



Committee and Date

Council

13 December 2012

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Item

11

Public

**SHREWSBURY – NEW RIVERSIDE DEVELOPMENT
COMPULSORY PURCHASE ORDER**

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1. Summary

- 1.1 UK Commercial Property Trust (“UKCPT”) purchased the freehold of the Darwin and Pride Hill Shopping Centres together with the leasehold of the Riverside Shopping Centre in March 2010. Ignis Asset Management, part of UKCPT, are managing the existing centre operations whilst the Shearer Property Group (“SPG”) have been procured by Ignis/UKCPT to develop the three shopping centres into a major new town centre retail destination in Shrewsbury (“the Scheme”).
- 1.2 On 27 January 2012 UKCPT applied for planning permission under reference number 12/00409/EIA for the redevelopment of the Riverside Shopping Centre and its integration into the Pride Hill and Darwin Shopping Centres (“the Planning Application”). The Central Area Planning committee resolved at their meeting on 5th April 2012 to grant planning permission pursuant to such application, subject to UKCPT first entering into an agreement pursuant to section 106 of the Town and Country Planning Act 1990. The planning permission was issued on 13 September 2012 (“the Planning Permission”).
- 1.3 In order for UKCPT to carry out the Scheme, it is necessary for it to acquire certain third party interests, including certain interests within the Council’s ownership. In the event that UKCPT cannot acquire such interests by agreement, the Council, recognising the benefits of the Scheme to Shrewsbury, is minded to assist UKCPT with site assembly by using its compulsory purchase powers.
- 1.4 This report accordingly seeks approval to the making of a compulsory purchase order (“CPO”) to enable the assembly of land interests that are required to enable the scheme to proceed should UKCPT be unable to acquire such interests by agreement.

2. Recommendations

2.1 That subject to:

- i) the prior completion of an unconditional indemnity agreement with one or more UK Commercial Property Trust Retail Unit Trusts owning interests in the Riverside, Pride Hill and Charles Darwin Centres and their nominated Trustees (“the Indemnity Agreement”) and
- ii) the Council entering into a conditional land agreement with one or more UK Commercial Property Trust Retail Unit Trusts owning interests in the Riverside, Pride Hill and Charles Darwin Centres and their nominated Trustees (“the Land Agreement”)

Council resolves to make the CPO to acquire:

- (a) the land shown shaded pink on the plans appended under Section 226(1)(a) of the Town and Country Planning Act 1990 (as amended) for the purpose of the development, redevelopment or improvement of land by way of a retail-led mixed-use scheme, including the demolition of existing buildings and the construction of a new shopping centre (including retail, food and drink, office and other town centre uses), associated parking, landscaping and infrastructure, together with new connections and improvements to, and remodelling of the Pride Hill and Darwin Shopping Centres because it considers that the acquisition will facilitate the carrying out of the development or redevelopment or improvement on or in relation to the land, and the development, redevelopment or improvement is likely to contribute to the promotion or improvement of the economic, social and environmental well-being of Shrewsbury and the surrounding district; and
 - (b) new rights in relation to the land shown shaded blue on the plans appended under Section 13 of the Local Government Act (Miscellaneous Provisions) Act 1976.
- 2.2 To authorise the Corporate Head of Legal and Democratic Services to take all necessary steps as considered appropriate to secure the making, confirmation and implementation of the CPO including the publication and service of all relevant notices and the presentation of the Council’s case at any public inquiry.
- 2.3 To authorise the Group Manager Facilities Management to take all necessary steps as considered appropriate to resolve any objections to the making of the CPO including the entering into of undertakings with affected landowners.
- 2.4 To authorise the Group Manager Facilities Management to approve the terms for the acquisition of legal interests (including new rights) by agreement including for the purposes of resolving any objections to the CPO.

