1. **Provision of a summary list of all parties who made a bid in any form for the purchase or leasing of Shire Hall.**

It has been publicly disclosed that Brookgate is the preferred bidder, however the transaction is still subject to further commercial negotiations.

The names of the unsuccessful bidders has not been publicly disclosed as the bids were provided in confidence to the Council as part of the tender process.

Therefore we can confirm the council holds this information however it is exempt from disclosure under Regulation 12(5)(e) concerning confidentiality of commercial or industrial information.

*Please see Appendix A for the full response and public interest considerations.*

1. **All emails from officers or members relating to the selection process,**

**the criteria to provide a short list of 4 preferred bidders for the full council meeting on May 14th, & where stated reasons fro preferment or rejection.**

Please see attached a folder containing emails between council officers and members, namely members of the Shire Hall Disposal Group, in relation to the selection process and the evaluation criteria used to produce a short list of four preferred bidders put to the full council meeting on May 14th.

To provide some context: the Shire Hall Disposal Group is a working group consisting of officers and members with the objective of overseeing the disposal of Shire Hall including analysing and shortlisting the bids.

Discussions around potential criteria for the bids began amongst the working group in 2018. The deadline for bids was 31st January 2019. This was followed by selection interviews for 10 bidders and second interviews for the preferred four candidates in February. Preference between the four preferred bidders was discussed before being put to full council on May 14th.

Some of the information revealing particular details of the preferred bids such as:

the financial proposals and analysis of the bids, the type of contracts, conditions and timescales proposed, the details and drawings of plans and information concerning the experience and resources of the bidders is held by the council however this information has been redacted from disclosure under Regulation 12(5)(e) concerning confidentiality of commercial or industrial information.

*Please see Appendix B for the full response and public interest considerations.*

In addition, some information such as the names and details of individuals has also been redacted in line with Regulation 12(3) Exceptions to the duty to disclose environmental information.

*Please see Appendix C for the full response and public interest considerations.*

1. **All minutes of meetings between officers, members & preferred bidders & in particular representatives of Brookgate the selected bidder. (Where time dissallows under FOI act then just minutes of meetings with Brookgate).**

We do not hold information relevant to this request. There were no meetings held between officers, members and any of the preferred bidders other than the selection interviews.

As the purpose of the interviews was to assess their answers, notes were taken on scoring sheets rather than minutes being written.

1. **Minutes of meetings of officers relating to the selection of the preferred bidders & in particular, representatives of Brookgate the selected bidder.**

Please see attached a folder containing minutes of meetings between council officers and members, namely members of the Shire Hall Disposal Group, in relation to the selection process and shortlisting of the bidders.

There were no meetings held between officers, members and any of the preferred bidders other than the selection interviews.

Some of the information revealing particular details of the preferred bids such as:

the financial proposals and analysis of the bids, the type of contracts, conditions and timescales proposed, the details and drawings of plans and information concerning the experience and resources of the bidders is held by the council however this information has been redacted from disclosure under Regulation 12(5)(e) concerning confidentiality of commercial or industrial information.

*Please see Appendix B for the full response and public interest considerations.*

1. **All documents relating to the future plans of Brookgate for the grounds & the historic sites of Castle Mound & the Civil war eathworks.**

Please see attached details of plans relating to the future proposals put forward by Brookgate for the grounds & the historic sites of Castle Mound & the Civil war earthworks.

As negotiations are ongoing and no plans have been finalised, this only represents a draft proposal that is likely to change.

Final proposals once agreed will be publicly available on the council website.

Some of the information revealing particular details of the preferred bids such as:

the details and drawings of plans is held by the council however this information has been withheld from disclosure under Regulation 12(5)(e) concerning confidentiality of commercial or industrial information.

*Please see Appendix D for the full response and public interest considerations.*

1. **The current cost of upkeep of the grounds of Shire Hall and in particular Castle Mound**

In terms of grounds maintenance (gardening, grass & leaves) of the whole Shire Hall site, the annual cost is **£7,308.51.** In addition, reactive works are charged for things like tree damage from weather or disease.

Litter picking at the Shire Hall site by our cleaners costs **£1,278.24** annually.

Building maintenance for the grounds is on a reactive basis – we carry out statutory and health & safety work as issues are raised. There are no separate planned preventative maintenance (PPM) works for the ground or external areas.

