

## INVITATION FOR EOI CONDITIONS

### 1. INVITATION

#### 1.1 Approved Travel Specialist Program

The SATC invites You to make a Response in accordance with this Invitation to become an Approved Travel Specialist.

#### 1.2 Accuracy of Invitation

The SATC makes no promise or representation that any information supplied in or in connection with this EOI Process or Invitation is accurate.

Information is provided in good faith and the SATC will not be liable for any omission from this Invitation.

#### 1.3 Your Use of Invitation

Without the express prior written consent of the SATC, You must not re-produce, re-advertise and/or in any way use the contents of this Invitation either in whole or in part, other than for the purpose of preparing and lodging a Response.

#### 1.4 Your Use of Websites

All information necessary to submit Your Response in response to this Invitation can be accessed via <https://tourdownunder.com.au/>. You can download the Invitation documentation, upload Your Response, and receive notifications about this Invitation through that website for free.

#### 1.5 EOI Process does not create an agreement

Your participation in this EOI Process, (including the preparation and lodgement of Your Response), is at Your sole risk.

Nothing in this Invitation, the EOI Process, or Your Response must be construed as creating any binding contract or other legal relationship (express or implied) between You and the SATC.

### 2. COMMUNICATION

#### 2.1 Contact Person

Unless otherwise advised by the Contact Person, You may only communicate with the Contact Person about this Invitation.

### 3. YOUR RESPONSE

#### 3.1 Format of Response

Your Response must be completed using the Business Response Form.

Your Response must be endorsed by an appropriately authorised officer for and on behalf of the Business.

#### 3.2 Cost of Preparing Your Response

You are responsible for the cost of preparing and submitting Your Response(s) and all other costs arising from Your participation in this EOI Process.

### 4. LODGING A RESPONSE

The Closing Date and Time for lodging Your Response(s) is nominated in the Invitation. The SATC may extend the Closing Date and Time in its absolute discretion.

#### 4.1 Electronic Lodgement

You must lodge Your Response electronically via <https://tourdownunder.com.au/>. You must satisfy the requirements for lodgement specified in the Invitation.

Where a Response is lodged electronically via <https://tourdownunder.com.au/>, each lodgement will be regarded as full and complete. If You need to modify a single document or a group of documents, You will need to submit all documents again.

#### 4.2 Late Responses

If a Response is lodged after the Closing Date and Time, it will be ineligible for consideration.

#### 4.3 SATC's Use of Your Offer Materials

Upon lodgement, all Your Response Materials will become the property of the SATC.

Intellectual Property owned by You or any third parties forming part of the Response Materials will not pass to the SATC with the physical property comprising the Response Materials. However, You acknowledge and agree that You have the authority to grant to the SATC an irrevocable, royalty free licence to use, reproduce and circulate any copyright material contained in the Response to the extent necessary to conduct the Evaluation and in the preparation of any resultant offer of an Approved Travel Specialist program place.

### 5. EOI PROCESS CONDUCT

#### 5.1 Your Conduct

You must:

- a) unless otherwise advised by the Contact Person, ensure all communications are undertaken via the Contact Person;
- b) declare any actual or potential conflict of interest;
- c) not employ or otherwise engage any person who has either a present or past

duty to the SATC in relation to this EOI Process as an adviser, consultant, or employee;

- d) not offer any incentive to, or otherwise attempt to influence or provide any form of personal inducement, reward, or benefit to any employee or representative of the SATC or any member of an evaluation team at any time;
- e) not directly or indirectly approach any employee or representative of the SATC (other than the Contact Person) to lobby or solicit information in relation to the Invitation;
- f) not engage in any collusive or anti-competitive conduct with any business
- g) comply with all laws in force in South Australia applicable to this EOI Process;
- h) disclose whether You are acting as agent, nominee or jointly with another person(s) and disclose the identity of the other person(s)
- i) not issue any news releases or responses to media enquiries and questions regarding this EOI Process or this Invitation without the SATC's written approval.

If You act contrary to the expectations outlined above, the SATC reserves the right (regardless of any subsequent dealings) to exclude Your Response from further consideration.

