

Public Document Pack

Milton Rooms Working Party

Held at Meeting Room 1 - Ryedale House, Malton, North Yorkshire YO17 7HH
on Tuesday 17 March 2020

Present

Councillors Joy Andrews, Burr MBE, Duncan, King and Wass

In Attendance

Alan Bardet, Esther Graham and Phillip Spurr

Minutes

36 **Apologies for absence**

Apologies were received from Cllr Raper.

37 **Minutes of the meeting held on 15 January 2020**

The minutes of the previous meeting were approved.

38 **Recommendations**

Members discussed and made amendments to the draft Milton Rooms Working Party Report which contained recommendations on the following:

Operations and Management

- Trustees
- Development of a business plan
- The vision statement
- Governance

Maintenance

- Maintenance Schedule
- Accountability
- Health & Safety Audit
- Development of Caretaker's Cottage
- Control over additional requests for work

Malton Museum

- Long-term security of tenure
- Council Support
- Partnership Opportunities

Support from Ryedale District Council

- Professional Support
- Financial Support
- Moral Support
- Monitoring and Communication

Recommendation

That the recommendations contained in Annex 1 (Milton Rooms Working Party Report) be presented to the Policy and Resources committee for approval.

Members considered the request for support in removing the requirement for Malton and Norton Town Councils to be represented on the Milton Rooms board of trustees, but agreed that it would not be appropriate for RDC to take a view on this matter.

Annex 1 (Milton Rooms Working Party Report)

Annex 2 (Milton Rooms Working Party Report Appendices)

39 **Next Steps**

The final report is to be presented to the Milton Rooms board of trustees in advance of the Policy and Resources committee as agreed in the previous meeting.

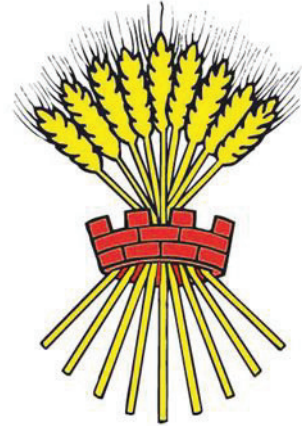
Members agreed that the working party has been a positive process and has created much more clarity on the MR, giving the opportunity for all parties to move forward.

Acknowledgement was also given to the additional challenges faced by the MR due to the ongoing COVID-19 outbreak.

40 **Any Other Business**

None.

**RYEDALE
DISTRICT
COUNCIL**



**Milton Rooms Working Party
Report**

CONFIDENTIAL

March 2020

Contents:

1. Introduction (P. 3)
2. Terms of reference (P.4)
3. Key Messages (P. 5)
 - 3.1: Frances Maietta, former Milton Rooms trustee (P. 5)
 - 3.2 Malton Museum (P.6)
 - 3.3 Bill McCall, Former Development Manager for Pickering Memorial Hall (P.6)
 - 3.4 Helen Barry Estate Manager, Fitzwilliam Estate & Mark Brayshaw, Visit Malton (P. 7)
 - 3.5 Malton Town Council (P. 8)
 - 3.6 Rosy Smith, RDC Surveyor (P. 8)
 - 3.7 Rory Queen, performer and user of the Milton Rooms (P. 9)
 - 3.8 Tracy Bramley, Milton Rooms Independent Accountant (P. 9)
 - 3.9 Paul Andrews & Christ Buxton, Milton Rooms Trustees (P.10)
 - 3.10: The current Milton Rooms Vision Statement (P. 11)
 - 3.11 Overall Key Points (P. 11)
 - 3.12 Comparative venues summary (P.12)
4. Lease and Sub Lease Summary (P.18)
 - 4.1 The Caretaker's Cottage (P. 20)
5. Building Maintenance Summary (P. 21)
6. Options (P.22)
7. Recommendations (P.23)
 - 7.1: Operations and Management (P. 23)

- 7.2: Maintenance (P. 25)
- 7.3: Malton Museum (P. 25)
- 7.4: Support from RDC (P.26)

8. Terms of reference Table of Conclusions (P.28)

9. Appendices:

- a. Full statement from Malton Museum
- b. Rory Queen Letter to members
- c. Statement from Milton Rooms Trustees
- d. Head lease
- e. Sub Lease (Lodge)
- f. Under Lease
- g. 2009 Variation
- h. Licence Between Museum and RDC
- i. 2014 Variation
- j. Sub Lease (Milton Rooms)
- k. Licence between Milton Rooms and Museum
- l. Rosy Smith Photo Schedule of Works
- m. Rosy Smith Spreadsheet of Works

1. Introduction

The Milton Rooms Working Party was formed in November 2019. Membership was determined by the Policy and Resources Committee resulting in the following appointments; Cllr Keane Duncan (Chair), Cllr Ray King, Cllr John Raper, Cllr Joy Andrews, Cllr Clive Wass and Cllr Lindsay Burr.

It was agreed the group would hold a series of meetings to explore, discuss and debate options for a sustainable and workable way forward for the Milton Rooms in Malton. Through consultation with a variety of stakeholders the objective was to collate constructive, diverse perspectives and advice on possible opportunities for the development of the venue.

This report both collates and summarises the evidence shared at these meetings from the different 'witnesses' as well as using that evidence to present proposals for the future direction of the building and its use.

Original documents where relevant are available as appendices.

It should be noted that this report is intended to be a summary of what was discussed at the working party meetings only and the recommendations will stem from that.

At the final meeting of the working party on 17th March 2020 it was acknowledged that the current Covid-19 outbreak and the consequent measures recommended by government to delay the spread of the virus will have an impact on the Milton Rooms and its operations. Like all arts, culture and community organisations there will be challenges ahead and the working party acknowledges that. Ryedale District Council is committed to supporting arts, culture and community organisations in the region to help manage the effects during this time.

