

against homelessness

To find out more about long-term, real solutions to street homelessness. Visit our website at <u>commongroundagainsthomelessness.org</u>

Your investment in our first share offer will enable us to purchase a property in Edinburgh and convert it into an 9-bed home for life for homeless men.

The property will be leased on a long-term basis to local charity Rowan Alba, who have over 25 years of experience in making homes for life for street homeless people.



Full details of the property, with a video walkaround, can be viewed at this link. https://residential.gillespiemacandrew.co.uk/property-search/200-peffermill-road-edinburgh-eh16-4aj/

Draft plans for the renovation included in this document.



Important information

About Common Ground Against Homelessness

Common Ground Against Homelessness is a Community Benefit Society registered on 3rd April 2020 under the Co-operative and Community Benefit Societies Act with the Financial Conduct Authority (registration number 8383). The registered address is 89-95 Fountainbridge, Edinburgh, EH3 9PU.

The society has been registered with wholly charitable objects, and an application to the Office of the Scottish Charity Registrar (OSCR) is pending

By subscribing for shares issued by the society in this share offer you will become a member of it thus co-owner of the society and its assets.

Our rules and other supporting documents are available on our website at commongroundagainsthomelessness.org

Community Shares are fully at risk

As with all investments, your captial is at risk. You could lose some or all of the money you subscribe. You have no right to compensation from the Financial Services Compensation Scheme, nor any right of complaint to the Financial Ombudsman Service. Please don't invest any money you can't afford to lose.

What are Community Shares?

Community Shares are withdrawable shares that cannot be sold, traded or transferred, unlike shares in a typical company.

All Members are entitled to one vote – regardless of how many shares they hold. Members can be paid interest on their shares if the Board believe it would be sensible to do so, and can also withdraw their shareholding, along with any interest accrued, again subject to the approval of the board.



Offer summary

This is an outline of the key numbers for our first Community Share offer in support of Rowan Alba's Peffermill project

Offer Summary

Common Ground Against Homelessness are undertaking a share issue to raise capital to purchase a property in Edinburgh to provide housing for homeless people.

Opening date: 7th September 2020

Closing date: 30th November 2020

The board of the society may choose to extend the period of the share offer by up to 3 months if they believe that by doing so they increase the chances of reaching the share offer targets.

• Minimum target to be raised: £335,000

Optimum target to be raised: £650,000

Maximum target to be raised: £715,000

Minimum share subscription: £500

Maximum share subscription: £65,000

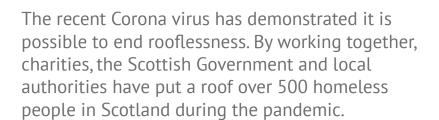
• Interest of up to 5% accrued annually from year 1 onwards

• Withdrawal of capital from end of year 3 onwards



Introduction

from Helen Carlin, Founder of Common Ground Against Homelessness and CEO of Rowan Alba



This has been made possible by the availability of empty hotel rooms, as there has been no tourists to fill them.

But what happens when the tourists come back, and the rooms can command a higher price?

Right across Scotland, individuals and businesses have responded with generosity and kindness, recognising the profound inequality which sadly exists in our society. They have moved to offer whatever is within their gift to help.

In my "day job" as chief executive officer of a homelessness

charity, I am often asked by people, "what can I do to help?". It's humbling to receive donations, and we are very grateful for them. They do so much to alleviate the misery of homelessness.

Yet the one thing that has remained beyond Rowan Alba's, and many other charities grasp, is to be able to provide a home for life at a reasonable cost to homeless people.

Rowan Alba, has endeavoured to replicate our home for life model, Thorntree, but has been hampered by unaffordable housing costs, as have many other excellent charities.

It is said that necessity is the mother of invention. To this end, by combining the Scottish virtues of community and canniness with money, the idea formed to encourage those of us who have the security of having a safe, warm home and a little spare money in savings, to invest in housing for homeless people.

Thus, Common Ground against Homelessness (CGAH) came into being.

Our aim is to be in solidarity with homeless people, by putting our own money into buying the bricks and mortar, which will provide a home for life.

In return, you will be offered interest on your investment, though you may not want to claim this.