3. Risk Assessment and Opportunities Appraisal

Risk Management Appraisal

- 3.1 The Scheme offers the opportunity to revitalise and improve the Riverside Shopping Centre and wider environment in Shrewsbury town centre. The Scheme is one which the Council should support in its roles as promoter of the Shrewsbury Vision and enabler in the context of promoting the economic regeneration and viability of Shrewsbury.
- 3.2 UKCPT has communicated to the Council their commitment to and investment in the Scheme and, as funder and developer, the risks associated with the Scheme lie with them. The significant costs which the Council will incur in the making and implementation of the CPO will be underwritten by UKCPT and will be incorporated into the Indemnity Agreement which will be completed prior to the making of the CPO.
- 3.3 If the Council proceeds to make the CPO then that CPO is capable of challenge by affected parties by way of a legal challenge or objection. In the event of objections, the Secretary of State may cause a public inquiry to be held into the making of the CPO. Furthermore, claims for compensation following implementation of the CPO may be referred to the Upper Tribunal, formerly the Lands Tribunal, for resolution if agreement cannot be reached with the relevant affected party.

Human Rights Act Appraisal

- 3.4 In deciding to make the CPO, the Council should be satisfied that there is sufficient justification for interfering with human rights of those with an interest in the land affected. In this respect the Human Rights Act 1998 incorporates certain provisions of the European Convention on Human Rights, namely:
- (a) Article 1 – the right of everyone to peaceful enjoyment of possessions. No one can be deprived of possessions except in the public interest and subject to the relevant national and international laws.
 - (b) Article 8 – private and family life, home and correspondence. No public authority can interfere with these rights except if it is in accordance with the law and is necessary in the interests of national security, public safety or the economic well-being of a country.
 - (c) Article 14 – the right to enjoy rights and freedoms in the Convention free from discrimination on any ground such as sex, race, colour, language, religion, political or other opinion, or national or social origin.
- 3.5 In the case of each of these articles, the Council should be conscious of the need to strike a balance between the rights of the individual and the interests of the public. The Council may decide that, in the light of the significant public benefit which would arise from the Scheme, it is considered that the use of compulsory purchase powers is necessary and proportionate. In particular,

the Council may consider that the CPO would not constitute any unlawful interference with individual property rights.

- 3.6 The CPO process provides the opportunity for representations to be made and the holding of a public inquiry in the case of objections by affected parties.
- 3.7 Those parties directly affected by the CPO may have an entitlement to compensation (in accordance with the statutory compensation code) proportionate to the loss which they incur as a result of the acquisition of their interest.

Equalities Appraisal

- 3.8 There are no direct equality or diversity implications from the making of a Compulsory Purchase Order.

Community and Other Consultation

- 3.9 Before submitting the Planning Application, UKCPT actively consulted with the community about the Scheme, including by holding a public exhibition, publishing information on a web site, arranging meetings with key consultees/interested parties and delivering two presentations to the central area stakeholder group.
- 3.10 In addition, the Planning Application was subject to community and key stakeholder consultation as part of the planning application process culminating in the committee resolution to grant the Planning Permission on 5 April 2012.
- 3.11 UKCPT has been consulting with tenants and occupiers of the Riverside, Pride Hill and Darwin shopping centres since July 2011. Latterly, UKCPT has held two drop in surgeries for parties who may be affected by the making of a CPO. UKCPT are continuing dialogue with potentially affected tenants and occupiers.

4. Financial Implications

The Council's costs of making the CPO and acquiring interests pursuant to the CPO will be indemnified in the Indemnity Agreement to be entered into prior to making the CPO.

5. Background

- 5.1 Following the purchase of the three shopping centres in March 2010, UKCPT has sought to secure the Scheme to redevelop the Riverside shopping centre and those parts of Darwin and Pride Hill shopping centre that link into Riverside shopping centre. The aim is to improve both attractiveness of Shrewsbury as a visitor destination, extending the quality and range of retail offer within the town centre, as well as improving the links between Pride Hill and Darwin Shopping Centres from Riverside Shopping Centre.

