



**AUSCRIPT AUSTRALASIA PTY LIMITED**

ACN 110 028 825

**T:** 1800 AUSCRIPT (1800 287 274)

**E:** [clientservices@auscript.com.au](mailto:clientservices@auscript.com.au)

**W:** [www.auscript.com.au](http://www.auscript.com.au)

**TRANSCRIPT OF PROCEEDINGS**

---

TRANSCRIPT IN CONFIDENCE

---

O/N H-986799

**INDEPENDENT PLANNING COMMISSION**

**MEETING WITH APPLICANT**

**RE: MOOREBANK PRECINCT EAST STAGE 2**

**PANEL:** **STEVE O'CONNOR**  
**PROF SNOW BARLOW**

**ASSISTING PANEL:** **ROBERT BISLEY**

**APPLICANT:** **MICHAEL YIEND**  
**STEVE RYAN**  
**RICHARD JOHNSON**

**LOCATION:** **IPC OFFICE**  
**LEVEL 3, 201 ELIZABETH STREET**  
**SYDNEY, NEW SOUTH WALES**

**DATE:** **10.43 AM, THURSDAY, 31 JANUARY 2019**

- MR S. O'CONNOR: Good morning and welcome. Before we begin, I would like to acknowledge the traditional owners of the land on which we meet and pay my respects to their Elders past, present and emerging. Welcome to the meeting today on the proposal to subdivide Moorebank Precinct East within the Liverpool Local Government Area. The proposal for subdivision forms part of an existing development application, being SSD 7628, which sought approval for the warehousing, freight village and infrastructure associated with the Moorebank Precinct East Intermodal Terminal.
- 10 The Commission granted partial consent to SSD 7628 in January 2018, excluding the subdivision of the site due to insufficient information. My name is Steve O'Connor, and I'm chair of this panel. Joining me on the panel is Snow Barlow, on my left; the other attendee, Robert Bisley, from the Commission Secretariat, who is assisting the Commission on this project, obviously on my right. In the interests of openness and transparency and to ensure the full capture of information, today's meeting is being recorded, and a full transcript will be reproduced and made available on the Commission's website.
- 20 The meeting is one part of the Commission's process of determining this application. It is taking place at the preliminary stage of this process and will form one of several sources of information upon which the Commission will base its final decision. It's important for the Commissioners to ask questions of attendees and to clarify issues whenever we consider it appropriate. If you're asked a question and you're not in a position to answer, please feel free to take the question on notice and provide any additional information in writing. We will then put that information on our website. So, as I said, I might start with Rob. And we will just move around asking each individual to state their name and who they represent, just for the purposes of the recording.
- 30 MR R. BISLEY: So Rob Bisley, senior planner with the Independent Planning Commission Secretariat.
- MR O'CONNOR: Steve O'Connor, chair of this panel, with IPC.
- 35 PROF S. BARLOW: Snow Barlow, a Commissioner of the Independent Planning Commission, as part of this panel.
- MR S. RYAN: Steve Ryan, Tactical Group, project manager who's representing Qube.
- 40 MR M. YIEND: Michael Yiend, the director of property development for Qube.
- MR R. JOHNSON: Richard Johnson, director, Aspect Environmental, planning adviser for Qube.
- 45

MR O'CONNOR: Great. Thanks very much. Well, we have got your proposed outline here of how you want to proceed. So it's over to you.

MR JOHNSON: So if we start at the need for subdivision and the reason for its original inclusion in the initial application. Threefold. There's the contractual obligation for precinct delivery, how we manage and deliver the site. Secondly, to enable registration of the long-term leases under the Real Property Act. If we have a lease exceeding three years, we need to have that registered, for transparency. And finally, for clear separation of IMEX and warehouse functionalities for the site. So they're the three drivers for the subdivision required. We've identified a chronology to go through, but that's essentially looking at the process of the initial application, having to modify the initial concept plan to have subdivision included in the development.

The response to that concept plan modification was the inclusion of conditions for future assessment requirements pertaining to subdivision. And then the Planning Assessment Commission, as it was, reviewed that condition in light of the SSD application that included subdivision, and identified that there were still elements required, and hence its decision to defer the approval of the subdivision component of the initial SSD, 7628. And where we are now is that response to the additional information requirements to address the terms of that condition. We've got a handout that I can give you that just talks to it - - -

MR O'CONNOR: That would be great, thank you.

