

**Minutes of Buckinghamshire Advantage Board Meeting**  
**Held at The University Campus Aylesbury Vale, 59, Walton Street, Aylesbury.**  
**28<sup>th</sup> February 2019**

**Present:** Richard Harrington (BA), Andrew Grant (AVDC), Bob Smith (Chiltern and South Bucks District Council), Philippa Batting (BBF) and Rob Smith (BCC).

**Apologies:** Karen Satterford (WDC) and Neil Gibson (BCC),

**In Attendance:** Anthony Sowden (AVEZ), Rob Hall (PBA), Ifath Nawaz (Setfords) and Liz Thomas (BA)

<b>1.</b>	Richard Harrington was appointed to chair the meeting.	
<b>2.</b>	<b>Declarations of Interest</b> There were no declarations of Interest.	
<b>3.</b>	<b>Minutes of the Buckinghamshire Advantage Board Meeting 9<sup>th</sup> October 2018.</b> There were no matters arising.  <b>It was agreed:</b> i) To Approve the minutes of the meeting held on 9 <sup>th</sup> October 2018.	
<b>4.</b>	<b>Governance</b> RH outlined the report seeking approval to circulate the draft Written Resolutions to the Members of the Company in order to amend the clauses in the Articles of Association relating to the quorum requirements and the frequency of the Board of Directors' meetings.  <b>It was agreed:</b> i) To circulate the Written Resolutions to the Members of Buckinghamshire Advantage in order to amend the Articles of Association. ii) That the Written Resolution to adopt the New Articles is most likely to promote the success of the Company for the benefit of the members of the Company, having regard (amongst other matters) to the factors set out in section 172 of the Act and iii) the Written Resolution be approved and that any director be instructed to circulate the Written Resolution to the Company's Members entitled to receive the same pursuant to chapter 2 of part 13 of the Act for approval.	
<b>5.</b>	<b>BA/AVAL Decision Making</b> RH briefly outlined the report setting out the decision-making capacity of AVAL and the BA Boards.	

	<p><b>It was agreed:</b></p> <p>i) To note the report and that transitional arrangements will be required in the next 12 to 18 months when the new structure relating to the unitary authority comes into play.</p>	
6.	<p><b>Aylesbury Woodlands</b></p> <p>Rob Hall (Robh) gave a brief overview of the mixed-use scheme and explained that it will contribute to Aylesbury's economic development, provide early delivery of the ELRs and that it is intended to provide a highly sustainable development. Scheme elements include over 100,000 sq ft of employment space, circa 1,100 residential dwellings, a local centre, extra care home, hotel and conference facilities, sports village, primary school and landscaping with circa 50% of scheme being open space.</p> <p>The scheme will be developed out in phases and phase 1 is defined in the outline planning application and includes ELRs, flood mitigation works, highway links (ELRs and College Road), delivery of 74% of the total employment provision, enabling works and associated landscaping and open space.</p> <p>As promoter, BA is obliged to secure planning consent and take the scheme to the market. If the minimum land value is achieved, the landowner is obliged to release the land to the market. A robust attitude to risk is required as up-front costs will be high whilst receipts will flow in towards the end of the scheme programme. BA is leading the scheme as no private developer would be prepared to step in as the risk is too great. There is a direct relationship between AW and Hampden Fields in terms of costs and infrastructure with a joint highways programme of works in place with arrangements for cost sharing.</p> <p>The Outline Planning Application was submitted in March 2016. Revisions took place in 2017 and the application was considered by the AVDC Strategic Planning Committee on 26/10/17 when it was delegated to officers for approval and to issue the planning consent.</p> <p>Negotiations regarding the planning conditions are almost concluded. The conditions interlink with the Section 106 agreements. The latest drafts of the Section 106 agreements were returned to the Planning Authorities' solicitors and should progress to engrossment by the end of March 2019 subject to the agreement of the BA Board and the landowners. The Deed of Dedication for land owned by BA to assist the delivery of the A41 roundabout improvements will be completed at the same time as the Section 106.</p> <p><b>It was agreed:</b></p> <p>i) To note the report.</p>	
7.	<p><b>Aylesbury Woodlands Section 106 Agreements</b></p> <p>Ifath Nawaz (IN) briefly explained the reports setting out the details and legal aspects of the AVDC and BCC Section 106 agreements. IN</p>	