2. Terms of reference

The Terms of Reference for the Milton Rooms Working Party are:

To consider and make recommendations to the Policy and Resources Committee relating to the Milton Rooms.

The working party should be in a position to:

- recommend a clear vision for the Milton Rooms
- identify any improvements to the operating model and governance arrangements
- recommend the terms of any future council support for the venue e.g. professional staffing and funding for refurbishment work
- make recommendations on any other matters of relevance to ensuring a successful, sustainable future for the Milton Rooms

It will do this by, among other things:

- looking at details of the lease and sub-lease
- looking at the accounts to properly understand the venue's income and expenditure
- visiting and learning lessons from comparable venues within and beyond Ryedale
- hearing from members of the Milton Rooms Committee

3. Key Messages

Key stakeholders were invited to attend working party meetings to provide input and perspectives on their involvement with the Milton Rooms. These stakeholders were from a range of backgrounds and included users of the site, previous trustees as well as those involved in development work at similar sites elsewhere in Ryedale.

The involvement of the stakeholders was intended to provide an objective range of evidence from a diverse group of people on their different involvement and experiences. This was to support the development of recommendation as to how best to work through the challenges faced by the site and identify a workable and meaningful way forward for the Milton Rooms.

Below is a summary of the information provided from the invitees. Some of these could not attend in person but passed on written responses for consideration.

This section also includes a comparative venues tables detailing staffing, programming, costs etc at similar venues in the wider region.

3.1: Francis Maietta (former Milton Rooms trustee)

Francis Maietta attended the working party meeting on December 16th 2019. His comments can be summarised as follows:

- Governance – he feels there is a conflict of interest having councillors on the board of a charity. There is a fiduciary duty placed on every charity trustee requiring them to act selflessly in furthering the interests of the charity. Councillors as charity trustees must not place themselves in a position where there is a conflict between duty to the charity and a council interest. There currently is a contractual relationship between Milton Rooms (the charity) and Ryedale Council. A councillor who is also a trustee is placed in a position of conflict between duty to the charity and loyalty to the local council, whenever the trustees discuss matters relating to that contractual relationship. Both the charity and the local council have an interest in securing the terms most favourable to themselves.
- There is a high risk that the trustees are steering the charity away from delivering its charitable objects and focusing instead on earning revenue from commercial activities. This is understandable given MR's current operating margins. However, the issue is then whether having a charitable status is the right fit for the business.
- MR lacks a performance dashboard for the trustees to measure and report on public benefit outcomes. The activities of Milton Rooms currently include holding events and running a bar. This outlines what the charity does, but it does not explain what benefits flow to the public from these activities.
- There is a need for a clear fundraising strategy to support sustainable practice. Charity trustees have overall responsibility and accountability for their charity, and

this includes its fundraising. They have a key role to play in setting their charity's approach to raising funds, making sure that it is followed in practice and reflects their charity's values. The Charity Commission expects charities that fundraise to do so in a way which protects their charity's reputation and encourages public trust and confidence in their charity.

- Improvements are needed in the area of volunteer engagement and management to ensure volunteer recruitment and programmes meet agreed best practice.
- Improvements are needed with its relationship with Malton Museum who share the building.
- Would recommend a wider strategic review and an overhaul of the business structure and governance. If the MR is to survive in the longer term, it may be advisable to set up a competitive tender for an organisation to bid to run the venue either as a community interest company or a social enterprise.

3.2 Malton Museum

Malton Museum attended the Working Party meeting on December 16th 2019. They have provided a fuller summary of their operations and recent developments which can be found in Appendix A.

A summary of their comments is as follows:

- The museum needs clarity on their tenancy with the Milton Rooms as their current licence runs out at the end of March.
- The museum has an excellent track record of attracting funding from large national funders eg. Arts Council England and the National Lottery Heritage Fund; securing nearly £100k from both funders in recent years.
- The museum successfully runs as a volunteer organisation and has a good track record of developing engagement activity and working with a range of communities in the locality. The museum also has good connection with York University supporting training and student placements.
- The museum provides important added value for the tourism offer in Malton.

3.3 Bill McCall, Former Development Manager for Pickering Memorial Hall

Bill McCall attended the Working Party meeting on December 16th 2019 in his capacity of having led on the redevelopment of a similar Ryedale venue. His suggestions are summarised below:

There needs to be:

- The provision and adoption of a well thought through Organisational Structure with clearly defined functions and responsibilities.

- Good sound business financial procedures need to be in place, including the submission and adherence to Budgets/Actuals
- The production, by the Milton Rooms Management Committee - of a fully structured and sound 5 year Business Plan (Example might be obtained from the Pickering Memorial Hall)
- Investigate and provide an efficient, multi-purpose facility to meet the needs of the community.
- Good volunteer management is essential to the success of the project
- Important to consult and engage with the communities throughout Ryedale
- The venue should be run as business, even though it is seen as a charity, with regular reporting mechanisms through the Trustees to RDC in place

3.4 Helen Barry Estate Manager, Fitzwilliam Estate & Mark Brayshaw, Visit Malton

Helen Barry and Mark Brayshaw attended the working party meeting on the 15th January. Their comments to the group can be summarised below:

- The Estate would consider an application for alterations to the lease so long as these were in the spirit of the original agreement eg: using the venue as a commercial asset is not in the spirit of the lease. Charging the Museum a rent especially when the rest of the building occupants are not charged rent, would not be supported by the Estate.
- The Estate would not support an alteration to the Lease which affects the current and future viability of the Museum.
- No funding is available from the Estate for the Milton Rooms
- The Estate has no interest in talking back the building and the operations of the building are beyond the remit of the Estate.
- The Estate would like assurances that Malton Museum will be protected
- There are many opportunities to work with and support local groups and the Estate wants to see the site flourish.
- The Estate is pleased that the working group has been established to review the operation of the Milton Rooms. However it believes that the focus should be on re-establishing the Milton Rooms as a regional asset as a theatre and venue rather than manipulating the Museum as a minor funding stream of c.£10k.
- The Estate believes that the working group should take this opportunity to resolve the situation with regards to the Museum for the long term as issuing a single years licence will inevitably force the parties to revisit the situation very soon again.
- The Estate raised the question of the appropriateness and future of Malton Museum archive storage which was moved from Community House and currently being stored by the Estate. They would like RDC to support a resolution to find more appropriate storage.