MR JOHNSON: - - - just to show some features.

PROF BARLOW: That would be handy, thank you. Ta.

MR JOHNSON: So the first just shows an overview of the MPE site. The yellow shaded areas are the MPE stage 2 warehousing development, and the hashed-out area to the bottom of the page is - represents the IMEX terminal, which is subject to MPE stage 1 SSD. The processing going through the subdivision ancillary port that's being used to support this application has gone back to look at what the considerations were at the concept level, what issues were raised in the determination and assessment reports by the Department of Planning and by PAC at the time, and then do the same for the SSD applications, to see where that gap of information that had been provided still needed to be filled.

This sort of jumps us forward. The figure on the MPE2 original considerations page shows the original subdivision plan that was presented with SSD 7628, and the three critical areas were: additional detail required in the plans to demonstrate where the easements were going, and to provide dimensions for the lots; the request to create covenants to ensure the rights were created for interdependency and co-dependency of operations between warehouses and between the IMEX facility and internal roads; and then confirmation that the site would continue to be governed as a single operation; and then how that process would be implemented through entities or legal

instruments. That finding from the DPE, or recommendation in the assessment report by the DPE, was picked up in the PACs assessment for 7628.

5 So, in our ancillary report, we identify the three key themes of identifying the common land and the easements – that's included in section 4 of our report; focusing on IMEX warehousing, internal roads and services; identifying the responsibility entity and the overarching site responsibility resting in Qube, as the project delivery corporation, PDC. And that's covered in section 5 of the ancillary report. And the figure that you have at the side there just shows that organisational  
10 hierarchy.

The next page shows the draft plan of subdivision that's included as appendix 1. And that shows the lot boundaries with their revised dimensions included, the additional detail that was requested by DPE and PAC; and specifies three types of  
15 easements, either existing; existing under agreement but not yet created; and proposed to be created.

So when we go back to the revised original – the revised plan for subdivision, in response to 7628 assessment, we provided the additional detail in the draft  
20 instrument. We've made – there's provisions made for covenants to register responsibilities and obligations in the draft conditions that have been issued. We've demonstrated the management structure and overarching legal framework, and the easement and subdivision detail has been provided.

25 In supplementary information that was requested by the department, we've provided, on the – I think it was the 19<sup>th</sup> of December last year – we identified a means for subdivision works to be progressed across the site, such that there would be progression of services and facilities associated with the development of the site as further detail became available.

30 So our summary conclusion is that the subdivision ancillary report and application responds to the concept plan condition; it responds to the additional information sought by DPE and PAC in their original assessment of 7628, and it provides the additional level of detail and management structure requested; and it demonstrates  
35 the legal framework with reference to section 4.2 of the EP&A Act, whereby obligations for land users under a consent apply irrespective of whether they're the applicant; and it identifies lease agreements in place between Qube and potential sublessees. And the draft conditions of consent cover the registration requirement.

40 MR O'CONNOR: Thanks, Richard. Is there anyone else want to make any comments to – just initially?

MR YIEND: No, not initially.

45 MR O'CONNOR: Okay. Fine. Well, we've got a few questions that – just feel – please, whoever's - - -

MR YIEND: Yep.

MR O'CONNOR: - - - most suited to answer these questions. Firstly, I would like to understand how the current plan of subdivision differs from the one that was  
5 originally lodged with the EIS, the one that the PAC felt there wasn't enough information. Can you just explain to me how boundaries have altered, or what is different.

MR JOHNSON: So - I haven't got a page number - on the MPE2 original  
10 consideration - 7628 - that's the original draft instrument that was presented. The only - I think the only easement it really showed was the stormwater one going across - - -

MR O'CONNOR: Yes.  
15

MR JOHNSON: - - - the site. It also identified - there's a little strip of land between - it's that strip that sits at the northern end of the site.

MR O'CONNOR: Yes.  
20

MR JOHNSON: We were asked to remove that, because it wasn't - it was excluded from the SSD 7628 application.

PROF BARLOW: That's the access way.  
25

MR JOHNSON: That was the access way. Yeah.