Planning Application

- 5.2 Following an initial evaluation of their options and procurement of SPG to act as developer, the UKCPT Board gave approval in 2011 to the preparation of a planning application for submission to the Council as local planning authority, which was subsequently submitted in January 2012. The Planning Application seeks permission for the “re-development of Riverside Shopping Centre to include demolition of the Riverside Shopping Centre, Medical Practice, Nightclub, connecting structures to the Pride Hill Shopping Centre, connecting structures from Raven Meadows multi-storey car park to the Darwin Centre, removal of trees, part demolition and alterations to Raven Meadows multi-storey car park, construction of new shopping centre including department store and unit shops (Use Classes A1, A2, A3, A4 and A5), offices (Use Class B1), new bridging connections to Pride Hill and Darwin Centres, new undercroft car park, cycle parking, alterations to pedestrian entrance from bus station, partial alterations to the frontages of the Darwin and Pride Hill Centres, servicing arrangements, vehicular access and associated landscaping and engineering works” (“the Development”).
- 5.3 As set out above, the Planning Application was considered by the Council, as local planning authority, on 5 April 2012. It resolved to grant planning permission subject to a Section 106 Agreement for financial contributions towards highways infrastructure projects and public realm enhancements, and authority being delegated to the Area Planning Manager to discuss and consider alternative glazing arrangements with the applicant for the side of the building opposite the Nexus building on Roushill to address residents concerns; to resolve any outstanding ecology issues in consultation with the County Ecologist; to impose conditions relating to the food and drink premises in consultation with Public Protection; and to finalise the terms of the Section 106 agreement and any conditions arising from outstanding consultation requests. The Planning Permission was subsequently granted on 13 September 2012.

The Development

- 5.4 The Development will, for the first time, link the Riverside, Pride Hill and Charles Darwin Centres in a cohesive manner. The existing shopping centres are disconnected, both from each other and from the heart of the town, deterring some of the big name retailers from investing in Shrewsbury. The Scheme will link all three outdated centres and enhance the retail core, to provide a modern and attractive place to shop, visit and work.
- 5.5 The Riverside Centre was constructed in the 1960s and does not reflect modern retailer requirements nor does it meet shopper’s expectations of a welcoming and safe environment. The existing building turns its back on the river frontage, resulting in a blank façade to Smithfield Road / the River Severn frontage and inactivity at the street level. The existing Riverside Centre will be demolished and replaced by New Riverside, and the Pride Hill and Charles Darwin Centres will both be refurbished and new connections to

New Riverside provided. Set out below is a summary of the proposed works to the Pride Hill and Charles Darwin Centres:

(a) The Pride Hill Centre:

Currently there is a bridge link to the Riverside Centre at level three only, two floors below the main entrance from Pride Hill. The bridge at this level is to be removed and two new bridge connections created at level four and five to provide a more seamless connection to New Riverside. Level three will include a new medium sized unit ("MSU") with a dedicated access to Roushill Bank and an escalator link to the floor above. The escalators from level five to level four will be switched around to improve pedestrian flows.

(b) The Charles Darwin Centre:

There is currently only a single connection (at level three) between the centre and the multi storey car park and link to the Riverside Centre to the south. The Scheme will provide three new linkages at levels four, five and six to provide a seamless connection between the two centres.

(c) The Development provides for the reconfiguration of space to create two new MSUs. The first MSU will be located at the eastern end at levels four, five and six, to complement the department store anchor to be provided in New Riverside. The second MSU will be located at the western end of the centre at level five, in an area that currently suffers from a poor layout and low footfall. The proposals will provide a circulation route between the Darwin Centre and New Riverside.

(d) To further enhance the continuity of this circulation route, level five of the centre will be re-aligned to further improve the visibility of the existing retail units along its length.

(e) The combination of these new connections linkages to New Riverside; the creation of three MSUs within the Pride Hill and Charles Darwin Centres; and other improvement works will attract major new retailers to the area, which is critical to the future viability of the Scheme. The expected changes to pedestrian footfall patterns resulting from the proposed MSUs will further enhance the social and economic wellbeing of the area.

5.6 The timetable for construction of the Development contemplates the demolition of the Riverside Centre, followed by the construction of New Riverside, commencing in early 2014. When the construction of New Riverside is complete, estimated in spring 2016, the connections to the Pride Hill and Darwin Centres, and the reconfiguration and improvement works at these two centres will be undertaken.

