



Whistlewood Common Limited

Business Plan

April 2017

A Community Benefit Society registered under the Co-operatives
and Community Benefit Societies Act 2014
Society number: 32111R

Registered Address:

St Brides Farmhouse, Stanton Hill, Stanton by Bridge, DE73 7NF

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Executive summary

Whistlewood Common Limited is a Society for the Benefit of the Community established in 2013. It was founded to purchase land as a community, grow food, fuel and fibre, showcase agroforestry growing systems, provide education and employment and hold community and celebration events.

In 2013 Whistlewood Common raised £50,600 of share capital and with the assistance of a £52,245 from the National Forest Company the Society purchased 10 acres of land on Melbourne Common.

Since then the Society has engaged the local community in its vision and worked towards fulfilling its mission. Whistlewood Common has created a permaculture design for its land, planted over 3000 trees, dug ponds and ditches to create a productive landscape. Whistlewood Common has also built a shelter and toilet and held many educational events and workshops.

The Society has fulfilled all this using only the time and energy of its many volunteers and members. This has enabled it to engage with a lot of people and trial its business activities without putting its members' capital at risk. The Society has now however reached capacity of what it can achieve through solely voluntary work.

In order for the Society to grow and fulfil more of its mission it needs to employ a part time member of staff. This employee will co-ordinate and advertise events and workshops on site. They will also have a caretaker role. To be able to afford a member of staff the Society will need to expand its business activities significantly; this will bring the Society up against its other limitation, a lack of indoor space.

The Society has run a large number of workshops that are very well attended, but they can only happen when the sun shines. For the Society to increase its capacity it needs to provide an indoor space for its workshops and celebration events. The Society also needs to improve the access to the site with a better track and parking.

In keeping with its educational mission Whistlewood Common has commissioned the design of an exciting, innovative, ecological, straw bale building. It is now raising the capital finance to fund this exciting stage of The Society. Whistlewood Common is looking to raise £165,000 of community shares to enable these improvements and build its membership.

Of this £165,000, £162,000 will be used to fund the capital improvements and the remaining £3,000 will be used as working capital to fund the expansion of its business activities.

The directors are confident that this infrastructure improvement, increased membership and working capital will enable Whistlewood to increase its activities by 61 events and activities in the year 16/17 to 153 in the year 17/18; directly after the capital improvement. This will continue to increase and in the year 21/22 Whistlewood will be delivering 317 workshops, educational and celebration events. This will in turn significantly increase the Society's turnover from £4k in the year 16/17 to £31k in the year 21/22.

The increase in activities will also enable Whistlewood to reach more people and provide more services to its members. This will increase its social impact and enable it to fulfil more of its mission.



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2: Introduction and Background

2.1 Scope and purpose of this business plan

This plan covers the business activities of Whistlewood Common Limited for the period 2017-2022. This is a period of infrastructure improvements to our land and this plan outlines the purpose, financing and effects of our infrastructure improvements. It also covers our plans to expand our business and trading activities, marketing plan that supports this expansion and the effect of this expansion on our finances.

The business plan will be used as

- a guide for the board and working group members;
- a way of informing others
- an ancillary document to the 2017 share offer document, to assist potential shareholders in making the decision whether to invest in the Society by purchasing community shares.

2.2 Who we are

The project was initiated by Melbourne Area Transition UK, a local community group with an enviable track record of practical projects. The group wanted to create a community project that would demonstrate how we can all live more sustainably, whilst living more socially connected lives.

The purchase of ten acres of land was funded by a grant offer from the National Forest Company, combined with a community share issue which, when combined, raised more than £100,000 to cover the land purchase and provide a small amount of working capital. A comprehensive permaculture site design was then drawn up.

Since 2013 over 3000 trees have planted by hundreds of volunteers, ponds and streams have been dug, a kitchen, shelter and toilet built, an exercise trail and a children's play area created. The members and supporters have also run events and workshops. All this has been done by volunteers, coming together to combine their diverse skills in an exciting new project.

In both 2013 and February 2017 the Directors conducted a survey of the Society's members. This survey highlighted the members' desire to grow the Society in order to increase its social impact and sustainability. The idea of a permanent indoor space was expressed in the member responses and developed out of this survey. At the 2016 AGM the plans for the roundhouse were unveiled to the membership. At the 2016 AGM the directors also proposed funding this development through a further share offer and then at a later date moving to an open share offer to increase liquidity and working capital. This was agreed unanimously by the membership, who were then invited to make further investment in the Society.

2.3 Governance

- **2.3.1 Legal structure**

Whistlewood Common Limited is a Registered Society, incorporated under The Co-operative and Community Benefit Societies Act 2014.

We are registered as a Society for the Benefit of the Community, registration number 32111R.

The Society was, in 2014, accepted by HMRC as having exempt charitable status. An exempt charity is a charity which is not regulated by the charity commission. The Society is currently in negotiations with HMRC about this status as we believe that we are not in fact a charity, as our aims are not wholly charitable. We also do not have appropriate rules for a charitable Society as our asset lock does not restrict the distribution of assets solely to charities. This is an ongoing negotiation but early feedback from HMRC is that we should not currently be registered as a charity but they are conducting additional checks.

The Society has no liabilities towards HMRC if we are (as we anticipate) shown not to be a charity. Furthermore, the Directors are of the opinion that being a charity may place unnecessary restrictions on the organisation such limits on the types and amount of trading activity.

The registered address is: St Brides Farmhouse, Stanton Hill, Stanton by Bridge, Derbyshire, DE73 7NF.

The site address is: The Common, Melbourne, Derbyshire, DE73 8DH.

The Rules of the Society contain an asset lock that prevents the assets of the Society being sold for members gain on dissolution or winding up of the Society. Such assets would be required to be transferred to another non-profit body, subject to restrictions.

The Society has 176 shareholder members as a result of a community share offer in 2013. The Society has £50,500 issued share capital.

Members must be over 16 years of age, and have a right to speak and vote at general meetings; to call a general meeting in accordance with the rules; to appoint directors; and to make, adopt and amend regulations for the management, conduct and regulation of the affairs of the Society.

The liability of a member is limited to the amount of their shareholding.

Copies of our rules are available on our website here:

<http://www.whistlewoodcommon.org>

- **2.3.2 Governance arrangements**

We are a society that is controlled by our members. members (shareholders) have powers as set out in the Rules of the Society (available on request). Rule 4 states “The Society shall be owned and controlled by its Members on a fair and equitable basis”, and each member (and organizational member) has one vote, regardless of the size of shareholding.

The members elect a board comprising not less than three and not more than seven directors from the membership. A further four directors can be co-opted for their particular skills and experience. Currently there are six directors, who are all elected members.

Additional working groups input into decision-making. These include Education, Events and Enterprise Group, Planning Group, Wildlife Group, Children's Group and other ad hoc groups as required. Working groups are open to all society members and members of the public.

The organization is structured such that the working groups report to the board, with one board director sitting on each working group. The organizational structure is informed by sociocracy, with consensus decision-making techniques where possible, and organizing in circles.

Managers and employees report directly to the board, with input in operational matters from working groups. The membership of a board member on each working group ensures consistent direction between board and working group.

The Directors have paid much attention to governance, understanding that the wellbeing of the people at the heart of the organization and its volunteers and members, are key to its success. A permaculture toolkit for the running of the organization has been developed, with the aim of ensuring that the "people-side" of the society is sustainable, to avoid burnout, be inclusive, resolve potential conflicts, find creative ways of working, and ensure succession for the future. One aim of this document is to maximize the opportunities for inclusivity, participation and engagement by all members, volunteers and wider members of the community. The toolkit includes practical, tried and tested tools that can be employed in a wide range of situations, such as meetings, volunteering sessions, community engagement, and conflict situations.

The Board is committed to encouraging and supporting a high level of engagement by the membership in the governance of the Society. To that end the Board has developed strategies for engagement that include:

- frequent newsletters and social media interaction;
- feedback processes at meetings;
- online surveys;
- open invitation to members to attend working groups;
- open days for members and the public;
- the encouragement of and support for members to pursue their own ideas for the development of the organization and its activities. This has included fundraising, social and entrepreneurial activities

2.4 Plans for membership growth

The Society is committed to increasing its membership in order to:

- enable more people to have access to the resources of Whistlewood Common Limited;
- increase its social impact;
- have access to more volunteers and voluntary work;
- increase our democratic accountability to the local community.

The Society currently has 176 members. Apart from the three founder members these all joined through the first share offer in 2013.

This business plan covers a period of infrastructure improvements and capital costs that are to be funded by a second share offer that we hope will at least double our membership.

After this second share offer it is the intention of the Directors to move to an open share offer. There will be a period of time, currently estimated at six to twelve months, between the close of share offer two and the move to an open share offer. This will allow the Society to consolidate its position during a period of infrastructure expansion. The move to an open share offer will enable more people to become members with all of the above benefits for the Society.

This open share offer will create a fund that can be used to provide liquidity and allow for share withdrawal and a churn of members.

2.5 Vision statement

Whistlewood Common
Forests, Food, Fun and Friendship

Whistlewood's vision is to make our community a better place. We are creating a productive woodland where everything is edible or useful and where everyone can come together to celebrate, create livelihoods, learn, and interact. We wish to show others what is possible if you think collaboratively, to make our communities more sustainable, resilient, more inclusive, and to take greater control of our future.

2.6 Mission statement

The mission of Whistlewood Common Limited is:

- To buy, hold and establish a land-based asset on which resilient and useful community resources can be created.
- To demonstrate models of productive landscapes, including woodland.
- To develop and provide education and training in sustainability
- To encourage wildlife and to work in harmony with the natural world.
- To be an exemplar of environmental best practice and serve as a catalyst for others to improve their practice and performance.

2.7 Objects of the Society

The objects of the Society shall be to carry on any business for the benefit of the community by promoting resilience, through activities that increase the capacity of businesses, communities and neighbourhoods to deal with shocks across a wide range of areas: food, economics, energy, environment etc.

- (a) The Society will operate initially around the area of Melbourne, Derbyshire, but may also operate more widely within the East Midlands or nationally.
- (b) The Society will seek to create jobs, opportunities and sustainable livelihoods

(c) The Society will work to develop a visionary model of low-input, high-yield woodland food production, as a national exemplar, within the National Forest

(d) Where appropriate opportunity becomes available the Society will grow food; plant trees of use to the community, such as timber, craft resources, biomass etc.; provide training; and host events which showcase sustainability and which promote social cohesion.

