

APPENDIX A

For General Release

REPORT TO:	Leader of the Council 11 April 2017
AGENDA ITEM:	N/A
SUBJECT:	Fairfield Halls Operator – Appointment of Preferred Bidder
LEAD OFFICERS:	Shifa Mustafa, Executive Director of Place Paula Murray, Creative Director
CABINET MEMBER:	Councillor Timothy Godfrey, Cabinet Member for Culture, Leisure and Sport Councillor Simon Hall, Cabinet Member for Finance and Treasury
WARDS:	All
CORPORATE PRIORITY/POLICY CONTEXT/AMBITIOUS FOR CROYDON Croydon’s Community Strategy 2016-21 aims to ensure that local people benefit from Croydon’s growth and regeneration by “making Croydon an exciting place to visit, live and spent time in” and to ensure that no community is left behind. The appointment of an operator for Fairfield Halls will address all three of the Corporate Plan Priorities: Growth : the development of Fairfield Halls is a major element of the regeneration of a key site and a thriving cultural sector and programme will impact positively on the economy of the Borough, creating spend and jobs. There will be opportunities for volunteering and participation, learning and personal development which contribute to the priority of Independence . The offer from the Preferred Bidder will also contribute to the priority of Liveability , creating a welcoming place where local people want to live.	
FINANCIAL IMPACT: The Preferred Bidder for the Fairfield Halls Operator will operate under a concessions agreement, with no revenue subsidy from the Council.	
KEY DECISION REFERENCE NO:- 1117LR The decision may be implemented from 1300 hours on the expiry of 5 working days after it is made, unless the decision is referred to the Scrutiny & Strategic Overview Committee by the requisite number of Councillors.	

1. RECOMMENDATIONS

The Leader is recommended to:

APPENDIX A

- 1.1 Agree the appointment of the party named in the Part B report as the Preferred Bidder for the Fairfield Halls Operator concessions contract.
- 1.2 Agree that the name of the Preferred Bidder be published upon conclusion of the standstill period required under regulation 47 of the Concessions Contract Regulations 2016.
- 1.3 Agree that subject to:
 - 1.3.1 'fine tuning' discussions with the Preferred Bidder being resolved to the satisfaction of the Council and there being no material changes to the proposed solution beyond the scope set out in this report, authority to award the final contract and lease and agree all necessary documentation be delegated to the Executive Director Place, in consultation with the Cabinet Member for Culture, Leisure and Sport and the Cabinet Member for Finance and Treasury; AND
 - 1.3.2 The terms and conditions of all necessary documentation being to the satisfaction of the Director of Law and Monitoring Officer.
- 1.4 Note that the contract is valued at £90-180m and will operate for a term of ten years with an option to extend for a further five years, up to a maximum term of fifteen years.

2. EXECUTIVE SUMMARY

- 2.1. Part of Croydon's ambition is to be known for great places to go and the variety of things to do; for there to be a consistent annual calendar of festivals and events which is wide ranging in scale and locations. Croydon is rapidly developing the infrastructure to support a successful destination; Boxpark opened in 2016 with over 40 of London's most exciting and vibrant restaurants, cafes and bars, and there are major retail developments coming forward and an increase in accommodation and the population. This growth needs a high quality and full cultural offer to complement and to enhance its success.
- 2.2. Over the next eighteen months, Croydon's cultural offer will grow in scale and take its place as an active partner in London wide cultural programmes and as a key South London satellite. It will build on the strengths of the Borough, in particular the existing and emerging cultural and creative providers. Croydon is fortunate to have a growing arts sector with some talented key players with a strong commitment to the area and to its future.
- 2.3. The refurbished Fairfield Halls will be at the heart of Croydon's cultural offer – the largest scale and highest profile player. To achieve that ambition, the Council has undertaken a procurement exercise in accordance with the Concessions Contract Regulations 2016 ("CCR") to appoint an operator that can deliver a commercially sustainable cultural programme which maximises the investment in Fairfield Halls and actively engages Croydon's diverse communities in the cultural life of the borough.

APPENDIX A

- 2.4. This report sets out the background to the procurement, the sourcing approach undertaken and the outcome of that process. It also recommends the appointment of a Preferred Bidder for the Fairfield Halls Operator concession contract and appropriate next steps.
- 2.5. The content of this report was endorsed by the Contracts and Commissioning Board on 10th April 2017.