PROF BARLOW: What was it for access for?

MR JOHNSON: Into the warehouse facility, into MPE stage 2.  
30

PROF BARLOW: Yes. Vehicular access.

MR JOHNSON: So - - -  
35

MR YIEND: Correct. Yes.

MR JOHNSON: So the determination of the PAC at the time was that access had been identified, and that would have to be subject to a separate application. The  
40 information - I think we only had the areas, as well, of each lot identified there. The additional information that has been provided in the current draft planning instrument is that detail around the status of the easements, being existing under agreement, yet to be created, and proposed. It has dimensions for each of the lots. There is a refinement to what's identified as lot 24, that just reflects the change in detailed  
45 design on the site with the development of the first warehouse area.

MR O'CONNOR: Yes.

MR JOHNSON: And that basically just maps the internal road network. And that's  
 - - -

MR O'CONNOR: Okay.

5 MR JOHNSON: - - - largely the changes - - -

MR RYAN: It also provides a further context as to how the site operates beyond its  
 boundaries – for example, stormwater and - - -

10 MR JOHNSON: And rail.

MR RYAN: - - - drainage, and rail.

15 MR O'CONNOR: Fine, that's answered that question. Second question is – I prefer  
 the plan you have presented to us, rather than the one the department has, and the  
 reason is, if you look at lot 24 in the plan in the submission you just gave us, it's  
 quite clear where lot 24's boundaries are. If you look at the draft instrument we have  
 in the department's reports - - -

20 MR BISLEY: Do you see the - - -

MR O'CONNOR: - - - you get, it appears, lot 24, as this odd shape, which looks  
 like a building, and then it's very unclear what the balance of the land outside that lot  
 25 24 is. So I was going to ask you to prepare a plan that clarifies that, but you already  
 have that plan, so - - -

MR JOHNSON: That's actually the – I haven't got that lot drawn in – that  
 represents the Target warehouse lot that will be created in the first instance. And  
 30 then the – until the creation of the other lots, the remaining space falls into the  
 residual lot for the site, and then becomes the freight village, in this section here.

MR O'CONNOR: And what lot does it sit in – within?

35 MR JOHNSON: At the moment, it sits in the – well, once the first lot's created, it  
 sits in the residual – and I have to confirm what lot number - - -

MR YIEND: Yes, part of - - -

40 MR JOHNSON: - - - that becomes under the - - -

MR YIEND: - - - lot of 24, and then it would be residual of lot 24.

MR O'CONNOR: So is lot 24 that - - -

45 PROF BARLOW: That sits within lot 24.

MR O'CONNOR: - - - larger area or is lot 24 the building footprint?

MR YIEND: Lot 24 is the area that will be ground leased to the tenant. That's  
5 Target. So it includes the building and the land around it. That's the shape of the  
land that they're leasing.

MR O'CONNOR: Yes, so is there any need for that outline to be shown?

MR YIEND: That outline is – includes the land. It's the building and the land.  
10 That outline is not just the - - -

MR O'CONNOR: That does.

MR YIEND: - - - building. Yes, that includes the land and the building to which  
15 that tenant is leasing.

MR O'CONNOR: So you're saying then that this land out here – does that form  
part of 21?

MR YIEND: Lot 21. Correct. Yes.

MR O'CONNOR: Well, that doesn't really indicate that's the case with that solid  
line there.

MR YIEND: Yes.

MR O'CONNOR: So you might just want to come back - - -

MR YIEND: Yes, I think we will need to - - -

MR O'CONNOR: - - - and clarify that for us.

MR YIEND: - - - get a clarification on it.

MR O'CONNOR: Yes, because we want to have a very clear plan when we're - - -

MR YIEND: Yes.

MR O'CONNOR: - - - determining this, if we choose to approve it, that shows - - -

MR YIEND: What is lot 24 - - -

MR O'CONNOR: Yes.

MR YIEND: - - - and what is lot - - -

MR O'CONNOR: What is lot 24 and what is lot 21?

MR YIEND: Yes.

MR O'CONNOR: Great. Thank you. And just while I've got this plan, can you explain to me why – because it doesn't appear to me just reading this that lot 3 is part  
5 of this subdivision. Lot 3 is an existing allotment.

