



Governance

Energy Learning  
Network Webinar

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Energy Learning Network  

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Rhwydwaith Addysg Ynni

# Introduction

**Phillip Morris**

Energy Learning Network – Programme Lead



# Housekeeping

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- Today's 2 hour 15 minute session **will be recorded for sharing**
- There 10 mins for Q&A after the first two speakers and 10 minutes again at the end of the session for the remaining 3 speakers
- Q&A is allowed during speaker presentations in the chat function
- Any unanswered questions please raise your virtual hand in the Q&A session at the end of all of the presentations and I will come to you in turn
- All presentations will be shared with all attendees as a pack

# Agenda

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1. Introduction to the session - Phillip Morris
2. Introduction to community energy governance – Megan Blyth
3. Experience from a recently established CBS – Sarah Taggart
4. Q&A
5. Break
6. Experience from a CiC – Phil Powell
7. Experience from an established CBS – Tim Crabtree
8. Experience from a Charity and Ltd Company – Calum MacDonald
9. Q&A

# The Energy Learning Network



Thanks to National Lottery players, Ashden Climate Solutions has received **£1.5m over four years from The National Lottery Community Fund**, the largest community funder in the UK.

The funding will be used to deliver the UK-wide Energy Learning Network, which **aims to enable community groups focused on energy to maximise their scale and impact, whilst supporting those new to the sector**. The Network is a new initiative funded by The National Lottery Community Fund, led by Ashden and **delivered in partnership with Community Energy England, Community Energy Scotland, Community Energy Wales, Action Renewables and Centre for Sustainable Energy**.



The Energy Learning Network will work in partnership to **empower communities across the UK** to deliver innovative and impactful energy projects and services.

By **working collaboratively and drawing on the expertise of our consortium and networks**, we will empower communities and enable them to build social capital and infrastructure and to develop organisations that reach critical mass to ensure a long-term, sustainable route for community energy across the UK.

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Energy Learning Network  

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Rhwydwaith Addysg Ynni





# Introduction to community energy governance

**Megan Blyth**

Project Manager – Centre for Sustainable Energy

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# Intro to governance

Key considerations when choosing your legal structure



# Who are CSE?

We're a charity supporting people and organisations across the UK to tackle the climate emergency and end the suffering caused by cold homes.

Been running since 1979...we have over 100 projects at any given time!

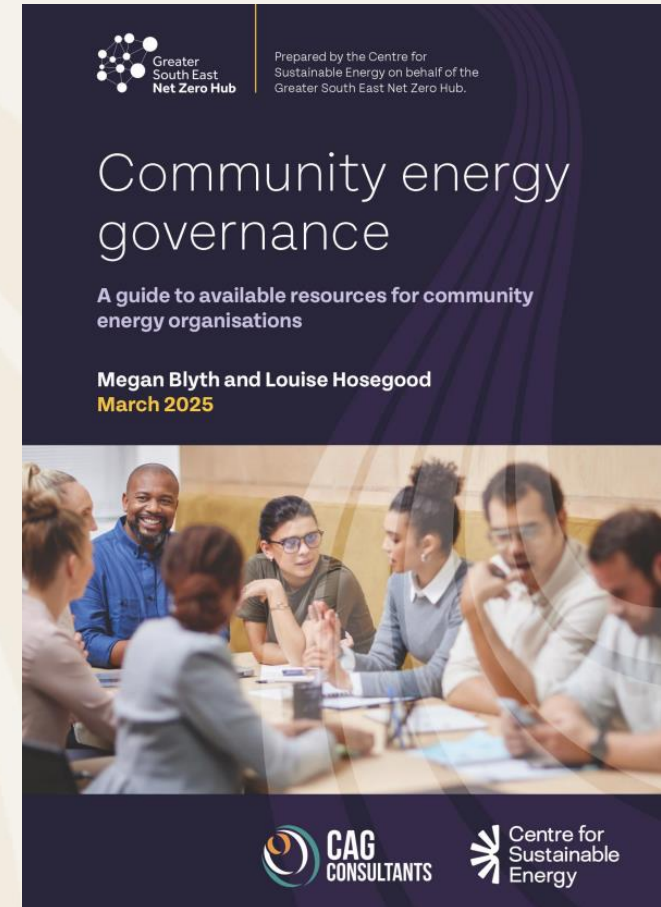
One of the Energy Learning Network partners.





# Community Energy Governance Guide

- Created by CSE.
- Commissioned and funded by the Greater South East Net Zero Hub.
- Based on interviews and workshop with community energy groups in the South East.
- Desk-based review of existing resources.
- Access it here: [Community energy governance guide](#)





# Community energy governance

A guide for community energy organisations

The guide is aimed primarily at new groups, but it's also useful for established groups looking to grow or improve their governance practices.

## It provides:



Tips for successfully governing a community energy organisation.



Key resources from across the community energy and wider voluntary, community and social enterprise sectors.



## What we cover

### Key community energy governance priorities



#### Getting set up as a group

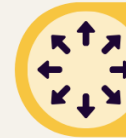
Choosing legal and governance structures and writing governance documents.

Attracting a diverse and representative board, getting the right mix of skills and background, working as and with volunteers, succession planning.

#### Recruiting and supporting your leadership team



Getting engagement and involvement from more and more diverse people in the local community.



#### Widening participation

Managing tasks and files, managing data, finding the right insurance and developing your organisational policies.

#### Creating effective systems and operations



#### Learning from and working with others

Working with local authorities and accessing bespoke support.



# Why governance?

- Turns **ambition** into something **tangible**.
- Ensures process is **enjoyable** for those involved.
- Builds **trust** and positive reputation and shows **viability** with communities and stakeholders.
- Essential for a **thriving** and **sustainable** community energy sector.



