



## **THE JOHN RAE SOCIETY FIT FOR THE FUTURE PROJECT**

### **BRIEF FOR GOVERNANCE REVIEW, BOARD DEVELOPMENT AND TRUSTEE RECRUITMENT**

#### **1. INTRODUCTION**

The John Rae Society is looking to appoint a suitably qualified consultant to undertake a governance review, Board development and Trustee recruitment as the Society delivers its Save Hall of Clestrain project and develops plans to preserve the Category A Listed Hall of Clestrain, Orkney – birthplace and childhood home of the famous Arctic explorer John Rae.

This review, development and recruitment project is part of a National Heritage Lottery Fund (NLHF) supported Fit for the Future project that aims to build the resilience and capacity of the organisation to care for this unique and internationally significant heritage and realise the benefits to the Orkney community and economy.

#### **2. BACKGROUND**

The John Rae Society ([www.johnraesociety.com](http://www.johnraesociety.com)) was established as a Scottish Charitable Incorporated Organisation (SCIO) in 2013, Registered Charity Number SCO44463. Its purposes are:

- To advance the education of the public in the life and achievements of John Rae as the discoverer of the final navigable link of the Northwest Passage and one of the greatest arctic explorers
- To advance the arts, heritage, culture and science by promoting the life and achievements of John Rae to foster friendship and understanding between members of the public, the people of Orkney, and those in Canada, particularly, but not exclusively, those areas associated with John Rae, through a broad range of activities
- To conserve, restore, augment and sustainably develop Hall of Clestrain as a building of historic and architectural significance; as a celebration of the birthplace of John Rae; and as a significant visitor, information and study centre for tourists and local people alike, relating to the Arctic then, now and in the future
- To provide new facilities that respect the character of the listed historic buildings; to support sustainable activities and enable economic growth providing real community benefit, by creating education, training and volunteering opportunities particularly for young people and unemployed people locally; to provide and maintain recreational facilities and public amenities in the restored buildings, available to local community and visiting groups

- To promote engagement with local communities, businesses and academic institutions; to enable the new facility to act as a focal point for collaboration; and to increase awareness and understanding and learning particularly, but not exclusively, relating to the Arctic.

Its constitution identifies that The John Rae Society (JRS) has the ‘power to do anything which is calculated to further its purposes or is conducive or incidental to doing so’.

JRS has a dynamic and successful track record. In 2016, following a successful fundraising campaign, the Society purchased the Hall, subsequently installing a temporary visitor centre, employing a part-time Project Officer, holding numerous events and activities and undertaking outreach with schools.

Between 2020-21, JRS worked with a conservation accredited architect and a business consultant to devise a capital development scheme for the Hall. This large-scale development included preserving the Hall, reconstructing and re-using the East and West pavilions and creating a new-build Arctic Centre to the north façade of the Hall.

Despite early funding success, JRS was unable to secure match funding. This position and the significantly changed heritage and funding environment post Covid-19, led the Society to reflect on its plans. In 2023, the Society made the decision to progress its purposes through two smaller, discrete projects, each better able to obtain funding to secure the long-term preservation of this highly significant building:

- Project 1: Save the Hall of Clestrain (2024-25/6 – short-term)

An urgent repair project to make the building wind and watertight and enable it to dry out ahead of any further work.

- Project 2: Capital Project (2025-29/30)

A project that will secure the long-term sustainable future of the Hall of Clestrain through a mixed-use development combining heritage attraction, engagement, learning, community and commercial activities.

Having already secured a £500k Repair Grant offer from Historic Environment Scotland towards Project 1, the Society is working to secure match funds during 2024-5.

In parallel, and deeply mindful of the need to rescale its plans and develop its resilience and capacity to deliver, the Society has secured a National Lottery Heritage Fund grant of £248k to support it in these endeavours. The project, Hall of Clestrain – Fit for the Future, commenced in August 2024 and will complete in September 2025. The Society plans to submit a National Lottery Heritage Fund R1 Development Stage application in November 2025.

