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| **INVESTMENT DIRECTOR:** | Gerald Gannaway, Finance Birmingham |
| **COMPANY NAME/APPLICANT:** | Birmingham City Council |
| **BUSINESS DESCRIPTION:** | Residential Development/ Land regeneration of 13.3 hectare (33.09 acres) council owned site |
| **LOCATION:** | Yardley Brook, Cole Hall Lane, Shard End |
| **INTRODUCED BY:** | BCC- Andrew Hood/ Shahid Iqbal |
| **FUND:** | WMCA – Brownfield Land & Property Remediation Fund ("BLPDF") |
| **TRANSACTION TYPE:** | £4,386,000 Land remediation grant request (alongside matching request from HCA's Birmingham City Deal Programme) in respect of contaminated site (former sewage works) with additional exceptional remediation and infrastructure costs, totalling c£9.5m, ultimately to deliver 263 houses. |

## INVESTMENT SUMMARY

This request was presented to the IAG 4/12/17, who approved progression to Board.

Discussion focussed on the commitment that BCC are making to the scheme, and timescales. In respect of the former, the expected loss (to BCC) on the scheme after grant, as outlined on page 8, is £3.283m, even if all goes to plan and cost. In addition, Birmingham will need to fund the balance of the costs, £37.625m, and on which basis, it will be over 40 years before they seen any positive return. They have many competing priorities, and without this grant support, they would not be bringing forward this scheme at this time.

In terms of timescales, which were also discussed, we have brought forward the end scheme completion date, and enhanced Grant conditions, such that the scheme must achieve intermediate deadlines, failing which the Grant request will need to be re-approved by Investment Board.

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The site is owned by BCC, and was formerly a sewage treatment works, operated by the then public utility, Upper Tame Drainage Authority, until it was decommissioned in the early 1970's, and purchased by the City Council. Formal responsibility for waste water treatment became the sole responsibility of the Water Authorities in Autumn 1974.

Located approximately 6 miles east of Birmingham city centre, and situated in the corridor suburb of Shard End. The site is located adjacent to an established residential

area to the north, east and west, and to the south of the site lies green open space and beyond that large industrial units.

Since decommissioning the site as a sewage works, limited remediation work has been undertaken on site including; the removal of the concrete tanks and structures to ground level, mounding and sealing deposited sludge on the site and importing pulverised fuel ash to raise ground levels to prevent flooding from the nearby River Cole. Any contamination is now contained within the site. Landscaping was finalised in 1982 to create a public open space.

At the southern edge of the site lies the River Cole Valley and surrounding woodland which is designated as Site of Importance for Nature Conservation (SINC). The Yardley District North Rugby Club is located at the western edge of the site and this facility may remain, and will be unaffected by the development proposals.

A 132KV high voltage cable runs through the site buried at shallow depth that will require reburial as part of the redevelopment of the site.

Extensive further land remediation will be required to enable future use of the site for housing development.

Intrusive Ground Investigation has been undertaken, showing that the site is affected by high levels of gas associated with the deposited sewage sludge. The work will involve excavating deposited sludge (c1m depth under current capping) and redepositing and capping on a mound on the site, which reduces the net developable are to c 20 acres. The developable land will require further abnormal expenditure, including gas barrier membranes, abnormal foundations etc. Total exceptional costs are estimated at c£10.5m, but strictly defined remediation costs, c£8.6m (£9.5m including contingency). Remediation liability now rests solely with BCC. See Appendix 4

Redevelopment is anticipated to produce some 263 new homes, with 132 of these to be sold (or the remediated land attributed sold to a developer) as private market homes, and 131 retained as Affordable Homes by the City Council under its 'Birmingham Municipal Housing Trust' brand within its Housing Revenue Account.

Savills were instructed by BCC & the HCA, in conjunction with Arcadis, to review options for the redevelopment.

The proposals now put forward are considered to drive the optimum deliverable outcome for both BCC and the wider WMCA region.

Whilst consideration could be given to a totally private sector led development of the scheme, which might drive higher sale values, the options review by Savills has confirmed that the same level of grant requirement will prevail, even if the maximum number (65%) of private sector houses were built.

This would not however achieve BCC aims of providing additional social housing stock, which may (after c40 years) start producing a net positive return for the Council, on its c £20m capital investment.

