

CABINET
18 DECEMBER 2018

***PART 1 – PUBLIC DOCUMENT**

AGENDA ITEM NO.4 – NOTIFICATION OF OTHER BUSINESS

TITLE OF INFORMATION NOTE: NORTH HERTFORDSHIRE MUSEUM AND HITCHIN TOWN HALL: ACQUISITION OF 14/15 BRAND STREET - UPDATE

INFORMATION NOTE OF THE DEPUTY CHIEF EXECUTIVE

EXECUTIVE MEMBER: COMMUNITY AND RURAL AFFAIRS

COUNCIL PRIORITY: RESPONSIVE AND EFFICIENT

1. SUMMARY

- 1.1 An information note to update members on the proposed acquisition of 14/15 Brand Street since the Cabinet meeting on 20 November 2018.

2. STEPS TO DATE

- 2.1 The lengthy history of this project has been set out at length in previous Cabinet and Full Council reports and therefore will not be repeated here.
- 2.2 Following nearly two years of negotiations on 25 September 2018 Cabinet made a “take it or leave it” offer to Hitchin Town Hall Limited (HTHL) and HTH Finance Ltd (HTHF) for the purchase of 14/15 Brand Street and the terms of a settlement agreement to conclude matters between the parties.
- 2.3 On 30 October 2018 an EGM of HTHL approved the settlement agreement save for a change to the definition of community purpose.
- 2.4 On 5 November 2018 HTHF confirmed that it supported the position of the HTHL EGM and would sign the proposed settlement agreement with the proposed change.
- 2.5 On 20 November 2018 the Cabinet Sub-Committee (Council Charities) met and agreed that it had no objections to the proposed settlement agreement and authorised the Council to execute the agreement on behalf of the Trust. On the same day Cabinet met and agreed the final settlement agreement.

3. INFORMATION TO NOTE

- 3.1 Since the resolution of Cabinet, officers have been working to conclude the transaction. There are two issues that so far have prevented conclusion of the deal.

- 3.2 The settlement agreement, whilst agreed by all parties, contains one element that still needs to be concluded – the joint press release to be sent out to announce conclusion of the transaction. Council officers prepared a neutrally phrased press release announcing conclusion of the transaction and looking forward to the opening of the new facility. This draft press release was sent to HTHL and HTHF on 21 November 2018. After much chasing, via HTHL/HTHF’s lawyers and Dave Fergus (who continues to act as an intermediary), a response was received on 13 December 2018 and contained proposed changes which officers felt was not appropriate for a neutrally phrased joint press release announcing conclusion of the transaction. A response was sent on 14 December via Mr Fergus explaining the proposed approach and suggesting some amendments. This was followed up with a telephone call between the Service Director Resources and Mr Fergus on 17 December. On 18 December we received a response (seemingly on behalf of both HTHL and HTHF although that is not explicit) that they felt their proposed quotes were appropriate and that the press release needed to have a wider focus. In the light of the length of time this is taking and the difficulties agreeing the press statement it might be appropriate to take all three quotes out of the release i.e. leave it simply as the factual elements, which in practical terms would leave all parties free to make whatever supplementary comments they chose.
- 3.3 The second issue relates to the lawyers engaged by HTHL/HTHF to conclude the transaction. Council officers have been asking since 3 October 2018 for HTHL/HTHF to confirm who their solicitor is so that we can liaise with them on timings and process. The reason for this was the need to agree signing and exchange of settlement agreement, transfer document, release of charge and restrictions. It was previously agreed by the parties during the negotiations that transfer would take place via solicitors, due to the need for the usual undertakings that accompany any conveyance. The purpose of raising this early was in order to agree the approach in case of any queries at the HTHL EGM or at Cabinet. This request was repeated on 22 October 2018 in order that there be a clear timetable to completion. Officers received confirmation on 5th November 2018 that HTHL had instructed lawyers and initially sought to agree the approach to concluding the transaction. This was achieved on 28th November 2018 however it was flagged by the lawyers that they were seeking confirmation that both HTHL and HTHF were happy to instruct the same firm to act for both parties. Again the Council has chased for a resolution to this via our legal team and Mr Fergus and were advised that a solution had been found on 10 December, however as of 17 December HTHL’s lawyer was advising that he was awaiting instructions and is chasing the same.

4. NEXT STEPS

- 4.1 Officers will continue to push for these matters to be resolved and for the transaction to finally be concluded.
- 4.2 Whilst HTHL/HTHF have allowed access to the parts of the building which were previously ‘landlocked’ the fit out works on site cannot start until matters are concluded. Therefore the delays caused by the two issues above risk further delaying the opening of the full facility beyond the target date of end of June 2019.

5. APPENDICES

- 5.1 None.

6. CONTACT OFFICERS

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7. BACKGROUND PAPERS

7.1 Previous reports on the project, available on the Council website