(e) The Society will provide education around the objects of the Society which may include, but are not limited to training, workshops, practical demonstrations and fieldwork, talks lectures and links to relevant educational bodies and institutions. Our training will endeavour to cover all ages.

(f) The Society will engage with other organisations, including statutory, voluntary, and business, where appropriate, and to seek to influence the culture of any organisation or individual towards aims, objectives or actions consistent with those of the organisation.

(g) The Society will operate within an ethical framework to include the following: To adhere to and promote permaculture principles, sustainability and co-operation; to work sensitively with the natural environment and to encourage biodiversity as far as possible; to operate according to the principle that every human being is equal, without distinction of any kind, such as race, colour, gender, age, sexual orientation, language, religion, political or other opinion, religious or other opinion, national or social origin, property, birth or other status.

2.8 Social impact

Whistlewood Common has also developed a document to set out its social impact strategy entitled "Theory of Change" linking its Vision and Mission to its outputs and outcomes (see Appendix 14)

The Society has numerous communities of benefit, in line with its wide-ranging objects.

Melbourne has a population of: 4800 and South Derbyshire has a population of 95,000. Additionally attract people from Derby and the wider East Midlands area.

Beneficiaries of our services include:

- Individuals, families and children in the local area and the region;
- Individuals, families and children who have particular needs; who are from disadvantaged communities; or who struggle to access the benefits of outdoor activities;
- Local organizations and groups, such as youth organizations, WIs, conservation groups, schools, scouts and guides, arts organizations and many other specific interest organisations.

2.9 Achievements to date

Since purchasing the land in October 2013 a large team of dedicated volunteers has been working hard to make the project a success. Here is some of what has been achieved in a short time:

- Planting over 3000 trees,
- Planting 150 orchard trees
- Creating a natural children's play area
- Establishing areas for wildflowers and habitats for biodiversity
- Building a composting toilet
- Getting on site structures for storage, a kitchen and a timber-framed all-weather shelter
- Digging swales and ponds and re-establishing an ancient stream
- Consulting with large number of our community to find out what they would like to see happening in the project
- Engaging with children and young people for their input
- Drawing up permaculture designs (sustainable design plans)
- Obtaining planning permission (with massive support) for our buildings and structures
- Applying for (and obtaining) grants
- Developing a social impact document (Theory of Change)
- Dealing with financial, legal and other obligations
- Giving talks and inputting into national debate regarding social enterprises, community woodlands, climate change, social change and permaculture.

Events and workshops we have held include:

- Easter egg hunts
- Halloween
- Midsummer festivals
- Astronomy evenings
- Creating living willow structures
- Practical workshops
- Tree planting and regular volunteer days
- Site hire, camping and yurt hire
- Attendance at festivals and national events

We estimate that over 10,000 visits have been made to the site so far.

All of these can be measured against our Social Impact document (Theory of Change) and we have achieved many of our short-term targets with regard to impacts, especially at a local level.

2.10 Long term vision of the Society

This business plan is designed to ensure that Whistlewood Common Limited will be a sustainable business. This includes:

- A healthy turnover that generates enough gross profit to cover its overheads;
- Enough surplus to reinvest in the Society and allow for share withdrawal;

- Enough volunteers and engaged members to fulfil the social impact of the Society;
- Enough new share capital from its open share offer to fund any share withdrawal that can't be met by our trading surplus.

The Directors have no plans beyond the scope of this business plan for further capital improvements, business expansion or share issues.

The Directors also have no plans to wind up the Society, nor believe that the Society has a fixed shelf life. The Directors, conversely, believe that the Society will only become more relevant as future political, ecological and economic crises unfold.



3 The business

3.1 Description of activities

Whistlewood provides a diverse range of activities, in order to ensure financial sustainability and adaptability in changing times.

Many of these activities have been trialled during the financial years 2015 – 2016 and 2016 – 2017, with lessons learned feeding back into business plans.

Activities include:

1. Facilities hire
2. Guided visitor activities
3. Educational activities
4. Consultancy
5. Product sales
6. In addition, Whistlewood will support individuals and groups who wish to develop businesses operating under the Whistlewood brand. These include food, crafts, health and education. These will be operated on a profit-share basis, with strict oversight to ensure that these partners are operating within Whistlewood's aims and objectives.
7. Fundraising events/activities each year, including attendance at local shows and festivals.
8. The organization provides volunteering opportunities for all ages to maintain and develop the site. These develop skills in a range of areas, such as sustainability, green building, wildlife conservation, green energy, forestry, horticulture, permaculture, DIY, green roofs, composting and much more.
9. The organisation will maintain the site to a high standard.
10. The organisation will continue to develop the site and facilities for the benefit of all users.



3.2 Marketing plan overview

Attached to this business plan is our marketing plan (See Appendix 12)

Whistlewood Common currently offers the following services: facilities hire; guided visitor activities; educational activities; consultancy (talks); and product sales. Currently the majority of our income comes from facilities hire and educational activities.

Our customers can be broken down into: highly engaged (members and supporters); local people, local and regional groups, local enterprise, people associated with permaculture and transition movement; tourists.

Our pricing strategy has been derived by looking at our competitors' rates, by analysing costs and by looking at demand. As a social enterprise we intend to maximise accessibility and social impact to as many people as possible, whilst remaining profitable.

People access our services via our website (with online booking for workshops); via email and via telephone. Many people are introduced to our services at outside events, such as Melbourne Festival, Elvaston Wood Fair, and Melbourne Christmas Shopping event.

We promote our services via: our website; social media; mailing lists and newsletters; leaflets and fliers; banners; regular "what's-on" mailings (print and email); TV; local press; local radio and face-to-face.

Following our capital investment in the site to create the roundhouse and ancillary infrastructure., our products and services will change in the following ways:

- The creation of a straw-bale, timber-framed eco classroom and events space will allow us to run workshops and events all year round (the roundhouse).
- The roundhouse will allow us to run several workshops on the same day in different parts of the site, thus maximising economies of scale.
- The roundhouse will be a draw for many different types of customer who wish to hire the space, eg corporate groups, musicians, arts groups and school parties.
- The construction of access tracks and parking will allow customers to access the site in all weathers, attracting customers who require parking, and allow disabled customers easy access.
- The new infrastructure will showcase green building techniques and green technologies that will enhance Whistlewood's capacity as a consultancy, for example giving talks.

Our marketing objectives, developed in consultation with our members and community around this service expansion are:

- To increase income and gross profit
- To increase turnover sufficiently to break-even; to service equity and to facilitate the transition from volunteers to paid employees.
- To increase the number of workshops and site hires
- To increase the number of nights camping and overnight yurt hire
- To increase the number of educational sessions for children and people with special needs.
- To increase and ensure customer retention, with a focus on encouraging customers to purchase multiple services and products.
- To increase the numbers of people benefiting from the site and its services
- To maintain the number of fundraising activities at a manageable level.
- To raise awareness of volunteering opportunities
- To attract new members
- To support new enterprises on and off the site
- To facilitate general awareness-raising of issues surrounding climate change, resource depletion, wildlife conservation and economic uncertainty.
- Allow Whistlewood to promote local resilience and the re-localisation of products and services.

Our marketing strategy can be summarised thus:

With a diversity of different products and services Whistlewood has a multi-faceted approach to marketing. At its heart is a strategy to engage customers so that they have a sense of belonging, attending the site on multiple occasions for a variety of different events and workshops, and to hire the facilities with their friends and families.

As a community social enterprise we have a committed and engaged membership that share a sense of ownership and an interest in making the project a success and who, as such are not only a key part of our customer base but also inform the direction of the Society, its products and services and how to best promote them.

For more detail refer to the full Marketing Plan (Appendix 12).



3.3 Operational plan

Element	Commencement Date	Dependencies	Comments
Open share offer. Target of £165,000	30 April 2017		
Close share offer	21 July 2017	Directors reserve the right to extend the share offer if the target is not reached.	
Obtain commitment of match share purchase from Booster Programme	July 2017	Subject to raising £80,000 from individuals from share offer	
Move to open share offer	Between January 2018 and August 2018		
Commence employment of sessional contract employee(s)	March 2018		
Obtain Awards for All grant of circa £10,000 for creation of community gardens	March 2018	Dependent on being successful in grant application	
Obtain a grant of circa £1000 in each of the years from 2018 to spend on specific small-scale projects to develop the site, such as the gardens, wildlife areas, children's play areas etc.	2018 - 2020	Dependent on being successful in grant application	There are several grants to apply for around £1000.

3.4 Plan of Activities

Activity	Year 1 (2016 – 2017) Number:	Y2 (2017 – 2018)	Y3 (2018 – 2019)	Y4 (2019 – 2020)	Y5 (2020 – 2021)	Y6 (2021 – 2022)	Dependencies/ Comments
Facilities hire	4	11	40	45	50	55	Numbers are based on construction of roundhouse and track/parking by Spring 2018
Facilities hire: Green Weddings	1	2	3	4	4	4	Maximising income will depend on construction of roundhouse and infrastructure.
Group educational activities	7	20	57	80	85	85	Blocks of sessions for a variety of client groups.
Workshops, experiences and courses	10	19	25	30	35	39	Half-day or one-day workshops
Camping and overnight yurt hire	5	15	20	20	25	25	Maximum number of nights.
Consultancy services/talks	2	4	6	8	10	12	
Produce sales	Small-scale	Small-scale Including materials for workshops	Small-scale Including materials for workshops	Small-scale Adding some food products	Small-scale Adding some food and more craft products	Some timber produce, Food, craft products	Produce sales will start very small (eg small hand-made items at events, but will increase as site matures.

4 Resources

4.1 Paid staff

The organization currently has no paid staff but the following roles are projected as the business progresses:

- Site maintenance
- Event management
- Business management
- Promotion/marketing
- Volunteer management
- Administration
- Course and workshop teaching (to be carried out by specialist trainers)
- Consultancy and training and speaking to other groups, locally or nationally

The above roles may be carried out by one or more than one person, initially on a part-time, sessional basis, increasing as the business grows. The location of employment will be site-based (for site maintenance and teaching activities); home-based (for marketing, administration and business management); and off-site for promotion at outside events (festivals, talks etc.).