Further, recent sales evidence for a large scale residential scheme in the vicinity, suggests that bulk private sector sales are hard to achieve and a developer would be hard to attract, so delivery of homes would be delayed.

BCC Planning are fully aware of proposals for the site, and have ongoing dialogue, as BCC move closer to submitting a planning application. BCC (via Arcadis) are currently working up an Environmental Impact Assessment for the site, which will then be followed by a full planning submission December 2017.

The scheme is actively supported by Planning and Senior Council members.

**Timing** (revised and brought forward in accordance with latest Arcadis Project Plan) Essentially remediation and new build work now overlaps.

Planning for housing expected June 2018.

Contractor appointment for remediation and new build September 2018

Developer remediation planning submissions October 18 to Dec 18, expected March 2019. This is an intermediate deadline (see grant conditions).

Site remediation commences September 2019.

Remediation partially completed September 2020.

Start on site houses 3 phases , 1st 100 houses, September 2020. This is an intermediate deadline.

Remediation complete January 2021.

Final units completed December 2024.

**Planning**

PLANNING AND POLICY CONTEXT

The Birmingham Plan (Adopted 10 January 2017)

The site at Yardley Brook is covered by Policy GA8 – Eastern Triangle. It is proposed that the Eastern Triangle will deliver regeneration and growth for around 1000 new homes. This will be across a number of locations offering a range of housing types. The potential for the redevelopment of further suitable housing stock as well as the more efficient and effective use of existing land and buildings where practical and particularly at locations that are close to local centres, accessible by public transport and on or close to main transport corridors will be explored.

The development is expected to provide high quality new housing environment that will ensure wider housing choice within the Shard End area in line with the principles in Policy TP27. This will include broader housing opportunities and associated community facilities.

National Planning Policy Framework (NPPF) (2012)

The NPPF promotes sustainable growth and development, seeking positive improvements in the quality of the built environment including the improvement of conditions in which people live, work, travel and take leisure.
The Framework recognises the importance of town centres and how local authorities should consider policies that address management and growth.
The Framework also aims to significantly boost the supply of housing – and guidance is provided in achieving a wide choice of high quality homes and the creation of sustainable, inclusive and mixed communities.
The NPPF also promotes healthy communities, which includes recognising the importance of open space and playing fields. Any proposed development of open space or playing fields should only be undertaken if an assessment has been undertaken that shows the land to be surplus

**Management**

The scheme is actively supported by planners and senior Council officers and local Councillors for residential accommodation.

BCC – Scheme overseen by Andrew Hood, a senior manager within the City Council's housing development team, and managed by Shahid Iqbal, a development manager in the Council's housing team. Both have experience of progressing residential development projects for the City Council since 2008, when housing development of mixed tenure accommodation was recommenced. The City Council has successfully delivered some 1,000 new homes on the Council's landholdings since that date. Legal input from City Council in-house legal to a) the Development Agreement with preferred developer (and its remediation sub-contractor) and b) plot transfers for market sale homes to purchasers.

Advisors:-

*Savills* - market report and appraisal options.

A full report was commissioned by BCC/HCA, which has considered a variety of development options for the site. FB, on behalf of the WMCA, have further engaged directly with Savills 7 Arcadis

The report provides a commentary on residential house values in the area and assesses residual land value of various development option, and concludes that the various option are not commercially viable

The chosen development plan which provides 50/50 market and affordable (Council) homes is deemed the optimum solution, however there is a large viability gap, and remediation cost.

The development will be procured through the Homes and Communities Agency DPP3 framework with the successful tenderer being responsible for the development of the outright sale homes under a development agreement under a build now and pay later arrangement and also enter into JCT build contract with the City Council for the construction of the affordable housing and these will be funded through the Housing revenue account.

*Arcadis* – Darren Clarke (Head of Client Services for Commercial Developers) and David Robertson (account Principal Residential Sector) have been procured by BCC to act as its Employers Agent to manage all aspects of this project, including:-

a) securing Environment Agency and NHBC approval
b) updating habitat and other surveys
c) Securing planning consent for residential development (including screening and scoping opinions and completion of Environmental Impact Assessment)
d) securing legal Agreement with National Grid for working adjacent to 132kV cable
e) procurement of developer from HCA's DPP3 Panel (including remediation contractor). Includes preparing tender documentation, assessing tenders and recommending preferred bidder to City Council.
f) Project monitor for planning application process (discharging reclamation strategy conditions by appointed developer) and ensuring requisite pre-start consents in place.
g) Project monitor for site activities undertaken by appointed developer (and its remediation contractor), including ensuring liaison with Environment Agency and Local Planning Authority.
h) Certification of payments to appointed developer (and its remediation contractor) by City Council, and funding claims for City Council to HCA (City Deal) and LRF.