confirmed that the AVDC agreement covers the district wide issues whilst the BCC agreement covers the highways, education, onsite and offsite works. IN also pointed out the number and scale of fees that are payable. IN added that during negotiations the councils had been made aware of the scheme viability issues and although attempts have been made to structure contributions towards the end of the scheme to ease cash flow, this had been resisted. IN explained that the landowners had commissioned counsel's opinion regarding the S106 agreements and CIL compliance and added that if the opinion suggests that it is not CIL compliant, the landowners may refuse to sign the agreement. If the landowners challenge on the basis that the S106 is not CIL compliant, it may be necessary to revert to the LPA to review the agreement.

IN explained that the viability exercise was undertaken and a reduction in affordable housing and the education contribution were agreed which may be helpful to demonstrate to the landowners that some mitigation is in place.

IN added that the trigger points for contributions are onerous and the number of viability reviews are more than expected. As AW is dependent on Hampden Fields (H/F) but does not have the ability to control that development, it poses a risk for AW. Some of the offsite contributions are not related to the AW development and the trigger points relating to the school may also affect viability.

IN advised that the draft S106 agreements have been returned to the Planning Authorities and circulated to the landowners.

It is anticipated that the Hampden Fields S106 agreements will be shared with the team to enable us to check they dovetail with the AW S106 agreements.

The Deed of Dedication is required to be completed at the same time as the Section 106 although it is separate to it although it is unlikely to be implemented until six months later as there is an agricultural tenancy on the land at present.

IN emphasised that ideally, more acceptable terms would have been negotiated, but the agreements need to be delivered as they are, and all aspects and risks need to be considered.

RH pointed out that the scheme is still viable in the longer term notwithstanding the legal advice and that we should proceed to ensure the benefits arising from the scheme are captured such as business rates, highways infrastructure, economic development and its links to the Garden Town Initiative.

It was agreed that the planning consent must be secured, and that once consent is granted, dialogue with the landowners should ensue to facilitate the purchase of the land to give complete jurisdiction over the scheme. Discussions with the politicians to establish support to take the project forward will be necessary.

Following discussion on the section 106 agreements and considering the advice from Setfords, it was proposed that a report should be drawn up

	<p>and circulated electronically to the Board setting out the concerns raised by Setfords whilst acknowledging the rationale and benefits of taking the project forward so that an informed decision can be made.</p> <p><b>It was agreed:</b></p> <p>i) To note the reports regarding the AVDC and BCC Section 106 agreements.</p> <p>ii) That a report should be drawn up and circulated electronically to the Board reflecting the concerns expressed in the Setfords reports on the BCC and AVDC Section 106 agreements and setting out the rationale and benefits of taking the Aylesbury Woodlands scheme forward so that an informed decision can be made.</p>	
<p>8.</p>	<p><b>Aylesbury Woodlands Hulcott Agreement</b></p> <p>AS outlined the report and explained that the Section 106 agreement requires that an area of biodiversity is provided to mitigate the loss of habitat. Negotiations to enter into a lease with M&amp;G have been undertaken for land at Hulcott to provide an area of biodiversity. The term of the lease will be 50 years with a clause giving an opt to break after 30 years as this will give flexibility to comply with the requirements. This will result in rent being paid for a longer period, but it could be offset by subletting the land.</p> <p>Concern was raised that even if the responsibility for the lease falls to another party (should the land be sold to a developer later), BA should not enter into an agreement without the ability to pay.</p> <p><b>It was agreed:</b></p> <p>i) To note the terms agreed for the provision of the Biodiversity Enhancement Scheme (BES) Land through an agreement for lease and the lease arrangements.</p> <p>ii) To approve that BA enters into the necessary agreement for the lease with M&amp;G Ltd to secure provision of the BES land on the terms agreed subject to funding being available at the point of signing the lease and that the cost to BA can be underpinned for the first five years.</p>	

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Richard Harrington  
Chair