

## Bewdley Museum - Investigating a possible transfer

---

Caroline Taylor Consulting Ltd was commissioned to consider the earlier report, completed by CFP, into establishing an independent charitable trust into which Bewdley Museum would be transferred and operate in the future.

The CFP report concluded the following:

**1. The timetable would be as follows:**

- Immediate work to establish NLHF grant - autumn 2020;
- Feasibility work would be completed between January - December 2021;
- Transition phase – August 2021 - March 2022;
- Transfer and post transfer operation - April 2022 onwards.

**2. The costs would be as follows:**

- £124,300 at the lowest;
- £167,750 at the highest.

## Review

---

Wyre Forest District Council (WFDC) requested this to be reviewed and in particular to consider the following two questions:

1. The timetable for setting up independent trust – this report considers the question: What is a realistic timetable?
2. What the costs are likely to be to complete this process – this report considers the question: What is a likely level of cost to establish the Trust and complete the successful transfer?

A further question is also briefly addressed: what is the impact of seeking grant support from the National Lottery Heritage fund to meet some /all of the costs identified above.

## Timetable

---

This report assumes two things:

1. That the first stage in this process - for WFDC to agree that the principle of establishing a Trust for the museum service makes sense - has occurred
2. That the transfer process will continue and only stop if there are significant legal, financial or operational obstacles / costs not already identified during the process highlighted below.

Therefore this report starts with what is needed to enable this to happen.

<b>Timings</b>	<b>Action</b>	<b>Responsibility</b>
	<b>People</b>	
<b>Nov - Dec 2020</b>	<b>Identify people requirements</b> - Project lead - Museum Manager, approx. 2/3 days per week; Operational Manager – to backfill the operational duties of the current Museum Manager; Project Manager – an external consultant to support the project lead	<b>WFDC / Current Management Group Project Lead</b>
<b>Nov - Dec 2020</b>	<b>Appoint consultancies</b>	<b>WFDC / Current Management Group Project Lead</b>
	<b>Governance</b>	
<b>Jan 2021</b>	<b>Agree charitable vehicle – foundation CIO</b> - to govern Museum in the future (if WFDC decides not to build on the existing charitable trust)	<b>WFDC/ Current Management Group</b>
<b>Feb - Mar 2021</b>	<b>Draft and agree new Constitution</b> - using Charity Commission CIO template	<b>Project Manager WFDC/ Current Management Group</b>
<b>Apr - Oct 2021</b>	<b>Register new Constitution with Charity Commission</b> – currently taking approx. 8 months to complete process	<b>Project Manager</b>
<b>Dec - 2021</b>	<b>Transfer all of assets to new Charity</b>	<b>WFDC/ Current Management Group</b>
<b>Dec - 2021</b>	<b>Close original Charity and notify Charity Commission</b>	<b>WFDC/ Current Management Group Project Manager</b>
	<b>Governance - Trustees</b>	
<b>Nov - Dec 2020</b>	<b>Skills Audits</b> - identification of skills, expertise and experience necessary in new interim Board members, especially Chair	<b>WFDC/ Current Management Group Project Manager Project Lead</b>
<b>Nov - Dec 2020</b>	<b>Management Group</b> - consideration of role of Management Group; work to develop Interim Board operating principles	<b>WFDC/ Current Management Group Project Manager Project Lead</b>
<b>Nov - Dec 2020</b>	<b>Friends of Bewdley Museum</b> - consideration of the role of the Friends of Bewdley Museum	<b>WFDC/ Current Management Group Friends Project Lead Project Manager</b>
<b>Jan - Apr 2021</b>	<b>Trustee recruitment</b> - Recruitment and appointment of interim Board of Trustees	<b>WFDC/ Current Management Group Project Manager Project Lead</b>
<b>May - Aug 2021</b>	<b>Visioning</b> – workshops to establish Vision, Mission, and Values of new Trust	<b>WFDC/ Current Management Group Project Manager Project Lead</b>

<b>Sept 2021</b>	<b>Board of Trustees</b> - New Board of trustees in place ready to take over full operating and financial responsibility for museum	<b>WFDC</b>
<b>Dec 2021</b>	<b>Full transfer of assets etc. to Board of Trustees / CIO</b>	<b>WFDC</b>
	<b>Legal: Transfer of ownership</b>	
<b>Nov 2020</b>	<b>Assets</b> - Confirm extent of assets to be transferred – Museum site; the Guildhall and Queen Elizabeth II Jubilee Gardens - to protect both sides	<b>WFDC</b> <b>Legal support – tbc</b> <b>Project Manager</b>
<b>Nov - Dec 2021</b>	<b>Lease</b> - Work to complete legal transfer - if freehold not transferred - including establishing full repairing lease with at least 25 years to run (to enable new CIO / existing trust to access sources of funding for capital works in future)	<b>WFDC</b> <b>Legal support – tbc</b> <b>Project Manager</b>
<b>Nov - Dec 2021</b>	<b>Covenants</b> - Negotiate any covenants necessary restricting future use or development of assets - to protect both sides	<b>WFDC</b> <b>Legal support – tbc</b> <b>Project Manager</b>
<b>Nov - Dec 2021</b>	<b>Collections</b> - resolve question of collection ownership	<b>WFDC</b> <b>Project Manager</b> <b>Project Lead</b> <b>Collections</b> <b>Consultant</b> <b>Legal support – tbc</b>
	<b>Legal / Financial: Condition of Assets</b>	
<b>Jan - Feb 2021</b>	<b>Conditions Survey</b> - Complete a conditions survey of the whole site in order to protect both sides	<b>WFDC</b> <b>Project Manager</b> <b>Buildings Consultant</b>
<b>Mar - April 2021</b>	<b>Maintenance and Management</b> - Devise 10 year maintenance and management programme for building; collections; grounds	<b>WFDC</b> <b>Project Manager</b> <b>Buildings Consultant</b> <b>Collections</b> <b>Consultant</b>
	<b>Legal / Financial: Existing contracts</b>	
<b>Aug - Dec 2021</b>	<b>Board of Trustees confirmation</b> - confirmation of all existing, contracts, leases with Guildhall re usage, etc. re-negotiated by the Trust	<b>WFDC / Current</b> <b>Management Group</b> <b>Project Manager</b>
<b>Jan - Dec 2021</b>	<b>Specialist legal, VAT / financial and HR help</b> - commission help as required	<b>WFDC / Current</b> <b>Management Group</b> <b>Project Manager</b>
<b>Mar - Dec 2021</b>	<b>TUPE</b> - begin TUPE negotiations re transfer of existing WFDC staff to new Trust	<b>WFDC / Current</b> <b>Management Group</b> <b>Legal support – to be identified</b> <b>Trade Union(s)</b>
	<b>Business Planning</b>	
<b>Jan - July 2021</b>	<b>Income:</b> Confirm level (if any) of future Service Level Agreement with WFDC; establish market potential; establish potential of all income streams; devise new operating models; devise Business Plan	<b>Business Planner</b> <b>Project Manager</b> <b>Project Lead</b> <b>Fundraising</b> <b>Consultant</b>

		<b>WFDC / Current Management Group</b>
<b>Jan - July 2021</b>	<b>Expenditure:</b> <ul style="list-style-type: none"> <li>• <b>NNDR</b> - it is assumed that the 80% reduction would be allowed; seek further 20% reduction</li> <li>• Look to end WFDC recharge position, identify future potential providers to establish level of savings; once able commission local providers for the following: <b>Communications and IT services; Financial services, Energy costs; Cleaning costs</b></li> </ul>	<b>Business Planner</b> <b>Project Manager</b> <b>Project Lead</b> <b>Fundraising</b> <b>Consultant</b> <b>WFDC / Current Management Group</b>
	<b>Fundraising</b>	
<b>Jan – July 2021</b>	Devise funding strategy both for any necessary and future capital works and to meet current and future revenue requirements	<b>Project Manager</b> <b>Project Lead</b> <b>Fundraising</b> <b>Consultant</b> <b>WFDC / Current Management Group</b>
	<b>Buy-in</b>	
<b>Feb – Dec 2021</b>	Community consultation and stakeholder engagement	<b>Project Manager</b> <b>Project Lead</b> <b>Friends</b> <b>WFDC / Current Management Group</b>
<b>Feb – Dec 2021</b>	Marketing and communications to support actions being taken, secure positive press, etc.	<b>Project Manager</b> <b>Project Lead</b> <b>WFDC / Current Management Group</b>