An intrusive site investigation was undertaken by Arcadis, and treatability testing undertaken by Celtic Technologies.

*HCA* (contact David Warburton) - are expected to provide matching Public Asset Accelerator grant funding for the other half of the remediation costs.

**Options** review on behalf of the WMCA

Further to the previous Advisory Group minutes, Finance Birmingham have engaged directly and received input from both Arcadis and Savills, to ensure there are no other options, in terms of remediation or achieving a higher land value (i.e. lower grant requirement)

*Remediation methodology*

i.e is there a better cheaper more expeditious method

Finance Birmingham are in receipt of updated advice from Arcadis, accompanied by Site Investigation and Strategy report by Celtic. This confirms there is still only one viable remediation method, known as "lift and shift" which will enable houses to be delivered in compliance with the warranties needed for purchasers, e.g NHBC. Other options were considered, with costs ranging from £8.688m to £21m plus.

Options included:-

1) Onsite treatment of sludge /re-use
2) Off site re use/disposal of sludge
3) Partial relocation of the sludge
4) Barrier systems

The chosen "lift and shift operation" is costed at £8.688m, with contingency, this is assumed at £9.5m.

*In essence, there is no other viable remediation plan.*

This is as recommended originally, and still supported by Arcadis, verified by Celtic, and accepted by the HCA. We therefore support this plan.

*Housing mix*

i.e. Increase element of private sector houses to 65% (maximum possible) from 50%, with a view to achieving a higher GDV and minimising grant

Savills have prepared (with cost input by Arcadis) a specific alternative appraisal for us, on this basis, and the highlights are:-

GDV £37.487m

Costs £37.304m (excluding and land value or developers profit) Cost figures supplied by Arcadis.

*Plus remediation costs c£9.5m*

*Loss/shortfall £9.317m (i.e. greater than £8.6m grant)*

*Total shortfall means even with 65% private sector housing, we cannot reduce the grant requirement.*

*In addition, Savills advise that the proposed 50/50 split will deliver the provision/ take up of houses more quickly than with a higher proportion of private units*. Their full recommendation to us is:-

*"The option that sees the 50% social housing delivered alongside 50% open market housing is likely to deliver the most amount of housing in the shortest period of time.*

*Whilst the site has not been formally marketed, our experience with housebuilders in the region suggests that they would not approach the site in it's current form (requiring significant remediation costs), and even with remediation undertaken would not likely be of sufficient interest. This is largely because the area is a low value area, with values struggling to get above £200 psf, combined with the added pressure of build costs , which means this is not a highly attractive or sought after location. Given the socio-economic make up of the area, affordability is key issue for potential house purchasers, and therefore values are likely to remain low. This will also affect the take up of completed units. On a policy compliant scheme (35%) if a sales rate of only 2 open market units per month is able to be achieved, it could take up to 7 years to sell all the open market units. However, if a 50% social / open market scheme is pursued with the same sales rate, the open market units could all be sold within 5 and a half years - this is a 30% improvement on the delivery of homes for a 15% increase in social housing numbers. This is assuming that the social housing is delivered at the same rate as the open market, but operates on a turn key basis, where occupation is taken as soon as the units are completed. In order to achieve the maximum housing numbers in the shortest period of time, we would recommend that the 50/50 approach is taken".*

As is noted under Timing above, the final delivery of completed units, based on the revised plan by Arcadis, where there is now overlap between the remediation work and housebuilding work, final full delivery of housing has been brought forward some 2 years from 2026 to 2024

**Transaction (update) based on 50/50 split, updated appraisal prepared by Savills attached at Appendix 2**

This full scheme (as currently proposed, 24/10/17) involves the construction of:-

132 private units – 62 x 2 beds, 54 x 3 beds, and 16 x 4 beds.

131 affordable units - 62 x 2 beds, 52 x 3 beds, 17 x 4 beds

Units comprises a mixture of apartments, bungalows and houses.

