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Date 26 September 2008

**Stansted Airport Limited**

**-to-**

**Hertfordshire County Council**

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**DEED OF UNILATERAL UNDERTAKING**

relating to Land at Stansted Airport, Essex  
and pursuant to Section 106 of  
the Town and Country Planning Act 1990

Planning Application Reference UTT/0717/06/FUL and  
PINS Appeal Reference APP/C1570/A/06/2032278

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October 2008  
Ref: ASW/002268/00423

CERTIFIED TO BE A TRUE AND  
COMPLETE COPY OF THE ORIGINAL  
CMS Cameron McKenna LLP  
DATED 26/09/08  
CMS Cameron McKenna LLP  
Mitre House, 160 Aldersgate Street  
London EC1A 4DD

AN UNDERTAKING given on the 26 day of September two thousand and eight from STANSTED AIRPORT LIMITED (company registration number 01990920) whose registered office is at 130 Wilton Road London SW1V ILQ (hereinafter referred to as STAL) to HERTFORDSHIRE COUNTY COUNCIL of Hertfordshire County Hall, Pegs Lane, Hertford SG13 8DQ (hereinafter referred to as HCC)

1. **Definitions**

- 1.1 "the 15+ development" shall mean the development permitted by planning permission reference number UTT/1000/01/OP
- 1.2 "the 1972 Act" shall mean the Local Government Act 1972
- 1.3 "the 1990 Act" shall mean the Town & Country Planning Act 1990
- 1.4 "the 1999 Act" shall mean the Contracts (Rights of Third Parties) Act 1999
- 1.5 "the 2000 Act" shall mean the Local Government Act 2000
- 1.6 "the Airport" shall mean Stansted Airport Essex shown on Plan 1 edged in red but excluding the land edged green
- 1.7 "the Airport Boundary" shall mean the red line shown on Plan 1
- 1.8 "the Authority" shall mean Hertfordshire County Council or HCC
- 1.9 "the Bishop's Stortford Transport Study" shall mean the Bishop's Stortford Transport Study dated March 2006
- 1.10 "Construction" shall mean the commencement of works that are in accordance with the let contract for the development of the Little Hadham By-Pass
- 1.11 "Date of Grant" shall mean the date on the Permission as issued by the Secretaries of State
- 1.12 "the Development" shall mean the development authorised by the Planning Permission
- 1.13 "The Eastern Herts Transport Plan" shall mean the Eastern Herts Transport Plan dated May 2006
- 1.14 "Hertfordshire Local Transport Plan" shall mean the Hertfordshire Local Transport Plan 2006-2011
- 1.15 "Implementation" shall mean the implementation of the Planning Permission for the Development by the annual passenger throughput at Stansted Airport exceeding 25 mppa over any period of 12 calendar months or the annual number of ATMs exceeding 241,000 over any period of 12 calendar months or the carrying out of any material operation (as defined by s. 56 of the 1990 Act) in respect of the Development which is permitted by the Planning Permission, whichever is the earlier
- 1.16 "Implementation Date" shall mean the date specified by STAL to HCC in a written notice served upon HCC as the date upon which the Development permitted by the Planning Permission is to be commenced or has been commenced or if no such notice is served, on the date of Implementation
- 1.17 "Little Hadham By-Pass" shall mean Option 5 for the proposed A120 Little Hadham By-Pass around the village of Little Hadham

