us in finalising our validation plan, and ultimately our Recycled Water Treatment Management Plan.</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(c) If applicable, what arrangements have been or will be made in relation to the construction of the infrastructure?

<p>Outline the timeframe and key milestones for the construction of the infrastructure.</p>	<p>The key milestones associated with the construction of the recycled water plant are:</p> <p>Milestone</p> <p>Contract Award - 24/09/09</p> <p>Completion of process design – December 2009</p> <p>Completion of Procurement & Manufacture – March 2010</p> <p>Completion of Delivery – May 2010</p> <p>Completion of Installation – July 2010</p> <p>Completion of Commissioning – August 2010</p> <p>Plant Operation - 15/06/11</p>
<p>Are any aspects of the proposed project contingent on future events? If so, please explain.</p>	<p>Yes.</p> <p>Construction of the buildings on time and securing tenants for the buildings.</p>

Please provide a risk assessment of construction issues in an Appendix.

2(d) Risk analysis and management

i. How have you addressed your whole of business risk in relation to the activities to be licensed?

<p>Explain how.</p>	<ul style="list-style-type: none"> • All VWS business activities, products and services carry a measure of risk. • It follows that we have a defined way of doing business to eliminate or mitigate risk to a level acceptable to the Company; this is achieved by rigorously applying our BSI certified integrated management system (IMS) which contains the necessary risk management tools (following the AS/NZS 4360 Risk management standard approach) to properly conduct our business in the Plan, Do Check approach of the applicable standards. Our IMS is certified to: <ul style="list-style-type: none"> ○ AS/NZS 4801:2001 OHSMS std ○ BS OHSAS 18001:2007 ○ AS/NZS ISO 14001:2004 EMS ○ AS/NZS ISO 9001:2008 QMS • We have a Compliance team that has been established to provide assurance to our GMs, our MD and Board of Directors that we are going about our business meeting our legal obligations, complying with our IMS and mitigating our risks accordingly.
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	<ul style="list-style-type: none"> • Compliance provides this assurance through auditing, training, oversighting and team support at every level <p>Our compliance team comprises Engineer, Lawyer, OHSE professional and auditor.</p> <p>We then apply our certified management systems policies, manuals, procedure and the like to deliver this project thereby eliminating or mitigating risk to an acceptable level to the company our customers, the public, the environment and the authorities. The following is the general approach each of which include detailed Risk Assessment:</p> <ul style="list-style-type: none"> • Project Mgt plan • Design plan • Procurement plan • Construction plan • OHS Plan • Environment Mgt Plan <p>Also refer to appendix 2(d) for the following documents describing VWS’s approach to Risk analysis and management in the technical, environmental and commercial areas of the business. The following VWS documents are included:</p> <ul style="list-style-type: none"> • VWS Risk Assessment Form • VWS Environmental Management Plans <p>We also have included in Appendix 2(d) a copy of our Preliminary Risk Assessment form completed for the Darling Walk Project. This document will be updated and reviewed throughout the design and construction process.</p>
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ii. What events or circumstances could adversely affect your ability to carry out the activity?

Note: You are *not* required to provide the information requested in 2(d)(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*.

<p>List the events and circumstances that could adversely affect your ability to carry out the activities for which you are seeking the licence</p>	<p>The circumstances that could adversely affect VWS’s ability to carry out the design, construction, proving and operation of the recycled water plant are listed in the following risk assessment:</p> <ul style="list-style-type: none"> • Preliminary Risk Assessment – details the risks associated with the recycled water plant <p>This risk assessment is provided in Appendix 2(d). It includes an assessment of the probability (likelihood) and consequence of each event. Existing control measures and additional actions required to control the risks are also included.</p> <p>The HAZOP and final Risk Analysis will further identify the circumstances which will prevent the ability to supply treated water. These will be fully documented in the Recycled Water Management Plan including an assessment of the probability of</p>
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	<p>these events.</p> <p>A sample Recycled Water Management Plan developed by VWA for the WCWRP is also provided in Appendix 2(f) as an example of the format and content of the final document which will be prepared for Darling Walk. A draft copy of the Recycled Management Plan for Darling Walk will be complete by end of April 2010 and will be forwarded to IPART for review.</p>
<p>What is the probability of the occurrence of any such event or circumstance?</p>	<p>Our Preliminary Risk Assessment form (Doc N° QR1B3005) outlines expected Risks for the Darling Walk Project, and identifies probability and measures which will be implemented to minimise these risks.</p>
<p>What measures are to be implemented to prevent or minimise the likelihood of any such event or circumstance?</p>	<p>This will be further developed and detailed in the final Risk Assessment for the project and the Recycled Water Management Plan.</p>