You will be helping individuals, real people, like <u>Gerry</u>, who was street homeless for 7 years.



You will be helping in a very practical, pragmatic way to end homelessness. You will be part of the solution, and your investment will ensure that CGAH has the funds to buy the properties.

But a home for life isn't just about bricks and mortar.

CGAH will partner with charities who have the expertise to keep people off the streets, and offer the dignity, choice and security we all aspire to.

Our first share offer is around the replication of Thorntree. Please read our share offer, and become part of the solution to ending homelessness.

^{*}To read the full report on Rowan Alba's innovative Thorntree Approach click through to their website at:

About Rowan Alba

Our partner, Rowan Alba, are a charity providing support and accommodation for formerly street homeless people.

For the past two years, Rowan Alba have been attempting to source appropriate accommodation to replicate their unique Thorntree service.

What makes Thorntree Street unique?

In 2005, Rowan Alba Limited opened Thorntree Street. It provides a home for life to twelve men aged 50+ who had previously been on the street, or at risk of homelessness. Support is available round the clock and three meals a day are provided. See STV footage, at the link below, from World Homelessness Day 2019. https://rowanalba.org/thorntree-street-supporting-change-in-lives-for-good/

Finding more suitable accommodation to replicate this home for life model has proved challenging. Accommodation in Edinburgh is very expensive. Some homeless people, those with addiction or profound mental health needs benefit from living in supported accommodation. Accessing suitable accommodation to provide this is also a challenge.



How The Thorntree model supports homes for life

A supportive real home Safety and security Every tenant has a self-Our staff are available 24hrs to contained flat where they monitor the safety of the tenants, who meet visitors and are are vulnerable to exploitation. The secure entry system means all visitors supported by staff with day-to-day tasks. are known to the staff, also meaning they can act as a point of contact for the local community. Wellbeing at heart Inclusive Within Thorntree we have

Social areas are the centre of life at Thorntree.
Group activities, games and conversation go alongside social decision-making where tenants can shape and form their way of life.

community

Within Thorntree we have a duty of care to our tenants that extends to all areas of their wellbeing. Eating a good diet together is the basis of socialising and group support. Tenants are under no pressure to eat together,

but almost all choose to.

The problem

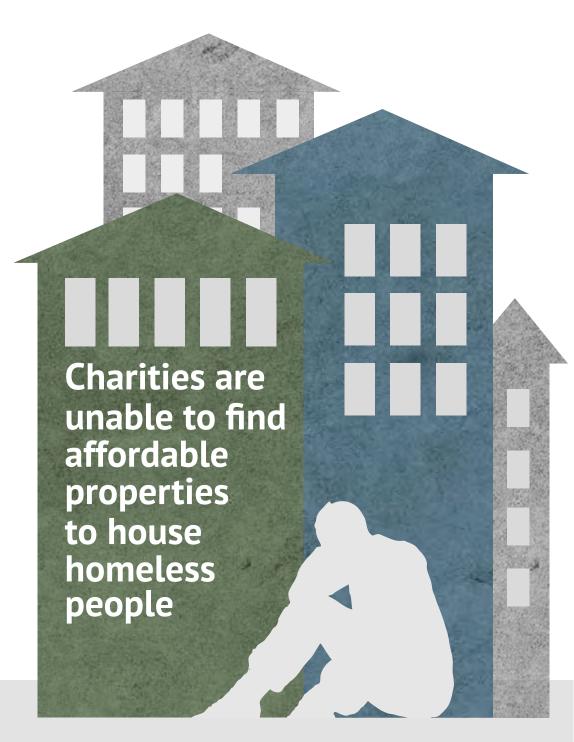
It's 2020 and street homelessness hasn't ended. Decades of stagnant earnings, rising costs of living, in-work poverty and austerity have left many Scots struggling.

Among the many human impacts of this are mental and physical ill health, addiction, spiralling personal debt, family breakdowns and ultimately homelessness. For years, the amount that can be paid in Housing Benefit has flatlined, further narrowing the housing options available, particularly in areas such as Edinburgh where there is more money to be made from holiday lets. Councils have to rely on temporary accommodation such as B'n'Bs while they struggle to find homes for those on an ever-growing waiting list.