### **COSTINGS – Revised**

This report has considered the costs suggested by the earlier CFP one and, for greater accuracy, has used examples from two recent projects completed in or near the town to revise these costs. Both projects considered the transfer of assets from a local authority body to an independent trust and were submitted as part of two successful NLHF bids made and determined in 2019.

The costs are detailed below but suggest a small saving can be made on the costs quoted in the earlier CFP report.

<b>TASK AREA</b>	<b>COST</b>
<b>Buildings</b>	
Condition survey	██████
10 year management and maintenance plan	██████
Quantity surveyor	██████
M+E survey	██████
<b>Grounds</b>	

Maintenance schedule - fixed fee	██████
<b>Collections</b>	
Assessment of collection, its significance, key conservation requirements, costs, etc.	██████
<b>Legal</b>	
Legal input required to help support to process – proposed Trust	██████
<b>Business Planning / Fundraising</b>	
Business plan	██████
Fundraising strategy	██████
<b>Securing Buy-in</b>	
Marketing and communications plan	██████
Community consultation and stakeholder engagement	██████
<b>People</b>	
Operational manager	██████
Project manager	██████
<b>SUB TOTAL</b>	£93,500
Contingency at 5%	£4,675
<b>TOTAL</b>	<b>£98,175</b>

All figures are exclusive of VAT.

**Excluded costs:**

---

In the original report, one cost was included that have since been discounted as the outcome of any conservation report is immaterial to this report as the decision has been taken to transfer the asset and work with what *is* rather than contemplate / propose any future capital costs which may or may not be met: Conservation architect - ██████ lowest; ██████ highest

As an additional cost, the report recommends that the team consider undertaking instead a heritage assets survey. This will help determine the heritage significance of the building stock and will help the team develop a Case for Support which will be required as a key component of developing the fundraising strategy. If it was agreed, this would add an estimated ██████ to the costs.

There is also a question as to how the project would be delivered. The report has accepted the earlier structure of Project Lead - existing Museum Manager; Operational Manager – to offer cover for running the museum and a Project Manager – to support the project’s delivery. If necessary, these costs could be reduced by excluding or reducing the costs of operational cover to ██████ rather than ██████

**NLHF application phase**

---

The CFP report recommended that support from NLHF was secured to cover costs. The most likely grant funding scheme is the **Heritage Grants** programme which offers funding of between £10,000 - £250,000.

There are two stages that need to be completed prior to this:

**1. Determine the level of support required:**

For grants of between £10,000 – £100,000 – applications are determined within 8 weeks;

For grants in excess of £100,000, applications are determined at quarterly meeting usually held in:

- June (apply by March 2021),
- September (apply by May 2021)
- November (apply by August 2021) March 2022 (apply by November 2021).

Currently, all of the NLHF grant programmes are closed. When programmes were suspended in April 2020, an initial date for reopening was suggested as October 2020; the latest update on the NLHF website (7 October 2020) now states that all grant programmes will remain suspended until 2021 (presumably April at the earliest).

**2. Seek permission to apply from NHLF:**

- Complete a Project Enquiry - highlights issue(s) to be addressed; work required; estimated costs; and proposed timeframe. It usually takes 10 days for a decision; in some instances, it can take up to 20 days
- Eligible projects will then receive an invitation to apply.
- Priority will be given to organisations that have not previously received Lottery Funding (Resilient Funding is excluded).

**Under £100,000**

- Project Enquiry - Apr 2021
- Permission to make a full application - May 2021
- Write NLHF application June-July 2021
- Decision - Aug 2021

However, if the total project cost exceeds £100,000 then the following, much slower timeframe is envisaged.