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

<p>What arrangements have been or will be implemented to ensure continuity of supply/service delivery?</p>	<p>An operations and service contract will be in place to ensure maintenance is undertaken on a regular interval.</p> <p>Critical spares will be provided.</p> <p>Duty/standby aeration equipment is provided for the biological tanks.</p> <p>Operations, maintenance and service contract is in place, to ensure regular maintenance. Daily, weekly and planned maintenance tasks will be scheduled and closely managed.</p>
<p>What arrangements have been or will be made to secure alternative water supplies or sewerage services when the infrastructure is inoperable?</p>	<p>In the event of complete failure to supply recycled water all end users will be supplied with potable water. This will be supplied from the SWC potable water network.</p>

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

<p>Describe the arrangements made for the maintenance, monitoring and reporting of standards of service for the infrastructure</p>	<p>Draft Operations, Maintenance and Asset Management Plans will be prepared and finalised before the commencement of the plant operation.</p> <p>An operation and service agreement has also been setup between BLL and VWS. This will cover monitoring and reporting of standards of service including a quarterly report for the developer.</p> <p>Draft copy of service agreement is provided in Appendix 2(e).</p> <p>A sample Performance and Verification Plan developed by Veolia for the Western Corridor Water Recycling Plan (WCWRP) is provided in Appendix 2(e) as an example of the format and content of the final document for the Darling Walk Project. A project specific plan will be prepared prior to commissioning. A draft will be available end of July 2010.</p>
<p>Describe arrangements for the continued safe and reliable performance of the infrastructure, including the arrangements for the renewal of the infrastructure</p>	<p>The operations and maintenance manual will include an asset management plan, and schedule for equipment refurbishment and replacement.</p>

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?

<p>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?</p>	<p>N/A – The water to be supplied is not drinking water.</p>
<p>If the water to be supplied is non-potable water, how will the 12 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?</p>	<p>The plant is a non critical supply; any issues with the treatment plant affecting the ability to produce water of high quality will result in the plant discharging treated water to the sewer. Potable water will be used to supply toilets, irrigation and cooling towers.</p> <p>Final details will be provided in the Recycled Water Management Plan, Operations and Maintenance manual, Service contract, HAZOP and environmental risk assessments that will be prepared prior to operations commencing.</p> <p>An example of the proposed format and content of the Recycled Water Management Plan is provided in Appendix 2(f). This plan has been prepared for the WCWRP in SE Queensland where Veolia Water has been appointed as the scheme operator. The plan is for a process that is similar to that proposed for this project. The project specific Recycled Water Management Plan will be available by end of July 2010.</p>
<p>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)?</p>	<p>The non-potable water will be used for cooling towers, toilet flushing and irrigation applications.</p> <p>Irrigation will be in non-public accessible areas only (gardens). The water will not be used for drinking, hand washing, food preparation and fire hydrants.</p>
<p>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?</p>	<p>The waste from the Recycled Water Plant will be disposed to sewer under a Trade Waste licence with SWC. The system is designed to have minimal discharges in its daily operation and the screenings will be macerated insuring suspended solids levels will be reduced to <600 mg/L prior to discharge.</p>
<p>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</p>	<p>Final details will be provided in the Recycled Water Management Plan that will be prepared prior to operations commencing.</p> <p>Waste from the Recycled Water Plant will be disposed only to sewer. This will be accordance with a Trade Waste licence with</p>

assessments be addressed?	SWC.
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	A copy of the Preliminary Risk Assessment for Darling Walk is included in Appendix 2(d). Our Approach to Environmental Risk Management will be further developed and documented in our Recycled Water Management Plan and final Risk Assessment which will be complete by end of July 2010.

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) 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?	<p>VWS will interface with SWC and this will be managed via a trade waste and sewer mining agreement.</p> <p>VWS will operate the Recycled Water plant, and provide treated water as bulk supply to BLL. BLL will be responsible for delivery of the water to its end use:</p> <ul style="list-style-type: none"> • Cooling tower • Irrigation • Toilet flushing
Describe your dispute management protocol or proposed arrangements with other service providers	<p>Any dispute arising with SWC will be governed by the terms and conditions stated in a Sewer Mining agreement and Trade Waste agreement with SWC.</p> <p>A suitable method of dispute management will be addressed and agreed with BLL as part of the operations contract.</p>

Please attach a copy of your Dispute Management Protocol (if developed) in an Appendix.

ii. What processes and systems are in place (or will be implemented) for managing your interface with customers?