CCB Approval Date	CCB ref. number
10.04.17	CCB1215/16-17

3. DETAIL

- 3.1. In September 2014, Cabinet agreed the “Vision for College Green and Fairfield Halls as part of a Cultural Quarter” which set out the potential for the College Green area and immediate surroundings to be Croydon’s new Cultural and Educational Quarter. This would be an innovative and inspiring area with a lively mix of cultural, educational, commercial and residential uses, and a well-connected and high quality public realm. Following the Cabinet decision in September 2014, the Council took a new approach to delivering the holistic regeneration of the College Green area, including the rejuvenation of the Fairfield Halls.
- 3.2. A hybrid planning application for a mixed use scheme for this area was agreed in February 2017. This scheme will deliver, across a number of phases, innovative cultural and educational facilities alongside major residential and commercial development, as well as significant landscaping, public realm and public art elements. The scheme places the Fairfield Halls at the heart of the new Cultural and Educational Quarter. It will provide a high quality facility which will not only enhance the borough’s cultural provision but also promote the economic development and regeneration of Croydon. The aim is to create a beautiful, highly flexible arts building which is commercially self-sufficient.
- 3.3. A full closure of Fairfield Halls for the duration of the redevelopment project was agreed and was effected in July 2016. Agreement to end the existing operating contract was made with Fairfield Croydon Ltd prior to this.
- 3.4. Given the significant changes being delivered at Fairfield Halls, the Council requires an innovative and financially sustainable operating model to ensure the full potential of the venue and impact on the Borough is realised.

Requirements

- 3.5. To achieve that ambition, the Council has sought a suitably qualified operator that can run all aspects of the newly refurbished Fairfield Halls, delivering an integrated offer across a number of specialisms:

APPENDIX A

The venue

- To become a cultural destination of choice for residents and visitors
- An open and welcoming building that is animated and busy
- A building with a mix of attractive environments for everyone; for children and families, for young adults, for older visitors

The programme

- Wide ranging year round programme at different scales for audiences in the Borough
- A high quality strand of programming across all forms of music, theatre and dance of national significance
- Available spaces for Croydon schools, communities and organisations to use for milestone cultural events in their annual programmes

Supporting functions

- High quality conference facilities
- Restaurant, bars and catering

Sourcing strategy

- 3.6. The operation of the venue must be financially sustainable, building reserves for future capital costs, bringing in revenue for creative projects and developing commercial income. Given that there is no revenue subsidy, the Council determined that the opportunity meets the definition of a concessions contract as per regulation 3.4 of the CCR, in that the opportunity will transfer to the concessionaire an operating demand or supply risk that involves real exposure to the vagaries of the market, such that any potential estimated loss incurred by the concessionaire shall not be merely nominal or negligible.
- 3.7. The operator will be required to invest in the services and facility to mobilise the new offer prior to opening, contribute to the capital fit-out costs, launch the refurbished facility and programme, and maintain the asset during the life of the contract. In line with regulation 18 of the CCR, the Council determined that the time period over which a concessionaire could reasonably be expected to take to recoup the investments made in operating the services together with a return on invested capital, taking into account the investments required to achieve the specific contractual objectives, would be a maximum of fifteen years. The term of the operator agreement has therefore been limited to fifteen years, with an extension option at year ten (10+5), subject to satisfactory performance.
- 3.8. Based on the maximum fifteen year term, the concession was valued at £6m-£12m per annum, accounting for a maximum contract value of £90m-180m over the maximum fifteen year term. The estimated contract value accounts for the potential turnover to the operator to be generated over the contract term in delivering the totality of the Authority Requirements described in the concessions documentation, including delivery of the cultural programme, delivery of ancillary services (including catering / hospitality and conferencing), and operation of the building and equipment.

APPENDIX A

- 3.9. Given that the value is in excess of the EU threshold, the procurement process was conducted in line with the CCR. The CCR provides for flexible approaches to the procurement route and the Council adopted a route to market commensurate with the competitive dialogue procedure described in the Public Contract Regulations 2015 (“PCR”). This was determined as the optimal route given that the Council requires an innovative and locally responsive solution which is not readily available from the market. In particular, it was proposed that dialogue will focus on the business model and commercial terms to ensure a solution capable of providing an overall economic advantage for the Council.
- 3.10. The Contracts & Commissioning Board approved the procurement route for the appointment of an operator for the refurbished Fairfield Halls as outlined above on 20th October 2016 with the final report ratified on 2nd November 2016 (reference: CCB1173/16-17).

