

RECORD OF EXECUTIVE DECISION TAKEN BY AN EXECUTIVE MEMBER

This form **MUST** be used to record any decision taken by the Elected Mayor or an individual Executive Member (Portfolio Holder).

The form must be completed and passed to the Service Director for Governance (Monitoring Officer) no later than NOON on the second working day after the day on which the decision is taken. No action may be taken to implement the decision(s) recorded on this form until 7 days have passed and the Service Director for Governance (Monitoring Officer) has confirmed the decision has not been called in.

1. Description of decision

ENTERTAINMENT RESORT COMPLEX – UNIVERSAL DESTINATIONS AND EXPERIENCES – ACQUISITION OF LAND FOR PLANNING PURPOSES AND OVERRIDING OF RIGHTS USING SECTION 203 OF THE HOUSING AND PLANNING ACT 2016

The Mayor, having considered the information in the report prepared to accompany this decision:

- (1) Approves the principle of the acquisition of the freehold of the Land from UDX and the subsequent disposal of the Land back to UDX, for the purpose of utilising S203 of the Housing and Planning Act 2016 to override rights and covenants.**
- (2) Approves entering into an Indemnity Agreement with UDX for indemnity of the Council's costs in the exercise of its powers to acquire the Land under S203 of the Housing and Planning Act 2016, and subsequently disposing of the Land to UDX.**
- (3) Authorises the Chief Executive and Head of Regeneration and Property, in consultation with the Mayor and Deputy Mayor, to finalise the terms of the acquisition and disposal and to implement the acquisition and disposal on the terms set out in this report.**

2. Date of decision

29 July 2026

3. Reasons for decision

The Land is subject to a restrictive covenant which restricts the use of the Land to agricultural purposes and prohibits the erection of non-agricultural buildings. The project cannot proceed without breaching this covenant, and an injunction obtained by a beneficiary could render the Project entirely unviable. The Council's use of section 203 of the HPA 2016 would provide certainty that an injunction cannot be used to hinder the Project, and to ensure that any remedy is limited to compensation under section 204 HPA 2016.

The Land is being acquired for planning purposes to facilitate the comprehensive redevelopment of the Universal Site as authorised by the SDO and, in turn, contribute to the promotion and improvement of the economic, social and environmental wellbeing of the Bedford area.

4. Alternatives considered and rejected

The Council has a discretion in deciding to exercise the s203 powers in the manner set out in the report. Clearly, therefore, the Council could elect not to do so. However, as explained in the report, the facilitation of this development and its public regeneration benefit outweigh the maintenance of the status quo, which could lead to the Entertainment Resort Complex not proceeding.

5. How decision is to be funded

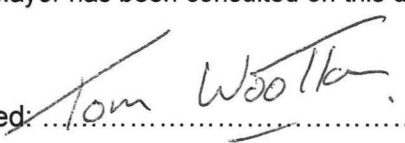
Because the cost of purchasing the land and the agreement of an option to sell the land back for the same nominal value of £1, and the granting of a lease with a peppercorn rent, the Council is not exposed to financial risk from the proposal. The Council's project team (including external legal advisors) is funded by the Planning Performance Agreement which is in place with UDX. The proposal does not have implications for the Capital Investment Strategy and Programme or the Medium-Term Financial Strategy.

6. Conflicts of interest

Name of all Executive members who were consulted AND declared a conflict of interest.	Nature of interest	Did Standards Committee give a dispensation for that conflict of interest? (If yes, give details and date of dispensation)	Did the Chief Executive give a dispensation for that conflict of interest? (If yes, give details and the date of the dispensation).
N/A			

The Mayor has been consulted on this decision

Not Applicable

Signed: 

Date: **29 July 2026**

Name of Decision Taker: **Mayor Tom Wootton**

This is a public document. A copy of it must be given to the Service Director for Governance (Monitoring Officer) as soon as it is completed.

Date decision published:30 July 2026.....

Date decision can be implemented if not called in:10August2026.....

(Decision to be made exempt from call in.....NO.....)

