



AGENDA

ACCESS JOINT COMMITTEE

Monday, 16th June, 2025, at 11.00 am

Ask for: **Joel Cook**

Bevin Hall 18 Smith Square, London, SW1P 3HZ

Telephone **03000 416892**

Membership

Chair: Cllr Mark Kemp-Gee (Hampshire CC), **Vice-Chair:** Cllr Susan Barker (Essex CC), Cllr Vanessa Churchman (Isle of Wight), Cllr Gerard Fox (East Sussex CC), Cllr Jeremy Hunt (West Sussex CC), Cllr Scott Packer (West Northamptonshire), Cllr Greg Peck (Norfolk CC), Vacancy (Kent CC), Cllr Karen Soons (Suffolk CC), Cllr Geoffrey Seeff (Cambridgeshire CC) and Cllr Tim Williams (Hertfordshire CC)

UNRESTRICTED ITEMS

(During these items the meeting is likely to be open to the public)

1. Election of Chair
2. Election of Vice-Chair
3. Apologies/Substitutes
4. Declaration of interests in items on the agenda
5. Minutes of the meeting held on 24 March 2025 (Pages 1 - 6)
6. Chair's Remarks
7. Business Plan, Budget & Risk Summary (Pages 7 - 22)

Motion to Exclude the Press and Public

PROPOSED that under Section 100A of the Local Government Act 1972 the press and public be excluded from the meeting for the following business on the grounds that it involves the likely disclosure of exempt information as defined in paragraphs 3 & 5 of part 1 of Schedule 12A of the Act.

EXEMPT ITEMS

8. Exempt Minutes of the meeting held on 24 March 2025 (Pages 23 - 26)

- | | | |
|------------|------------------------------------|-------------------|
| 9. | Project Castle | (Pages 27 - 98) |
| 10. | Alternative Assets | (Pages 99 - 102) |
| 11. | Investment Performance (to follow) | |
| 12. | Risk Register | (Pages 103 - 110) |

Joel Cook
Clerk to the Joint Committee
03000 416892

Friday, 6 June 2025



ACCESS JOINT COMMITTEE

MINUTES of a meeting of the ACCESS Joint Committee held at Bevin Hall, 18 Smith Square, London, SW1P 3HZ on Monday, 24th March, 2025.

PRESENT: Chair: Cllr Mark Kemp-Gee (Hampshire CC), Vice-Chair: Cllr Susan Barker (Essex CC), Cllr Nick Chard (Kent), Cllr Vanessa Churchman (Isle of Wight), Cllr Gerard Fox (East Sussex CC), Cllr Simon Dowling (Suffolk CC), Cllr Graham Lawman (West Northamptonshire Council), Cllr Tom FitzPatrick (Norfolk CC), Cllr Jeremy Hunt (West Sussex), Cllr Alison Whelan (Cambridgeshire) and Cllr Andrew Williams (Hertfordshire CC).

LOCAL PENSION BOARD OBSERVERS: Kay Davidson (Suffolk), Richard Backwell (Suffolk), Kevin Standishday (West Northants), Alicia Bruce (West Northants) and Ann Phillips (West Sussex).

ALSO PRESENT: Kevin McDonald (ASU), Richard Smith (ASU), Alistair Coyle (ASU), Sallie Wilson (ASU), Isaac McHugh (ASU), Rawda Ali (ASU), Chris Harper (Squire Patton Boggs), John Wright (Hymans Robertson), Ben Chapman (Alpha MC), and Joe Sproul (Alpha MC)

OFFICERS: Andrew Boutflower (Hampshire), Nick Buckland (Kent), Glenn Cossey (Norfolk), Eunice Walcott (Norfolk), Patrick Towey (Hertfordshire), Mark Whitby (West Northamptonshire / Cambridgeshire), Ben Barlow (West Northamptonshire / Cambridgeshire), Tracey Woods (Suffolk), Rachel Wood (West Sussex), Alex Younger (Norfolk), Samantha Andrews (Essex), Susan Greenwood (East Sussex), Steve Harrison (Isle of Wight), Andrew Lowe (Hampshire – s151 Officer representative), Jody Evans (Essex), Michael Hudson (Cambridgeshire, S151 rep), Joel Cook (Kent - Clerk), Georgia Humphreys (Kent) and Ruth Emberley (Kent).