Procurement process

- 3.11. In line with the procurement strategy, on 18 October 2016 the Council published a Concession Contract Notice in the Official Journal of the European Union (OJEU) inviting suitably qualified operators to express interest in the concessions contract opportunity. Potential operators were required to complete the Standard Selection Questionnaire (SSQ), mandated by the Cabinet Office, which was adopted in order to shortlist bidders.
- 3.12. Five SSQ responses were received by the deadline. In line with the published selection criteria, bidders were assessed as below:
- Stage 1: completeness, compliance and eligibility
 - Stage 2: economic and financial standing
 - Stage 3: technical and professional ability
- 3.13. The technical and professional selection criteria applied include specialist expertise and experience of delivering the totality of the requirements, weighted as below:

The successful and financially sustainable operation of a complex live performance venue	30%
Working in partnerships	20%
Premises and equipment management	20%
Ancillary Business Activities	20%
Business continuity	5%
Social Value	5%

- 3.14. Responses were scored on a scale of 0 (Unacceptable) to 5 (Excellent) in line with the selection scoring methodology outlined in the SSQ. A score of 2 (Fair) was required in respect of all selection criteria in order for the submission to meet the minimum threshold. Further details as to the scores achieved by the

APPENDIX A

bidders are set out in the Part B report.

- 3.15. Following evaluation and moderation of the SSQ submissions, one bidder was unsuccessful at stage 1: completeness, compliance and eligibility. Four bidders met the minimum threshold and received an invitation to submit a solution (ISS) on 25 November 2016.
- 3.16. Prior to the deadline for ISS submissions, one bidder withdrew from the process.
- 3.17. On 16 December 2016, the Council received three ISS submissions which were not scored, but which were reviewed to determine key strengths and weaknesses in order to inform dialogue with bidders. The three bidders were invited to competitive dialogue which commenced on 10 January 2017. The Council adopted a streamlined dialogue process to ensure open and interactive sessions with the aim of developing optimal solutions for the final tender stage.
- 3.18. The agendas provided an opportunity for discussion of any elements of the Council's requirements and the Bidders' solutions. In this way, although following a uniform approach in terms of broad topic areas, the detailed discussions were tailored to the particular needs of each Bidder and the key aspects of their solution. Although the focus was on development of the initial solution, the Dialogue phase was not limited to discussion of proposals which Bidders set out in their ISS submission. The Council encouraged Bidders to raise any new ideas or alternative proposals during Dialogue to ensure that they had a full understanding of the Council's requirements and had been able to test all potential options with the Council.
- 3.19. On 27 February 2017, the Council concluded that there was a sufficient amount of bidders capable of meeting their requirements and formally closed dialogue by issuing an invitation to submit final tenders (ISFT). Final tenders were received on 27 March 2017 and were checked for compliance before being individually evaluated by the evaluation panel.
- 3.20. The ISFT were evaluated against eight criteria, weighted as below. The evaluation approach considers both qualitative and financial / commercial aspects to get a rounded view of the economic benefit in respect of each criteria.

Provision of a multi-arts diverse performance programme including significant community usage	24%
Marketing and audience development strategies	8%
Strategies for non-performance Venue activity	8%
Provision of first class customer service	8%
Operational procedures and monitoring	15%
Health & Safety procedures and monitoring	15%
Planned and Ad Hoc building and equipment maintenance and monitoring	15%
Plan for mobilisation period	7%

APPENDIX A

- 3.21. Bidders were asked to submit written responses to eight method statements, aligned to the above evaluation criteria. In addition to their method statement response, bidders were asked to provide a financial model, financial assumptions narrative, KPI template and organograms which were cross referenced with and taken into account as part of the assessment of each criterion to determine the solution most capable of providing an overall economic advantage for the Council.
- 3.22. The evaluation panel met on 4 April 2017 to moderate the scores and agree the recommendation for the Preferred Bidder. Further details as to the scores achieved at the ISFT stage are set out in the Part B report.