<p>Describe your corporation’s customer service policy, protocols and/or how you will ensure an appropriate standard of customer service</p>	<p>24/7 telephone support is in place and a technical staff member is always on call to respond to any incidents. Remote monitoring system will allow VWS to monitor and run the Recycled Water Plant from anywhere via a secure internet connection.</p> <p>VWS are responsible for all aspects of operating the treatment plant.</p>
<p>Outline your process for establishing and maintaining customer accounts</p>	<p>N/A</p> <p>No small retail customers</p>
<p>Briefly describe your billing and collections process and systems</p>	<p>N/A</p> <p>No small retail customers</p>
<p>Describe the arrangements you have made or propose to make in relation to complaint and debt recovery procedures</p>	<p>N/A</p> <p>No small retail customers</p>
<p>Describe the arrangements you have made or propose to make in relation to any marketing activities</p>	<p>A project sheet will be developed, and VWS will develop external marketing material once approval is sought from BLL this will include brochures, VWS website and newsletters. Refer examples on our VWS website at: www.veoliawaterst.com</p> <p>BLL may include reference to the Recycled Water Treatment Plant in similar marketing material in relation to the Development.</p> <p>All media releases and communications on behalf of the BLL (other than by the CEO) must be pre-approved by the CIE. Only the CEO, CIO and RCEO have the authority to release media statements or speak with the media with respect to the BLL business. An employee may only speak to the media with the pre-approved of the CIO.</p>

	<p>The CIO may delegate (generally or specifically) authority to a FM to release to, or speak with, the media on a Fund related matter.</p> <p>All media releases and communications on behalf of the VWS must be pre-approved by the Managing Director.</p>
<p>Describe the arrangements you have made or propose to make for meter reading</p>	<p>N/A</p> <p>No small retail customers</p>
<p>Describe any quality assurance systems, processes and certifications that you have implemented or obtained. Copies of Quality Assurance Certification should be provided where applicable</p>	<p>VWS is certified for all business activities including engineering, procurement and project management providing the foundation necessary for consistent and exceptional quality. Certification includes AS/NZS/ISO 9001 for Quality; AS/NZS ISO14001 for Environmental and AS/NZS 4801:2001 as well as OHSAS 18001 for OH&S.</p> <p>Copies of certificates are provided in Appendix 2(g).</p>

Please attach a copy of your customer service charter, statement or policies in an Appendix.

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

<p>Is development consent necessary for the activity? If no, please provide details indicating why not 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>A Planning Approval Submission (3A) has been submitted to Department of Planning for the project.</p>
<p>Briefly describe any other approvals that you have obtained or will obtain for the activity</p>	<p>A trade waste application will need to be obtained with SWC to allow discharges to sewer. VWS already has a number of trade wastes agreements with SWC for various VWS Recycled Water systems. A Sewer Mining agreement will be required with SWC.</p>

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

iv. What business systems have you implemented (or will be implemented) to ensure you can comply with a Network Operator’s and Retail Supplier’s Licences, the WIC Act and regulations, and other regulatory requirements?

<p>What business systems are in place (or will be implemented) to manage compliance with your regulatory requirements?</p>	<p>VWS has an Information Management System (IMS) accredited AS/NZS ISO9001:2008 (copy of the certificate is provided in Appendix 2(g)). VWS environmental, quality and OH&S policies are provided in Appendix 2(g). The VWS risk assessment form and the VWS environmental management plans are provided in Appendix (d). Regulatory requirements during operation of the plant will be documented in the Operation and Maintenance manual.</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.

Appendix 2(a) – Experience as a Network Operator and Retail Supplier

- Bundamba Project Sheet
- Gibson Island Project Sheet
- Illawarra Project Sheet
- Kwinana Project Sheet

- Brampton Island Project Sheet
- VWS Corporate Brochure
- VWS Solutions Brochure

Appendix 2(b) – What is the design of the infrastructure?