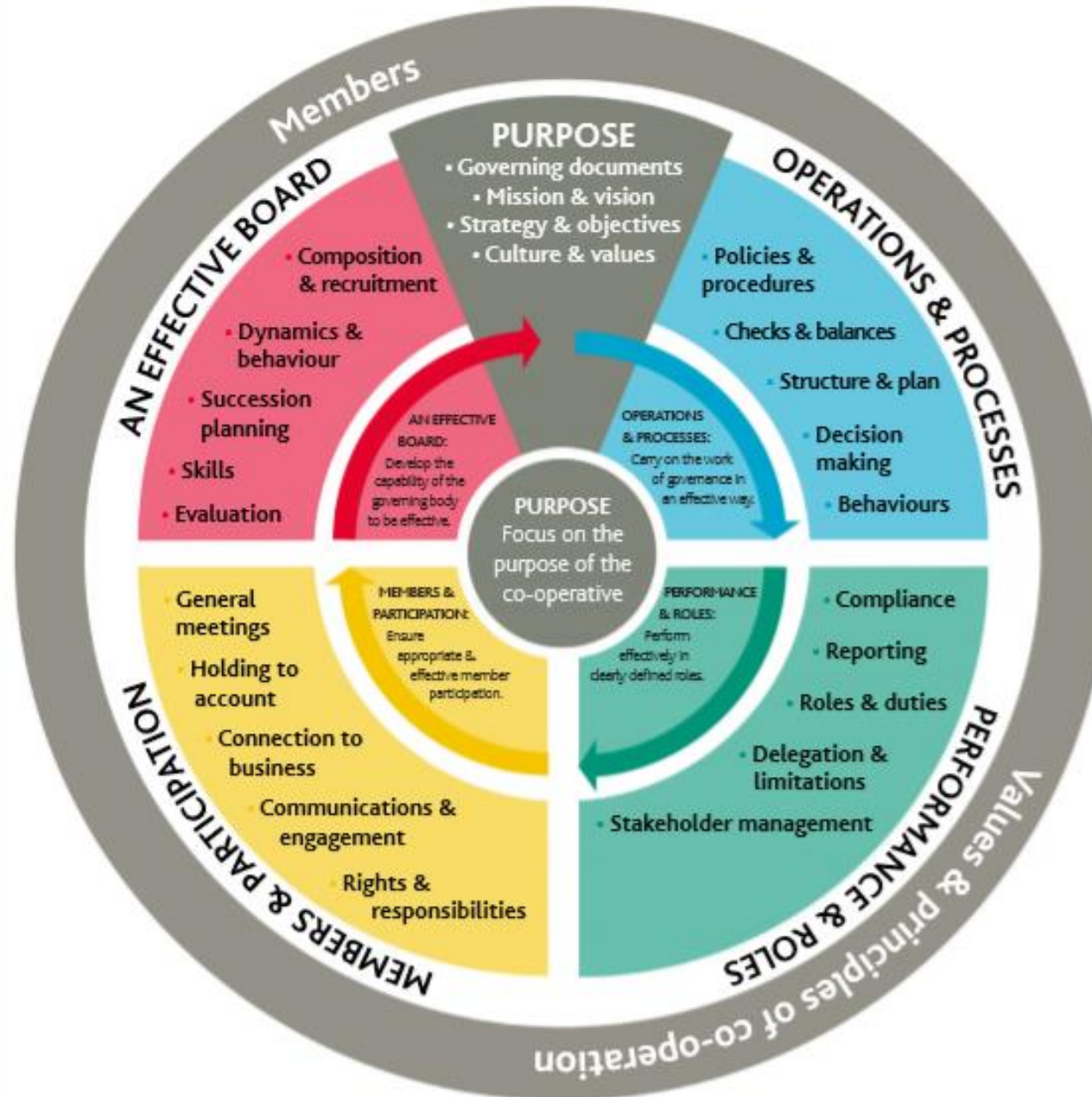




# What is governance?

**“The systems and processes that ensure an organisation’s overall direction, supervision, and accountability” (Co-operatives UK, 2011).**

Governance covers all aspects of running a successful community organisation. This includes, but is not limited to, having an effective board, efficient operations and processes and ensuring wide participation from the community.



Cooperatives-UK, 2020:  
<https://www.uk.coop/resources/governance-wheel>

# Getting set up

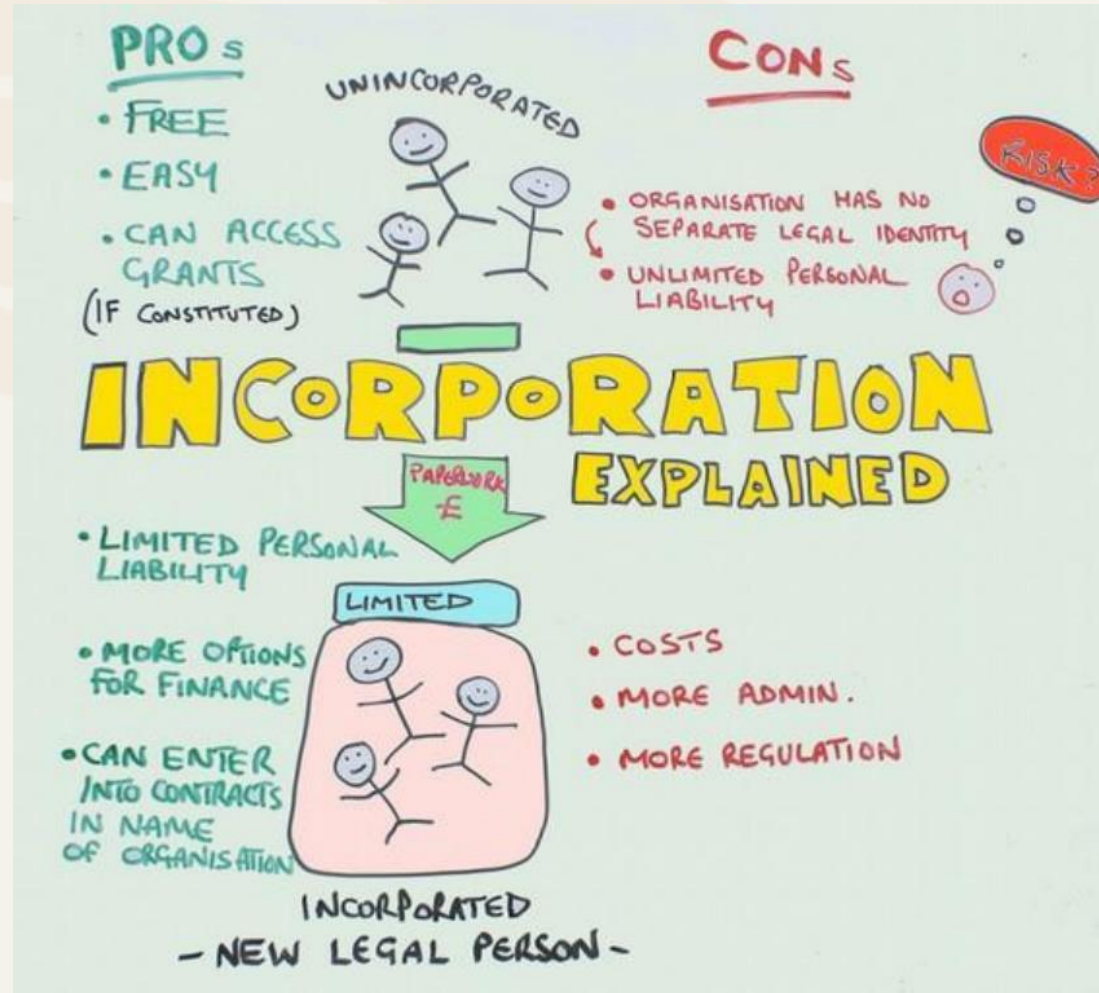
A beginner's guide to legal forms.







# Incorporation





# Organisational type vs legal form

- Social enterprise
- Transition enterprise
- Community enterprise
- Co-operative (worker, housing, consumer...)
- Community Land Trust

**The “jam in a jam jar”**

- Private Limited Company (by shares or guarantee)
- Community Interest Company
- Co-operative Society
- Community Benefit Society
- Charitable Incorporated Organisation (CIO) or Scottish CIO

**The “jam jar”**



# Choosing the right legal form

## Factors to consider (Cooperatives UK)

- What is the purpose of the organisation?
- Who are the stakeholders and main beneficiaries?
- Who are the members or owners of the organisation?
- How will the organisation be funded or get its main source of capital?
- What can the organisation do with any remaining assets when the organisation comes to an end?

Legal form	What is its governing document called?	Can it issue shares? <sup>1</sup>		Does it have to register with a regulatory body?	Is it suitable for charitable status?	Does it have an asset lock? <sup>2</sup>	Membership voting
		Standard shares	Community shares				
Company Limited by Guarantee	Articles	No	No	Companies House	Yes	No (unless charity)	One member one vote
Company Limited by Shares	Articles	Yes	No	Companies House	No	No (unless charity)	One vote per share
Community Interest Company (limited by guarantee)	Articles	No	No	Companies House & CIC Regulator	No	Yes	One member one vote
Community Interest Company (limited by shares)	Articles	Yes	No	Companies House & CIC Regulator	No	Yes	One vote per share
Charitable Incorporated organisation	Constitution	No	No	Charity Commission	Yes	Yes	As per the constitution
Co-operative societies	Rules	Yes	Yes	Financial Conduct Authority	No	No	One member one vote
Community Benefit Societies	Rules	Yes	Yes	Financial Conduct Authority	Yes	Yes (optional)	One member one vote



# Asset locks

- Legal restriction on use of an organisation's assets.
- Statutory asset lock: CIC, CBS, CIO/SCIO
- Common ownership clause: Companies, Cooperative Societies
- Important for grant funders!





# Companies

**Limited by shares or guarantee.**

**Purpose:** Commercial activity, protection from personal liability.

**Regulation:** Companies House

**Advantages:** Easy to set up, can easily convert to other forms, can also be a charity, can enter into commercial contracts, limited liability.

**Disadvantages:** Can't raise community or public shares, not favoured by funders (limited by shares), risk of takeover (if shares sold)

**Examples:** various community energy projects.



# Community Interest Company (CIC)

**Purpose:** Social enterprise with community benefit.

**Regulation:** Companies House and CIC Regulator

**Advantages:** model Articles available, easy to set up, tax relief for investors, limited liability, asset lock.

**Disadvantages:** Cannot raise community shares, not well understood, many funders won't fund CICs limited by shares, additional regulation and admin.

**Examples:** Energy efficiency services, consultancy.



# Cooperative society

**Purpose:** Benefit the members of the cooperative

**Regulation:** Financial Conduct Authority (FCA)

**Advantages:** Can raise community shares, democratic structure, profit paid back to members before corporation tax, interest on members' shares

**Disadvantages:** Longer and more expensive to register, primary focus on member benefit, not wider community, cannot be a charity, investors not eligible for tax relief.

