



**Government  
of South Australia**

TRS19D1351

Hon Stephen Mullighan MP  
Member for Lee  
Unit 1, 62 Semaphore Road  
SEMAPHORE SA 5019

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Dear Mr Mullighan

**APPLICATION UNDER THE *FREEDOM OF INFORMATION ACT 1991***

I refer to your application made under the *Freedom of Information Act 1991* (FOI Act), dated 21 May 2019.

Your application seeks access to:

*"All minutes, briefings and correspondence titled 'SA Venture Capital Fund' as described on the Objective document management system, between 12 July 2018 and 21 May 2019."*

The legislative prescribed timeframe to determine this application has expired and is now deemed to have refused you access to all documents relevant to your application. I refer to my letter dated 26 May 2019 where I sought additional time to make my determination.

The purpose of this letter is to advise you of my determination. An extensive search was conducted within this office. A total of 1 document was identified as answering the terms of your application.

I refuse you access in part to 1 document; a copy of which is enclosed.

**Document Refused in Part**

This document is released in part, as crown advice is contained which is subject to legal professional privilege, pursuant to clause 10(1).

This briefing was prepared internally and contains advice and recommendations which were considered for the purpose of decision making relating to the functions of Government. On balance, it is not in the public interest to disclose the content of these documents as it is important for the Government to receive frank and

comprehensive advice and opinions, including the expression of views which may be contentious. I therefore determine this exempt pursuant to clause 9(1)(a)(i) and 9(1)(a)(ii).

The briefing dated 6 June 2018 (Attachment 1) is released in part and is exempt also pursuant to clause 9. Attachment 1 also makes reference to a detailed briefing on the establishment of the South Australian Venture Capital Fund (SAVCF) and summarises the commercial terms of the Investment Management Agreement (IMA). The IMA contains a confidentiality clause so the information in the briefing around management fees, performance fees and alignment capital cannot be disclosed. However a redacted version of the IMA is available on the SA Tenders and Contracts website. I therefore determine this information exempt pursuant to clause 13(2)(a).

Within this detailed briefing reference is made to a report from Redfire Consulting Group, who were commissioned in January 2016 by the former Government, on how it could improve the commercialisation of research in South Australia. I understand this document is publicly available and therefore has not been provided to you.

The copy of advice from Crown Solicitor's Office (Attachment 2) is refused in full as this is subject to legal professional privilege. I therefore determine this exempt pursuant to clause 10(1).

## **Exemptions**

### **Clause 9 — Internal Working Documents**

- (1) *a document is an exempt document if it contains matter—*
- (a) *that relates to—*
    - (i) *any opinion, advice or recommendation that has been obtained, prepared or recorded; or*
    - (ii) *any consultation or deliberation that has taken place, in the course of, or for the purpose of, the decision-making functions of the Government, a Minister or an agency; and*
  - (b) *the disclosure of which would, on balance, be contrary to the public interest.*

### **Clause 10 – Documents subject to legal professional privilege**

- (1) *A document is an exempt document if it contain matter that would be privileged from production in legal proceedings on the ground of legal professional privilege.*

### **Clause 13 – Documents containing confidential material**

- (1) *A document is an exempt document*
- (a) *if it contains matter the disclosure of which would found an action for breach of confidence; or*
  - (b) *if it contains matter obtained in confidence the disclosure of which*
    - (i) *might reasonably be expected to prejudice the future supply of such information to the Government or to an agency; and*
    - (ii) *would, on balance, be contrary to the public interest.*

(2) A document that is a contract entered into by the Crown or an agency after the commencement of this subclause is not an exempt document by virtue of subclause unless—

(a) it contains matter the disclosure of which would, under a term of the contract, constitute a breach of the contract or found an action for breach of confidence; and

(b) that term of the contract has been approved by—

(i) in the case of a contract entered into by the Crown—a Minister; or

(ii) in the case of a contract entered into by a State Government agency—the responsible Minister for the agency; or

(iii) in the case of a contract entered into by an agency that is not a State Government agency—the agency.

Please note, in compliance with Premier and Cabinet Circular PC045 - *Disclosure Logs for Non-Personal Information Released through Freedom of Information* (PC045), the Department of Treasury and Finance is now required to publish a log of all non-personal information released under the *Freedom of Information Act 1991*.

In accordance with this Circular, any non-personal information determined for release as part of this application, may be published on the DTF website. A copy of PC045 can be found at the following address: <https://dpc.sa.gov.au/resources-and-publications/premier-and-cabinet-circulars>. Please visit the website for further information.

As I am determining this application as Principal Officer, Section 29(6) of the Act does not provide for an internal review. If you are dissatisfied with my determination you are entitled to exercise your rights of external review with the Ombudsman.

Alternatively, you can apply to the South Australian Civil and Administrative Tribunal. If you wish to seek a review, Section 39(3) of the Act states you must do so within 30 calendar days of receiving the determination.

If you require any further information, please contact Vicky Cathro on 8226 9769.