- Potential critical control points identified
- Process flow diagram
- Validation Plan

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

- Risk assessment of construction issues

Appendix 2(d) – Risk analysis and management

- Copies of VWS certificates
- VWS risk assessment form
- VWS environmental management plans
- Preliminary Risk Assessment

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

- Draft copy of Service agreement
- Sample Performance and Verification Plan for the WCWRP

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

- WCWRP Recycled Water Management Plan

Appendix 2(g) – Management systems

- Copies of VWS certificates
- VWS Environmental Policy

- VWS Quality Policy
- VWS OH&S Policy

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?	<input type="checkbox"/> Yes
	<input checked="" type="checkbox"/> 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
	Veolia Eau Compagnie – Générale Des Eaux	N/A (incorporated in France)

What other related entities, which are relevant to the activities, does the applicant own or hold an interest in?	Corporation Name	ACN
	Veolia Water Australia	061 161 297

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.

Attach a diagram showing VE or VW companies in Australia.

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

Outline your Resourcing Plan for the activity to be licensed

Please see Appendix 3(c) for Resource Plan

Please attach the detailed VWS Resourcing Plan for this activity in an Appendix. Also a diagram showing the contractual arrangement between Bovis Lend Lease (Developer), APPF (Manager) and VWS is included in Appendix 3.

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

- VWS Organisational diagram

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	<p>Veolia Water Solutions & Technologies (Australia) Pty Ltd (VWS) has grown very significantly (+ 20%) every year within the past three years, across both its divisions Design & Build and Solutions. During this period, VWS has been working on the following key projects: Woodside Pluto Effluent Treatment & Demin Plants (WA), BHP Billiton Worsley Alumina (WA), Sydney Water Rosehill Recycled Water Plant (NSW). VWS has a healthy business model, with recurring turnover from its Solutions activities, including service & maintenance and chemicals agreements.</p>
If applicable, what is your corporation’s credit rating?	
Provide details of your debt/equity finance and any debt covenants on existing borrowings	

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 activities?

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	
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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 agreements, 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 activities are financed or to be financed	
Please provide details of any financial guarantees or commitment of financial support	

Please provide, in an Appendix, a letter from a financial institution (being a bank, credit union or the government) confirming indicative financing of your activities, 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 (e.g. debt or equity), also provide:

- ▼ letter from financial institution (e.g. 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?

What types of insurance do you have or intend to obtain?	Type of Insurance	Level and extent of Cover
<p>Indicate the level (i.e. 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>	<input type="checkbox"/> Professional Indemnity Insurance <input type="checkbox"/> Public Liability Insurance <input type="checkbox"/> Workers’ Compensation <input type="checkbox"/> Products Liability Insurance <input type="checkbox"/> Other [Please describe]: _____	
<p>Explain how the level of cover provided or proposed by your insurer is sufficient for the size and nature of your proposed activities</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>Is the insurance company appropriate to insure this project?</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?

<p>Does your corporation have an accountant? If yes, what are your accountant’s contact details?</p>	<p><input type="checkbox"/> Yes <input type="checkbox"/> No</p>
<p>Does your corporation have an external auditor? If yes, what are your external auditor’s contact details?</p>	<p><input type="checkbox"/> Yes <input type="checkbox"/> No</p>
<p>If required, may we contact your accountant and/or external auditor to clarify any information provided?</p>	<p><input type="checkbox"/> Yes <input type="checkbox"/> No</p>

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

<p>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.</p>	<p><input type="checkbox"/> Government or other investigation of the corporation or related entities</p> <p><input type="checkbox"/> Any significant change in the financial position of the applicant corporation since the financial statements provided with this application</p> <p><input type="checkbox"/> Contract terminated</p> <p><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</p> <p><input type="checkbox"/> Any outstanding tax liabilities</p> <p><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)</p> <p><input type="checkbox"/> No adverse information on the applicant corporation</p>
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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 a ~~director~~ / the Chief Executive Officer / ~~the sole director and Chief Executive Officer~~ [delete as applicable] 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: Laurent Gaborit _____

Title of person making the application: Managing Director _____

Signature of person making the declaration: _____



Declared at *[place]*: Level 4, Bay Centre, 65 Pirrama Road, Pyrmont, NSW, 2009 _____

On *[date]*: 03/02/2010 _____

In the presence of *[name of witness]*: Patrick Pana _____

Signature of witness: _____



Title of witness: Justice of Peace _____

[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: Laurent Gaborit _____

Title of person making the acknowledgement: Managing Director _____

[Director / ~~Company Secretary~~]