UNRESTRICTED ITEMS

1. Apologies/Substitutes. (Item. 1)

Apologies had been received from Cllr Soons (Suffolk – Cllr Dowling substituting).

2. Declaration of interests in items on the agenda. (Item. 2)

There were no declarations of interest.

3. Minutes of the meeting held on 12 February 2025.

(Item. 3)

RESOLVED that the minutes from the meeting held on 12 February 2025 be approved as a correct record.

4. Chair's Remarks.

(Item. 4)

- The Chair formally welcomed Local Pension Board observers from Suffolk, West Northants and West Suffolk.
- With great sadness the Chair informed the Committee of the death of Cllr Simkins (Kent). The Chair held a one-minute silence in memory of Cllr Simkins.
- The Chair welcomed Cllr Jabbour (Chair of the Border to Coast Joint Committee and North Yorkshire Pension Fund) as an observer to the open session of the meeting.
- The Chair explained that a ministerial meeting was to take place later in the day with the Pensions Minister and the Minister for Local Government and English Devolution. The outcome of the meeting was to be shared with Members as soon as possible.

RESOLVED that the Chair's remarks be noted.

5. Business Plan & Budget.

(Item. 5)

1. Mr McDonald (ASU) introduced the report, providing Members with an overview of the current and subsequent years budgets.
2. In response to comments and questions it was said:
 - a. Mr McDonald explained that within the agreed principals cost sharing and voting were separate entities, that could be seen in isolation and be tackled separately. There was a commitment to equitably share costs and for each authority to have an equal voice.
 - b. The Inter-Authority Agreement (IAA) Schedule Five allowed for conversations to take place to determine an equitable cost sharing base.
 - c. A Member emphasised the importance of efficient asset allocation.
 - d. When the cost of the process was questioned, the Chair confirmed there was little scope for manoeuvre and that there was evidence that the model was successful, cost effective and fulfilled government requirements.
 - e. The Chair explained that the recommendations were to be taken in private session.
 - f. Mr McDonald confirmed that new operator contract with Waystone had been signed with authorities in February 2025.
3. Cllr Hunt proposed and Cllr Churchman seconded, the following addition to the recommendations: *"invite the responsible lead officers of each of the*

constituent local authorities to present to their local authority for approval the detailed programme for the “Project Castle” section in the ACCESS Business Plan and the associated budget before the end of May 2025. The report and endorsement should address the full programme for delivery and the stages that can be delivered without requiring additional authority from the administrative authority concerned and, if so advised, any particular deliverables which should not be completed or committed to without additional authority from the administrative authority.”

4. Following discussion between Members and advice from the Clerk the addition was amended to record: *“note that the individual administering authorities will have to undertake a range of approvals and related governance processes to agree the necessary activity envisaged within Project Castle and the wider business plan; and request that the ASU, in collaboration with the OWG and s151 Officer Group, provide a detailed overview of the programme of work in order to assist administering authorities in scoping the required governance arrangements as soon as practicable”.*

RESOLVED that the Joint Committee:

- noted the 2024/25 Business Plan update; and
- noted the 2024/25 Budget update
- accepted the recommendation of the s151 Officers Group to an £450,000 increase in the 2024/25 budget (from £1,806,918 to £2,256,918).

