

STROUD TOWN COUNCIL

Minutes of an extraordinary meeting of the

MEETING OF COUNCIL

Monday, 1st October 2018, at 7.30pm

Present: Cllrs John Bloxsom, Alice Campbell, Kevin Cranston (Chair), Laurie Davies, Steve Dechan, Rob Green, Camilla Hale, John Marjoram, Margaret Poulton, Alan Sage, Lucas Schoemaker and Chas Townley

In attendance: Helen Bojaniwska (Town Clerk), Marianne Sweet (STC Communications); Cllrs Martin Baxendale and Simon Pickering (Stroud District Council; Kate Kay, Julie Wickham and Alex Cowan (Stroud Subscription Rooms Trust); and Alison Robinson (Gloucestershire Association of Parish and Town Councils)

Action

1. Apologies

Apologies were received from Cllrs Arundel, Lunnon and Naumann (all personal).

Apologies were also received from Cllr Skeena Rathor (Stroud District Council) and Cllr Eva Ward (Gloucestershire County Council).

2. Declarations of interest and requests for dispensations

None received. It was noted that a dispensation granted to Cllrs Marjoram and Townley remained in force with regard to discussion of the Subscription Rooms transfer.

3. Questions from members of the public

There were no questions.

4. Exclusion of press and public

In view of the confidential nature of the business to be discussed it was **resolved** to exclude the press and public, other than councillors and representatives of other organisations listed as in attendance above.

5. Subscription Rooms

Cllrs Davies and Townley arrived during this item.

It was reported that Stroud District Council's Strategy and Resources Committee would be considering a report at their meeting on 4/10/2018 which recommends extending the deadline for exchange of contracts until 31/10/2018, but with no possibility of further extensions. It was reported that a number of issues had arisen concerning the draft

contract relating to arrangements for transfer of staff and due diligence enquiries.

Concern was expressed that due to a backlog of applications at the Charity Commission there was a risk that the Trust might not be registered by 31/10/2018. The latest estimate suggested that they should receive a response by 15/10/2018, but there was a possibility that should the Commission ask the Trust to respond to any queries about their application a further delay could arise.

It was noted that an agreement to lease the building to the Trust must be in place before contracts with the District Council can be exchanged, but the Trust will not legally be able to sign that agreement until their Charity Commission registration is completed. The imposition of a deadline for exchange of 31/10/2018 might therefore jeopardise the whole transfer.

It was reported that discussions between the councils' solicitors were ongoing with regard to the arrangements for business and staff transfers and that this had been complicated by the fact that the District Council were not due to make a decision about the future of the tourist information service until December. It was noted that an offer to collaborate with the District Council on options for future delivery of the tourist information service had not yet been taken up.

It was further noted that the Town Council's offer for the Subscription Rooms was subject to "due diligence". Property enquiries had been satisfactorily completed, but information requested regarding the business and staff had not yet been supplied by the District Council.

A concern was expressed that without the necessary information it would not be possible for either the Town Council or the trust to properly evaluate the potential risks and liabilities arising from the transfer.

Kate Kay, for the Trust, reported that the trustees are committed and ready to progress the transfer, but need proper information to take things forward. It was noted that the Trust have appointed their own solicitor and that property search information had been shared with them.

An offer from David Drew MP, reported by Cllr Davies, to encourage the Charity Commission to prioritise the Trust's application was accepted.

Clerk

It was noted that an invitation had been received to meet with Stroud District Council members and officers on 2nd October to discuss the implications for the Strategy and Resources Committee meeting on 4/10/2018.

There was a lengthy discussion about how to respond to Stroud District Council with regard to the potential deadline and the actions required to progress the transfer. It was noted that although there was considerable public demand for keeping the Subscription Rooms in public ownership, it was important that this doesn't risk the financial security of either the Town Council or the Trust.

Alison Robinson of Gloucestershire Association of Parish and Town Councils, was invited to respond to the debate and reflected on the need for the risks to be properly assessed and managed, which could only be achieved if the required information is shared. She felt that the transfer of the Subscription Rooms was an exciting project, which would be of benefit to both the town and the wider district.

It was unanimously **agreed** to request that Stroud District Council consider amending the recommendation to their Strategy and Resources Committee meeting on 4/10/2018 to state that contracts will be exchanged within a reasonable period, (to be negotiated by the Clerk) of completion of all of the following: agreement of terms for TUPE; exchange of full commercial information; and registration of Stroud Subscription Rooms Trust with the Charity Commission.

Clerk

The Clerk was requested to present draft contracts to the Stroud Town Council meeting on 29th October for approval.

Clerk

It was also **agreed** to discuss with Stroud District Council how communications regarding the transfer could be improved.

Clerk

The Clerk was also requested to investigate the feasibility of setting up the Trust in an alternative legal form, if necessary to mitigate any delays in their registration.

Clerk

The meeting closed at 9.20pm

Chair

Date