

Appendix 6: Agreement amendments and changes of ownership (successions) and management

Purpose

This document is an Appendix to the [England Woodland Creation Offer \(EWCO\) Grant Manual](#) and provides further guidance on section 7.1.2 Agreement Amendments and 7.1.3 Changes of ownership (successions) and management.

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1 Agreement amendments

Amendments are changes to the EWCO Grant Funding Agreement where the obligations and responsibilities of the Grant remain with the original Grant Recipient.

1.1 Basic Principles

The following outlines the basic principles to making amendments to EWCO Grant Funding Agreements:

- Work undertaken outside of an Agreement before an amendment is approved and accepted will not be funded.
- Amendments to EWCO Agreements are entirely at Forestry Commission discretion.
- Amendments must be justified and necessary for woodland establishment;
- Amendments will only be approved where the Grant funds do not increase (except in the case of RPA re-mapping).
- Grant funds cannot be reallocated between Standard Cost Items, except for gates in some circumstances, or by prior approval.
- EWCO Agreements must continue to meet the minimum eligibility requirements following any amendment. Please refer to the [EWCO Grant Manual](#) for details on minimum eligibility requirements.
- Amendments will not usually be permitted where the Grant funds have already been paid.

You may wish to seek advice from your Woodland Officer if you are unsure whether you can make an amendment. Alternatively email: EWCO@forestrycommission.gov.uk

1.2 What amendments can you make and how?

Amendments include changes to contact details, agent authority, standard & actual costs items, tree species, area reductions, boundary changes and Agreement closures. For changes to ownership or management control please see [2 Change of ownership \(successions\) and management.](#)

Amendments are at the discretion of the Forestry Commission and are only permitted where the Grant funds remain the same or are reduced (except in the case of RPA re-mapping).

To submit an amendment request, please submit an [Amendment Request Form](#) to EWCO@forestrycommission.gov.uk or by post:

England Woodland Creation Offer - EWCO
Forestry Commission
National Office England,
620 Bristol Business Park
Coldharbour Lane, Bristol, BS16 1EJ

Please ensure that the reason for your amendment must be clearly explained on your Amendment Request Form. We may contact you for further information if required.

Please note that Amendment Request Forms can only be submitted by the named Grant Recipient on the Agreement or by an authorised Agent.

1.3 Types of amendment

Contact detail amendments

This includes amendments to names, addresses, phone numbers and emails. These amendments need to be notified using Section 2.1 of the [Amendment Request Form](#).

Please note if the Grant Recipient is part of a business or organisation and where this person has moved on, the Amendment Request Form will need to be accompanied by a letter from the Director (or similar) from the business / organisation on letterheaded paper confirming the change to the Grant Recipient. An email will be accepted as long as it originates from a genuine business email address.

Agent amendments

To add an additional Agent, remove an existing one or both, complete Section 2.2 of the [Amendment Request Form](#). If you are adding a new Agent, you will also need to complete an [Agent Authority Form](#) if not already in place.

Add or remove a contact (countersigner)

To add or remove a business partner or another contact from the Grant Funding Agreement, complete Section 2.3 of the [Amendment Request Form](#). If you are adding a new contact please also complete a [EWCO Declaration Form: Continuation Sheet for Countersigning](#).

Area or boundary amendments

An increase in gross area will not usually be agreed. You may request to reduce the area of your Grant Funding Agreement or remove a land parcel/compartments, provided the minimum eligibility for EWCO will still be met and you have not yet submitted a claim for Grant funds on this area. We may consider amendments to the amount of open space provided this is justified and the minimum eligibility for EWCO will still be met. Please consider how a change in area will impact the quantity of trees and the area of Additional Contributions and annual Maintenance to be paid.

We will check whether the change in area affects the Additional Contributions agreed upon in your Grant Funding Agreement. If the change in area moves the compartment(s) out of a spatial targeting area, the relevant Additional Contribution will be removed.

To request an amendment to the area of your Grant Funding Agreement, please complete Section 2.4 of the [Amendment Request Form](#). You also need to submit an updated EWCO Application Form and map with the new area / boundary details on. To do this, please amend a copy of the Application Form and map(s) that were issued with your Agreement.

Reduction / Removal of capital items and activities

You may not reallocate funds between Standard Cost Items or request to add in additional items. We may consider the reduction or removal of Standard Cost Items or payments towards Actual Costs for Infrastructure where these have not yet been claimed. We may also consider a change in the gate type applied for, subject to review from a Woodland Officer. You must clearly explain the reason why an amendment is required and how this ensures woodland establishment but did not form part of your original Grant Funding Agreement. Any work undertaken before an amendment is offered and accepted will not be funded.

To request an amendment to the Standard Cost Items or Infrastructure of your Grant Funding Agreement, please complete Section 2.4 of the Amendment Request Form. You also need to resubmit your Application Form with the amendments made to the Standard Cost Items or Infrastructure tab, as appropriate. Please amend a copy of the Application Form that was issued with your Agreement.