- 1.18 **"Local Road Network"** shall mean roads within five miles of the Airport Boundary together with such other roads beyond that distance as shall be identified by HCC as being likely to be affected by increased traffic arising from the increased capacity of the Airport excluding motorways and trunk roads
- 1.19 **"Option 5"** shall mean the preferred route option for the proposed A120 Little Hadham By-Pass as adopted by HCC in July 2007 or such other scheme as a replacement for Option 5 as may be agreed with STAL for the purposes of this Undertaking
- 1.20 **"the Passenger Transport Levy"** shall mean the fund from car parking levies that is passed into the transport fund that STAL set up in 1999 and which has mode share objectives
- 1.21 **"the Planning Permission"** shall mean the planning permission for the Development granted by the Secretaries of State in respect of the Planning Application
- 1.22 **"Plan"** shall mean a numbered plan annexed at Schedule 3
- 1.23 **"the Planning Application"** shall mean the application made by STAL under reference number UTT/0717/06/FUL which has the planning inspectorate appeal reference APP/C1570/A/06/2032278
- 1.24 **"Practical Completion"** shall mean the practical completion of the Little Hadham By-Pass as a public highway as certified by the Supervising Highway Engineer
- 1.25 **"SATF"** shall mean the Stansted Airport Transport Forum consisting of representatives from local authorities, regional government, transport operators and other local businesses or interested parties and STAL which meets from time to time to agree short and long term targets for increasing the use of public transport to and from and around Stansted Airport, to devise a strategy for meeting these targets for incorporation in local transport plans and the regional transport strategy, and to oversee and monitor the implementation of the strategy
- 1.26 **"SATF Bus and Coach Working Group"** shall mean the Bus and Coach Working Group of the SATF which consists of the list of members in Schedule 5 and whose terms of reference are as set out in the Fifth schedule to this Undertaking
- 1.27 **"SATF Highways Working Group"** shall mean the Highways Working Group of the SATF which consists of Hertfordshire County Council, Essex County Council, Uttlesford District Council, the Highways Agency and STAL and whose terms of reference are as set out in the fifth schedule to this Undertaking
- 1.28 **"Secretaries of State"** shall mean the Secretary of State for Communities and Local Government and Secretary of State for Transport
- 1.29 **"the Supervising Highway Engineer"** shall mean the highway engineer responsible for the issuing of the certificate of Practical Completion of the Little Hadham By-Pass
2. **Recitals**
- 2.1 STAL is registered at HM Land Registry as proprietor of the Airport with freehold title under the Title Numbers set out in Schedule 1
- 2.2 STAL has made the Planning Application to Uttlesford District Council as the local planning authority for Planning Permission for the Development which has the planning inspectorate appeal reference APP/C1570/A/06/2032278



2.3 This Undertaking is entered into in replacement of the undertaking dated 19<sup>th</sup> October 2007 from STAL to HCC and the obligations in this Undertaking hereby replace the obligations in the undertaking dated 19<sup>th</sup> October 2007 and those obligations in that undertaking shall absolutely cease and determine without further obligation upon STAL or its successors in title and that undertaking shall absolutely cease and determine without further obligation upon STAL or its successors in title

2.4 STAL has agreed to offer this Undertaking pursuant to the operative powers described in clause 3 for the purpose of regulating the Development and use of the Airport

### **3. Enabling Powers**

3.1 This Undertaking is entered into pursuant to section 106 of the 1990 Act section 111 of the 1972 Act and section 2 of the 2000 Act.

3.2 Such of the covenants contained herein as are capable of being planning obligations within the meaning of section 106 of the 1990 Act are declared to be planning obligations

### **4. Obligations given by STAL**

4.1 With the intent that the Airport shall be subject to the obligations and restrictions contained in this Undertaking for the purpose of restricting or regulating the development and use of the Airport so that the provisions of this Undertaking shall be enforceable against STAL and its successors in title STAL

4.2 The liability of STAL under this Undertaking shall cease once STAL has parted with its interest in the Airport or any relevant part thereof (in which event the obligations of STAL under this Undertaking shall cease only in relation to that part or those parts of the Airport which is or are transferred by STAL) but not so as to release STAL from liability for any breaches hereof arising prior to or from the transfer

### **5. Notice of Implementation**

STAL will give HCC Notice of Implementation of the Development permitted by the Planning Permission within 1 month of the said Implementation occurring

### **6. Provisos and Interpretation**

6.1 No provision of this Undertaking shall be interpreted so as to affect contrary to law the rights powers duties and obligations of HCC in the exercise of any of its statutory functions or otherwise

6.2 If any provision of this Undertaking shall be held to be unlawful or unenforceable in whole or in part under any enactment or rule of law such provision shall to that extent be deemed not to form part of this Undertaking and the enforceability of the remainder of this Undertaking shall not be affected

6.3 No waiver (whether express or implied) by HCC of any breach or default in performing or observing any of the obligations covenants or terms and conditions of this Undertaking shall constitute a continuing waiver and no such waiver shall prevent HCC from enforcing any of the said obligations covenants or terms and conditions or from acting upon any subsequent breach or default

