



GLOUCESTERSHIRE COMMUNITY ENERGY CO-OP

Share Offer December 2021 – January 2022



Invest in our children's future with clean, green, community-owned solar power for Minchinhampton Primary Academy - cutting both its carbon emissions and energy bills.

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Summary

Gloucestershire Community Energy Ltd (trading as Gloucestershire Community Energy Co-operative – “GCEC”) invites you to join us in creating a more sustainable, ethical and local system of energy production and use by subscribing for shares in GCEC to fund the installation of solar panels on the roof of Minchinhampton Primary Academy, Bell Lane, Minchinhampton, Stroud GL6 9BP (the “School”).

The main aims of GCEC are to develop local renewable energy generation that reduces dependence on energy generated from fossil fuels, thus cutting carbon emissions, and to provide support for local communities by lowering their energy costs.

GCEC is following a model of investment that has already been used successfully by a number of other groups in the UK to finance the development of renewable energy projects, including wind, hydro and solar¹. Community ownership, through the purchase of shares in a Community Benefit Society such as GCEC, provides the finance for the systems to be installed and also widens participation in the ownership and operation of renewable energy assets.

This project is a partnership with Diocese of Gloucester Academies Trust (“DGAT”), which owns the School. DGAT has agreed to lease roof space to GCEC allowing 51kWp of solar photovoltaic (“PV”) panels to be installed. The School will pay GCEC for the electricity generated by the panels that it can use, and the balance will be exported to the local grid. The price the School pays GCEC for electricity is expected to be significantly less than the School’s electricity tariff, while GCEC will obtain a wholesale market price for exports.

The income to GCEC will be used to pay interest to investors, build a capital repayment fund to repay the original investments over 25 years, and to maintain the system. We expect to pay interest of 2.5% per year.

This offer aims to be accessible to many members of the community while balancing administrative costs associated with a large number of investors. The appropriate balance for this project provides for a minimum investment is £250. The maximum investment by an individual is £10,000. Investors automatically become members of GCEC.

The Directors have taken all reasonable care to ensure that the information contained in this Offer Document is to the best of their knowledge in accordance with the facts and contains no omission likely to affect its import.

About Gloucestershire Community Energy Co-op

Gloucestershire Community Energy Ltd. (“GCEC”) was formed in 2010 by members of Stroud-based Five Valleys Energy Co-op, Transition Town Cheltenham and The Solar Co-op, to enable local communities and individuals to take part in renewable energy schemes across the county, and to encourage energy saving initiatives. The first project completed by GCEC was the installation in 2012 of the 45kWp PV system on the roof of the City Works in Gloucester which is the home of a number of charities and social enterprises. That system, shown in the picture below, continues to operate and deliver all of its social, technical, and financial objectives.

¹ <http://www.energy4all.co.uk/>



Everyone who buys shares will automatically become a member of GCEC and members will be invited to consider other projects in the future. Members elect Directors at an Annual General Meeting and each member has one vote regardless of the number of shares held. Members are protected by limited liability and are only obliged to contribute the initial cost of their shares. GCEC began with the Rules for an Industrial Provident Society (IPS) created by Somerset Co-operative Services². These rules, which have been updated since to conform with good practice for a social enterprise and address practical issues that have arisen, explain members' rights as well as details of the nature of the shares and the management and constitution of the society. A copy of the rules may be requested by email or from our website.

As a member of Co-operatives UK, GCEC will, whilst trading as a commercial organisation, strive to promote Co-operative Values and Principles³

- Self help and self responsibility
- Democracy and equality
- Honesty and openness
- Social responsibility
- Autonomy and independence
- Member economic participation
- Opportunities for education
- Concern for community
- Co-operation among co-operatives

Gloucestershire Community Energy Ltd., (t/a Gloucestershire Community Energy Co-op) is incorporated and registered with the Financial Conduct Authority in England and Wales as a Community Benefit Society (31089R). The registered office is at City Works, Alfred Street, Gloucester, GL1 4DF.