Total 250,448 sq feet

**Updated project Profit Summary Revenues & Costs**

| **Revenues** | £k |
|---|---|
| Total GDV - Private £23149 | 34656 |
| Affordable £11507 | |
| **Costs** | |
| Land Purchase including stamp duty | 0 |
| Construction costs | 19850 |
| Primary infrastructure | 4935 |
| Secondary infrastructure | 305 |
| Footpath on layout | 621 |
| Abnormal foundations | 670 |
| Prelims | 3915 |
| Services to plots | 657 |
| Professional costs | 1913 |
| Marketing & sales | 264 |
| Remediation | 9500 |

| | |
|---|---|
| **Contractors OH profit and contingency £716)** | 2744 |
| **Total Costs (Ex Financing)** | |
| Assumed financing | Nil |
| Monitoring Costs | Nil |
| **Total Costs excl Finance and disposal fees** | 46625 |
| **Projected Loss before grants, land value, finance, and developers profit** | 11969 |
| Loss therefore mitigated by £8686 grant | (8686) |
| Net loss | 3283 |
| Break even costs (before finance) | 43342 |

**Funding Required/Cashflow Drawdown/Timing**

BCC funding structure for the scheme attached at Appendix 1, to be updated

Essentially :-

Costs met by:-

HCA Grant £4.3m

BLPDF Grant £4.386m

Balance to be funded by council - £37.625m (effectively offset by the 131 homes retained as affordable homes under its "Birmingham Municipal Housing Trust" brand within Housing Revenue Account) and sales of the 132 private sector homes for £23m.

The BCC NPV funding model suggest that the net benefit to the council of HRA receipts offset against debt and funding costs, only becomes positive after 40+ years.

Section 106 is not expected to be required, and no land payment.

**DEVELOPMENT**

**Overview of scheme - construction and marketability**.

Land has no/negative value (as open space).

Current proposal assumes, of total acreage, only 20 net developable acres.

Remediation cost at £8.6m (£9.5m inc. contingency), plus other abnormals results in total additional costs of £10.5m for this site.

There is the potential for further cost, depending upon the final amount of sludge excavated, albeit this will be at the risk of BCC. The site investigation highlights the main risk is additional depth of materials, however the estimated maximum potential further risk in this regard is c10%

Cost have been prepared by Arcadis. Core housing construction costs are £90 psf which seem realistic, but on top of this there are significant further infrastructure (excluding

£9.5m remediation costs) reflecting that the site remains challenging, even post remediation.

Savills base sale prices of the private sector housing on £180 psf. This seems realistic, given the local challenges, and evidence.

Any savings on costs or enhanced GDV or land value ultimately made would be captured by proposed clawback of the grant (see below). Clawback also links into timescales.

**Ground conditions**

Arcadis (previously E C Harris) were commissioned by HCA and BCC in 2016 to undertake site survey, ecology survey, flood risk survey, intrusive ground investigation and Remediation Strategy. Celtic Technologies were appointed to undertake a Treatability Study of the sewage sludges and concluded that the only viable option is to relocate approximately 83,000 cubic metres of sewage sludge by a 'lift & shift' operation producing a landscaped mound on part of the site, with the addition of further stabilisation, installation of a barrier to prevent gas movement to the development area and a drainage system. Preferred remediation strategy considered as least cost compared to other methodologies.

The Rugby Club has a club house on a small part of the land, which it occupies on a long leasehold basis (until 2028) from the BCC. Its pitches are on adjacent City Council owned land. The club has aspirations to move to a new location but has not sought funding for this, although the Council has budget cover within its Housing Revenue Account to contribute to its relocation. It is possible that the Club may remain in situ, such that there will a loss of around 10-12 homes (hence 273 to 263 units) with an impermeable barrier implemented to prevent landfill gas movement from under the club house. In the event that the club moves off site, then there exists the possibility to deliver these additional units.

A 132 kVA cable traverses the site. Relocation is costed at circa £2m by the utility company.