The competencies required for the above roles will be obtained by recruiting people with specialist skills, and offering a small amount of additional training, such as first aid, safeguarding or permaculture training as necessary.

Specialist trainers will be sourced by setting up a trusted panel of experts who are skilled in their own area of expertise, but also have teaching skills and experience. They will also be inducted to understand the specifics of the site, the organisation's vision and ethics, health and safety and feedback mechanisms.

We will expect employees to utilize their own IT and mobile phone systems (with costs for phone calls etc. reimbursed) and as such will expect requirements for equipment for employees to be minimal.

From February 2017 we have been paying specialist trainers to run workshops. We plan to have sessional contract employees from early 2018, to carry out site management, marketing and administration. Until this time these roles will be carried out by volunteers with specialist skills.

The full-time equivalent paid staff projections for sessional employees are: 8 hours per week in 2018, rising to 10 hours per week in 2020. There will be a seasonal component to this, however, and the numbers of hours per week in the months generating larger income (Spring, Summer, Autumn) will be higher. In order to increase staff numbers over and above the projections, we would require a staff member to generate income sufficient to service their role.

4.2 Volunteers

Volunteers play a crucial role in the organization, and being a volunteer has numerous benefits to the individual in gaining skills and experience. After learning new skills

volunteers can share them more widely, producing a multiplier effect, both within the organisation and in the wider community. This forms a key element of our social impact.

The roles set out above are currently being undertaken by volunteers. Even after the transition to paid employee(s) we anticipate that volunteers will continue to play a crucial role in the organization, for example:

- Site maintenance
- Site development
- Growing and harvesting
- Governance
- Financial management
- Some administration
- Community events
- Fundraising
- Outside promotion (locally and nationally)
- Community liaison

The competencies of the current volunteers are set out in the appendices, and we are fortunate to have skilled and experienced volunteers covering a very wide range of activities, professional, business and social.

The Directors have analysed the current volunteer hours and commitments and deem that the 2015-2016 level of volunteer commitment, while acceptable, would not be appropriate to base future increases in activities on purely volunteer roles. Having an all-volunteer enterprise would leave vulnerabilities, in particular if a key volunteer left the organization. Additionally the Directors have considered burn-out as a potential issue that faces many voluntary organisations. Having paid staff also allows for continuity, longevity and is in accordance with Whistlewood's stated aims of creating jobs and livelihoods.



5 Capital development delivery

5.1 Summary of capital development work

The organisation is entering an exciting phase of infrastructure expansion with the addition of the green-build straw-bale roundhouse and associated infrastructure.

The roundhouse is of ground-breaking design, showcasing the best in eco construction, using straw bales and timber. As an organisation operating in the National Forest we will showcase how local timber can be used to provide for our basic needs of shelter and warmth.

The roof will be covered with cedar shingles, again sourced locally, and the veranda will be covered with a living roof, encouraging wildlife and biodiversity onto the site.

Green technologies will be showcased with solar electricity for lighting. The building will be highly insulated but additional heat will be provided by a wood-burning stove, fed from wood from the local forest.

Tyre foundations, lime render and limecrete floors will demonstrate how construction can be low-impact and non-polluting.

The building is designed to have maximum flexibility in terms of usage. It is large enough to provide space for a classroom, a large meeting, a corporate event, workshop or fitness class. Its three double doors and large covered veranda will allow larger groups to meet. It will be spacious enough for a wedding ceremony or other celebration event. The large stage, overlooking a banked seating area will host music events, theatre, talks and educational events.

The building's construction will also have an educational component with the running of courses in the different building techniques during its construction, thus training up the next generation of straw bale builders.

Once built, the roundhouse will become a showcase for others wanting to build their own eco-house or community building.

In appendix 10 you can find

- Architect's drawings
- An artist's impression of the roundhouse
- Site plan showing location of roundhouse and track and parking.

Planning Permission for the Timber-framed roundhouse was granted in July 2014. Since then we have commissioned a specialist building company "Straw Works" to undertake the following:

Building Regulations Specification
Structural Engineering Surveys
Building Regulations Approval

Grant funding for these elements was obtained in November 2016 under the Power to Change Community Booster Programme.

We propose to fund the work on the building, and associated infrastructure (access track and parking) via a combination of share capital and by an institutional share purchase via Power to Change Booster Programme.

The share purchase commitment has been agreed under the Booster Programme as 50% of the total required.

Other capital work to include:

Disabled compost toilet
 Outdoor kitchen
 Celtic roundhouse
 Community gardens
 Additional works to stream and ponds
 Water supply and purification
 Development of children's play area
 Signage
 Wildlife infrastructure
 Tools and equipment

These are to be funded via a combination of donations (of materials and labour), grant funding and share capital, as set out above.

Whilst the capital requirements are high in year 2017 – 2018 due to the creation of the roundhouse and tracks; in future years the capital input will be low. Grant income will be limited from years 2019 – 2020 onwards to just £1000 per year. This shows the sustainability of the organization, in line with its stated aims of being self-funding beyond the initial infrastructure phase.

Capital ownership of the land, roundhouse and other infrastructure shows the strength of the organization's asset base. The organization has been careful not to over-capitalise, by having targeted share offers linked to specific capital projects.

5.2 Breakdown of Capital Costs

Item	Cost
Roundhouse	£106,875 Inc. 10% contingency
Tracks and parking	£48587
Disabled compost toilet	£1500
Additional groundworks	£1000
Tree planting	£1000
Shelter and kitchens	£1750
Water supply and purification	£4000
Children's play area	£95
Gardens	£10,050
Signage	£1500
Wildlife infrastructure	£2000
Celtic roundhouse	£3000
Other (including tools and equipment)	£9500
Working capital	£3000
Professional services relating to project	£12,231
Total	£206,089

This project has a total capital requirement of £206,089. This is split between £190,857.50 of fixed assets, £3000 of working capital and £12,231 of project costs that aren't capitalised. These costs will fall as follows:

Year	16/17	17/18	18/19	19/20	20/21	21/22
Cost	£14,789	£178,250	£4050	£5000	£2000	£2000
					Grand Total	£206,089

5.3 Capital funding

The Society plans on funding the required £206,089 of capital costs through:

- A share offer of £165,000;
- Grants of £27,000;
- and fund-raising of £14,089;

Year	16/17	17/18	18/19	19/20	20/21	21/22
Share Offer	£165,000					
Grants	£10,000	£10,000	£4000	£1000	£1000	£1000
Fund-raising	£1,900	£1,966.67	£2,500	£2,800	£2,800	£2,122.33
Total	£176,900	£11,966.67	£6,500	£3,800	£3,800	£3,122.33
					Grand Total	£206,089

• 5.3.1 Share offer

The share offer in 2013 raised over £50,000 in just six months. We will run our second share offer from 30 April 2017 to 21 July 2017. Existing members will be invited to increase their investment and new members will be invited to invest too, increasing the membership of the Society. The 2017 share offer was introduced to the membership at the AGM in November 2017 with an open discussion and an invitation to invest.

The target communities for the share offer are: existing members; existing volunteers; existing supporters (we have an email circulation list of 150 members and 160 non-members, plus over 500 Facebook “likes”); local community members; members of local groups (especially individuals who are already members of a group that is a Whistlewood shareholder); individuals living in South Derbyshire and the East Midlands; members of specific groups that are already active in supporting environmental and social causes (eg permaculture and co-operative networks).

In addition the Community Shares Unit have undertaken to buy a share, to match shares purchased by community members, if the above target is reached. This match funding means that our target from purchase by community members is £80,000 with £5,000 from local groups.

To qualify for this support we must reach the target of £80,000 by 21 July 2017.

Following this the Society aims to move to an open offer after a period of 6 to 12 months to allow those who wish to become members to do so, and to provide liquidity allowing those who eventually wish to withdraw their share capital. The Society do not intend to pay interest on this share capital but may allow the possibility of doing so if struggling to find new members to finance share withdrawal. The Society will never pay above 5% per annum or 2% above the Bank of England's Base Rate, whichever is the greater.

Share withdrawal from this offer will be suspended for five years until 2022, and also for a five-year period for members subscribing under any future open offer. The Society will however need to fund potential share withdrawal from its first share offer, from November 2018.

• **5.3.2 Grants**

The Society will fund a large part of the professional costs associated with this project from grants. In November 2016 the Society secured support from the Community Shares Booster Programme. This provides: a development grant of circa £10,000 to obtain detailed drawings and engineering calculations for the roundhouse; support and advice to develop the share offer, share quality mark and business plans. This is in addition to approximated £1500 of advice and support given by Making Local Woods Work, a national scheme to develop woodlands as social enterprises.

The Society also plans to fund the creation of gardens on the land in 2018 through a £10,000 grant from Awards for All. This will completely cover the cost of this standalone capital project that won't happen if we don't receive the grant. If the project doesn't happen it will have no significant effect on our revenue.

In the years between 18/19 and 21/22 the Society is aiming to raise £7,000 in grant funding to cover small parts of the ongoing capital improvement, primarily the wildlife hides and boardwalks as well as tools and equipment. If the Society can't secure these grants then it can fund these costs from its own reserves.

Whilst grant funding is only a very small proportion of the Society's income it is important to set out the availability of grants within the currently difficult grant environment.

The following grant funders have been identified and these will be targeted for the small grants as set out in the financial projections:

- Heritage Lottery Fund
- Woodland Trust
- National Forest Company
- Foundation Derbyshire
- Derbyshire Community Fund
- The Co-op
- Supermarket plastic bag grants.
- Other small funds

Most of these grants are periodic grants, with grant amounts and timescales varying. Directors have identified the importance of matching our needs to the grants and not vice-versa.

The Society is also seeking to identify companies who may wish to assist with capital works, via their Corporate Social Responsibility programmes, and is being supported in this under the Making Local Woods Work scheme.