Planning Policy

5.7 The Scheme and, more specifically, the Development is supported by planning policy at all levels.

- 5.8 The Shropshire Core Strategy was adopted in February 2011. Policies CS1 (Strategic Approach) and CS2 (Development Strategy for Shrewsbury) seek to enable the town to achieve a significant level of economic growth whilst protecting and enhancing the town's role, character and the unique qualities of its historic built and natural environment. CS2 sets Shrewsbury as the primary retail, office and commercial centre and promotes, protects and enhances the vitality and viability of the town centre. It identifies the riverside and the west end as redevelopment priorities. Policy CS13 aims to raise the profile of Shrewsbury by developing its role as a county town, growth point and main business, service and visitor centre.
- 5.9 Policy CS15 advises that town centres will be the preferred location for new retail, office and other town centre uses. Shrewsbury will be the preferred location for major comparison retail, large scale office and other uses attracting large numbers of people. Provision is to be made for 50,000 sqm retail and 20,000 sqm office floor space over the period 2006 – 2021 and in delivering these targets, priority will be given to identifying and delivering town centre sites such as the Riverside and West End areas. Policy CS16 seeks to deliver high quality, sustainable tourism and cultural and leisure development which benefits the local economy and can attract visitors to the town.
- 5.10 The land the subject of the proposed CPO has been identified as a redevelopment priority within Core Strategy Policies CS2 and CS15 and the Scheme is supported by the above mentioned policies.
- 5.11 At present, the existing three shopping centres contain a combined total of 41,330 sqm of retail floorspace. The Development will provide one single shopping centre covering a total floor area of 74,492 sqm, of which 65,535 sqm will be retail floorspace and 800 sqm will be office space. The Development will therefore provide a net increase of 25,204 sqm retail floorspace and 800 sqm of office space above that currently available in the existing shopping centres. As well as a net increase in floorspace, the Development will also deliver qualitative and regeneration benefits.
- 5.12 The Development is further considered to be broadly consistent with the forthcoming development plan document, Site Allocation and Management of Development (SAMDev), which has been consulted upon and is presently at final draft stage. This document will identify land at the riverside site as a location for significant new retail investment including the provision of additional floorspace to help meet the targets for Shrewsbury set out in Core Strategy Policy CS15. This is the only site identified within the town centre which would be suitable for a development of this scale, and it is not therefore considered to be premature in the context of this document.
- 5.13 Similarly the Council's Shrewsbury Vision Regeneration Framework establishes a strategy to prepare the town for sustainable growth, ensuring Shrewsbury fulfils its role as an important sub regional centre with an excellent quality of life and a growing and balanced economy with an exceptional and widely celebrated natural and historic environment. There is a desire to enhance areas in need of investment and renewal and to expand the town centre beyond the river loop to include edge of centre areas.

- 5.14 The redevelopment of the Riverside area is seen as one of the five key projects in the overall regeneration of Shrewsbury town centre. The intention is to raise Shrewsbury's profile as a retail destination, increase footfall in the town and address the poor environment of the Riverside/Smithfield Road frontage. Benefits will include an enhanced shopping experience which will protect the vitality and viability of the town centre and significant employment generation (both during the construction period and beyond). As part of the wider regeneration of the town centre the redevelopment of the Riverside area will also improve the linkages between the core town centre, Riverside and Frankwell areas.
- 5.15 At a regional level, Policy PA11 of the West Midlands Regional Spatial Strategy (RSS) identifies Shrewsbury as one of 25 town and city centres suitable for major retail development. RSS Policy UR3 advises that such centres should be enhanced to play a leading role in urban renaissance programmes in order to provide services for local communities and drive economic growth.
- 5.16 The National Planning Policy Framework (NPPF) came into immediate effect on 27 March 2012. The NPPF is a material consideration which local planning authorities should take into account in decision-taking and plan-making. The NPPF strengthens the case for the Scheme as it seeks to promote sustainable economic, social and environmental development.

Compulsory Purchase Powers

- 5.17 The Council has the power in section 226 of the Town and Country Planning Act 1990 (as amended by the Planning and Compulsory Purchase Act 2004) to make a compulsory purchase order for any land in their area if the Council thinks that the purchase of the land will facilitate the carrying out of development, redevelopment or improvement on or in relation to the land.
- 5.18 The Council may not exercise the power unless it considers that the development, redevelopment or improvement is likely to contribute to the achievement of any one or more of the following objectives:
- (a) the promotion or improvement of the economic well-being of their area;
 - (b) the promotion or improvement of the social well-being of their area;
 - (c) the promotion or improvement of the environmental well-being of their area.
- 5.19 It is immaterial that the redevelopment may be carried out by a third party.
- 5.20 Section 13 of the Local Government (Miscellaneous) Provisions Act 1976 enables the Council to compulsorily acquire new rights. In this case, new rights will be required to enable the Development to be completed.
- 5.21 ODPM Circular 06/2004 (Compulsory Purchase and the Crichel Down Rules) provides guidance to acquiring authorities in England on the use of compulsory purchase powers. Paragraph 1 states:

“Ministers believe that Compulsory Purchase Powers are an important tool for local authorities and other public bodies to use as a means of assembling the land needed to help deliver social and economic change. Used properly, they can contribute towards effective and efficient urban and rural regeneration, the revitalisation of communities, and the promotion of business – leading to improvements in quality of life. Bodies possessing compulsory purchase powers – whether at local, regional or national level – are therefore encouraged to consider using them proactively wherever appropriate to ensure real gains are brought to residents and the business community without delay”.