The Directors

The Board of Directors of GCEC currently has five Directors with a sound combination of skills and experience who have been working for more than 2 years to establish this project. At the next AGM at least two Directors will stand down and may offer themselves for re-election by the members. The Directors are not related to each other.

Peter Boait

Peter is the current Chair of the GCEC Board. He is an engineer with about 20 years experience working on renewable energy projects and is a Visiting Research Fellow of the Institute of Energy and Sustainable Development at De Montfort University, Leicester. He is also a director of consultancy company Exergy

² <http://www.somerset.coop/>

³ <http://www.ica.coop/coop/>

Devices Ltd which provides advice on low carbon technologies and develops specialised control and data collection systems for them.

Peter has been a Gloucestershire resident for over 40 years and is a member of the Charlton Kings Sustainable Futures team looking at local implementation of measures to meet the climate emergency.

Richard Walter

Originally from a farm in Devon, Richard has lived in Cheltenham for nearly 40 years working as an engineer then an engineering manager in the public sector. He had been involved in voluntary activities for most of that time. He initially did conservation work with the Gloucestershire Wildlife Trust, then acted as secretary of a Reserve Management Committee. He has also been Treasurer & Webmaster of Cheltenham Film Society, Treasurer & Webmaster of Transition Town Cheltenham and a trustee of The Rendezvous Society. He is currently Treasurer and a founding member of GCEC, Social Media manager for Gloucestershire & Warwickshire Steam Railway and a DJ and Sound Engineer at Foxford Community Radio in the West of Ireland.

Richard installed solar PV, solar water and a wind turbine on his house in Cheltenham in 2005, recently adding battery storage and refurbished an old cottage in Ireland with solar water, PV and a ground source heat pump. He also installed and manages a solar powered "off grid" system on a house in Spain including remote monitoring, control and security systems on all properties.

Fred Barker

Fred is a retired researcher, policy analyst and stakeholder engagement specialist. He has worked in campaign groups, local government, consultancy and the advisory machinery of government. Fred has been a Director of GCEC for three years. Previous community energy experience includes setting up Bude Energy Community and a Community Benefit Society, Bude Community Power (2014-15).

Fred is also a Director of Transition Stroud and, in that capacity, convenes a Forum for representatives of climate action groups across Stroud District to exchange information, experience and good practice.

Alison Crane

Alison has a long-term and active interest in environmental issues and care for the earth. This has resulted in a variety of activities from campaigning with Greenpeace to responsibility for the Home Energy Conservation Act as a local government officer. While working for two West Midlands local authorities she developed and helped to implement a number of energy efficiency projects, many of them addressing fuel poverty in areas of housing deprivation. She has also taken various roles with Housing Associations. Before retirement she was a Domestic Energy Assessor and Green Deal Advisor.

A founding member of GCEC, she has taken a leading role in several other community initiatives, including Transition Town Cheltenham, Cheltenham Green Doors, and FoodLoose, the refills shop in Cheltenham. She is a trustee of the Living Witness Project and Global Footsteps, and has been a trustee for the Quaker Housing Trust.