Whistlewood Common has already been successful in obtaining grant funding or in-kind funding from:

- The National Forest Company
- Awards for All
- The Woodland Trust
- Million Trees Derbyshire
- Making Local Woods Work (support grant)
- Skipton Building Society
- East Midlands Airport
- South Derbyshire District Council
- Power to Change Booster Programme

• **5.3.3 Fund-raising**

The Society will hold small fund-raising events throughout the period 16/17 to 21/22. This will be a small but important contribution to the capital funding required. The fundraising events have to date raised approximately £1700 a year. The board predicts an small incremental increase in this amount of either £200 or £300 a year until reaching a steady income of £2,500

Current fundraising events held at Whistlewood are:

- Easter Egg Hunt
- Midsummer Music Festival
- Halloween
- Wreath-making (currently off-site but may move to Whistlewood when infrastructure is built)

In future years we intend to add a harvest-themed event to this list.

Additionally the organisation fundraises at off-site events:

- Melbourne Carnival
- Melbourne Festival
- Elvaston Woodland Festival
- Melbourne Late Night Shopping

We estimate that this is the maximum number of volunteer-led events, without risking burn-out for our volunteers.

The Society also estimates it will receive a total of £1400 in donations before June 2021.

5.4 Marketing of the share offer

In addition to the promotional activity relating to the marketing objectives in the Marketing Plan, the Society will market the share offer as follows....

- Organise a launch event on site
- This will be in the format of a “Have-A-Go-Day”, where anyone can come and experience the site and a range of activities that we offer now and will offer in the future. We will draft in expert tutors to provide short activities, and will provide guided tours. We will attract people interested in permaculture by having a Permaculture Diploma Accreditation event on that day. Food and drink will be provided free of charge, and will also reflect our ethos of locally-grown, sustainable food.
- Ask all current members to promote the share offer to their friends and family. Ask them also to buy a share for a friend of family member as a gift.
- Utilise mailing lists to email supporters.
- Ask member groups to promote the share offer to their members. Contact member groups to give talks at their meetings.
- Attend “Swad Day”, a local activity day in Swadlincote. Attend other local events in Swadlincote and Derby.
- Promote the share offer with a big push at our Whistlewood Summer Music festival.
- Promote the share offer with every workshop and event.
- Produce a short video, working with a local video producer, to share and put on our website.
- Produce fliers to leave in local venues, and posters.
- Promote via social media, in particular Facebook.
- Use Facebook paid services to increase reach.
- Encourage re-tweets by prominent Twitter users.
- Write press-releases for local newspapers, and engage with journalists for large articles in local press
- Contact BBC Radio Derby and other local radio stations for coverage
- Write articles for specialist publications such as Permaculture Magazine, Permaculture Works
- Use Transition, Permaculture and Green networks to reach interested parties.

The average investment in Whistlewood's 2013 share offer was £300. The Directors expect the average investment in this share offer to be similar. To raise £80,000 in individual investments we would need 267 individual share purchases. The Directors expect this to be made up of:

28 Existing members

28 Existing Volunteers

80 Existing supporters

67 Local Community Members

8 Members of local groups

28 Individuals living in the South Derbyshire area

28 Individuals living further away who wish to support a pioneering permaculture project of this sort

This will mean 267 new members, raising £80,000 in new share capital

We estimate that we will also receive £5000 from local groups and organisations. This plus the match funding from The Booster Programme will meet our share offer target of £165,000

5.5 Capital Delivery Plan

Project	Duration	Start	End
Roundhouse	6 months (break over winter due to weather conditions)	September 2017	June 2018
Tracks and Parking	2 weeks	September 2017	September 2017
Disabled compost toilet	3 months (by volunteers)	June 2017	August 2017
Additional groundworks	1 week	April 2018	April 2018
Tree planting	4 days	Winter 2017	Winter 2018
Shelter and kitchens	6 months (by volunteers)	January 2017	June 2017
Water supply and purification	2 weeks	May 2018	May 2018
Children's play area	2 days	April 2018	April 2018
Gardens	1 year	March 2018	March 2019
Signage	2 weeks	April 2018	April 2018
Wildlife infrastructure	1 month	January 2018	June 2018
Celtic roundhouse	12 months	March 2019	March 2020

The community gardens, Celtic Roundhouse and wildlife infrastructure are subject to obtaining the necessary additional grant funding.

5.6 Project management

The building projects will be overseen by the Board of Directors, with one lead Director, Chris Gregson, reporting regularly to the Board. Chris is an experienced product engineer with many years experience of large and small-scale project management.

Two Directors (Sarah Spencer and Graham Truscott) are Permaculture-trained and will oversee the sustainability aspects of all capital (and other) works. The roundhouse project will be managed by an external building company, Straw Works. Additional volunteer time will assist with the project and it is our intention to hold Straw Bale Building courses, and volunteer days as part of the build. These will be overseen by Straw Works. The Society will bring in appropriate instructors for specific elements, such as building the compost toilet, the cob oven etc.

Specialist activities such as groundworks will be done by employing a skilled contractor. Quotations have already been obtained for installation of the track and parking.

All of the above works will be overseen by the Board of Directors, with direct reporting of project managers to the Board, with budgets agreed in advance and regular (monthly or more frequent) monitoring of progress and financial matters.



6 Finance

6.1 Historical financial performance data

Whistlewood Common Limited has been trading since 1st of July 2013. The Society's accumulated trading between then and 30th June 2016 has left us in the position of having:

- Land valued at £91,550;
- equipment of £10,764;
- and cash and money owed of £6,217.

This has been funded by:

- A grant for land purchase (that won't reduce with depreciation) of £52,245;
- grants for equipment (that will reduce with depreciation) of £9,438;
- withdrawable shares of £50,450;
- and a trading loss of £3,602.

Our trading loss is made up of:

- Depreciation of £1,884;
- and other administrative expenses not covered by our gross profit of £1,718.

The Society has had a gross profit margin between 80 and 90% in the three years it has been trading. However it has had too small a turnover to generate enough profit to meet its administrative expenses. These expenses were predicted improvements to the land held at Whistlewood common. This includes tree planting, digging ditches and swales, creating a natural children's play area and a wildflower meadow. These are all expenses that we can not capitalise as they don't improve the monetary value of the land. These are all expenses that were predicted and explained in the original share offer documentation. These were all funded by National Forest Company grant as they are in line with the development plan for the land.

This has caused the Society to have an accumulated trading loss. The Directors are aware of this and it is one of the drivers of for capital improvements covered by this plan.

The Board plan to rectify this trading loss by substantially increasing the number of trading activities the Society undertakes. This can only occur after the capital improvements outlined in this plan have been realised.

6.2 Summary of revenue finance

Whistlewood Common will receive most of its revenue finance from its trading activities. It will apply for a variety of small grants to supplement its trading activities.

The trading activities are diverse to increase the resilience of the Society. The board and this plan expects a turnover split between the different activities to look like:

- Facilities hire 45%
- Educational activities 42%
- Guided visitor activities 11%
- Product sales 2%

6.3 Financial forecasts

- 6.3.1 5 Year cashflow summary**

In the remainder of the year 16/17 will the Society will have very large cash movements in of £180,895, this is to be made up of £165,000 share capital £11,900 of grant income and £3,995 of trading income. This will be spent on £1,193 of cost of sales, £2268 of overheads, £12,231 of non-capitalised extraordinary costs relating to the share offer and infrastructure improvements and £2557.50 of capital spend. The cash in from both the trading and grant income does not meet the Society’s overheads and extraordinary costs for this year creating a shortfall of £2354.50 that is to be provided as working capital from the share issue.

The majority of the share issue will be used to fund capital improvements that will happen in the year 17/18. In the year 17/18 the Society will have cash inflows of £12,300 Grant Income, £11,530 trading income and £28,776 of reclaimed VAT. This will be spent on £7,550 of variable costs, £4,068 of overheads and £206,281 of infrastructure improvements. This will be a net outflow of £165,293 leaving The Society with £2,768 of cash in the bank.

The spends in this year will happen over 4 VAT quarters allowing the society to reclaim the VAT from one quarters spend before making the next quarters payments. The capital spends throughout the year and the VAT reclaimed will be as follows:

Quarter	July – Sept	Oct – Dec	Jan – Mar	Apr - June
Spends	£83,429	£91,032	£1,875	£29,945
VAT reclaimed	£12,429	£14,379	-£480	£2448

The following years have no significant large cash movements. The cash inflows from trading income comfortably cover the cash outflows for variable costs and overheads. There is a small amount of fund-raising cash in that will cover further small capital improvements. The cash surplus will cover a predicted 2.5% share withdrawal rate from the 2013 share offer. This will equate to £1261 withdrawn every year. An additional 2.5% withdrawals are predicted to be financed by new share purchases.

Once the Society has moved to an open share offer in 2018, the directors have set a target of £1300 new share capital each year. This new share capital plus the ongoing yearly cash surplus will allow for a predicted possible 10% churn of the new share capital in the year 22/23 when the first withdrawals from the 2017 share offer are permitted.

At all points in the five year forecast the Society has a positive bank balance.

- 6.3.2 5 Year P&L summary**

The turnover of the Society will increase from £3,995 in 16/17 to £31,150 in 21/22. The variable costs will also increase from £1,993 in 16/17 to £16,034 in 21/22, leaving the Society with a gross profit that increase from £2,058 in 17/18 to £15,116 in 21/22. The

society’s gross profit margin stays relatively consistent throughout this period at around 50%.

This gross profit will fund overheads that increase significantly from £3,045 in 16/17 to £7,312 in 17/18. This increase is mostly made up of an increase in insurance and a large increase in depreciation of the Society's assets. The overheads then increase gently from 17/18 to £11,422 in 21/22.

This leaves the Society with an operating profit in the years 16/17 to 21/22 of:

Year	16/17	17/18	18/19	19/20	20/11	21/22
Operating profit	£10,857	-£2,287.50	£8,511.50	£6,842.50	£8,062.50	£8,494

This operating profit is used to cover the past losses of the Society, £12,000 of professional services spent in 16/17 and between £273 of Corporation Tax in 18/19 to £2,111.30 of Corporation Tax in 21/22.

This leaves a net profit to be transferred to the reserves of the Society and it's accumulated net profit as:

Year	16/17	17/18	18/19	19/20	20/21	21/22
Net profit	-£1,374.60	-£2,287.50	£8,238.32	£5,200.70	£6,097.50	£6,382.70
Accumulated net profit	-£4,976.60	-£7,264.10	£974.22	£6,174.92	£12,272.42	£18,655.12

This table shows that the Society will achieve profitability in the year 18/19. The Society will also overcome all its past losses and have a positive profit and loss reserve in the same year.

