



OLD SCHOOL PROJECT SHARE OFFER

MAY 2017



**FUTURE
WOLVERTON**
realising our community's vision



INVESTING IN THE COMMUNITY



Future Wolverton and Slated Row School are working in partnership to bring the Old School back into community and business use.

For more information call Future Wolverton on 01908 321898

Follow us on social media @oldschoolwolverton

www.oldschoolwolverton.org



business in community hands

We are grateful for the support of:

SUMMARY OF SHARE OFFER

Launch date: Wednesday 3rd May 2017

Closing date: Friday 30th June 2017

MIN. INVESTMENT: £50

MAX. INVESTMENT: £10,000

The aim of the share offer is to raise our optimal target of £200,000, though the minimum we are seeking is £120,000 and the maximum is £250,000

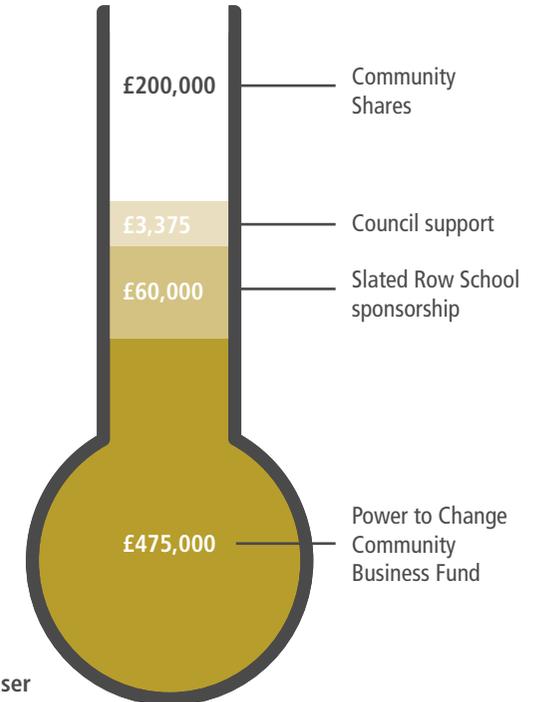
Our intention is to give a return of 2% from year 4.

We have applied for advanced assurance for Social Investment Tax Relief (SITR) – for more information see page 25.

Please read this entire Community Share Offer Document together with our Business Plan and the Society Rules which are online at futurewolverton.org before you apply to purchase Community Shares at Ethex.org.uk.

We have secured the support of the Booster Programme, which is funded by Power to Change and run by the Community Shares Unit. Under this programme up to £50,000 is available to match applications for shares from the public. This means that for every £1 invested by individuals another £1 will be invested in shares by the Booster Programme.

This share offer has been awarded the Community Shares Standard Mark, awarded by the Community Shares Unit to offers that meet national standards of good practice. For more information about community shares, the Community Shares Standard Mark and the Community Shares Unit go to: communityshares.org.uk



Secured Funding Totaliser
We're over halfway there





INVITATION TO INVEST

The Old School is a Victorian Grade 2 listed building located in the heart of the community of Old Wolverton, Milton Keynes. It has been out of use for over 20 years, leading to gradual deterioration to the fabric of the building, and giving the surrounding area a feeling of decline.

Our vision is to transform this derelict building into a thriving centre for community and education use. Once refurbished the building will provide a focus for an area of Milton Keynes that has seen extensive housing development, providing a venue for new and existing residents of the area to begin to create a cohesive community.

We will also create a three bedroomed Guest House from the residential side of the building, providing accommodation for some of the many people who work in Milton Keynes during the week but return home at weekends.

The Old School Project is the result of a unique partnership between Future Wolverton and Slated Row School, a community special school, who support over 190 children and young people with moderate to severe learning disabilities.

The uniqueness of our project is that both the Community Centre and Guest House will be run by young people from Slated Row School. This work experience will allow them to develop work related and independent living skills, broadening the opportunities available to them once they leave school.

After a 4 year campaign, Future Wolverton has already secured over £450,000 funding to buy and refurbish the building. The purchase was completed in the middle of April 2017.

We now need your help to raise the remaining funds needed to do the extensive

refurbishment work, so that the building can have a sustainable future.

You can invest as little as £50 to support the project, and we are hoping to be able to give a 2% return on any money invested from 2019/20.

By investing in the Old School project you are investing in a community business which will be run for the local community, by the local community, and will provide a hugely important focus for community activity in Old Wolverton and the surrounding West End of Wolverton.

Thank you for your support.



Simon Bennett
Chair, Future Wolverton Limited

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 Old School Project

 @oldschoolwolverton

THE OLD SCHOOL

The Old School is a grade 2 listed building located in the heart of Old Wolverton in Milton Keynes. In the past the building has been a community hall but has since fallen out of use and, to some degree, repair. The building will provide a focal point for the Old Wolverton community, giving long established residents a place to meet up and socialise and new residents somewhere to find out about the area and participate in community activities.

The project will also preserve the heritage of the area, telling the story of Wolverton's agricultural past and preserving an important listed building for the whole community to enjoy.

Once redevelopment has taken place, The Old School will contain three specific facilities:

- Community space for hire
- A guest house
- A café to be run as a standalone enterprise by students from Slated Row School

A strategic partnership has been established with Slated Row School, a community special school for children and young people aged 4 to 19. The school caters for over 190 pupils with moderate to complex special educational needs.

The school will bring sponsorship to assist with the refurbishment of the Old School and will provide vital people resources to the running of the facilities in the building through work experience projects for its sixth form and Year 10 students.

The opportunity to bring the Old School in Old Wolverton back into community use has been under active consideration by Future Wolverton since 2012. Future Wolverton began discussions with The Radcliffe Trust (who owned the building), and with their agreement made an application for the building to be included on Milton Keynes Council's Community Asset register. This application was granted in the summer of 2013. Milton Keynes Council gave planning permission for the refurbishment and redevelopment of the Old School in July 2016 and purchase happened in April 2017 with the support of a Power to Change grant.

In 2014 a feasibility study, funded by The Social Investment Business, was undertaken that involved consulting with the local community about whether or not they wanted the building to come back into community use, the options for refurbishment and the likely costs. Feedback from the community was that Old Wolverton lacked a focal point for the community. Bringing the Old School back into community use would give long established residents a place to meet up and socialise, and new residents somewhere to find out about the

area and participate in community activities. It also highlighted the relative isolation of the students from Slated Row School in Old Wolverton who lacked the opportunity to get to know people from the surrounding community, which would integrate the school into the local area.

Since the feasibility study, and in recognition of the lack of community facilities in the area, Milton Keynes Council have provided Section 106 monies to support the ongoing feasibility work to bring the Old School back into community use. This, together with the listing of the building on the Council's Community Asset Register, acknowledges the need for provision in the Old Wolverton area.

