

Unsolicited Proposal Operating Guideline

Date this document was adopted

council / administration

PARENT DOCUMENT: Unsolicited Proposal Policy

PURPOSE

The purpose of this guideline is to set out a process for the receipt and consideration of an Unsolicited Proposal. The process for receipt and consideration shall be used in all instances where the Council is approached with an Unsolicited Proposal that has not been initiated by Council.

It is recognised by the City of Adelaide that new partnerships and ideas are important to the Council realising its strategic goals and the Council's vision of a prosperous, diverse and competitive economy.

It is acknowledged that any legislative requirement which affects Council will take precedence over Council's policies and procedures.

OPERATION

This operating guideline applies to Unsolicited Proposals submitted to Council and create a framework for new and innovative ideas to be brought to Council. This operating guideline ensures that an Unsolicited Proposal will be considered in a consistent, transparent and fair manner.

An Unsolicited Proposal may include a proposal for:

- The purchase, lease or development of Council owned or managed land, infrastructure and other assets
- The delivery of goods or services to or on behalf of Council
- The provision of infrastructure for the community
- An innovation or entrepreneurship with benefits to Council.

This procedure excludes Minor Proposals (under \$100,000 ex GST) and those that do not offer innovative and/or improved outcomes for the City of Adelaide. Minor Proposals will be referred to the relevant programs for consideration. All other proposals/bids will be assessed in line with the principles of a tender of the same value/impact.

Criteria for an Unsolicited Bid/Proposal to be considered

An Unsolicited Proposal can be considered by the City of Adelaide where it meets the following criteria.

The proposal:

- Has not been sought by Council through a procurement process (e.g. no request, purchase order, tender process or other procurement process).
- Must be a new and innovative proposal from the private or non-government sectors.
- Does not duplicate a current or previous procurement evaluation process initiated by Council.
- Has a level of 'uniqueness' – for example:
 - the Bid/Proposal could not reasonably be delivered by another private party or achieve the same value for money through a competitive tender process
 - the Proponent owns something that would limit other parties from being able to deliver the proposal (e.g. intellectual property, land holdings)
 - the Proponent has unique financial arrangements that enable it to deliver the proposal.
- Could assist the Council to achieve its strategic objectives contained within our City's Strategic Plan or satisfy a community need.
- May include the Proponent having intellectual property integral to delivering the project.
- Is not considered a Minor Project (value is under \$100,000 ex GST). Proposals with a value below \$100,000 ex GST will be referred to the relevant business unit for internal consideration.
- A proposal that includes the use, or management of the Adelaide Park Lands must demonstrate a clear alignment with the values and objectives outlined in the Adelaide Park Lands Management Strategy – Towards 2036 and the Kadaltilla/Adelaide Park Lands Authority Strategic Plan 2023/28.

Procedure

The table labelled Annexure A describes the Council's process for receipt and consideration of an Unsolicited Proposal.

OTHER USEFUL DOCUMENTS

Related documents

- Local Government Association of South Australia Model Guidelines 'The Receipt & Assessment of Unsolicited Proposals'.
- Unsolicited Proposals Policy
- Adelaide Park Lands Management Strategy – Towards 2036
- Kadaltilla/Adelaide Park Lands Authority Strategic Plan 2023/28
- A Guide for those with Great Ideas
- City of Adelaide Strategic Plan 2024 - 2028

Relevant legislation

- *Local Government Act 1999* (SA)
 - *Foreign Acquisitions and Takeovers Act 1975* (Cth)
 - *Australia's Foreign Relations (State and Territory Arrangements) Act 2020* (Cth)
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GLOSSARY

Throughout this document, the below terms have been used and are defined as:

Assessment Panel	<p>Means a panel of Council employees and external advisors (when invited), formed to assess the proposal submitted. For the purposes of an Unsolicited Proposal the panel will comprise a Chair and core membership of:</p> <ul style="list-style-type: none"> • at least one Director, • the relevant Associate Director, • a member of the program/team that the proposal is relevant to, • a member of the Corporate Governance and Risk Team, • a member of the Commercial Property Team (if relevant). <p>and any Council employee who is a subject matter expert in their relevant field and/or the area of Council affected by the proposal.</p>
Innovative	Means a new method or idea(s) that creates a new use for an asset or solves a known problem.
Minor Proposal	Means a proposal that has a value less than \$100,000 (ex GST).
Proponent	Means the individual, company or consortium submitting the proposal.
Unsolicited Proposal	<p>Is a new and innovative proposal from the private and non-government sectors which:</p> <ul style="list-style-type: none"> • could assist the Council to achieve its strategic objectives or satisfy a community need. • has not been requested by the Council through a regular procurement process. <p>An Unsolicited Proposal may include a proposal or bid for:</p> <ul style="list-style-type: none"> • the purchase, lease or development of Council owned or managed land. • the delivery of goods or services to or on behalf of the Council. • the provision of infrastructure for the community. • an innovation or entrepreneurship with benefits to Council.