Bedford Borough Council – Mayor of Bedford Borough

Date of Report: 29 July 2026

Report by: Chief Executive, Head of Regeneration and Property and Manager for Strategic Sites and Inward Investment

Subject: ENTERTAINMENT RESORT COMPLEX – UNIVERSAL DESTINATIONS AND EXPERIENCES – ACQUISITION OF LAND FOR PLANNING PURPOSES AND OVERRIDING OF RIGHTS USING SECTION 203 OF THE HOUSING AND PLANNING ACT 2016

1. EXECUTIVE SUMMARY

- 1.1 The purpose of this process is to address a restrictive agricultural use covenant on land that UDX Development Company Limited (incorporated and registered in England and Wales with company number 11036833) (“**UDX**”) owns. The relevant land is shown for indicative purposes edged red (but excluding the part edged green) on the plan at Appendix 1 (the “Land”) the freehold of which is registered at Land Registry under title number BD145801. To override this covenant, it would be necessary for the Council to acquire an interest in the Land, which will in turn enable the operation of the powers under section 203 of the Housing and Planning Act 2016 (“HPA 2016”) (“S203”). The process has been discussed with legal representatives from both UDX and the Council, and it has been concluded that the most expeditious process is for UDX to transfer the freehold interest in the Land to the Council for £1, who will then grant a 999-year lease to UDX. UDX will have an option which they can exercise which will transfer the freehold interest from the Council back to UDX for £1. It is anticipated that this option will be exercised the day after the 999-year lease is completed.
- 1.2 UDX and its solicitors have undertaken extensive efforts to identify and engage with known third parties with the benefit of the covenant. Notwithstanding such efforts, there are potentially other beneficiaries of the covenant. This is because the extent of potentially benefitting land is expansive and it is almost impossible to definitively identify all potential beneficiaries given the wording of the transfer which created the covenant, the passage of time, and the lack of evidence (both contemporaneously with the transfer that created the covenant, and certainly now). More detail is set out below.
- 1.3 UDX has agreed to enter into an Indemnity Agreement in respect of the Council’s costs in relation to the acquisition and the utilisation of S203. Importantly, the entitlement to compensation of the interest holders is not removed by the exercise of these powers and the onus is upon UDX to negotiate the amount of, and pay, the compensation if sought.

- 1.4 This report evaluates the proposal against the relevant criteria (Section 5), concludes that the tests are likely to be met and recommends agreeing to the request in principle.
- 1.5 This report seeks the Mayor's approval of the acquisition of land for planning purposes by agreement under section 227 of the Town and Country Planning Act 1990 (the "TCPA") ("S227") enabling the operation of S203 powers to facilitate the development of the Project (as defined in section 4.1 of this report), followed by the disposal of land to UDX. The land where the Project will be brought forward includes (together with other land) the Land (together the "UDX Site").

2. RECOMMENDATIONS

2.1 The Mayor, having considered the information in this report, is satisfied:

- i) Approves the principle of the acquisition of the freehold of the Land from UDX and the subsequent disposal of the Land back to UDX, for the purpose of utilising S203 of the Housing and Planning Act 2016 to override rights and covenants.**
- ii) Approves entering into an Indemnity Agreement with UDX for indemnity of the Council's costs in the exercise of its powers to acquire the Land under S203 of the Housing and Planning Act 2016, and subsequently disposing of the Land to UDX.**
- (i) Authorises the Chief Executive and Head of Regeneration and Property, in consultation with the Mayor and Deputy Mayor, to finalise the terms of the acquisition and disposal and to implement the acquisition and disposal on the terms set out in this report.**

3. REASONS FOR RECOMMENDATIONS

- 3.1 S203 enables local authorities to override restrictive covenants if carrying out building or maintenance work, or using land, which contributes to the economic, social or environmental wellbeing of an area. Where developers have been unable to secure the release of restrictive covenants, they can request that a local authority acquire the land for planning purposes to trigger this process.
- 3.2 The Land is subject to a restrictive covenant (as defined and described in more detail below) which restricts the use of the Land to agricultural purposes and prohibits the erection of non-agricultural buildings. The Project cannot proceed without breaching this covenant, and an injunction obtained by a beneficiary would render the Project entirely unviable. The Council's use of S203 of the HPA 2016 would provide certainty that an injunction cannot be used to hinder the Project, and to ensure that any remedy is limited to compensation under section 204 HPA 2016.
- 3.3 The Land is being acquired for planning purposes to facilitate the comprehensive redevelopment of the wider UDX Site as authorised by a Special Development Order ("SDO") and, in turn, will contribute to the promotion and improvement of the economic, social and environmental wellbeing of the Bedford area. The acquisition will also facilitate the redevelopment and regeneration of a significant brownfield site forming part of a former brickworks.

