

**OTTERPOOL PARK LIMITED LIABILITY PARTNERSHIP**

**MINUTES OF THE BOARD**

**Date: 27<sup>th</sup> March 2023**

**Place: The Jockey Club, Folkestone Racecourse, Stone Street, Westenhanger**

**Directors present: John Bunnett, Andy Jarrett, Luke Quilter (chair), Rebecca Shoob, Sally-Anne Logan, Dinah Roake**

**Others present: Donna Brace, Mark Dodson, Peter Wignall, Gary Ridgewell, Tom Hydes (Stantec), Ron Henry (Stantec)**

**88. Apologies for absence**

Apologies given by Jenny Hollingsbee

**89. Declarations under the code of conduct**

There were no declarations of interest.

**90. Minutes of the meeting of 20<sup>th</sup> of February 2023**

To agree the minutes of the meeting of 20<sup>th</sup> of February 2023

**Decision:**

The minutes were agreed.

**91. Phase 1 Utility Supply Agreement**

Report No 39 seeks the Board's approval that Network Utilities Ltd be engaged to undertake the design, supply, operation and maintenance of electric, water and telecommunication infrastructure to every property and business within Phase 1. It also recommends that opportunities be explored with SNRG Ltd. to reduce the total electric demand using smart technologies and network management.

A presentation of the procurement process was given by Tom Hydes and Ron Henry of Stantec

**Decisions:**

**1. To commission Networkx Utilities to commence the shorter-term Phase 1 (site wide design and Phase1 1 implementation) piece of work in lieu of committing OPLL to a utility delivery contract for the whole development.**

**2 To continue exploring opportunities with SNRG to reduce the total electric demand using smart technologies and network management.**

**92. Westenhanger Station – Authority to proceed with award of PACE 1 contract relating to the enhancements of Westenhanger Station**

Report No 40 seeks approval to enter into contracts with Network Rail Infrastructure Ltd and South East Trains Ltd to deliver PACE 1 – the next stage of the project to deliver enhancements to Westenhanger station. As there are only two possible providers authority is sought to depart from the LLP's procurement policy.

**Decisions:**

**1. That a departure from the Procurement Policy be authorised as there are only two possible providers for the work envisaged in the PACE 1 contract.**

**2. That contracts be entered into with Network Rail Infrastructure Ltd and South East Trains Ltd (trading as Southeastern) for the delivery of PACE 1 which relates to the enhancements of Westenhanger Station.**

**93. Phase 2 masterplan and design code commission (woodland ridge and hilltop character areas) - authority to proceed with consultant appointment.**

Report No 41 seeks approval from the board for the appointment of John Thompson and Partners LLP, trading as JTP for preparing a masterplan and design code for the woodland ridge and hilltop character areas, subject to negotiations to reduce their fee proposal.

A supplementary paper was circulated setting out the financial implications as follows: -

*The costs are estimated to be £340k and the spend will be split across FY22/23 and FY23/24. The current budget for FY22/23 only has £150k, so any excess that is incurred in FY22/23 will be funded from contingency.*

The board challenged the quality / cost appraisal of the proposed winning tender seeking assurance that due diligence had been carried out.

The Placemaking Director assured the board that the process had been carried out correctly and that the evaluation had been carried out thoroughly. The Placemaking Director stated that negotiations will take place to reduce the fee

**Decision:**

**That John Thomas and Partners LLP (trading as JTP) be appointed to prepare a masterplan and design code for the woodland ridge and hilltop character areas subject to refining and reducing the fee under the contract.**

**94. Remuneration of the Managing Director.**

An oral presentation was given on proposals for the review of the Managing Director's pay and the payment of bonus.

The Chairman had previously had an informal discussion with the Finance Director and Legal and Governance Adviser on this matter and had suggested a simple 360° appraisal. This had been carried out.

Whilst the board agreed with the proposals for the review of the pay, set out in the confidential annexe the board indicated that a more formal and robust process should be put in place for next year,

**Decisions**

**1. That the Managing Director's pay be reviewed in accordance with the proposals set out in the confidential annexe**

**2. That a process for reviewing the Managing Director's remuneration and the payment of bonuses be drawn up and submitted to the board for approval at a future meeting.**

Note: the Managing Director was absent during the discussion of this item.