

MINUTE EXTRACT & RESOLUTION OF THE ALEXANDRA PALACE AND PARK BOARD OF 30 OCTOBER 2007 IN RESPECT OF THE RECOMMENDATIONS OF THE ALEXANDRA PARK AND PALACE STATUTORY ADVISORY COMMITTEE – 16 OCTOBER 2007

MINUTE EXTRACT

Arising from consideration of the minutes of the Advisory Committee we noted that in respect of a number of recommendations put to the Board on 31 October 2006, and the subsequent response of the Board to those recommendations on 14 November 2006, the Advisory Committee had requested the Board to reconsider the advice and recommendations of the Advisory Committee and its responses, and advise the Advisory Committee how they intended to implement their responses.

Councillor Hare referred to the notice he had given of a number of questions he wished to raise which related to the Advisory Committee's request and sought clarification of whether he might ask them at this juncture. The Chair indicated that the questions might be better considered during consideration of the report of the Trust Solicitor on the present position with regard to negotiations with Firoka (see Minute APBO.22 below).

The Trust Solicitor having advised that it was not appropriate to discuss the future of the asset until a clear view had been obtained from Firoka as to their intentions, the Chair added that any discussion would be hypothetical until that position was clarified.

Mr Liebeck expressed concern that the matters raised by the Advisory Committee should not be allowed to fall by default and having referred to the recent Court ruling and the continuing role of the Advisory Committee. He voiced disquiet that the Advisory Committee had still not seen the proposed lease with Firoka and expressed the hope that the advice and recommendations made by the Advisory Committee would be taken into account when the Charity Commission carried out the second consultation exercise. The Chair indicated that the full transcript of the Court ruling specifically regarding consultation would be considered by the Board and at that time it would be both appropriate and reasonable that advice and those recommendations from the Standing Advisory Committee would be considered in the light of the Courts direction.

Councillor Beacham having asked why the proposed lease could not be made available at this time to the Advisory Committee, the Trust Solicitor again advised that negotiations with Firoka were at an extremely delicate stage and until Firoka's position was made clear it would not be helpful to publish what the proposed lease had said.

Councillor Hare expressed the view that there was little reason why members of the Advisory Committee should not see the lease if they had signed confidentiality agreements and were being asked for their views on related

matters without knowing its contents. He suggested that as a number of lay people had now seen the lease a protocol should be agreed to allow Advisory Committee members to see it also. The Trust Solicitor commented that the Charity Commissioners had yet to decide on the scale and scope of their second consultation process and that it would be premature for the trustees to pre-empt the Charity Commission decision and publish the lease and project agreement until they had arrived at a view. Once details of the Charity Commission's proposed consultation process were known the Board would be able to consider that with the appropriate advice.

Councillor Hare indicated his disagreement with the advice offered by the Trust Solicitor and with what he viewed as the selective withholding of information and re-iterated his opinion that a copy of the lease should be provided to members of the Advisory Committee. The Chair responded indicating that he did not share that view and in the light of the advice of the Trust Solicitor he moved that the proposed lease between the Trust and Firoka Ltd. should not be made available for the time being but that as soon as the Charity Commissioners informed the Board of the consultation process they proposed to carry out all information that could be placed in the public domain be made available to the Advisory Committee. On being put to the vote Councillors Cooke, Dogus, Egan and Peacock appeared in favour and Councillors Beacham, Hare and Oakes against and it was declared carried.

The Chair then proposed a second motion that when the Board was in a position to reconsider the advice and recommendations of the Advisory Committee first put to them on 31 October and the responses given on 14 November 2006 they do so on the advice of the Trust's solicitor. On being put to the vote Councillors Cooke, Dogus, Egan and Peacock appeared in favour and Councillors Beacham, Hare and Oakes against and it was declared carried.

Councillor Hare was of the opinion that the Advisory Committee would not be able to function properly in the light of the decisions taken. The Trust Solicitor responded indicating that the Board was required to act in the best interests of the Charity and that advice had already been given about premature disclosure of information. Negotiations with Firoka were at a delicate stage and should be allowed to continue without prejudice, the threat of a claim for substantial damages based upon the trustees alleged repudiatory breach of contract remained and anything which the Board did in advance of the Charity Commission's decision might prejudice this.

RESOLVED:

1. That the minutes of the meeting of the Alexandra Park and Palace Statutory Advisory Committee held on 16 October 2007 be received.
2. That the proposed lease and project agreement between the Trust and Firoka Ltd. should not be made available for the time being but that as soon as the Charity Commissioners informed the Board of

the consultation process they proposed to carry out all information that could be placed in the public domain be made available to the Advisory Committee.

3. That the advice and recommendations of the Advisory Committee first put to the Board on 31 October and the responses given on 14 November 2006 be reconsidered once the Charity Commission had indicated its position.