• **6.3.3 5 Year balance sheet summary**

Whistlewood Common's balance sheet is made up of:

- Cash at bank
- Fixed assets including
 - Land
 - Equipment
 - Buildings
- Long term liabilities.

This creates the worth of the Society that is made up of:

- Share capital
- and the accumulated net profit of the Society

Cash at bank increases as described in section 6.3.1 until year 22/23 when there is a predicted large withdrawal of share capital.

The Society's fixed assets increase from £94,656.50 in 16/17 to £269,405 in 19/20 due to infrastructure improvements that happen throughout this period. They then decrease to £265,580 in 21/22 due to depreciation. Depreciation is measured at:

- Land – 0%
- Equipment – 20%
- and buildings – 2%

The long term liabilities of the Society are made up of unused capital grants. These grants are released to the profit and loss account at the period that matches their use. This means that the liability is reduced as the assets purchased by these grants depreciate. There is a grant of £52,245 from the National Forest Company that was used to purchase the land on Melbourne Common. As this land does not depreciate this grant sits on the balance sheet permanently at £52,245 as a long term liability.

The net worth of the Society increases from the position in the last set of accounts of £46,848 to £229,060 in 21/22 funded by an increase in share capital and the trading surplus of the Society.

6.4 VAT

The turnover of Whistlewood Common is significantly under the VAT registration threshold of £83,000. It is the view of the Directors that if the society was registered it could not pass the cost of the VAT onto its customers and would therefore have to absorb the cost of the VAT on its services. This cost would be greater than the VAT we would pay on our purchases. This is because we have more sales than purchases and most of our purchases are VAT free.

There is one year were this is not the case, the year of our build 17-18. The Directors plan to register for VAT for this year. This will enable us to reclaim the VAT on the Track and Roundhouse spends. These are all VATable purchases from a VAT registered organisation. The VAT on these two purchases comes to £31,031, if you include the 10% contingency in the budget for the Roundhouse.

For this year the society will charge our customers the same gross price, but reduce our net price to allow for VAT. This will cost the society £2,555. Registering for VAT in this year would save the society £28,776. The directors will unregister immediately after the final spends on the roundhouse.

It is possible that the society may save more money but the directors have only modelled reclaiming the VAT back on the Track and the Roundhouse. This is because these are the only complete quotes that are from a confirmed VAT registered supplier.

For a full set of financial forecasts please see Appendix 5

APPENDIX 1 - Director Biographies

Sarah Spencer (Chair)

Sarah is trained in permaculture (holding the Permaculture Design Certificate and a Diploma in Applied Permaculture Design); she is also a trained Forest Schools Leader. Sarah owns a nine acre smallholding in The National Forest which is run along permaculture principles. In 2011–2012 2.5 hectares of her smallholding were planted under the National Forest Changing Landscape scheme, which includes orchards, a forest garden, short-rotation coppice, willow and other useful trees. She also designed and has, as part of a team, organised community events to fundraise and deliver this project; and has organised events on a wide range of environment-related topics. Sarah worked for many years as a human rights lawyer for a large charity. Sarah also has IT skills, including basic web-design, has strong project management skills and works part-time for a market-research company.

Graham Truscott (Vice-Chair)

Graham has 30 years senior-level international business experience including National Geographic Magazine and HarperCollins. He was the first ever Global Head of Brand for Rolls-Royce plc and later the Global Communications and Investor Relations Director for IMI plc. He is heavily involved in cleantech start-up businesses, including Hevasure Limited and is a company director of two other companies, he is a founder of two Transition groups, the Derby Carbon Initiative and the national REconomy Project. Graham holds the Permaculture Design Certificate and is also an active member of several other community and environment-related organisations.

Katherine Parrish (Secretary)

Katherine works as an Administrator for Keystone Training Limited, preparing reports and managing learning materials. Katherine has an arts background and has run her own craft business, as well as teaching art to children, adults and in Leicester Prison. Having been involved in environmental groups for many years, when she moved to Melbourne in 2010 she joined Melbourne Area Transition and is currently the Treasurer. Katherine is very active in the Infant School Parents Association and has been instrumental in creating the Forest Garden at the school, including organisation of community events.

Rose Minifie (Finance Director)

Rose is a parent who has, during her working life, held positions in the customer service industry, aviation and has owned her own catalogue business. Rose is passionate about volunteering and has been Chair of Melbourne Carnival committee, a parish councillor and junior school governor. Rose is an experienced events organiser.

Helen Saunders

Helen has over 12 years experience in the complementary therapy sector as a therapist. Prior to that she spent ten years in human resources management. Helen is active in the local community in particular Melbourne Arts Festival and she is a keen gardener. Helen has many years experience in organising workshops and events.

Chris Gregson

Chris is a product designer with over thirty years' experience of design mostly within the domestic appliance sector. For the last twenty years he has been working for a small design consultancy in the West Midlands developing products from concept through to production for a varied client base. Project planning and management is a large part of what he does and he has a strong practical side, enjoying building and making things as much as designing and planning them.



APPENDIX 2 – Key personnel

The following personnel act as volunteers or advisors to the organization.

Andrene Alejandro – Andrene works in the NHS and has a particular interest in natural healthcare. She is a regular volunteer and member of the EEE group.

Gaelle Bardsley - Gaelle is a consultant in ecology. She is a member of the Chartered Institute of Ecology and Environmental Management. She holds Natural England licenses to survey for great crested newts and dormice. She also undertakes surveys for badgers, bats, amphibians, otter, water voles and reptiles on a regular basis and advises her clients with regards to protected species and habitats. Gaelle is a full member of the Chartered Institute of Ecology and Environmental Management.

Marianne Bamkin - Marianne Bamkin has a background in arts, crafts and textiles, education, librarianship and research but has also been a keen organic gardener and allotment holder for some decades. She is part of the EEE group, an active volunteer and enjoys applying permaculture principles to her medium sized village back garden.

Roger Bamkin - Roger Bamkin is a trained engineer and worked in IT for many years before becoming a teacher. He enjoys volunteering at Whistlewood common helping with building construction, planting trees, helping with events and cooking over the campfire.

Emma Barnes – Emma is a forester and runs a forestry business with her husband in The National Forest. Emma has advised the project on forestry and biodiversity issues.

Jane Bevan – Jane is an artist who uses natural and found materials. Jane also runs workshops and works within schools. She regularly attends Whistlewood events to share her love of all things natural.

Anne and Mike Bramley – Anne and Mike work within the NHS and have great experience in the benefits of the outdoors on physical health. They are members of the Association of Pole Lathe Turners and Green Woodworkers and founded “Whistlewood Bodgers”, a group that meets monthly. Anne and Mike are active with the Education, Enterprise and Events (EEE) Group

Richard Brown – Richard is a joiner by trade and is a regular volunteer, contributing skills in practical issues, and a hands-on, get-things-done approach. Richard is passionate about recycling and making things from left-over building materials.

Sharon Brown – Sharon is the Director of Melbourne Arts Festival and works with Whistlewood to increase participation in the arts and showcasing local produce and activities, such as the 2017 arts festival theme of marketing gardening.

Rob Davis – Rob is a qualified Forest Schools leader and holds a BSc (Hons) in Environmental Science. Rob volunteers for East Midlands Butterfly Conservation and enjoys greenwood craft, spoon carving and making primitive musical instruments. He is a regular at Whistlewood, ensuring volunteers have warmth, a cup of tea and a place to socialize.

Alan Edwards – Alan is an experienced outdoor contractor and, as a regular volunteer, brings experience of site maintenance and a love of wildlife and outdoors.

Pete Edwards (former director) - Pete is Chair of Erewash Voluntary Action CVS He has an extensive knowledge managing and organising voluntary activity of many types and of working with external funders. Pete has developed the Society's policies and procedures.

Fiona Geddes – Fiona works in Adult Education for Derbyshire County Council. She is training as a Forest School Leader and will offer Forest School training on site in 2017. She also offers the skills of education, safeguarding, health and safety, event management, publicity and much more to the EEE group.

Salli Gosling – Salli is undertaking a course in natural building which includes straw bale building, Lima and clay plasters, car tyre foundations and some carpentry.

Jo Heldrich – Jo is a Chartered Accountant, specializing in Community Enterprises. Jo completes the annual accounts and gives specific advice on financial matters.

Alison Henshaw – Alison is a teacher and Guide Leader and brings skills of education and working with young people to the project.

Nigel Holling – Nigel is the owner of Bittersweet Chocolates and loves using seasonal local produce in his recipes where possible.

Andy Mason – Andy is a ceramic artist and teacher and loves all things food. Andy runs pop-up restaurants, and employs these skills to input into the EEE group.

Paul Medhurst – Paul is trained in horticulture and also works as a chef. Paul's passion for meteorology (with Whistlewood's own weather station) assists the organization in demonstrating the local effects of climate change.

Jo Medhurst – Jo is a foodie, specializing in local seasonal food.

Christian Murray-Leslie (former director) - Christian is a retired doctor (Consultant in Rehabilitation Medicine). He is a wildlife and conservation enthusiast and amateur bee keeper. Christian is a member of the steering committee of Melbourne Area Transition. He has experience in the charitable sector as a trustee of Disability Direct and Headway Derby for many years and was company secretary and chief executive for the latter for 6 years. Christian leads the wildlife working group, liaising with specific local organizations to provide input to the wildlife of the site.

Andy Parrish – Andy is a regular volunteer who gets stuck into any project.

Roger Spencer – Roger is a market researcher who provides market research capability to the organisation. He is an active volunteer and runs the Duke of Edinburgh volunteering scheme on the site.

Peter Wood - Peter runs “Greenwood Days”, a centre teaching traditional crafts, now the main centre in The National Forest to learn these skills, teaching people of all ages and abilities. Peter has been a workshop leader and is an advisor to the project.

