



# CRICKLADE DEVELOPMENT FOUNDATION LIMITED

*A Community Benefit Society*



Cricklade  
Development  
Foundation

## Overview

Cricklade High Street and its local businesses are a vital part of Cricklade's economy and important to the existing character and vitality of our Town.

All around the UK local shops and businesses are being snapped up, replaced by private houses. The heart and soul of local communities are being ripped out, leaving ghost towns in their place.

This has been happening in Cricklade and the threat continues here and now. Within the last 25 years we have lost 12 business premises on the High Street including Blackwells Autoshop and Garage and Funeral Services, Gallery 52, Lloyds Bank and the Kings Head and White Lion.

**But this doesn't need to continue in Cricklade. We can stop it. Which is why we, Cricklade Development Foundation, are making a stand and asking you to be a part of it.**

Cricklade Town Council have given their full support, and we hope, with your help, to buy key High Street properties which come up for sale. We will then bring them into use for the benefit of the community.

As a Community Benefit Society we already have strong financial support to help us put in a good offer for appropriate property/properties, but we need your help to give us a better opportunity to acquire and develop property and we would like to ask you to join us to help the whole Community.



## About us

We are a small group of people who love our town. So, in September 2017, we got together to think of ways we could save and enhance the character and diversity of our High Street, not just for the here and now, but for generations to come.

The Cricklade Neighbourhood Plan 2026 (CNP), which was approved by residents in March 2018, noted:

**“The High Street and its local businesses are a vital part of Cricklade’s economy and intrinsic to the existing character and vitality of the town”.**

We agree, and so the, not-for-profit, Cricklade Development Foundation Limited, hereafter called “The Society”, was born. Run by its members and governed by the Financial Conduct Authority, anyone can join us. And the more people we have, the stronger we become and the more we can achieve.

With the support of Cricklade Town Council and a grant from the Wiltshire Council Community Housing Fund, **Cricklade Development Foundation Limited** was registered as a Community Benefit Society on 25th September 2018.

We have the support of the National Community Land Trust Network who, so far, have provided both Stage 1 and Stage 2 funding.

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## Why do we care?

Cricklade’s population is made up of young, old, retired, working, those with disabilities, the vulnerable and carers. For some, the High Street is their lifeline – they rely on it for their weekly shop and other services. Others visit the High Street relatively infrequently – but however we choose to use it, we expect it to be there when we need it.

Currently, our High Street provides a good mix of convenience and specialist shops, health services, cafes and pubs, as well as commercial services, within walking distance for the majority of Cricklade residents – and we want it to stay that way.

If we are complacent, the continued conversion of premises, from retail to residential, will endanger the High Street and shops which are invaluable to so many in our community.

Just as importantly, the loss of our High Street could also lead to an increase in social isolation and provide fewer opportunities for people to come together and create that sense of community that makes Cricklade so special.

# The Society

## WHAT IS IT?

Cricklade Development Foundation Limited is a Community Benefit Society registered under the Co-operative and Community Benefit Societies Act 2014. The Foundation also meets the definition of a Community Land Trust as set out in the Housing and Regeneration Act 2008.

### COMMUNITY BENEFIT SOCIETY

The Society is a legal entity and is registered with the Financial Conduct Authority, it is owned by its members. There are four key criteria that the Society is required to meet:

- 1) The conduct of the Society's business must be entirely for the benefit of the community.
- 2) Members hold shares and are accorded democratic rights based on one-member one-vote.
- 3) Any profit made by the Society must be used for the benefit of the community. Profits cannot be distributed to members of the Society. Interest on share capital is however an operating expense and is subject to a declared maximum rate.
- 4) The Society must only use its assets for the benefit of the community. If the Society is sold, converted, or amalgamated with another legal entity, its assets must continue to be used for the benefit of the community and must not be distributed to members. This is known as an asset lock.

The details of exactly how the Society meets the above criteria are set out in its Rules. The Rules are approved by the Financial Conduct Authority and cannot be changed without their authorisation. A full copy of the Rules is available on request.

A Community Benefit Society was chosen as the legal entity as it allows for a statutory asset lock that provides greater reassurance to public funders and grant-giving bodies, while still affording the Foundation the freedom to engage in a wide range of business activities and without being restricted to pursuing charitable objectives.

A fundamental part of being a Community Benefit Society is that members purchase shares in the Society. The shares are not transferable and can only ever be refunded at the face value. The shares can never be worth more than what was paid. These shares will provide the share equity, thereby enabling the Society to meet its objects. Members are therefore key to a successful Society.

Each member has one vote at the AGM even if they have more than one share. The Society is run by the Directors (a maximum of 9) and the Directors are voted in by the members at the AGM. One third of the Directors retire each year and stand for re-election. The Directors are the "Management Committee" of the Society.

### COMMUNITY LAND TRUST

Community Land Trusts (CLTs) are a form of community-led housing, set up and run by ordinary people to develop and manage homes as well as other assets. CLTs act as long-term stewards of housing, ensuring that it remains genuinely affordable, for their area, not just for now but for every future occupier.

Being a Community Land Trust allows the Society to access a range of support and grants that would otherwise be difficult to source.



## FINANCES

The Society already has strong financial support from a small number of Cricklade residents with generous and altruistic motives who can offer the Society cheap and substantial finance on any property we might purchase.

The creation of the Society allows us to offer shares to the community and we need the support of the community in taking up membership and helping provide the finance we need to develop property. We would also look for other grants that might be available to the Society, but our aim is to raise additional money from the community in the form of Membership shares.

**The Society is inviting applications for Membership shares and, for those who are not able to apply for membership, seeking signed statements of support, which will help us unlock some of the grants we will need. See the Membership Application Form and the Statement of Support Form to be found on pages 8 and 9 of the booklet**

It is important that Membership applicants recognise that their investment in the Society is altruistic in nature and is an investment in the community rather than an opportunity to make windfall profits.

## CURRENT MEMBERS/ DIRECTORS OF THE SOCIETY

There are currently six directors who conduct business on behalf of the Society and have certain powers to define and clarify the rules. The six directors are the original group who set up the Society. All meetings and any decisions are formally recorded and available for members to view. The directors are not paid any remuneration for their role.



### ALLAN HENEGHAN – MEMBER/DIRECTOR

Background in senior management. In more recent times a property developer familiar with assessing, acquiring, repurposing and redeveloping property including listed buildings.

### BOB JONES MBE– MEMBER/DIRECTOR

With a Royal Air Force background, currently serving as a Wiltshire and Cricklade Councillor. Involved as a Trustee and/or volunteer in several local organisations. Specialist in Health and Safety.

### TIM NORMAN – MEMBER/DIRECTOR

With a Royal Air Force background, multi-skilled with proven experience of developing and organising practical construction projects in a timely and cost-effective way.

### TERRI ROBERTSON – MEMBER/SOCIETY SECRETARY/DIRECTOR

Background in Logistics and the Retail Sector, involvement in local art groups; Wayland Estates Charity Trustee. Retired Cricklade Town Councillor. Previously a Trustee/volunteer in other local groups e.g. Cricklade Open Door.

### RUTH SZYBIAK – MEMBER/CHAIR/DIRECTOR

Background of senior management in Purchasing/Customer Service/Project Management/IT and an MSc in Business Management. A retired Cricklade Town Councillor.

### DAVID TETLOW – MEMBER/SOCIETY TREASURER/DIRECTOR

Retired senior manager with particularly strong financial experience. Retired Chairman of Cricklade Town Council. Involved on a voluntary basis in numerous local organisations in roles such as Trustee/Chairman/Treasurer.

# Our Purpose and Aims

## THE SOCIETY'S OBJECTS

Under the Rules of the Community Benefit Society, our Objects, approved by the Financial Conduct Authority, are to further, in a sustainable manner, the social, economic and/or environmental interests of people who live and/or work or who want to live and/or work, in Cricklade and the surrounding area by some or all of the following means:

- by acquiring, holding, providing, leasing, developing and managing land, housing (including without limitation social housing) and other assets in Cricklade and the surrounding area;
- by promoting, developing, supporting, managing, undertaking and facilitating community-led initiatives in Cricklade and the surrounding area (including but not limited to the development of housing and community retail initiatives);
- by providing information, advice, assistance, training, support, facilities, amenities and services incidental to the provision and promotion of community-led initiatives;
- by providing workspaces, facilities, services, training and other forms of practical support to relieve unemployment and encourage the creation and development of businesses in Cricklade and the surrounding area; and
- by carrying out any other activities which can be carried out from time to time by a community land trust and which the directors consider would further the social, economic and environmental interests of the community in Cricklade and the surrounding area relating to the stewardship of land and other assets.

## AIMS

Our aims are to undertake a range of activities to:

- maintain the diversity and character of Cricklade High Street
- revive, regenerate and improve Cricklade by providing facilities that empower and encourage fuller community involvement

- provide facilities for cultural and local entrepreneurial uses
- provide private affordable accommodation for local people

## HOW WE PLAN TO ACHIEVE OUR AIMS

Purchase suitable existing High Street buildings and develop through funds raised by means of issuing membership shares, donations, grants and loans, or by the sale of part or all of a previously developed property. These buildings will then be developed in such a way as to:

- create training and employment opportunities by the provision of commercial/workspace, buildings and/or land,
- encourage local arts, crafts, and markets,
- provide affordable housing for local people,
- provide public amenity space,
- stimulate footfall on the High Street to improve viability of local businesses.

## BENEFITS TO THE TOWN AND COMMUNITY

- renovate and facelift for any building purchased – in keeping with the Conservation Area,
- retain commercial/retail ground floor units – as per the Cricklade Neighbourhood Plan,
- provision of affordable accommodation (High Street, first floor and above) – badly needed in Cricklade.

# Membership

## MEMBERSHIP RULES

The rules of the Society are important, they define your rights as a member. You are encouraged to read them. They set out in detail your rights and obligations as well as the way in which the Society is run.

## WHO CAN JOIN

Any individual over the age of sixteen, or business, organisation, or other incorporated or unincorporated body, is eligible to become a member.

## SOCIETY MEMBERSHIP SHARES

To become a Member, applicants are required to complete an application form and buy one or more shares in the Society. An application form can be found on page 8 of this booklet and is also available on our website .

Each share costs £50 and members are limited to a maximum purchase of 2,000 shares i.e. £100,000. Irrespective of the number of shares purchased members only have one vote at the Annual General Meeting.

It is important to note that the value of the shares will not increase. The only financial benefit for members is any interest payment.

## TRANSFER & WITHDRAWAL OF SHARES

The shares are not transferable and cannot be sold. The only way to recover the value of the shares purchased is to give three months' notice of withdrawal to the Society. Shares cannot be withdrawn until at least two years have elapsed from the date that the share purchase is recorded on the Share Register and then only at the discretion of the Society and subject to appropriate reserves being generated. The Society may however consider withdrawal requests within the first two

years if no property has been purchased.

Shares are not transferable except on a member's death or bankruptcy and are withdrawable at the sole discretion of the Society in accordance with the Rules. All withdrawals will be paid from trading surpluses or new share capital.

The Society may refuse a withdrawal request if it would endanger the business.

## INTEREST PAYMENTS ON SHARES

The Society will pay interest on member's shares once the total number of Foundation Membership shares held is 50 or more. Interest is earned and accrued from this qualifying date but will not be paid for a period of two years from the qualifying date. Any such interest payment will be proposed by the Directors within the limits specified in the Rules and put to a vote at the Annual General Meeting. Any such proposal will be based on the performance of the Society and if approved will be accrued and/or paid gross to the member by the Society and it is each member's responsibility to declare such earnings to HMRC if appropriate.

## INTEREST RATE

It is the intention, subject to an appropriate surplus being available, to pay interest not less than the Bank of England's monthly average of UK resident banks' sterling weighted average interest rate for new time deposits from individuals and individual trusts or such other index that the Directors may decide from time to time, and with a maximum of 5%. These rates will be reviewed at the Annual General Meeting of the Society. Members should however note that there is unlikely to be a trading surplus during the development stage of the initial project and that it is therefore likely that the declared rate of interest will be 0% during the first two years.

# The Risks

## A RISK THAT YOU COULD LOSE ALL OR PART OF YOUR INVESTMENT

This will only happen if the Society's liabilities exceed its assets. For example; we have no lease/rental income, yet we still have loan payments. It might be that if the Society eventually sells the premises it owns there is no surplus after repaying creditors. The Society could not in those circumstances repay your share capital. Your liability, however, is limited to the value of your shares.

We think this situation is very unlikely because:

- a) the Society will be obtaining professional advice and engaging experienced solicitors to satisfy ourselves that we are paying an appropriate price and will have good title to any property we purchase.
- b) the Society will not be trading from the premises we purchase so that there will not be trading losses from any commercial business leasing the premises. The Society will simply own the property and lease/rent it.

Nonetheless you must understand that there is a risk that you may not get all your money back and you should take that into account in deciding whether to purchase shares.

## A RISK THAT MAY NOT BE ABLE TO WITHDRAW YOUR SHARES

The Rules permit withdrawals only in certain circumstances, and only after 2 years. Thereafter, if many people want to withdraw their money in a particular year, then not everyone will be able to withdraw their money in that year. In those circumstances, the repayments will be made in the order in which notice to withdraw was received. Directors are not able to withdraw their shares without the approval of members at a General Meeting called for that purpose.

## A RISK THAT YOU SEE NO RETURNS

Another possible, albeit unlikely, outcome, is that there is no scope to pay interest on the investment for several years. The best way to avoid this is to generate sufficient lease/rental income and to minimise lease/rental voids.

## CONSUMER PROTECTION

Membership shares are exempt from the Financial Services and Markets Act 2000 and subsidiary regulations. This means that there is no right of complaint to an ombudsman.

A Community Benefit Society is registered with, but not authorised by, the Financial Conduct Authority and therefore the money paid for shares is not safeguarded by any depositor protection scheme or dispute resolution scheme.

As the whole of your investment could carry a risk, please consider it carefully and you may wish to seek independent financial advice.



# Membership Application Form



## ***Your Details*** (please provide full details of how we can contact you)

Surname	<input type="text"/>	Forenames	<input type="text"/>
Address:	<input type="text"/>	Postcode:	<input type="text"/>
Tel No:	<input type="text"/>	Email:	<input type="text"/>

## ***Share Ownership*** (please tick only one box)

I am applying (please tick the relevant box below):

- As an individual
- On behalf of a business, organisation, or other incorporated or unincorporated body
- To buy shares as a gift for someone else aged 16 years or older

In the case of the last two categories please provide contact details of the Body or Donee when submitting your application so that we can ensure that the ownership is registered appropriately on the Share Register.

## ***Declarations*** (please ensure that all these are ticked)

- I confirm that I have read the Share Prospectus and the Cricklade Development Foundation Limited Rules (both can be found on our website: [crickladefoundation.org.uk](http://crickladefoundation.org.uk)) and that I am over 16 years of age.
- I understand and agree that my name, address, phone numbers, email address and the number of shares I am purchasing will be held securely on a computer database. This information will only be used for the purpose of maintaining a register of members and for posting notices regarding the activities of the Society. This information will not be passed to third parties.

## ***Payment*** (enter the amount to be invested, tick only one of the boxes about payment method, sign, and date)

Membership shares are £50 each and the minimum purchase is one share. Above this you may buy as many as you like to a maximum of £100,000.

I wish to purchase shares to the value of £

- I have paid by electronic transfer (Cricklade Development Foundation, Sort Code: 30-13-35, Account Number 69921068) and put my name as the reference.
- Please find enclosed my cheque made payable to Cricklade Development Foundation.

Signature:  Date:

**The completed Application Form, together with cheque (if appropriate) should be returned to Mr David Tetlow (Society Treasurer), 1 Pleydells, Cricklade SN6 6NG**

# Statement of Support Form

Cricklade Development Foundation Limited is a not-for-profit Community Benefit Society whose objectives are directed towards helping to maintain and enhance the diversity and character of Cricklade High Street, so we, and future generations, continue to enjoy our vibrant town and community.

By signing this form, I support the objectives of the Society and I agree to my name, address and email address being held securely on a computer database. This information will only be used for the purpose of updating you on the activities of the Society and for evidencing the level of support. This information will not be passed to third parties for marketing purposes.

Name:

Signature

Address:

Email:

# Contact Us

We would love to hear from you, whether it be about your thoughts on saving the High Street, suggestions on where you think the Society can make a difference or simply questions relating to membership and how you might be able to help.

## Check out our Website:



<http://crickladefoundation.org.uk>

## Find Us on Facebook:



<https://www.facebook.com/crickladedevelopmentfoundation>

## Email Us:



[info@crickladefoundation.org.uk](mailto:info@crickladefoundation.org.uk)

## Write to Us:



Cricklade Development Foundation  
Cricklade Town Hall  
Cricklade  
SN6 6AE





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