



BAMFORD

OPEN SHARE OFFER





The Community Shares Standard Mark is awarded by the Community Shares Unit to share offers that meet national standards of good practice. These standards ensure that:

- The offer document and application form are easy to understand
- You are provided with all the facts you need to make an informed decision
- The facts are supported by the annual accounts and/or business plan for the society
- Nothing in the documents is purposefully incorrect, confusing or misleading

Societies are asked to sign a Code of Practice requiring them, among other things, to give the public a right of complaint to the Community Shares Unit.

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

We have been supported in the business development of this share offer through the Booster Programme which is funded by Power to Change and run by the Community Shares Unit.



The **Community Share Unit** is a joint initiative between Locality and Co-operatives UK, with funding from the Department for Communities and Local Government. Its objective is to support enterprises, promote good practice and raise awareness of community shares as a sustainable funding mechanism for community enterprises.



Power to Change is an independent charitable trust endowed with £150 million from the Big Lottery Fund to grow community business in England.

The Anglers Rest, Bamford

Open Share offer

If you are considering buying shares it is important that you read the whole document.

Introduction

The Anglers Rest lies in the centre of Bamford, a village at the heart of the most visited area of the Peak District National Park, with good road and rail links between Sheffield and Manchester.

The Anglers Rest was built as a staging Inn in the 19th Century progressing to become a well-known dining establishment in the middle of the 20th Century. At the end of the 20th Century its fortunes declined as it languished under the management of a PubCo, with little investment and a succession of short-term tenants.

In 2012 it's fortune changed when the Bamford Community Society (BCS) was formed to purchase the Anglers Rest. Bamford Community Society Ltd is a registered society under the Co-operatives and Community Benefit Society Act 2014.

The Anglers Rest was purchased in October 2013 through a community share offer which raised £263,500, with 75% of members living in Bamford (including Thornhill, Shatton and Yorkshire Bridge) and included investment from the main village institutions (Bamford with Thornhill Parish Council, St John the Baptist Church, Bamford Primary School PTFA and Bamford Community Arts and Crafts).

The oldest part of the building was built in 1870, just under 150 years ago, and we intend to maintain and develop the business and building so that it will still be the village pub in another 150 years.

The Anglers Rest has now been trading as a community owned and run business for three years and provides:

- A local village pub with a traditional ambiance;
- A daytime café with a small retail area and art for sale by local artists;
- A Post Office with a service portfolio focused on meeting local needs.

We have developed a good reputation and achieved LocAle accreditation by CAMRA, were awarded Sheffield CAMRA District Pub of the Year 2017, High Peak Responsible Business 2017 and a listing in The Good Pub Guide 2016 and 2017.

The vision for The Anglers Rest is: ***To develop a sustainable community business that is inclusive and with a reputation for good customer service, that contributes to a vibrant & thriving village.***

We have been supported in the business development of this share offer through the Shares Booster Programme which is funded by Power to Change and run by the Community Shares Unit. In addition, the Shares Booster Programme invested £10,000 matched equity investment.

Our track record delivering community benefits

There is limited financial reward; this is about investing in the future of the community and ensuring the Anglers Rest is run for the good of the village, for us now and for future generations.

The Anglers has become a place for locals to meet informally or as part of the many organized activities that take place there. 80% of our members have said that they have got to know more people since we bought The Anglers and 75% say they feel more part of the community. We work with other organisations in the village to hold joint events and to support and promote activities in the community.

As a Community Benefit Society one of the ways we can spend our profits is to invest in the local community. We already do this in a small way by sponsoring the village football team and supporting village organisations through donations, holding fundraising events in The Anglers, etc.

Annually we spend approx. £220k in the Peak District, with £200k in the Hope Valley alone buying a lot of our food and drink locally as well as using local trades and business services.

At any time, we employ approx. 25 staff for many it is their first step into the world of work and a way to save for their student days.

Or to put it another way: **The Anglers Rest was bought by our community, supports our community and invests in our community.**

Our efforts were recognized by the Plunkett Foundation, awarding us their Pioneer Award in 2015. This award recognises the flagship community co-operatives that have done something new or different, have gone above and beyond to inspire others to do something similar and/or have helped the sector to develop.