- 3.4 There are significant national and local benefits to the Project, including creating approximately 8,000 direct jobs in its first year of operation, with 81% anticipated to be taken by local people. Approximately 25,000 net additional jobs across the UK supply chain are expected in the same year, alongside 5,380 construction jobs at peak. The Project would create a significant new tourism destination with no comparable equivalent in the UK (the only European comparison being Disneyland Paris).

4. THE CURRENT POSITION

- 4.1 UDX has secured planning permission for an Entertainment Resort Complex (ERC) and associated development at the former brickworks and adjoining land in Kempston Hardwick via an SDO (the “Project”), which was dealt with by the Ministry of Housing, Communities and Local Government (“MHCLG”).
- 4.2 The successful delivery of the ERC is reliant on the removal of the restrictive covenant on the Land. UDX has sought to identify potential beneficiaries of the covenant and to negotiate the release of the restrictive covenant. However, despite UDX’s efforts, and due to the unclear definition of land that might benefit the restrictive covenant and the subsequent sale in parts of originally benefiting land, there remains a risk that there are outstanding beneficiaries of the restrictive covenant and as a result UDX has requested that the Council utilises its powers to facilitate the development of the Project. The Council has been working with UDX and external legal advisors to take the necessary steps to use these powers, and this Mayoral decision will enable the Council to fulfil its facilitative role in exercising these powers by acquiring the land, granting a lease and providing an option for UDX to acquire the land back. This process will effectively ‘de-risk’ the delivery of the ERC in relation to the restrictive covenant.

5. DETAILS

- 5.1 The Council must be satisfied that there is a compelling case in the public interest that the powers conferred by S203 be engaged in order that the building or use proposed can be carried out within a reasonable time and in particular, that:
- (i) there is planning consent for the proposed development;
 - (ii) the third-party rights affected by the development and the likely extent of interference with those rights caused;
 - (iii) the acquisition will facilitate the carrying out of development, re-development or improvement (or regeneration) on or in relation to the land;
 - (iv) the development of the land will contribute to the promotion or improvement of the economic, social or environmental well-being of the area;
 - (v) there is a compelling case in the public interest to acquire the land;

- (vi) the use of the powers is as a last resort where it has not been possible to extinguish the relevant rights by agreement; and
- (vii) the use of the powers is proportionate in that the public benefits to be achieved justify the interference with or impact on the human rights of those with an interest in the land affected.

5.2 Each of these considerations is dealt with using the same enumeration below.

(i) *There is planning consent for the proposed development*

5.3 Planning permission was granted for the Project under the Town and Country Planning (Entertainment Resort Complex, Bedford) Special Development (No. 2) Order 2025 (2025 No. 1322), which was laid before Parliament and came into force on 12 January 2026.

5.4 The development is on a large site located south-west of Bedford, Bedfordshire and is broadly to the east of the A421 and west of the Midland Main Line and is on the former Kempston Hardwick brickworks and agricultural land.

5.5 The proposed ERC would allow a theme park and associated uses including retail, dining, entertainment; visitor accommodation; sport, recreation, leisure and spa facilities; venues with conference and convention spaces; associated services and uses for any operational or administrative functions; utilities generation, storage, collection, treatment and processing facilities associated with the ERC; vehicle and cycle parking, maintenance and servicing, and transportation hubs; access routes and circulation spaces; landscaping; utility infrastructure; and use of land necessary to support construction. The planning proposal also includes a series of infrastructure improvements including:

- A new A421 junction;
- An expanded railway station on the Thameslink/Midland Main Line at Wixams;
- Improvements to Manor Road; and
- Improvements to certain other local roads.

5.6 The planning proposal includes the redevelopment of a brownfield site that was previously a former industrial brickworks facility. This redevelopment will include the transformation of former clay quarry pits into strategic surface water management facilities and enhanced habitat areas.

