

## BIDDENDEN PARISH COUNCIL

### Minutes of the Extraordinary Meeting held on Wednesday 30 March 2010 at 7.30 pm in New Hall, Biddenden

Present: Cllr T Lupton (Chair) Cllr C Friend  
Cllr A Barfoot Cllr K Masters  
Cllr D Boulding Cllr H Richards  
Cllr C Daly Cllr H Ruse  
Cllr V Evason

Absent: Cllr Mrs E Cansdale - Prejudicial Interest  
Cllr M Conway - Prejudicial Interest

Approximately 15 parishioners attended

#### 1. **Chairman's opening remarks**

The Chairman opened the meeting and welcomed parishioners and the Council's Chartered Surveyor, Stephen Bird.

The Chairman expressed his concern that recent publications had stated that the Parish Council has been slow in progressing the surgery project. The Chairman stated that he would like to think that the Council had at all times endeavoured to move the project forward despite there being long periods when Headcorn Surgery had not responded to correspondence.

The Chairman continued by outlining the history of the Surgery project. In summary:

In May 2008 the Parish Council approved in principle that part of the Jubilee Meadow be leased to Headcorn Surgery. This was endorsed by a Village Poll in October 2008. Since that time the Council has been actively working to move the project forward. In doing so the Council has had to:

- Recognise that Headcorn Surgery is contracted to the NHS to provide medical services and, as such, is a commercial entity.
- Understand the implications of the proposed lease being in the individual names of the partners of the Headcorn Surgery, and that the lease will be transferable to other providers of General Practitioner Services throughout its 125 year term. These transfers will be commercial transactions.

Planning Permission for the surgery was given on 27<sup>th</sup> July 2010, and was followed by a meeting between the Council's advisor and Headcorn Surgery on

30<sup>th</sup> November 2010. The delay in holding this meeting was due to Headcorn Surgery concentrating on the new surgery planned for Headcorn. The requested feedback on the Heads of Terms for the lease Agreement were received from Headcorn by the Council on 27<sup>th</sup> January 2011, at which point the Council's Solicitor and Chartered Surveyor were asked to review and make recommendations to the Council. This advice was received immediately prior to the Council meeting on 8<sup>th</sup> March 2011.

The Heads of Terms were reviewed at the Council Meeting on 8<sup>th</sup> March 2011. It became clear that further advice needed to be obtained to clarify issues. The Council's Solicitor was asked to clarify whether the Council was in a position to grant a Right of Way to the proposed surgery site. The Council's Chartered Surveyor was requested to clarify various clauses relating to the valuation of the site, uses to which the surgery could be put, and the mechanisms for reimbursement of the costs of shared facilities. It was agreed by the Council that once this advice had been obtained the Council would convene an Extraordinary Meeting, and this was the purpose of the evenings meeting.

The Chairman stated Item 2 on the Agenda was a Resolution to close the meeting to the public, as the matters being discussed were of a confidential and commercial nature. If this was agreed by the Council, he would be requesting members of the public to leave the meeting.

The Chairman stated he would be recommending to the Council that a Press Release be prepared updating the parish on progress with the surgery project. If agreed this would be released as soon after the meeting as possible.

## 2. **Resolution to close the meeting**

The Clerk reported that advice had been taken from KALC regarding taking the meeting in closed session and the advice had been that because of the confidential and commercial nature of the issues to be discussed that the meeting should take place in closed session.

On the advice taken, the Chairman proposed that the meeting be taken in closed session due to the nature of the material to be discussed. A vote was taken and **it was agreed** to move into closed session.

CLlr Daly asked to make three points and asked that it be recorded that he had not voted in favour of the meeting being held in closed session.

CLlr Daly stated that he felt the meeting should be held in open session, and made the following points:

1. There was a precedent for it to be an open meeting because at the last meeting the Doctors Surgery had been discussed in public.
2. It is probably the most important decision for four years

3. He did not consider there was anything confidential or contentious in the papers distributed

The meeting was closed and members of the public, press and media asked to leave.

Stephen Bird of MHSB was asked to join the meeting. Cllr Daly said that the Chairman was doing a good job and hoped that he would continue.

### 3. **Drs Surgery – Heads of Terms**

The Chairman stated that councillors would be looking at the Heads of Terms and would go through it point by point. He asked councillors if they had all received the papers and all consented. The version being considered was the Heads of Terms incorporating amendments made at the meeting of 8 March 2011.