3.5 Malton Town Council

Malton Town Council were invited to attend the meeting on the 15th January and subsequent meetings thereafter. As regular funders of the Milton Rooms and having a vested interest in the Malton venue they requested representation in the Working Party. This was agreed by the CEO. At the meeting on January 15th two members from Malton Town Council attended, Cllr Sue Hawes and Cllr Chris Turner. Their comments can be summarised as follows:

- The Town Council fully supports the Milton Rooms as an arts, function and museum venue, servicing the wider community.
- The Milton Rooms Building: concerns over the building – the general upkeep needs addressing eg: the toilets are in need of an upgrade. There are health and safety concerns and RDC have responsibility as landlords.
- The Milton Rooms would benefit from strengthening their management committee. A trustee with a finance background to be the treasurer for example, would enhance the board's strength
- The Caretakers House is a potential source of revenue and needs a separate Business Plan.
- Ideally there needs to be a Venues Manager, Events Manager and Caretaker.

3.6 Rosy Smith, RDC Surveyor

Rosy Smith attended the meeting on 15th January to answer questions and share information regarding the Milton Rooms Building and its maintenance work. Points discussed can be summarised as follows:

- The Caretaker's Cottage is currently mothballed but has much potential – costs for developing the space need to be explored
- RDC has a modest budget and doesn't have the resources for larger scale work.
- The fire safety system is a current priority and will be replaced during February 2020.
- There are concerns over the frontage of the building but improvements to this are cosmetic not structural so not a priority with a limited budget.
- The spend is fair compared to spend on other buildings.
- The Milton Rooms Committee is responsible for operational health and safety but RDC should police and highlight any issues needing extra support

A maintenance summary can be found in Section 5, P18. See also Appendices K and L for details of work and spend.

3.7 Rory Queen, performer and user of the Milton Rooms

Rory Queen was invited to the Working Party Meeting on the 15th January 2020 but was unable to attend. He was invited in his capacity as a user of the venue. As he could not attend he submitted some thoughts and comments via letter and email which he is happy to be shared. They are summarised below and the letter is attached as Appendix B:

- There is a need for a clear vision and business plan to offer a strategic way forward
- The venue needs aesthetic improvements, the frontage lets it down. The foyer should be more welcoming. Should look at options for a ticket/box office entrance.
- The staffing is an issue, it should be run more like a business –eg. Could it open Mon-Fri and Sat (AM)? Needs a full time member of staff.
- The marketing of events etc needs improvement.
- Grant funding should be sought to support development.
- Appreciates the hard work gone into the Milton Rooms thus far by all who have been and are involved but there needs to be fresh approaches and strategies as it is massively underused as a venue and could be a huge asset to Malton, Norton and the wider Ryedale area.

3.8: Tracy Bramley, Milton Rooms Independent Accountant

Tracy Bramley attended the Working Party Meeting on February 26th to answer any queries regarding the financial status of the Milton Rooms Charity. Points discussed can be summarised below:

- The most recent accounts submitted for the previous financial year were circulated and Tracy was keen to highlight the fact that with restricted funds (which includes for grant monies) – the grant is accounted in the year given but the spend can come the following year and look like a loss when it isn't.
- Recommended looking at funders such as the Big Lottery to support costs while the Venues Manager works on the development of the site
- Explained that the Venues Manager will be expected to identify and try to secure additional funding to support the costs of continuing her role for at least a further 12 months
- The amount of the quarterly promotions budget and an estimate of the average running costs was provided to the working party
- Confirmed a business plan was being drafted and that there was data in that regarding the users of the venue.
- Queried the service charge mentioned in the sub lease. This seems to suggest that any surplus the Milton Rooms has in a given year that is over £5k it has to re pay 10% of the overall service charge back to RDC. Suggested waiving that clause or increasing the surplus allowance to £10k so it is unlikely it will be triggered. Legal

advice will be sought on the exact details of this clause and there was general agreement that approval could be sought for it to be altered or removed.

3.9: Paul Andrews and Chris Buxton, Milton Rooms Trustees

Paul Andrews (Chair) and Chris Buxton are trustees of the Milton Rooms. They attended the Working Party Meeting on February 26th. They issued a statement in advance which can be seen in Appendix C. The main discussion points are summarised below:

- There was discussion about funds and the capacity for the Milton Rooms to be able to uphold their maintenance requirements of the lease. Funds have been previously supplied by Malton Town Council, Norton Town Council and the Fitzwilliam Malton Estate.
- The Venues Manager will be tasked with identifying funding streams. Their role was briefly discussed and they will lead on the development of the site and have input into the business plan. Contributions from the working party would be welcome for the business plan.
- There was discussion over the requirement of the Milton Rooms to have a representative from each of the Town Councils and the District Council on their board.
- The development potential of the Caretaker's Cottage was discussed. There was general agreement that this was a good area for development and will be explored further.
- The Trustees confirmed a business plan was in development and will be circulated in due course. The need for the Milton Rooms to have clear strategic objectives was stressed.
- The current volunteer situation was discussed and the trustees confirmed that volunteer morale has improved recently.
- Discussion on the uses of the site and additional uses of spaces such as the assembly rooms and opportunities for using the building during the day not just when performances or events are on. Clarification was also made regarding licensing for the bar space.
- Responsibilities of both RDC and the Milton Rooms on the upkeep of the building was discussed. Further details summarised in Section 5 and appendices L & M.
- The Working Group was keen to point out that although there has been criticism in the process of the working party, nothing should be seen as being directly towards individuals. RDC support the MR and want to see the venue be as successful as possible and are open-minded about the way forward.
- MR trustees will have sight of the final recommendations of the working party, before they are presented to the Council.