There is wide support from local organisations including the Town Council, Ward Councillors, Slated Row School and local residents for bringing the Old School back into community use. Letters of support point to the housing growth in the area, and the need for a focal point for the local community.

OLD SCHOOL PROJECT COSTS

Future Wolverton has already raised significant grant funding of over £400,000. The majority of the grant funding has come from the Power to Change Community Business Fund, which seeks to support community based organisations to establish self-sustaining enterprises whilst delivering social impact. Other financial support to support the redevelopment has come from Milton Keynes Council Section 106 funds, and a small grant from Wolverton & Greenleys Town Council.

The purchase was completed on 11th April 2017. The renovations are scheduled to be completed during the first half of 2018.

INCOME		EXPENDITURE	
Power to Change (for the purchase)	£340,000	Purchase	£300,000
Power to Change (refurbishment)	£135,000	Legal Fees	£23,601
Milton Keynes Council (section 106)	£2,000	Professional Fees (Building)	£58,072
Wolverton & Greenleys Town Council	£1,375	Building/Refurbishment	£312,000
Slated Row School sponsorship	£60,000	Share issue fees	£8,000
Community shares	£200,000	Working capital	£36,702
Total	£738,375	Total	£738,375

Should we reach our maximum target of £250,000, rather than the optimum of £200,000, then we can be more ambitious with elements of our development plans, including retrofitting energy efficiency and environmental measures into the building.

Once the refurbishments are complete Future Wolverton will be able to generate an income through the hire of the community space and letting of the Guest House.



OUR FINANCIAL PROJECTIONS

Headline figures for the first 6 years are set out in the tables below to reflect the three share offer targets for capital investment in 2017.

FINANCIAL PROJECTIONS IF WE RAISE £120,000

£	YEAR 1 2016/17	YEAR 2 2017/18	YEAR 3 2018/19	YEAR 4 2019/20	YEAR 5 2020/21	YEAR 6 2021/22
Income	372,778	198,375	31,114	46,686	57,381	65,820
Expenditure	50,877	33,468	41,130	45,889	46,723	47,582
OPERATING PROFIT	321,901	164,907	(10,016)	797	10,657	18,239
Tax	0	0	0	0	0	0
RETAINED PROFIT/(loss)	321,901	164,907	(10,016)	797	10,657	18,239
Reserves						
Share Capital	119	120,119	120,119	122,521	124,948	112,422
RETAINED PROFITS	325,342	490,249	480,232	481,030*	491,687*	509,926
TOTAL RESERVES	325,461	610,368	600,351	603,551	616,635	622,349

* Increases due to reinvestment of interest paid on member shares.

Continued on next page

OUR FINANCIAL PROJECTIONS CONTINUED

FINANCIAL PROJECTIONS IF WE RAISE £200,000

£	YEAR 1 2016/17	YEAR 2 2017/18	YEAR 3 2018/19	YEAR 4 2019/20	YEAR 5 2020/21	YEAR 6 2021/22
Income	372,778	198,375	31,114	46,686	57,381	65,820
Expenditure	50,877	32,323	36,624	43,272	44,435	45,660
OPERATING PROFIT	321,901	166,052	(5,510)	3,413	12,946	20,160
Tax	0	0	0	0	0	0
RETAINED PROFIT/(loss)	321,901	166,052	(5,510)	3,413	12,946	20,160
Reserves						
Share Capital	119	200,119	200,119	204,121*	208,164*	189,787
RETAINED PROFITS	325,342	491,393	485,883	489,296	502,242	522,402
TOTAL RESERVES	325,461	691,512	686,002	693,418	710,406	712,189

* Increases due to reinvestment of interest paid on member shares.

Full financial projections are shown in the Appendix K of the Business Plan available on our website: futurewolverton.org/sharesissue

Detailed month-by-month financial projections have been developed for each of the three share-raise scenarios. The extracted annual profit & loss and balance sheets are given in Appendix K of the Business Plan. The development and trade is phased as follows:

FINANCIAL PROJECTIONS IF WE RAISE £250,000

£	YEAR 1 2016/17	YEAR 2 2017/18	YEAR 3 2018/19	YEAR 4 2019/20	YEAR 5 2020/21	YEAR 6 2021/22
Income	372,778	198,375	31,114	46,686	57,381	65,820
Expenditure	50,877	33,073	36,624	44,272	45,445	46,690
OPERATING PROFIT	321,901	165,302	(5,510)	2,413	11,936	19,130
Tax	0	0	0	0	0	0
RETAINED PROFIT/(loss)	321,901	165,302	(5,510)	2,413	11,936	19,130
Reserves						
Share Capital	119	250,119	250,119	255,121	260,174	242,827
RETAINED PROFITS	325,342	490,643	485,133	487,546*	499,482*	518,612
TOTAL RESERVES	325,461	740,762	735,252	742,668	759,656	761,439

* Increases due to reinvestment of interest paid on member shares.

- Year 1 (1/4/16 – 31/3/17): The project development and purchase year.
- Year 2 (1/4/17 – 31/3/18): The community share fund raise and the building and refurbishment work take place.
- Year 3 (1/4/18 – 31/3/19): The Guest House and the Community Hall will open at the same time at the start of year 3.
- Year 4 (1/4/19 – 31/3/20): After one year of lower level trade, the turnover normalises, with slower growth henceforth.