(ii) *The third-party rights affected by the development and the likely extent of interference with those rights*

5.7 The Land is subject to a restrictive covenant imposed by a transfer dated 20 January 1989 (the “1989 Transfer”). The 1989 Transfer is registered against the freehold title to the Land registered at HM Land Registry under title number BD145801.

- 5.8 The 1989 Transfer contains the following restrictive covenant ("Restrictive Covenant"):
"The Purchasers hereby covenant with the Vendors for the benefit of the Vendor's Retained Land and each and every part thereof that neither they nor their successors in title shall use the Property for any purposes other than agricultural and not to erect or cause to be erected any buildings thereon except for use as agricultural buildings" (underlining added).
- 5.9 The Retained Land is not identified in any plan and is instead described in the 1989 Transfer by use of the words:
".... for the benefit of all land or buildings adjoining or adjacent to the Property or any part thereof owned by the Vendors or any of its associated companies ("the Retained Land")"
- 5.10 The Project cannot be carried out in part or whole without directly and obviously breaching the Restrictive Covenant, given that it prevents any use of the Land other than for agricultural use and prevents any buildings other than agricultural buildings. An injunction, if awarded in respect of such breach, would prevent the Project coming forward on the land entirely, and therefore make it unviable.
- (iii) The acquisition will facilitate the carrying out of development, re-development or improvement (or regeneration) on or in relation to the land**
- 5.11 As noted in Para 5.10 above, the Project cannot be carried out without infringing the Restrictive Covenant. Accordingly, the acquisition of the Land will facilitate the carrying out of the Project and the improvement/regeneration of the Universal Site. By engaging S203 in respect of the Land, the Council will have sufficient certainty that an injunction cannot defeat the Project. If an action is brought against the Council, the remedy will be compensation pursuant to section 204 of HPA 2016.
- 5.12 This part of the UDX site is a significant brownfield site that was part of the former brickworks (formerly the largest brick works in the world) and the acquisition of the land to enable the removal of the covenant will facilitate its regeneration.
- (v) The development of the land will contribute to the promotion or improvement of the economic, social or environmental well-being of the area**
- 5.13 The benefits of the Project are set out in detail in the Planning Statement submitted with the planning proposal, and the statement giving notice of the Secretary of State's decision to make the SDO (in accordance with the published Handling, Publicity and Consultation Arrangement) includes at Schedule 2 the main reasons and considerations on which the subsequent decision was based (see background papers).
- 5.14 Overall, the Project will make a significant contribution to the economic, social and environmental well-being of the Bedford area. The Project will generate significant socio-economic benefits for the Bedford area (as well as the wider region and nationally) by contributing to economic growth through the delivery of significant employment opportunities and infrastructure provision. The Project has the potential to deliver transformative benefits to the local area and region. This includes the creation of approximately 8,000 direct jobs in the first year of operation, 81% of which are

anticipated to be taken by local people, together with approximately 25,000 net additional jobs across the UK through the supply chain in the same year. In addition, the Project would support 5,380 construction jobs at its peak, with continuing construction workforce requirements for the foreseeable future.

- 5.15 The Project has the potential to support an overall contribution of £35 billion net additional Gross Value Added (Net Present Value (“NPV”)) to the UK economy over a 30-year appraisal period (comprising construction and the first 25 years of operation) which would inject substantial additional spending into Bedford and the surrounding area’s economy, together with a significant boost to the tourism industry of Bedford, the region and the UK as a whole.
- 5.16 In addition, it is projected that the Project would generate £14 billion (NPV) in net additional tax returns to HM treasury over the 30-year period and additional business rates revenue (i.e. via business rates retention), in the process supporting the delivery of local services.
- 5.17 The Project is consistent with the overall visions and objectives of the Bedford Local Plan 2030. In particular, the Project will:
- provide significant contribution to the local economy, deliver economic growth and broaden employment opportunities (paragraph 4.3 of the Planning Statement);
 - facilitate improvements to the Council’s transport infrastructure through the delivery of the new expanded Wixams station, bringing forward the development in a way that will accommodate a new EWR railway station on part of the Land, and encourage walking, cycling and other sustainable and healthy modes of transport (paragraph 4.7 of the Planning Statement);
 - support the creation of a strong and multifunctional green infrastructure network and delivery on the spirit of the objectives of the Forest of Marston Vale (paragraph 4.8 of the Planning Statement); and
 - provide a high-quality development that makes use of previously developed land (paragraph 4.9 of the Planning Statement).
- 5.18 It is therefore considered that the development of the Land as an integral part of the UDX Site will contribute to the promotion and improvement of the economic, social and environmental well-being of the area.

(vi) *There is a compelling case in the public interest to acquire the land*

- 5.19 As noted above, the public benefits of the Project are set out in detail in the Planning Statement submitted with the planning proposal.
- 5.20 In addition to the provision of significant benefits to the Bedford area, the Project will provide significant benefits to the wider region and nationally by:
- providing a significant new tourism destination of which there is no comparable in the UK (with the only comparable being Disneyland Paris in Europe) that is strongly supported across all levels of national and local tourism policy;
 - providing significant jobs and economic benefits to a region specifically identified for growth; and
 - redeveloping a significant brownfield site that was part of the former brickworks.

- 5.21 There is therefore a compelling case in the public interest for the Project to go ahead and, as the Land (and the use of S203) is necessary to facilitate the Project, there is a compelling case in the public interest to acquire the Land.

(vii) The use of the powers is as a last resort where it has not been possible to extinguish the relevant rights by agreement

- 5.22 In deciding whether it is necessary to acquire an interest in land under section 227 of TCPA so as to engage S203, consideration should be given to whether agreements to permit infringement can be reached with those owners of affected properties with rights on reasonable terms and within reasonable timeframes to facilitate the carrying out of the Project.
- 5.23 The Restrictive Covenant was stated to be granted in the Transfer for the benefit of the “Vendors Retained Land”. The Transfer defined the “Retained Land” as “all land or buildings adjoining or adjacent to the Property [i.e. the Land] or any part thereof owned by the Vendors or any of its associated Companies”. Accordingly, the Transfer did not show (e.g. in a plan) or prescriptively describe (e.g. by reference to title numbers or detailed descriptions) what land was intended to benefit from the Restrictive Covenant.
- 5.24 The extent of the land potentially benefitting from the Restrictive Covenant is therefore extensive, and solicitors acting for UDX have carried out comprehensive searches, and used the results, together with their experience and relevant legal principles, to identify certain properties which are likely to benefit from the Restrictive Covenant, and present a risk to the delivery of the Project. The owners of those properties have been approached by or for the benefit of UDX to secure a release of the Restrictive Covenant for the Land.
- 5.25 Despite the work described in para 5.24, it is almost impossible to definitively identify all potential beneficiaries of the Restrictive Covenant given the wording of the Transfer, the passage of time, and the lack of evidence (both contemporaneously with the Transfer, and certainly now).
- 5.26 Notwithstanding the efforts to secure releases of the Restrictive Covenant, it is not possible with any certainty, to identify and secure releases from every possible beneficiary.
- 5.27 Any remaining risk of there being an affected owner with an injunctable position would prevent the Project from proceeding.

(viii) The use of the powers is proportionate in that the public benefits to be achieved justify the interference with or impact on the human rights of those with an interest in the land affected

- 5.28 The acquisition of the Land under S203 of HPA 2016 should only take place if it is necessary for planning purposes, proportionate and there is a compelling case in the public interest. Various rights under the European Convention on Human Rights (“ECHR”) may be engaged by an acquisition, including those under Article 8 (right to respect for private life, family and home) and Article 1 of the First Protocol (right to peaceful enjoyment of possessions).

- 5.29 The European Court of Human Rights has recognised in the context of Article 1 of the First Protocol that “regard must be had to the fair balance that has to be struck between the competing interests of the individual and of the community as a whole”, i.e. an acquisition under S203 must be proportionate and in pursuing the public interest the acquisition must outweigh the interference with any private rights. Similarly, any interference with Article 8 rights must be “necessary in a democratic society”, i.e. proportionate.
- 5.30 The Council must therefore strike a fair balance between the public interest and the individual’s rights and consider whether an interference with private rights is “proportionate”.
- 5.31 This report sets out why it is considered necessary to acquire the land for planning purposes and, as set out in paragraphs 5.20 to 5.22 above, there is a compelling case in the public interest to support the decision to do so. In this regard, the availability of compensation to those who are deprived of their third-party rights is of relevance to the determination of proportionality.
- 5.32 It is therefore considered that the benefits of the exercise of the powers justify the interference with or impact on human rights.