- 5.22 Particular guidance on orders made by local authorities under Section 226 of the Town and Country Planning Act 1990 is contained in Appendix A of the Circular. Paragraph 2 states:

“the powers in Section 226 as amended by Section 99 of the Planning and Compulsory Purchase Act 2004 are intended to provide a positive tool to help acquiring authorities with their planning powers to assemble land where this is necessary to implement the proposals in their community strategies and Local Development Documents. These powers are expressed in wide terms and can, therefore, be used by such authorities to assemble land for regeneration and other schemes where the range of activities or purposes proposed means that no single specific compulsory purchase power would be appropriate”.

- 5.23 Importantly, this Circular requires that a compulsory purchase order should only be made where there is a compelling case in the public interest.

- 5.24 A compulsory purchase order to which there are objections will require confirmation by the Secretary of State to become effective. The Circular provides that any decision by the Secretary of State about whether to confirm an order under Section 226 will be made on its own merits, but the factors that the Secretary of State can be expected to consider include:

- (a) whether the purpose to which the land is being acquired fits in with the adopted planning framework for the area;
- (b) the extent to which the proposed purpose will contribute to the achievement of the promotion or improvement of the economic, social or environmental well-being of the area;
- (c) the potential financial viability of the scheme for which the land is being acquired; and
- (d) whether the purpose for which the acquiring authority is proposing to acquire the land could be achieved by other means, for example any alternative proposals put forward by the owners of the land.

- 5.25 The Circular also requires the Council to have regard to the following when considering making a compulsory purchase order:

- (a) that the purposes for which the order is being made sufficiently justify interfering with human rights of those with any interest in the land affected;
- (b) the degree to which other bodies (including the private sector) have agreed to make financial contributions to underwrite the scheme and on what basis such contributions or underwriting is to be made;
- (c) evidence relating to financial viability; and
- (d) where the scheme underlying the compulsory purchase order is likely to be blocked by other impediments to implementation.

5.26 The Circular looks to acquiring authorities to seek to acquire land by agreement wherever practicable. However, the Circular recognises that it may be sensible for acquiring authorities to start formal compulsory purchase procedures in parallel with their efforts to acquire by agreement. The Circular notes that this has the advantage of making the seriousness of the acquiring authority's intentions clear from the outset, which in turn might encourage those whose land is affected to enter more readily into meaningful negotiations.

The Case for Making the CPO

5.27 As set out above, it is an important policy objective of the Council, as part of the Shrewsbury Vision, to secure the implementation of the Scheme. The Scheme accords directly with national, regional and local planning policies. Importantly, the scheme will fulfil the Council's specific aspirations for redevelopment of the site and, furthermore, no alternative proposals have been put forward as a means of achieving the Council's vision for the regeneration of the town centre and the delivery of the retail policies for Shrewsbury contained in the Core Strategy.

5.28 The Scheme further offers a significant opportunity to make a major impact upon the area and serve as a catalyst for the longer term sustainable revival of Shrewsbury. In particular, the Scheme will contribute to the achievement of the promotion or improvement of the economic, social and environmental wellbeing of the area. Specifically, the Scheme will:

- (a) deliver economic benefits including creation of 462 direct jobs during the construction phase with a further 100 ancillary jobs within the local area and 151 net additional full time jobs will be created during the operational phase;
- (b) deliver qualitative improvements to Shrewsbury's existing retail provision;
- (c) recapture retail expenditure in Shrewsbury Town Centre which is currently being lost to other centres outside of Shrewsbury;
- (d) increase footfall within the whole of Shrewsbury Town Centre providing extra expenditure for existing retailers;