For more information about our community support, please see Appendix A

Our track record financially

In the first year, 2013/4, in which we traded for 10 months, we turned over £277,617 and made a loss of £28,621, which was in line with other community run pubs in their first year of trading.

In the second year 2014/5 we turned over £349,478 and made a loss of £16,375. Most this loss was in the first 6 months of the year and by January 2015 a recovery plan was in place, focusing on tight control of overheads and staffing. Once these were under control, the focus moved to increasing turnover and the latter half of the year was profitable.

In the third year, 2015/6, we turned over £361,797, net of grant income, and generated a small profit of £1,962. The expenditure includes unexpected costs associated with the building work, without which the profit for the year would have been circa £7,000.

Last year, 2016/7 we turned over £380,245 and generated a small profit of £3,184.

Copies of our accounts are available on request, or see the summary in appendix B

The business plan has a target profit of £20,000 p.a. from 201/8, with an aspiration to pay interest on shares from 2018/9.

How will we use the share capital?

This share offer is an opportunity for you to support the continued development of The Anglers Rest and the local community.

Share income will be used in accordance with the Rules of the Society and in line with the business plan.

During 2015/6 we were successful in obtaining grant funding from Power to Change which enabled the main roof to be replaced and insulated together with the windows in the worst state.

Further funding, including grant funding from LEADER, enabled a remodeling of the pub in 2017, to improve the attractiveness of the venue for customers and to tackle some urgent repairs. It is anticipated that these changes will lead to a 10% increase in turnover, and hence improved profitability and long-term sustainability of the business.

We have established a capital programme to steadily improve the building, and further funding will allow us to tackle items on the plan including:

- Structural repairs to the bunk house
- Further development of the main toilets to incorporate an accessible toilet
- Upgrading the existing accessible toilet
- Replacement of windows, installing double glazed units to improve energy efficiency.

The timing of when the work will be undertaken is dependent on the funds raised.

By increasing profitability, we will be able to continue to invest in the building, including over time to develop the first and second floors to create B&B accommodation and to renovate the bunk house to use as self-catering accommodation, both of which will create additional income streams.

What is a community share offer?

It provides the opportunity for local people, supporters and businesses to buy into the community where the motivation and payback is more social than financial. It helps to ensure a truly local enterprise, accountable to the community whilst serving and benefitting it.

The shares you buy will make you a Member of the society, with an equal vote regardless of your shareholding. Your involvement thereafter can be as much or as little as you wish. You can vote at Annual General Meetings, stand for election to the Board of Directors, inspect the share register of the society, volunteer skills or just give The Anglers Rest your custom.

The list of the current Board of Directors is available on the BCS website: <http://bcs.anglers.rest> under 'About Us'.

The Rules of the Society are available from our website under 'Policies' and a copy of the business plan is available from our website under 'Business Plan'.

How do I buy shares?

You need to be over 16 years to invest.

Each share costs £1. Shares can be purchased in multiples of 250 with a minimum investment of £250, up to a maximum shareholding of £5,000 for individuals and £20,000 for institutional investors. This maximum includes any existing shares held in the Society, to limit the exposure of the Society to large share withdrawals. Withdrawal terms for Institutional investors are on an equal footing with individual investors.

The Board of Bamford Community Society has set a maximum shareholding at £300,000. Once this limit has been reached, any further requests for shares will be put on a waiting list. When shares become available, you will be contacted by the Company Secretary

Fill in the application form, available from the BCS website under 'Investing' and follow the instructions on the form. Upon receipt of your money you will be issued with a share certificate.

How does the share issue work and what guarantees do I have when buying shares?

This is a long-term investment for the benefit of the community.

Shares cannot go up in value, therefore if you wish to withdraw shares at any point they can only be withdrawn at face value. In the event of having to wind up the Society, should the value of the Society's assets exceed the value of the share capital, the shareholders will still only get back their original investment. Any excess value would be transferred to another community organisation having similar community benefit aims. This is known as an asset lock and is to prevent private gain if the organisation dissolves. However, as the shares are issued by a corporate body, **shareholders have no liability beyond the value of the shares they buy.**

The Society has an aspiration to pay interest on the shares from 2017/8. The rate of interest to be paid in any year is to be approved by resolution of the Members at the Annual Members' Meeting, and shall not exceed 5% or 2% above the base rate of the Bank of England. You will be responsible for declaring this income to HMRC. Interest will be paid pro-rata within the year in which shares are purchased, if relevant.