The Committee considered the proposed Business Plan and budget for 2025/26 and:

- noted the planned approach to cost sharing as highlighted at section 6;
- recommended the 2025/26 Business Plan to the ACCESS Authorities;
- accepted the recommendation of the s151 Officers from the ACCESS Authorities to determine the 2025/26 budget totalling £13,309,633 to support the proposed business plan; and
- agreed the appointment of Hampshire County Council as procurement lead Authority for all procurement related to Project Castle work during 2025/26.
- noted that the individual administering authorities will have to undertake a range of approvals and related governance processes to agree the necessary activity envisaged within Project Castle and the wider business plan; and request that the ASU, in collaboration with the OWG and s151 Officer Group, provide a detailed overview of the programme of work in order to assist administering authorities in scoping the required governance arrangements as soon as practicable.

Motion to Exclude the press and public

RESOLVED that under Section 100A of the Local Government Act 1972 the press and public be excluded from the meeting for the following business on the grounds that it involves the likely disclosure of exempt information as defined in paragraphs 3 & 5 of part 1 of Schedule 12A of the Act.

6. Exempt Minutes of the meeting held on 12 February 2025.
(Item. 6)

Councillor Jabbour left the Committee meeting before exempt session began.

RESOLVED that the exempt minutes from the meeting held on 12 February 2025 be approved as a correct record.

7. Government Pensions Review.
(Item. 7)

1. Mr McDonald (ASU) introduced the report, outlining the ACCESS proposal to the Government, dialogue had with Civil Servants and the proposed consultants to be used in Project Castle.
2. Additionally, it was noted that Members would receive a note with the outcome of the ministerial meeting and were to be kept informed on any progress.

RESOLVED that the Committee note the report.

8. Sub-Fund Review.
(Item. 8)

1. Mr Coyle (ASU) introduced the report outlining the proposed principals and objectives of the Sub-Fund Review. Additionally, highlighting that multi-manager funds were not included in the report.
2. In response to comments and questions it was said:
 - a. There was a need for diversification and options in global equity funds.
 - b. Mr Coyle emphasised the importance of trust, explaining that the investment team could propose changes, but the power would remain with the local authority.
 - c. Mr McDonald shared that following the ministerial meeting, the direction of travel would be clearer. Additionally, explaining that there was the possibility that the Government would not approve of the ACCESS model but the ASU was delivering on what it made it clear it was going to do.

RESOLVED that the Committee:

- agreed the principles and objectives for the sub-fund review;
- agreed that Hampshire County Council be the Procurement Lead Authority;
- agreed that that using the National LGPS Frameworks, a direct award is made to Finance; and
- noted the remainder of the report.

9. Q3 2024/25 Investment Performance Report.
(Item. 9)

1. Ms Tan (Suffolk) introduced the report, providing a summary of the Pooled and Pooled Aligned assets, updating the Committee on the performance of the Waystone sub-funds and UBS investments during the previous quarter.

RESOLVED that the Committee noted the performance report.

10. Risk Register.
(Item. 10)

1. Mr Smith (ASU) introduced the report, providing Members with an overview of the risk present for the Pool. Additionally, highlighting the risks that the ASU had recommended for closure.
2. In response to comments and questions:
 - a. Officers noted Member concerns relating to the war in Ukraine and associated international relations being an important risk factor and provided relevant assurances.

RESOLVED that the Committee noted the matters highlighted within the report.

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Business Plan, Budget & Risk Management



ACCESS Joint Committee

Date: 16 June 2025

Report by: Director of ACCESS Support Unit

Subject:	Business Plan, Budget & Risk Management
Purpose of the Report:	To provide an update on the activities undertaken since the last Joint Committee, associated spend and risk summary.
Recommendations:	<p>The Committee is asked to note the:</p> <ul style="list-style-type: none"> • 2024/25 Business Plan summary; • 2024/25 financial outturn; • 2025/26 Business Plan update; and • risk summary.
Enquiries to:	<p>Kevin McDonald Email: kevin.mcdonald@accesspool.co.uk</p> <p>Sallie Wilson Email: sallie.wilson@accesspool.co.uk</p>