MR YIEND: Yes.

MR O'CONNOR: And you will note all other adjoining existing allotments are  
10 dotted including this one here. Why isn't that dotted because it has the appearance of being part of the subdivision, yet, as we understand it, it's not part of the subdivision?

MR RYAN: That would just be an error.  
15

MR O'CONNOR: Just an error.

MR RYAN: Yes.

MR O'CONNOR: So you might want to - - -  
20

MR RYAN: Yes.

MR O'CONNOR: - - - correct that as well.  
25

PROF BARLOW: Correct that error, yes.

MR O'CONNOR: Thanks. Good. Could you just talk us through the staging of  
30 this subdivision because we understand it's a two-stage process. You're creating lot 24 and the intermodal facility as lot 1 – sorry – in the first stage and then the balance of the lots in the second. So, yes, can you just - - -

MR JOHNSON: The primary reasoning is that we would provide the services and  
35 identify where the services will be provided for IMEX and the lot 24 development, and then progressively as the site was developed, subdivision works would be undertaken to extend those services and the interconnecting services between the other lots and the IMEX.

PROF BARLOW: So the services are only to lot 24 and IMEX in the first instance.  
40

MR JOHNSON: In the first instance, yes.

PROF BARLOW: Yes. Does that include drainage works as well or are the  
45 drainage works - - -

MR JOHNSON: The site drainage works, subject to the stormwater management plan under the consent, would be – again, I'm unsure if – we would have to confirm



on that in terms of timing, but at the moment, we have approval for implementation of the stormwater management plan for the warehouse 1 area and obviously for IMEX. The balance of site is subject to the further approval of the balance of site plan.

5

PROF BARLOW: And what happens to the stormwater in the interim?

MR JOHNSON: At the moment, during construction phase, it's managed by construction management plans.

10

PROF BARLOW: All right. Okay.

MR JOHNSON: So we can't put the permanent infrastructure in until we've got the approval of the other plans.

15

PROF BARLOW: But there is an interim plan that manages - - -

MR JOHNSON: Yes.

20

PROF BARLOW: - - - stormwater.

MR .....: Yes.

25

MR JOHNSON: Yes. And that's part of the reasoning for the phasing is to be able to – until we can actually build it, we can't put all of the services in for the rest of the subdivision.

30

MR O'CONNOR: And could you just – and I know there's a reasonable amount of information in the submissions before us. Could you just explain the maintenance of those common areas, like what the mechanism you have for the future maintenance of those areas that are common to the various warehouse users, the roads or the drainage, etcetera, and just explain that.

35

MR YIEND: Yes, well, that's covered in the OEMP.

MR RYAN: Yes, so - - -

MR YIEND: Yes.

40

MR RYAN: - - - the – well, the OEMP will describe the roles and responsibilities for landlord or lessor and lessee - - -

MR O'CONNOR: Yes.

45

MR RYAN: - - - as a part of the development. Largely, Cube are carrying on the responsibility for the maintenance of the surrounding infrastructure with each operator of various facilities being responsible for their specific component. So

there's a pretty clear delineation of that that will be described in what is condition B18. I'm pretty sure it's described in the ancillary report, the framework around it. So - - -

5 MR JOHNSON: Which talks to the Operational Environmental Management Plan.

MR O'CONNOR: Yes.

10 MR JOHNSON: So Cube's PDC would operate the precinct wide environmental management controls. So looking after landscaping, looking after the basins, looking after – making sure - - -

MR O'CONNOR: Road surfaces.

15 PROF BARLOW: Road surfaces, yes.

MR JOHNSON: - - - there's no dilapidation - - -

MR O'CONNOR: Yes.

20 MR JOHNSON: - - - in surfaces, yes. It all falls back to Cube. It's the site – the warehouse specifics of if the employee meal/outdoor break area requires updating or adjustment, then that falls to the tenant.

25 MR O'CONNOR: Right. And there's a recommendation for a condition that says that reference to the OEMP has to be on title, and that's the way that any future potential purchaser of these lots is going to be aware that there is an overarching management system in place and who's responsible for what.

30 MR .....: That's correct.

MR .....: Yes. Yes.

MR O'CONNOR: So that's your understanding?