OUR FINANCIAL PROJECTIONS - ASSUMPTIONS

1. Year 1 is the current trading year – year ending 31/03/2017.
2. Inflation is at 2% throughout.
3. Interest is paid at 2% to members on their share investments, starting 2019/20, with interest due to members against their shares reinvested into the member share accounts.
4. Shares start to be withdrawn at the end of 2021/22, 4 years after the initial purchase. Interest will not be paid into the investors' bank account until such time as the shares are withdrawn.
5. The income and expenditure for all three scenarios is based on the same assumptions except for:
 - Share capital raised and subsequent withdrawals
 - Loan size and subsequent servicing of debt
 - Expenditure on build/refurbishment
 - Shares are scheduled to be repaid in total between 14 to 17 years from the date of approving the share applications.
6. Community space hire is based on the prices set out in "The Old School" section of the Business Plan, starting with an average of 35 hours per month of hire at the start of 2018/19 and increasing to an average of 145 hours per month at the end of 2021/22. Hire of community space brings in an income of £17.5k in the first year of trading, rising to almost £37k in 2021/22 when it then reaches capacity and stabilises at that rate with further increases related to inflation.
7. Guest house income is based on the prices set out in "The Old School" section of the Business Plan, with an average 5% weekday occupancy and 15% weekend occupancy at the start of 2018/19, rising to 45% weekday occupancy and 30% weekend occupancy by the end of 2021/22. The Guest House income is based on 3 rooms for hire. Based on these assumptions, the guest house provides £13.5k in year 3 rising to £29k in year 2021/22.
8. Grant income is made up of:
 - £475,000 Power To Change
 - £2,000 Milton Keynes Council
 - £1,375 Wolverton Town Council
 - £60,000 Sponsorship through Slated Row School
 - £32,778 other grants already received, some of which were carried over from 2015/16, (and £24,600 of related expenditure already spent – see "Other") pre-commencement of the purchase of Old School House during 2016/17.
9. Income from grants for purchase and build/refurbishment of the building are counted as income on the profit and loss account.
10. The cost of the purchase of the property and its subsequent refurbishment has been capitalised. To give a clearer view of the financial health of Future Wolverton, this fixed asset has not been depreciated in the projections and no revaluation has been set. Costs of build/refurbishment are based upon cost estimates provided by Shenstones Architects and may be subject to change; a contingency of 10% has been built into the build/refurbishment budget.
11. The legal costs (£23,601) and the cost of raising finance (Ethex, the funding platform that will be used, charge in the region of £8,000) are listed as expenditure on the profit & loss account in the financial projections.
12. There are two loans for the £120k shares raised scenario and no loans for the other two scenarios:
 - £70,000 loan secured against the value of the building; at 5% over 25 years though it is hoped that a loan at 2.75% can be secured. Unity Trust Bank and Charity Bank have already been approached.
 - £15,000 unsecured loan; at 8% over 5 years from a social lender such as Co-operative & Community Finance.
 - Power To Change have secured their grant funding of £475,000 against the value of the property for 10 years but will allow a £70,000 loan to have a joint first charge on the property.
 - The loans are set out on the balance sheet with the amount due to be repaid in the next twelve months in current liabilities and the remainder in long-term loans.
 - In the £120k shares raised scenario, £85k of loan finance is drawn down. This capital, alongside the grant and sponsorship finance, provides the finance for the building purchase, build costs and working capital required over the first three years of trade. In the £200k and £250k shares raised scenarios, no loan finance is required thus reducing down the working capital requirement over those first three years; thus the combined share and loan fund raise is reduced by £5k.
13. Future Wolverton's other potential income and associated costs outside of the Old School are not included in the model, for financial conservatism. The core running costs of Future Wolverton however are included in the financial model. Future Wolverton starts to pay for its half of the costs of the office that it shares with Wolverton Community Energy from the start of Year 2018/19. These costs are set at £4,000 per year.



HOW THE SHARE OFFER MONEY WILL HELP US

We have three targets for the community shares offer, ranging from the minimum of £120,000 needed to go ahead with the basic level of redevelopment, through to a maximum of £250,000 that will allow us to introduce energy efficiency and landscaping/environmental features.

If we raise the minimum of £120,000 the project can still go ahead, but loan finance of £85,000 will be required. The Board commit not to spend the money raised through the share issue, except for the share offer costs, until appropriate loan finance has been agreed.

If we raise £250,000 through the Share Offer, we will introduce more environmental and energy efficiency features to both sides of the building. This will include an entire green roof on the new build extensions to the Hall and House, a heating system in the Hall which zones the building and allows remote monitoring and the replacement of the boiler in the House to ensure that it is as energy efficient as possible. LED lighting will also be installed in both the House and Hall. See Appendix D of the Business Plan for a breakdown of these additional costs.

The grant from Power to Change is split into two. The first part of £340,000 is towards the purchase of the building, the second element is towards the refurbishment.

The terms and conditions of the Power to Change grant mean that they have first charge on the building for 10 years. They have also limited the amount of debt finance that can be secured as a joint first charge on the building to £70,000. The second tranche of grant money from Power to Change for the refurbishment of the building is conditional on raising at least £120,000 from the share offer. These conditions and any required by a loan provider mean that they will have first call on any proceeds should the building be sold in the first 10 years.

These conditions are rightly designed to protect the public funds that are being invested in the building, but do limit the extent of loan finance that can be secured from social investment organisations.

This makes the funding secured through community shares critical to the continuation of the Old School project.

If we don't raise the minimum of £120,000 through the share offer we will not draw down any of the share money and will be left with 3 options:

1. Try to raise more money through grant funding. This will mean that the project will be significantly delayed as the process for applying for grants of the size that we would need can take up to 18 months
2. Phase the project, bringing forward the redevelopment of the Guest House in advance of the Community Hall. This will mean that less upfront capital funding is needed, but overall costs will rise, and the social impact secured locally will be reduced. Even with a phased approach, more grant funding will be needed.
3. End the project and re-sell the building, which would probably result in residential conversion.

OUR PLANS FOR THE WORKS

The building comprises two parts - a community hall and kitchen and 2 bedroom house.

Our plans are to refurbish the hall and kitchen for hire, to add a new extension to the rear which will allow for the relocation of the toilets and storage, and to create level access into the hall. We also hope to construct a new build conservatory style extension to house the cafe. The caretakers' house will be converted into a 3 bedroomed Guest House with internal changes made to ensure all of the rooms have their own bathroom facilities. The works include building a small rear extension for a wet room which will be available for the bedroom downstairs.

Students from Slated Row School will run the café during the school day, as a standalone enterprise. They will also support the booking process for events in the hall and assist with the day-to-day running of the guest house. This experience will enable the more able students to gain experience in administration, customer service and garden maintenance. The least able students will

learn valuable life skills such as what is needed to run a home and how to cook for themselves.

FUTURE CAPITAL DEVELOPMENTS

Future capital developments are limited in their scope due to the fact that the Old School is a listed building.

The existing planning permission that Future Wolverton has secured for the redevelopment of the building has been through extensive consultation with Conservation Officers at Milton Keynes Council, and any changes that we may wish to implement will be subject to further consultation and planning requirements.

If we are able to raise £250,000 from the shares issue, we would be able to improve the energy efficiency and environmental features although this may be subject to further planning controls.



HEADLINE USAGE FIGURES

The Guest House will be available for people working in Milton Keynes during the weekday, leisure users visiting family and friends in Milton Keynes and people attending family events – such as weddings - linked to Holy Trinity Church located opposite the Old School.