Charities on the edge

When the housing system fails and people fall apart, charities pick up the pieces. But charities are also victims of rising rental costs. Their innovation and financial security is threatened when they can't find affordable, suitable properties in the areas where their help is needed the most. Many life-saving services operate on short-term funding with very tight margins. When commercial rentals rise, they become unsustainable, forcing many to close.







The solution

Common Ground Against
Homelessness has been created
to buy properties on behalf of
charities, with specific expertise in
their field, so they can continue
their vital work sustainably.

More than just a solution for the financial challenges that charities face, Common Ground is also a solution to the problem of repeat homelessness. Charities know people and how to help them. Whether that is helping them recover from drug and alcohol dependence, escape domestice violence or countless other problems, front-line charities are innovators in creating environments that work for people and keep them off the streets. That innovation can only happen when the charity is able to do it's work without needing to find ever-increasing amounts of money to pay rising rents.

Breaking Common Ground

By drawing on the power of Community Shares, we will bring together a community of ethical investors who understand that their money can do real good, while earning a market-leading rate of interest. The first project to be brought to life is Rowan Alba's Peffermill residence. Details of how this place will end street homelessness for it's residents, is ready to view on Common Ground's website at commongroundagainsthomelessness.org



Charities get a secure property and can concentrate on how to support their clients, the clients have a secure home with the support they require.

The vision

We have a vision of a series of properties across Scotland.
Starting with our first investment, a property in Edinburgh which we are in active negotiation to secure.

We will purchase a four bed property using the funds from this share issue, then renovate it and lease it to Rowan Alba who will make it a home for life for 9 formerly homeless people. We will undertake the maintenance required and generally manage the property, which the charity will lease, and we receive rent like any other landlord. Using these rents, we will reinvest back into the property, into helping us buy further properties and to pay small returns to our investors, which are cheaper than we would otherwise have to pay for using debt finance, but represent much more than investors would be able to get for their savings.*

We think this is a win-win-win: charities get a secure property and can concentrate on how to support their clients, the clients have a secure home with the support they require, we get to build this more cheaply than by using traditional finance and investors get a better return than their savings are getting (and will be for the foreseeable future). Better still this is scalable and can grow and support more charities.



The future need

Before the stringent self-isolation measures necessitated by the spread of the Covid-19 virus, there were approximately 150 street homeless people in Edinburgh.

Temporary solutions for extraordinary times

These people were temporarily accommodated for the duration of the crisis. Hotels, devoid of tourists, were been taken over to allow our street homeless to self- isolate. Prior the Covid-19 crisis, being able to access this level of support and accommodation was unthinkable. Already the funding which supports this is being withdrawn and homeless people are back on the streets.

So what's next?

Current plans developed by the HARSAG (Housing and Rough Sleeping Group) focus heavily on an organisation called Housing First, you can learn more about them here. However, Housing First's approach will only meet around 80% of the need, according to Everyone Home, a collective of homelessness charities and academics. So, around 20% of rough sleepers will need long term supported accommodation. The type of long term supported accommodation Rowan Alba have created at Thorntree St. will give these marginalised individuals a home for life. Common Ground's development will support other front-line Charity services in Scotland who can deliver accommodation of this standard and effectiveness.

Around 20% of street homeless people will not be accommodated by the Scottish Government's approach.

Charities will be needed to fill that gap in accommodation.

In the future, Common Ground will offer our support to other charity partners that share our passion for ending homelessness.





For over 50 years, Cyrenians have been supporting people excluded from family, home, work or community on their life journey.

Ypeople offer support, accommodation, mentoring and counselling for people across Scotland many of whom are affected by homelessness.



The finances

We believe that in addition to providing decent accommodation to homeless people, we can provide a reasonable return to investors as a thank you for allowing us to use their money to fulfill our mission.

That return isn't going to make anyone their fortune, but it is better than what you would otherwise get for your savings at a bank or building society*, and yet still cheaper than it would cost us to secure those funds from banks ourselves.