1. Background

- 1.1 The Joint Committee (JC) have a role to keep the performance against the strategic business plan agreed by the Councils under review.
- 1.2 The Section 151 Officer Group are responsible for making recommendations to the Joint Committee on budget and business plan matters, reviewing / advising on budget variations throughout each financial year and advising the Committee on the identification of, and mitigation of, any risk to the operation or success of the Pool. In response to decisions made by the Joint Committee, the Section 151 Officers should ensure appropriate resourcing, support, advice and facilitation to the Joint Committee.
- 1.3 The ACCESS Support Unit (ASU) have a responsibility to manage the development and implementation of the strategy, business plan and budget including the identification and management of risks.
- 1.4 This report was prepared by the ASU following consultation with the Officer Working Group (OWG). In draft form, it was presented to Section 151 Officer Group at their meeting on 30 May 2025 and their feedback has informed this final version.

2. 2024/25 Business Plan

- 2.1 The Business Plan for **2024/25** was agreed by the JC in December 2023 prior to being recommended to the Councils. At the same meeting, the JC also determined the budget necessary to implement this year's plan and to be charged to the relevant Authorities.
- 2.2 A significant amount of work was undertaken during the year. During the first half of the year work on the *Third-Party Review* took place alongside the re-procurement for the pool's ACS Operator. From September onwards the year was dominated by the Government's Pension Review which commenced with the Call for Evidence and included the work to respond to the requirements of the LGPS: Fit for the Future consultation.
- 2.3 The activities within last year's **2024/25** Business Plan, along with commentary on the status of each milestone at the end of the year are shown in the table below. The ongoing nature of a number of areas result in milestones spanning different years.

Theme / Milestone	2024/25 activity	Reference	Year-end Status	2025/26 related milestone
Actively managed listed assets				
Launch of Tranche 7b Launch of Tranche 8	1 Fixed income sub-fund; 1 global equity sub-fund 1 sustainable Global equity sub-fund	Item 18, 10 June 2024 Item 13, 9 September 2024	Complete In progress	No Yes
Scheduled BAU evaluation				
The conclusion of the re-procurement of ACS Operator services in relation to the Pool's actively managed listed assets	Completion of the formal re-procurement process Implementation of re-procurement outcome Commencement of new contractual arrangements	Item 7, 9 September 2024 Item 7, 9 September 2024 Item 5, 24 March 2025	Complete Complete Complete	No No No
Alternative / non-listed assets				
Initial investment within real estate mandates The development of pooled asset solutions for other non-listed asset classes	The first investments within the Real Estate mandates The procurement of pooled asset solutions for private debt and private equity The alignment of investments within infrastructure and timber The exploration of further non-listed investment opportunities))) Item 15, 10 June 2024) Item 12, 9 September 2024) Item 3 2 December Briefing, 2024) Item 10, 12 February 2024))	In Progress In Progress Complete In Progress	Yes Yes Yes Yes
Passively managed assets				
Ongoing monitoring of passive assets	Ongoing dialogue with UBS	Officer dialogue included UBS presenting to Investment User Group in June 2024	Complete	Yes

Theme / Milestone	2024/25 activity	Reference	Year-end status	2025/26 milestone
Governance Meetings and oversight Operational protocols Engagement with HM Government	Arrangements will made to support meetings of the Joint Committee	4 JC in-person meetings held: <i>10 June; 9 Sept; 12 Feb & 24 Mar.</i> 4 Virtual JC briefings held: <i>10 May; 23 Sept; 2 Dec & 16 Jan.</i>	Complete	Yes
	Meetings of s151 Officers will also be held	11 meetings in total were held throughout the year	Complete	Yes
	Implementation of outcome of Third-party Review	Item 13 & 14, 10 June 2024	In progress	Yes
	The Pool will actively participate in any Cabinet Office/MHCLG pooling-related consultations.	Item 8, 9 Sept 2024	Complete	Yes
	The Pool will explore options to meet Government expectations outlined within the “LGPS Fit for the future” consultation.	Item 8, 12 February 2025 Item 7, 24 March 2025	In Progress	Yes
	ACCESS will liaise with the Scheme Advisory Board (SAB) as appropriate.	ACCESS continued to be represented on both the SAB’s Cross Pool Working Group on TCFD measures and the SAB’s RI Advisory Group	In Progress	Yes
	Periodic reports will be provided to MHCLG as required.	Item 5, 24 March 2025	Complete	Yes