- 6.4 Insofar as any parts of this Undertaking may be subject to the rule against perpetuity those parts shall remain in force for as long as any of the provisions hereof remain to be performed or observed or 80 years from the date hereof whichever shall be the shorter
- 6.5 Any provision contained in this Undertaking requiring the consent or approval of any party hereto shall be deemed to incorporate a proviso that such consent or approval shall not be unreasonably withheld or delayed
- 6.6 The headings in this Undertaking do not affect its interpretation
- 6.7 Unless the context otherwise requires references to sub-clauses clauses and schedules are to sub-clause clauses and schedules of this Undertaking
- 6.8 Unless the context otherwise so requires:
- 6.8.1 references to STAL and HCC include their permitted successors and assigns
- 6.8.2 references to statutory provisions include those statutory provisions as amended or re-enacted; and
- 6.8.3 references to any gender include both genders
- 6.9 References in this Undertaking to sums of money shall be deemed to mean that sum plus a percentage thereof calculated on 1st March in each year (hereinafter called the "Review Date") equivalent to the percentage increase in the Road Construction Price Indices (SPONS) or such other indices as may replace it the Date of Grant to each Review Date until STAL shall have paid the full and final amount of such sums to the organisation entitled to receive the same under the terms of this Undertaking to be calculated pro rata in the case of any balance of such sums remaining unpaid at each Review Date
- 7. Declarations**
- 7.1 The obligations contained in Schedule 2 shall take effect only upon the Implementation Date and in the event that the Planning Application is refused or the Planning Permission not implemented and expires the obligations contained in Schedule 2 shall absolutely cease and determine without further obligation upon STAL or its successors in title
- 7.2 The obligations contained in Schedule 2 shall absolutely cease and determine without further obligation upon STAL or its successors in title if the Permission is revoked is modified without the consent of STAL expires or if a separate planning permission is subsequently granted and implemented which is incompatible with the Permission
- 7.3 Nothing in this Undertaking shall prohibit or limit the right to develop any part of the Airport in accordance with any planning permission (other than one relating to the Development)
- 7.4 This agreement constitutes a Local Land Charge and shall be registered as such provided that the Authority will upon the happening of any of the eventualities referred to in paragraphs 7.1 and 7.2 of this Part or upon the determination of this Undertaking howsoever determined procure the removal of any entry made on the Local Land Charges Register in respect of or related to this Undertaking

**8. Exclusion of the 1999 Act**

Nothing in this Undertaking shall confer on any third party any right to enforce or any benefit of any term of this Undertaking

**9. Notices**

Any notices required to be served on or any document to be supplied or submitted to any of the parties hereto shall be sent or delivered to the address stated in this Undertaking as the address for the receiving party or such other address as shall from time to time be notified by a party to this Undertaking as an address at which service of notices shall be accepted or (in the case of a limited company) at its registered office

**10. Entire Undertaking**

This Undertaking and the schedules annexed hereto or otherwise referred to herein contain the whole Undertaking from STAL to HCC relating to the subject matter hereof and supersede all prior agreements arrangements and understandings between the parties relating to that subject matter

**IN WITNESS WHEREOF** STAL hereto has executed this Undertaking as a deed the day and year before written



**THE FIRST SCHEDULE**  
**(Title)**

EX574488  
EX574473  
EX574491  
EX574482  
EX574523  
EX574485  
EX438482  
EX574504  
EX574502  
EX574498  
EX574495  
EX640482  
EX574500  
EX574507  
EX640493  
EX574508

But excluding all land comprised within Title Number EX547491 transferred pursuant to an agreement dated 25th February 2002 made between the Secretary of State for Transport Local Government and the Regions of the one part and STAL of the other part