- (e) raise Shrewsbury's profile as New Riverside has the ability to form a key aspect of a reinvigorated tourism strategy for Shrewsbury by assisting in making Shrewsbury a destination for linked trips and longer stays thereby assisting Shrewsbury to capture a greater level of tourism expenditure. As part of creating a distinct brand for Shrewsbury, there will be creation of new jobs within the tourism supply chain as the Shrewsbury tourism market improves.
- 5.29 The Council believes that all of the land and new rights to be included in the CPO are required for the Scheme to proceed. The new rights which have been included have been identified, in conjunction with UKCPT, as being necessary for the implementation of the Scheme and, in some cases, for consequent repair and maintenance and access purposes. They include new rights to:
- (a) oversail a crane;
 - (b) carry out works;
 - (c) alter and replace services and service media;
 - (d) erect scaffolding and hoardings;
 - (e) replace servicing and emergency escape routes;
 - (f) maintain and renew the Scheme once constructed.
- 5.30 As set out above, in deciding to make the CPO, the Council should be satisfied that there is sufficient justification for interfering with human rights of those with an interest in the land affected. In this respect the Human Rights Act 1998 incorporates certain provisions of the European Convention on Human Rights, namely Articles 1, 8 and 14. The Council should further be conscious of the need to strike a balance between the rights of the individual and the interests of the public. In the light of the significant public benefit which would arise from the implementation of the Scheme it is considered that the use of compulsory purchase powers is necessary and proportionate in this instance. In particular, it is considered that the CPO would not constitute any unlawful interference with individual property rights.
- 5.31 Subject to acquiring the land and interests required to deliver the Scheme, the Council and UKCPT are in a position to proceed with the Scheme. The Planning Permission has been secured and there is consequently no planning impediment to delivery of the Scheme. A pre letting agreement has been exchanged with Debenhams, the proposed tenant of the 8,826 sqm flagship department store that will become the "anchor" store for the Scheme. Negotiations are underway with other prospective tenants, including potential occupiers of the MSUs, and it is expected that additional occupiers will be confirmed in the near future. UKCPT has confirmed that it is committed to proceeding with the Scheme and, with its strong balance sheet, has access to the funding required to deliver the Scheme. The Riverside Mall Retail Unit Trust (a Jersey Property Unit Trust) is a wholly owned subsidiary of UKCPT (a Guernsey registered investment trust listed on the London Stock Exchange).

At 30 June 2012 UKCPT had a portfolio value at £1,052,780,000 and an annual rent roll of circa £72,800,000 per annum. The portfolio comprises 44 properties across all commercial property sectors that are located throughout the United Kingdom. Given the size and scale of the company, UKCPT and their advisers Ignis Asset Management and SPG have the enthusiasm, ability and track record to deliver the Scheme.

- 5.32 For the reasons set out above, it is considered appropriate that the Council use its compulsory purchase powers to facilitate the Scheme.

Making the CPO

- 5.33 The Council will not make the CPO until the Indemnity Agreement and the Land Agreement have been entered into between the Council and one or more UK Commercial Property Trust Retail Unit Trusts owning interests in the Riverside, Pride Hill and Charles Darwin Centres and their nominated Trustees. It is accordingly expected that the Council will be in a position to make the CPO in February or March 2013.

6. Conclusions

- 6.1 The Council's vision for the regeneration of the town centre is set out in the Core Strategy and the Shrewsbury Vision Regeneration Framework. This development will enable that vision to be realised. The proposals offer an opportunity to develop a high quality town centre retail led scheme which will make a significant contribution to the economic vitality of the town centre and create new jobs and provide an enhanced riverside environment.
- 6.2 Without the use of compulsory purchase powers the Scheme will not be delivered and without the CPO the Council will not be able to secure the wider public benefits that the Scheme will bring. In light of the facts and considerations set out above it is therefore concluded that there is a compelling case in the public interest for the exercise by the Council of its compulsory purchase powers.

List of Background Papers (This MUST be completed for all reports, but does not include items containing exempt or confidential information)

Shrewsbury Growth Point Programme of Development 2008, Shrewsbury Vision Regeneration Framework, Broadway Malayan 2011, Report to Central Area Planning Committee 5 April 2012

Cabinet Member (Portfolio Holder): Malcolm Price, Mike Owen

Local Member: Andrew Bannerman

Appendices: Appendix 1- CPO Plans