APPENDIX 3 – Member organizations

The following organizations are members (shareholders) of Whistlewood Common Limited:

- Melbourne Parish Council
- Melbourne Scouts and Guides
- Melbourne Civic Society
- Dame Catherine Harpur School
- St Wystans School
- Melbourne Infant School Parents Association
- Ticknall Garden Club
- Derbyshire Wildlife Trust
- Arts Melbourne Limited
- Staunton Harold WI
- Ticknall WI
- Melbourne WI
- Melbourne Parish Church
- Melbourne Methodist Church
- Derbyshire Co-operative Support (Trading as Acorn Co-op Support)

APPENDIX 4 - Supporting organizations

Whistlewood is, or has been, provided with practical and business support from:

- The National Forest Company
- Making Local Woods Work
- Co-ops UK and Co-operative Enterprise Hub
- The Plunkett Foundation
- Locality
- Co-op Culture
- The Permaculture Association
- The Wildlife Trust
- South Derbyshire CVS
- Derbyshire Environmental Education Service
- Media Trust

APPENDIX 5 – FINANCIAL FORECASTS

Cash flow forecast

Normally a breakdown on a monthly basis for the first year and an annual summary for each year thereafter. This should include any capital phase as well as a revenue.

APPENDIX 6 - Risk analysis

Risk Item and potential impacts	Occurrence	Impact	Strategy for addressing risk
Risk of business failure requiring the sale of the asset bases to meet debts.	Low	High	<ul style="list-style-type: none"> • Requirement of all activities and costs to be underwritten either within working capital or by providers of activities. • Budgeting • Acquisition of grant funding and/or share capital in advance of projects.
Risk of Society not able to manage its cash flow in the capital delivery phase. With specific reference to VAT	Low	High	<ul style="list-style-type: none"> • The society will register for VAT before starting the capital delivery • The society will complete all Vat returns promptly. • The society will pay the contractors in line with the agreed schedule
Risk of land being sold	Low	High	<ul style="list-style-type: none"> • The land is subject to an asset lock as stated in the Rules of the Society. If sold, any profit could not be shared amongst members, but would be required to be used for a purpose within the aims of the Society or donated to another not-for-profit company with similar aims.
Risk of shareholders requiring repayment of monies, putting the Society in financial jeopardy	Low	Medium	<ul style="list-style-type: none"> • As at October 2013 it was set out to shareholders that there would be no return of share capital for at least five years. • The directors have the power to continue to prevent withdrawal of shares if it would risk the financial stability of the Society. • It is very unlikely that a large proportion of shareholders would require withdrawal without a corresponding number of new shareholders being available. The move to an open share offer will provide liquidity to allow share withdrawal, known as "churn". Churn is factored into the

			financial planning.
Risk of death of shareholder with significant holding, requiring repayment	High	High	<ul style="list-style-type: none"> The directors will keep the maximum shareholding low as a percentage of the total shareholding and also to give option on applications to allow shareholders to donate their shares on their death.
Restrictions from grant offers, requiring claw-back of funds	Low	Medium	<ul style="list-style-type: none"> The National Forest Grant that was used to part purchase the land comes with conditions. These conditions have been met and will continue to be met in the future. No grants to be sought where the Board does not believe the Society can comply with conditions No grants to be sought where the burden of reporting is too great.
Unstable funding environment leading to <ul style="list-style-type: none"> Potential project closure Lack of job security and high staff turnover Funding gaps 	High	High	<ul style="list-style-type: none"> Grant funding to be sought only for infrastructure and not for long-term business. Grants to be used for capital projects that enhance the site, not for core costs. Business model to be financially sustainable long-term. Maximising use of finances from entrepreneurial activity with just a small percentage from grants. Ensure diversity of income streams, even within entrepreneurial activity
Managerial oversight risks	Low	High	<ul style="list-style-type: none"> Regular Board meetings Regular communication via email between meetings. Clear policies and procedures Management accounts Co-option of expertise from partnership organisations onto board Regular meetings of working groups Membership by at least one board member on each

			<ul style="list-style-type: none"> working group Active recruitment of new members and thorough induction to clarify roles
Risks to board recruitment and capacity, resulting in lack of directors	High	High	<ul style="list-style-type: none"> Creation of a large and active membership from which to draw directors and working group members. Development of a Toolkit Document for ways of working with all parties, developed using Permaculture principles, and guided by sociocracy. Regular review of governance Regular review of board capacity Effective board induction and commitment to training Focus at each board or working group meeting on people issues Clear diversity and equal opportunities policies Encouraging new directors and working group members, and co-opting where appropriate Inclusivity to all, and good communication to volunteers, members and other stakeholders.
Risk of burn-out of volunteers	High	High	<ul style="list-style-type: none"> Creation of a large and active membership from which to draw directors and working group members. Volunteer policies and procedures Ensure effective induction and commitment to training. Focus at each board or working group meeting on people issues
Risk of financial mismanagement	Medium	High	<ul style="list-style-type: none"> Employ the services of a Chartered Accountant Finance director on board of directors Clear budgeting and review of spending Monthly finance report to

			<ul style="list-style-type: none"> board Clear financial policies and procedures Communication to events organisers and site developers of financial policies
<p>Risk to business model, leading to</p> <ul style="list-style-type: none"> lack of sales lack of course participants imbalance of low income to high income activities 	High	High	<ul style="list-style-type: none"> Strong business planning Business plans reviewed regularly Strong marketing focus, including marketing plans Diversity of income streams Diversity of core activities that acts as a secure income for the Society allowing the less profitable but more impactful activities to fluctuate and develop. Analysis of competitors and pricing strategies in order to remain competitive
<p>Risk of Mission Creep, resulting in</p> <ul style="list-style-type: none"> Moving away from vision De-motivation of members and volunteers Non-adherence to legal obligations (eg FCA, charitable aims) 	Low	Medium	<ul style="list-style-type: none"> Regular reviews of governance Document Review of aims and objectives in AGM and other key working group meetings Ensure Aims and Objectives are in business plans Communication of Aims and Objectives and Mission on website Ensure that activities comply with ethos of organisation Regular review of social impact (Theory of Change) documents. Ensure that activities comply with Permaculture principles and ethics
<p>Risk to site</p> <p>Vandalism</p> <p>Climactic factors (weather)</p> <p>Trees and plants</p>	Medium	Medium	<ul style="list-style-type: none"> Vandalism – the site is set back from the road and not visible from the public highway. Vehicle access is locked unless the site is occupied. Public foot access is required as a condition of grants so some risk of vandalism is inevitable, but the benefits outweigh the

			<p>risks. Buildings, stores, kitchen, are all locked when not occupied.</p> <ul style="list-style-type: none"> • Climatic factors – the site has been designed (using Permaculture) to provide wind-breaks and shelter belts, and to capture and store water on the site. • Trees and plants. We work with the National Forest Company and Woodland Trust regarding tree diseases. We protect trees and plants from predators (eg rabbits, deer).
<p>Future risks Will the site be adaptable to a changing climate and changing economic needs?</p>	Medium	High	<ul style="list-style-type: none"> • The site has been designed to be adaptable to the future needs of generations of local people. By providing resources that will be available for hundreds of year (eg coppice) and provide the infrastructure (eg orchards, gardens) for the re-localisation of the food supply, the site can be adapted as needed. • Vital skills will be taught to enable future generations to use the site to its full potential.

Appendix 7 - SWOT analysis

The following table contains an analysis of the organisation's strengths and weaknesses and the opportunities and threats to the organisation. This draws on the outcomes of the PESTLE analysis, particularly to inform the opportunities and threats section:

Strengths	Weaknesses
<p>Active and engaged volunteers.</p> <p>Knowledgeable and experienced management team.</p> <p>Solid support from organizations such as the National Forest Company, Co-ops UK, The Permaculture Association and under Making Local Woods Work.</p> <p>Engaged shareholders</p> <p>Potential open share offer will allow enthusiastic new members to join the organisation at any future point in time.</p> <p>Permaculture framework and governance framework that guides ways of working that avoid conflict and allow for individual difference.</p>	<p>Marketing and publicity</p> <p>The organization needs more hands-on volunteers for the day to day jobs, including the heavy work.</p> <p>Time-constraints of having an all-volunteer workforce.</p>
Opportunities	Threats
<p>To bring more of the community together to learn how to live more sustainably.</p> <p>To continue to contribute to a world-wide movement who want change regarding environmental protection.</p> <p>There may be opportunities to inform a new forestry and agricultural policy post-Brexit.</p> <p>To continue to work with national organizations to input into the social enterprise and co-operative movement by giving talks and sharing experience.</p> <p>Also to give feedback on grants and support opportunities.</p> <p>To inform and encourage other organizations seeking to set up woodland or permaculture enterprises.</p> <p>To input into changes in forestry and agricultural practice, in particular with regard to community ownership/management and small hectareage enterprise.</p> <p>To share knowledge of emerging off-grid and green building technologies as the markets develop.</p> <p>As the social enterprise sector grows and becomes more well-known, there is an opportunity to engage more people in the project, through share ownership.</p>	<p>Potential loss of key directors</p> <p>Difficulties in transitioning from unpaid to paid staff.</p> <p>Real-world threats such as climate change, resource depletion, social and economic upheaval.</p> <p>Continued lack of engagement by large sectors of the population on environmental and climate issues.</p>

Appendix 8 - Environmental scanning – PESTLE analysis

The following table provides an analysis of the environment in which the project will be operating based on Political, Economic, Social, Technological, Legal and Environmental issues.

