

Abingdon-on-Thames Town Council

Draft Minutes of the Guildhall Committee held on Wednesday 5th November 2014 at 5.30pm in the Meeting Room at the Roysse Court Offices, Abingdon-on-Thames.

Present:

Cllr Iain Littlejohn	Chairman
Cllr Alison Rooke	Vice-Chairman
Cllr Marilyn Badcock	
Cllr Lesley Legge	
Cllr Angela Lawrence	Mayor, Ex-Officio
Cllr Sandy Lovatt	Leader of the Council, Ex-Officio

In Attendance:

Cllr Michael Badcock
Cllr Monica Lovatt
Cllr Julie Mayhew-Archer

Nigel Warner	Town Clerk
Steve Rich	Head of Services
Johannah Aynsley	Guildhall Manager

G32 **Apologies for Absence**

There were apologies for absence from Cllr Katie Nobes.

G33 **Declaration of Interest**

There were no declarations of interest.

G34 **Minutes**

Members noted that as this was a special meeting of the Committee, called for a specific purpose, minutes of the last ordinary meeting of the Committee would be considered at the next ordinary meeting.

G35 **Public Participation**

None

G36 Date of next meeting and calendar of meetings

It was noted that the approved calendar of meetings for the Guildhall Committee was as follows:

Thursday 11th December 2014 (subsequently changed to 7th January 2015 due to staff sickness);

Thursday 5th March 2015 (note this had already been changed from 26th February).

Meetings would take place at 5.30pm in the Guildhall.

G37 Exclusion of the Public Including the Press

The Chairman moved and it was **resolved:**

That in accordance with section 1 (2) of the Public Bodies (Admissions to Meetings) Act 1960 (as extended by Section 100 of the Local Government Act 1972), the public (including the press) be excluded from the meeting because of the confidential nature of the business to be transacted.

G38 Future Operations Working Group

The Committee received and considered the confidential report of the Future Operations Working Group as circulated with the agenda. It was noted that this report was in relation to Minute G30 (b) 4/14 which stated:

“that the Future Operations Working Group draft the specification for an operator (*cinema operator*), based on the two scenarios outlined in the confidential report of the Town Clerk and that this be presented to a special meeting of the Guildhall Committee for approval on Wednesday 5th November at 6pm. At this meeting the Guildhall Committee would also shortlist a maximum of six operators to receive the full specifications for tender.”

The Chairman stated that there were three main matters to deal with at this meeting:

1. To consider the procurement of a cinema operator including the legal advice on such procurement and the professional support which would be required.
2. To consider the heads of terms for a cinema operator.

3. To consider the potential bidders following receipt of expressions of interest.

See confidential appendix re the procurement process.

Members debated whether this was the right time in the Council's cycle to make decisions regarding the future of the Guildhall with an election coming up. The Town Clerk that the Town Council is a body in perpetuity and consequently it was legally empowered to make such decisions; whether it should make those decisions was a matter for Members.

The Chairman stated that the tender process was testing:

1. The Council's ability to find an operator who could bring capital investment to the process;
2. What model was suitable for the future operation of the cinema and other parts of the Guildhall;
3. What ongoing revenue funding a potential operator could bring to the Guildhall.

This was quite a complex decision and the Council may be minded to favour a particular operator but not their model or may need to go back to the market.

A Member pointed out that in terms of councils making decisions before elections, the 2007 Council had taken the final decision to take on the Guildhall within a couple of months of the 2011 elections.

A Member stated that this was an important decision and one which the Council needed to get right. Consequently, it may be necessary to call extraordinary meetings early in the New Year in order to go through the process thoroughly.

It was **resolved** that following its drafting, the full tender and specification document be sent to the whole Council.

There was a discussion regarding the confidentiality of the bid process. A variety of views were discussed, some Members seeing no reason why details of the tender and the companies tendering should not be made public. Other Members felt that commercial confidentiality would mean that companies would not wish to tender if they felt that all details would become public and that it was not appropriate to make matters public until a conclusion had been reached in relation to the process.

The Chairman stated that at this stage the Committee was considering two points, conceptually how to go forward and then finding a firm proposal for the

Council to vote on. He summarised the agreements made by the Committee to date:

1. In the tender document Max Associates, who had been appointed to assist in the tender process, would advise the tenderers on where the Council is in the process in terms of project and financing, ensuring that this was in a way which was open and honest.
2. The Council would need to be clearer on the post tender process which may involve more than one bidder and the fact that final contractual decisions would follow at a later date. Members considered that in this regard the word “shortlisting” should be used in the document.

Further concerns arose regarding the finances of the project as it was noted that according to the timescale the Council will have set the budget for 2015-16 by the time that the tender process was finished and attention would need to be given to updating the business case. The Town Clerk was asked to bring forward a proposal on full or partial closing of the Guildhall together with the budget proposal for 2015-16. A Member also expressed concern that with the prospect of closure of the Guildhall or part of it, disabled access needed to be examined, particularly if part of the building was being kept open and proposals would also need to be brought forward in this regard. Members agreed on the following revised timetable:

Tender documents to be sent out: 28th November 2014;

Date for receipt of tenders: 16th January 2015;

Interviews for potential cinema operators: 22nd January 2015;

Special meeting of the Guildhall Committee consider tenders: 5th February 2015.

Special meetings of the Finance and General Purposes Committee and then of the Town Council to be arranged for later in February 2015.

Note: due to staff sickness, this timescale was subsequently changed.

Regarding the issue of closure, this decision would be made following a recommendation to the Council at its January meeting and the Chairman stated that this needed to be discussed in confidence until agreed by the Council. This was because the decision would have staffing implications. However a concern was expressed that users of the Guildhall were becoming anxious regarding the potential from July onwards and were expecting to be told. It was anticipated that by mid-February in the light of tenders there would be a direction set for the future operation of the Guildhall.

See also confidential appendix regarding the detailed tender specification.

(Cllr Julie Mayhew-Archer left the meeting during this discussion, it being 7.47pm.)

(Cllrs Alison Rooke and Angela Lawrence left the meeting during this discussion, it being 8.03pm)

The Chairman stated that the specification should not seek to over-specify how an operator would work. The Council needed to say what it sought to achieve and would then be seeking from the operator a statement as to how they would achieve it.

Resolved that the report of the group in relation to this matter be approved as the basis for the drafting of the detailed specification and tender.

It was **resolved** that the companies named in the confidential appendix be invited to submit a tender in relation to the Guildhall Cinema Project.

The meeting rose at 8.32 pm

Note regarding confidentiality:

It should be appreciated that it is challenging, when considering a tender process, to retain a balance between what should be included in the open minutes and what needs to be kept in the confidential appendix. Rather than retain all discussions in confidential session, a view has been taken, in the interests of transparency, to include as much as possible in the public domain.

The following matters are properly retained in the confidential appendix:

- Legal advice and considerations;
- Matters with contractual implications, the disclosure of which could compromise the position of the Council and of third parties, this including detailed consideration of the tender specification and details of those organisations expressing an interest in the project;
- Detailed consideration of grant opportunities and applications, disclosure of which could prejudice such applications;
- Matters with staffing implications.