## 5.2 SATC Conduct

The SATC will:

- a) preserve the confidentiality of any information marked as confidential (subject to conditions concerning confidentiality); and
- b) give Businesses the opportunity to participate fairly.

## 5.3 Confidentiality

You must identify any aspect of Your Response that You consider should be kept confidential including reasons. The SATC is not obliged to treat information as confidential and in the absence of any agreement to do so, You acknowledge that the SATC has the right to publicly disclose the information.

Any condition in Your Response that seeks to prohibit or restrict the SATC's right to disclose will not be accepted.

Notwithstanding any undertaking regarding confidentiality, by submitting a Response, You agree that the SATC may forward information

relating to You or Your Response to the Australian Competition and Consumer Commission (ACCC) if the SATC reasonably suspects or is notified by the ACCC that it reasonably suspects, that there is cartel conduct or unlawful collusion in relation to this EOI Process (whether the suspicion relates to Your Response).

Information supplied by or on behalf of the SATC is confidential to the SATC and You are obliged to maintain its confidentiality. You may disclose confidential information to any person that has a need to know the information for the purposes of submitting Your Response.

## 6. EVALUATION PROCESS

### 6.1 Evaluation

In evaluating Responses, the SATC will consider:

- a) the Evaluation Criteria;
- b) references from referees (where applicable); and
- c) any other information that the SATC considers relevant.

Where Criteria are specified in the Invitation and Your Response does not comply with these Criteria the SATC may choose not to further evaluate Your Response.

The SATC may seek the advice of external consultants to assist the SATC in evaluating the Responses.

The SATC may in its absolute discretion:

- a) take into account any relevant consideration when evaluating Responses;
- b) invite any person or entity to lodge a Response;
- c) allow a Business to change its Response;
- d) consider, decline to consider, or accept (at the SATC's sole discretion) a Response lodged other than in accordance with this Invitation;
- e) seek further information from You regarding Your Response including but not limited to requests for additional information or presentations by, or interviews with You or Your key personnel; and
- f) make enquiries of any person or entity to obtain information about any Business and its Response (including but not limited to the referees)

## 6.2 Discontinue Process

The SATC may decide not to proceed any further with the EOI Process for Approved Travel Specialist program.

## 6.3 Shortlisting

The SATC may choose to short-list some Businesses and continue evaluating Responses from those short-listed Businesses. The SATC is not at any time required to notify You, any Business or any other person or organisation interested in making a Response of its intentions or decision to short-list.

## 7. FEEDBACK ABOUT EOI PROCESS

### 7.1 Business Feedback

You may request feedback directly from the SATC through the Contact Person.

## 8. GLOSSARY

In this Invitation, unless the contrary intention is apparent:

- a) "Business" or "You" or "Your" means any person or organisation responding to this Invitation by lodging a Response;
- b) "Closing Date and Time" means the date and time nominated in the Invitation by which Responses are required to be lodged;
- c) "Contact Person" means the person nominated in the Invitation authorised by the SATC to communicate with Businesses about the EOI Process;
- d) "Criteria" means the criteria identified in the Invitation;
- e) "EOI Process" means the process commenced by the issuing of this Invitation and concluding upon the execution of a contract (or other outcome as determined by the SATC) or upon the earlier termination of the process;
- f) "Evaluation" means the process for considering and evaluating Responses in accordance with clause 6.1;
- a) "Approved Travel Specialist" means a reseller of TDU products subject to the requirements specified in the Invitation, the Criteria, and the contract;
- b) "Intellectual Property" means any patent, copyright, trademark, trade name, design, trade secret, knowhow, semi-conductor, circuit layout, or other form of intellectual property and the right to registration and renewal of the intellectual property;
- c) "Invitation" means this document inviting persons to lodge a Response;
- d) "Response" means the documents constituting a Response lodged by a Business to this Invitation;
- e) "Response Material" means all documents, data, and other materials and things provided by a Business in relation to a Response arising out of this Invitation; and
- f) "SATC" means the South Australian Tourism Commission (ABN 80 485 623 691), a statutory corporation pursuant to the *South Australian Tourism Commission Act 1993* (SA).