Amend the Flexible Grant Cap on Standard Cost Items

You may request to apply a further cap on Standard Cost Items if you have not yet submitted a claim for these items. You cannot choose to raise the value of the cap to receive more Grant funds once the Grant Funding Agreement is in place. Please see Section 2.2.1 of the EWCO Grant Manual for further information.

To request an amendment to the Flexible Grant Cap on Standard Cost Items, please complete Section 2.4 of the Amendment Request Form. You also need to resubmit your Application Form with the amendments made to the Grant Values (£) tab. Please amend a copy of the Application Form that was issued with your Agreement.

Amend planting stocking density or species composition

To request amendments to either the planting stocking density or species composition of your Grant Funding Agreement, please complete Section 2.4 of the Amendment Request Form. You also need to resubmit your Application Form with details of the changes to the Species Breakdown tab. Please amend a copy of the Application Form that was issued with your Agreement. Please consider how changing the species composition or stocking density of the planting may impact eligibility for any Additional Contributions in the Grant Funding Agreement.

We understand issues relating to the supply of tree stock and that there may need to be changes in tree species. However, you must request a change through an Amendment Request Form before purchasing tree species that are not in your agreement. This is to ensure we can assess the suitability for the site and any impact on the eligibility for Grant. If you submitted your application on or after 22 June 2022, you must also ensure any trees purchased comply with the Biosecure Procurement Requirement Pilot. Please see Section 2.1 Tree supply and biosecurity of the [EWCO Grant Manual](#) for further information.

Amend Additional Contributions

Please note that you are unable to add Additional Contributions or increase the area applied for once your Grant Funding Agreement is in place. You can reduce the area applied for provided that these Grant funds have not already been paid. To request a reduction to the area of Additional Contributions applied for, please complete Section 2.4 of the Amendment Request Form. You also need to resubmit your Application Form with details of the changes to the Composition & Additional Contributions (ACs) tab. Please amend a copy of the Application Form that was issued with your Agreement.

Closing your EWCO Agreement

If no grant claims have been made, your agreement can be closed. If you have started work and made a claim for Grant payments, further assessment will be required, and we will contact you to discuss possible reclaim action.

To request closure of your Grant Funding Agreement, please complete Section 2.5 of the Amendment Request Form.

1.4 What happens once you have submitted your Amendment Request Form?

We will review your Amendment Request Form and consider if your request is appropriate and justified. This will include a technical assessment where appropriate. If we need any further information we will contact you.

If we approve your amendment request, we will send you an Amendment of Grant Offer Letter. Once you receive this you must read it and return the enclosed Acceptance Letter. Any work undertaken outside of your Grant Funding Agreement before an amendment has been offered and accepted will be ineligible for funding. You must submit your Amendment Request Form prior to submitting claims for capital works.

It is your responsibility to read and understand the EWCO Grant Funding Agreement Terms and Conditions. Failure to meet these and to establish the trees by the end of the Agreement's Obligation Period may result in any Grant that has been paid being reclaimed in full.

2 Change of ownership (successions) and management

2.1 Basic Principles

The following outlines the basic principles regarding changes of ownership (successions) and management of EWCO Grant Funding Agreements:

- You must notify us of a change of Management Control without delay, and at the latest within 3 months from the date of the change of Management Control.
- When contemplating a change of Management Control and / or succession, the Grant Recipient must continue to adhere to the EWCO Grant Funding Agreement Terms and Conditions.
- We require satisfactory evidence of any change of Management Control and succession.
- Where the parties intend to transfer the rights and obligations of the Grant Funding Agreement, the current Grant Recipient and the successor must provide a completed Succession Form within 12 months of any change taking place.
- We reserve the right to accept or refuse a proposed succession, at our sole discretion.
- We will not renegotiate any terms of the Grant Funding Agreement in the event of a change of Management Control and / or succession.

- Any successor, including where this is the landlord, must be eligible under the EWCO Grant Agreement rules in order to take over the Grant Agreement.
- If the succession is tenant to landlord, you must provide an explanation as to why this change is taking place.
- Annual Maintenance payments will be paid to the person named as the Grant Recipient on 31st August of that year. If at any point a reclaim of Grant funding is necessary, we will reclaim from the person who was in receipt of the Grant funds. We therefore strongly encourage all EWCO applicants to obtain private indemnity clauses in tenancy and land sale agreements.

2.2 Change of Management Control

You must notify us of any change of Management Control or ownership without delay, and no later than 3 months from the date of the change, as per clause 20.2 of the EWCO Grant Funding Agreement Terms and Conditions.