Appendix A:

**QUESTION 1 Full Response:**

It has been publicly disclosed that Brookgate is the preferred bidder, however the transaction is still subject to further commercial negotiations.

The names of the unsuccessful bidders has not been publicly disclosed as the bids were provided in confidence to the Council as part of the tender process.

Therefore we can confirm the council holds this information however it is exempt from disclosure under Regulation 12(5)(e) concerning confidentiality of commercial or industrial information which states:

*12.—(5) For the purposes of paragraph (1)(a), a public authority may refuse to disclose information to the extent that its disclosure would adversely affect—*

*(e) the confidentiality of commercial or industrial information where such confidentiality is provided by law to protect a legitimate economic interest*

This exception is available as the information is not about emissions as stated in Regulation 12(9).

In order to ensure the regulation is engaged, the exception must pass the four-stage test by ensuring that:

 the information is commercial or industrial in nature

 it is confidential under either the common law of confidence, contract, or a statutory bar

 the confidentiality is protecting a legitimate economic interest

 the confidentiality will be adversely affected by disclosure

**Four-stage test:**

The information is commercial in nature as it relates to the commercial activity of both the council and the third parties in the sale or lease of council property.

The information is also confidential under the common law of confidence in nature as it is not in the public domain and was shared amongst a limited number of council officers and members in circumstances importing an obligation of confidence.

In addition, the confidentiality must be provided to protect the legitimate economic interests of both the council and third parties. Disclosure of the information would be likely to cause harm to the third parties by revealing their commercial interest in procuring land or property of this type in this area. This knowledge would benefit competitors by enabling them to anticipate bids in future competitive tenders for similar investments.

Disclosure of the information would cause economic harm to the council as no contract has yet been signed with the preferred bidder and negotiations are ongoing. Due to the live nature of this process, there is a risk in disclosing the unsuccessful bidders before the contract has been signed with the preferred bidder as the council may be required to continue negotiations with one of the unsuccessful bidders.

Considering the points above, it is established that the confidentiality will be adversely affected by disclosure.

As Regulation 12(5)(e) is a qualified exception, there is also a requirement to conduct a public interest test.

**Public interest considerations favouring disclosure:**

Regulation 12(2) specifically provides that public authorities should apply a presumption in favour of disclosure.

There is a strong public interest in the lease of the council offices, which is of significant local public interest, and affects the local community.

There is a strong public interest in demonstrating how public money is spent and ensuring the lease represents good value for money for taxpayers and that a fair procurement process was followed.

**Public interest considerations favouring withholding the information:**

It is in the council’s and public’s interests to secure the best value for money and disclosing the unsuccessful bidders before the agreement is finalised risks disrupting the councils chances of securing the best option for taxpayers should the council need to approach one of the unsuccessful bidders in future.

Revealing commercially information about the unsuccessful bidders may discourage third parties from co-operating with the council in future if they feel their information will become in the public domain. This would hamper the council’s ability to provide value for money.

Prejudicing the commercial interests of certain players in the market would distort competition in that market, which in itself would not be in the public interest.

The council’s business case for selecting the preferred bidder, and the amount of money the lease is expected to deliver, is already publicly available and satisfies the public interest in understanding how much money will be raised: <https://www.cambridgeshire.gov.uk/news/preferred-bidder-agreed-for-the-disposal-of-shire-hall-site/>

On balance, we do not consider that there is a legitimate public interest in disclosing the names of unsuccessful bidders. As the contract is still live, and was not awarded to the unsuccessful bidders, there is no legitimate interest in disclosing the unsuccessful bidders to understand how public money is being spent. This decision is in line with the below judgement from the ICO:

<https://ico.org.uk/media/action-weve-taken/decision-notices/2011/664736/fs_50387747.pdf>

Appendix B:

**QUESTION 2 and 4 Full Response:**

Some of the information revealing particular details of the preferred bids such as:

the financial proposals and analysis of the bids, the type of contracts, conditions and timescales proposed, the details and drawings of plans and information concerning the experience and resources of the bidders is held by the council however this information has been redacted from disclosure under Regulation 12(5)(e) concerning confidentiality of commercial or industrial information which states:

*12.—(5) For the purposes of paragraph (1)(a), a public authority may refuse to disclose information to the extent that its disclosure would adversely affect—*

*(e) the confidentiality of commercial or industrial information where such confidentiality is provided by law to protect a legitimate economic interest*

This exception is available as the information is not about emissions as stated in Regulation 12(9).