**Over £100,000**

- Project Enquiry - Apr 2021
- Permission to make full application - May 2021
- Write NLHF application - May-Aug 2021
- Decision - Nov 2021

This delay is because to date, as a result of the Covid-19 pandemic, at least four NLHF determination meetings have been postponed. It is likely that there will be a significant backlog of

applications already in the pipeline - normally approx. 8-10 applications got to each meeting for Stage One determination. This will create a backlog of approx. 40 applications and this will undoubtedly affect the speed at which any decision re any level of grant funding can be made.

**Impact of the above on outline timetable:**

---

The level of work required is likely to take 9 months at the earliest, but more realistically, 12 months, given the impacts of Covid-19, potential backlogs in registering CIO applications with the Charity Commission, etc. c experienced, meaning the earliest transfer, if the total project costs, including any contribution from WFDC, remain under £100,000, is September 2022.

**Under £100,000**

- Decision - Aug 2021
- Feasibility work - 12 months
- Transfer - Sept 2022

**All dates are given as the earliest.**

If the total project costs, including any contribution from WFDC, are above £100,000 then the impact is even more pronounced.

**Over £100,000**

- Decision – Nov 2021
- Feasibility work - 12 months
- Transfer - Dec 2022

**All dates are given as the earliest.**

---

**Caroline Taylor Consulting Ltd**

***Developing successful strategies for heritage and cultural projects***

Tel: 01789 731 610

Mob: 07903 339 341

Email: [ctaylorconsulting@btinternet.com](mailto:ctaylorconsulting@btinternet.com)

## Appendix:

---

### **Governance**

There are four main types of charity structure (Charitable Incorporated Organisation (CIO); charitable company (limited by guarantee); unincorporated association and a trust.

This report recommends that the current Trust converts to a foundation CIO. This model forms a corporate body and gives the charity the legal right to do things such as employ staff, deliver charitable services under contractual agreements, enter into commercial contracts in its own name and own freehold or leasehold land or other property. It also allows the charity to run a trading arm.

### **Interim Board of Trustees**

The transfer of the Museum will mean that WFDC will effectively step down as custodian Trustee once the above discussions have concluded. However, it is envisaged that the elected members of the Council will want to ensure the transfer places the Museum in a pair of *'safe hands'* and it is likely that not only will the Museum Management Group wish to be involved in identifying new Trustees, but may also wish to remain involved at some level post the transfer. This may include supporting community engagement or acting as part of a liaison group, but it is imperative that the Museum Management Group recognise that all powers and decision-making will rest with the Museum Trustees alone.

The recruitment and appointment of an interim Board of Trustees will be critical as in the stages up to the Trust becoming independent, it will need a team of people willing to be advocates of the Museum, steer the process of transformation, negotiate with WFDC, fight for the best deal, etc.

In particular, the selection of the Chair for this process and indeed the full board of Trustees will be crucial to the success of the new organisation as they can have a huge influence about culture, relationships and future direction.

### **Friends of Bewdley Museum**

An important stakeholder, and an ally in fundraising, the future of the Friends Group is crucial. Open and transparent negotiations will need to be entered into about the future governance of the Museum, how volunteers are to be recruited managed and supported, how donations and membership are to be dealt with in the future. A new way of working needs to be developed and captured in a partnership agreement or Memorandum of Understanding based on a shared vision and aims will also likely be required.

### **The Bewdley Museum Management Group**

Another important ally, the Management Committee Group was established in February 2008 and consists of: The Friends of Bewdley Museum: Town, District and County Councillors; the Guild of St George; and, the Bewdley Development Trust. As above, consideration of the role of the Management Group needs to take place to discuss how they can help in the process and what role they, individually or collectively, or each organisation would want to play. A possibility might be that this group becomes the Interim Board of Trustees until such time as a full, independent Board of Trustees is established. A question would need to be considered as to their independence and their ability to effectively negotiate with WFDC.

### **Buildings and Land**

This report assumes there is no cost to purchase the Museum site, its grounds, collections or the Gardens, even for a nominal sum. Instead, this report assumes either a gift of transfer or a full repairing lease for a minimum of 25 years to enable the Museum to access capital funding in the future.