**Examples:** Some community energy projects, especially smaller ones





# Community Benefit Society (CBS)

**Purpose:** Benefit the wider community, not just members

**Regulation:** Financial Conduct Authority (FCA)

**Advantages:** Can raise community shares, asset lock, one member one vote, interest paid on members' shares, investment eligible for tax relief.

**Disadvantages:** More complex to set up, annual FCA fees, some stakeholders less familiar.

**Examples:** Many community energy organisations use this structure.



# CIOs and SCIOs

**Charitable Incorporated Organisation, Scottish Charitable Incorporated Organisation**

**Purpose:** Charitable purposes only

**Regulation:** Charity Commissions in England, Wales and NI. Office of the Scottish Charity Regulator in Scotland.

**Advantages:** Tax benefits, grant eligibility, public trust, limited liability

**Disadvantages:** Trading restrictions, cannot distribute profits, cannot raise equity

**Examples:** Energy education, fuel poverty projects



# Charitable status

- You can be a charity and not have a charitable legal structure.
- Aims have to fall within set list of charitable purposes.
- For the benefit of the public (not members).
- Some legal structures **cannot be charities**.
- Tax benefits associated with having charitable status.
- Restrictions on use of assets
- Restrictions on payments for trustees



# A few notes...

- Your needs may change over time – that's okay!
- "Special Purpose Vehicles"
- This is a complex area – seek bespoke advice where possible!
- Learn from others.
- Writing your governing documents – model rules/articles.

# Ways to organise



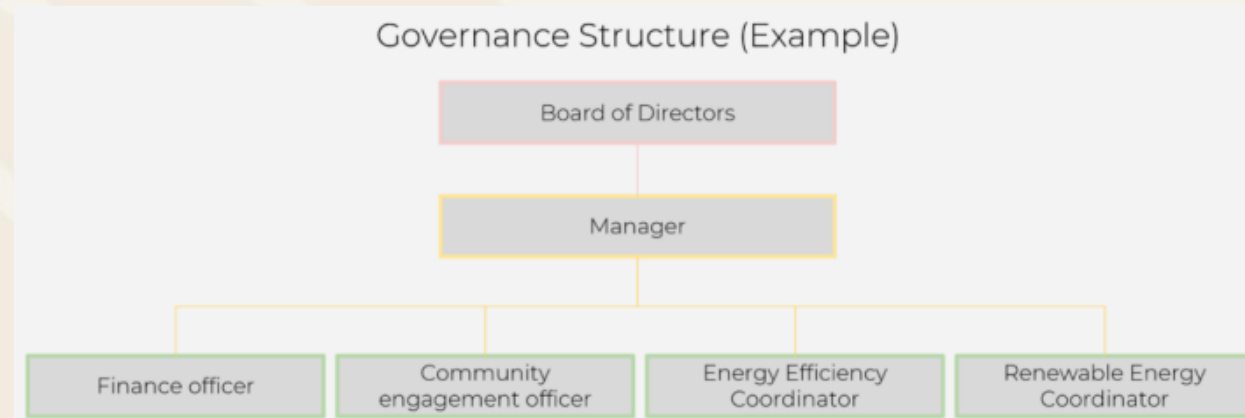
# Directors and members

- All legal forms discussed have members who vote on key decisions.
- All legal forms discussed with have Directors (or Trustees) – may or may not be drawn from the members.
- Directors manage the strategic direction of the organisation.
- Some directors may be appointed to specific roles: chair, secretary, treasurer.



# Strategic vs executive

- Can be a division and tension between the two functions
- A board of directors will have strategic oversight.
- Executive function is more operational – day to day.
- Often blurred in smaller organisations – with the same people doing both functions.
- Different structures to explore: hierarchical, flat...



*Community Energy London,*  
<https://www.communityenergy.london/10-step-guide/>

# Support





# Key resources

- Co-operatives UK's [Simply Legal: All you need to know about legal forms and organisational types](#).
- The [Social Enterprise Guide to Start Your Social Enterprise](#)
- Reconomy Guide: [The Do-Ocracy Handbook](#)
- SCVO's [e-learning module on Governance](#) and [page on choosing the right structure](#).
- Next Generation's [Introduction to Community Benefit Societies](#) webinar
- Centre for Sustainable Energy's videos on [different legal structures work for different groups](#) and [becoming a legally recognised entity](#)



# Key support

- [Cooperatives UK](#)
- [National Council for Voluntary Organisations](#)
- [Scottish Council for Voluntary Organisations](#)
- [Plunkett Foundation](#)
- [Locality](#)
- [Cwmpass](#)



# Community Energy GO

We will be prototyping a support model for novice and emerging community energy actors.

It will help them to:

- Fully understand their options and opportunities
- Build their capabilities and
- Progress their projects and access feasibility funding

Developed with Community Energy England and Ashden with trusted expert partners.

England focus and aims to support (at least) 60 groups in the next 24 months.



Website coming soon! More details available on request.

# **Experience from a recently established CBS**

**Sarah Taggart**

Volunteer Director at Community Energy Barnet





# Our Governance Journey

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# Our First Meeting

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# Events in Barnet





# Working with Repowering London





# Q&A

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# 10-minute break

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# Experience from a CiC

**Phil Powell**

Gwent Energy

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# Mission Statement



Gwent  
Energy  
C. I. C.

To help individuals and communities' groups  
reduce CO<sub>2</sub> emissions AND benefit from renewables.

**100,000 people 6,000 TONNES A YEAR**

**benefit from our systems.**

**Community benefit is about £1/2 million a year**



# Why a community interest company ?

- **When Gwent Energy setup there were fewer options**
- **1 Charity commission might not approve if you were trading rather than gathering income for distribution**
- **2 Normal limited company that has full flexibility**
- **We chose a Community Interest Company structure**
- **So we can trade like a normal company get vat registered**
- **Gives flexibility for future developments but has a lock on assets and dividends to give investors confidence**

# CELEBRATION AFTER INSTALLING THE BIOMASS BOILER AT WELLINGTON



# PERCEPTION MATTERS

- **PEOPLE HAVE FIXED IDEAS THAT AFFECT HOW THEY INTERACT WITH YOU**
- IF YOU ARE A CHARITY YOU WILL STRUGGLE TO RAISE MONEY
  - LOANS AND SHARE ISSUES DON'T WORK WELL
- A PRIVATE LIMITED COMPANY CAN RAISE LOANS AND ISSUE SHARES BUT PEOPLE SEE THEM PROFIT MAKING
  - A CIC CAN DO ALL THE PRIVATE COMPANY CAN
- BUT WITH THE ASSET AND DIVIDEND LOCK APPEARS MORE ALTRUISTIC TO THE PUBLIC
- **But funding small renewable schemes is an issue**



# Ebenezer church and community centre in Abertillery are proud to show you around



**10 kw of solar + 10 kWh of battery  
electricity bill reduced from £180 to £30 a month  
enabled a lot more activities to take place**

**MUMS AND TODDLERS  
JOB CLUB FOOD BANK**



# Community benefit

## Defibrillator for Chepstow library



# Limitations of community interest company

- We concentrate on smaller installations up to 50 kw of solar
- and there is a funding issue
  - Share issues are expensive for small systems
  - Issuing Gwent energy shares is possible, but dividends are limited to 30% of annual income is a problem for investors
    - investors returns are based on the company not just 1 scheme
    - Commercial loans are not good value too short a time period
- We have private loans for schemes and most investors required 4- or 5-years payback which is incompatible with renewable income stream which are 20 years payback



Then you have an events like these



# Benefits of community energy

- **Joseph Rowntree foundation calculation on child poverty**
- Child poverty costs UK £37bn / year
- This equates to £510 / child / year
- HOSPITAL STAY costs between £400 to £3000 / day
- Cured with **EVERYTHING BANK HEAT HUBS and CHILD CARE**
- **Loss of socialisation skills**
- The Effects of Lacking Social Skills
- Difficulty in Forming and Maintaining Relationships
- Challenges in Academic and Professional Settings
- Impact on Mental and Emotional Well-being



## wellington Refuge 1<sup>st</sup> HEAT HUB in the UK

A biomass boiler installed by Gwent Energy cost £65,000 7 years ago

price of pellets has not increased  
As much as fossil fuels

The hall now has energy efficient windows  
New insulation in roof  
*(not funded by Gwent Energy)*