**Economic & Social outputs**

| Description | | BLPDF targets # |
|---|---|---|
| Land remediated | 13.3 hectares | |
| Homes Created | 263 | 800 homes |
| CIF Loan | 0 | |
| BLPDFGrant (max) | £4,386,000/ £17k per home | <£20.8k per home |
| Value for Money £k per home | 33 (allowing for HCA Grant, before clawback) | |

13.3 hectares of remediated land, where the WMCA SEP is looking for annual remediation of some 115 hectares per annum

263 residential mixed tenure new homes developed, including some 131 Affordable Homes to be owned and managed by Birmingham City Council to reduce the 20,000 families seeking accommodation on the Council's Waiting List.

16 Full time equivalent temporary jobs created during the remediation and housebuilding phase (estimated 1 year FTE per £200,00 Works costs)

Includes commitment for developer procurement to require up to 27 training /apprenticeship opportunities based on an assumption of £1m of contract value per full time apprenticeship.

# Note the BLPDF (£50m fund ) targets are:-

1600 jobs, 800 homes, 200,000 square feet commercial floorspace, significant private sector funding leveraged. This fund was primarily anticipated to work alongside the CIF.

**Sales Demand**

Savills have undertaken a full review of the proposed development. It appears that the proposed pricing of the market units for sale is appropriate alongside the retained affordable. Market evidence in the vicinity includes Shard End Village (Barratt scheme) where even with very significant public subsidy, it has been a struggle to sell homes. Hence the proposal to phase the development. Ultimately the sales risk (of the land for private sector development) lies with BCC.

Clearly there will be no issues with affordable house rentals given the desperate shortage and waiting list for affordable homes to rent across the city.

**Security**

We would propose a first legal charge over the portion of the site to be remediated and sold for open market housing, as a minimum.

**Clawback**

Proposed conditions, subject to final legal advice and accountable body input into discussions with BCC:-

Profit/cost

- If, due to remediation costs and build costs being lower than £43.3m (see page 8, at which point BCC will break even on value/expenditure before land and finance costs) and/or GDV exceed £38m, where BCC will then make a "profit", thanks to the Grant support, subject to agreement with HCA, the BLPDF grant will be reduced proportionately, based on 50% of any "profit".
- If any sale of the remediated land achieves more that £250k per acre, then again, subject if need be to pro-rata agreement with HCA, the BLPDF grant will be received proportionately, minimum 50% of excess.

Timescale

- If a minimum 260 houses are not completed by 31 March 2025, then BLPDF grant clawback applies pro rata based on unit shortfall (£17k per property).
- If planning approval for remediation works is not in place by 30 June 2019, then the grant offer lapses and must be resubmitted to Investment Board for ratification.
- If start on site for housebuilding is not achieved by 31 December 2020, then the grant offer (i.e. any remaining funding) lapses and must be resubmitted for ratification.

**Risk Analysis & Risk Management**

- **Ground Conditions** - Fully investigated albeit the potential remains for extra costs, albeit this risk will rest with BCC (incentivised by the Clawback provisions)
- **Satisfactory completion of scheme within acceptable timeframe** - Grant availability proposed to be restricted to initial 39 month timeframe (or such other period as may be reasonably agreed by fund manager).
- **Cost Overruns/contractor risks** - Developer/contractor risk will be borne by BCC.
- **Exit/Sales/Occupier Demand** - Fully satisfactory review undertaken by Savills. Proposed sale prices look entirely reasonable against local market comparisons, but ultimately this risk is again borne by BCC (land sale value for private sector houses, and rental from retained affordable homes). Sale at the nearby Barratts scheme have been slow, which therefore underpins the plan to split and phase the site between affordable and private housing.

**Conditions of grant availability/drawdown**

In addition to Clawback above we propose:-

~ Satisfactory outline planning must be in place for a minimum of 260 homes, and remediation, before work commences/grant may be drawn

~ Confirmation satisfactory grant from HCA (locally approved to date) via Public Housing Accelerator Programme. Anticipated January.

~ Drawdown/availability period to be agreed, but anticipated final drawdown to be no later than March 2021.

~ Sight of final remediation costings in line with expectations. We reserve the right to obtain a further independent review of such costs.

~ Drawdown overseen by Finance Birmingham against invoices.

~ Site visits by Finance Birmingham to ensure satisfactory progress.

~ Satisfactory State Aid compliance. Satisfactory legal review at applicants expense if grant progressed. All such extra professional cost to be added to grant (hence up to £4.386m grant)

**Recommendation**

This is a complex site and scheme, the options for which have been explored by BCC and its professional advisors.