3.10: The Current Milton Rooms Vision Statement

The Trustees' vision is to become a hub for the performing and visual arts in Southern Ryedale with the ambition and potential to attract performers and audiences from a wide area to enjoy high quality events. We also recognise the importance of the Milton Rooms as a community facility, and we intend the Milton Rooms to remain at the heart of life in the two towns. Our vision for the future of the Milton Rooms is tempered by what we think can realistically be achieved by a group of volunteers, working in a time of financial austerity. We will therefore prioritise the financial sustainability of the Milton Rooms whilst at the same time modernising and improving the facilities, and widening the programme on offer.

- *Modernise – ticket sales, office and administration arrangements, website, social media*
- *Improve – new seats, new toilets, brighter surroundings, catering facilities*
- *Cultural programme – widen the programme on offer, to become a cross-artform arts centre, embracing different genres and more challenging work*
- *Develop the audience – through gaining better understanding of the audience and potential audience, better marketing and advertising, aim to increase ticket sales, and be able to guarantee a large, enthusiastic and knowledgeable audience for all types of events in the Milton Rooms*
- *Financial acumen – make the best possible use of the finance available from a wide range of sources, including our own income from ticket sales and venue hire, in conjunction with grants and donations*

3.11: Overall Key Points from Section 3.

- The Milton Rooms would benefit from a business plan and a clear strategy for development including a fundraising plan
- The venue relies on a dedicated volunteer team but needs paid staff to manage the work of running the venue, a Venues Manager has recently been appointed which should help provide direction and stability
- Greater transparency of governance and organisational structure needed
- Strong support for the protection of Malton Museum

3.12 Comparative Venues

A selection of comparative venues were identified to help provide some basic data detailing the operations, programming and staffing of similar venues in the region. While all venues are different and have varying challenges this does help to illustrate where the points of similarity are and to flag up possible sites the working group may like to explore further or visit to gather additional information. The venues are summarised below.

Helmsley Arts Centre:

Governance	Building and background	Staffing	Funding and Finance	Programming & Facilities
<p>Managed by the Old Meeting House Trust.</p> <p>13 active trustees (as listed with Companies House Nov 2019)</p>	<p>The Art Centre is situated in the Old Meeting House, Helmsley built in 1812. In 1984 it was purchased from the Quakers by the newly formed Old Meeting House Trust.</p> <p>In 1995, they received Arts Council money to deliver renovations.</p> <p>It reopened as the 'Helmsley Arts Centre' in 2001.</p>	<p>1 x full time Director</p> <p>1 x maintenance</p> <p>1 x box office</p> <p>4 x management and admin</p>	<p>Independently funded – fundraising key part of business plan.</p> <p>For year ending 2018 they raised £128,000; with reserves standing at £80,419</p> <p>Small number of private donors have committed continued financial support for the time being.</p>	<p>Performance venue for theatre, music, dance, talks, cinema and live broadcasts, plus exhibitions, classes and a range of creative activities for children.</p> <p>As well as auditorium (140) and studio space there is a café/bar.</p> <p>Rooms available for hire.</p> <p>Open every day except Monday</p>

The Junction, Goole:

Governance	Building and background	Staffing	Funding and Finance	Programming and Facilities
The Junction is managed and administered by Goole Town Council.	Opened in 2009. The building has 3 functions: the administrative and civic base for Goole Town Council, a community centre and a busy mixed use arts facility.	4 x staff listed on website: - Arts and Leisure Manager - Youth and Community Arts Coordinator - Senior Admin Assistant - Marketing Coordinator	Funded through Goole Town Council	Mixed arts. Mostly performance, music and cinema as well as community workshops and arts activities. Open every day except Sunday. Also has a café bar.

Square Chapel, Halifax:

Governance	Building and background	Staffing	Funding and Finance	Programming and Facilities
Managed by the Square Chapel Trust 11 active trustees listed with Companies House as of Nov 2019	Original building built in 1772. Was purchased in the 1980s and renovated. Been used as an arts centre since 1992.	25 x staff Includes: Director, Head of Audience, Head of Development, Finance Manager & Arts Outreach.	Support from local authority & also been successful with Arts Council and Lottery grant funding. Fundraising from members. They have a corporate sponsorship and a patrons scheme.	Mixed arts venue, music, exhibitions, comedy. Red Brick Auditorium (220) & Copper Auditorium (115) plus café/bar. Rooms also available for hire. Open 7 days a week.