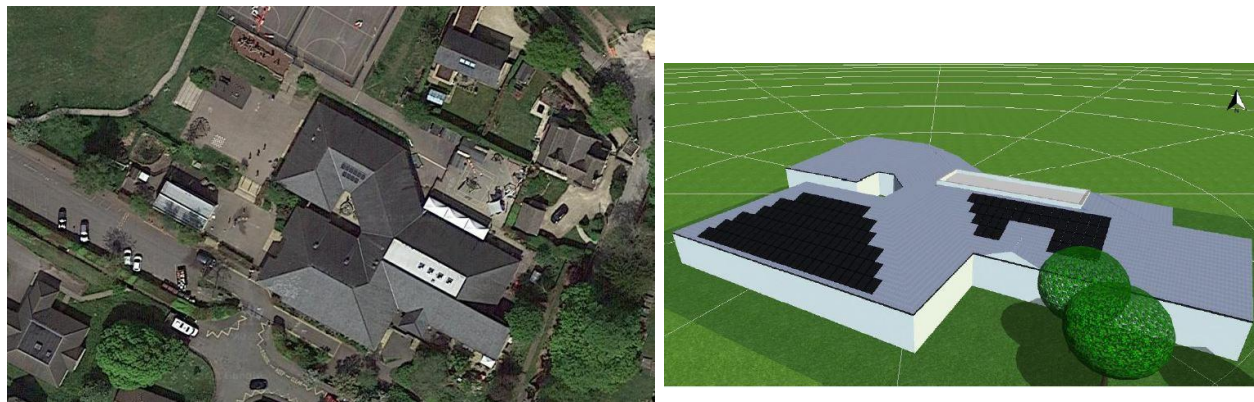
Iain Garner

Iain is the current Secretary of the GCEC Board. Originally from the Wirral in Cheshire, he moved to Cheltenham from Edinburgh in 2016. Iain works for a US solar PV manufacturer as their UK/EU Sales Director, the latest in a 35+ year career in the solar PV industry. Iain also has a consulting business providing advice on solar PV market and business development to a range of local and international

clients. Iain is developing new GCEC solar PV projects for “CheltenhamZero” on several properties with Cheltenham Borough Council, working with colleagues at the Big Solar Co-op.

The Project

Roof mounted solar PV at Minchinhampton Primary Academy



As the overhead view of the School on the left above shows, the School has a large roof area facing roughly south-west. The computer-generated image on the right shows the proposed layout of the 154 PV panels required. For aesthetic and structural reasons, the panels will be installed embedded in the roof replacing existing roof slates, ensuring minimum impact on the appearance of the building. Planning permission was obtained for the installation in 2018 but has now expired. A new application was submitted on 11 November 2021 and a decision is expected in mid/late January 2022. In the event that this renewal is not granted, and is not amenable to simple amendment allowing permission, the project will not proceed and investments in this project will be returned.

Similarly, a previous application to connect this system to the local electricity grid was granted by Western Power Distribution (WPD) in 2018. That application has been renewed and we received authority to connect on 9 November 2021, but with an export limit of 15kW. This does significantly constrain the potential income from selling electricity to the grid, but the project remains viable.

GCEC has monitored the School’s electricity consumption closely for more than two years so we have a good understanding of the patterns of electricity use allowing us to predict the proportion of PV generated electricity the School will consume. We have collaborated with the School to produce an Energy Management Strategy which envisions that, in common with homes and institutions around the country, the School’s electricity consumption will increase over time as natural gas fuelled appliances are phased out and provision is made for electric vehicle charging.

GCEC has also worked with the School and DGAT to assemble the extensive documentation required for an application to the Education and Skills Funding Agency (ESFA) for permission to install a PV system. They have scrutinised every aspect of the project and gave authority for it to proceed in July 2021.

Community and environmental benefits

We predict that in the first year the School will save about £400 on its electricity bill, although the current instability in the energy market makes this prediction difficult. Savings are expected to increase over time as both the market price for electricity and the School’s consumption rise. Because it is impossible to predict both electricity prices and consumption precisely over 25 years, there are provisions in the contract between DGAT and GCEC to adjust the price paid by the School up or down depending on the outturn of these factors. We have given a commitment that the School will not in any circumstance pay

more for electricity to GCEC than it does for its electricity imported from the grid. If operation of the PV system generates more than 10% net profit in a year the surplus will be donated to the School or any community purpose consistent with GCEC's status as a community benefit society.

In the first year the carbon emissions of the School will be reduced by about 5 tons through substitution of grid electricity that would otherwise have been used by the School. Arguably, an additional reduction of about 4 tons will also accrue through electricity exports from the system onto the local grid. This environmental benefit will reduce over time as the carbon intensity of grid electricity falls, but if, as expected, the School's gas appliances are replaced with electric heating and/or electric vehicle charging equipment is installed, the total benefit will increase as the School approaches "net zero".

Gloucestershire Community Energy Co-op may undertake new local renewable energy generation and energy saving projects depending on the financial viability of each project and with the agreement of members.

Financial Overview

Investors are invited to subscribe towards a total project budget of £70,000. The contractor's cost for the PV system is £61,076, the balance is required to meet other technical and legal set-up costs and as a contingency budget. The 48 MWh of electricity predicted to be generated each year when the system is operational will provide an income from two sources:

- the School, paying initially a tariff of 13p per kWh, which is subject to indexation and adjustment dependent on the amount consumed; and
- an export power purchase agreement with a supplier, initially expected to be Octopus who have offered 8.5p per kWh. This wholesale tariff is determined by the wider electricity market and is renegotiated on an annual basis.

The income will be deployed in four ways:

- to cover the cost of maintaining the PV system and administering the project;
- to pay interest to members;
- to repay members' investments progressively at the Directors' discretion with the expectation that all investments will be repaid after 25 years allowing the PV system to be handed over to the School;
- as indicated above, any income surplus over 10% will be donated to the School or a suitable community purpose.

Membership

- The School will become a corporate member and may nominate a Board member.
- Individuals over the age of 16, charities, corporate bodies, Community Benefit Societies and other organisations may become members of the Society and invest in this offer.
- To become a member you must subscribe for a minimum of 250 shares @ £1 per share.
- All members of GCEC have one vote regardless of how many shares they hold.
- No member may hold more than 10,000 shares, unless the member is another Community Benefit Society.
- The Board of Directors is elected by the members at Annual General Meetings.
- Only members are eligible to serve on the Board.
- One third of the Board Members must retire at each Annual General Meeting.
- A Board Member may serve for a maximum of nine consecutive years.

The Share Offer

This Share Offer Document has been prepared by GCEC and its Directors, collectively responsible for the contents. The offer is published in accordance with the Financial Services and Markets Act 2000. It is only possible to purchase shares in Gloucestershire Community Energy Ltd. by completing the Application Form in this document.

The initial share offer is for 70,000 shares over a period of two months from 1 December 2021 to 31 January 2022 but may be extended for a further period at the sole discretion of the Directors

Shares in GCEC are valued at £1 each and individuals, charities and other organisations can invest between £250 and £10,000 (this maximum does not apply to another Community Benefit Society). The investment is in withdrawable shares in Gloucestershire Community Energy Co-op Limited which is registered with the Financial Conduct Authority (Registered No. 30897R).

No form of investment is entirely without risk. This is a long term investment and the value you receive includes the contribution you make to the School's progress towards "net zero" and, ultimately, to the well-being of the planet. Shares can only be sold back to Gloucestershire Community Energy Limited; to get back the sum you initially invested (or any reduced value) you will have to give 90 days' notice. This can be done only after two years have elapsed from the date of your original investment. Withdrawal will be at the discretion of the Directors, who will have to judge whether Gloucestershire Community Energy Co-op Limited has adequate cash reserves to fund withdrawal at that time.

We will consider sympathetically all requests to withdraw money, and intend each year to support requests on average totalling at least 4% of the invested fund, after the second year of operation. If there are not sufficient requests in any year, the Directors reserve the right to return a fixed percentage to all investors, in order to achieve a smooth run down of capital invested.

Member Returns

Gloucestershire Community Energy Ltd. can pay interest on shares and intends to do so, but the Directors must exercise their discretion in balancing financial reward with community benefit. Returns to members are calculated according to projected income and expenditure during the 25 of the project, using the assumptions stated in the offer document. The projected return over the expected life of the project should support the offered interest rates of 2.5%, but this could change at the Directors' discretion if necessary to reconcile income and expenditure.

A detailed financial spreadsheet has been prepared by Gloucestershire Community Energy Ltd that demonstrates the viability of the project. The summary table below shows the expected income and expenditure based on the following assumptions:

1. The installation will be completed at prices in line with estimates received prior to the Offer.
2. Production levels of solar panels are based on the Government's SAP calculations⁴ and take into account orientation, tilt and shading and will function at the standard and level of reliability reasonably expected of such equipment.
3. Revenue will increase by an inflation factor of 3% pa.
4. Annual costs will increase by an inflation factor of 2.5%

⁴ http://www.bre.co.uk/filelibrary/SAP/2009/SAP-2009_9-90.pdf

Project Financial Summary

Year ending	Income		Expenditure			Surplus for year
	Export	School	Operational	Repayment	Interest	
2023	£ 1,599.08	£ 3,105.79	£ 1,559.62	£ 1,680.84	£ 1,750.00	£ (285.59)
2024	£ 1,633.87	£ 3,198.97	£ 1,582.81	£ 1,748.07	£ 1,707.98	£ (206.02)
2025	£ 1,669.32	£ 3,294.94	£ 1,606.47	£ 1,817.99	£ 1,664.28	£ (124.49)
2026	£ 1,705.42	£ 3,393.79	£ 1,630.60	£ 1,890.71	£ 1,618.83	£ (40.94)
2027	£ 1,742.18	£ 3,495.60	£ 1,655.21	£ 1,966.34	£ 1,571.56	£ 44.67
2028	£ 1,779.62	£ 3,600.47	£ 1,680.32	£ 2,045.00	£ 1,522.40	£ 132.37
2029	£ 1,817.73	£ 3,708.48	£ 1,705.92	£ 2,126.80	£ 1,471.28	£ 222.22
2030	£ 1,856.53	£ 3,819.74	£ 1,732.04	£ 2,211.87	£ 1,418.11	£ 314.25
2031	£ 1,896.02	£ 3,934.33	£ 1,758.68	£ 2,300.34	£ 1,362.81	£ 408.52
2032	£ 1,936.21	£ 4,052.36	£ 1,785.85	£ 2,392.36	£ 1,305.30	£ 505.06
2033	£ 1,977.10	£ 4,173.93	£ 1,813.57	£ 2,488.05	£ 1,245.49	£ 603.92
2034	£ 2,018.71	£ 4,299.15	£ 1,841.84	£ 2,587.57	£ 1,183.29	£ 705.15
2035	£ 2,061.03	£ 4,428.12	£ 1,870.68	£ 2,691.07	£ 1,118.60	£ 808.79
2036	£ 2,104.07	£ 4,560.96	£ 1,900.09	£ 2,798.72	£ 1,051.32	£ 914.90
2037	£ 2,147.85	£ 4,697.79	£ 1,930.10	£ 2,910.67	£ 981.36	£ 1,023.52
2038	£ 2,192.35	£ 4,838.73	£ 1,960.70	£ 3,027.09	£ 908.59	£ 1,134.70
2039	£ 2,237.59	£ 4,983.89	£ 1,991.91	£ 3,148.18	£ 832.91	£ 1,248.48
2040	£ 2,283.58	£ 5,133.41	£ 2,023.75	£ 3,274.10	£ 754.21	£ 1,364.92
2041	£ 2,330.31	£ 5,287.41	£ 2,056.22	£ 3,405.07	£ 672.36	£ 1,484.07
2042	£ 2,377.78	£ 5,446.03	£ 2,089.35	£ 3,541.27	£ 587.23	£ 1,605.97
2043	£ 2,426.01	£ 5,609.41	£ 2,123.14	£ 3,682.92	£ 498.70	£ 1,730.67
2044	£ 2,474.99	£ 5,777.69	£ 2,157.60	£ 3,830.24	£ 406.62	£ 1,858.23
2045	£ 2,524.73	£ 5,951.02	£ 2,192.75	£ 3,983.45	£ 310.87	£ 1,988.69
2046	£ 2,575.23	£ 6,129.55	£ 2,228.61	£ 4,142.79	£ 211.28	£ 2,122.11
2047	£ 2,626.48	£ 6,313.44	£ 2,265.18	£ 4,308.50	£ 107.71	£ 2,258.53
Totals	£ 51,993.79	£ 113,235.00	£ 47,143.00	£ 70,000.00	£ 26,263.08	£ 21,822.70

Holding and withdrawal of shares

Shares in GCEC cannot be sold to a third party or traded and there is no prospect of them ever being worth more than their nominal value of £1.

You may seek to withdraw your shares on 90 days notice only at the discretion of the Directors. GCEC will not repay more than you originally paid for your shares. Shares may only be withdrawn after two years from the date of issue of the relevant shares. The Directors of GCEC have the right to change the notice period for withdrawals, or to suspend withdrawals.

Although shares in GCEC are withdrawable, at the discretion of the Directors, you may not be able to withdraw the full price you pay for them if GCEC does not have sufficient funds available at the time you want to withdraw your shares. In the case of joint investors, all investors concerned must agree to the withdrawal. In some circumstances the Directors may be compelled to write down the value of your shares. Should you then wish to withdraw your shares you will receive only their written down value.

Nomination option

In the event of the death of a member, the repaid value of the shares will normally be added to the estate for probate purposes. You may (if you wish) elect to nominate a recipient for the value of the shares (but only up to £5,000) and thus (under current legislation) remove up to 5,000 shares from your estate for probate purposes (i.e. the shares may pass to the nominee outside the Will of the deceased). The nominated property will nevertheless form part of the deceased's estate for Inheritance Tax purposes, unless the estate is an excepted estate.

Your application

To apply for this share offer, please fill in the form provided at the end of this document and follow the instructions provided on the last page.

You cannot withdraw your application for shares after we receive your application form. Any amounts to be invested are payable in full on application. The Directors do not have to accept your application for shares. They may decide not to issue shares to you or may allocate you fewer shares than you applied for (particularly if the applications received exceed the maximum capital sum required of £70,000). They do not have to give any reasons for their decision. Your application will be considered for approval at the first convenient Board of Directors meeting after the closing date of the offer.

We will acknowledge receipt of your bank transfer and application. We will hold your money on trust for you until the Directors have considered your application. If we do not receive enough money by the closing date of this offer we will inform you of this fact and return your bank transfer without any administrative charges.

Applications for shares will be considered on a first come, first served basis, but if this offer is oversubscribed applications will be prioritised in the sequence:

1. households with children attending the School;
2. Minchinhampton and Rodborough postcodes;
3. all other locations.

If applications in the first category above (households with children attending the School) in total exceed £70,000, the Directors will determine a maximum investment (to the nearest £50) such that all applications up to the maximum possible number of 280 can be accepted. The value of bank transfers above this maximum will be returned without administrative charges.

If by the time we receive your bank transfer we have already received sufficient funds for the fund we will inform you of this fact and return your bank transfer without any administrative charges. Issue of share certificates and refunds due to oversubscription will be executed immediately after the PV system is commissioned which is expected to be not later than the end of April 2022. Interest on investments will accrue from the commissioning date. Interest will not be paid on funds that are returned.

Neither GCEC nor any of its Directors can provide investment advice, tax advice or recommendations to investors.

Risk factors

No form of investment is entirely without risk. This is a long-term investment. The value of a share in Gloucestershire Community Energy Co-op Limited cannot increase beyond the nominal value of £1 and can be reduced if liabilities exceed assets.

The Directors consider that this project is lower risk than many forms of investment for a variety of reasons.

1. The value of electricity as a form of energy can reasonably be expected to be maintained at its present level or rise as electrification of heat and transport takes place to replace fossil fuels.
2. The calculation of the investment needed includes the costs of administering the project and maintaining the installation, and a contingency element for unforeseen costs.
3. Cost or loss of income arising from damage to installations and roof structures, apart from Acts of God, the result of terrorist activity or any other standard exclusions, will be covered by insurance and our contracts with the installers and building owners.
4. As we add more installations GCEC will effectively be able to spread risk across the whole portfolio because any damage or failing not covered by insurance is likely to be on one installation, while income is generated from the portfolio of installations.

Nevertheless, the Directors have identified the following risks.

- Changes in Government legislation could affect current and future projects.
- The amount of electricity produced may vary because of unusual weather patterns.
- The price of electricity can go down as well as up – for example due to Government policy transferring environmental charges from electricity to gas.
- Future projects may be delayed.
- There may be interruptions to electricity generation because of technical, financial or legal matters, mechanical or electrical failure of equipment and fire or other major damage to host buildings although these risks are covered by contractual maintenance agreements and insurance
- The capital cost of the installation is not known exactly at the time of this share issue. Any subsequent increase in capital costs will have to be met by monies raised in this share offer and any other sources of funding.
- Operational costs may rise faster than anticipated.
- Legislative changes to the roles and functions of the Financial Service Authority or to those of other regulatory bodies may change the way in which Gloucestershire Community Energy Limited is regulated.

This list is not necessarily comprehensive. The Directors will seek to protect against these and all other foreseeable risks through prudent management practices, including careful selection of future renewable energy projects.

Offer documents such as this one have to point out that all forms of investment are risky in one way or another. Our share offer is exempt from the Financial Services and Markets Act 2000 (FSMA) or subsidiary regulations, so this document is not required to be approved as a share offering by the FCA nor has it been, and you have no right of complaint to an ombudsman. A Community Benefit Society is registered with, but not authorised by, the Financial Conduct Authority and so any money you pay for your shares is not safeguarded by any depositor protection scheme or dispute resolution scheme. Please consider your investment carefully in the context of the complete share offer document, and seek independent advice if you are not sure about anything.

Application Form

I/We wish to become a member of Gloucestershire Community Energy Co-op Ltd. in accordance with the Rules, and apply for: 250 (min) 10,000 (max) shares at £1 each.

Please state amount) £

First name(s) in full

Last Name

Address

.....

Telephone: Email:

Declaration:

I am at least 16 years old. I have read the share offer, including the risk factors and agree to be bound by the terms and conditions included in the attached offer document and the Rules of Gloucestershire Community Energy Ltd.

I understand that Gloucestershire Community Energy Ltd. may reject my application and does not have to tell me why it has been rejected.

To reduce our administrative costs, we would like to be able to send you formal notices by email, and refer you (via email) to documents posted on our website. By signing this form you consent to receiving such notices by email and accessing documents through our website

Data Protection and Money laundering

The data provided by you on this form will be stored in a computerised database. The data will be used only for Gloucestershire Community Energy Ltd. purposes and will not be disclosed to a third party. It is a term of the offer that to ensure compliance with the Money Laundering Regulations 2003, GCEC may at its absolute discretion require verification of identity from any person seeking to invest.

The law of England applies to these terms. The courts of England and Wales have exclusive jurisdiction. You will be bound by the rules of GCEC (as may be amended from time to time) if the Directors issue shares to you.

Signed as a deed

Please sign here

A witness to your signature must sign here

Date

For joint applications, all applicants (up to four persons) must sign the space below.

Please return this form by email to GCEC's Secretary at gloenergy@gmail.com and transfer the funds you wish to invest to the following account:

Name: Gloucestershire Comm Energy Co Op Ltd

Sort Code: 08-92-99

Account Number: 65440061

Please ensure these details are validated by your bank when making the transfer. If your household includes a child attending the School please mention this in the email.