**CHEAPER HEATING HAS MADE THE  
welly refuge VIABLE**



# INSTALLING THE BIG ONE



# community energy on community centres

- For volunteer run centres energy is often their biggest cost
- Reducing energy costs allows them to do so much more
- 
- mums and toddlers      allowing mothers to go to work
- increases social skills of children
- often better food and healthier children
- 
- **Solar on a community centre has a 6 - 7-year payback**
- **an investment is NOT a cost, so 6k investment saves 1k a year**
- **community benefit is typically 3 times the energy cost saving**

# Experience from an established CBS

**Tim Crabtree**

Director - Dorset Community Energy

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# Dorset Community Energy



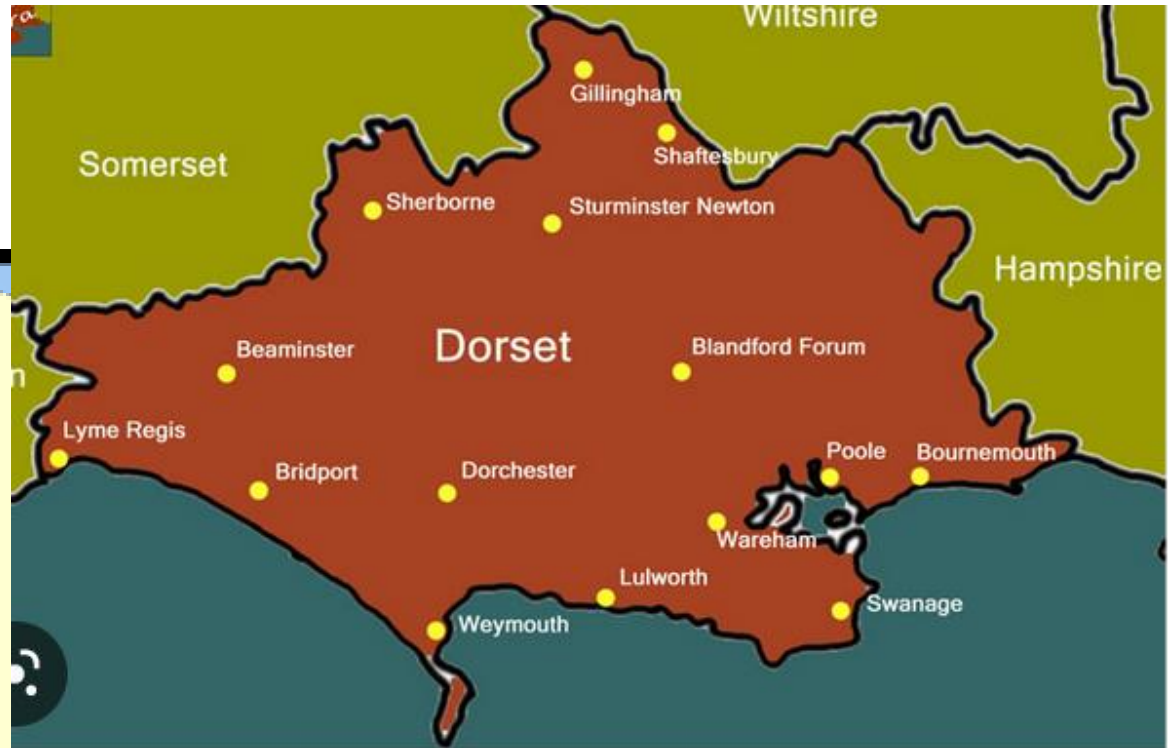
- Funding was secured from the National Lottery to set up a new community co-operative, Dorset Community Energy
- Initial target: 6 community owned solar PV projects on schools and community buildings in Bridport, Dorchester and surrounding parishes

Partners



BRIDPORT  
RENEWABLE  
ENERGY  
GROUP





# Dorset Community Energy

## CURRENT FINANCIAL MODEL:

- Solar panels on schools, hospitals & community buildings
- Financed by community shares, repaid over 20 years, 5.5% interest
- Free or low-cost electricity to the host building

## PROGRESS TO DATE:

30 locations

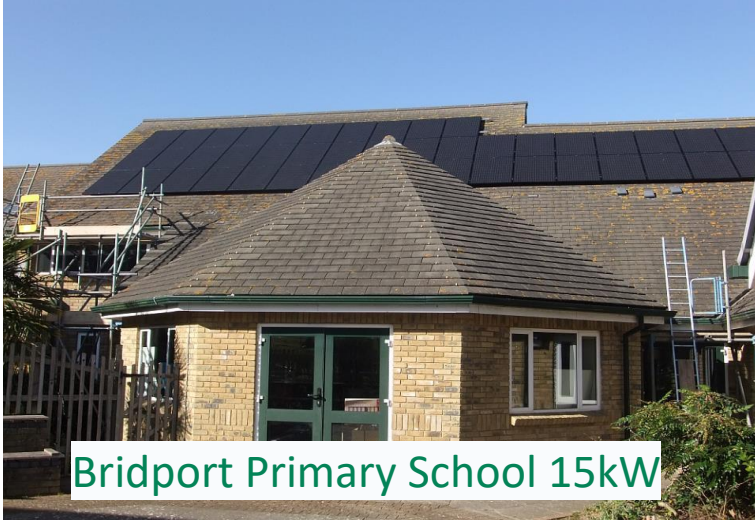
- 22 Schools
- 3 Healthcare sites
- 5 Community buildings

205 shareholder members

£1 million raised through shares, £0.5 m grants

>1.5MW installed capacity





# Community shares

- Community shares is a user-friendly name for *withdrawable, non-transferable share capital*: a form of equity **uniquely available to co-operative and community benefit societies**.
- The FCA, under the Financial Services and Markets Act 2000 (FSMA), regulates financial promotions. Offers by societies of their non-transferable shares are exempt from most of these regulations. The FCA does not regulate those exempt promotions.
- Community Interest Companies and Companies Ltd by Guarantee are not exempt and therefore would incur considerable extra cost in undertaking a share offer.

# 3 types of finance

- **Grants** – do not require a financial return. They support social or environmental returns.
- **Loans** (or debt finance) require interest payments and the repayment of the amount borrowed.
- **Equity** is investment in exchange for a stake in the organisation, in the form of shares. Shareholders can receive dividends or interest payments.
- **Community shares** are a form of **equity** and sit on the balance sheet as an asset (a loan is a liability)



**£155m+**  
raised through community share  
offers by  
**104,203**  
investors



**Fordhall Community Farm, Shropshire**

**Community  
Shares**

CO-OPERATIVES UK  
**COOP**

**locality**  
the power of community

This report was funded by:



**power to  
change**

**Community  
Shares  
Scotland**

# 585

community share offers  
launched by 440 businesses –

# 92%

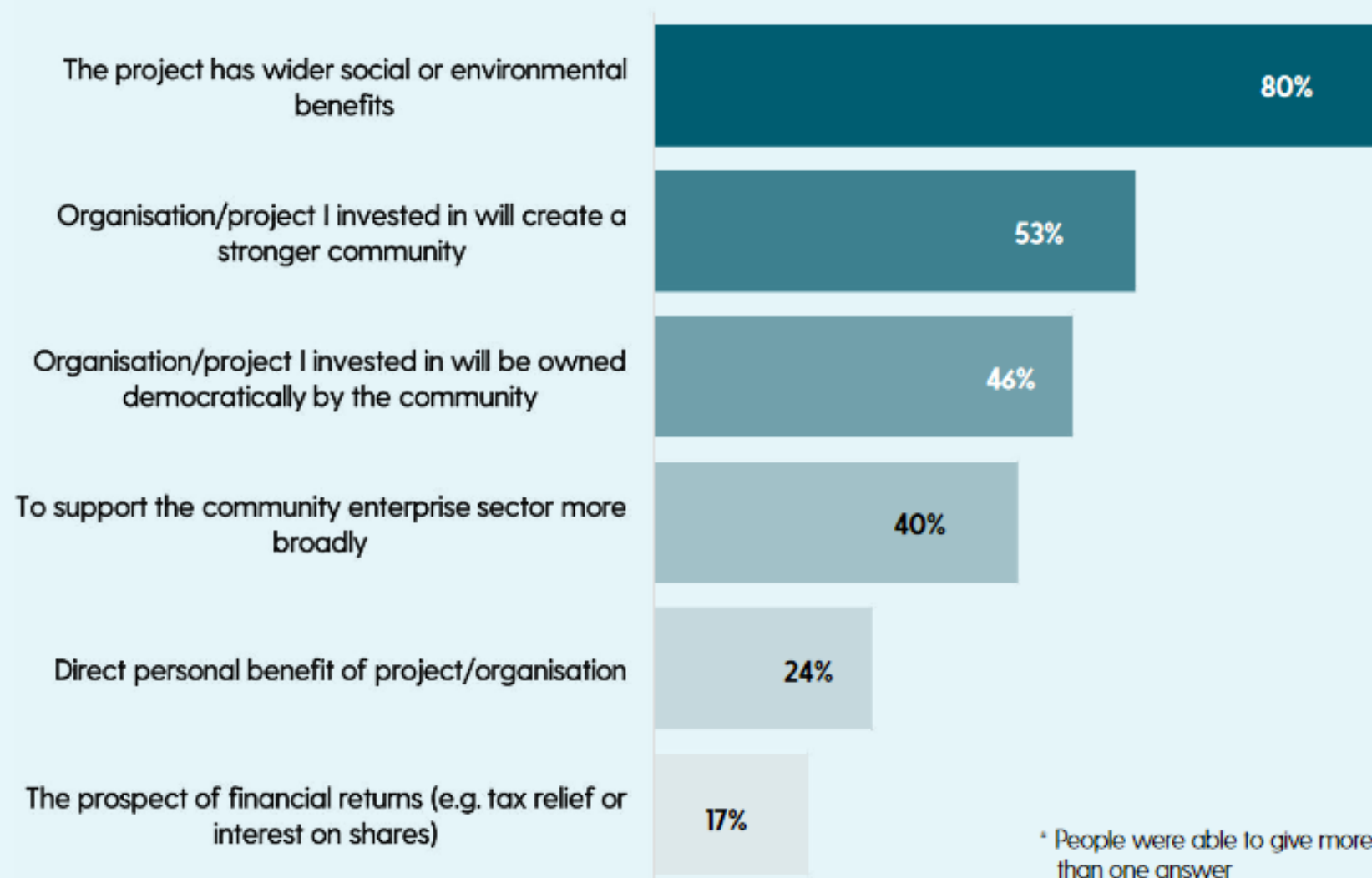
of which are still trading today



Tafarn yr Heliwr pub, North Wales



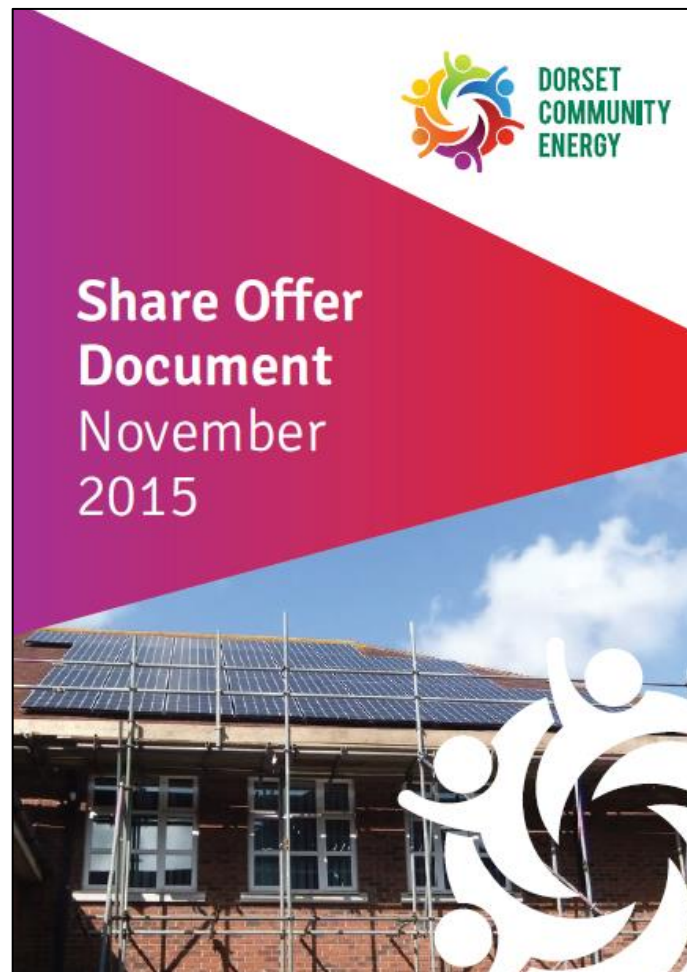
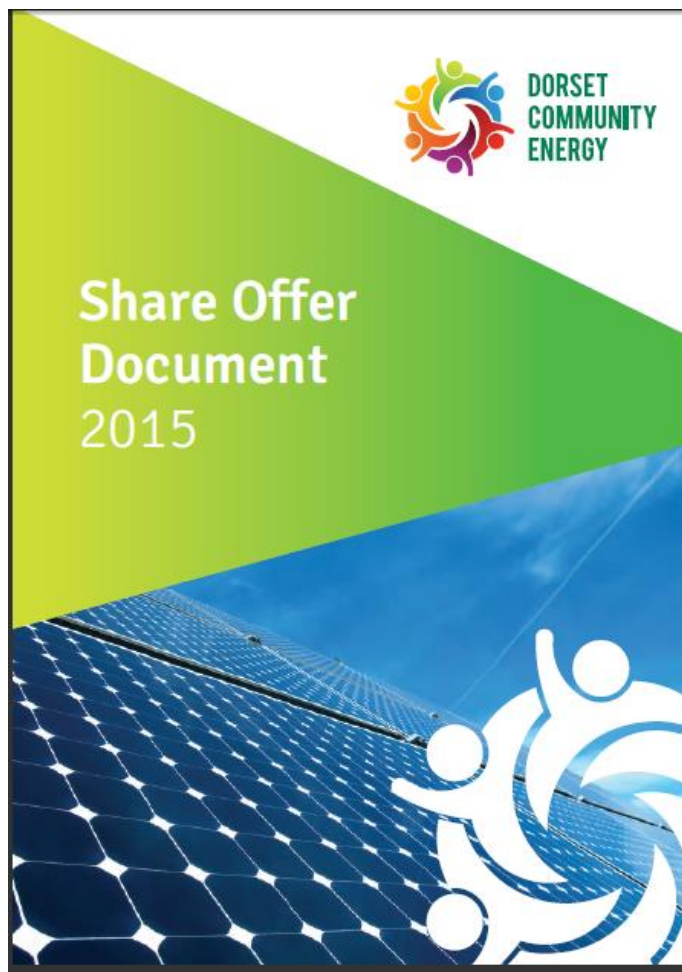
## Top reasons for investing in community shares\*



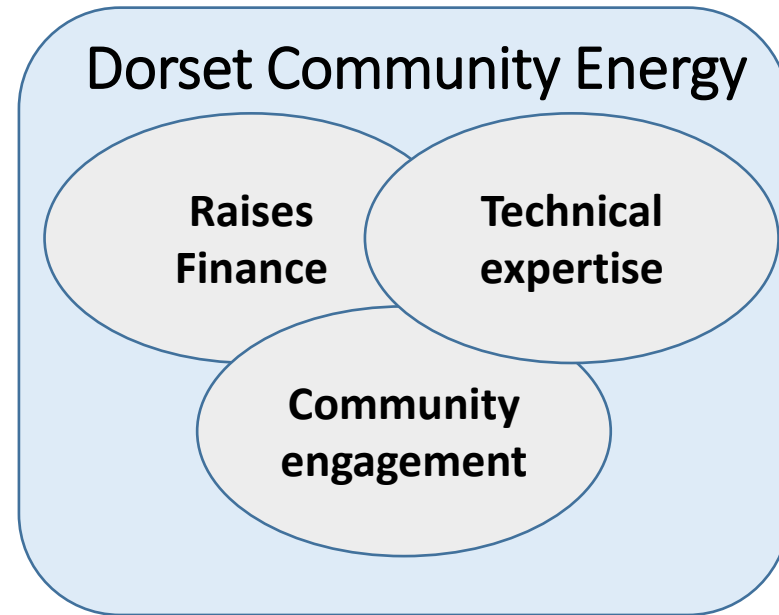
\* People were able to give more than one answer

# 4.8%

average interest rate on  
community share offers



Local  
installers  
& equipment  
suppliers



Installs PV

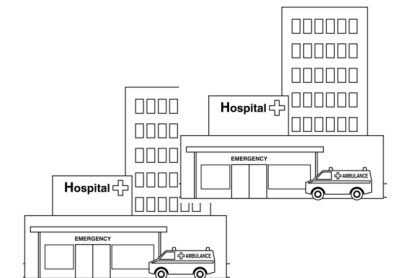
22 Schools



5 Community  
buildings



3 Hospitals



DORSET COMMUNITY ENERGY IMPACT FIGURES @ 31.3.25												
		24/25	23/24	22/23	21/22	20/21	19/20	18/19	17/18	16/17	15/16	CUM
Sites commissioned at year end	Number	31	28	28	26	21	18	16	16	16	7	
Productive capacity	KwH	1645	1581	1581	1541	973	604	420	420	420	127	
Average site size	KwH	53	56	56	59	46	34	26	26	26	18	
Saved by client sites	£	125990	266756	241065	60394	55834	35129	32048	27919	9279	4029	858443
Carbon savings	Tonnes	334	344	360	309	177	106	104	101	26	5	1867
Clean energy produced	MwH	1435	1478	1544	1328	759	457	446	432	112	23	8014
Homes powered equivalent	Number	435	448	468	402	230	138	135	131	34	7	2428
Community fund expenditure	£	10000	10050	7747	3164	1582	0	0	0	0	0	32543

# Capital repaid over 17 years

*This information applies to each successive share offer – members can buy shares in all of them.*

- For the first 3 years, members receive 5.5% interest on their shares.
- For the next 17 years, they are paid back  $1/20^{\text{th}}$  of the value of their shareholding. Sharenergy provides administration support.
- So, at the end of the 20 years, members original shareholding in a particular share offer has declined to zero.
- This “declining balance” model means that DCE’s surplus increases each year and is available for administration, development and the community fund.



**DORSET  
COMMUNITY  
ENERGY**

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# Community Fund

DORSET COMMUNITY ENERGY				FINANCIAL YEAR ENDED 31.MARCH 2022								
CONTRIBUTIONS TO COMMUNITY FUND (EQUIVALENT TO MEMBER'S INTEREST SAVINGS AS CAPITAL IS REPAID)												
	SHARE OFFER											
YEAR	YEAR	PV1/2	PV1/2	YEAR	PV3	PV3	YEAR	PV4	PV4		COMBINED	
		£	CUM		£	CUM		£	CUM		£	CUM
2020	1	1582	1582								1582	1582
2021	2	3165	4747								3165	4747
2022	3	4747	9494								4747	9494
2023	4	6329	15823								6329	15823
2024	5	7911	23734	1	1439	1439					9351	25173
2025	6	9494	33228	2	2879	4318	1	629	629		13001	38175
2026	7	11076	44303	3	4318	8636	2	1258	1887		16652	54827
2027	8	12658	56962	4	5758	14394	3	1887	3774		20303	75129
2028	9	14240	71202	5	7197	21591	4	2516	6290		23953	99083
2029	10	15823	87025	6	8636	30227	5	3145	9435		27604	126687
2030	11	17405	104430	7	10076	40303	6	3774	13209		31255	157941
2031	12	18987	123417	8	11515	51818	7	4403	17612		34905	192846
2032	13	20569	143986	9	12954	64772	8	5032	22644		38556	231402
2033	14	22152	166138	10	14394	79166	9	5661	28305		42207	273609
2034	15	23734	189872	11	15833	94999	10	6290	34595		45857	319466
2035	16	25316	215188	12	17273	112272	11	6919	41514		49508	368974
2036	17	26899	242087	13	18712	130984	12	7548	49062		53158	422132
2037				14	20151	151135	13	8177	57239		28328	450461
2038				15	21591	172726	14	8806	66045		30397	480858
2039				16	23030	195756	15	9435	75480		32465	513323
2040				17	24470	220226	16	10064	85544		34533	547856
2041							17	10693	96237		10693	558549



**DORSET  
COMMUNITY  
ENERGY**



## Community Fund

### About the fund

The purpose of Dorset Community Energy (DCE) is to fight climate change, increase generation of renewable energy across Dorset and benefit the local community.

The Community Fund will grow over the 20-year project life, and in 2025 stands at £12,500.

Applications are considered in April and October each year.

### Who can apply?

The community fund is open to support projects that aim to reduce carbon emissions, address fuel poverty, promote environmental resilience or reduce biodiversity loss in the Dorset and BCP area with grants up to £2000. In the past we have supported: community energy projects; food and fuel poverty initiatives; energy efficiency measures; resilience projects; green weeks; recycling groups; upskilling projects and more.

### How do I apply?

Read the [Community Fund Criteria](#)

Complete the [Community Fund Application Form](#) and return to [lucy@dorsetcommunityenergy.org.uk](mailto:lucy@dorsetcommunityenergy.org.uk).

# WESSEX REINVESTMENT TRUST

Charity number: 1105000



Charity reporting  
is up to date (on  
time)

Charity  
overview

What, who,  
how, where

Governance

Trustees

**Trustees** are the people responsible for controlling the work, management and administration of the charity on behalf of its beneficiaries. Generally trustees are treasurer, chair, board member etc. The trustees are responsible for keeping this list up to date and can do this by updating their details as they happen through the [online service](#)

## 2 Trustee(s)

Activate Windows

DCE pays its Community Fund into a charity, Wessex Reinvestment Trust, whose trustees consider applications to the Fund and award grants. The trustees are also Directors of DCE and are supported by our secretary, Lucy Beasley.

## making with mums

a local matters workshop

Local Matters is a social furniture making workshop that explores the links between community, landscape, ecology and craft.

Our first session is dedicated to making with single mums and youth.

Sessions are **FREE** and you get to take home what you make.

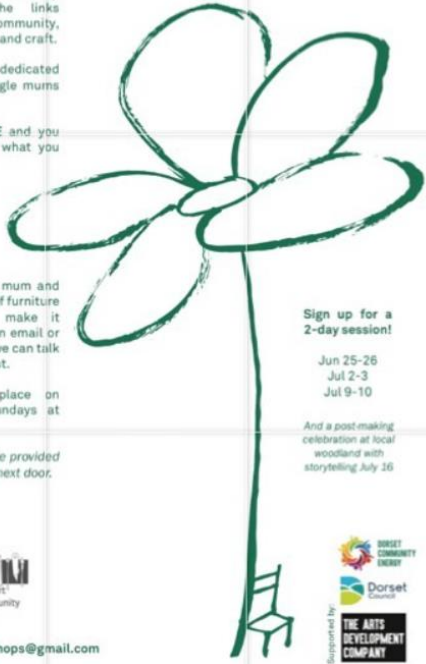
If you are a single mum and fancy a new piece of furniture and learning to make it yourself, send us an email or drop us a text and we can talk about what you want.

They will take place on Saturdays and Sundays at The Shed.

Free childcare will be provided at Millenium Green next door.



localmattersworkshops@gmail.com



Sign up for a 2-day session!