In order to ensure the regulation is engaged, the exception must pass the four-stage test by ensuring that:

 the information is commercial or industrial in nature

 it is confidential under either the common law of confidence, contract, or a statutory bar

 the confidentiality is protecting a legitimate economic interest

 the confidentiality will be adversely affected by disclosure

**Four-stage test:**

The information is commercial in nature as it relates to the commercial activity of both the council and the third parties in the sale or lease of council property and includes financial and contractual proposals.

The information is also confidential under the common law of confidence in nature as it is not in the public domain and was shared amongst a limited number of council officers and members in circumstances importing an obligation of confidence.

In addition, the confidentiality must be provided to protect the legitimate economic interests of both the council and third parties. Disclosure of the information would certainly cause harm to the third parties by revealing commercially sensitive information about the bidders including pricing structures, timescales for delivery, history of previous contracts and sources of funding.

This knowledge would benefit competitors by enabling them to adjust their pricing structures, delivery methods and contract conditions competitively in order to outbid other third parties.

Disclosure of the information would cause economic harm to the council as no contract has yet been signed with the preferred bidder and negotiations are ongoing. Due to the live nature of this process, disclosure of proposals offered before the contract has been signed risks damaging the procurement process and hampering the council’s ability to secure the best value for money for taxpayers.

Considering the points above, it is established that the confidentiality will be adversely affected by disclosure.

As Regulation 12(5)(e) is a qualified exception, there is a requirement to conduct a public interest test.

**Public interest considerations favouring disclosure:**

Regulation 12(2) specifically provides that public authorities should apply a presumption in favour of disclosure.

There is a strong public interest in the lease of the council offices, which is of significant local public interest, and affects the local community.

There is a strong public interest in demonstrating how public money is spent and ensuring the lease represents good value for money for taxpayers and that a fair procurement process was followed.

**Public interest considerations favouring withholding the information:**

It is in the council’s and public’s interests to secure the best value for money and disclosing details of the successful and unsuccessful bids before the agreement is finalised risks disrupting the councils chances of securing the best option for taxpayers.

In addition, as it is publicly acknowledged that the lease of the council offices is intended to fund frontline services, there is a strong public interest in ensuring the council secures the best arrangement possible.

Revealing commercially information about the unsuccessful bidders may discourage third parties from co-operating with the council in future if they feel their information will become in the public domain. This would hamper the council’s ability to provide value for money.

Prejudicing the commercial interests of certain players in the market would distort competition in that market, which in itself would not be in the public interest.

The council’s business case for selecting the preferred bidder, and the amount of money the lease is expected to deliver, is already publicly available and satisfies the public interest in understanding how much money will be raised: <https://www.cambridgeshire.gov.uk/news/preferred-bidder-agreed-for-the-disposal-of-shire-hall-site/>

The criteria used within the evaluation process was set out in the bidder guidelines held within the data room, established for this process and therefore publically available, which is attached.

On balance, we consider that there is a strong public interest in withholding the information. The lease is a high value contract with major implications for both parties and disclosure would have an adverse effect on the negotiations.

This decision is in line with the below judgement from the ICO:

<https://ico.org.uk/media/action-weve-taken/decision-notices/2012/740980/fs_50424987.pdf>

Appendix C:

**QUESTION 2 Full Response:**

In addition, some information such as the names and details of individuals has also been redacted in line with Regulation 12(3) Exceptions to the duty to disclose environmental information which states:

*12(3) To the extent that the information requested includes personal data of which the applicant is not the data subject, the personal data shall not be disclosed otherwise than in accordance with regulation 13.*

Regulation 13: personal data states:

*13(1) To the extent that the information requested includes personal data of which the applicant is not the data subject, a public authority must not disclose the personal data if—*

1. *the first condition is satisfied, or (b) the second or third condition is satisfied and, in all the circumstances of the case, the public interest in not disclosing the information outweighs the public interest in disclosing it.”*

*13(2A) The first condition is that the disclosure of the information to a member of the public otherwise than under these Regulations—*

*(a) would contravene any of the data protection principles, or*

*(b) would do so if the exemptions in section 24(1) of the DPA2018 (manual unstructured data held by public authorities) were disregarded.*

First it is necessary to establish if the information withheld constitutes personal data. Personal data and information relating to an identifiable living individual is defined in Part 1, Section 3 of the Data Protection Act 2018 as:

*(2)“Personal data” means any information relating to an identified or identifiable living individual (subject to subsection (14)(c)).*

*(3)“Identifiable living individual” means a living individual who can be identified, directly or indirectly, in particular by reference to—*

*(a)an identifier such as a name, an identification number, location data or an online identifier, or*

*(b)one or more factors specific to the physical, physiological, genetic, mental, economic, cultural or social identity of the individual.*

Having decided the data withheld constitutes personal data of an individual other than the requestor, we need to consider whether disclosure of this information would contravene any of the GDPR data protection principles.