The community space will be available for hire and we expect that the types of activities will include:

- Community group hire and meetings and events organised by local people.
- Individuals organising weddings, christenings, birthday parties and other important family events
- Providers of activities such as yoga, slimming world, music lessons.
- Service providers, such as chiropody, CAB advice, Age UK advice
- Commercial organisations running events, training or meetings

HEADLINE FIGURES FOR USE OF THE GUEST HOUSE FOR THE FIRST 6 YEARS

DAYS PER ANNUM	YEAR 1* 2016/17	YEAR 2* 2017/18	YEAR 3 2018/19	YEAR 4 2019/20	YEAR 5 2020/21	YEAR 6 2021/22
Guest House Weekday (days)	0	0	65	92	92	92
Guest House Weekend (days)	0	0	18	40	47	47

The level of occupancy included in the forecast figures for the Guest House are deliberately conservative, and are based initially on securing bookings from a number of businesses with which Slated Row School already has links followed by a gradual increase in bookings from local people and the general public.

HEADLINE FIGURES FOR USE OF THE COMMUNITY SPACE FOR THE FIRST 6 YEARS

HOURS PER ANNUM	YEAR 1* 2016/17	YEAR 2* 2017/18	YEAR 3 2018/19	YEAR 4 2019/20	YEAR 5 2020/21	YEAR 6 2021/22
Community Space (community hire in hours)	0	0	1158	1562	1730	1730

The predicted level of occupancy for the hire of the community space is based upon a gradual increase over a period of 3 years, with a seasonal differential to take account of community events and activities that take place in the area in the Spring, Summer and at Christmas.

*Year 1 purchase, Year 2 refurbishment.

ORIGINS OF FUTURE WOLVERTON LIMITED

The origins of Future Wolverton as an organisation can be traced back over 15 years when people in Wolverton and the surrounding area were involved in establishing a 20 year vision for the development of the Town.

The Future Wolverton Vision captured the common and overlapping areas of agreement and fundamental principles on which Wolverton's future should be built, and has acted as a catalyst for the redevelopment of the area ever since.

The vision also resulted in the creation of a number of community based organisations, each of which led aspects of the redevelopment of the area, and all of which have had a part to play in the creation of Future Wolverton Limited.

Initially, Wolverton Unlimited Association was established as a membership organisation, largely comprising those people who had participated in the development of the vision. The Association was then replaced by a Company Limited by Guarantee, which was dissolved after 5 years and replaced by Wolverton Steering Group.

Wolverton Steering Group was established in 2004 to act as a forum for local residents, businesses and voluntary and community organisations to meet with statutory agencies involved in the regeneration and development of Wolverton.

In October 2013, the Steering Group made the decision to change from being an unincorporated organisation to being registered as a Community Benefit Society. This decision was made to enable Future Wolverton to trade for the benefit of the community of Wolverton, although work over the subsequent 4 years was mainly grant funded.

The community-led delivery of the Future Wolverton Vision has been instrumental in changing the way in which Wolverton is perceived within wider Milton Keynes, from an area "down at heel" and in need of regeneration to an area which is leading the way on issues of sustainability and community cohesion.



Volunteers from Amey Cespa and Bridgman & Bridgman with members of the Future Wolverton Board helping to clear the garden.

TRACK RECORD

Future Wolverton and its predecessor organisations have a successful track record in community consultation, representing the views of local people to statutory and other agencies involved in the regeneration of the area.

In this role, Future Wolverton was responsible for delivering the Wolverton Town Centre Neighbourhood Plan on behalf of the Town Council. This important planning document was adopted by Milton Keynes Council in September 2016 after over 3 years' work, and will now be used to determine all planning applications within Wolverton Town Centre.

The Future Energy project was established in 2012, with the aim of giving residents access to information and advice about energy efficiency within Victorian hard-to-heat housing stock. Thanks to Carbon Offset funding from Milton Keynes Council, the project went on to offer grants to support floor insulation and DIY Solid wall insulation. This work led to Wolverton becoming one of the "Green Deal Communities" areas, which resulted in over 50 local residents obtaining grants to install solid wall insulation in their homes.

This Future Energy project led to the establishment of a sister organisation Wolverton Community Energy (WCE) in April 2015. WCE raised £465k through a community share offer to install solar PV on a number of industrial and community roofs in and around Wolverton. The surpluses generated will be reinvested back into the Wolverton community to continue the retrofitting of hard to heat homes and for the wider relief of fuel poverty.

The Old School, Future Wolverton's current project, will rescue and refurbish the Old School, a grade 2 listed building located in the heart of Old Wolverton which has in the past been a community hall but has been out of use for the last 10 years.

The Old School will provide a focal point for the Old Wolverton community, giving long established residents a place to meet up and

socialise and new residents somewhere to find out about the area and participate in community activities.

The project will also preserve the heritage of the area, telling the story of Wolverton's agricultural past, and preserving an important listed building for the whole community to enjoy.

TRADING HISTORY TO DATE

Future Wolverton has historically relied upon grant income and section 106 funds from MK Council all of which have been ring-fenced for particular projects. This has meant that our core costs have been met by project income coming into the organisation.

The Future Energy work was largely funded by Section 106 monies from the Carbon Offset Fund held by Milton Keynes Council. £16.5k was given to Future Wolverton to deliver a programme of public awareness raising around energy efficiency, and a grant scheme for DIY solid wall and floor insulation. The project showcased ways in which local people could address the energy efficiency of their homes.

Pre-feasibility and feasibility work on the Old School was funded by the Architectural Heritage Fund and Section 106 funds via Milton Keynes Council. This funding was used to employ an architect and other professionals to assess the costs and feasibility of bringing the building back into use, and to fund community consultation activity.