6. ALTERNATIVES CONSIDERED AND REJECTED

- 6.1 The Council has a discretion in deciding to exercise the S203 powers in the manner recommended in this report. Clearly therefore, the Council could elect not to do so. However, as explained, the facilitation of this development and its public regeneration benefit outweigh the maintenance of the status quo.

7. KEY IMPLICATIONS

Legal Issues

- 7.1 The Council is acquiring the Land under s227 of the TCPA, which in turn engages section 226 of the TCPA. Through the acquisition of the Land, powers under S203 HPA 2016 will be engaged, which will override the restrictive covenant binding the Land. The justifications for the engagement of S203 powers are set out in the body of this report, in section 5 above. The Council shall dispose of the Land to UDX in accordance with Section 233 of the TCPA and does not consider that Secretary of State approval is necessary. The Council is satisfied that disposing of the Land to UDX is expedient to secure the best use of the Land and the carrying out of the Project at the UDX Site (including the Land), for the same reasons that satisfy the Council that the legal tests for acquiring the Land are met, as set out in parts (iii) and (iv) of section 5 above.
- 7.2 In accordance with Section 233(3) of the TCPA, the Council is required to obtain ‘best consideration’ for the disposal of land held for planning purposes (land acquisitions are not covered by Section 233), otherwise the Secretary of State’s consent is required for the disposal.

- 7.3 Since the freehold is being transferred to the Council for £1 with an existing obligation to immediately grant UDX a long 999-year lease for peppercorn rent (£1 per annum) accompanied by a lessee only termination right, this would strip the value out the freehold, meaning that “best consideration” would be nominal.
- 7.4 At the point when the freehold is transferred back to UDX, the freehold interest will still be subject to the same long lease/peppercorn rent arrangement with lessee only termination right, hence the ‘best consideration’ would remain nominal.
- 7.5 The Council is therefore able to satisfy itself that the sale and leaseback with UDX, and the ultimate re-transfer of the freehold is in accordance with Section 233 of the TCPA, which states that (unless the consent of the Secretary of State is obtained) land acquired for planning purposes must not be disposed of “for a consideration less than the best that can reasonably be obtained”.
- 7.6 The Council has obtained legal advice from external solicitors (Browne Jacobson) who are of the view that the use of s203 powers and methodology engaged in the exercise of those powers is lawful and correct and they have advised on the preparation of this report. Furthermore, the Council is indemnified by UDX for any costs arising out of this matter that the Council may incur in exercise of its powers.
- 7.7 The acquisition of the Land under S203 should only take place if it is necessary for planning purposes, proportionate and there is a compelling case in the public interest. Various rights under the “ECHR” may be engaged by an acquisition, including those under Article 8 (right to respect for private life, family and home) and Article 1 of the First Protocol (right to peaceful enjoyment of possessions).
- 7.8 The European Court of Human Rights has recognised in the context of Article 1 of the First Protocol that “regard must be had to the fair balance that has to be struck between the competing interests of the individual and of the community as a whole”, i.e. an acquisition under S203 must be proportionate and in pursuing the public interest the acquisition must outweigh the interference with any private rights. Similarly, any interference with Article 8 rights must be “necessary in a democratic society”, i.e. proportionate.
- 7.9 The Council must therefore strike a fair balance between the public interest and the individual’s rights and consider whether an interference with private rights is “proportionate”.
- 7.10 As set out in the “Details” section of this report, it is considered that it is necessary to acquire the land for planning purposes and there is a compelling case in the public interest to support the decision to do so. In this regard, the availability of compensation to those who are deprived of their third-party rights is of relevance to the determination of proportionality.
- 7.11 It is therefore considered that the benefits of the exercise of the powers justify the interference with or impact on human rights.

Policy Issues

- 7.12 The relevant policy context for this decision is the fact that planning permission has been granted for the ERC (using an SDO), and this is now being lawfully implemented.
- 7.13 The Council submitted a consultation response during the consideration of the application, which set out the policy issues relevant to the Council at the time. Full Council considered a report at its extraordinary meeting on 21 August 2025. At that meeting, it was resolved to:
- “Recommend to Executive that it approves the consultation response to the Secretary of State, MHCLG, set out in Appendix E”.*
- 7.14 An extraordinary meeting of the Executive was held on 27 August 2025 where it was asked to consider and agree to the Council’s response to the statutory consultation in relation to the SDO in accordance with the Full Council decision of 21 August.
- 7.15 Following the Full Council and Executive decisions in August 2025, the Council submitted comments on the SDO to MHCLG on 28 August 2025. The weblinks to these are in the Background Papers in Section 10 below.
- 7.16 Paragraph 3.153 of the Council’s consultation response confirmed that *“The Council is also of the view that a development of this scale and potential spatial, social and economic transformation to the Bedford Borough area such as the proposed could not have been envisaged when the current planning policy framework was prepared. If planning permission is granted, the authorised development will need to be considered in the preparation of any new Local Plan coming forward”.*
- 7.17 The Council’s Local Plan process has commenced with a Call for Sites now underway. The emerging Local Plan will reflect the ERC, and the needs arising in the wider area from the UDX investment. Also, the Council’s existing policies and strategies will also need to reflect the ERC as they are updated over time.
- 7.18 Acquiring the land to enable the removal of the Restrictive Covenant will facilitate the delivery of the Project, which will now increasingly be reflected in the Council’s emerging policies and strategies.

Resource Implications

- 7.19 The Council set up a core project team in January 2024 to work with both the investor, central government, relevant statutory agencies and local stakeholders, to ensure that the impact of the Project on the borough is positive, and the Council plays a positive part in ensuring the success of the Project, for current and future generations. The work of the core team is funded by a Planning Performance Agreement (“PPA”) with UDX, with no costs being borne by the Council. If the Council does not acquire the land for the purposes of enabling the removal of the Restrictive Covenant, then the Project will be at risk, thus jeopardising the significant economic and social benefits of the Project for the Borough.
- 7.20 The Council has a PPA with UDX. This covers the staff and legal costs associated with this work. Therefore, the exercise of the S203 powers as

recommended in this report is intended to be cost neutral to the Council, save for some element of officer time being expended upon the development of this proposal.

- 7.21 UDX will also enter into an Indemnity Agreement with the Council. Further details of this Agreement are set out in the “Risk Implications” section below.
- 7.22 Because the cost of purchasing the land and the agreement of an option to sell the land back for the same nominal value of £1, and the granting of a lease with a peppercorn rent, the Council is not exposed to financial risk from the proposal. The proposal does not have implications for the Capital Investment Strategy and Programme or the Medium-Term Financial Strategy. For this reason, the Council’s Service Director for Finance is comfortable with the proposal.

Risk Implications

- 7.23 The Council is to be indemnified by UDX from the cost of meeting the compensation claims by the holders of the rights to light and all legal costs associated with the consideration and documentation of the acquisition and disposal of the relevant freehold interest.
- 7.24 The main risk for the Council is the possibility that UDX breaches or is unable to comply with the Indemnity Agreement, although it is considered that this is a remote risk which can and should be taken given that the Council is facilitating the implementation of the redevelopment with the extensive public regeneration benefits.
- 7.25 The Council’s Insurance & Risk Manager has confirmed that he is happy with the approach to risk that this decision proposes, on the basis that the wording in Clause 3.1.2 of the Indemnity Agreement is sufficient as the Council retains the ability to reclaim its costs associated with the s203 works from the PPA that we have entered into with UDX.

Environmental Implications and contribution to achieving a net zero carbon Council by 2030

- 7.26 The environmental impacts of the Project were considered prior to the grant of the SDO and insofar as there will be environmental impacts, permission has been granted for them to occur and measures have been required to mitigate or compensate for such impacts to some degree.