We can offer a headline rate of up to 5% interest per year, but investors can choose to accept less if they would rather us reinvest more money into our core work. We will start paying interest at the end of the first year after investing, and people can make requests to withdraw funds after 3 years. Interest will be accrued and credited to your account, to be paid out to you whenever you withdraw your lump sum investment. Interest will not be compounded year-on-year.

	Start-Up	1	2	3	4	5
Opening Balance	16.13	1 - 6	38,784	77,412	71,031	65,345
Add Cash inflows	650,000	46,584	46,584	46,584	46,584	55,901
Less. Cash outgoings	(640,900)	(7,800)	(7,956)	(8,115)	(8,277)	(8,443)
Capital servicing				44,850	43,992	43,076
Net Cashflow - must always be positive	9,100	38,784	77,412	71,031	65,345	69,728
Starting Share capital	£650,000	£650,000	£650,000	£650,000	£611,000	£574,340
Total Interest		£32,500	£65,000	£97,500	£122,200	£143,585
Shares withdrawn this year		£0	£O	£39,000	£36,660	£34,460
Interest withdrawn		£0	£0	£5,850	£7,332	£8,615
Capital servicing costs		EO	EO.	£44,850	£43,992	£43,076
Capital remaining	£650,000	£682,500	£715.000	£702.650	£689,208	£674.850

For more information about the finance of our Community Share offer visit our website at commongroundagainsthomelessness.org



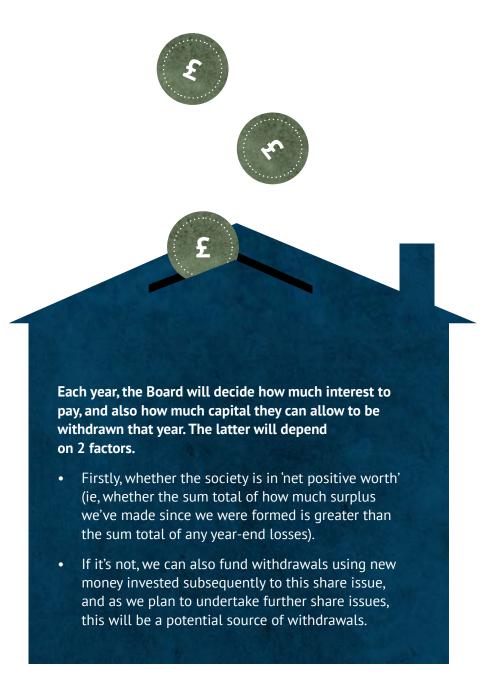
Understanding Community Shares

A Community Share issue is a snappier name for what is legally known as, 'withdrawable shares in a Community Benefit society'.

Unlike shares in companies, you'll not get a dividend nor are you able

Unlike shares in companies, you'll not get a dividend nor are you able to sell them to someone else. Withdrawable shares work a lot more like a bank account, as you get your money back through withdrawing it from the society. However, the society can only give it back to you if we're doing well as a business (we have to have sufficient trading surpluses and ready cash to enable it to give you your investment back in legal terms).

Like a bank account, we pay interest each year on the investment according to whatever you have informed us is the interest rate you would like to be paid. If you have elected to have interest paid, this will be held in a separate share capital interest account, and paid to you with your investment when you elect to withdraw it and the interest will not compound. The Directors are committed to paying interest at the level you request up the maximum of 5% per year, but as a charitable society they must also have regard for ensuring the charity's objects are best implemented, so interest rates requested may be reduced by the Directors if they feel it is prudent to do so to ensure the charity's continued sustainable operation.





What do investors get?

We're offering you the chance to be a part of a movement for change. Our investors will benefit from:

5%*

We expect to pay up to 5% interest on share capital which will be accrued to your investment amount, for you to receive as a lump sum when you withdraw your funds



A vote at the AGM and for the Board of Directors, and the chance to stand for and be elected to the Board



The chance to get your money and interest returned when share capital is available for withdrawal from the end of year 3 onwards



CASE STUDY

A safe, secure home for life

Gerry had lived on the streets of Portsmouth, Glasgow and Edinburgh for 7 years before coming to Thorntree.