Jun 25-26  
Jul 2-3  
Jul 9-10

And a post-making celebration at local woodland with storytelling July 16



# Prior and current recipients

**THE BLANDFORD SCHOOL**



## Become an Energy Champion



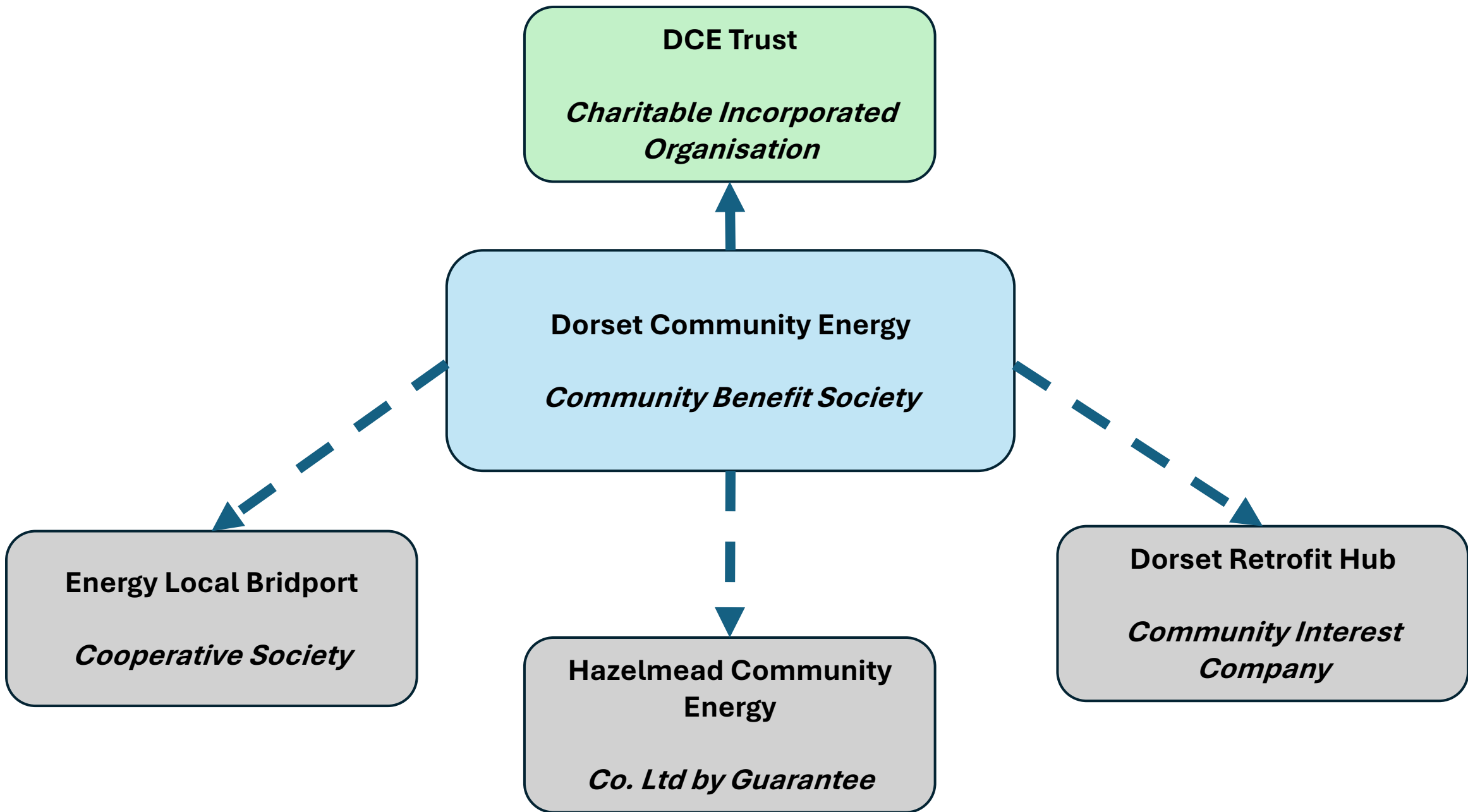
- Dorset Community Energy has 200 members, but its last share offer was in 2021.
- So DCE needs a mechanism to offer membership.
- It is developing an member share offer for £10 – a nominal membership fee with non-withdrawable and non-transferable shares.



## The Community Shares Handbook

### 4.2 Membership offers

A screenshot of a web form titled "Buy a Share" for the Fordhall Community Land Initiative. The form is set against a light orange background. At the top, there is a dark green navigation bar with the Fordhall logo and links for "Visit", "Stay", "Celebrate", "Get Involved", "Explore", "Our Story", and "The Farm". On the right of the navigation bar are buttons for "Online Farm Shop" (with a shopping cart icon), "Call us" (with a phone icon), and "Find us" (with a location pin icon). The main heading "Buy a Share" is in a large, bold, dark green font. Below it, the text "Become a community landlord today!" is followed by a paragraph: "Please ensure you have read and understand our [FCLI Society Rules](#) before purchasing shares." Another paragraph states: "If you are buying a share as a gift, please fill out the required fields in the form on this page." A final paragraph explains: "Each shareholding is one group of 50x£1 shares, with a small fee to cover processing fees where applicable." On the right side of the form, there are four input fields with labels: "Full name of shareholder \*" (with a note below: "This will be the name on the share certificate"), "Email \*", "Telephone", and "Address \*". Each field is a simple white rectangle with a thin border.







The UK's biggest  
cohousing project  
- 53 affordable, eco-  
homes  
for local people  
- shared ownership  
and social rent.





# Bridport Cohousing Microgrid



# Energy Local Bridport



*Local market for renewable electricity*  
*Reducing electricity costs*  
*Keeping value in local economy*

- 50kW wind turbine
- Capacity ~ 55 members
- Project launched December 2019
- Club started trading September 2021
- Last members joining now





# Dorset Retrofit One Stop Shop



**DORSET  
COMMUNITY  
ENERGY**



**WESSEX  
COMMUNITY  
ASSETS**

**PEOPLE  
POWERED  
RETROFIT**



**Ridgewater  
Energy**

## **Assessment Services**

- Insulation value
- Heating system
- Ventilation/condensation
- Size of rooms
- Digital scanning & infrared tools

## **Training**

- Existing contractors
- Architects
- New entrants & apprentices
- Retrofit co-ordinators

## **Retrofit & Energy Efficiency installations**

- Insulation
- Doors & windows
- Ventilation
- Heat pumps

## **Community Participation**

- Online / face-to-face learning
- Practical workshops
- Neighbourhood action
- Energy champions
- Woodclubs
- Festivals

## **Zero Carbon Materials**

- Replacing PVC & PIR etc
- Avoiding materials with high embodied carbon
- Local sourcing options & processing/fabrication