ADMINISTRATIVE

As part of Council's commitment to deliver the City of Adelaide Strategic Plan, services to the community and the provision of transparent information, all policy documents are reviewed as per legislative requirements or when there is no such provision a risk assessment approach is taken to guide the review timeframe.

This Guideline document will be reviewed every 4 years unless legislative or operational change occurs beforehand. The next review is required in 2029.

Review history:

Trim Reference	Authorising Body	Date/ Decision ID	Description of Edits
ACC2025/XXXX	<i>Strategic Risk and Internal Audit Group (SRIA)</i>	13/11/2025	<i>Draft Policy and Guideline received</i>
	<i>Audit & Risk Committee</i>	06/02/2026	

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Annexure A

Receipt and Consideration of Unsolicited Proposal		
Stage 1 – Pre-lodgement Meeting Before formally submitting an Unsolicited Proposal, the Proponent may request a pre-lodgement meeting with Council’s Assessment Panel (Panel). A pre-lodgement meeting is not a mandatory requirement of the process but may assist the Proponent in determining if their proposal is one that could be considered under this Procedure.		
Proponent Actions	Assessment Panel Actions	Possible Outcomes
Clearly articulate: <ul style="list-style-type: none"> The proposal. The unique attributes of both the proposal and the Proponent’s ability to deliver the proposal. The inputs, assumptions and benefits to Council. Any requirements or expectations the Proponent has of Council. 	Pre-Lodgement meeting to be attended by relevant Associate Director and Director(s), (Relevant Director to invite Panel Members to Pre-Lodgement meeting). Check if the proposal duplicates a current or previous procurement evaluation process. Determine whether the proposal would be considered a Minor Proposal. Meet with Proponent and provide guidance as to the suitability of the proposal and whether it has merit to be considered under this Procedure.	Nothing stated at this meeting will be binding on either party. If the indicative value of the proposal is forecast to be less than \$100,000 excl GST the proponent is to be directed to the relevant program for consideration. The Proponent may continue with lodging an Unsolicited Proposal regardless of the outcome of any discussions at the pre-lodgement meeting.

Anticipated timeframe

- To be held within 15 business days of receipt of request and lodgement of documentation.

Stage 2 – Receipt of Initial Proposal

The Initial Proposal Stage of the process allows the Proponent to provide a ‘high level outline’ of the Unsolicited Proposal. There are no negotiations to be held at this stage of the process.

Proponent Actions	Assessment Panel Actions	Possible Outcomes
<p>Submit a proposal, and any additional information that the Proponent wishes to have considered at this stage to support the proposal.</p> <p>Lodge the above information electronically to (electronic form and delivery to be investigated)</p>	<p>If Panel has not been formed to consider this proposal, Relevant Director to invite Panel Members.</p> <p>Determine if the proposal can be considered under this Guideline.</p> <p>Assess the proposal against the following Guiding Principles:</p> <ul style="list-style-type: none"> • Delivers community benefits • Value for money, time and/or financial benefits/savings that would otherwise not be achieved. • Whole of Council impact, such as meeting a project or service need. • The experience, capability and capacity of the Proponent to carry out the proposal. • Whether the proposal is legally, technically and financially feasible. • The need for an external probity advisor. • Does the proposal require Council funding, or for the Council to commit to purchasing proposed services. • Identify risks to be borne by the Proponent and the Council. 	<p>That the proposal is not suitable for further consideration and is now closed.</p> <p>OR</p> <p>The proposal does not meet the minimum value threshold of \$100,000 ex GST and is referred to the relevant program for consideration.</p> <p>OR</p> <p>That the proposal shall proceed to the next stage of consideration. This may include the proposal being brought before Council either as a CEO Briefing or as a report to Committee/Council. Confidentiality of the proposal will be assessed in accordance with section 90(3) of the Act.</p> <p>OR</p> <p>The Proponent shall be advised that the proposal may form the basis of a competitive process.</p> <p>OR</p> <p>Direct the proponent to a suitable grant program.</p>

	<ul style="list-style-type: none"> • If there is a cost to Council determine if a grant program would be more suitable than a Proposal. • Assess whether the proposal meets the requirements of 'uniqueness', including the unique ability of the Proponent to deliver the proposal. • Whether the proposal should be the subject of a competitive bidding process. • Determine if the Proponent will be granted a period of exclusivity to develop their proposal, and if so, the length of the term. • Determine if the proposal should be further considered. • Report to Strategic Risk Internal Audit Group (SRIA) with recommendations. • Subject to the outcome of the SRIA report, a report can be prepared for the Audit and Risk Committee and a report will be provided to Council (via City Finance and Governance Committee) to gauge level of Council support for proposal. • Advise the Proponent of the Council's decision. 	
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Anticipated timeframe

- To be received by Council within 30 business days of notification of pre-lodgement meeting; the Panel may consider that the proposal is not going to be pursued. Proponent to be advised of outcome of this stage within 90 days (wherever possible, accounting for Council meeting cycles).