35 MR .....: Yes, that's correct. Yes.

MR O'CONNOR: Yes, okay. And just while we're talking about potential sale, it's not the intention to sell this land. I understand the leasing requirements in New South Wales means that if you're leasing land over a certain period of time, then it has to be part of a formal subdivision. So is that the case, that this subdivision is purely for – to facilitate the leasing of the warehouses?

40

MR YIEND: That's correct. That's correct. The – the underlying title is already burdened by a 99-year lease into a vehicle, known as Land Trust, that is owned two thirds by the Commonwealth, one third by Qube. And then these subdivisions are permitted, under that leasing, to be able to accommodate any of the – any of the

45

functional requirements of the precinct. But the actual ownership at the upper level has already got a 99-year lease in place on it, and – and there's no intention, to my knowledge, or ability for that to be – be sold out at the moment.

5 MR O'CONNOR: Okay. So if these lots were created, and someone was interested in buying the land, it just wouldn't be possible to sell it to them, because it's under a lease to - - -

MR YIEND: I – I - - -

10

MR O'CONNOR: - - - the Commonwealth, or - - -

MR YIEND: I don't – I don't think it's correct to say it's not possible, but the land has already been leased for 99 years into a separate vehicle.

15

MR O'CONNOR: Right.

MR YIEND: So it's already burdened by - - -

20 MR O'CONNOR: So you'd have to - - -

MR YIEND: - - - a 99-year lease.

MR O'CONNOR: - - - extinguish that lease first before you could - - -

25

MR YIEND: Yeah, or - - -

MR O'CONNOR: - - - go down the track of - - -

30 MR YIEND: - - - or they'd buy it and have nothing – no - - -

MR O'CONNOR: Until the - - -

MR YIEND: No actual active interest for 100 years.

35

MR O'CONNOR: Yes.

MR YIEND: So it would be – I guess, they would be the scenarios, I think, would play out. But, because of that structure, there's no – there's no intention, or – or significant commercial value that I can think of that would attach to any sale of the land.

40

MR O'CONNOR: So it's really just an administrative thing, that you have to have a subdivision to be able to facilitate the leasing. If you could - - -

45

MR YIEND: Correct.

MR O'CONNOR: If that legislation didn't exist in New South Wales, then you wouldn't be before us asking for subdivision approval for this site - - -

MR YIEND: That's correct.

5 MR O'CONNOR: - - - because you'd just manage your side and lease what parts - - -

MR YIEND: Yeah.

10 MR O'CONNOR: - - - you see fit to lease.

MR YIEND: Yeah, it's to meet the requirement under the - - -

15 MR O'CONNOR: Conveyancing Act, is it?

MR YIEND: Under the - - -

MR JOHNSON: As real property.

20 MR YIEND: - - - Conveyancing Act. And – and then the subdivision requirements that are also part of that agreement with the Commonwealth to have the – the rail terminal, the IMEX terminal, function on a separate lot to the warehouse functions.

25 MR O'CONNOR: Okay.

MR YIEND: Yep.

MR O'CONNOR: And have you had any discussions with Council at all about this subdivision? Or you don't see Council has much of a role to play in this?

30 MR JOHNSON: Because it's an SSD, it's out of Council's remit, in the - - -

MR O'CONNOR: Yes.

35 MR JOHNSON: - - - first instance.

MR O'CONNOR: Yes.

40 MR JOHNSON: Council have been asked to comment, and have been provided access to the documentation.

MR RYAN: And as part of SSD 7628, we consulted with Liverpool when subdivision was contemplated as part of that application - - -

45 MR O'CONNOR: The original?

MR RYAN: - - - so that has been happening progressively since that time.

MR O'CONNOR: And do you know if they raised concerns or comments, at that stage, about the subdivision aspect?

5

MR RYAN: Not that I'm - - -

MR JOHNSON: From recollection, I don't think - - -

10 MR RYAN: - - - specifically aware of, no.

MR JOHNSON: And I think that was identified in DP&E's assessment report for this current application, around who had or hadn't responded, and there were no – from recollection – no direct responses on subdivision.

15

PROF BARLOW: Because they see it, as you see it, as just an instrument for leasing.

MR JOHNSON: Yes.