Theme / Milestone	2024/25 activity	Reference	Year-end status	2025/26 milestone
<div>Joint Policies & guidelines ESG / RI</div> <div>Communications</div> <div>ASU</div>	The implementation of RI reporting arrangements for the Pool.	Item 10, 9 September 2024	Paused	Yes
	An annual review will be conducted of the Pool's RI Guidelines.	Item 5, 24 March 2025	Paused	Yes
	A review of the Pool's communication Plan will be undertaken.	Item 5, 24 March 2025	Paused	Yes
	Communications support to the pool will continue.	Tavistock presented to the June 2024 JC and continued to support on communication requirements throughout the year	In Progress	Yes
ACCESS Support Unit	The outcome of the third-party review of the ASU will be implemented.	Item 14, 10 June 2024	Complete	Yes
	An Internal Audit of the ASU will be conducted by Essex CC.	Item 5, 24 March 2025	In Progress	Yes

3. 2024/25 Budget

- 3.1 At its March 2025 meeting, the Committee agreed an increased budget totalling **£2,256,918** to support the 2024/25 business plan. Details are shown within the following table.

	Original Budget 2024/2025 £	Budget increase agreed Sep 24 JC £	Budget increase agreed Mar 25 JC £	Revised Budget 2024/25	Outturn 2024/2025 £	Overspend / (Underspend) 31-Mar-25 2024/2025 £
ASU						
ASU Salaries (incl. on cost)	522,436	100,000		622,436	596,948	(25,488)
ASU Operational	24,000			24,000	12,792	(11,208)
ASU Host Authority Recharge	37,307			37,307	36,414	(893)
Technical Lead Recharge Costs	55,000			55,000	49,697	(5,303)
ASU Total	638,743	100,000	-	738,743	695,851	(42,892)
Professional Costs						
<i>Internal Professional Costs</i>						
JC Secretariat	24,255			24,255	28,017	3,762
Procurement	180,000			180,000	125,000	(55,000)
<i>Internal Professional Costs</i>	204,255	-	-	204,255	153,017	(51,238)
<i>External Professional Costs</i>						
Strategic & Technical	664,000		200,000	864,000	1,070,248	206,248
Legal & Governance	199,920		250,000	449,920	546,981	97,061
<i>External Professional Costs</i>	863,920	-	450,000	1,313,920	1,617,229	303,309
Professional Costs Total	1,068,175		450,000	1,518,175	1,770,246	252,071
Total Costs for the Financial Year	1,706,918	100,000	450,000	2,256,918	2,466,097	209,179
Cost Per Authority	155,174	9,091	40,909	205,174	224,191	19,016

- 3.2 An overspend of £209,179 has been incurred principally as a result of pressures on External Professional costs, for which detail is provided in the Part II Annex B to this report.
- 3.3 It is highlighted that within Business Plan's non-listed theme a lower number of procurements took place than was originally assumed when the budget was originally agreed leading to an underspend of £55,000.