Stage 3 – Receipt of Detailed Proposal

Stage 3 involves further consideration of the feasibility of the proposal – how it will be delivered, whether it represents value for money for Council and what outcomes it will deliver to Council and the community.

This Stage will be a transparent, negotiated process, whereby parties work collaboratively together within a pre-determined framework established by Council's Assessment Panel.

Proponent Actions	Assessment Panel Actions	Possible Outcomes
<p>Develop a detailed proposal, in line with the requirements advised by Council at the end of Stage 2.</p> <p>Provide additional information as required through clarification.</p> <p>Be readily available to meet with the Panel and respond to communications in a timely manner.</p>	<p>Establish the assessment framework prior to any further assessment being undertaken. This framework may include:</p> <ul style="list-style-type: none"> • Establishing protocols for confidentiality, conflict of interest and communication and governance. • Establishing terms and conditions. • Establishing assessment criteria. • Develop Probity Plan if required. • Agreeing on timeframes and milestones. • Assessing how the proposal can be structured to deliver the best outcome for Council and the community. • Financial – cost/benefit analysis. • Risk and opportunities. • Allocation of risk between parties. • The framework will be communicated to the Proponent. • Report to SRIA with recommendations. • Subject to the outcome of the SRIA report, provide report to Council to gauge level of 	<p>That all or part of the proposal will proceed to the final stage of the process.</p> <p>OR</p> <p>That all or part of the proposal will not be considered on an exclusive basis, but that all or part of the process will form the basis of a competitive process.</p> <p>OR</p> <p>That all or part of the proposal is not suitable for further consideration and is now closed.</p>

	<p>Council support to enter Stage 4 – Contract Negotiation.</p> <ul style="list-style-type: none">• Council may direct that community consultation be undertaken on the Proposal.• Advise the Proponent of the Council's decision.	
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Anticipated timeframe

- To be agreed based on complexity of offer

Stage 4 – Contract Negotiation

Stage 4 will allow Council and the Proponent to negotiate a suitable contract to implement the proposal.

Proponent Actions	Assessment Panel Actions	Possible Outcomes
<p>Participate in contract negotiations, to reach mutual agreement.</p> <p>Sign a confidentiality agreement prepared by Council.</p>	<p>Provide a confidentiality agreement to the Proponent for signing.</p> <p>Advise the Proponent of the process for the development and negotiation of a contract.</p> <p>Participate in contract negotiations, to reach mutual agreement.</p> <p>Submit a report to Council's Elected Members for their endorsement.</p> <p>Council delegate final contractual negotiations and signature to CEO.</p>	<p>That mutual agreement is reached in contract negotiations and a contract is prepared and signed by both parties.</p> <p>OR</p> <p>Council does not agree to enter into a contract but resolves to pursue the proposal through another process (including a competitive process).</p> <p>OR</p> <p>Council does not agree to enter into the contract and the proposal is now closed.</p>

Anticipated timeframe

- To be agreed based on complexity of offer

Process Stages

Stage	Time allowed
Stage 1 – Pre-lodgement Meeting	To be held within 15 business days of receipt of request and lodgement of documentation.
Stage 2 – Initial Proposal	<p>To be received by Council within 30 business days of notification of pre-lodgement meeting; the Panel may consider that the proposal is not going to be pursued.</p> <p>Proponent to be advised of outcome of this stage within 90 days (wherever possible, accounting for Council meeting cycles).</p>
Stage 3 – Detailed Proposal	To be agreed based on complexity of offer
Stage 4 – Contract Negotiation	To be agreed based on complexity of offer

Confidentiality

Confidentiality of the proposal will be managed in accordance with the *Local Government Act 1999* (SA) (the Act) pursuant to section 90(3) of the Act.

Period of exclusivity

If Stage 2 of the process determines that the Proponent shall be granted a period of exclusivity, then Council must determine the term. The Panel shall recommend an appropriate period for Council to endorse.

The Proposal shall be assessed against the following criteria to determine if a period of exclusivity should apply:

- Strategic priority of the proposal outcomes.
- Uniqueness of the Proposal.
- Value for money proposition for Council.
- Whether the proposal is legally, technically and financially feasible.
- Whether the proposal should be the subject of a competitive bidding process.

Probity

An important objective of this Administrative Procedure is to ensure a high standard of probity is applied to the receipt and assessment of any Unsolicited Proposals.

A probity plan must be developed to ensure that the following items are considered:

- Proposals are received, assessed and any negotiations are undertaken with an approved and transparent framework in line with Procurement principals.
- Decisions are made to ensure the best outcome is delivered for Council and its community
- Confidential information is protected.
- Any perceived conflict of interest, bias or misconduct can be prevented or eliminated.

Council may choose to engage an independent probity advisor or auditor at any stage in the process, although it should be noted that upfront engagement of a probity consultant is preferable.

Flowchart of Process of Stages

