

HAMPSHIRE COUNTY COUNCIL

Executive Decision Record

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| Decision Maker: | Executive Member for Policy and Resources |
| Date: | 24 July 2018 |
| Title: | Strategic Land Update |
| Report From: | Director of Culture, Communities and Business Services |

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1. The decisions:

- 1.1 That the proposed governance framework as illustrated in Appendix 1 for a Manydown TopCo and set out in this Report is agreed and that approval is given to the establishment of a limited liability partnership of Hampshire County Council and Basingstoke and Deane Borough Council (TopCo) and also approval for TopCo then becoming a member of a limited liability partnership (DevCo) with Hampshire County Council's and Basingstoke and Deane Borough Council's jointly selected Private Sector Partner (PSP).
- 1.2 That approval be given to the principal terms of the Manydown TopCo Draft Members Agreement as set out in this Report and delegation be given to the Director of Culture, Communities and Business Services (Strategic Manager - Assets and Development) in consultation with the Director of Culture, Communities and Business Services, Deputy Chief Executive, and Director of Corporate Resources and the Head of Legal Services authority to finalise the terms of the TopCo Members Agreement and authority given to enter into the TopCo Members Agreement on behalf of the County Council.
- 1.3 That the Executive Member for Policy and Resources and Leader of the County Council shall be the person who, for the purposes of the Manydown TopCo Members Agreement, acts as "Hampshire" County Council in its capacity as a member of the Manydown TopCo.
- 1.4 That approval be given to the appointments of nominated County Council Representatives to the Manydown TopCo Board as the Manydown Portfolio Holder (and current Executive Member for Economic Development and the Director of Culture, Communities and Business Services. Also that approval be given to the appointment of the Director of Culture, Communities and Business Services (Strategic Manager - Assets and Development) as the

County Council's nominated Representative on the Board to oversee and deliver the day to day activities of TopCo and that the County Council representatives appointed under this paragraph have delegated authority to take decisions on the Manydown TopCo Board in accordance with the Delegated Decision Schedule of the Members Agreement.

- 1.5 That approval be given to the principle of the appointment of substitute County Council Representatives to the Manydown TopCo Board in accordance with the terms of the TopCo Members Agreement and that any substitutes are appointed by the Executive Member for Policy and Resources as and when required.
- 1.6 That approval be given to the Draft Manydown TopCo Delegated Decision Schedule as set out in Appendix 2 and delegation to be given to the Director of Culture, Communities and Business Services (Strategic Manager - Assets and Development) in consultation with the Director of Culture, Communities and Business Services, Deputy Chief Executive, & Director of Corporate Resources and the Head of Legal Services authority to finalise the Schedule in parallel with the TopCo Members Agreement.
- 1.7 That delegated authority be given to the Director of Culture, Communities and Business Service and the Director of Culture, Communities and Business Services (Strategic Manager - Assets and Development) to authorise the signature of contracts and the execution of deeds by the County Council on behalf and as a member of the Manydown TopCo subject to the agreements requiring signature or execution having been properly authorised by the TopCo Board.
- 1.8 That approval be given to the proposed name of Manydown TopCo as the "Manydown Garden Communities LLP".
- 1.9 That approval be given to the proposed Manydown Top Co Business Plan Heads of Terms as set out in Appendix 3 and to note that the final version of the TopCo Business Plan will be brought back to Executive Member Policy & Resources for approval by January 2019.
- 1.10 That approval for agreeing specific service level agreements and Rules for Contracts and Financial Regulations is delegated to the Director of Corporate Resources Section 151 Officer in consultation with the Director of Culture, Communities and Business Services, the Head of Legal Services, and the Director of Culture, Communities and Business Services (Strategic Manager - Assets and Development).
- 1.11 To note that the approval of the 2018/19 operational budget for TopCo will be subject to the consideration and approval of the TopCo Business Plan and that authority is delegated to the Director of Corporate Resources

Section 151 Officer in consultation with the Director of Culture, Communities and Business Services (Strategic Manager - Assets and Development) to agree the budget and the appropriate accounting procedure.

- 1.12 To note that the financial management of Manydown TopCo may be externalised with a third party and that delegated authority is given to procure this as required to the Director of Corporate Resources Section 151 Officer in consultation with the Director of Culture, Communities and Business Services (Strategic Manager - Assets and Development) to agree and implement the appropriate accounting approaches, methods and processes.
- 1.13 Approve that the County Council, in agreement with Basingstoke and Deane Borough Council:, - (a.) enters into a conditional contract with Manydown TopCo for the transfer of the County Council's freehold interest in land identified in this report and described as Manydown North (as identified as the land currently subject of the outline planning application) and (b.) at the appropriate time transfers to Manydown TopCo its leasehold interest in Manydown North and delegates authority to the Director of Culture, Communities and Business Services (Strategic Manager - Assets and Development) in consultation with the Director of Culture, Communities and Business Services, Deputy Chief Executive, and Director of Corporate Resources and the Head of Legal Services to conclude all negotiations and effect execution of the contract and disposal.
- 1.14 That approval be given to serving the Vacant Possession Notice under the Manydown Farm Business Tenancy in relation to Manydown North.
- 1.15 That approval be given that the County Council, in agreement with Basingstoke and Deane Borough Council, for the Councils to exercise the option to purchase the freehold in respect of Manydown North as provided in this report.

2 Reason for the decisions:

- 2.1 On 7 February 2018 the Executive Member Policy and Resources endorsed the appointment of the Manydown Private Sector Partner Preferred Bidder, Urban & Civic, which was a key milestone for the Manydown project. The report also gave approval, subject to further work, to the principle of establishing the TopCo joint venture between Hampshire County Council and Basingstoke and Deane Borough Council and in turn the participation of TopCo in a further joint venture Urban & Civic in DevCo.
- 2.2 This report now seeks to enable the setting up of TopCo and:
 - i. Provides an update on the proposed overall governance structure and the TopCo arrangements. It also seeks approval for the proposed

TopCo Members Agreement, interim Business Plan, Heads of Terms and Decision Schedule and also the proposed appointments of the TopCo Member representatives.

- ii. Advises the Executive Member and seeks approval on a series of key operational requirements for TopCo including a proposed name.
- iii. Seeks approval and authorises officers to prepare for Hampshire County Council's and Basingstoke and Deane Borough Council's acquisition of the freehold of the Manydown North development land from the Manydown Company as the joint long-leaseholders.
- iv. Seeks approval and authorises officers to prepare and be able to enter into a conditional contract for the disposal of the Manydown North development land to TopCo, subject to Basingstoke and Deane Borough Council agreement as the joint long-leaseholders.

3 Other options considered and rejected:

None

4 Conflicts of interest:

Conflicts of interest declared by the decision-maker: none

Conflicts of interest declared by other Executive Members consulted: none

5 Dispensation granted by the Conduct Advisory Panel: none.

6 Reason(s) for the matter being dealt with if urgent: not applicable.

7 Statement from the Decision Maker:

Approved by:

Date:

24 July 2018

**Councillor Roy Perry
Executive Member for Policy and Resources**