- FB, on behalf of the WMCA, have further tested the plans with Arcadis and Savills directly. In terms of remediation methodology, and housing mix in particular.
- Timing has been brought forward.
- The HCA have also confirmed, insofar as a definitive legal opinion is ever available, that the chances of securing compensation from any third party for rectification works to housing standard, are remote.
- We have expanded clawback and conditions such that various deadlines must be met (June 2019 and December 2020) in order to fully draw the grant. Thereafter clawback also applies if 260 houses are not completed by March 2025.

The scheme is actively supported by Planning and Senior Council members.

Having reviewed the various options and considered the alternatives, the redevelopment as now proposed seems to provide the best value and optimum route, to both regenerate the site, and help provide a balance of housing supply across the WMCA, as quickly as possible, meeting key SEP objectives.

Therefore recommendation is to approve the grant request subject to the above clawback terms, and conditions.

Gerald Gannaway

Investment Director, Finance Birmingham.

**Attachments:-**

Appendix 1 BCC funding model (to be updated for higher costs of revised scheme)

Appendix 2 Revised 50/50 development appraisal.

Appendix 3 Minutes of IAG meeting 4/12/17

Appendix 4 Summary legal advice to HCA re polluter pays

Appendix 4

HCA have confirmed they have received legal opinion from Pinsents. Copy of such advice will be provided or obtained directly.

Essentially HCA confirm, based on their advice from Pinsents, there is no clear cut case to seek contribution from any other entity:-

Issue 1 –

BCC acquired the site from Upper Tame Drainage Authority. In practice BCC acquired the site with full awareness of the pollution, and have already part remediated.

Upper Tame Drainage Board interests were subsequently acquired by STW.

Upper Tame Drainage Board no longer exists.

Attributing liability to STW is a grey area, as the site was disposed of, before STW took on the interests of Upper Tame.

Issue 2 - BCC have remediated the site already, to a point where any contamination is contained/sealed, and the site is in used as public open space. Further remediation costs arise now, out of the desire to bring forward the land for residential use, to current standards. Pinsents cannot confirm that attributing such further costs to a successor body of the original polluter (particularly bearing in mind Issue 1) would be successful.

Pinsents advised that in the last 10 years there has only been one case of a council pursuing a utilities provider.

This "uncertain" position seems to have been further substantiated by the recent, July 2017 Court of Appeal judgment in Powys Council v Price & Hardwick. In this case, Powys were not held liable for contamination by their predecessor body (Brecknock), caused at a landfill tip from 1960 to 1993. The site was/is owned by Price & Hardwick.

On 15 September 2001 the contaminated land regime in Part 2A of the Environmental Protection Act 1990 (**Part 2A regime**) came into force. The regime contains the legal framework for identifying contaminated land and allocating responsibility for remediation. The persons responsible for remediation are usually those who have caused or knowingly permitted contamination, but where they cannot be identified or no longer exist, then it is the current owner/occupier.

Whilst the local Govt reorganisation (1996) order did pass "all …liabilities" to Powys as successor body, Lord Justice Lloyd Jones found that the Environmental Protection Act 1990 did not come into force until after the Govt body transfer had taken place, thus there were no liabilities at the time of the transfer (as defined under the EPA 1990).

This ruling further supplements that in the Transco case :-

*The 'Transco' case*

In 2007 the House of Lords ruled in a dispute between the Environment Agency and Transco plc over liability for contamination arising from a former gasworks, that the transfer of rights and liabilities from a private company to a nationalised utility under the Gas Act 1948 and then to a privatised company under the Gas Act 1986 did not include liabilities under the Part 2A regime.

Clearly, with the 1970s transfer of Upper Tame Drainage Board interests to STW, it would seem even, under this latest ruling, a similar view could be taken, i.e there would be no liability to attach as defined under the 1990 EPA at the time of the transfer (of liabilities) to STW, and/or sale of this site to BCC. This recent Powys ruling seems to leave the landowners (with parallels to BCC) nowhere to go (apart from the Supreme Court).

Overall, the summary of the Pinsents advice (which pre dates the Powys ruling) is that the likelihood of success of any action to seek compensation for remediation costs against STW, the successor body to the original polluter in these circumstances, is at best a "grey" area. The only certainty is that that there would be a very significant delay and very significant legal costs.