4. 2025/26 Business Plan & budget

- 4.1 At the time of writing the key focus of activity is the ongoing implications of the Minister's written response to ACCESS Authorities on 9 April 2025. This continues certain aspects of the Project Castle work initiated in response to the Consultation *LGPS: Fit for the Future* during 2024/25 and is the subject of a separate report on this agenda.
- 4.2 Officers are keeping the 2025/26 Business Plan under review, in light of the work currently being undertaken around Project Castle, and further updates will be brought to the Committee's meeting in September. The 2025/26 Business Plan is included within Annex A to this report.
- 4.3 At its March 2025 meeting, the Committee agreed an increased budget totalling **£13,309,633** to support the 2025/26 business plan. Given the budget's scale, the Committee also agreed to consider a different cost sharing arrangement at its June meeting. As part of the review for the 2025/26 Business Plan highlighted above, a review of the 2025/26 budget is also now necessary, which will include considerations around cost sharing. These matters will now be brought to the next meeting in September for the Committee's consideration. To date, charges for one quarter of the total 2025/26 budget have been raised on a 1/11th basis – no further charges will be levied until the Committee's September meeting.

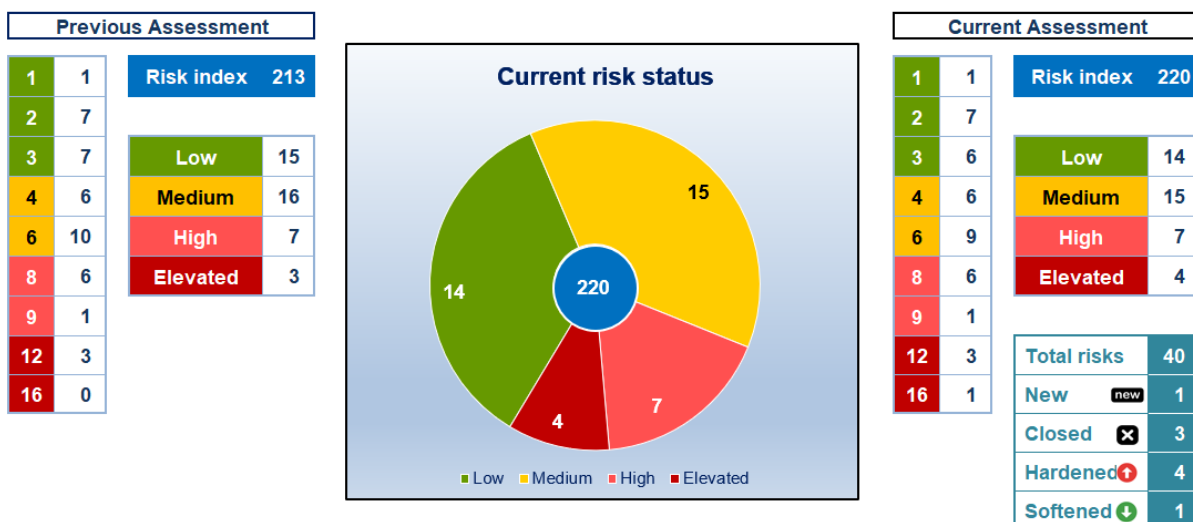
5. Risk Summary

- 5.1 A summary of the current risk profile is shown below.



Risk Management Dashboard

June 2025



6. Recommendations

6.1 The Committee is asked to note the:

- 2024/25 Business Plan summary;
- 2024/25 financial outturn
- 2025/26 Business Plan update; and
- risk summary.

Theme	Milestone	2025/26 activity	May 2025 comment
Project Castle	Engagement with Government	<ul style="list-style-type: none"> - Participation in meetings with Ministers and Civil Servants. - Respond to Government request for information. 	A report on these matters appears elsewhere on this agenda.
	Governance Pathway	<ul style="list-style-type: none"> - Define and agree key decision points. - Define governance pathway for local approvals. 	A report on these matters appears elsewhere on this agenda.
	Ongoing client-side governance	<ul style="list-style-type: none"> - Design governance structures. - Define Responsible, Accountable, Consulted, Informed (RACI). - Develop Terms of Reference (TORs). - Draft and finalise legal agreements. 	A report on these matters appears elsewhere on this agenda.
	IMCo build	<ul style="list-style-type: none"> - Determine approach to provision of fiduciary management oversight advice. - Register IMCo with Companies House - Agree key principles - Define and agree IMCo services - Blueprint design and planning 	A report on these matters appears elsewhere on this agenda.

