

Briefing Note - Proposed Transfer of Estate Land from Bugbrooke Management Company to Bugbrooke Parish Council at Johns Road - July 2026

This briefing note provides Councillors with an update on the Clerk's recent actions regarding the proposed transfer of estate land from Bugbrooke Management Company (BMC) to Bugbrooke Parish Council and summarises the information received from Mr Nick Howard, Director of BMC over a series of long and complex communications.

The purpose is to present the current position, identify outstanding matters, and seek Councillors' direction on how they wish to proceed.

Background

Following the residents' meeting held on 10 June 2026, members of Bugbrooke Management Company voted (15 votes in favour, 0 against) to pursue the transfer of estate land to the Parish Council. Immediately following the vote Nick Howard emailed the Clerk asking for the Parish Council's solicitor details to begin the land transfer process.

The Clerk has corresponded with Mr Howard on behalf of the Parish Council to obtain sufficient information for Councillors to determine whether the proposal can meet the conditions set out in the Council's previous Resolution of Intent.

The Clerk has consistently maintained the Council's agreed position that:

- The Parish Council is willing to consider the proposal in principle.
- No solicitor has been appointed by the Parish Council.
- Councillors must first be satisfied that sufficient information has been provided to justify the appointment of legal advisers and the commencement of any formal transfer process.
- The Council must undertake appropriate due diligence to ensure there is no unacceptable financial, legal or operational risk to the Council or public funds.

Actions Taken by the Clerk

Following receipt of the Management Company's request for solicitor-to-solicitor discussions, the Clerk:

1. Confirmed that the Parish Council has not appointed solicitors and that there is currently no authority to do so.
2. Reiterated the Council's Resolution and the conditions previously agreed by Councillors.
3. Requested a detailed briefing from the Management Company's solicitor explaining how the proposal would satisfy those conditions.
4. Reviewed the Heads of Terms, title register and title plan subsequently provided by BMC.

5. Identified that the proposal appears more complex than a simple transfer of land and sought clarification on:
 - Property title and legal interests affecting the land.
 - Existing management arrangements.
 - Drainage and infrastructure responsibilities.
 - Financial arrangements and reserves.
 - Condition of assets.
 - Resident consultation undertaken.
6. Requested further factual information to enable Councillors to determine whether progressing to legal advice would be appropriate.

The Clerk has not sought legal advice and has not attempted to obtain legal opinions. Instead, efforts have focused on gathering sufficient factual information to allow Councillors to make an informed decision regarding the next stage of the process.

Information Provided by Bugbrooke Management Company

1. Position on Legal Advice

BMC's position is that many of the remaining questions raised by the Parish Council are legal in nature and cannot properly be answered by either BMC or its solicitor.

BMC states that:

- Its solicitor acts solely for BMC and cannot advise the Parish Council.
- Questions concerning title, easements, covenants, restrictions, liabilities and whether the proposal satisfies the Parish Council's requirement for "unencumbered title" require independent legal review.
- The Parish Council should instruct its own solicitor to assess these matters.

BMC has advised that it remains willing to meet the Parish Council's reasonable legal costs associated with obtaining such advice.

2. Title and Ownership Position

BMC has supplied:

- Heads of Terms.
- Land Registry title documentation.
- Title plan.

BMC's understanding is that:

- The proposed transfer of the estate land is separate from any future deeds of variation affecting individual homeowners.

- Deeds of variation would deal with management company obligations, estate rentcharges and membership requirements attached to individual property titles.
- The transfer itself would transfer ownership of the estate land to the Parish Council through a separate transfer document.

BMC believes the deeds of variation relate primarily to estate management arrangements rather than ownership of the estate land itself.

However, BMC has specifically declined to provide any interpretation of the legal effect of the deeds or to confirm whether the transfer would satisfy the Council's requirement for unencumbered title.

3. Existing Management Arrangements

BMC has confirmed:

- Ground Solutions currently manages the estate on behalf of BMC.
- Ground Solutions administers service charges, contractors and day-to-day management.
- Ground Solutions is aware of the proposed transfer.

BMC's understanding is that:

- No management contracts or maintenance agreements would transfer to the Parish Council.
- The Parish Council would not inherit Ground Solutions as managing agent.
- The Parish Council would determine future maintenance arrangements after any transfer.

BMC has offered to seek formal written confirmation from Ground Solutions if required.

4. Drainage and Infrastructure

BMC has spoken with Persimmon Homes regarding outstanding adoptions.