Appointment of the Preferred Bidder

- 3.23. Following application of the contract award evaluation criteria, the operator identified in the Part B report has been identified to meet the objective criteria which comply with the principles set out in Regulation 8 of the CCR and which ensure that tenders are assessed in conditions of effective competition so as to identify an overall economic advantage for the Council.
- 3.24. The Preferred Bidder has proposed a solution which optimises community engagement and partnership working with the Council and other stakeholders. The proposal is for the delivery of a varied cultural programme and strong commercial operation, resonating with the diverse and changing population of Croydon and building positively on the opportunities from the regeneration in the area. The Preferred Bidder proposes to work with partners, including the gallery operator, local businesses and the community, to enhance the public profile of the venue and attract higher audience numbers through international performances. Through delivery of a range of artistic and cultural activities including theatre, music, visual arts, international performances, comedy, heritage, dance and community events, the Preferred Bidder is aiming to deliver over 800 performances and as the new cultural hub for the local community with a diverse programme including at least 447 community performances. The Preferred Bidder will offer value for money with low price point tickets to ensure Fairfield Halls is returned to a financially sustainable world class venue which is accessible to all.
- 3.25. The Preferred Bidder has extensive experience producing conferences, exhibitions and events across a variety of audiences and has developed a programme on a local and national level which will generate economic benefits for the borough. The following types of non-performance events will be sourced and programmed:
- Association Conferences
 - Corporate Conferences
 - Exhibitions
 - Hospitality, banqueting and other events
 - Themed events such as Christmas, NYE and party nights

APPENDIX A

- 3.26. The proposed solution includes investment by the operator, in terms of both mobilisation and ongoing maintenance of the refurbished building. The Preferred Bidder has a credible plan for lifecycle investment and both planned and adhoc maintenance, with detailed operational procedures and monitoring arrangements.
- 3.27. Compliance with London Living Wage is a condition of the operator agreement and the Preferred Bidder will work with Croydon Works to maximise opportunities for local people to secure employment opportunities across the operation of the venue.
- 3.28. For these reasons it is recommended that the Leader appoint the operator identified in the Part B report as the Preferred Bidder. In line with the Concessions Contract Regulations (regulation 47.1), the Council must send to each candidate and tenderer a notice communicating its decision to award the concession contract and it may not enter into the contract until conclusion of the standstill period, ending at midnight at the end of the 10th day after the relevant sending date. For this reason, it is proposed that the name of the successful operator be published after conclusion of the standstill period.
- 3.29. Subject to 'fine tuning' discussions, with the Preferred Bidder being resolved to the satisfaction of the Council, and there being no material changes to the proposed solution beyond the scope of the proposed solution set out in this report, the Leader is recommended to delegate the Executive Director Place, in consultation with the Cabinet Member for Culture, Leisure and Sport and the Cabinet Member for Finance and Treasury, authority to award the final contract and lease and agree all necessary documentation.

Operator Agreement and Lease

- 3.30. The operator agreement and the lease will be managed by officers in line with the Council's contract management model, with quarterly strategic reviews and monthly performance and planning meetings. An annual performance appraisal will be undertaken to inform the business planning cycle for both the Council and the successful operator. The operator agreement includes open book accounting provision, a clear service performance regime and a requirement to deliver a balanced programme as detailed in their submission.
- 3.31. In order to secure an operator that will commit to investing in Croydon, a long-term lease will be entered into alongside the operating agreement. The lease will be on internal repairing and insuring terms, with breaks commensurate with the review and termination periods / rights within the operator agreement.
- 3.32. Given the value, the operator agreement will become a Tier 1 contract.

APPENDIX A

4. CONSULTATION

- 4.1 A period of soft market testing with a wide range of potential operators over the summer of 2016 informed the detail of the tender content and process.
- 4.2 Regular updates on the tender process have been included in Council communications and on dedicated web pages.
- 4.3 Lead Members have been consulted on the development of the content of the tender documentation.
- 4.4 The views of a wide range of previous users of the Fairfield Halls and existing cultural organisations such as promoters, producers and performers are reflected in the tender documentation, particularly in terms of the emphasis on partnership and local engagement.

5 FINANCIAL AND RISK ASSESSMENT CONSIDERATIONS

2 The effect of the decision

The operator agreement is being let on a concessions basis, with no revenue subsidy to the Operator which is a change from the position with the previous operator having been in receipt of £750,000 per annum.