### **3. SCOPE OF SERVICES**

#### **3.1 Governance review**

Working closely with the Chair and Project Manager and supported by the wider Board of Trustees, staff and volunteers, the consultant will assess the Society’s:

- Governance
- Leadership
- Organisational and project structures (existing and future)
- Policies, procedures and practices.

The consultant will explore options for improving these, drawing on proven good practice in other voluntary organisations and the current legal obligations for Scottish charities.

It is envisaged that the main recommendations on how the Society works will be explored with the Board through a series of workshops (face-to-face and online) designed to ensure all Trustees have the opportunity to fully engage with the review, the formation of proposals and their implementation. Discussions should have an emphasis on realistic and practical approaches that support the Society's robust operation and sustainability.

In partnership with the board, the consultant will review and produce a complete set of revised policies and procedures that meet with best practice and that will serve the society going forward with respect to the activity they will be undertaking in the next 10 years.

### **3.2 Board development**

In parallel with the governance review, the consultant will undertake Board development, including a skills audit to establish the expert knowledge and skills of the current Board and identify gaps. Drawing on this work and the governance review they will prepare a fully costed training and development plan that identifies training and development priorities, including workshops, conferences, training courses, online guidance and reading, in addition to possible training, briefings or update sessions at Board meetings or at an away day.

This will be used to procure and arrange further training or development to ensure it is delivered during the project so that its benefits can be achieved in the short-to-medium term, improving governance, building accountability, aiding Trustees' understanding of their strengths and weaknesses and creating an environment where Trustees can work together towards a shared vision.

### **3.3 Trustee recruitment**

The consultant will need to consider Trustee recruitment, succession planning and benchmarking. The Society currently has six out of 12 possible Trustees and wishes to explore how it can add skills to increase its capabilities and capacity, especially in light of current projects and plans.

The governance review and Board development process, especially the skills audit, will identify gaps in the current Board's skills and capabilities. This should inform a Trustee recruitment process to grow and strengthen the team in line with its current and future plans and needs. The appointed consultant will support this process by creating Trustee role descriptions and advertisements, identifying possible locations to advertise and costs, helping to advertise the roles, supporting applicant sifting, interviews and the appointment process.

### **3.4 Contacts**

The Consultant will work most closely with the Chair and Project Manager. In addition, there will be contact with the remaining Board of Trustees (currently six people), Treasurer, contractors, staff, volunteers and supporting groups (Steering Group and Advisory Group that include Trustees).

### **3.5 Location and timings**

To establish and support a close working relationship we anticipate an initial meeting in Orkney, followed by at least one or two in-person workshops, and supported by remote contact via Zoom/Teams/telephone as appropriate throughout the work.

Due to the nature of working with volunteers, some evening and evening work will be required to maximise their availability.

## 4. OUTPUTS

The key outputs from the Services outlined in Section 3 are:

### Governance Review

- 1:1 sessions with each Board member
- Workshops (face-to-face and online)
- Writing up the outputs of all discussions and workshops
- Development and presentation of detailed recommendations for improvements. This should be an in-person presentation to the Board in Orkney with an accompanying draft report. JRS will provide comment on the recommendations both in the meeting and subsequently in writing. The consultant will produce a final written report in the light of these comments
- Review and production of required role descriptions and policies and procedures.

### Board development

- Board development activities to grow skills and capabilities
- A skills audit administered through a self-completion survey and follow-up phone calls with each Board member
- Preparation of a summary report of findings to be shared with the Board
- An itemised, prioritised, costed training and development plan that identifies a broad range of opportunities to develop individual Trustee skills and the Board's capabilities, and that enables training to be implemented and benefits derived during the project.

### Trustee recruitment

- A clear proposal for the development of the Board through recruitment of new Trustees so that it reflects the emerging needs and focus of its projects
- Creation of role descriptions and advertisements, placement of advertisements and helping to respond to candidate queries
- Practical support to candidate sifting and the appointment process.