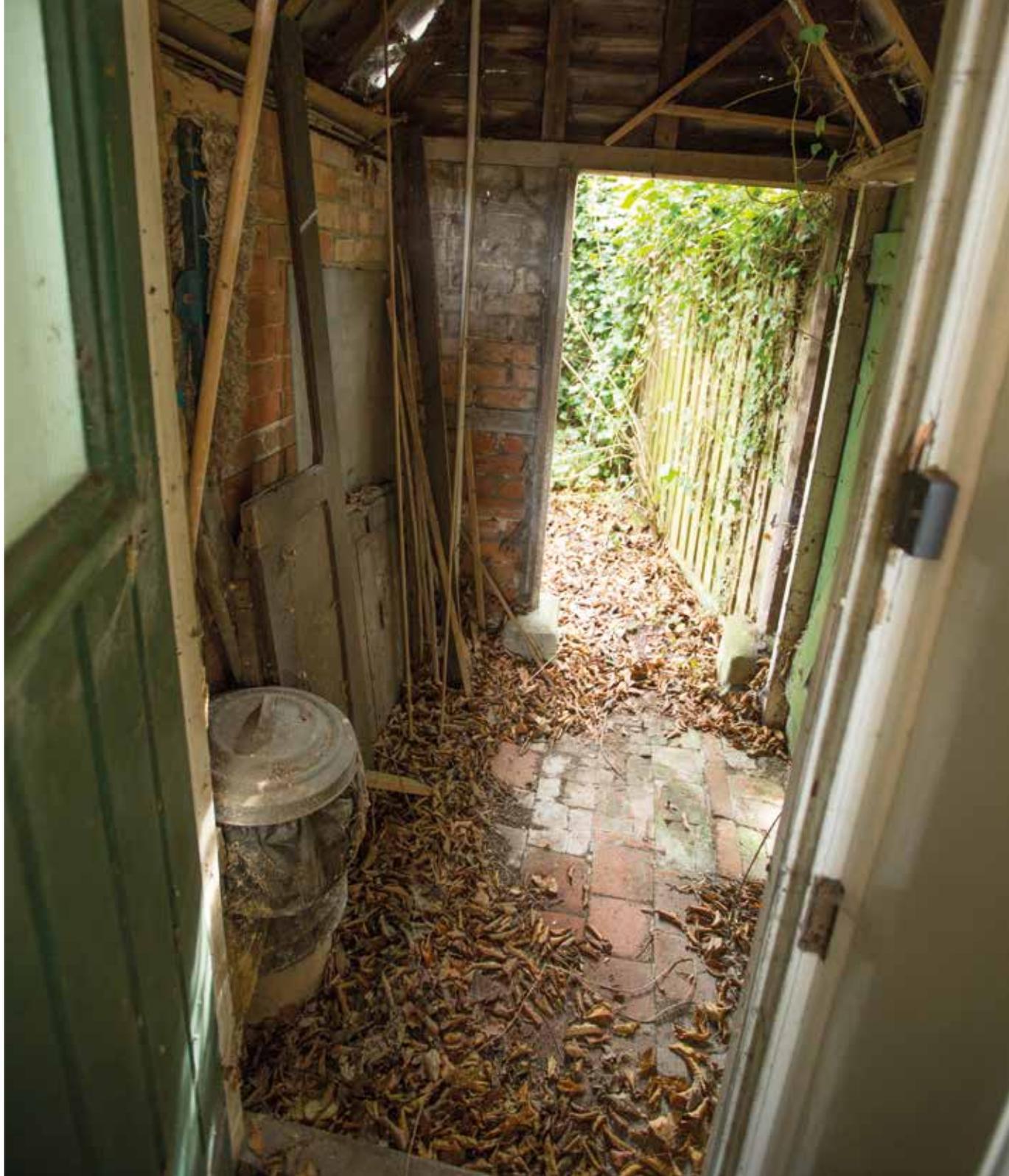
Future Wolverton “inherited” Town Team funds (used to support the regeneration of the High Street/Town Centre) from the Neighbourhood Plan Steering Group, and these were used to support the creation of an online business directory, and fund some consultancy looking at the impact of a major planning application in the Town Centre.

Future Wolverton received no direct grant income for the Wolverton Town Centre Neighbourhood Plan, but incurred costs for publicity particularly surrounding the Neighbourhood Plan Referendum. The funding that was used to support the scheme was received by Wolverton & Greenleys Town Council and Milton Keynes Council, with funds passed onto Future Wolverton to pay the costs of some of the specialist consultancy required, and to cover a small proportion of the development costs for the plan.

The current overheads of £6k per year include depreciation of £2.5k on the existing website purchased under the Town Team programme with most of the work for the organisation being done on a voluntary basis. By 31/03/2016, cumulative profit reserves of £3,441 had built up and there were £111 of member shares, giving total member funds of £3,552.

FINANCIAL HISTORY (£)	2013-14	2014-15	2015-16
Income			
Future Energy	0	10,307	6,177
Old School House	0	7,140	8,139
Town Team	0	4,379	3,688
Core Grant	0	1,631	0
Neighbourhood plan	0	3,950	0
Other income	0	213	18
Total turnover	0	27,621	18,021
Expenditure			
Project costs	0	23,948	8,616
Overheads	0	3,673	5,964
NET PROFIT (PRE-TAX)	0	0	3,441
CUMULATIVE PROFIT	0	0	3,441
Shares			
Member shares held	65	92	111
Total member funds (Net worth)	65	92	3552

Future Wolverton's accounts can be viewed on the website:
futurewolverton.org/us/future-wolverton-ltd



FINANCIAL MANAGEMENT

Day to day bookkeeping will be provided by the Old School Manager.

The on-line accounting package Xero will be used for bookkeeping and the any set up and running of the bookkeeping will be supported by an external provider.

We believe it is essential to monitor profitability. To help this process, the budgets are input into the Xero accounting package so that the organisations cost centres can have an actual versus budget comparison in each month and cumulatively for the year to date.

We have decided it is advantageous for Future Wolverton not to register for VAT (services are effectively cheaper to end-use clients). However, if we achieve or improve on projections, then we will consider VAT registration. Turnover will be continually monitored to check if the VAT threshold has been reached.



COMMUNITY SHARES BOOSTER PROGRAMME INVOLVEMENT

We have secured the support of the Booster Programme, which is funded by Power to Change and run by the Community Shares Unit.

Under this programme up to £50,000 is available to match applications for shares from the public. This means that every pound invested by individuals will be matched by a pound from the Booster Programme up to a total of £50,000.

The match shares will be held by Co-operatives UK, a partner in the Community Shares Unit, and will be subject to the same terms and conditions as other Future Wolverton members, except for its right to withdraw share capital, which will be restricted to a pro-rata amount.

WHAT IS THE COMMUNITY SHARES STANDARD MARK?

The Old School Project Share Offer has received the Community Shares Standard Mark. This is awarded by the Community Shares Unit to offers that meet national standards of good practice.

These standards ensure that:

- The offer document and application form are easy to understand
 - You are provided with all the facts you need to make an informed decision
 - The facts are supported by the annual accounts and/or business plan for the society
 - Nothing in the documents is purposely incorrect, confusing or misleading
- Societies are asked to sign a Code of Practice requiring them, among other things, to give the public a right of complaint to the Community Shares Unit.

For more information about community shares, the Community Shares Standard Mark and the Community Shares Unit go to communityshares.org.uk



WHAT HAPPENS IF WE DON'T MAKE THE TARGET BY THE DEADLINE?

If we do not meet the minimum target of £120,000 we will not accept any applications for community shares and all money will be returned to applicants.

If we haven't reached the optimum target amount of £200,000 by 30th June 2017, the Board reserve the right to extend the deadline for a further two months.

If we raise a sum in-between £120,000 and our £200,000 target amount then the Board will consult with Power to Change and the Booster Programme about the drawing down of their remaining grant and investment income, before making a decision whether to extend the period for the share offer.