He slept rough as his alcohol addiction meant night shelters would not accommodate him. As his health declined, he approached us for help, as he had heard good things about the place.

Gerry is typical of the street homeless population, who are branded or designated 'unsuitable' or too challenging. Many of the men who live in Thorntree Street have come from services where they had been described as having 'behaviours unsuitable for the service'. We believe that this suggests that it was the other way around. 'Services' were unsuitable for them. Homes, that provide Safety and Security, make a difference that would be difficult for any 'Service' to quantify.

Gerry now enjoys good mental and physical health, drinks less and finally has a place he knows is his home for life.





Building an inclusive community

As Common Ground grows, we will empower our residents to take an active role in the management of the organisation alongside the experience of our board.

Under our rules, we can have up to 10 people elected to the board and up to 3 of them can be by and from users of our services.

This innovative approach will keep Common Ground Against Homelessness with it's feet on the ground as it grows. We only exist to improve the lives of people, like Gerry, who have overcome huge challenges to get off the streets and make their new life work.

Full details of our governance and procedures can be found on our website at commongroundagainsthomelessness.org





The Founding Board

At present, Common Ground is run by a Founding Board selected for it's experience in the fields of homelessness, housing and finance. The founding board of Directors will resign at the first AGM of the society, due to be held by the end of September 2021, to enable a new board to be elected with the confidence and legitimacy of being democratically elected by all our members. Existing Directors can stand for re-election, as can any member who can be nominated.



Helen Carlin Founder and secretary

Helen has 30 years of experience in housing policy, homelessness and charity management. She is experienced in start ups, having established Rowan Alba in 2005. Frustrated by the lack of suitable accommodation, Helen pulled together like minded people who care about homelessness, and are happy to help. She believes in solidarity, not charity, and sees the homelessness problem as easily solved with a shift in values.

"Any intelligent fool can make things bigger and more complex... It takes a touch of genius and a lot of courage to move in the opposite direction."

EM Shumacher"



Tom Muir Co-Founder

After over a decade working within Housing Benefit, Tom came to understand that the amount awarded could not meet the rent charges and that those whose circumstances entitled them to this help were being made to suffer for the staggering cost of the scheme (£23 billion in 2018/19 and rising) resulting from property becoming a speculative asset.

"Common Ground Against
Homelessness is a community
backed initiative that can treat
those in need fairly and not
just as a prospective "cash crop"
whilst reducing costs. There is a
better way."



Alan Gibson Co-Founder

Alan is an experienced banking sector payments professional with an extensive international background.

As a business mentor and coach, Alan uses his industry experience voluntarily with non-profit organisations, helping them manage business change to great effect.

"I am hugely excited to be involved with this venture to bring my skills to help to solve the homelessness crisis."



How your investment will create an impact

Investing into Common Ground's projects through Ethex, is simple and effective.







Start your investment journey now by visiting ethex.org.uk/CommonGround or contact us directly at info@commongroundagainsthomelessness.org





Your questions answered about Common Ground Against Homelessness and our share offer



FAQs

How can I invest?

We are running this share offer through the Ethex website. ethex.org.uk.

Ethex will contact you to arrange for you to make a payment to them by cheque of bank transfer and will hold the funds until the project is either successful and they will pass the money to us, or unsuccessful in which case they will give you your money back.

What is the minimum and maximum investment?

The minimum investment is £500 and the maximum possible under UK law is £100,000 per person or organisation.

Who can invest?

Anyone over the age of 16 can invest (but only people aged 18 or above can serve as directors).

Can organisations and businesses subscribe for Community Shares?

Yes. A representative of that organisation will need to become a member of the society as nominee for their organisation/business.

Can people club together to buy shares?

Yes, but as with organisations, you'll have to nominate a member of your group to be the named shareholder in our share register.

Will I get a Share Certificate?

Everyone who invests will receive a community share certificate.

What if the society isn't financially successful enough to survive?

If we did become insolvent, the ability of investors to recoup the funds they have invested would depend on firstly the value we (or the appointed insolvency practitioners) could get for the assets of the society and secondly, the value of our debts at that point.