**THE SECOND SCHEDULE**  
**(Obligations given by STAL to HCC)**

1. From the Date of Implementation STAL shall make available contributions in the terms set out in paragraphs 1.1 – 1.4 below to mitigate the impacts on the Local Road Network of the 15+ development and/or the Development:
  - 1.1 STAL shall contribute a sum of up to £350,000.00 (three hundred and fifty thousand pounds) to HCC as a contribution towards local road schemes as shown in the Fourth Schedule to this Undertaking (Highways and Traffic Management – Bishop's Stortford) within a five mile radius of the Airport Boundary and which may also include measures from the Hertfordshire Local Transport Plan, The Eastern Herts Transport Plan, and other highway safety schemes that are identified by STAL with HCC
  - 1.2 The precise calculation of any sum to be paid by STAL to HCC pursuant to paragraph 1.1 of this Schedule shall be determined by the SATF Highways Working Group in accordance with its Terms of Reference set out in the Fifth Schedule to this Undertaking and in accordance with the procedure set out in the Sixth Schedule to this Undertaking and the precise sum shall be paid by STAL to HCC within 3 months of the receipt of an invoice for the same raised by HCC and any such invoice shall be rendered before 31st December 2015 and any paid contributions that remain unspent at 31st December 2018 shall be reclaimed by STAL with interest based on Retail Price Index for the period that the money had been held by HCC
  - 1.3 STAL shall contribute a sum of £250,000.00 (two hundred and fifty thousand pounds) to HCC as a contribution towards the costs of the Little Hadham By Pass and such sum shall be paid by STAL to HCC within 3 months of the date of Practical Completion of the Little Hadham By-Pass and in the event that the Construction of the Little Hadham By-Pass is not commenced by 31st December 2018 then this obligation shall cease to have effect
  - 1.4 In respect of the impacts of the 15+ development on the Local Road Network HCC shall be able to render an invoice and receive contributions from STAL in accordance with paragraphs 1.1 – 1.3 above only insofar as:
    - (a) in respect of such impacts it has not already required STAL to implement or procure highway works at its own expense, or required STAL to pay sums in respect of such highway works, under Schedule 5 paragraph 7 of the 2003 Agreement; and
    - (b) in respect of such impacts it undertakes in writing not in future to require STAL to implement or procure highway works at its own expense, or to require STAL to pay sums in respect of such highway works, under Schedule 5 paragraph 7 of the 2003 Agreement
2. STAL shall contribute a total sum of one hundred and fifty thousand pounds (£150,000.00) from the Passenger Transport Levy which shall be used for public transport measures that are brought forward as part of the Bishop Stortford's Transport Strategy as shown in Schedule 4 (Public Transport) and such measures shall meet the objectives of the Passenger Transport Levy and be related to surface access impacts of the Development
3. The precise calculation of any sums to be paid by STAL to HCC pursuant to paragraph 2 of this Schedule shall be determined by the SATF Bus and Coach Working Group in accordance with its Terms of Reference (set out in Schedule 5 to this Undertaking) and the precise sum shall be paid by STAL to HCC within 3 months of the receipt of a written request from the SATF Bus and Coach Working Group and any requests for contributions under paragraph 3 shall be made



before 31st December 2017 and any paid contributions that remain unspent at that date shall be reclaimed by STAL with interest based on Retail Price Index for the period that the money had been held by HCC



**THE THIRD SCHEDULE  
(Plan)**

**Plan 1- Red line boundary plan to show the land to be bound**

This drawing is for Planning purposes only. All dimensions are subject to confirmation and approval by Group Airside Operations and local Airfield Operators.

The information contained in this drawing has been provided in an electronic format on the understanding that the data will only be used in relation to BAA business. The data must not be passed to any third party, nor any amendments or deletions, without the prior approval of BAA Planning and Surface Access (PSA). If the data is altered in any way then the drawing frame must be deleted and all references to PSA removed.