## 5. PROGRAMME

Given the importance of this task within the wider project, this is an early task in our work plan. The indicative schedule is below but we would welcome feedback on this in your tender response.

Month 2024	Activity
w/c 21 October	Issue brief
15 November, 12noon	Deadline for submissions
w/c 18 November	Interview/Appointment commences
November-January	Governance review, board development, skills audit, training and development plan
December-January	Board recruitment (advertise)
December-February	Board recruitment (support to process)
February	Update training and development plan to reflect new Board

## **6. REQUIREMENTS FOR FULFILLING THESE SERVICES**

We are looking for a skilled and experienced consultant to critically analyse our current governance and operations model. The consultant must demonstrate in-depth experience of working on the organisation and function of voluntary and charitable organisations (including the heritage or environmental sectors). The ability to speak with authority and diplomacy to longstanding members and volunteers will be a key influence in our appointment.

Excellent facilitation skills, combined with sensitivity, empathy, and respect for confidentiality will be important character traits in helping Trustees and volunteers make the most of this process, and the ability to pursue informed, proactive, practical recommendations which we can then implement, potentially with the future support of the Consultant.

The Consultant will be registered self-employed/employed by their consultancy company and responsible for their own National Insurance and Tax payments as required by HMRC.

## **7. TENDER REQUIREMENTS**

Proposals should comprise the following.

### **7.1 Response to the brief**

The response to the brief should include:

- A clear methodology statement for the delivery of the Services and Outputs detailed in Sections 3 and 4
- An outline work plan identifying key dates of all elements and sign-off points informed by this brief
- Confirmation of individuals who will fulfil the Services, including sub-contractors if relevant, and summary CVs (two sides of A4 max.), clearly highlighting relevant experience of named individuals (as opposed to company's broader ones)
- A detailed fee submission for each Service, detailing staff responsible, tasks, day rates and expenses.

### **7.2 Relevant experience**

Please provide details of two relevant projects. For each project, include a description of the project, your/your company's and/or sub-contractors' role, client, budget and project dates.

### **7.3 Fee**

The fee is to be a fixed lump sum of up to £14,000 for the provision of all Services as outlined in the Scope of Services.

The Fee is to include all expenses. This will include printing costs, travel costs, accommodation, disbursements, reports and all other expenses and costs required in the provision of the Services. The fee should include VAT.

A separate Board training budget of £8,000 is available.

### **7.4 References**

Please provide reference details of two recent contracts that are relevant to this project. Include the name and contact details of the client's representatives who could be approached for references. References will be taken up only before confirmation of appointment.

## **7.5 Insurance**

The Consultant is required to have their own professional indemnity insurance of £1 million. JRS will require proof of this policy and cover before appointment.

## **7.6 Tender return**

Tenders must be submitted electronically to [genna.adkins@johnraesociety.com](mailto:genna.adkins@johnraesociety.com) no later than 12noon Friday 15 November.

Tenders are to remain open for acceptance for a period of 60 days.

## **7.7 Tendering Costs**

JRS will not be responsible for or pay for any costs or expenses that are incurred by any tendering consultant in preparing and submitting their tender.

## **7.8 Contract Award Criteria**

Tenders will be assessed on the following criteria:

- Response to brief and additionality **30%**
- Qualifications and Experience of **30%**
- Fee **40%**

Each proposal will be given a score. A proposal considered to be unsuitable shall be rejected at an early stage if it does not respond to important aspects of the brief. JRS shall notify unsuccessful tenderers of the rejection of their proposal after completing the selection process.

Tenders will be awarded on the absolute discretion of the JRS Board. The decision will be final and binding. No correspondence will be entered into.

## **7.9 Enquiries**

Any enquiries arising from this Invitation to tender must be submitted in writing via email to: [genna.adkins@johnraesociety.com](mailto:genna.adkins@johnraesociety.com)