Yours sincerely



**Hon Rob Lucas MLC**  
*Principal Officer*

15 January 2020

**RELEASE IN PART**

TR518D0931

MINUTE



Government  
of South Australia  
Department of Treasury  
and Finance

MINUTES forming ENCLOSURE

File SAF18/0602

Doc No SF18D00199

To The Treasurer

SA VENTURE CAPITAL FUND

Timing: ROUTINE — For information only

Recommendations/Issues: It is recommended that you note:

- [REDACTED]
- [REDACTED]
- [REDACTED]

Noted

Hon Rob Lucas MLC  
Treasurer

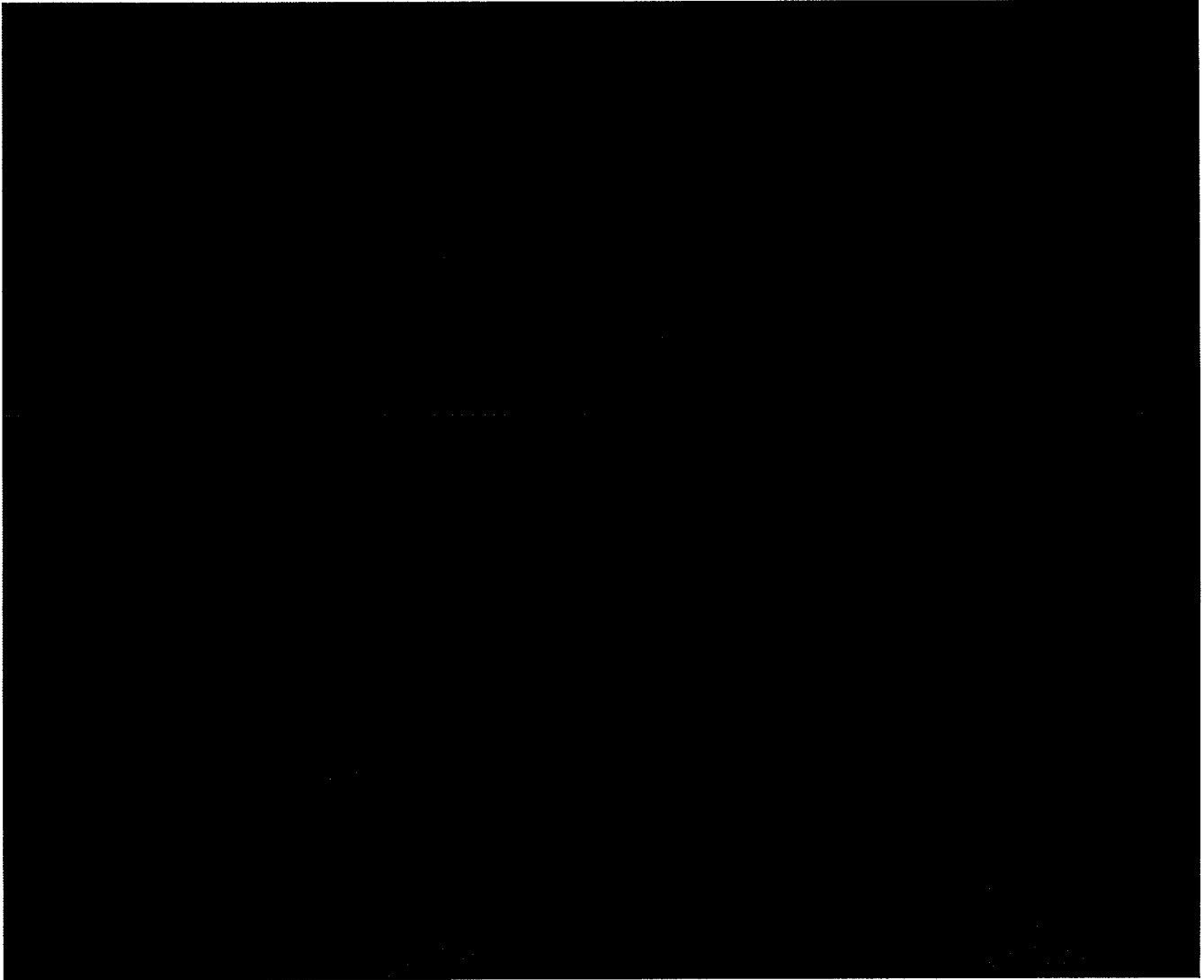
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Key Points:

- You have previously been provided with a briefing on the establishment of the SA Venture Capital Fund (SAVCF) and the appointment of BSVC as the SAVCF investment manager.
- A copy of that briefing dated 6 June 2018 is attached.
- Amongst other things, the briefing contained information on the termination provisions available to Government under the IMA between SAFA, BSVC and BSAIL.
- In summary, the termination provisions available to Government under the IMA are:
  - SAFA has a right to terminate the IMA for no cause after 5 July 2024, being the expiry of the initial seven year investment period of the SAVCF;



- o SAFA also has a right to immediately terminate the IMA for cause on the occurrence of certain events in relation to BSVC or BSAIL. The briefing attached outlines the types of events for which SAFA could terminate the IMA for cause, one of which is for a material adverse change.