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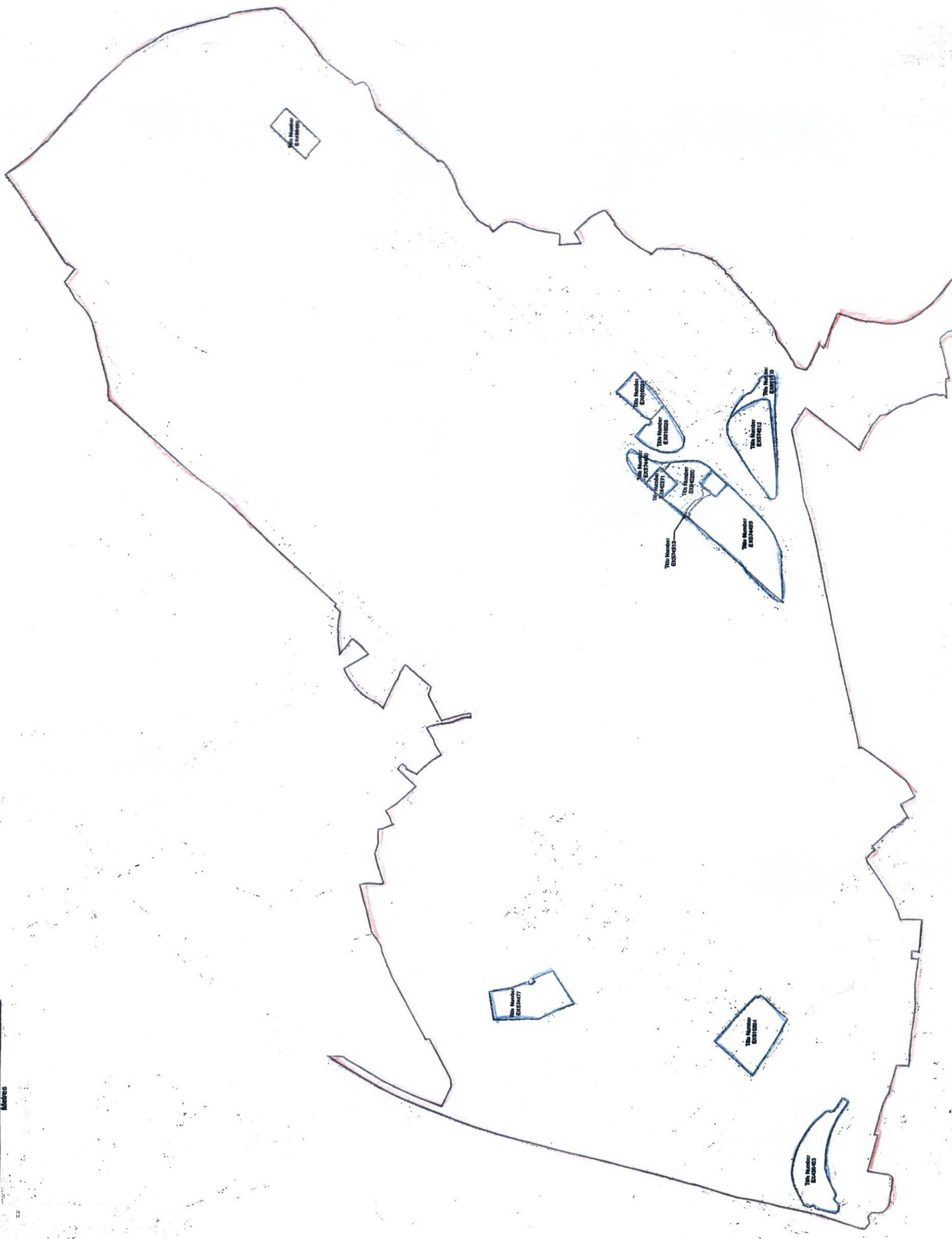
Key	
	Land Registered To Stansted Airport Ltd. Compiling Title Numbers Set Out In Schedule 1 To The Undertaking.
	Land Excluded From The Undertaking.

# Plan 1

**BAA**  
 Planning and Surface Access  
 Stansted Airport, Essex, UK  
 Stansted Airport, Essex, UK  
 Telephone 01223 507740

Project Name	STANSTED
Project No.	Stansted Airport
Client	BAA
Section	Stansted Airport Section 108 G1 Undertaking
Project Phase	Final Phase
Drawing No.	1000
Drawing Title	Planning and Surface Access
Created By	M.P.
Created Date	16/10/2007
Approved By	
Approved Date	17/10/07
Scaling	1:7500

Owner	STN	PSA	1000	K	025	P3
Author						





**THE FOURTH SCHEDULE**  
**(highways and traffic management schemes and public transport schemes)**

<b>Bishop's Stortford Proposed Schemes</b>
<b>Highway &amp; Traffic Management</b>
Goods Yard Link Road
Dane Street 2-way
Town Centre urban traffic control inc. new signalised junctions/SCOOT cells
Intelligent Transport Systems inc. VMS signs & internet site (congestion, park & ride, parking availability)
A120 Junction capacity increases A120/B1383, and A120/A1250
Improved signage to direct through traffic away from the town centre
<b>Public Transport</b>
New bus interchange at Station
RTPI on key routes, at railway station & town centre
New shelters and bus stop infrastructure inc bus boarders
PT information kiosks in town centre
Park and ride sites on ASR sites and Dunmow Rd Corridor
Enhanced quality bus service from new bus interchange to Stansted
Epping to Stansted quality (guided?) bus improvement via Bishop's Stortford
<b>Walking &amp; Cycling</b>
New landmark footbridge across Stort to Maltings
Improved pedestrian route to town centre from station inc. signage
Widen Station Rd Bridge (or banned r/turn)
Specific routes identified for new school site + traffic claming around school, cycle parking & school travel plan
Travel plans for all schools to reduce car trips
Pedestrian Phase at Hockerill Junction
New cycle parking facilities at key locations
Pedestrianisation of South Street/Potter Street/North Street
Green Links leisure routes
New cycle routes to airport

## **THE FIFTH SCHEDULE**

### **Terms of Reference for the Working Groups**

#### Terms of reference for the SATF Highways Working Group

- To manage and deliver Section 106 highway-related planning obligations conditioned by the planning permission for the airport.
- To consider the interface between existing road schemes, any future schemes, and the airport road system.
- To consider the opportunities for improving road-based public transport through improving journey times and reliability for bus and coach services, and assisting the development of inter-urban public transport initiatives.
- To oversee the development of the monitoring study for highways within five miles of the airport and the road trips generated by the airport.
- To update the Steering group on key highway issues, and to respond to any requests from the steering group.
- To monitor supply and demand for car parking at the airport.

#### Terms of reference for the SATF Bus and Coach Working Group

- To work in partnership to deliver the Stansted Airport Bus and Coach Strategy document.
- To review the Stansted Bus and Coach Strategy and recommend the development of new and existing services and associated facilities to meet the objectives of the strategy.
- To manage and oversee the delivery of the bus and coach-related S106 obligations and planning conditions.
- To develop constructive liaison with existing and potential bus and coach operators, local authorities and TfL.
- To review the quality and customer satisfaction of bus and coach services serving Stansted Airport.
- To report and make recommendations to the Transport Forum Steering Group.

Both sets of terms of reference were put to the SATF Steering group on 30<sup>th</sup> March 2007 and subsequently ratified by the SATF Steering group on 28<sup>th</sup> June 2007.

List of the Members of the Bus and Coach Working Group

Essex County Council, STAL, Herts County Council, Uttlesford District Council, Suffolk County Council, East Herts District Council, Braintree District Council, TfL, National Express, Easybus, Terravision, Arriva, First, Excel, Stansted Transit, Galleon Travel, Sky Transfers, Gatwick Flyer, Snowdrop Travel



## THE SIXTH SCHEDULE

The procedure for determining sums to be paid for local road schemes is as follows.

1. A formal request shall be tabled by the relevant Highway Authority (Essex County Council or Hertfordshire County Council) at the relevant quarterly meeting of the SATF Highways Working Group.
2. That formal request shall be supported by evidence from the relevant Highway Authority.
3. The evidence shall be reviewed by the members of the SATF Highways Working Group to ensure that the request meets the policy tests in relation to planning obligations set out in Annex B of ODPM Circular 05/2005: Planning Obligations.
4. If the requirements of paragraph 3 above are satisfied then the request for payment shall be formally agreed and ratified by the SATF Highways Working Group.
5. Essex County Council or Hertfordshire County Council as the relevant Highway Authority shall render an invoice to STAL in respect of the sum formally agreed and ratified by the SATF Highways Working Group under paragraph 4 above.
6. STAL shall raise a purchase order and pay the relevant sum to Essex County Council or Hertfordshire County Council as appropriate.

SIGNED AS A DEED FOR AND  
ON BEHALF OF STANSTED AIRPORT  
LIMITED by

Director *Nicholas Barton*

Name *Nick Barton*

Director *Stuart Wingate*

Name *STEWART WINGATE.*