A change of Management Control may be a result of, but not limited to:

- Granting a licence over the Land
- Granting any contractual interest in the Land
- Granting a new leasehold interest over the Land or a sublease
- Sale of the Land*
- Surrender of a leasehold interest in the Land by the tenant to the landlord*
- Transfer of the Land as a gift*
- Transfer of the leasehold interest in the Land*
- Death of the Grant Recipient and transfer of the Land as a result of Probate*

Certain changes of Management Control listed above (marked with *) may trigger a succession process. This is where the Grant Recipient requests to transfer the rights and obligations of the Grant Funding Agreement to a new Grant Recipient (successor). We reserve the right to approve or reject a request for a succession at our discretion.

What you need to do

The Grant Recipient is required to notify us of the date the change of Management Control took place, or is due to take place, and to consider the impact of this change on the Grant Funding Agreement.

We will review the change and make a decision on how to proceed. We will consider the aims and obligations of the Grant Funding Agreement and decide the best outcome for this to be met. We may also require a countersignature on the Grant Funding Agreement where any new legal interests in the Land have been granted. Where we believe the Grant Funding Agreement is at risk or the obligations will not be met following the

change, we may terminate the Grant Funding Agreement, and/or pursue a reclaim of any Grant funds paid.

The Grant Recipient should complete and return a Change of Management Control Notification Form alongside supporting evidence (such as deeds, tenancy agreements or contracts).

If you do not return this form within the prescribed time frame, we may seek to recover any Grant funds paid.

We aim to notify you of our decision within 40 working days of receipt of the Change of Management Control Notification Form. Where appropriate, we will then issue you a Succession Form to complete. See the following section for further information.

2.3 Succession

Where the Grant Recipient intends to transfer the rights and obligations of the Grant Funding Agreement to a successor, we must be notified no later than 12 months from the date of sale or transfer, as per clause 20.3. of the EWCO Grant Funding Agreement Terms and Conditions.

We will consider whether to approve a request for a succession in respect of the aims and obligations of the Grant Funding Agreement. The Grant Recipient will remain liable under the Grant Funding Agreement until a succession has been offered in writing by us and accepted by the successor. In most cases it would not be our intention to recover Grant payments where the Obligation Period has ended. However, we may exercise our discretion to recover Grant payments where Maintenance obligations remain outstanding.

Where a succession is not granted or accepted by the Forestry Commission, any Grant funds received by any previous Grant Recipients may be recovered in full. We strongly recommend that landowners who are intending to sell or transfer their Land include a private indemnity clause within all contracts to protect them if a succession fails to take place, or the successor fails to meet the requirements of the Grant Funding Agreement.

Types of Succession

- **Full succession:** All Land subject to the Grant Funding Agreement is to be transferred to a successor
- **Split succession:** Part of the Land subject to the Grant Funding Agreement is retained and part is to be transferred to one or more successor(s). Alternatively, all Land subject to the Grant Funding Agreement is to be transferred to two or more successors.

If approved by us, a succession will have the following impacts:

1. The Grant Funding Agreement is transferred to the successor from the date we receive the signed acceptance of the approved succession (this includes transfer of the right to receive further Grant payments);

2. From such date, the former Grant Recipient ceases to be entitled to any further Grant payments under the Grant Funding Agreement and accepts that all payments due to them have been paid;
3. From such date, the former Grant Recipient is released from future obligations under the Grant Funding Agreement, with the exception that they remain liable for:
 - i. any retained elements of the Grant Funding Agreement, for example, where the Grant Recipient has only transferred part of their rights and obligations under the Grant Funding Agreement (split succession);
 - ii. any claims under the Grant Funding Agreement made before the date of the approved succession;
 - iii. any claims that relate to the period in which the Grant Recipient was subject to the Grant Funding Agreement Terms and Conditions; and/ or
 - iv. the former Grant Recipient shall remain subject to paragraph 26 of the Grant Funding Agreement and any other relevant clauses, regarding repayment of Grant funding.

What you need to do

As the Grant Recipient you must first notify us of the change by completing a [Change of Management Control Form](#) no later than 3 months from the date the change took place, as detailed above.

On reviewing the completed Change of Management Control Form and noting the intention for succession, we may provide a copy of the EWCO Succession Form at our discretion.

If we agree the succession and make a Grant Offer to a successor, the transfer is not considered complete until the successor has accepted the EWCO Grant offer in writing by signing and returning a declaration of acceptance to complete the succession. The current Grant Recipient will remain liable under the Grant Funding Agreement until they receive written confirmation that the succession has been completed.

An offer of succession in principle may be made where the Forestry Commission has been notified of change of Management Control but the change is not yet complete. The Grant Recipient and/or the successor must then provide proof that the transfer has taken place to our reasonable satisfaction before the succession can proceed.

2.4 Tenants

The policy outlined in this document applies to all Grant Funding Agreements, including those where a tenancy is in place. The examples outlined below provide further guidance on how successions under EWCO operate for tenants and landowners.