3 Risks

If the recommendations set out in this report are not approved, the project to appoint an operator for Fairfield Halls will be delayed, resulting in a lost opportunity for the Operator to engage in and influence the capital refurbishment programme delivery. The knock on effect is that launch of the refurbished Fairfield Halls may not be achieved by the end of 2018. This will delay the Council from delivering its strategic priorities as detailed in section 3 of this report.

4 Options

- 4.1 The option of not appointing the Preferred Bidder was rejected as they have proposed a compliant solution capable of meeting the Council's requirements and failure to appoint would result in the Council being unable to deliver one of its key strategic priorities.

5 Future savings/efficiencies

- 5.1 The operator contract will be on the basis of no revenue subsidy from the Council.
- 5.2 Over the term of the operator agreement, the Preferred Bidder has proposed a revenue return to the Council, on the commercial terms set out in the Part B report, thus generating an income to the Council in the later years of the contract.

APPENDIX A

Approved by: –Lisa Taylor Director of Finance, Investment and Risk and Deputy S151 Officer

6. COMMENTS OF THE COUNCIL SOLICITOR AND MONITORING OFFICER

- 6.1 The Council has had external legal advice and support throughout this project.
- 6.2 The Leader's delegation will be subject to the Council's Solicitor being satisfied on the terms and conditions of all necessary documentation associated with the recommendations.

Approved by: - Jacqueline Harris-Baker, Director of Law and Monitoring Officer

7. HUMAN RESOURCES IMPACT

- 7.1 This report does not directly raise considerations of staffing levels, restructuring/regarding, TUPE implications, recruitment, employee relations, the Council's personnel policies or other Human Resources matters. Should an unplanned exit from the Operating Agreement or Lease take effect, standard TUPE regulations would apply.

Approved by: - Jason Singh, Head of HR Employee Relations

8. EQUALITIES IMPACT

- 8.1 A detailed / full Equality Analysis has not been undertaken for this project. The Council is intending to develop a Cultural Strategy by June 2017, for which a full Equality Analysis will be undertaken. This will inform the ongoing requirements upon the operator.
- 8.2 There is an expectation upon the operator that the programme is reflective of the cultural diversity within the local population and is responsive to a range of audience preferences. It will also include a requirement that the operator and its staff are fully cognisant of relevant equalities legislation and good practice to ensure that the venue is accessible to all potential customers and that an appropriate level of customer service is maintained at all times.

9. ENVIRONMENTAL IMPACT

- 9.1 A key requirement set out in the ISS and ISFT was that the Operator must ensure that all operational procedures, method statements and policies related to the operation of Fairfield Halls contribute to the Venue's environmental impact being mitigated as far as practicable.
- 9.2 The Preferred Bidder has set out a range of sustainability commitments in their solution, including energy efficiency, and will work closely with the Council on future invest to save initiatives including the Combined Heat and Power (CHP), the Energy Centre and the PV panels on the roof of the Arnhem Gallery. The Preferred

APPENDIX A

Bidder's dedicated energy manager will actively engage with the Council to identify financial savings and reduce consumption.

- 9.3 All energy monitoring and programming will consider the environment impact and operational use of Fairfield Halls, and the Preferred Bidder is committed to identifying intelligent, smarter and increasing efficient ways to reduce their ecological footprint, power up their venues and reduce carbon emissions. The Preferred Bidder will also work with the Council to identify poor performing or ageing assets which are likely to impact on consumption, providing data on the length financial return for replacement assets.

10. CRIME AND DISORDER REDUCTION IMPACT

- 10.1 There are no immediate Crime and Disorder consequences arising from the recommendations set out in this report.

11. REASONS FOR RECOMMENDATIONS/PROPOSED DECISION

- 11.1 The recommendations set out in the report will enable the Council to deliver the priorities identified in section 2.

12. OPTIONS CONSIDERED AND REJECTED

- 12.1 The procurement process set out in this report has concluded and the Preferred Bidder has been identified in line with the award criteria set out in the OJEU concessions contract notice. The option of not making an appointment was rejected as the Preferred Bidder has produced a compliant solution capable of meeting the Council's requirements. Furthermore, failure to appoint would mean that the Council would not be able to deliver the key strategic priorities set out in section 3 of this report.
- 12.2 Alternative routes to market were considered and rejected as part of the options appraisal prior to commencement of the procurement exercise.

CONTACT OFFICER:

Name:	Paula Murray
Post title:	Creative Director
Telephone number:	020 8604 7117

BACKGROUND PAPERS - None