In the event of our insolvency or orderly winding-up, the proceeds from the sale of those assets and our cash would firstly pay off all our creditors, and if there were any funds left at that point, would be used to pay back shareholders as much of their investment as they have outstanding as possible, on a pro-rata basis.

As we are a charity, should there be any surplus after returning funds to investors this would have to be given to another charity or to enable charitable objects. This cannot be changed by members and is enforced by charity law.



FAQs

What happens if I didn't get all my investment back?

Although we are registered as a society with The Financial Conduct Authority (FCA), the sale of withdrawable shares in the society is not regulated by the FCA. Like many investments, these Community Shares are at risk and you could lose some or all of the money you invest.

Unlike deposits with high street banks, Community Share are not covered by the Financial Services Compensation
Scheme, nor is there any right of complaint to the Financial Ombudsman Service. If you are considering investing a significant amount then you may wish to seek independent financial advice before doing so.

Can my investment be gift aided?

As this is an investment, it isn't eligible for gift aid to be claimed, which is only possible with donations. If you wish for some or all of your money to be classed as a non-refundable donation on which we could be able to claim gift aid, please get in touch.

Can I sell my shares?

No. This investment is in withdrawable share capital which cannot be transferred, sold or given to anyone else, except on your death. You can tell us in advance who you wish to transfer your investment upon your death, and we can transfer the first £5,000 of your investment to them; any investment above £5000 requires your beneficiary to be explicitly

named in your will. If you do not nominate anyone, then the Board will rely on the instructions given by your executors.

It is also possible to leave your shares to either Rowan Alba, or Common Ground. If you wish to do so, please contact us to inform us of this.

Can shares increase in value?

Shares cannot rise in value, so there will never be a capital gain. They may be reduced in value if our auditors instruct us to do so if they believe that the value of our assets has fallen.

What will you do with my personal details and data?

Your personal details as submitted on the application form will be held by the society and used in accordance with the provisions of the rules and of the 2014 Co-operative and Community Benefit Societies Act. Only members can inspect the members' register and view members' names and addresses (but not how much they have invested) but the society will not share, sell or provide my details to any other individual or organisation and will ensure compliance with the GPDR regulation in accordance with its responsibility as a data controller.



Risks

Risk	Mitigation
Failure to find suitable properties	Increase in suitable properties due to downturn in tourist market post Covid 19, especially former small hotels, B&B, which suit long term supported housing services
	Short stay/holiday lets could have changed use for long term accommodation
	First property identified and agreed with City Edinburgh Council as suitable location. Planning application agreed.
Failure to find tenants	Period of economic uncertainty post Covid19 will see increased demand for affordable housing
	Homelessness has already increased by 22% in Edinburgh since March 2020. Funding for the hotels in which homless people are accommodated finishes in September 2020.
Failure of charity partner to pay rent	Rowan Alba have secured revenue funding for this service, and are working closely with City of Edinburgh Council to provide long term supported accommodation for their client group.
	6 month notice on withdrawing funds will provide time to secure further shareholders
Liquidity	Financial projections show a trading surplus
	Refurbishment costs overrun Built into the detailed costings, conducted by specialists in this type of conversion are generous allowances to ensure this does not happen.
	CGAH will appoint a competent project manager, and work with reputable builders to ensure the completion of the project
Failure to purchase property	Should efforts to purchase a suitable property to execute our business plan be unsuccessful 12 months after closing the share offer, we will communicate with members about what we should do next, including possibly winding up the society and returning remaining funds to investors.



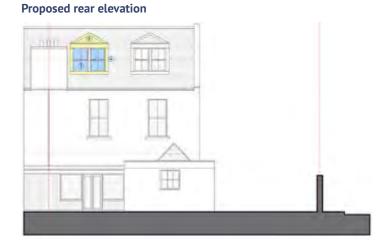
The property

Elevations

Proposed front elevation



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Proposed side elevation



Materials key

- 1 White UPVC windows frosted to attic floor bathroom
- 2 Wall infill render finish to garage door
- 3 New UPVC secure back door
- 4 New slate roof to dormer to match existing
- 5 new dormer to match existing



