

WALFORD PARISH COUNCIL

Parish Clerk: Catherine Murray. Rose Cottage, Coughton, Ross on Wye, Herefordshire, HR9 5SF.

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Minutes of the Full Council meeting held in Walford Village Hall At 6.00pm on Wednesday 9th August 2017

Present: Chairman – Frank Myers

Councillors: Murray Alston, Dave Berry, Simeon Cole, Heather Evans, Luke Freeman, Eric Drummond, Shane Carlson.

In attendance: Clerk Catherine Murray.

- 1. Apologies:** Karen Chinn, Angus McIntosh, Martyn Jenkins, Sophie Hurley, Nesta Hirst.
- 2. Declarations:** Luke Freeman (pecuniary) item 3.2

Public Session: Was included, as is usual at Parish Council meetings. The Clerk apologised for this omission.

- Bob Puzey asked whether a plan for the development of the canoe launch site was going to be made public; he asked about the new temporary building on the site and asked whether the public should have an input.
The Chairman explained that a business plan was drawn up originally, but that it had remained confidential (on the advice of HALC) due to issues relating to the information becoming available to competitors; however, it has always been the intention of the PC to develop the site as a “Tourist Destination of Choice” and this has been discussed openly in Parish Council meetings, which Mr Puzey had not attended; it has also been included in the Parish Newsletter.
- Bob Puzey also said that increasing the number of people who use the site and therefore the number of car parking spaces, should be made public. He said that we cannot be seen to be upsetting regular users of the site; someone needs to be monitoring it.
The Chairman said that this has also been discussed in open PC meetings, which the public are invited to attend. He suggested that using car parking spaces at BVH, when they are free might be discussed, perhaps an area could be cordoned off for use as overflow.
- Don Bent said that the only time that the canoe launch site car park is full is at weekends when weddings and functions take place at the Village Hall.
The Chairman suggested taking the discussion relating to car parking outside this meeting and proposed an alternative meeting between the working group and representatives of Bishopswood Village Hall, to discuss using additional space and making some additional income for the PC and for the village hall.

- 3. Kerne Bridge Canoe Launch Management Agreement:** The Chairman explained that the agreement includes commercially sensitive information and will therefore be held in confidential session, but the details will be made public at a later date.

3.1. Appoint a member of the Parish Council as Non-Executive Director to work with Riversea Holdings Ltd:

- Cllr Freeman said he was uneasy about the title of ‘Non-Executive Director’ and thinks it should be checked out, perhaps a different title would be more appropriate, as a Non-Executive Director would be there to represent Riversea Holdings, rather than an outside party. He added that alternative legal advice on the proposed document would be sensible.
- Cllr Myers said The Non-Exec Director would be appointed to the board to represent the PC, if appointed by an ‘investor’.
- Cllr Berry asked if the PC is an ‘investor’
- Cllr Myers explained that in a joint development partnership both partners are investing time, effort and money and that, in these circumstances it was common practice for the investor’s interests to be served by appointing a Non-Executive Director. Cllr Carlson asked if this could be checked out and verified.

3.2. Management Agreement with Riversea Holdings Ltd:

Several concerns had been raised regarding the proposed Management Agreement, which will take some time and discussion to resolve and it has been suggested that legal advice should be sought.

- Cllr Myers therefore suggested that the PC should adjourn the meeting and discuss it again on 30th August.
- Cllr Drummond also suggested that the meeting should be adjourned, because the concerns raised by Councillors need to be addressed properly and the cost of legal advice should be looked into.
- Cllr Freeman suggested that Riversea Holdings be asked to contribute to the legal fees, the Chairman said that if this course of action was to be taken, he would not be prepared to continue to negotiate with Riversea on behalf of the PC and that someone else would have to do so.
- Cllr Drummond therefore proposed that the PC agree upon a maximum figure to cover legal fees and if the advice costs above the agreed amount, that the working group comes back to the PC for approval.
- Cllr Berry said that any agreement needs to be made in conjunction with the PC's agreement with Herefordshire Council, as he doesn't think that this proposed agreement reflects that agreement.
- Cllr Carlson said that the Heads of Terms are not legally binding, but income has been accrued and an annual fee is due to WPC. On the basis that Riversea pay an annual fee, can The PC suggest to Riversea that they contribute towards the legal fees?
- Cllr Freeman suggested that there was no harm in asking them to assist.
- Cllr Berry said that there was no budget category to cover the additional legal advice.
- Cllr Drummond said that the PC has reserves and should use some of these to take legal advice.
- Cllr Berry said that Okells Francis Law are familiar with the case, if the PC is to appoint someone to give legal advice.
- The Chairman suggested that another lawyer might be appointed, as the exercise demanded different expertise to that needed for dealing with the land asset transfer.

Cllr Drummond proposed that the PC set aside £1,500 from reserves to take appropriate legal advice over the concerns that have been raised. This was seconded and it was unanimously **RESOLVED** that the working group will meet to agree amendments to the document and get the issues resolved, including taking legal advice, with the cost not exceeding £1,500 in time to circulate the final draft agreement to all Councillors in good time before the meeting on 30th August.

The clerk was asked to circulate the relevant information to all Councillors, with a deadline of Friday 11th August for them to respond with any further concerns, so that the Clerk can draw up a summary of issues raised and send them out in time for the working group meeting.

It was unanimously **RESOLVED** that the working group will meet to take all comments into account and then select and consult with lawyers.

It was proposed that the working group would meet at 6pm on Monday 14th August.

4. Confidential Session:

Discuss and approve the Management Agreement with Riversea Holdings Ltd.

The confidential session was adjourned until the meeting on 30th August.

Signed: Frank Myers

Date: 30/08/17