Can I sell my shares?

Shares cannot be sold or transferred to another person but can be withdrawn. No shares can be withdrawn for three years from the date that those shares are bought.

After this time, you can get your money back, with a minimum of 3 months' notice, in line with the Societies rules and withdrawal policy, which is available on the BCS website under 'Policies'.

The directors have the right to refuse or suspend withdrawals and can specify a maximum total withdrawal for each financial year. All withdrawals shall be paid in the order in which the notices were received, up to a maximum total withdrawal specified for the financial year, following which no further withdrawals may be made.

Where there are extenuating circumstances the directors have the discretion to release funds earlier where feasible.

What are my risks?

The Society wants to be fully open and transparent to its potential investors about the risks as well as the benefits of investment in community shares. We wish to make the following points explicit:

- An investment in shares is an investment in a trading business, not a loan or a deposit, and the rates of return are not guaranteed. This investment should be considered as medium to long term. Your shares may not be readily convertible to cash should you need to withdraw them.
- Like many investments, community shares are at risk and you could lose some or all the money you invest. Unlike deposits with high street banks, community shares are not covered by the Financial Services Compensation Scheme, nor is there any right of complaint to the Financial Ombudsman Service. Any dispute may be the subject of arbitration as set out in the Society rules.
- As a member and shareholder of Bamford Community Society you will own the society and The Anglers Rest. If the Society is unable to meet its debts and other liabilities, you could, in principle, lose some or all your investment held in shares. However, your liability is limited to the amount that you have paid for your shares.
- Your investment in your share account may receive interest but does not enjoy any capital growth. It is primarily to support your community rather than make an investment. As a society, the maximum return offered to investors by way of interest will always be limited.
- Your investment in your share account is withdrawable without penalty at the discretion of the Board under the Society's rules.
- The Directors are committed to managing The Anglers Rest with a view to ensuring that the BCS has sufficient funds and/or range of options available to it to repay shares on request. However, in line with the Society's rules, the Board has the discretion to suspend withdrawals if the Society has insufficient finance available to repay the shares.

**Can you afford to be without the money you would pay for these shares?
If not, please do not buy any shares.**

Due care has been taken in preparing this document which has been overseen and approved by the Board.

Appendix A – Report on community and social benefits

Our impact on the local community

The Anglers has become a place for locals to meet informally or as part of the many organized activities that take place there. 80% of our members have said that they have got to know more people since we bought The Anglers and 75% say they feel more part of the community. We work with other organisations in the village to hold joint events and to support and promote activities in the community.

There are a wide range of events and activities held in The Anglers, some organized by The Anglers team, some by other local organisations and some informal. Examples include:

- A weekly quiz night, monthly folk night and monthly vinyl club
- Regular live bands, covering a range of musical genre
- Open Mic nights organized by Bamford Community Arts and Crafts
- Singing of the local traditional carols
- A range of U3A group meetings
- Fortnightly crafty coffee sessions
- Weekly 'after yoga coffee' session
- Meet the artist nights
- Halloween and Christmas parties for the children
- Special food nights such as the Beaujolais Nouveau bistro night

We seek to support other organisations through fundraising activities, hosting events in The Anglers, including a fundraising casino in support of Bamford Football Club, taking part in the MacMillan coffee morning, having collecting tins on the bar, etc. contributing towards the village Christmas light and new nativity, etc. We look forward to being able to increase this aspect of our local contribution as our profits improve.

Our impact on the local economy

Local purchasing

Where possible we aim to use food or drink that has been grown, raised or made in the Peak Park/High Peak, including:

Milk – from Middleton

Eggs – from Bennetts, purchased via Middleton's

Black pudding – made Bowyers Butchers in Hathersage

Bread – from Bakewell Bakery

Ice Cream – from Hope Valley Ice Cream

Beer – as a LocAle pub, we always have 4 cask ales brewed within 30 miles.

In addition, we seek to procure local goods and services, including local building trades and business services.

Local employment

At any time, we employ approx. 25 staff, most of whom live locally and for several it is their first experience of work.

The impact of our expenditure on wages and local supply chain is approx. £200k p.a. going into Hope Valley.

Our environmental impact

In 2017, we achieved the Peak Park Environmental Quality Mark. This award is presented by the Peak District National Park Authority to organisations that:

- support the local economy
- protect the global environment
- enhance the local environment
- invest in people and communities
- celebrate what's special about the Peak District National Park

It was the culmination of two years' work, including a very thorough audit.

This award recognizes both our work to date and our ethos and ambitions.

We are incrementally reducing our energy usage through improvements to the building, such as insulation, double glazing, PIR enabled lighting and of course the solar panels.

Cardboard and paper is disposed of via the skip, organized by Bamford Primary School PTFA, with the waste going to recycling and at the same time raising much-needed funds for the school. Cooking oil is recycled and glass goes to recycling. In the future, we would like to turn vegetable waste from the kitchen into compost for the kitchen garden that we are developing.

As described in the section on our impact on the local economy, we seek to purchase locally, reducing food miles and carbon emissions.

Appendix B - Finance and membership summary

The purpose of this report is to provide members and prospective members with a summary of the society's financial relationship with its members. It enables members to understand how they contribute to the finances of the society, and how the society in turn uses its operating surpluses.

All figures £s

Society funds	2016/7	2015/6	2014/5
Member share capital	292,750	267,750	266,500
Reserves (accumulated retained surplus)	(39,929)	(43,114)	(45,074)
Long term liabilities (loans)	107,684	112,093	87,452

Member share capital	2016/7	2015/6	2014/5
Opening balance of member share capital	267,750	266,500	264,250
New share capital invested during year	39,000	1,250	2,250
Share capital withdrawn during year	14,000	0	0
Closing balance of member share capital	292,750	267,750	266,500

Membership levels	2016/7	2015/6	2014/5
Number of members at the beginning of year	329	325	316
Number of new members joining	26	5	9
Number of members leaving	2	1*	0
Number of members at the end of the year	353	329	325

*Death of member, shares transferred to existing shareholders

Financial return rates	2016/7	2015/6	2014/5
Interest rate on share capital	0	0	0

Application of surpluses or profits	2016/7	2015/6	2014/5
Net surplus (deficit) for the year	3,184	1,962	(16,375)
Total interest on share capital	0	0	0
Donations to community, social or charitable organisations or activities	83	0	790.58
Surplus reinvested in the society (reserves)	3,184	1,962	0

Application Form for purchase of shares in Bamford Community Society Ltd.

For use by individual applicants

Shares can be purchased in multiples of 250 with a minimum investment of £250, up to a maximum individual shareholding of £5,000. This maximum includes any existing shares held in the Society.

Shareholders must be aged 16 or over.

I wish to become a member of Bamford Community Society Limited in accordance with the Rules, or

I wish to buy additional shares in Bamford Community Society Limited in accordance with the Rules,

I already have £ shares. Share certificate no.

Full name	
Address	
Postcode	
Telephone no.	
Email	
Date of birth	
Number of shares applied for:	

Agreement

- I have read the Share Offer Document, including risk factors.
- I wish to become a member of Bamford Community Society Limited.
- I agree to be bound by the Terms and Conditions included in the Share Offer Document and the Rules of Bamford Community Society Limited.
- I understand that the Board of Directors of Bamford Community Society Limited may reject my application, and are not obliged to tell me why it has been rejected.
- I consent to receiving formal notices by email and links to formal documents on Bamford Community Society Limited's website.

Signature

Date

Method of payment

I have enclosed a cheque, made payable to "The Bamford Community Society Ltd"

I have paid by bank transfer to The Cooperative Bank, Sort code: 08-92-99, Account no. 65614965

Data protection and money laundering

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

Notices by email and documents on our website

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

Please send your completed application form to:

Bamford Community Society Limited, The Anglers Rest, Main Road, Bamford, S33 0DY.



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For more information please visit: bcs.anglers.rest

Or contact the Society at:

Bamford Community Society Limited,
The Anglers Rest, Main Road, Bamford, Hope Valley, Derbyshire, S33 0DY

The Anglers Rest is the trading name of the Bamford Community Society Ltd, a registered society under the Co-operative and Community Benefit Societies Act 2014.

Registered with the Financial Conduct Authority.
Registered no: 31710

January 2018