If we reach the maximum of £250,000 before the share offer end date of 30th June then the scheme will be closed early.

RISK REGISTER

KEY RISKS FOR THE REFURBISHMENT AND OPERATION OF THE BUSINESS

RISK	PRE-MITIGATION PROBABILITY	PRE-MITIGATION IMPACT	MITIGATION	POST MITIGATION PROBABILITY	POST MITIGATION IMPACT	OWNER	CURRENT STATUS	LAST UPDATED
REFURBISHMENT								
Detailed cost plans reveal that full refurbishment work cannot be carried out.	Medium	High	Professional project manager employed to ensure schedule of rates costs are prepared.	Medium	Medium	PM	Detailed costs for refurbishment of House and Hall are being obtained.	17/03/17
Tenders come in over expected cost and work has to be minimised as a result.	Medium	Medium	Cost estimates as accurate as possible ensuring awareness of likely tender costs.	Low	Low	Board	Detailed costs for refurbishment of House and Hall are being obtained.	17/03/17
Problems found in the building – such as asbestos and drainage issues – which add to cost.	Medium	High	Specialist Asbestos Survey and Engineer survey commissioned to identify any issues in advance of going out to tender.	Medium	Medium	PM	Engineer and Asbestos Survey commissioned.	17/03/17

Continued on next page

RISK REGISTER CONTINUED

KEY RISKS FOR THE REFURBISHMENT AND OPERATION OF THE BUSINESS

RISK	PRE-MITIGATION PROBABILITY	PRE-MITIGATION IMPACT	MITIGATION	POST MITIGATION PROBABILITY	POST MITIGATION IMPACT	OWNER	CURRENT STATUS	LAST UPDATED
OPERATION								
Partnership with Slated Row School does not proceed and costs of running the business rise.	Low	Medium	Ongoing positive partnership for over 3 years, secured by letter of intent in advance of Heads of Term Agreement.	Low	Low	Board	In negotiation.	17/03/17
Failure to meet net income stream targets in business plan.	Medium	Medium	Pricing structure designed to keep prices low for first 2 years for hire of community space.	Low	Medium	Board	Hire yet to commence.	17/03/17
Failure to secure community hire of the building.	Medium	Medium	Future Wolverton actively seeks groups and activities to take place at the building rather than waiting for hirers to book.	Low	Low	Board	Pre-refurbishment awareness raising has resulted in some booking enquiries.	17/03/17
Occupancy targets for Guest House not met.	Medium	Medium	Marketing activity in MK and via online booking sites.	Low	Low	Board	Pre-refurbishment awareness raising.	17/03/17
Guest House booked long-term by local businesses without any capacity to offer hire to local people.	Medium	Medium	Future Wolverton Board to regularly review bookings process and ensure local needs are met.	Low	Low	Board	Efforts made to market to local people and via Church etc.	17/03/17

A more extensive risk register for the Society can be found on page 29 of the Business Plan which is available online at futurewolverton.org/sharesissue.

HOW IS FUTURE WOLVERTON RUN?

Future Wolverton is a not-for-profit Community Benefit Society registered under the Co-operative and Community Benefit Societies Act 2014 (registration number: 32016R).

Future Wolverton was registered in 2013 using Model Rules (its governing document) developed by Co-operatives UK. It is a community led, democratically owned social enterprise and by investing in this community share offer you will become a Member of the Society.

Membership is open to individuals over the age of 16, corporate bodies, and associations who support our objectives and is on a one Member, one vote basis irrespective of shareholding. Except for the investment by the Community Shares Unit membership of Future Wolverton obtained through the Old School Community Shares Offer is set at a minimum shareholding of £50 and a maximum of £10,000. Existing members have a shareholding of £1, and have been informed about the Community Shares Offer through a Member newsletters.

Members own and control the organisation. At the Annual General Meeting (AGM) they elect the Board of Directors, can stand for election to the Board of Directors and they can hold the Board of Directors to account.

Members are also entitled to:

- A regular newsletter
- Quarterly social member events
- Opportunities to get engaged in practical volunteer work

The Board of Future Wolverton is made up of individuals representing organisations within the Town, including Wolverton & Greenleys Town Council, Wolverton Society for Arts & Heritage, The Radcliffe Community of Schools and Churches Together in Wolverton. In addition, up to five people can be elected to the Board by the membership. The Chief Executive sits on the Board ex-officio and is not subject to local election.

The whole Board is accountable to the membership of Future Wolverton. The nominated Board members provide a flow of information to Future Wolverton which means that the strategic direction of the organisation is informed by the wider community as well as the membership.

The Board of Directors meets every 2 months and is collectively responsible for the management of Future Wolverton. Directors must at all times act in the best interest of the organisation and are required to declare any external interest that may be in conflict with their role on the Board of Directors.

OUR CURRENT DIRECTORS

SIMON BENNETT (CHAIR)

A Civil Engineer, Transport Planner and Communications professional. He is currently Head of Learning Legacy for Crossrail and has worked in major infrastructure project development for many years. He has lived in Wolverton for 11 years and is passionate about the town and therefore wants to use his skills to help Wolverton reach its full potential for the benefit of the community.

MICHELLE WHEELER

Michelle has worked for the past 10 years in all sectors of Retail Banking including lending, share dealing and as a Branch Advisor. She is currently Customer Service Manager for a VW dealership. Michelle became involved in Future Wolverton after the birth of her three children, when she worked part time and got more involved in the local community. Michelle has organised charity fund raising and social events to bring different racial groups together and to promote Wolverton as a great place to live.

MICK TOMS

A Wolverton resident for 4 years, who works locally in Stacey Bushes. He is

passionate about Wolverton's heritage and is a member of Wolverton Society for Arts & Heritage. He has been active in residents movements in Milton Keynes for the past 20 years, and brings experience of ensuring that residents views are heard.

PAULINE SCOINS

A communications professional with expertise in marketing, events and project management, currently working at Cranfield School of Management. She spent many years working for a London-based charity, managing events, building brand and stakeholder engagement. She has a 2-year-old daughter and has lived in Wolverton for just over 5 years. Feeling more welcomed here than anywhere she has lived, Pauline joined the Future Wolverton board to use her skills to help the community that has become a home for her and her family

ODETTE MAHER

A communications leader and adviser with an expertise in corporate communications and affairs, public and media relations, marketing and corporate social responsibility. Most of her career has taken

place within the financial services industry. She is passionate about community projects that foster economic development. Odette has been a director for Future Wolverton since January 2017. She also serves on the board of directors of the Society of the Educational Arts, a not for profit cultural organisation in New York City.