Equalities Impact

- 7.27 An Equalities Information Report (Document 6.6.0) was submitted with the planning application, for which a suitable response was considered within the consultation response. This stated *“The Equalities Information Report (Document 6.6.0) accurately describes the populations with protected characteristics in the local area and other relevant geographic areas. The Council is satisfied with the quality of the research used to understand the impact the development would have on communities with different protected characteristics. The literature review summarises the likelihood of disproportionate or differential effects, and the Council agrees with the potential impacts and considerations identified in Chapter 5 of the report”*.

- 7.28 Because this decision is a technical matter which sits alongside the planning permission for the ERC, it does not require a separate Equality Impact Assessment. This proposal seeks approval to acquire land for planning purposes, enabling the removal of Restrictive Covenant on the Land, which will be part of the Universal Destinations & Experiences Entertainment Resort Complex.
- 7.29 There is no known other adverse impact on any specific person with a protected characteristic. In so far as any such person is to be impacted:
- planning permission has been granted for the Project by way of the SDO; and
 - if that person has a right that is infringed, there is an entitlement to compensation; and
 - if the Land is not acquired to facilitate the removal of the Restrictive Covenant, then it could jeopardise the ability of the company (UDX) to develop the ERC. If that were to be the case then the significant economic and social benefits, including for those with protected characteristics, will be jeopardised.
- 7.30 In light of the above-mentioned circumstances the activity has no relevance to Bedford Borough Council's duty to promote equality of opportunity, promote good relations, promote positive attitudes and eliminate unlawful discrimination. An equality impact assessment is not needed.

8. SUMMARY OF CONSULTATIONS, ENGAGEMENT AND OUTCOME

- 8.1 UDX has engaged with third parties who benefit from the Restrictive Covenant, with a view to agreeing releases of their rights in the Land. Further details of this engagement are set out in part (vi) of section 5 above.
- 8.2 The following Council units or Officers and/or other organisations have been consulted in preparing this report and no adverse comments have been received:
- The Mayor
 - Chief Executive
 - Interim Strategic Director for Environment
 - Service Director Finance
 - Insurance & Risk Manager
 - Head of Regeneration & Property
 - Head of Legal Services

9. WARD COUNCILLOR VIEWS

- 9.1 The views of Ward Councillors and all members were sought on the UDX proposal when the Full Council met at its extraordinary meeting on 21st August 2025 to discuss the consultation on the Special Development Order application. The releasing of a Restrictive Covenant is a technical matter which will enable the benefits of the Project (which was subsequently granted permission) to be realised, and as a result it is not considered necessary to consult Ward Councillors specifically on this decision.

10. **CONTACTS AND REFERENCES**

<i>Report Contact Officer:</i>	Sam Fox, Priority Projects Consultant, sam.fox@bedford.gov.uk Patrick Lyons, Manager for Strategic Sites & Inward Investment, Patrick.lyons@bedford.gov.uk
<i>File Reference:</i>	UDX Bedford Site/Property s203
<i>Previous Relevant Minutes:</i>	See 'Background Papers' below.
<i>Background Papers:</i>	The Planning Statement submitted with the SDO sets out the benefits arising from the development. https://www.gov.uk/guidance/request-for-planning-permission-for-an-entertainment-resort-complex-and-associated-development-in-bedford-part-6-other-documents#planning-statement Following Full Council and Executive decisions in August 2025, the Council submitted comments on the SDO to MHCLG on 28th August 2025. The weblinks to these are below: https://www.bedford.gov.uk/files/cover-letter-mhclg-re-universal-28082025.pdf/download?inline https://www.bedford.gov.uk/files/final-consultation-response-re-universal-2025.08.28.pdf/download?inline The statement giving notice of the Secretary of State's decision to make the SDO (in accordance with the published Handling, Publicity and Consultation Arrangement) includes at Schedule 2 the main reasons and considerations on which the decision is based. The link to the statement is here: https://www.gov.uk/government/publications/entertainment-resort-complex-bedford-statement-of-reasons-for-the-grant-of-planning-permission/entertainment-resort-complex-bedford-statement-of-reasons-for-the-grant-of-planning-permission
<i>Appendices:</i>	Appendix 1 – The Land

Appendix 1 (“the Land”)