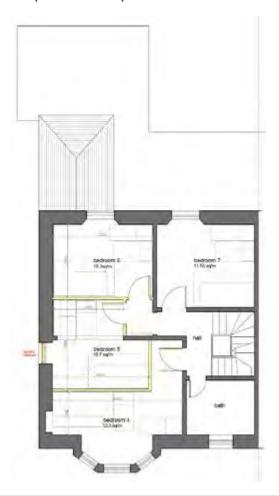
The property

Floor plans

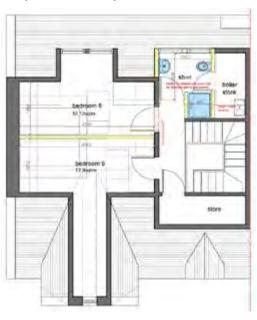
Proposed ground floor plan



Proposed first floor plan



Proposed attic floor plan





If you prefer to buy shares by post, using a cheque, please print and complete this form and return it to the address below Common Ground Against Homelessness Share Application Form

You can also apply online at ethex.org.uk/[CommonGround] I wish to become a member of Common Ground Against Horshares to the value of:	iex.org.uk/[CommonGround] Common Ground Against Homele	You can also apply online at ethex.org.uk/[CommonGround] I wish to become a member of Common Ground Against Homelessness in accordance with the Rules and apply for shares to the value of:
\pounds The minimum shareholding is \pounds \Box I would like to pay by BACS tr \Box I enclose a cheque for this an	t The minimum shareholding is £[X] and the maximum is £[X]. The closing date for this \Box I would like to pay by BACS transfer. Please send me an email with payment details. \Box I enclose a cheque for this amount, made payable to 'Ethex Investment Club Ltd.'	t
First name(s) in full		Last name
Address		
	Town/city	Postcode
Date of birth	Nationality	
Telephone no.	Email address	
If you have been living at the abo	ove address for less than 3 years,	If you have been living at the above address for less than 3 years, please provide us with your previous address:
		Postcode
If you are applying for shares or (please note, this form must be	If you are applying for shares on behalf of an organisation, please supply (please note, this form must be signed by a director of your organisation)	If you are applying for shares on behalf of an organisation, please supply the following additional information (please note, this form must be signed by a director of your organisation).
Full official organisation name		
	Registered numb	Registered number (if applicable)
Name of signatory	Position in organisation	isation
If you wish to nominate a benef below.	īciary to receive up to £5,000 of	If you wish to nominate a beneficiary to receive up to £5,000 of your shares upon death please fill in their details below.
First name(s) in full		Last name
Address		
	Town / city	Postcode
Date of birth	Nationality	
Telephone no.	Email address	

_ Om	Common Ground Against Homelessness Share Application Form
Agreement	lent
	I have read the Share Offer Document with particular attention to the risk factors.
	I have read the Business Plan, and Rules of Common Ground Against Homelessness.
	I wish to become a Member of Common Ground Against Homelessness.
	I agree to be bound by the Terms and Conditions included in the Share Offer Document and the Rules of Common Ground Against Homelessness (see: [website url]).
	I understand that the Board of Directors of Common Ground Against Homelessness may reject my application, and are not obliged to tell me why it has been rejected.
	l consent to receiving formal notices by email and links to formal documents on the Common Ground

your completed application form and payment (cheques made payable to 'Ethex Investment Club Ltd.' to: Ethex, The Old Music Hall, 106-108 Cowley Road, Oxford, OX4 1JE.

Please do not post cheques or application forms to Common Ground Against Homelessness as we cannot process them.

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 Ethex and Common Ground purposes and will not be disclosed to any third party. For further information about how Common Ground handles your data please see our Privacy Notice available on our website [website url]. It is a condition of the offer that to ensure compliance with the Money Laundering Regulations 2003, Ethex and Common Ground may at its absolute discretion require verification of the identity of any person seeking to invest.

Notices by email

documents posted on our website. If you are unable to receive communications via email, please let us know by tick-To reduce our administrative costs, we would like to send you formal notices by email and refer you (by email) to

I wish to receive marketing materials about Common Ground, including our newsletter and details of upcoming events, workshops and exhibitions.

Signature:

Name in print:

)ate: