

[Insert Name of Project]

Alliance Development Phase Request for
Proposals (“ADP RFP”)

Appendix I - Interactive Process Guide

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1 INTRODUCTION AND PURPOSE

1.1 INTRODUCTION

The Alliance Development Phase (“ADP”) of the procurement process is designed to enable Proponents to produce Project Proposals that will deliver the Project Alliance Objectives and best achieve value for the Owner. Proponents will develop their Project Proposal with collaborative inputs from the Owner’s Team.

Throughout the collaborative process, interactions of the Proponents with the Owner’s Team must occur in a manner that ensures the highest standards of integrity and that Proponents are treated fairly. In this respect, the Interactive Processes will be characterized by:

- fairness;
- transparency and accountability;
- confidentiality of information;
- appropriately managing conflicts of interest; and
- creating an interactive environment that facilitates the Proponents achieving a Project Proposal that substantially meets the requirements outlined in Appendix A.

1.2 PURPOSE OF THE ADP INTERACTIVE PROCESS GUIDE

The purpose of the Interactive Process Guide (the “Guide”) is to set out the principles, processes and protocols to govern the interaction between the Owner’s Team and the Proponents and the associated exchange and sharing of information during the Interactive Processes.

1.3 ADA AND ADP RFP PREVAIL

This Guide should be read in conjunction with the Alliance Development Phase Request for Proposals (“ADP RFP”) and Alliance Development Agreement (“ADA”), and does not amend those documents in any way, either by alteration or addition. If this Guide conflicts in any way with the ADP RFP or ADA, those documents will prevail.

[NTD: Capitalized terms that are not defined in this Guide have the meaning given in the ADP RFP, the ADA or the Interim Draft Project Alliance Agreement.]

1.4 INTERACTIVE PRINCIPLES

Table 1 sets out the guiding principles for the Interactive Processes. The purpose of the interactive principles is to provide guidance to all those involved in the Interactive Processes on how to exchange and share written and verbal information through all elements of the Interactive Processes. Adherence to the interactive principles ensures that the objectives of the Interactive Processes are achieved while ensuring that the highest standards of fairness and integrity are maintained.

The interactive principles apply to all exchanges of information including the exchange of documentation, and all discussions between the Owner's Team and the Proponents.

Table 1: Guiding Principles

Principle	Demonstrated by/Attribute
Transparency	The Interactive Processes are governed by, and are consistent with, the ADP RFP and ADA, and thereby transparent to Proponents.
Fairness	The Owner's Team's knowledge, expertise, information and resources must, wherever reasonably practicable, be shared with both Proponents. Equal opportunity will be provided to both Proponents to interact with the Owner's Team.
Confidentiality	All information provided by a Proponent in a meeting will be treated as confidential to that Proponent (as set out in section 1.6(c)) as will any response given in a meeting to a Proponent. Written questions submitted by a Proponent and responses provided by the Owner will be shared with all Proponents unless marked commercial in confidence.
Appropriate Collaboration	The Owner's Team will work collaboratively with the Proponent in developing the Proponent's Project Proposal, including giving timely feedback on whether particular aspects of the emerging proposal are likely to be accepted as conforming or substantially conforming to the Owner's requirements (including Acceptable Equivalents), but will not lead the development of new ideas, concepts or approaches. The Owner's Team must not direct, recommend or lead the Proponent to develop any specific or alternative method or solution.
Effective and Timely Guidance	If a Proponent intends to pursue a method or solution about which the Owner's Team has concerns, these concerns will be raised with the Proponent as soon as practicable and by reference to the requirements set out in the ADP RFP and the PAA. The Proponent may then choose to modify or change its approach or solution to minimize wasted effort and ensure that ultimately, its Project Proposal will be acceptable to the Owner. If a situation arises where the Proponent suggests a novel and potentially valuable

Principle	Demonstrated by/Attribute
	<p>approach but there is insufficient time to provide definitive guidance (i.e. some risk of that approach ultimately being unsuccessful) then rather than rejecting the concept prematurely the Owner's Team will openly discuss its merits and risks with the Proponent with a view to allowing attractive but unproven proposals to proceed wherever this is likely to improve overall value.</p> <p>Proponents should note that any indication by the Owner's Team during the Interactive Processes that an approach is likely to conform (or substantially conform) to the Owner's requirements does not mean that the approach will be accepted by all relevant stakeholders through the detailed design process; but it does mean that the Alliance Participants will work together to maximize value when implementing the Preferred Proponent's proposal, and (subject to the Adjustment Event guidelines) will share risks and opportunities associated with their joint success in realizing that value.</p>

1.5 PROCESSES AND PROTOCOLS

In addition to the Interactive Principles set out in Table 1 of this Guide, there are a number of processes and protocols that will apply to each activity in the Interactive Processes.

The Interactive Processes includes the currently proposed timetable and topics for interactive workshops, the proposed timetable for Alliance Leadership Team ("ALT") meetings and other relevant activities conducted throughout the Interactive Processes.

The Interactive Process schedule included as Section 1.8 includes a list of topics that the Owner's Team will schedule for discussion across management, technical, legal and commercial matters. Proponents are invited to review and comment on the Interactive Process schedule, including proposing changes based on alternative or additional topics for discussion, timing and staff availability. The dates proposed for the kick-off, alliance foundation and alliance development workshops are not subject to change as they involve a significant number of Owner's Team personnel who will be attending. However, all other topics may be changed subject to mutual availability of required personnel.

1.6 INTERACTIVE PROCESS PROTOCOLS

The following protocols will apply for the conduct of the Interactive Processes:

(a) following the timelines set out in Section 1.7, Proponents should provide the Owner with:

- (1) a proposed meeting agenda;
- (2) a list of topic-appropriate Proponent representatives and Owner representatives the Proponent would like in attendance; and

- (3) a list of topic relevant items the Proponent would like to discuss and any materials relevant to such issues;
- (b) the Owner may provide the Proponent with comments on the agenda and a list of any prioritized issues the Owner would like to discuss;
- (c) except as may be expressly stated otherwise in this ADP RFP, the Owner will retain all information received from the Proponent during an Interactive Process as strictly confidential, and will not disclose such information to any third party. The Owner may disclose such information to its consultants and advisors who are assisting or advising the Owner with respect to the Project;
- (d) at each Interactive Process the Proponent may have such officers, directors, employees, consultants and agents of the Proponent and the Proponent Team Members present as the Proponent considers reasonably necessary for effective communication with the Owner, and to fulfil the objectives of that Interactive Process, provided that the Owner may, in its discretion, limit the number of participants at any one meeting;
- (e) if, for the purposes of the preparation of its Project Proposal, the Proponent wishes to rely upon anything said or indicated at an Interactive Process, then the Proponent must submit an Enquiry describing the information it would like to have confirmed and request that the Owner provide that information to the Proponent in written form and, if such information relates to a clarification, explanation or change to a provision of this ADP RFP or the Interim Draft Project Alliance Agreement (“PAA”) request an Addendum to this ADP RFP clarifying and amending the provision in question;
- (f) to facilitate free and open discussion at the Interactive Processes, the Proponent should note that any comments provided by or on behalf of the Owner during any Interactive Process, including in respect of any particular matter raised by the Proponent, or which is included in any documents or information provided by the Proponent prior to or during the Interactive Process, and any positive or negative views, encouragement or endorsements expressed by or on behalf of the Owner during the Interactive Processes to anything said or provided by the Proponent, will not in any way bind the Owner, and will not be deemed or considered to be an indication of a preference by the Owner even if adopted by the Proponent;
- (g) by participating in the Interactive Processes, the Proponent confirms its agreement with these procedures and acknowledges that the meetings are an integral part of the ADP RFP process as described in this ADP RFP and are in the interests of both the Owner and the Proponent;
- (h) following the release of this ADP RFP, the Owner will consult with the Proponents should any specific dates outlined in Section 1.8 for the Interactive Processes require changes;
- (i) where appropriate and for practical reasons, a record of key matters and actions arising may need to be made at an Interactive Process for the purpose of tabling discussions at a subsequent

workshop. It is expected the Proponent will do this and send a copy to the Contact Person within 48 hours. Such records will only serve the purpose of an administrative tool;

- (j) the Owner or the Proponent may request to postpone or reschedule a workshop at any time by mutual agreement;
- (k) the Proponent may request that the Owner schedule one or more additional Interactive Processes on specific topics by providing the request in writing to the Contact Person with proposed dates and details of the topic or topics to be discussed; and
- (l) it is expected that the Interactive Processes will be conducted through a mix of virtual and/or in person meetings. Where the workshops are conducted virtually, some interactions may be recorded for training purposes and for use by the Fairness Reviewer to assure the integrity of the workshop proceedings. In-person Interactive Processes will be held in [Location] and participation should be in person unless agreed by the Owner.

1.7 INTERACTIVE WORKSHOPS & PROCESS

The following broadly describes the purpose, duration and process of key interactive workshops. Refer to the Interactive Processes schedule in Section 1.8 for dates and times.

ADP Kick-off Workshop

The Owner will set the agenda for this 3-hour workshop and will issue the agenda to the Proponents in advance of the workshop. The workshop will occur in Week 2 and the agenda will comprise:

- 1.5 hours Project briefing in plenary that will include an indicative design walk-through and procurement process clarification.
- Separate 1.5 hours session with each Proponent in sequence.

Proponents must submit in writing no later than seven days prior to the workshop the names and nominated roles of the people they are bringing to the workshop.

Alliance Foundation Workshop

This two half days virtual workshop will involve the nominated ALT and Alliance Management Team (“AMT”) members from the Owner’s Team and the Proponent’s team. The purpose of this workshop is to commence the development of the leadership and cultural foundation for a high-performance alliance. We aim to do this by starting to do the important work of the Project Alliance, not just talk about doing it in the future. The workshop will focus on issues that are essential for establishing a high-performance alliance and the outcomes and outputs of the workshop are expected to be of significant value in the eventual alliance (should the Owner end up forming the Project Alliance with the Proponent).

The Owner will set the agenda for this workshop and will issue the agenda to the Proponent in advance of the workshop. This workshop will be facilitated by the Owner's alliance facilitator.

Proponents must submit in writing no later than three days prior to the workshop the names and nominated roles of the people they are bringing to the workshop.

Project Leadership Meetings

The purpose of the project leadership meetings is to build relationships, establish governance practices, set direction, and co-ordinate and monitor progress of the ADP to ensure that it produces high-quality Project Proposals, address relevant issues at the ALT level, and facilitate two-way communication and feedback. The project leadership meetings will be held with each Proponent separately. [Insert Name of Alliance Facilitator] will assist the Owner and each of the Proponents with the project leadership meetings.

The Owner will set the agenda for each meeting and will chair the meetings. Each Proponent will be invited to contribute discussion items for each agenda.

The first project leadership meeting will take place during the Alliance Foundation Workshop where the frequency and duration of subsequent project leadership meetings will be confirmed or changed and reviewed during the ADP.

Technical Workshops and Collaborative Design Meetings

The Owner has made available [insert number] collaborative design meetings in the Interactive Processes schedule. The purpose of these collaborative design meetings is to provide a process that will assist the Proponent to develop optimal solutions for the Project while minimizing the risk that its solution is unresponsive to the Owner's requirements. In particular, these meetings will:

- enable the Proponent to provide the Owner's Team with comments and feedback on material issues such as affordability or deficiencies in the Alliance Works and Project Description; and
- enable discussions with the Owner's Team about potential solutions, innovations and approaches that the Proponent may be considering for various aspects of its Project Proposal.

Proponents are invited to propose timelines and set agendas for these workshops, identifying any subject matter experts, consultants and advisors that they would like in attendance from the Owner's Team. Proponents should submit this information along with any materials relevant to the topics/issues, at least seven days in advance. The Owner may wish to add items to the agenda.

The Proponent can add to or amend these meetings and may also request other special topic workshops to assist the Proponent in the development of its technical solution. Proponents must submit in writing no later than seven days prior to the workshop the names and nominated roles of the people they are bringing to the workshop.

Commercial and Legal Workshops

The primary purpose of these workshops will include to:

- Alignment on the Adjustment Event guidelines.
- Limb 3 risk/reward exploration forum.
- Alignment on details of Limb 1 reimbursable costs and Limb 2 fee percentage, informed by the Financial Auditor's Establishment Audit.
- Development of the proposed Target Cost Estimate ("TCE") including review and advice provided by the third-party estimator.
- Discussion of alliance insurance arrangements, and any other details required for the Proponent to submit an executed PAA with its Project Proposal.

The Owner will set the agendas for these workshops and will issue the agenda to Proponents in advance of each workshop.

Proponents must submit in writing no later than seven days prior to the workshop the names and nominated roles of the people they are bringing to the workshops and any additional agenda items to be included.

Alliance Development Workshop

This two, half days virtual workshop will involve the nominated ALT, AMT, and a small selection of Wider Project Team ("WPT") members from the Owner's Team and the Proponent's team. This workshop extends the work done in the Alliance Foundation Workshop to further strengthen the leadership and cultural foundation for a high-performance alliance.

The Owner will set the agenda for this workshop and will issue the agenda to the Proponent in advance of the workshop. This workshop will be facilitated by [Insert Name of Alliance Facilitator].

Proponents must submit in writing no later than seven days prior to the workshop the names and nominated roles of the people they are bringing to the workshop.

Alliance Management Systems Workshops

The purpose of these workshops is for the combined team to develop the Alliance Management System necessary to govern and operate the Project Alliance, such as alliance policies, procedures and management plans, alliance organisational structure, KPI development, and/or other deliverables as specified in the ADA and ADP RFP.

The Owner has made available three half day workshops dedicated to discussing the development of proposed KPIs, including detailed metrics and performance targets.

Proponents are invited to propose timelines and set agendas for other AMS deliverables, identifying any subject matter experts, consultants and advisors that they would like in attendance from the Owner's Team. Proponent should submit this information, along with any materials relevant to the topics/issues, at least seven days in advance. The Owner may wish to add items to the agenda.

Proponents must submit in writing no later than seven days prior to the workshop the names and nominated roles of the people they are bringing to the workshop.

Workforce Development and Forecasting Workshops

The purpose of these workshops is to assist Proponents in the development of a resource loaded project schedule and to review workforce supply information.

Proponents are invited to propose timelines and set agendas for these workshops, identifying any subject matter experts, consultants and advisors that they would like in attendance from the Owner's Team. Proponent should submit this information along with any materials relevant to the topics/issues, at least seven days in advance. The Owner may wish to add items to the agenda.

Proponents must submit in writing no later than seven days prior to the workshop the names and nominated roles of the people they are bringing to the workshop.

1.8 INTERACTIVE PROCESS SCHEDULE

The following is the Owner's estimated timeline for the Interactive Processes:

Activity	Dates and Times*
Alliance Development Phase Kick-Off Workshops	
ADP Kick-Off Workshop	[Insert date, times and zoom/call-in/address details]
Alliance Foundation Workshops	
Alliance Development Workshops	
Alliance Development Workshop	
Technical Workshops and Collaborative Design Meetings	
Meeting 1	
Meeting 2	
Meeting 3	

Activity	Dates and Times*
Meeting 4	
Commercial and Legal Workshops	
Insurance	
Establishment Audit	
Three-Limb Compensation Model	
Adjustment Event Guidelines	
Limb 1/2	
Target Cost Development #1	
Target Cost Development #2	
Alliance Management System Workshops	
Meeting 1	
Meeting 2 – KRA/KPI Development	
Meeting 3	
Meeting 4 – KRA/KPI Development	
Meeting 5	
Meeting 6 – KRA/KPI Development	
Meeting 7	
Meeting 8	
Project Leadership Meetings	
Meeting 1	
Meeting 2	
Meeting 3	
Meeting 4	
Meeting 5	

*All dates and times are [Insert Time Zone] Time.