<p>Political</p> <p>The grants environment looks set to continue to be tough. Forestry, agricultural and wildlife policies are likely to change after Brexit and may have some impact. Locally, Whistlewood will continue to work with local councils (Parish, District and County) in a way that furthers its aims and objectives but is not aligned to any political party.</p>	<p>Economic</p> <p>Demand may be limited for some services (eg high-end courses) in a recession, but all of our offerings are reasonably priced, with many having discounts for unwaged. Conversely, in a recession many people look for ways to save money and we can provide training.</p>
<p>Social</p> <p>Melbourne is a thriving town with good community activity in a range of areas. Local people are generally involved in local life, although many commute to surrounding towns and cities. There are several whole-community activities each year – Melbourne Carnival, Festival and Late-night shopping at which we can promote our activities and increase community engagement. Within the National Forest there is a forest identity which is developing as the forest matures.</p>	<p>Technological</p> <p>We will seek to showcase renewable technologies on our site and through our courses. We will always be ready to consider innovative solutions to environmental problems, in particular those that assist off-grid, low-impact living.</p>
<p>Legal</p> <p>The community shares environment is changing rapidly and changes in laws are projected, but may be delayed in the general legislative delays caused by Brexit. We continue to receive high quality advice via several bodies, such as Making Local Woods Work; Plunkett Foundation; Co-operatives UK; Locality and the National Forest Company.</p> <p>Relaxations in employment and other laws post-Brexit may allow us more flexibility but we will always treat our employees fairly and pay them a living wage.</p> <p>Legal changes to forestry, land, planning and agricultural laws may impact in unforeseen ways, especially after Brexit.</p>	<p>Environmental</p> <p>Although we are an environmental organization, the world climate is changing rapidly. However, we are seeking ways to mitigate against climate change, and indeed see that demand for information on natural ways of living will increase as climate impacts increase. Our site has been designed using permaculture principles, which work with nature and allow for adaptation to future environmental changes.</p>

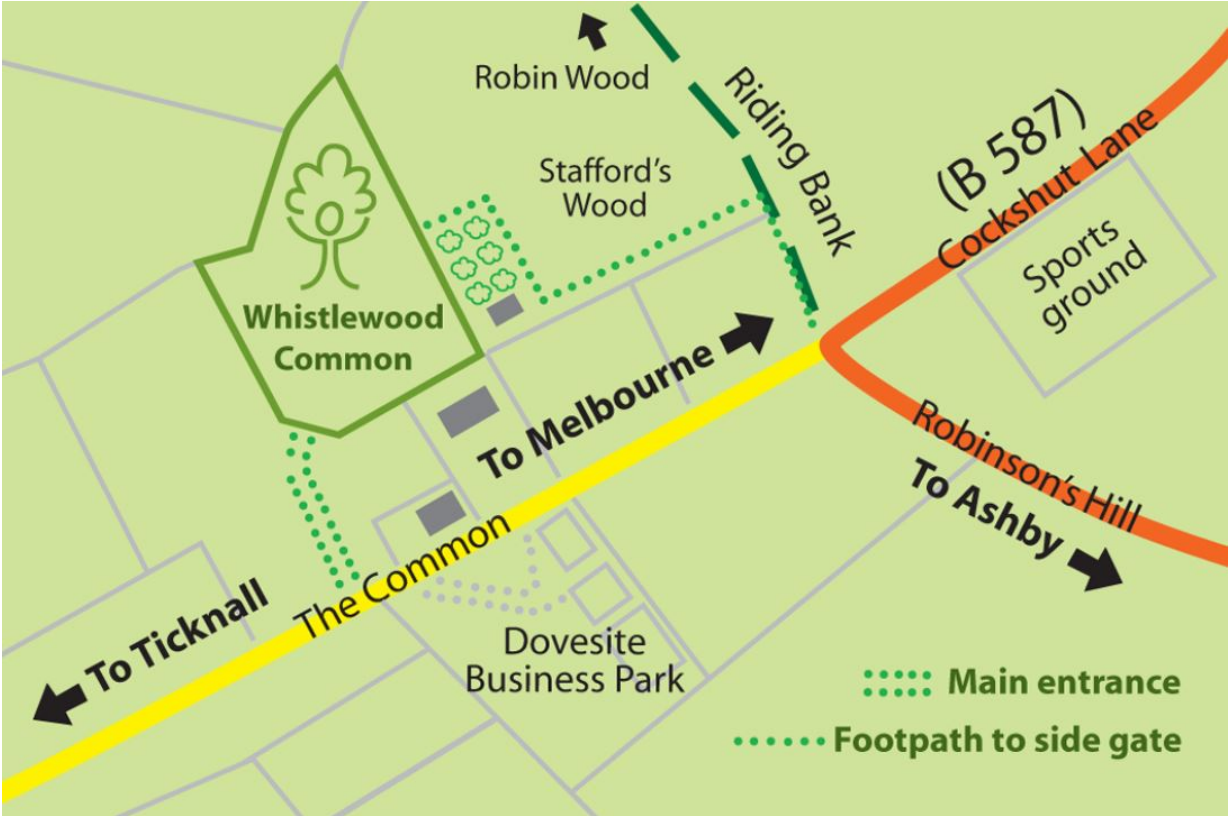
Appendix 9 - The site

Whistlewood Common is 3.87 hectares (ten acres) of previously pasture land in Melbourne, Derbyshire. It sits within the National Forest. The site is owned by Whistlewood Common Limited.

The site has been designed using permaculture, which is a design system that works toward establishing productive environments - providing for food, shelter, energy, waste recycling, material and non-material need - as well as the social & economic infrastructures that support them. It aims to create systems that will sustain the present as well as future generations.

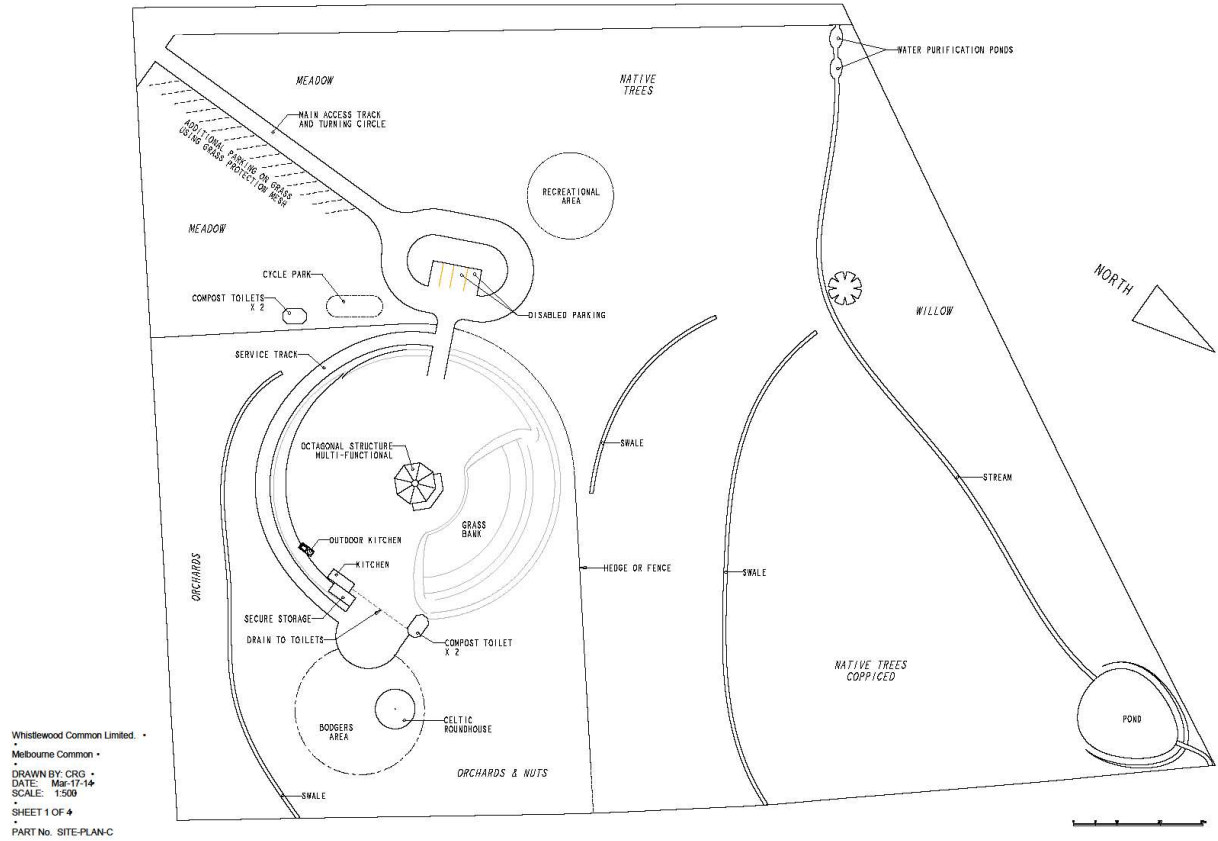
In the past the site was part of Melbourne Common, and was subsequently a highly productive market garden, contributing to the market-gardening character of the Melbourne Area. With the decline of market gardens it was sold off and turned to pasture.

Whistlewood is accessible on foot and bus from Melbourne and Ticknall and by bus direct from local towns, Derby and Swadlincote.

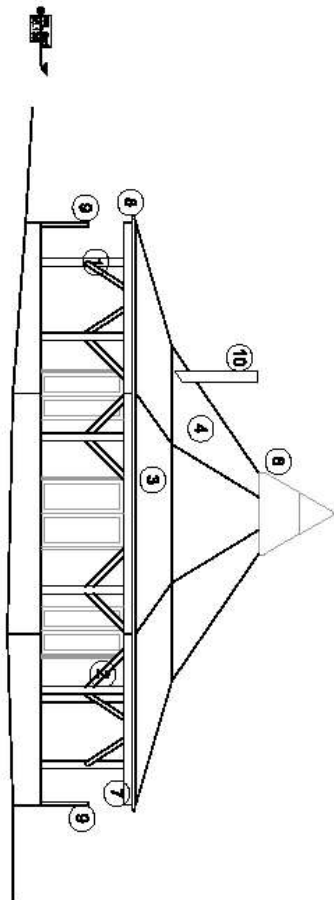


Appendix 10 – Track and Roundhouse specifications

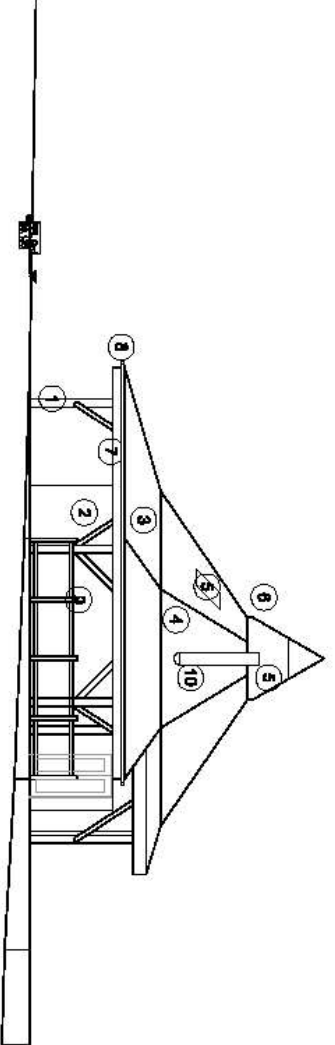
Site plan:



- ① Roundwood Timber Frame
- ② Ligna Randered Walls - Colour: TBC
- ③ Green Roof - Plant Species: TBC
- ④ Cedar Roofing Shingles
- ⑤ Clear Glazing to Rooflights
- ⑥ Metal Cover Flashing to Octagonal Leaturn Rooflight - Metal TBC
- ⑦ Timber Fascia
- ⑧ Galvanised Steel Gutters & Downpipes
- ⑨ Timber Handrails with Hurdle Infill Panels (Panels shown only partially for clarity)
- ⑩ Flue - Stainless Steel
- ⑪ Solar PV Panel



ELEVATION 1 - NORTH



ELEVATION 2 - EAST

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Hedderley Farm
Teddington
GL8 5JL
info@strawworks.co.uk

Date: January 2017
Scale: 1:50 @ A3
Drawn: SB

Client: Widdowson Common Ltd
Project: Widdowson Hall, Widdowson Common, The Common, Widdowson, GL8 5JL

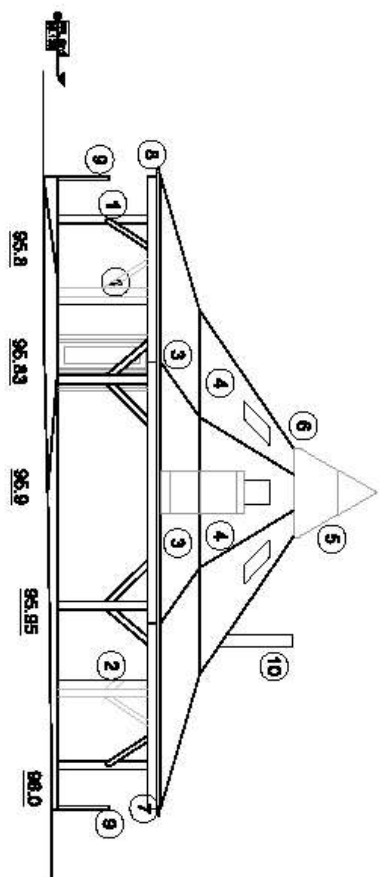
Drawing: Elevations 1
Drawing No: 16004 - 04
Number: DRAFT



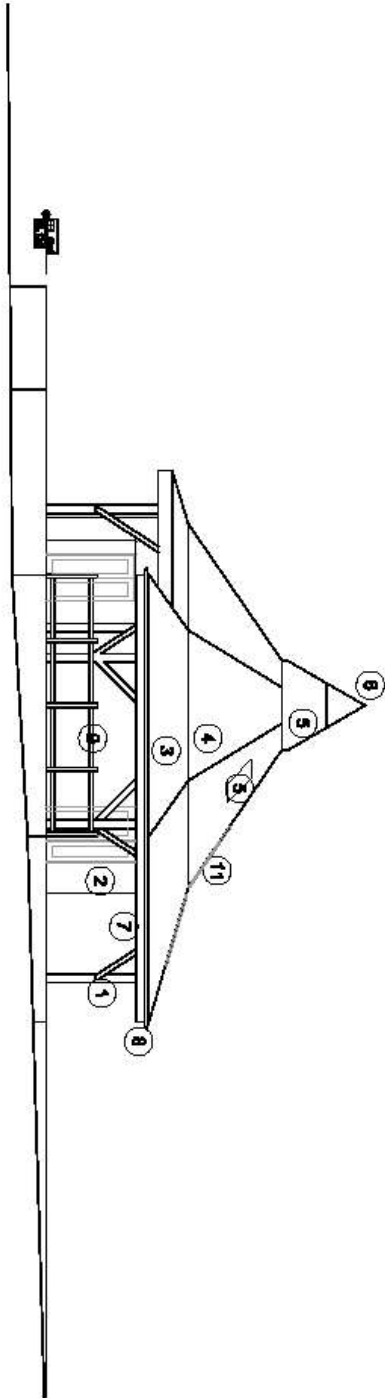
Architect's drawings:

- ① Roundwood Timber Frame
- ② Lime Rendered Walls - Colour TBC
- ③ Green Roof - Plant Species TBC
- ④ Cedar Roofing Strips
- ⑤ Clear Glazing to Rooflights
- ⑥ Metal Cover Flashing to Octagonal Loftlight - Metal TBC
- ⑦ Timber Fascia
- ⑧ Galvanised Steel Gutters & Downpipes
- ⑨ Timber Handrails with Hurdle Infill Panels (Panels shown only partially for clarity)
- ⑩ Flue - Stainless Steel
- ⑪ Solar PV Panels

ELEVATION 3 - SOUTH



ELEVATION 4 - WEST



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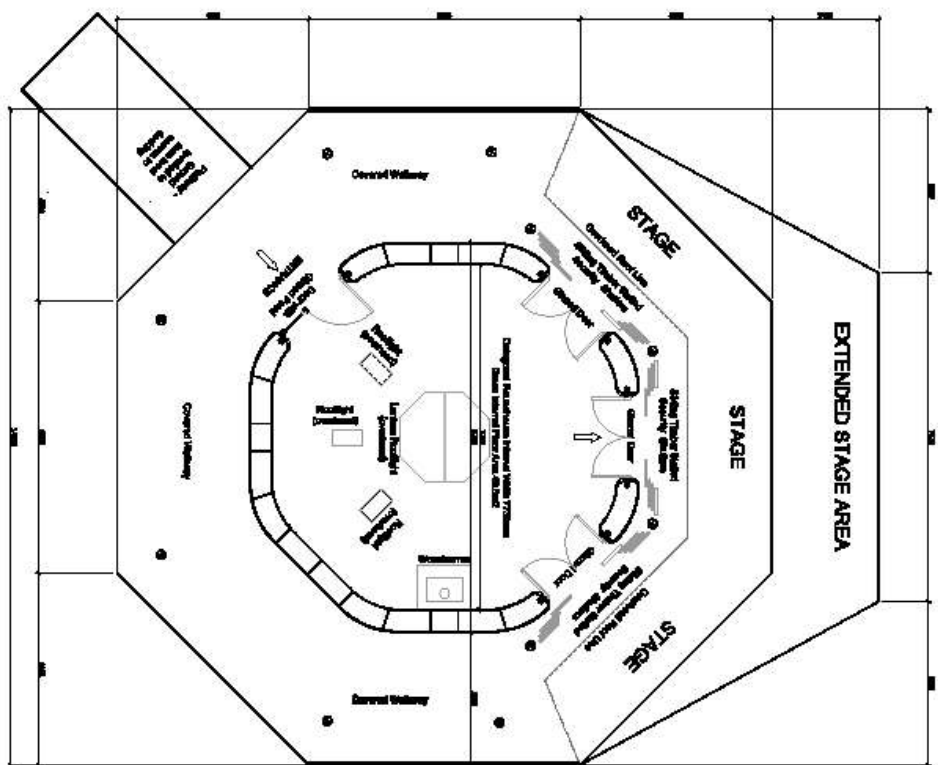
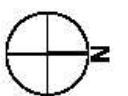
Straw Works Ltd
 Heddon Farm
 Todmorden
 OL14 8JL
 info@strawworks.co.uk

Date: January 2017
 Scale: 1:200 @ A3
 Drawn: SB

Client: Wykeheadwood Common Ltd
 Project: Wykeheadwood Hall,
 Wykeheadwood Common, The Common,
 Bolewark, DT23 8JH

Drawing: Elevations 2
 Drawing No: 16004 - 05
 Number: DRAFT





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Date: February 2017
 Scale: 1:200 @ A3
 Drawn: SW

Client: Huddersfield Community Ltd
 Project: Huddersfield Hall,
 Huddersfield Community, The Common,
 Huddersfield, HD7 3JH

Drawing: **Ground Floor Plan**
 Drawing No: **16004-02**
 Number: **DRAFT**



Artist's impression of the roundhouse:



(thanks to local artist Jo Litchfield for this beautiful artwork)

Appendix 11 – Previous Accounts

Please see website www.whistlewoodcommon.org

Appendix 12 – Marketing Plan

Please see website www.whistlewoodcommon.org

Appendix 13 - Whistlewood Common Theory of Change 2017 (Social impact strategy)

<p>Vision: To make our community a better place. We want to create a productive woodland where everything is edible or useful and where everyone can come together to celebrate, create livelihoods, learn, and interact. We wish to show others what is possible if you think big, to make our communities more sustainable, resilient, more inclusive, and to take control of our future”</p>	<p>Activities contributing to social impact: →</p> <ol style="list-style-type: none"> 1) Education and training. 2) Volunteering 3) Consultancy and outreach. 4) Social enterprise business incubation <p>Ancillary activities: Hire of facilities ↑</p>	<p>Outputs: →</p> <p>Courses, workshops, visitors.</p> <p>Volunteers</p> <p>Talks, client organisations</p> <p>Social enterprises</p>	<p>Short term outcomes: →</p> <ol style="list-style-type: none"> 1) Increased knowledge amongst volunteers and paying customers of sustainable living and the associated skills, relating to: Food production, preparation and preservation. Green building Woodland management and crafts. 2) Improved physical and mental well-being of volunteers. 3) More local, sustainable social enterprises 	<p>Long term outcomes:</p> <ol style="list-style-type: none"> 1) A more knowledgeable, resilient and sustainable community. 2) A happy community, living healthier and longer lives, with less chronic illness. 3) More resilient and embedded local, low carbon economy, producing products and services that meet local need. Community feels ownership
<p>Mission: To buy, hold and establish a land-based asset on which resilient and useful community resources can be created. To demonstrate models of productive landscapes, including woodland. To develop and provide education and training in sustainability To encourage wildlife and to work in harmony with the natural world. To be an exemplar of environmental best practice and serve as a catalyst for others to improve their practice and performance.</p>		<p>Indicators: Numbers engaged/attendees</p>	<p>Indicators: More skilled volunteers Volunteer journeys – changes in health, ability, confidence etc. Qualifications Reduction in medication New social enterprises. More local production.</p>	<p>Indicators: More engaged members of Whistlewood. Less commuting. More local livelihoods. More local production. More community events. More Whistlewoods!</p>