Theme	Milestone	2025/26 activity	May 2025 comment
Project Castle (contd.)	IMCo build (contd.)	<ul style="list-style-type: none"> - Detailed Target Operating Model (TOM) design & delivery - FCA submission - Implement TOM & migrate investment services 	A report on these matters appears elsewhere on this agenda.
	Recruitment	<ul style="list-style-type: none"> - Agree entity hires are recruited into - Define & design recruitment process - Develop job specs - Define remuneration / benefits policy - Select agency - Conduct interviews 	A report on these matters appears elsewhere on this agenda.
	Asset transition	<ul style="list-style-type: none"> - Sub fund review - Transition planning - Non-listed assets - RI considerations - Contract review - Contract novation 	A report on these matters appears elsewhere on this agenda.
	Requisite procurements to ensure Project Castle is appropriately supported	Procurements for appropriate advice and support will be undertaken as required.	A report on these matters appears elsewhere on this agenda.

Theme	Milestone	2025/26 activity	May 2025 comment
Actively managed listed assets	Launch of Tranche 8	One sustainable Global Equity sub-fund.	A report on this matter will be brought to the Committee's September meeting.
	Sub-fund review	The range and scope of sub-fund provision will be reviewed.	An update on this matter appears elsewhere on this agenda.
Authorised Contractual Scheme Operator	The first full year of the new ACS Operator contract	New contractual arrangements established and embedded.	A report on this matter will be brought to the Committee's September meeting.
Alternative / non-listed assets	Continued investment within real estate mandates	Continued investment within: <ul style="list-style-type: none"> • CBRE managed accounts • Long Lease mandate (AVIVA Lime) First full year of: <ul style="list-style-type: none"> • CBRE managed transition accounts • CBRE established property vehicle • Social & Affordable Housing mandate (LGIM) • Impact mandate (Orchard Street) 	A report on these matters appears elsewhere on this agenda.
	Continued investment within infrastructure mandates	Continued investment within the infrastructure funds managed by: <ul style="list-style-type: none"> • JP Morgan • IFM 	A report on these matters appears elsewhere on this agenda.

Theme	Milestone	2025/26 activity	May 2025 comment
Alternative / non-listed assets (contd.)	The first full year of Private Equity allocator arrangement	First full year of Adamstreet & Harbourvest as private equity allocators Private equity vehicle established	A report on these matters appears elsewhere on this agenda.
	The first full year of Private Debt building blocks	First full year of European & US mandates	A report on these matters appears elsewhere on this agenda.
	The exploration and development of further non-listed opportunities	Consideration of further non-listed investment opportunities as required	A report on these matters appears elsewhere on this agenda.
Passively managed assets	Ongoing monitoring of assets managed on a passive basis.	Further engagement and exploration with UBS will continue throughout the year.	An update on the value of Authorities' passive holdings appears elsewhere on this agenda.
Governance	Meetings and oversight	Arrangements will be made to support meetings of the Joint Committee (usually each quarter). Meetings of s151 Officers will also be held.	Three further meetings are planned during 2025/26. S151 Officers currently meet on a weekly basis.

Theme	Milestone	2025/26 activity	May 2025 comment
Governance (contd.)	Engagement with HM Government and the Scheme Advisory Board	Ongoing dialogue with both Government and the Scheme Advisory Board on matters aside from Project Castle.	Yet to commence
		Periodic reports will be provided to MHCLG as required.	Yet to commence
	Responsible Investment	Consideration of approach to future Stewardship Code submissions.	Paused
		Review of RI Guidelines.	Paused
	Communications	Communications support to the pool will continue.	Tavistock continue to support the pool in this regard
ACCESS Support Unit (ASU)	Annual Audit	An Internal Audit of the ASU will be conducted by Essex CC.	Initial preparation underway

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of the Local Government Act 1972.

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Agenda Item 8

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