20

PROF BARLOW: Even though, as acknowledged, it does have implications for sale, really. You could potentially sell – now, even though it is a 99-year lease, presumably you could still sell it. Because that happens all around Australia, land on 99-year leases - - -

25

MR O'CONNOR: Yes – exchange hands. Canberra, for example.

PROF BARLOW: Yes – well, all the grazing areas in western Queensland is – grazing – is 99-year leases.

30

MR RYAN: And I think that's the – why the department has introduced condition B19 has been to ensure that – is it B19?

MR JOHNSON: Eighteen.

35

MR RYAN: Eighteen, sorry – for those certain protections to be put in place.

MR O'CONNOR: Yes, B18 says:

40 *The requirement to comply with the OEMP is to be registered on title.*

So, to my way of thinking, that just means that any potential buyer would be aware that there's this overarching agreement about who looks after what space on the site, and who's responsible for maintenance, and - - -

45

MR RYAN: That's correct.

MR O'CONNOR: - - - that sort of thing.

MR RYAN: Yeah.

5 MR O'CONNOR: Yes. So have you got any further questions?

PROF BARLOW: I don't think I've got too many more questions. Maybe Rob has some questions.

10 MR BISLEY: No, I think I'm all right.

PROF BARLOW: Well, just one question, actually, if I could. The department was talking about pedestrian ways, and shade for pedestrian ways. So is that your responsibility, as Qube, or is it the individual subplot leasee's responsibility??

15 MR JOHNSON: It sits under the urban design and landscape plan, which is required under the conditions of consent for SSD 7628. And that includes provision for shading, and urban heat island mitigation strategies to be implemented.

20 PROF BARLOW: Yes, okay.

MR YIEND: And at the moment it's the intention that Qube will be the developer doing all the construction works on this site throughout all the subdivision process. And if that didn't end up being the case, it would be a requirement of anyone that we  
25 would enter into an agreement to do any of their own development to fully comply with the planning approvals, which would also include any of the plans that is in the urban heat island effect.

MR JOHNSON: Which, given the precinct is an intermodal terminal, the  
30 obligations under section 4.2 of the EP&A Act oblige anybody that's using the land for that purpose has to comply with all the consent conditions as well. Irrespective of the leasing arrangements or agreements, there's still that obligation.

PROF BARLOW: Yes.

35 MR O'CONNOR: And just understanding the timing – I know, it's a construction site at the moment, and things are moving along – when will the rail line – when will it be operational? I know it will only be a portion of the site which will be operational, but - - -

40 MR YIEND: Yep.

MR O'CONNOR: - - - what's your thinking about timing?

45 MR YIEND: The rail's – construction's progressing well. At the moment, the public position we're putting out is that it's third quarter this calendar year, the rail we're hoping to be operational, and the MPE stage 1 being operational.

MR O'CONNOR: And will any of the warehouses be operational then?

MR YIEND: The – the Target warehouse, which is the first of the - - -

5 MR O'CONNOR: That's subplot 24, is it?

PROF BARLOW: Lot 24.

MR YIEND: Yeah, correct.

10 PROF BARLOW: Yes.

MR YIEND: It would be in around about that time as well.

15 MR O'CONNOR: Okay.

MR YIEND: It would depend upon some of their internal commissioning requirements, but it would be in and around middle of the year to the third quarter.

20 MR O'CONNOR: Yes. So hence you need to get this subdivision sorted, so you can be in a position to enter into leases - - -

MR YIEND: Enter into lease; that's correct.

25 MR O'CONNOR: - - - towards the latter part of the year with potential lease - - -

MR YIEND: Yes, correct.

MR O'CONNOR: Yes.

30 MR YIEND: Correct.

MR O'CONNOR: Okay.

35 MR YIEND: The construction of that facility: all the main structure's up; all the slabs are down; they're doing all the services fit-out, and they're started their internal automation fit-out.

MR O'CONNOR: Okay. I think that answers all my questions, and Snow and Rob

40 - - -

PROF BARLOW: It answers mine, too.

MR BISLEY: Yes, I'm all right.

45 MR O'CONNOR: - - - are fine. Unless there's anything else you want to add, I might call the meeting to a close.

**RECORDING CONCLUDED**

**[11.10 am]**