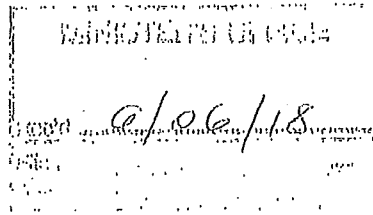


*Kevin Cantley*  
Kevin Cantley  
GENERAL MANAGER, SAFA

26 July 2018

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MINUTE



Government of South Australia  
Department of Treasury and Finance

MINUTES forming ENCLOSURE

File SAF18/0602


Doc No SF18D00140

To The Treasurer

SA VENTURE CAPITAL FUND

Timing: ROUTINE — For Information only

Recommendations/Issues: It is recommended that you note:

- the attached briefing on the establishment of the SA Venture Capital Fund (SAVCF) and the appointment of BlueSky Venture Capital Pty Ltd (BSVC) as the SAVCF Investment manager;
- that the briefing also contains information on the termination provisions available to Government under the Investment Management Agreement (IMA) between SAFA, BSVC and BlueSky Alternative Investments Ltd (BSAIL);
- that SAFA cannot terminate the IMA for no cause until after 5 July 2024;
- 
- that Mr Raymond Spencer (Chair of the SAVCF Management Committee) is scheduled to meet with you and the Minister for Industry and Skills on 19 June 2018 to discuss the SAVCF and the performance of BSVC as the investment manager.

Noted

Hon Rob Lucas MP  
Treasurer

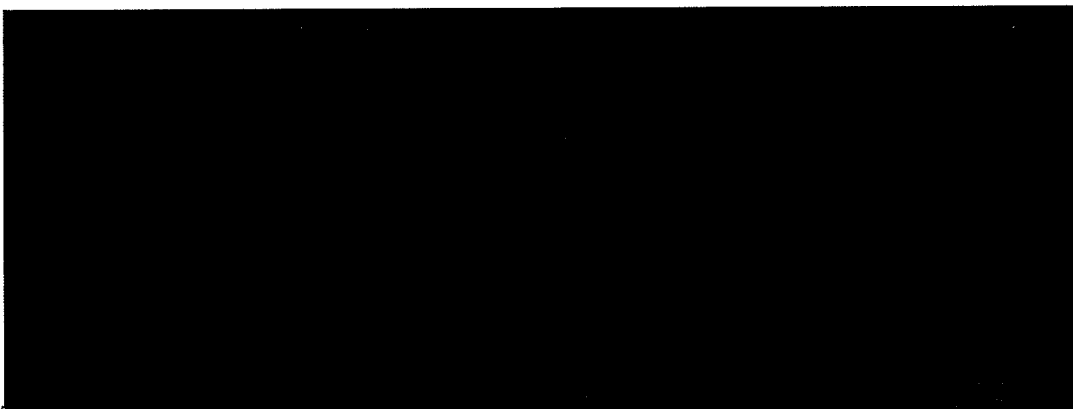
18/6/18.

Key Points:

- In the 2016-17 State Budget, the former Government announced the establishment of the SAVCF to invest in local early-stage ventures that have potential to become globally significant companies. The core objectives of the SAVCF are to:
  - enable innovative South Australian ventures to secure funding to accelerate their growth into national and global markets thereby stimulating economic activity and job creation;
  - strengthen the competitiveness of local early-stage entrepreneurs and companies to attract private sources of co-investment from national and international investors; and



- o earn a commercial rate of return for investors (including the South Australian Government) commensurate with industry standards for early-stage venture capital funds.
- o SAFA is responsible to the Treasurer for the establishment, investment and management of the SAVCF. The Office of Science Technology and Research, Department of Industry and Skills (OSTAR), is responsible to the Minister for Industry and Skills for the policy objectives sought to be achieved from the establishment of the SAVCF.
- o A detailed briefing on the establishment of the SAVCF and the appointment of BSVC as the SAVCF investment manager is attached. The briefing also contains information on the termination provisions available to Government under the IMA.
- o SAFA has a right to terminate the IMA for no cause after 5 July 2024, being the expiry of the initial seven year investment period of the SAVCF. On termination for no cause by SAFA, accrued management fees and a compensation amount would be payable to BSVC, with the amount payable being dependent on the point in time when termination occurs.
- o SAFA also has a right to immediately terminate the IMA for cause on the occurrence of certain events in relation to BSVC or BSAIL. The briefing attached outlines the types of events for which SAFA could terminate the IMA for cause.



- o Mr Raymond Spencer (Chair of the SAVCF Management Committee) is scheduled to meet with you and the Minister for Industry and Skills on 19 June 2018 to discuss the SAVCF and the performance of BSVC as the investment manager.

*Kevin Cantley*

Kevin Cantley  
GENERAL MANAGER, SAFA

6 June 2018

Contact Officer:	John Strawbridge
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List of Attachments

Copy of briefing dated 6 June 2018

Copy of advice from Crown Solicitor's Office