On *[date]*: 03/02/2010 _____

Signature of person making the acknowledgement: _____



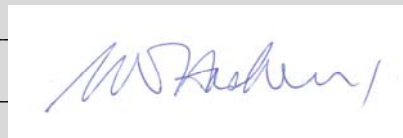
Name of person making the acknowledgement: Robert Harkness _____

Title of person making the acknowledgement: Company Secretary _____

[Director / Company Secretary]

On *[date]*: 03/02/2010 _____

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 (p) of the Application Form been completed?	X	<input type="checkbox"/>
Have the following supporting documents been labelled and attached in an Appendix?		
<ul style="list-style-type: none"> ■ Map of the area of operations for the activities to be licensed 	X	<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"> ■ 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"> ■ 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 	X	<input type="checkbox"/>
Part Two: Technical Capacity		
Have parts 2 (a) to 2 (g) of the Application Form been completed?	X	<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) 	X	<input type="checkbox"/>
<ul style="list-style-type: none"> ■ Independent validation of process or value engineering assessment of design (if available) 	X	<input type="checkbox"/>
<ul style="list-style-type: none"> ■ Construction risk assessment 	X	<input type="checkbox"/>
<ul style="list-style-type: none"> ■ Risk management policy and risk management plan (including risk register) 	X	<input type="checkbox"/>
<ul style="list-style-type: none"> ■ Infrastructure operating plan (if available) 	X	<input type="checkbox"/>
<ul style="list-style-type: none"> ■ Preliminary Risk Assessment (to be provided to NSW Health) 	X	<input type="checkbox"/>

Item	Completed / Included?	Confirm Complete [Office Use Only]
<ul style="list-style-type: none"> ■ 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"/>
<ul style="list-style-type: none"> ■ Dispute Management Protocol (if available) 	<input type="checkbox"/>	<input type="checkbox"/>
<ul style="list-style-type: none"> ■ Customer service charter, statement or policies 	<input checked="" 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, including documentary evidence of a performance monitoring framework 	<input checked="" 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 checked="" 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 	<input type="checkbox"/>	<input type="checkbox"/>
<ul style="list-style-type: none"> ■ Organisational Diagram of your corporation, including the corporations that own your corporation, and the corporations that your corporation owns or holds an interest in 	<input checked="" type="checkbox"/>	<input type="checkbox"/>
<ul style="list-style-type: none"> ■ Detailed Resourcing Plan 	<input checked="" type="checkbox"/>	<input type="checkbox"/>
Part Four: Financial Capacity		
Have parts 4 (a) to 4(f) of the Application Form been completed?	<input checked="" 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) 	<input checked="" type="checkbox"/>	<input type="checkbox"/>
<ul style="list-style-type: none"> ■ 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. 	<input type="checkbox"/>	<input type="checkbox"/>
<ul style="list-style-type: none"> ■ Copies of tax returns for the last 3 years 	<input checked="" type="checkbox"/>	<input type="checkbox"/>
<ul style="list-style-type: none"> ■ Credit rating memorandum (Standard & Poor's, Moody's, Fitch), if available 	<input checked="" type="checkbox"/>	<input type="checkbox"/>
<ul style="list-style-type: none"> ■ Projected cash flows for the next 5 years of operation 	<input type="checkbox"/>	<input type="checkbox"/>
<ul style="list-style-type: none"> ■ A letter from a financial institution confirming indicative financing of your activity 	<input checked="" type="checkbox"/>	<input type="checkbox"/>

Item	Completed / Included?	Confirm Complete [Office Use Only]
<ul style="list-style-type: none"> ■ A certificate of currency for each type of insurance obtained 	X	<input type="checkbox"/>
<ul style="list-style-type: none"> ■ Details of itemised inclusions and exclusions for each type of insurance you hold 	X	<input type="checkbox"/>
<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 	<input type="checkbox"/>	<input type="checkbox"/>
<ul style="list-style-type: none"> ■ financial statements for the parent entity for the last 3 years 	<input type="checkbox"/>	<input type="checkbox"/>
<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 	<input type="checkbox"/>	<input type="checkbox"/>
<ul style="list-style-type: none"> ■ 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) 	<input type="checkbox"/>	<input type="checkbox"/>
<p>Part Five: Statutory Declaration & Acknowledgement</p>		
<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) 	X	<input type="checkbox"/>
<ul style="list-style-type: none"> ■ Acknowledgements 	X	<input type="checkbox"/>