The principles relating to processing of personal data at Chapter 2,  Article 5, 1(a) of the General Data Protection Regulations state:

*“Personal data shall be: (a) processed lawfully, fairly and in a transparent manner in relation to the data subject (‘lawfulness, fairness and transparency’).”*

This information is not already in the public domain, the data subjects have not consented to this information being disclosed and would have a reasonable expectation that this information would not be disclosed to the wider public. There is no legitimate interest under GDPR to disclose this personal data nor is disclosure necessary for the purpose of this request. Any disclosure would be therefore be unlawful and unfair and in breach of this principle. This is an absolute exemption and there is no requirement to consider the public interest.

Appendix D:

**QUESTION 5 Full Response:**

Some of the information revealing particular details of the preferred bids such as:

the details and drawings of plans is held by the council however this information has been withheld from disclosure under Regulation 12(5)(e) concerning confidentiality of commercial or industrial information which states:

*12.—(5) For the purposes of paragraph (1)(a), a public authority may refuse to disclose information to the extent that its disclosure would adversely affect—*

*(e) the confidentiality of commercial or industrial information where such confidentiality is provided by law to protect a legitimate economic interest*

This exception is available as the information is not about emissions as stated in Regulation 12(9).

In order to ensure the regulation is engaged, the exception must pass the four-stage test by ensuring that:

 the information is commercial or industrial in nature

 it is confidential under either the common law of confidence, contract, or a statutory bar

 the confidentiality is protecting a legitimate economic interest

 the confidentiality will be adversely affected by disclosure

**Four-stage test:**

The information is commercial in nature as it relates to the commercial activity of both the council and the third parties in the sale or lease of council property and includes contractual proposals.

The information is also confidential under the common law of confidence in nature as it is not in the public domain and was shared amongst a limited number of council officers and members in circumstances importing an obligation of confidence.

In addition, the confidentiality must be provided to protect the legitimate economic interests of both the council and third parties. Disclosure of the information would cause harm to the third parties by revealing commercially sensitive information about the bid including unique details of designs and proposals of the site.

As no contract has yet been signed with the preferred bidder and negotiations are ongoing, disclosure of proposals offered before the contract has been signed would benefit competitors by enabling them to re-use the details and designs in future negotiations.

Considering the points above, it is established that the confidentiality will be adversely affected by disclosure.

As Regulation 12(5)(e) is a qualified exception, there is a requirement to conduct a public interest test.

**Public interest considerations favouring disclosure:**

Regulation 12(2) specifically provides that public authorities should apply a presumption in favour of disclosure.

There is a strong public interest in the lease of the council offices, which is of significant local public interest, and affects the local community.

There is a strong public interest in understanding the plans for the site which are of local interest and demonstrate local heritage.

**Public interest considerations favouring withholding the information:**

It is in the council’s and public’s interests to secure the best value for money and disclosing details of the potential plans before the agreement is finalised risks disrupting the councils chances of securing the best option for taxpayers.

In addition, as it is publicly acknowledged that the lease of the council offices is intended to fund frontline services, there is a strong public interest in ensuring the council secures the best arrangement possible.

As no plans have been finalised, the information withheld represents a draft proposal that is likely to change subject to negotiations and planning approval.

The council’s press release concerning the selection of the preferred bidder confirmed that the existing public access to the Castle Mound and Civil War Earthworks will be secured as part of the agreement confirming that the site will remain protected: <https://www.cambridgeshire.gov.uk/news/preferred-bidder-agreed-for-the-disposal-of-shire-hall-site/>

On balance, we consider that there is a strong public interest in withholding the information. The lease is a high value contract with major implications for both parties and disclosure would have an adverse effect on the negotiations.

Currently, only concepts of plans have been submitted which are likely to change. The information we have disclosed proposes the retention and maintenance of the historic site, meeting public interest in ensuring the site will be preserved.