Otley Courthouse, Leeds:

Governance	Building and Background	Staffing	Funding and Finance	Programming and Facilities
<p>Managed by the Courthouse Project (Otley) Ltd.</p> <p>9 active trustees listed on Companies House website as at Nov 2019</p>	<p>8 year development after the courthouse ceased to operate in 1997.</p> <p>Opened to public in 2004</p>	<p>Director</p> <p>Volunteer co-ordinator</p> <p>100+ volunteers</p>	<p>Generates 77% of its owns funds. Less than 1% from public donations and the rest from external funders 10% of which is the notional donation of rent free premises.</p> <p>Some external funding comes from a subsidy from Leeds Council Art Dept. and Otley Town Council.</p> <p>Have a friends group which supports fundraising.</p>	<p>Mixed arts venue.</p> <p>Old Courtroom (140)</p> <p>Also range of small meeting rooms, art studio space and café bar.</p> <p>Rooms also available for hire. They also have a multi-media room with 3 x workstations available for free.</p> <p>Open every day except Sunday.</p>

Seven Arts Chapel Allerton, Leeds:

Governance	Building and Background	Staffing	Funding and Finance	Programming and Facilities
<p>Managed by Seven Arts Leeds CIC.</p> <p>9 x active trustees listed on Companies House website as of Nov 2019</p>	<p>Built using funds for the European Development Fund</p> <p>12 years old.</p>	<p>Director</p> <p>Programme Director</p> <p>Bar/Café Manager</p> <p>Bar and kitchen staff</p>	<p>No public funding.</p>	<p>Mixed arts programme.</p> <p>100 seat venue – but flexible space</p> <p>Café bar space</p> <p>Open daily with events most evenings.</p>

Pocklington Arts Centre:

Governance	Building and Background	Staffing	Funding and Finance	Programming and Facilities
<p>Management team (x11) listed on website who act in volunteer capacity to support paid staff.</p>	<p>Opened in 2000 after extensive fundraising which included funds from Pocklington Town Council.</p>	<p>Staff: 1 x director 1 x Venue Manager 1 x Audience Development Manager 1 x Venue Coordinator Bar staff (x 5), Technicians (x 3) Projectionists (x3)</p>	<p>No ongoing funding from town council. Awarded National Portfolio Funding from Arts Council England in 2018 (until 2022) in recognition of its work and to support longer term sustainability. Has a Friends group which operates as an independent charity and is dedicated to fundraising for the centre.</p>	<p>Venue for cinema, theatre, performance, music, exhibitions, workshops, community space, conference facilities and function rooms. Generally a mixed arts venue. Auditorium (200), Studio (70) doubles as exhibition space, meetings rooms, fully operational bar and kitchen. Rooms also available for hire. Varied opening times Tues – Sat plus showtimes.</p>

Key Points:

- 5 of the 6 support themselves through their own fundraising and do not receive public funds. Only the Junction at Goole is funded through this way, through Goole Town Council.
- 2 of the venues are open seven days a week, with 3 opening 6 days and one 5 days a week.
- All of them offer a café bar
- 4 of the 6 have rooms available to hire
- Staffing varies but they all have at least one full time staff member

Additional comparisons added by request:

Pickering Memorial Hall:

Governance	Building and Background	Staffing	Funding and Finance	Programming and Facilities
<p>Governed by 10 x trustees – voted in by the people of Pickering – to whom the Hall belongs.</p> <p>Registered as the Pickering War Memorial Charitable Trust</p>	<p>The hall was built in 1867 as is Grade II listed. It was given to the people of Pickering as a War Memorial after the Second World War and was converted to use as community centre funded by public subscription.</p> <p>It was renovated by a Heritage Lottery grant in 2000.</p>	<p>2 x members of staff 1 x One Manager 1 x One Customer Services</p>	<p>Relies on income generation.</p> <p>Income for 2018/2019 was £51,136 the bulk of which came from room hire.</p> <p>Have a friends group who pay a joining fee – 38 reported in Nov 2019 returns.</p>	<p>Hosts banquets, wedding receptions, conferences and variety of cultural, community, and educational activities and meetings.</p> <p>3 x rooms available for hire.</p> <p>Office space rented upstairs (currently at full occupancy)</p>

The Milton Rooms:

Governance	Building and Background	Staffing	Funding and Finance	Programming and Facilities
<p>The Milton Rooms is governed by a board of trustees.</p> <p>Registered as a Charity and Company Limited by Guarantee</p>	<p>The building was constructed in 3 main stages the earliest being the Assembly Rooms which were built in 1814.</p> <p>The Building is owned by the Fitzwilliam Malton Estate, leased to Ryedale District Council who sub-lease to the Milton Rooms charity.</p> <p>The Milton Rooms sub-lease began in 2017 and is valid for a period of 125 years.</p>	<p>Recently appointed a part time Venues Manager</p> <p>There is a part time caretaker.</p> <p>Supported by a team of 40+ volunteers</p>	<p>The Milton Rooms relies on income from ticket sales.</p> <p>It has received previous grant funding from the Town and District councils but largely relies on its own income generation.</p>	<p>Mixed arts programming. Also used for local events and festivals.</p> <p>Most performances are not self-initiated but booked through the performer(s) making contact.</p> <p>Large venue with main hall (300+), upstairs assembly rooms, bar/performance area (35), subscription rooms and currently vacant 'Caretaker's Cottage'.</p> <p>The subscription rooms downstairs are currently occupied under licence by Malton Museum.</p> <p>The Milton Rooms is usually only open when there is a performance/event on.</p>

4. Lease and Sub Lease Summary

A summary of the leases and subleases associated with the Milton Rooms is time lined below:

Date	Parties	Key Terms and Freedoms
1985	Head Lease between Arthur Keeping and Lady Hale (1), The Malton (Peterborough) Estate (2) and Ryedale District Council (3) ¹	<ul style="list-style-type: none"> • It is valid from 1974 for a period of 973 years • Permitted Use as defined in the lease is: <i>A public hall including auction sales, craft sales, public meetings, dances, theatre performances, exhibitions, shows, dances, private events and other similar purposes.</i> • This Original Lease only allowed the Council to sub-let to, St Micheals' Church Malton (since removed as per 2014 variation), the Camalodunum Lodge, and Trustees of a Management Committee properly constituted and then only upon terms that no payment for rent is made and that the premises are made available for public and private functions at all reasonable times. • A 2014 variation changed the terms, so that the Council can now sub-let to a registered charity (see below) • No other assignment or sub-letting is permitted
1987	Sub Lease between Ryedale District Council and the Camalodunum Masonic Lodge ²	<ul style="list-style-type: none"> • It is valid from 1974 for a period of 973 years • It is agreed on a nil-rent basis
1991	Under-lease - Ryedale District Council (1) and Milton Rooms Management Committee (2) ³	<ul style="list-style-type: none"> • Runs from 1974 for a period of 973 years • Permitted use – as above • No right for Management Committee to sublet whole or part of premises (but see variation below)

¹ Appendix D

² Appendix E

³ Appendix F

2009	Variation to Head Lease ⁴	<ul style="list-style-type: none"> This details the agreement of altering access routes around the property.
2014	Licence Agreement between Ryedale District Council and Malton Museum ⁵	<ul style="list-style-type: none"> This is the original agreement between the Council and the Museum in 2014 which is superseded by the agreement between the Milton Rooms Committee and the museum in 2018
2014	Variation to Head lease ⁶	<ul style="list-style-type: none"> This variation deletes the clause in the head lease referring to sub lease of part of the site to St Micheal's Church. There is also a change to the subletting agreements where all references to 'management committee' to also include 'registered charity'. The Original Lease to the Council in 1985 only allowed the Council to sub-let to Trustees of a Management Committee, but this variation allows the Council to sub-let to a registered charity. <p>Implication:</p> <ul style="list-style-type: none"> Most CIC are registered charities, so a sub-let to such a company would be permissible. This would not apply to a purely commercial company which had no charitable status however.
2017	Sub-Lease between Ryedale District Council (1) ⁷ and Milton Rooms (2)	<ul style="list-style-type: none"> Agreed on a peppercorn rent for a term of 125 years and can only be terminated by either mutual agreement or if the council can prove any breach of the terms. Permitted Use is stated as follows (p.5 Appendix X) : <i>A public hall including auction sales, craft sales, public meetings, dances, theatre performances, exhibitions, shows, dances, private events and other similar purposes.</i> The council is restricted to using the premises for these purposes only though these activities can be run on a commercial basis; a commercial organisation could operate these on the Council's behalf but this would not apply to a purely commercial company which had no charitable status.

⁴ Appendix G

⁵ Appendix H

⁶ Appendix I

⁷ Appendix J

		<ul style="list-style-type: none"> There is a service charge agreement in the sub-lease which indicates that any surplus the Milton Rooms makes in a year that is over £5k (and under £30k) will trigger a service charge of 10% of RDCs overall spend on the premises for that year. It has been requested (Feb 2020) that this trigger point be raised to £10k. This is pending. <p>Implications:</p> <ul style="list-style-type: none"> The Milton Rooms are free to underlet (sub-let) the premises on a commercial basis to any person or organisation. The Milton Rooms may under-let the whole or part of the premises. They are free to set an initial rent, but must obtain the Council's approval to any rent change following a rent review.
2018	Licence between the Milton Rooms Committee ⁸ (1) and Malton Museum (2)	<ul style="list-style-type: none"> This was agreed in April 2018 and runs for 2 years so will expire March 31st 2020, or on not less than 6 months' notice by either party, or immediately upon a breach of the licence Permitted use: Museum and exhibition space

4.1 The Caretaker's Cottage/Lodge:

The caretaker's Cottage was referred to by a couple of witnesses as a potential development opportunity at the Milton Rooms site. Legal advice was sought on the exact status of this part of the building. Key points are below:

- There is some contradiction between the written statement and the plans. As a matter of legal interpretation, where there is a conflict between a written description in a deed and a plan, the written description prevails.
- In the Head-lease the Caretaker's Lodge is clearly referred to in the description and the Plan. In the Sub-lease and Licence, however, the Caretaker's Lodge is not mentioned in the definition section under "Property" and "Building" respectively.
- The Caretaker's Lodge does not appear to be included in the premises edged red on the plans of the Sub-Lease and the Licence, so, having regard to the written property description, the Lodge is not included, and thus still let to the Council under the Head-lease. The council therefore could look at options for developing this site independently of other sub-lessees.

⁸ Appendix K

5. Building Maintenance Summary

Rosy Smith (RDC Building Surveyor) has supplied documents to support the maintenance summary.

- Please see Appendix L for full photographic schedule of what is whose responsibility and the schedule of proposed costs from the initial condition survey.
- Please also see Appendix M for a spreadsheet of works which highlights in purple areas which are the Milton Rooms' responsibility. Those works already completed are in green and those to be done at the caretaker's cottage (repairs only, not a refurbishment) cost in yellow.

All of these are predicted costs not actual.

In addition RDC are about to replace the fire detection and emergency lighting which was reported as planned at £35k but has come in more like £50k including fees.

For the year 2018/2019 the spend was as follows:

- £57k on general repairs (which include some of the green items on the spread sheet in Appendix M)
- £6.7k on external painting
- £10.5k on drainage repairs

So far this year spend has been in the region of £6.5k on repairs and the fire alarm works (as detailed above).

In 2017 alone the spend was £101,767

In 2016 along the spend was £36,895

6. Options:

The following options have been identified as possibilities for a way forward:

	Option	Details
1	The Status Quo	This option is to not take any action or effect any change to what currently exists.
2	The Council as Operator	This option would see the Milton Rooms Committee remain in place, acting as strategic lead but the Council steps in and provides resources to act as operator of the site.
3	Independent Operator	This option would see the Milton Rooms Committee remain in place, acting as strategic lead but an independent operator, conforming to the terms of the lease, would run the day to day operations of the venue.
4	The Radical Option – termination of lease	By mutual agreement, the sub-lease between the Council and the Milton Rooms is terminated and a new charity/management committee is sought to sub-lease and manage the site.