According to information provided:

- Highway and sewer adoptions remain outstanding.
- Persimmon remains responsible for maintaining highways until adoption is completed.
- Anglian Water is reportedly close to signing off sewer adoption.
- Persimmon anticipates highway adoption progressing thereafter.
- Persimmon hopes outstanding adoptions will be completed by the end of 2026.
- BMC's understanding is that responsibility for these matters remains with Persimmon rather than the Management Company or any future landowner.

BMC has offered to seek formal confirmation from Persimmon and copies of any relevant adoption documentation if requested.

5. Financial Position

BMC has provided its latest accounts.

As at 31 December 2024:

- Cash at bank: £11,053
- Creditors: £1,821
- Net current assets/general reserve: £9,768

BMC advises that:

- The final amount available for transfer cannot yet be confirmed.
- The amount available will depend upon ongoing expenditure and liabilities before completion.
- Orbit Housing has indicated a willingness to contribute £3,000, although the mechanism and conditions of this contribution have not yet been defined.

6. Condition of Land and Assets

BMC agrees that condition information will be required before any transfer completes.

It has advised that:

- The estate is currently maintained.
- Play area inspections are undertaken.
- Maintenance records, inspection reports and defect information may be available upon request.

7. Resident Consultation

BMC confirms that:

- Notice of the meeting was circulated via the Ground Solutions portal.
- Meeting papers were circulated in advance.
- The proposal received 15 votes in favour and no votes against.
- Voting was limited to eligible members present at the meeting.
- Additional expressions of support were received from residents who did not attend.

BMC considers the meeting to have achieved significantly higher engagement than previous Management Company meetings.

Clerk's Observations and Remaining Concerns

The Clerk acknowledges the considerable effort made by BMC to provide information and documentation requested.

However, despite the additional information received, several important matters remain unresolved.

These concerns are not intended to delay the process unnecessarily but reflect the Council's responsibility to ensure proper due diligence of public assets and public funds.

Key Outstanding Issues

1. Unencumbered Title

The Council's Resolution specifically requires the transfer of land with unencumbered title.

Whilst title documentation has been provided, no party acting for BMC is willing or able to confirm whether this requirement is met. The Clerk with no legal training can see the title is full of legal difficulties.

Councillors therefore currently have no independent confirmation regarding:

- Easements.
- Restrictive covenants.
- Rights granted or reserved.
- Estate rentcharges.
- Future obligations.
- Any residual interests affecting the land.

2. Relationship Between the Land and Individual Property Titles

The information provided suggests that deeds of variation may be optional and could occur after transfer.

However, Councillors may wish to consider whether ownership of the land can realistically be regarded as fully separated from the wider estate arrangements if individual property titles continue to reference management company obligations connected to the estate.

This remains one of the principal areas of uncertainty.

3. Potential Future Liabilities

Although BMC's understanding is that liabilities would not transfer, this has not been independently verified.

Questions remain regarding:

- Future maintenance obligations.
- Infrastructure responsibilities.
- Drainage arrangements.

- Residual legal obligations.
- Any liabilities arising from title matters.

4. Financial Position

Whilst current reserves have been disclosed, the final transfer sum remains unknown.

The Council therefore does not yet have certainty regarding:

- The commuted sum available.
- Future maintenance funding.
- The structure of Orbit's proposed contribution.

5. Outstanding Infrastructure Adoptions

The Council has received assurances that Persimmon remains responsible for outstanding adoption matters.

However, formal confirmation has not yet been provided directly by Persimmon or the relevant adopting authorities.

Current Position

The matter appears to have reached a stage where:

- The Management Company has provided most of the factual information currently available to it.
- The Management Company's solicitor will not provide legal interpretation to the Parish Council.
- Several key questions now appear unlikely to be resolved without independent legal review.

The Management Company has offered to fund the Parish Council's reasonable legal costs for obtaining that advice.

Decision Required

Councillors are asked to consider how they wish to proceed.

Possible options include:

1. Requesting further factual information and written confirmations from Ground Solutions, Persimmon and other relevant parties before considering legal advice.
2. Accepting that sufficient factual information has now been provided and authorising the appointment of solicitors to undertake independent due diligence, subject to an agreed arrangement for the Management Company to meet reasonable legal costs.

3. Determining that the information currently available remains insufficient to justify progressing the proposal further at this stage.

Councillors are invited to discuss the current position and provide direction to the Clerk on the next steps.