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Date: Friday, 03 February 2017

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Dear Member

INVESTMENT COMMITTEE - MONDAY, 6 FEBRUARY 2017 – LATE REPORT PACK 1

I am now able to enclose, for consideration at the Monday, 6 February 2017 meeting of the Investment Committee, the following reports that were unavailable when the agenda was printed.

Agenda No	Item	Page
5.	Review of Torbay Council Investment Strategy	(Pages 6 - 20)

Yours sincerely

Teresa Buckley
Clerk



Meeting: Investment Committee

Date: 6 February 2017

Wards Affected: All Wards

Report Title: Review of Torbay Council Investment Strategy

Is the decision a key decision? Yes

When does the decision need to be implemented? As soon as possible

Supporting Officer Contact Details: Anne-Marie Bond, Assistant Director Corporate and Business Services, anne-marie.bond@torbay.gov.uk

1. Proposal and Introduction

- 1.1 At the meeting of Council held on 8 December 2016 Members approved a bid on a local investment using the Council's Investment Fund. The Council also recommended that the Investment Committee review the Investment Strategy and amount of the Investment Fund to ensure that there is the greatest opportunity to maximise income, diversify investments and spread risks and bring the proposals back to Council. This report sets out a review of the Investment Strategy and Fund.
- 1.2 The Investment Strategy is a Policy Framework Document and requires Council approval.
- 1.3 The report also sets out a review of the Investment Committee Terms of Reference to ensure they match the revised Strategy and working practices.

2. Reason for Proposal

- 2.1 To review the Investment Strategy and Investment Fund in light of external training and experience of the Investment Committee in considering prospective investments.

3. Recommendation(s) / Proposed Decision

- 3.1 That the Council be recommended to approve the revised Torbay Council Investment Strategy set out in Appendix 1 to the submitted report.
- 3.2 That the Council be recommended to approve the revised Terms of Reference of the Investment Committee set out in Appendix 2 to the submitted report.

Appendices

Appendix 1: Revised Torbay Council Investment Strategy

Appendix 2: Revised Terms of Reference of Investment Committee

Background Documents

Capital Investment Fund Report and Minutes – Council meeting 22 September 2016 -

<http://www.torbay.gov.uk/DemocraticServices/ieListDocuments.aspx?CId=163&MIId=6615&Ver=4>



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February 2017

Investment Fund Strategy

DRAFT Version 2

Investment Fund Strategy

1.1 Background

As part of its efficiency plan and transformation programme the Council needs to increase its future local taxbase income (Council tax and NNDR) by investing capital resources within Torbay to stimulate growth. Capital resources could be a combination of asset purchase, co investment in projects or capital loans.

As clarification the following descriptions have been used:

“Investments – Yield”. These are property purchases where the objective is to increase rental income to the Council.

“Investments – Taxbase”. These are property purchases where the objective is to increase NNDR or Council tax income to the Council.

“Investments – Loans or Co Investment”. These are loans to business for capital expenditure where the objective is to increase rental income to the Council or to increase NNDR or Council tax income to the Council. Co Investment is where Council with another investor provides finance or jointly purchases.

“Property Purchase” – property to include purchase of land and/or buildings.

This **Policy Framework document** appendix sets out **the** an appropriate strategy for the management of the Investment Fund including purchases/investments. The strategy adopted should reflect a suitable balance between the risks inherent in the types of property/investments to be acquired and the financial rewards obtainable whilst limiting risks appropriately. In addition, the portfolio of investments being acquired should be diversified in order to spread risks via a balanced portfolio, such diversification principally being across geographical location and the use type of properties held. **Existing investments that fall within the remit of the Investment Fund Strategy shall be included in the portfolio to assist in creating a balanced portfolio, as well as other suitable assets held by the Council.**

The risks of investing in property may be mitigated through the acquisition of assets with secure, long income streams. This needs to be balanced against the requirement for a given level of income yield on capital invested in a careful and controlled manner, with specific analysis of risk criteria carried out in the ‘due diligence’ stage prior to the completion of each purchase.

1.2 Objective

To invest in commercial investment properties **to for the benefit, improvement or development of the area whilst also delivering** provide income (rental or increased NNDR or a combination of both) from ~~investments with~~ a minimum income return over the medium-term of 6.5% (or 2% above capital costs) on capital invested, through a balanced strategy of acquisition, retention and management of good quality property investments.

The improvement or development of the area will not be constrained by the boundaries of Torbay as there is an evidence base that demonstrates that investment within the South West Local Enterprise Partnership Zone area has a positive impact on Torbay's economy (new Appendix 2 – to be added to strategy). However opportunities in any geographic location will be considered where it can be demonstrated that there is a benefit to, or improvement or development of Torbay.

The objective is specifically to acquire income-producing property in order to enhance Council revenue streams in combination with investments in potential development sites and development schemes within Torbay. Long-term growth of capital values is also an objective where possible but not a key focus.

1.3 Scope

	Investment – Yield	Investment – Taxbase	Investment – loans & co investment
Scope	Maximum to consider increasing to assist in diversifying the portfolio £50m in total		

The maximum level of investment shall be **£50m?? (to be determined by the Investment Committee – following advice from Head of Finance)** to assist in diversifying the investment portfolio.

Note: benchmarking of other local authorities’ investment funds shows the following:

Authority	Amount	Population
Aylesbury Vale	£110m	165,748
Eastleigh Borough	£188m	125,199
Guildford	£57m	133,100
Luton	£100m	240,000
Portsmouth	£110m	205,400

1.4 Strategy

	Investment – Yield	Investment – Taxbase	Investment – loans & co investment
Maximum individual Purchase	£5m	£5m	£2m

The maximum individual investment to be approved by Investment Committee shall be £10m including estimated purchasing costs, however Full Council approval is not restricted in terms of value.

Achieving a spread of risk across a greater number of assets and by acquiring properties across the range of different property asset classes, namely retail, leisure, office and industrial, is to be desired, however it has to be recognised that opportunities to do this may not arise, and ultimately if individual business cases are robust, groupings in any individual property class should not pose any increased risk to the Council.

The principle of being relatively risk-averse by limiting fresh investment to properties with minimum unexpired lease terms of five years at the date of acquisition, and with tenants of strong financial standing, **should** will be adopted **if possible**. **Clear consideration will need to be given to yields where investments do not have fully repairing and insuring (FRI) terms or FRI by way of service charge, meaning that all costs relating to occupation and repairs are borne by the occupier(s) during the lease term to ensure that these costs are recovered.**

The investment portfolio will include acquiring some properties to hold and some properties to dispose of depending on the anticipated lifespan of the asset to ensure that the Council has a rolling stock of investments in order to achieve maximum income for the Council. ~~Properties will be acquired to hold rather than to dispose.~~

1.5 Minimum and maximum yield

	Investment —Yield Investment held for asset life	Investments/asset s held for defined period (maximum 10 years)	Investment – Taxbase	Investment- loans & co investment
Yield	Rental		NNDR	Loan repayments or rental
Minimum Yield Required (before costs)	6.5% of purchase price or investment value (or 2% above estimated borrowing costs – interest and MPR or if capital loan prevailing borrowing rates + 2%)	4.5% of purchase price or investment value (or 2% above estimated borrowing costs – interest only or if capital loan prevailing borrowing rates + 2%)	Increased Council NNDR income (after multiplier) equivalent and/or rental yield to 6.5% of purchase price (or 2% above estimated borrowing costs)	6.5% of investment value (or 2% above estimated borrowing costs) If capital loan prevailing borrowing rates + 2%
Maximum Yield –	10%		10%	10%

Remove				
Benchmarked Yield (linked to rate/size)	Yes		Yes	Yes

Acquisitions of assets will be pursued at a target minimum yield (before costs) of 6.5% and, as a guide to potential risk, ~~maximum yields~~ of 10.0% **or more are unlikely to be appropriate for investment**. Assets producing initial yields in excess of 10.0% are likely to exhibit high risk characteristics, such as very short unexpired leases, or financially weak or insubstantial tenants, or obsolete buildings and **would therefore require a higher level of due diligence to be carried out to assess the benefits and risks** ~~are therefore to be avoided~~. Assets with a projected yield of over 10% will be discounted unless officers can demonstrate that risk characteristics are acceptable and avoid very short unexpired leases, financially weak tenants or obsolete buildings.

1.6 Sector spread

	Investment – Yield	Investment – Taxbase	Investment – loans & co investment
Sector Diversification – retail, leisure, office & industrial	Yes – retail, leisure, office and industrial	Yes – retail, leisure, office and industrial	Yes – retail, leisure, office and industrial

Traditionally the highest returns come from the office and industrial sub-sectors. Offices can provide an income return of 5.5% in quality in-town areas and between 7.5% and 8.5% for reasonable quality offices in regional and sub-regional centres. Industrial income yields can range from 6.0% up to 7.5% for acceptable quality assets. The retail sub-sector for prime retail property is lower than comparable office/industrial assets with typical yields ranging between 5% and 7% for high quality in-town properties. On this evidence it is likely that predominantly office and industrial/warehouse will be targeted for acquisition with a lesser emphasis on retail. Leisure and mixed use investments will also be eligible under the strategy.

Residential property tends to be management intensive and requires specialist expertise. It is therefore proposed that this sector is excluded from the Investment Fund strategy.

1.7 Locations

	Investment – Yield	Investment – Taxbase	Investment – loans & Co investment	Investment – Co investment
Location	National (UK)	Torbay	Torbay	National (UK)

Location— Diversity	25% in any Council area	100% Torbay	100% Torbay	
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Torbay would be the preferred location for fresh acquisitions of investment properties, so that reinvestment is **directly** retained within the local economy and any additional capital expenditure is made in the local area. However, there is a finite and limited supply of property within the local area, and of that supply only a small proportion may be available for purchase at any time. **The A wider South West Local Enterprise Partnership area should also be considered for fresh acquisitions as there is an evidence base that demonstrates that investment in this area has a positive impact on Torbay's economy.** ~~Tax base investments, and loans and co-investments will be for investments only within the Torbay area.~~ We will consider opportunities for co investment **with partner organisations of good financial and reputational standing.**

1.8 Target assets

The following assets will be sought:

1. Retail investments with the following characteristics:
 - Lot sizes ~~between~~ **of £1m plus and £5m**
 - Good locations in town centres or in good out-of-town retail clusters/parks
 - Well let to sound tenants on leases with a minimum of five years unexpired terms
 - Income yield range ~~of from 6.5%~~ **or over to 10.0%**

2. Office investments with the following characteristics:
 - Lot sizes ~~between~~ **of £1m plus and £5m**
 - Modern specification, likely to be built since 1990
 - Good locations in commercially strong town/city centres or in good out-of-town business parks
 - Well let to sound tenants on leases with a minimum of five years unexpired terms
 - Multi-let properties to be considered with average unexpired lease terms of 3 years, subject to a spread of expiry dates
 - Income yield range ~~of from 6.5% to 10.0%~~ **or over**

3. Industrial/Warehouse investments with the following characteristics:
 - Lot sizes ~~between~~ **of £1m and £5m plus**
 - Modern specification with flexible standard layout, built since 1980
 - Good locations on major road routes and good access to motorways
 - Well let to sound tenants on leases with a minimum of five years unexpired terms
 - Multi-let properties to be considered with average unexpired lease terms of 3 years, subject to a spread of expiry dates
 - Income yield range ~~of from 6.5% to 10.0%~~ **or over**

4. Leisure investments, such as public houses, restaurants and health & fitness centres with similar characteristics as above will also be sought.

5. Mixed-use investments would also be potentially suitable additions to the portfolio. These may include a mixture of commercial uses or a mixture of retail and office use. Again, similar characteristics as set out above for office investments will apply.
6. Residential investment – tends to be significantly more management intensive than the types of commercial property investment envisaged under this strategy and requires specialist residential management expertise, so is proposed to be excluded from the strategy under the proposals set out in this report.

1.9 Assessment of risks

	Investment, Loans & Co Investment –Yield	Investment – Taxbase	Investment – loans & co investment
Independent Valuation of asset	Yes (if applicable)	Yes	If applicable
Condition Survey	Yes (if applicable)	Yes	If applicable
Independent Assessment of Asset Life	Yes (if applicable)	Yes	If applicable
Independent Assessment of Residual value	Yes (if applicable)	Yes	If applicable
Security required	Yes if loan	-	Yes – minimum 75% of investment/loan
Risk Appetite	Risk averse	Moderate risk	Risk averse
“Green Book” Financial profile over life of asset (IRR)	Yes (if applicable)	Yes	Yes
Lease	Tenants of strong financial standing and minimum 5 year unexpired lease term	Tenants of strong financial standing and minimum 5 year unexpired lease term	If applicable
Reputational Issues	No “sin” assets or tenants	No “sin” assets or tenants	No “sin” assets or tenants

A rigorous assessment of all risks is required in each case of fresh investment in order firstly to value each property and then to check its suitability for inclusion in the portfolio. The risks fall into two categories, firstly economic and property market risks in specific property market sub-sectors and locations and secondly asset-specific risks (as set out below). These can be measured and an assessment made of the likely future performance of the investment carried out based on the ranges of likely future rental growth **and voids** of the property and also the projected disposal price or capital value at the end of the period over which the cash flow analysis is being measured.

Financial returns are modeled over a medium-term horizon of five years, based on proposed offer prices, to determine the acceptability of each investment, and can be compared against general market forecasts. Internal Rate of Return (IRR) calculations will be carried out to model the expected cash flows from each investment. The anticipated returns can be modeled on different bases to reflect the range of risks applicable in each case, to ensure that forecast returns properly reflect the measured risks. In this way a Business Case is put together to support each recommended property acquisition.

This modeling will be used to make an assessment on how long the asset should be retained for, taking into account the likely future value of the asset at the proposed time of disposal, any over-renting and potential voids of the leases. Where the value of the asset is likely to be less than the amount paid, including stamp duty and purchasing costs, Minimum Revenue Provision (MRP) will be applied to recover these costs. MRP will be assessed on a case by case basis by the Head of Finance in line with the Council's MRP Policy.

The Head of Finance reserves the right to refer any proposed investment decision (irrespective of value) to the Council for consideration where he deems this is in the best interest of the Council.

Asset-specific risks

Income and capital returns for property will depend principally on the following five main characteristics;

- Location of property
- Building specification quality
- Length of lease unexpired
- Financial strength of tenant(s)
- Rental levels payable relative to current open market rental values

Location – this is the single most important factor in considering any property investment. In the retail sector prime or good secondary locations in major regional or sub-regional shopping centres are likely to provide good long-term prospects, or alternatively prime locations in sub-regional or market towns.

Industrial and warehouse property has a wider spectrum of acceptable locations with accessibility on good roads to the trunk road and motorway network being the key aspect.

Experienced knowledge will be required to ensure that good locations are selected where property will hold its value in the long term.

Building specification quality – In office property especially it is important to minimise the risk of obsolescence in building elements, notably mechanical and electrical plant. Modern, recently-built office and industrial property should be acquired to ensure longer-term income-production and awareness of the life-cycle of different building elements and costs of replacement is critical in assessing each property's

merits. For town centre retail property trends have been towards larger standard retail units being in strongest demand from retailers.

Length of lease unexpired – At present capital values are highest for long-term leased property and values tend to reduce significantly when unexpired lease terms fall below five years, as owners expect significant capital expenditure to be necessary when leases expire and tenants may not renew leases and continue to occupy. Fresh investments should be made ensuring that diminishing lease terms will not either adversely affect capital value or that significant capital expenditure and voids are experienced. A strategy to dispose of investments before unexpired lease terms reach terms of shorter than three years should be adopted **or the leases to be renegotiated before this time.**

Financial strength of tenant(s) – assessment will be required of each tenant of potential acquisitions through analysis of their published accounts and management accounts where necessary. Risk of tenant default in rent payment is the main issue but the relative strength of a tenant's financial standing also impacts upon capital value of property which is let to that tenant and careful analysis of financial strength is a key part of due diligence prior to purchase of investments.

Rental levels – following the banking crash in 2007/8 rental levels fell across most occupier markets, particularly in office and retail markets. As a result rents payable on leases that were granted before 2007 may be at levels which are higher than current rental values. Rents in some sub-sectors have recovered back to pre-2007 levels but care is required in all purchases to assess market rents local to each property to check whether rents payable under leases are above or below current levels, as this will impact on whether growth in rents in the future will be fully reflected in the specific property being analysed.

Environmental and regulatory risks - Risks such as flooding and energy performance are taken into account during the due diligence process on every property purchase.

Reputational risks - A policy on specific types of commercial tenant which may not be acceptable to the Council such as tobacco, gambling or alcohol-related companies should be adopted. Properties tenanted by such companies would not then be considered for purchase. However, this would not necessarily protect the Council in the event of a future transfer of any tenancy to a prohibited company.

1.10 Financial Assumptions

	Investment - Yield	Investment - Taxbase	Investment- loans & co investment
MRP	50 years land and 40 years buildings or life of asset	50 years land and 40 years buildings or life of asset	As applicable
Interest Costs used in appraisal	New Borrowing Rates	New Borrowing Rates	New Borrowing Rates
SDLT & other purchase costs	Part of purchase price	Part of purchase price	-
*Fund Management Costs & ongoing client costs	0.50% of purchase price	0.50% of purchase price	0.50% of loan or investment
"Green Book" Financial profile over life of asset (IRR)	Yes	Yes	Yes

*For each investment 0.5 % of the purchase price or loan or investment will be held in a central fund to cover the following:

- external advice for future investments;
- known or expected one off future costs, such as costs associated with future negotiation or renegotiation of leases;
- void periods;
- bad debt provision;
- irrecoverable estate costs;
- management of assets; and
- maintenance or redevelopment costs associated with future leases.

Investment Fund Business Case for Investment

1. Investment Name and Address
2. Strategy Objective
3. Compliance with Strategy Objective – Non-Financial:
 - Sector and target assets
 - Location
 - Building specification
 - Management and maintenance obligations
 - Lease arrangements
 - Quality of tenants
4. Compliance With Strategy Objective – Financial (Completion of Appendix with commentary as below):
 - Purchase price **with an independent valuation**
 - Estimated exit value **and proposed timescale for disposal**
 - Building survey results
 - Rental income **assessed over asset life linked to assessment of future market trends of both the asset sector and location**
 - Outgoings
 - Estimated voids
 - Cashflow
 - Costs including stamp duty, legal fees, survey fees, letting costs
 - Management and maintenance obligations
 - **Internal Rate of Return (IRR) Calculation**
 - **Diversity – how this investment fits in with existing investments and loans by sector**
5. Legal Issues (to Include):
 - Review of title and ownership
 - Liabilities and restrictions
6. Risk Assessment
 - Economic and Property Market
 - Asset-specific –e.g. location, building quality, length of lease, financial strength of tenant, rent payable
 - Environmental and regulatory
 - Reputational
7. Recommendation

8. REVIEW

- Chief Finance officer
- Monitoring officer

Investment Committee:

Proposed Revisions to Terms of Reference:

1. To review the Investment Strategy and make recommendations to the Council for revision of the same.
2. To determine any investment or purchase using the Investment Fund up to the value of **£10** million, in accordance with the Investment Strategy. All investments or purchases to be subject to a (documented) review by the S151 Officer, Monitoring Officer, ~~Fund Manager~~ and Executive Head of Business Services (**any of whom may require the proposal to be referred to Council for approval**).
3. **To review with officer advice current and future investment opportunities.**
4. **To determine when to receive external advice on investment opportunities.**
5. To receive performance reports on the Investment Fund on a quarterly basis.