Supporting Tenant to Landlord Succession Pilot

We are piloting an option for landlords to apply with their tenants to automatically succeed a Grant Funding Agreement where the Grant Recipient is a tenant and the tenancy agreement on the Land ends. This pilot is optional and requires the landlord to:

1. Provide their Single Business Identifier (SBI) when countersigning the EWCO application

This will enable us to undertake the appropriate checks on both parties during the application stage. Please see Section 3.5 Business viability and due diligence of the [EWCO Grant Manual](#) for more information on the checks we make.

Making these checks at the application stage will allow the landlord to succeed the Grant Funding Agreement without completing a Succession Form should the tenant leave the Land. A [Change of Management Control Notification Form](#) will still be required for us to make the landlord the Grant Recipient and the tenant will remain liable under the Grant Funding Agreement until we confirm this in writing.

2. Countersign the Agreement Offer

The tenant will remain the Grant Recipient and be responsible for the Grant Funding Agreement until we are notified of a change. The landlord will not be able to claim Grant funds or make amendments to the Grant Funding Agreement whilst a tenant is the Grant Recipient.

This pilot seeks to facilitate woodland creation on tenanted Land and we encourage landlords and tenants to work together to take proposals forward. Please see further guidance from the Tenancy Reform Industry Group (TRIG): [Tree Planting and Woodland Creation on Agricultural Tenancies](#).

Outside of this pilot, landlords will be required to take on the obligations of the Grant Funding Agreement where a tenant leaves. Please follow the standard change of Management Control and succession process in this scenario.

In all cases it is important to note that should we need to reclaim any Grant funds paid at any point during the Grant Funding Agreement, we will recover this from the Grant Recipient who was in receipt of the funds. We therefore strongly encourage tenants and landlords consider a private indemnity clause in tenancy and land sale agreements to ensure they are protected should a reclaim be sought.

Succession from tenant to tenant

EWCO allows for the succession of Grant Funding Agreements from tenant to tenant. Where this occurs, the landlord must countersign the Succession Form to confirm that the Land is now under a new tenancy, and that they will continue to take responsibility for the Grant Funding Agreement should the new tenant be unable to do so during the Grant Funding Period.

Sale of Land where the tenant remains the Grant Recipient

A succession is not required where the Land which is the subject of the Grant Funding Agreement is sold or transferred by the landlord and the tenant remains the Grant Recipient named on the Grant Funding Agreement, and they retain full Management Control of the Land. We consider the new landowner to agree with the same conditions as the previous landowner that countersigned the EWCO application. We strongly encourage you to include a private indemnity clause in land sale agreements to ensure you are protected in case of reclaims should the Grant Funding Agreement fail to meet obligations.

Succession from tenant to the landowner

Landlords that have countersigned a Grant Funding Agreement are liable to ensure that all obligations under the Grant Funding Agreement will be properly fulfilled for the full term of the Grant Funding Agreement, where the named Grant Recipient ceases to have Management Control of all or part of the Land.

The Change of Management Control Notification and Succession Forms include space to outline why the tenant is leaving the Grant Funding Agreement and the landowner succeeding. Where Land is resumed by a contested notice to quit, we may refuse the succession or prevent it taking place for 12 months at our discretion. Tenants should seek legal advice on their position should their tenancy cease unexpectedly before the end of any Grant Funding Agreement.

Succession from landowner to tenant

If you are a landowner with a EWCO Grant Funding Agreement and can show that you retain Management Control over the Land that has been let to a tenant, a succession is not required, and you will remain liable to fulfil the obligations of the Grant Funding Agreement.

Where a new tenant receives management control over the Land, the succession process should be followed.

2.5 Death of a Grant Recipient

If a EWCO Grant Recipient passes away, the process for succession will depend on the circumstances of the Land ownership.

We may, at our sole discretion, choose not to either:

- a) recover any funds from the estate of the deceased
- b) enforce the 3 month timescale for notification where any change of Management Control occurs
- c) enforce the 12 month timescale for succession of the Grant Funding Agreement.

Land held jointly with a surviving Grant Recipient

If the Land was held jointly with another EWCO Grant Recipient and the share in the Land is left to them, we do not consider that a succession or a change of Management Control has taken place and no action is required.

Land held by a sole Grant Recipient

If a sole Grant Recipient has passed away and the Land and Grant Funding Agreement are to be transferred to a new third party, the executors of the estate who are to be granted probate should notify us as soon as possible that the ownership of the Land will change.

As in any succession, on the grant of probate the executors of the estate should complete a Change of Management Control Notification Form and a request Succession Form (for the purposes of the forms, the executors are the Grant Recipient) and ensure that the beneficiary in receipt of the Land also completes the Succession Form (as the intended successor). They should then arrange for the Succession Form to be sent to us for approval.