6.1: Decision:

When discussed at the working party meeting on 26th February the following was agreed:

- That options 3 and 4 would not be in the best interests of the Milton Rooms or the council at this time.
- That the council had no wish to act as operator as suggested by option 2
- That option 1 was the most suitable option to pursue at this time. This option has increased viability since the recent appointment of the Venues Manager at the Milton Rooms on a self-employed basis for 6 months (in the first instance). The working party proposes to give the Milton Rooms twelve months to see what developments can be made and the Policy and Resources Committee will meet to review the situation forthwith.

The working group would however, like to make a series of recommendations.

7. Recommendations:

Ryedale District Council is keen to support the Milton Rooms Committee over the next 12 months as the Trustees and newly-appointed Venues Manager work together to develop a business plan. This is an exciting time, and the Working Party would like RDC to work more closely with the Milton Rooms Committee for the benefit of the venue and the wider community. In particular, the Working Party would like RDC to give its full support to the Trustees in this key period by giving clarity over the maintenance of the complex, offering advice through its officers and discussing potential alternative ways of operation. The Working Party is mindful of feedback received from a range of partners about the governance and operations of the Milton Rooms, as well as suggestions about how governance could be changed, including by ending the sub-lease (see section 6). While the Working Party does not wish to recommend radical changes at this time, it would like RDC to better monitor the Milton Rooms Committee's performance against its contractual requirements within the sub-lease in order to fulfil its responsibilities as a local authority. The Working Party would like to invite the Milton Rooms Committee to submit a report on progress within the next 12 months to the council's Policy & Resources Committee, with an interim report at six months. In the meantime, the following recommendations have been made by the Working Party in respect on the key headings below:

7.1: Operations and Management:

The following recommendations are made in relation to the operations and management of the Milton Rooms:

	Recommendation	Details
1	Trustees	<ul style="list-style-type: none"> While it is not for RDC to dictate the membership of the Milton Rooms Committee, recruiting extra trustees could bring fresh perspectives and new experiences to the Committee. It is recommended that the Committee uses assistance from RDC and Community First North Yorkshire to set a sustainable number of Trustees in its constitution and help recruit additional personnel.
2	Development of business Plan	<ul style="list-style-type: none"> The intention of the Milton Rooms Committee to draw up a business plan, demonstrating how the venue's vision would be achieved, is welcomed by RDC.
3	The Vision Statement	<ul style="list-style-type: none"> The Milton Rooms Committee has an agreed vision statement. While this is not for RDC to dictate its content, the Working Party would like to make some suggestions to the Milton Rooms Committee that

		<p>might inform its vision statement. These are some of the key themes expressed by interested parties to the working party and based on what are successful aspects of the comparative venues:</p> <ul style="list-style-type: none"> ➤ Community: at its heart, the Milton Rooms should be a venue existing for the benefit of the community. Time must be made available to amateur dramatics and community productions e.g. the pantomime ➤ District-wide benefits: the venue should benefit the whole district of Ryedale, not just Malton and Norton ➤ Arts: the building should promote performing arts through a diverse range of performances and displays ➤ Events: the venue should be available to host and support key events e.g. Malton Food Festival ➤ Venue hire: space should be available to local people and businesses for functions, conferences and activities ➤ Refreshments: the venue should offer improved food and drink facilities, both during and outside of events ➤ Links with Malton Museum: foster joint working and good will between the museum and the Milton Rooms for the good of the community (see museum recommendations below) ➤ Maintenance: the venue should be well maintained, with a rolling plan to finance improvements to the facilities (see maintenance recommendations below and appendices)
4	Governance	<ul style="list-style-type: none"> • A number of comments were made that the current governance structure is not straightforward to comprehend. Contact should be made with Mark Hopley, Head of Community Support and Volunteering at Community First Yorkshire. Mark can offer support and advice on management structure and volunteering recruitment and good practice. • The membership scheme could be further developed. Currently the benefits of membership are not clear. The Milton Rooms could use the members to support fundraising and offer 'member perks' eg: discounts on shows/room hire. Mark Hopley could offer suggestions and support for developing this offer. Many of the other comparable venues had a friends group who were often instrumental in raising funds for their venue.

7.2: Maintenance

The following recommendations are made in relation to the operations and management of the Milton Rooms:

	Recommendation	Details
1	Maintenance schedule	<ul style="list-style-type: none"> A maintenance schedule to be agreed within two months detailing those works to be undertaken by RDC in accordance with the sub-lease, and those to be undertaken by the Milton Rooms Committee. RDC to agree a timetable to complete the works it is required to under the terms of the sub-lease. The council's capital budget should reflect this spend as accurately as possible.
2	Accountability	RDC and the Milton Rooms Committee to be held to account for the maintenance any incomplete work required under the terms of the sublease.
3	Health and Safety Audit	A full health and safety audit completed as soon as possible, with responsibilities for RDC and the Milton Rooms Committee clearly defined.
4	Development of Caretaker's Cottage	RDC to explore potential uses for the mothballed Caretaker's Cottage in more detail, and present a report to the Policy and Resources Committee on the costs of renovation options within the next twelve months.
5	Control over additional requests for work	Requests from the Milton Rooms Committee for RDC to fund maintenance or improvement capital works outside of the terms of the sublease should be determined by RDC members on a case by case basis, on the same terms as other venues in the district, and only upon receipt of full plans and rationale from the operator.