Clause 1:	Landlord	<b>Agreed</b>
2:	Tenant	<b>Agreed</b>
3:	Demise	<b>Agreed</b>
4:	Landlords Solicitor	<b>Agreed</b>
5.	Tenant's Solicitor	<b>Agreed</b>
6.	Tenure	<b>Agreed</b>
7.	Term	<b>Agreed</b>

8. Rent Discussion took place. Stephen Bird reported that he had been in touch with the District Valuer who did the original valuation and she had given two figures which were given to councillors for consideration. The District Valuer considered the rental route to be the better option as it can be reviewed on a regular basis. A new valuation would need to be undertaken now that plans have been finalised.

Issues were raised regarding DEFRA as some grants received under the Countryside Stewardship Scheme might have to be repaid. The precise situation will need clarification from Natural England. It was pointed out that CSS comes to an end in 2012.

Discussion also took place regarding the appointment of surveyors to provide the parish council with its own valuation.

**The following new wording was agreed:** Rent/capital sum or combination thereof to be by negotiation on the basis of an independent valuation of a suitably qualified chartered surveyor/valuer to be appointed. Rent to be reviewed every five years.

Clause 9:	Legal and Surveyors' Fees	<b>Agreed</b>
10.	Parking	<b>Agreed</b>

11. Repairs **Agreed new wording:**  
The Tenant to be fully responsible for all redecoration and repairs to the new surgery both inside and out at a minimum of five yearly intervals.

The Tenant to make a 25% contribution towards any costs relating to the upkeep of the Car Park and access road. The Landlord to be under an obligation to keep the Car Park surface and access road in repair. Following construction and construction traffic, Tenants to make good any damage.

12. Maintenance **Agreed - change:** Millennium field altered to Jubilee Meadow

13. Rights of Way **Agreed – with additional wording:**  
The Tenant to be granted a right of way with or without vehicles under the lease for the use of the premises as a surgery across the access road from Mill Court to the boundary of the demise subject to solicitors negotiations regarding the email from John Spence of 28 March 2011.

In addition, **it was agreed** that the Clerk should write to TSP asking them to release the email from John Spence to Whitehead Monckton (the doctors' solicitor) to make the doctors aware of the access issue as part of the Heads of Terms

**It was agreed** that the Clerk write to TSP to ask them to handle the right of way issues with Whitehead Monckton and to express concern that the access issues had not come to light when work was being done to determine whether the Jubilee Meadow could be used to site the surgery. It was equally surprised and concerned that that the doctors appeared to have put in their application for planning permission without their solicitors carrying out any searches relating to access.

It was also noted that the advice received from Cllr Conway's solicitor did not agree with that given by the Council's own solicitor.

- 14: Permitted Use **Agreed**  
15: Construction **Agreed**

16. Alienation **Agreed new wording:**  
The Tenant is permitted to assign the lease to the PCT (or superceding authority) or other GP Practice without Landlord's consent.

The building shall always be used as a GP surgery, and will revert to Biddenden Parish Council if this use ever ceases or the building closes for medical purposes.

- 17: Shared Utilities      **Agreed new wording:**  
The cost of repairs to any shared utilities (likely to be telephone, electricity and water but not drainage) to be shared with other users by agreement, and in the case of dispute a reasonable apportionment to be determined by the Landlord's Regulated Chartered Surveyor.
- 18: Outgoings:              **Agreed**  
19: Drainage:                **Agreed**  
20: Rent Commencement  
Date                         **Agreed**  
21: Alterations             **Agreed**  
22: Insurance                **Agreed**
- 23: Hours of Business      **New Clause:**

As per planning permission 09/0544/AS unless otherwise agreed by the Landlord.

0830 – 1800 Monday to Friday  
No time Saturday and Sunday

It was proposed that the Heads of Terms incorporating the above amendments be accepted by the Council. Proposed by Cllr C Friend    Seconded by Cllr C Daly.  
**It was agreed unanimously**

**It was agreed** that the Heads of Terms incorporating the above changes be forwarded to Invicta Chartered Surveyors by Stephen Bird.

The letter from Invicta Chartered Surveyors addressed to the Chairman was discussed. **It was agreed** that the Chairman and Stephen Bird would prepare a reply.

**It was agreed** that a press release be drafted by the Chairman for comment and then distributed in accordance with the Council's Press/Media policy.

4.    **End of meeting.** The meeting closed at 2130.

Alison Swannick  
Parish Clerk

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