SEAN MAHER

Sean joined the Board at the beginning of 2017 having recently moved to Wolverton. Sean has worked in the banking industry since completing his Masters in International Business at the University of Exeter and has held a number of Marketing, Project & Business Management roles both in the UK and the USA. Outside of work Sean has played international rugby and enjoys cycling and trekking.

MARIE OSBORNE (CHIEF EXECUTIVE)

Marie is CEO of Future Wolverton, a role which has been largely voluntary for the last three years. She has been working on regeneration initiatives in Wolverton for the past 10 years and is a strategic and creative thinker who is good at spotting

opportunities and developing innovative project ideas. She has extensive experience of, fundraising, project development and project management.

FUTURE WOLVERTON LIMITED HAS A STATUTORY ASSET LOCK

This restricts the ability of the organisation to use or deal with its assets other than for the benefit of the community. In particular:

- *The only payments that can be made to members are the value of withdrawable share capital or interest on withdrawable share capital.*
- *The assets of the organisations cannot be transferred except to another organisation whose assets are similarly protected.*

This means that the assets of the Society are protected from being cashed in or the organisation being demutualised.

FREQUENTLY ASKED QUESTIONS

IS MY INVESTMENT ELIGIBLE FOR TAX RELIEF?

We are in the process of applying for advance assurance for Social Investment Tax Relief (SITR) from HMRC for the project, although it is not guaranteed that we will be awarded it. We expect to know the outcome of our application before the closing date of this share offer and will publicise the outcome on our website and Ethex. If we do obtain advance assurance it could mean that your shareholding could qualify for tax relief from HMRC which is currently set at 30%.

We will provide you with the relevant forms if HMRC approve the share offer for SITR but it is your responsibility to claim the tax relief due to you from HMRC.

Potential members should take their own advice as to whether they are eligible for SITR tax relief. To qualify for SITR, the investor (or an associate) must not at any time between the date of incorporation of the social enterprise and three years from the date of investment have been an employee, a partner, a trustee or a remunerated director of Future Wolverton.

The individual investor will not qualify for SITR on an amount on which they have already received EIS relief, SEIS relief or Community Investment Tax Relief.

More information on SITR can be found at gov.uk/government/publications/social-investment-tax-relief-factsheet/social-investment-tax

WHAT HAPPENS WHEN I DIE?

We have provided a specific nominee form to bequeath your community shares to friends and relatives, or to bequeath your community shares to the Society on your death. You can amend these details at any point in the future by writing and giving clear instruction to the Secretary. Community shares are withdrawable shares but in the event of the death or bankruptcy of a Member the value of your community shares may be transferred but your membership rights are not transferred.

WHAT IS THE FINANCIAL RISK?

If you are considering buying community shares in the Society, it is important that you consider the risks carefully before you decide to invest. Make sure you can afford to be without the money you will pay for the

community shares. If you are in any doubt about information in this document, you should seek advice from an independent financial adviser authorised by the Financial Conduct Authority.

This investment should be considered as medium-to-long-term and, if your circumstances change, withdrawal of your community shares is at the discretion of the Board of Future Wolverton. The value of your community shares will never go up but the value may go down and there is a risk that you may lose all the money you have paid for your community shares.

These shares are known as community shares because your primary return for holding shares is a social one and NOT driven by an overarching desire for a financial return. The real (social) payback to becoming a member is to ensure a thriving, sustainable community owned business is established, benefiting young people who are disadvantaged through disability and the local community.

This form of community investment should be considered as an opportunity to contribute to the sustainability of the business and

Future Wolverton as an organisation with the expectation of a social dividend rather than a financial reward.

HOW IS FUTURE WOLVERTON REGULATED?

Future Wolverton is a Community Benefit Society and, in offering withdrawable shares, it is exempt from the requirement to be regulated under the Financial Services and Markets Act 2000 (FSMA). Accordingly, this Community Share Offer Document is not required to be approved as a share offering by the Financial Conduct Authority, nor has it been. You will not be entitled to claim compensation from the Financial Services Compensation Scheme or dispute resolution scheme and investors have no right to complain to the Financial Ombudsman Service.

Community Benefit Societies are governed by Rules. Our Rules can be downloaded at: futurewolverton.org/us/future-wolverton-ltd.



TERMS OF THE COMMUNITY SHARE OFFER

The words 'Community Shares', do not have any legal meaning and the rights of investors buying Community Shares in Future Wolverton Limited are those set out in this part of the offer document and by the Rules of Future Wolverton Limited. The Community Shares on offer are withdrawable shares issued by The Board of Directors as permitted by the Rules of the Society.

Withdrawable shares can, subject to certain conditions, be 'cashed in' with the organisation that issued them, in this case Future Wolverton Limited. These shares are not transferable, which means they cannot be sold to a third party. Applications are open to anyone over 16 years old.

1. TYPE OF SHARES ISSUED

- 1.1 The value of each share issued is £1.
- 1.2 The shares are not transferable, except in case of death or bankruptcy
- 1.3 Any individual, group, corporate body or firm owning the minimum number of shares required for membership is a Member of the Society. Each Member has one vote at General Meetings of the Society.

2. MAXIMUM AND MINIMUM INVESTMENTS

- 2.1 Except for the investment by the Community Shares Unit the minimum investment is £50 and the maximum is £10,000 for individual and corporate Members.

3. INTEREST PAYMENTS

The Society aims to pay interest of 2% per annum on the shares subject to the following conditions:

- 3.1 Any payment of interest must be made from trading surpluses and is at the discretion of the Board of Directors having regard to the long term interests of Future Wolverton Limited, the need to maintain prudent reserves, the Society's primary commitment to community benefit and the interests of shareholders.
- 3.2 The Board of Directors may, having regard to the principles set out in 3.1, pay no interest or interest at a rate lower than the 2% per annum target.
- 3.3 In exceptional circumstances and having regard for the principles set out in paragraph 3.1, the Board of Directors may increase the target interest rate.
- 3.4 After the close of the Society's financial year (31st March), the Board of Directors will allocate a fund for payment of share interest. The funds allocated for interest payments will be from income in the previous year, and will be dependent on performance in that year.
- 3.5 The Society does not expect to be able to pay interest until after the financial year ending 31st March 2021.
- 3.6 Members have the right to waive their interest payments in which case the interest will pass to Future Wolverton. Those Members that waive interest will have the option to reinstate interest payments.
- 3.7 Members that claim interest have the option to waive these interest payments at any time.
- 3.8 Interest will be credited to Members' share accounts, and be subject to the same period of

withdrawal as all share capital, unless a Member reaches the maximum permissible shareholding, in which case the excess balance will be paid.

- 3.9 It is the responsibility of the Shareholder to inform Future Wolverton of a change in address or bank details so that interest payments can be made.

4. WITHDRAWAL OF SHARES

The shares from this share offer may be withdrawn with effect from April 2021, subject to the following conditions:

- 4.1 After the close of the Society's financial year (31st March), the Board of Directors will allocate a fund for withdrawal of shares over the following year, this will be done after the allocation of funds for interest payments. The funds allocated for withdrawal will be from income in the previous year, and will be dependent on performance in that year.
- 4.2 Applications to withdraw shares must be made on a Withdrawal Form. All withdrawals require three months' notice and shall be paid in the order in which applications are received by the Society until the maximum total withdrawal allocated for the year has been reached, at which point no further withdrawal payments shall be made. The level is set by the Board of Directors, who reserve the right to refuse withdrawals in order to ensure the effective management of finances.
- 4.3 All withdrawals must be funded from trading surpluses and are at the discretion of the Board of Directors having regard to the long-term interests of Future Wolverton, the need to

maintain prudent reserves and the Society's primary commitment to community benefit.

- 4.4 In exceptional circumstances, the Board of Directors may, at its discretion, waive the notice required for a withdrawal.
- 4.5 Interest will not be payable on any shares withdrawn before the end of the financial year.
- 4.6 If insufficient capital is withdrawn, the Board of Directors reserve the right to return capital at their discretion.
- 4.7 The Board of Directors has the discretion to suspend withdrawal of shares if circumstances dictate.

5. REDUCTION IN SHARE VALUE

If the Society's auditors or independent qualified accountants find that the Society's assets are insufficient to meet its liabilities to creditors and shareholders, the Board of Directors may decide to reduce the value of the society's shares for the purposes of withdrawal of shares. This means that the value of members' shares would be reduced accordingly.

6. DISSOLUTION

On the solvent dissolution or winding up of Future Wolverton Limited, holders of the shares will have no financial entitlement beyond payment of outstanding interest approved by the Board of Directors and repayment of paid-up share capital. Any remaining funds must be used for community benefit.

The Rules of Future Wolverton Limited lay out the rights of members and the Society in full.

COMMUNITY SHARE APPLICATIONS

Ethex is the receiving agent for the Future Wolverton Community Share Offer, which means that investors wishing to make an investment in the Future Wolverton can do so via Ethex's website, ethex.org.uk. Ethex is an Oxford-based not-for-profit positive investment and savings platform. Since 2013 Ethex has helped raise over £53 million of investment into 55 social businesses, charities and community organisations.

ONLINE

Online applications can be submitted at ethex.org.uk/oldschoolwolverton and looking for the Future Wolverton share offer. Once an online order has been placed, Ethex will send an order confirmation email including instructions on how to pay for your order.

BY HAND

Paper applications may be hand delivered to Future Wolverton's office at Foundation House, The Square, Wolverton, MK12 5HX. Future Wolverton will acknowledge the application and then send the forms onto Ethex who will acknowledge safe receipt. If you are including a cheque with your application form please make it payable to Ethex Investment Club Ltd. It is essential that you include an e-mail address on a paper application if you wish to pay by BACS,

so that Ethex can make contact with you. Several drop-in events will take place during the course of the shares issue to make it as easy as possible for local people to invest. These will be advertised on a flyer which will be hand delivered throughout the local community.

BY POST

Application forms with cheques made payable to Ethex Investment Club Ltd can also be sent by post to Ethex, The Old Music Hall, 106 - 108 Cowley Road, Oxford OX4 1JE. Ethex will acknowledge any applications made by post.

If the share issue fails to reach the minimum target of £120,000 the issue will be deemed to have been unsuccessful and your money will be returned to you in full. You will be

advised as to whether your application has been accepted and the date on which your membership becomes effective.

In the event of your application not being accepted your money will be returned to you in full (within 28 days of the Directors meeting at which they consider your application). If Future Wolverton Limited decide to issue fewer community shares to you than you have applied for, then they will return the balance to you within the same time period.

FUTURE WOLVERTON COMMUNITY SHARES APPLICATION FORM

To become a Member you must be aged 16 or over and subscribe for a minimum of 50 community shares. Each community share costs £1. Each shareholding Member has one vote, regardless of the size of their shareholding.

AMOUNT TO INVEST

You may invest no less than £50 and no more than £10,000. I wish to invest a total of

£

in Future Wolverton Limited

- Tick this box if you are interested in taking up Social Investment Tax Relief, this is subject to HMRC approval.

APPLICANT DETAILS

Company name and number
(if corporate application)

Title (please tick) Mr Mrs Ms

Other

Forenames

Surname

Date of birth (DD/MM/YY)

 / /

Daytime telephone number (in case of queries relating to this application)

Address (including postcode)

If you have been at your current address for less than 3 years please provide any previous addresses and dates

Please provide your email address

Nationality

DECLARATION

This application, if and when, accepted by Future Wolverton, forms a contract on the Terms and Conditions of the Community Share Offer Document and subject to the law of England and Wales. I confirm that (please tick)

- I have read the Community Share Offer Documents including the risk factors
- I am over 16 years old

SIGNATURE

Date (DD/MM/YY)

 / /

DATA PROTECTION AND MONEY LAUNDERING

The data provided by you on this form will be stored within a computerised database. This data will only be used solely for our purposes and the purposes of Ethex as the receiving agent for the offer and will not be disclosed to a third party. It is a term of the offer that to ensure compliance with the Money Laundering Regulations we or Ethex may at our absolute discretion require verification of identity from any person seeking to invest.

NOMINATION FORM



This form should only be completed if you wish to nominate a person or Future Wolverton Limited to receive your community shares on your death.

YOUR DETAILS

Title (please tick) Mr Mrs Ms

Other

Forenames

Surname

Address (including postcode)

- You can nominate to bequeath your community shares to Future Wolverton (the Society) on your death. If you wish to do so please tick this box

You can nominate a person to whom you wish your community shares to be transferred on your death up to the value of £5,000. We will respect those wishes (so far as the law and our Rules permit). Please name your choice of nominee below.

YOUR NOMINEE'S DETAILS

Title (please tick) Mr Mrs Ms

Other

Forenames

Surname

Address (including postcode)

- I understand that it may not be possible for the Society to action this request and I and my heirs will not hold the Society responsible for its actions.
- I understand that these instructions can only be revoked or amended by my giving clear written instructions to the Secretary of the Society at the registered office.
- I understand that trustees will need to be appointed if my nominee is under 16 years of age.

SIGNED AS A DEED SIGNATURE

Date (DD/MM/YY)

WITNESSED BY

Phone 01908 321898

Email oldschool@futurewolverton.org

Web futurewolverton.org

@OldSchWolv

Old School Project

@oldschoolwolverton