7.3: Malton Museum

The question over the Museum's tenancy is an issue to be resolved and negotiated between Malton Museum and the Milton Rooms Committee, and under the terms of the sub-lease RDC is not involved in this. There was a strong feeling from members that the museum adds significant benefit to the community and it would be a shame to lose this asset.

	Recommendation	Details
1	Long Term Security of Tenure	<ul style="list-style-type: none"> Under the terms of the sub-lease, RDC cannot dictate on matters relating to Malton Museum's tenancy. That being said, RDC hopes that the Milton Rooms Committee and Malton Museum can meet to negotiate mutually-agreeable rental terms. This should hopefully give the museum the security of tenure that it needs to secure funding beyond January 2021.
2	Council support	<ul style="list-style-type: none"> RDC officers to assist in fostering cooperation and partnership between Malton Museum and the Milton Rooms for the benefit of both parties, and more importantly, the wider community.
3	Partnership Opportunities	<ul style="list-style-type: none"> The Milton Rooms intended development as a multi-arts venue should regard the museum as cultural asset to support this venture and partnership delivery could be considered, establishing a better working relationship.

7.4 Support from RDC:

The following recommendations are made in relation to Ryedale District Council's support for the Milton Rooms:

	Recommendation	Details
1	Professional Support	<ul style="list-style-type: none"> RDC officers to work closely with the Milton Rooms Committee over the coming months, and foster improved dialogue and communication. This includes areas such as volunteer recruitment, good governance, maintenance and relations with Malton Museum.
2	Financial Support	<ul style="list-style-type: none"> RDC should treat the Milton Rooms on the same terms as other venues within the district, supporting it in line with agreed policies. The Milton Rooms Committee are encouraged to continue bidding for Community Grants and S106 funding from RDC. The current sub-lease requires the Milton Rooms Committee to fund 10% of RDC's annual maintenance costs if reserves reach £5,000. This is not conducive to long-term financial decisions and the Milton Rooms Committee have requested the trigger point be lifted to £10,000. RDC agrees to this request for three years in order to assist the Milton Rooms to build up reserves at this key time.
3	Business Support	<ul style="list-style-type: none"> RDC would welcome receipt of the business plan once complete so that it can be presented to the council's Policy & Resources Committee for official endorsement, as requested by the Trustees.

		Support from RDC as the local authority should assist the Milton Rooms with external funding applications.
4	Monitoring and Communication	<p>The Working Party considered if alternative operating models might benefit the Milton Rooms, including suggestions to end the sub-lease. While this is not something RDC wishes to pursue at this time, further discussions between the Milton Rooms Committee and RDC should be held about ways in which the operations of the venue might be improved. This could include some elements of commercial delivery in future. RDC hopes that any changes to operation would be mutually agreed.</p> <ul style="list-style-type: none"> • The Milton Rooms Committee has responsibilities within the sub-lease to maintain the building and fulfil charitable aims. RDC should better monitor performance under the terms of the sub-lease, and ensure it fulfils the vision for the Milton Rooms. • RDC would like to invite the Milton Rooms Committee to feedback to Officers to support the development of a report on progress and performance to the council's Policy & Resources Committee within six months, and again in 12 months. RDC feels this communication will be of benefit to both organisations, and foster improved relations into the future.

8. Terms of reference Table of Conclusions

The terms of reference stated that the recommendations would be completed by February 2020 but following the initial working party meetings it was agreed that the final recommendations would not be completed by that time as it was important to hear from a greater number of people as part of the process and so the original agreed deadline has been extended.

The following original points have been addressed thus:

<p>Recommend a clear vision for the Milton Rooms</p>	<ul style="list-style-type: none"> • Consultation and feedback from a range of stakeholders designed to provide a balanced and varied perspective on the venue • Formal recommendations issued and detailed above regarding the development and use of the site as a mixed arts venue.
<p>Identify any improvements to the operating model and governance arrangements</p>	<ul style="list-style-type: none"> • Feedback and responses from the Milton Rooms Committee on the current operating model which they believe is working • Feedback and responses from those previously involved in a variety of capacities on their experience of the operations and governance which included mixed responses to the effectiveness of the current system • Suggestions and input from an external former Development Manager of a different successful venue on their management structure • Given the conflicting evidence above – recommendation to include meeting with charity expert from Community First Yorkshire who can assist with a review of the structure and offer advice. • Milton Rooms Committee to issue business plan and be held to account on fulfilment of objectives.
<p>Recommend the terms of any future council support for the venue e.g. professional staffing and funding for refurbishment work</p>	<ul style="list-style-type: none"> • Established, through consultation in the meetings, where the resource development needs are. • Obtained breakdown of council’s commitment to the maintenance of the buildings and the schedule of works – included in appendices.

	<ul style="list-style-type: none"> • Final recommendations made taking into account the development opportunities of the Caretaker's Cottage.
<p>Make recommendations on any other matters of relevance to ensuring a successful, sustainable future for the Milton Rooms</p>	<ul style="list-style-type: none"> • Compiled summary of alternative similar venues which could be consulted in greater depth to support recommendations • Recommendations on operations and vision made which takes into account operational features of the comparative venues.

DRAFT

9. Appendices:

- a. Full statement from Malton Museum
- b. Rory Queen Letter to members
- c. Statement from Milton Rooms Trustees
- d. Head lease
- e. Sub Lease (Lodge)
- f. Under Lease
- g. 2009 Variation
- h. Licence Between Museum and RDC
- i. 2014 Variation
- j. Sub Lease (Milton Rooms)
- k. Licence between Milton Rooms and Museum
- l. Rosy Smith Photo Schedule of Works
- m. Rosy Smith Spreadsheet of Works

DRAFT