# **Experience from a charity and limited company**

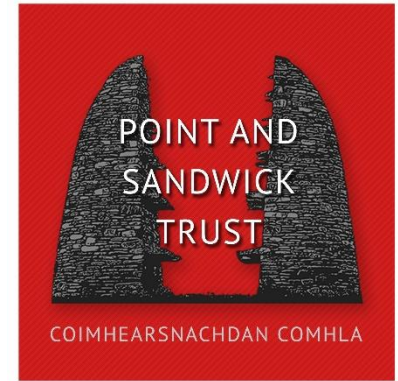
**Calum MacDonald**

Commercial Director – Point and Sandwich Trust



# Point & Sandwick Trust Governance

Calum MacDonald, Development Director  
Point and Sandwick Trust, Isle of Lewis





# Point and Sandwich Wind Farm



9MW installed



Cost £13.5 Million  
borrowed from banks



Community Profit over 10  
yrs = £10 Million



# Whitelee Wind Farm: Largest in UK



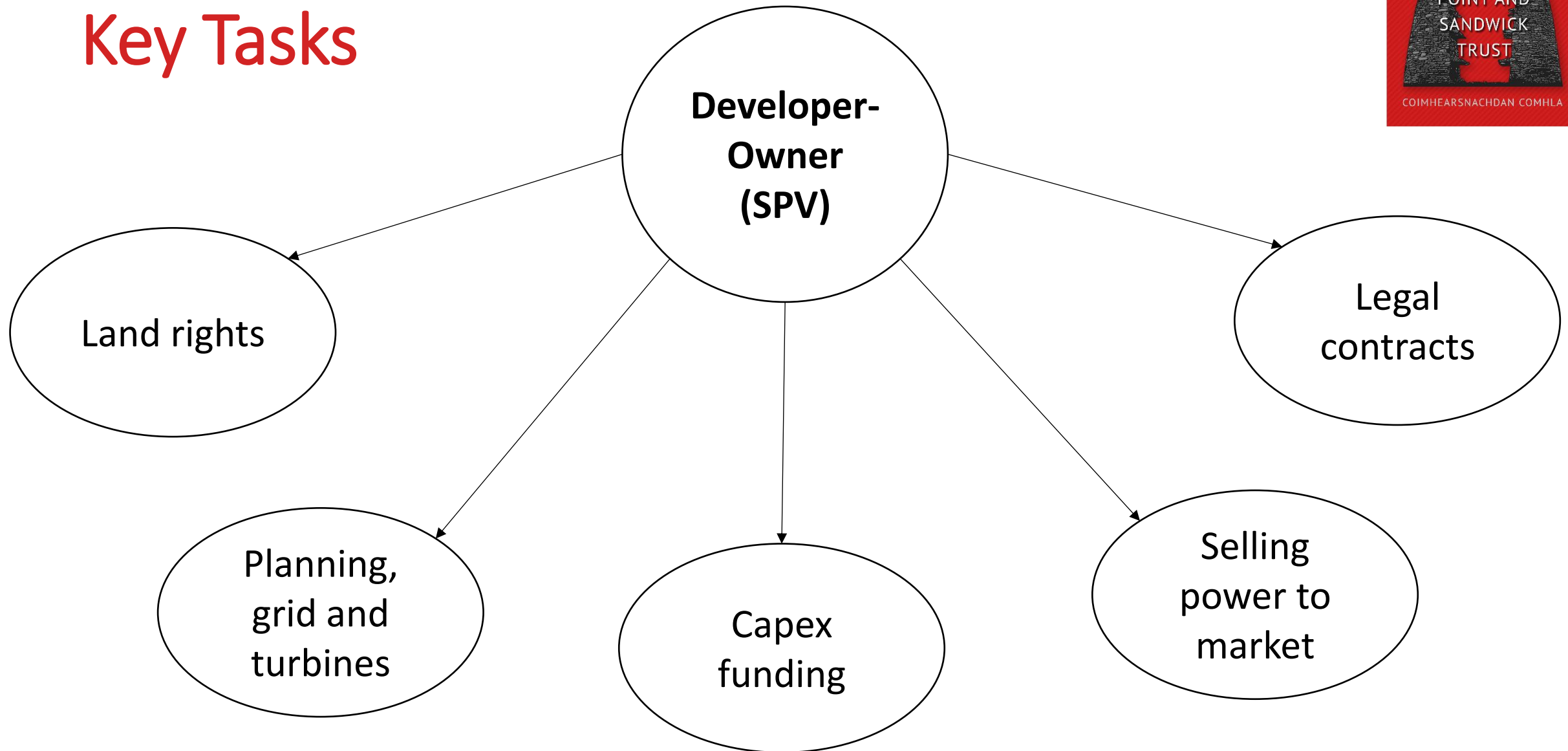
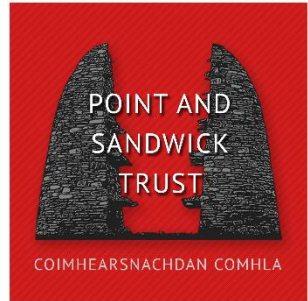
539MW installed



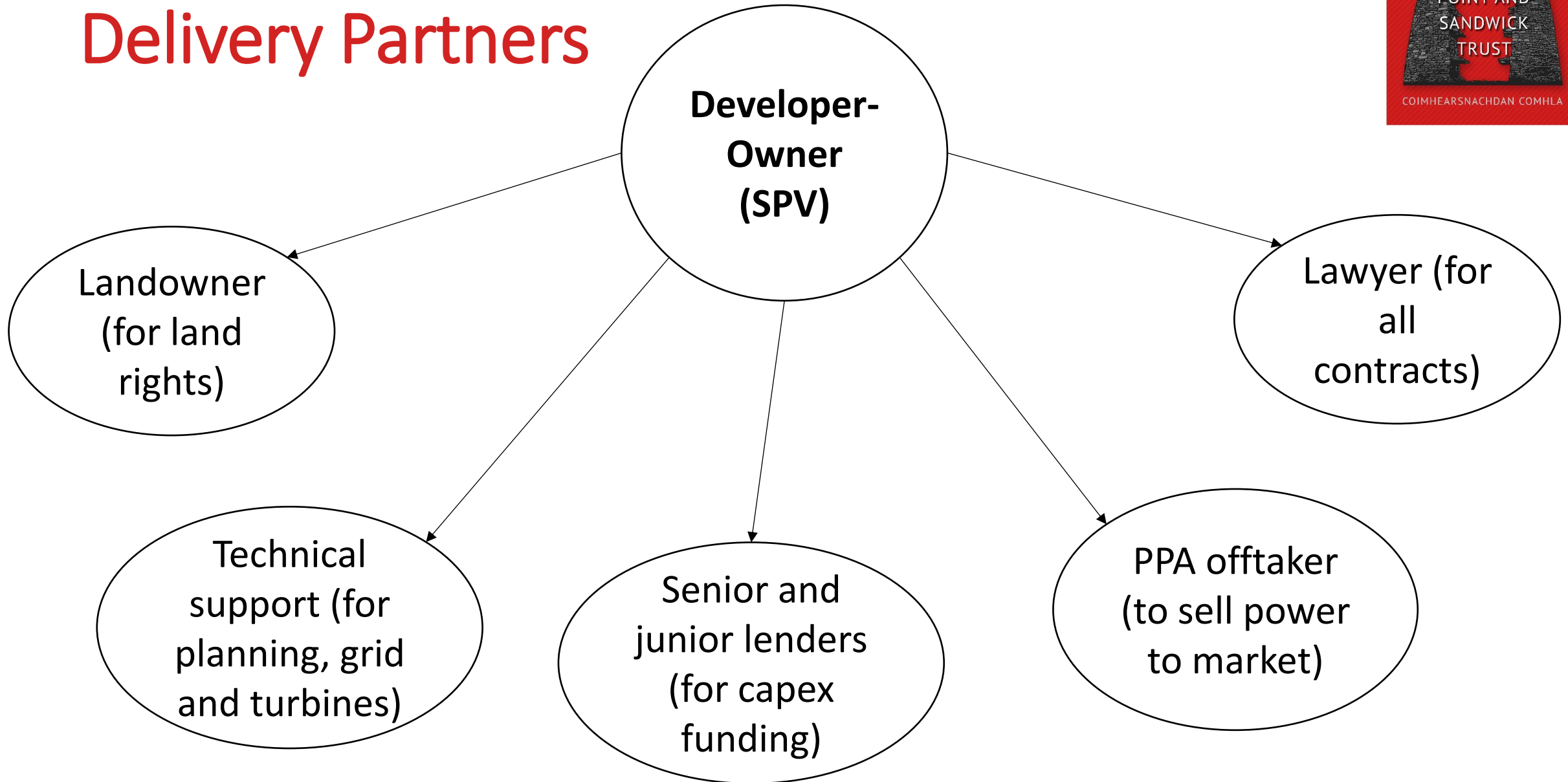
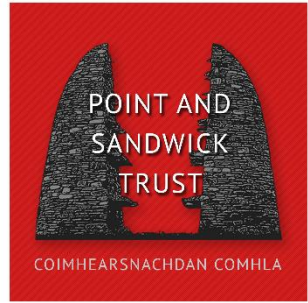
Community Benefit over  
10 yrs = £9 Million



# Key Tasks

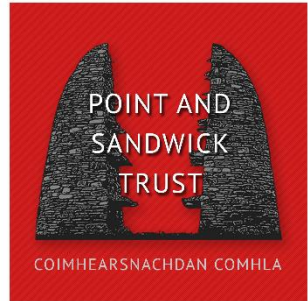


# Delivery Partners



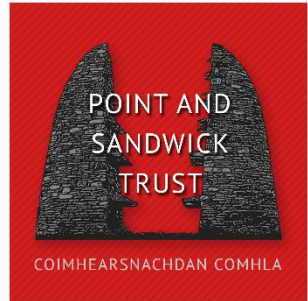


# Governance: Charity + Limited Company



- Community-owned charity with 500 members.
  - Members elect 5 members of the board, plus 2 representatives from community councils and 2 representatives from community grazings committee.
  - Charity is also a company limited by guarantee.
- The wind farm company is wholly owned by the charity which appoints its board. Articles & Memorandum of company requires all profit to be remitted to the charity.
  - This means the company can engage in commercial contracts and activities, and borrow large capex funding - via SPV so NO risk to charity assets or members

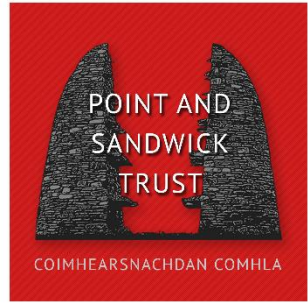
# Key Governance Advantages



- Banks require each wind farm to be owned by an SPV (Special Purpose Vehicle).
- A charity-owned limited company can be treated as an SPV which:
  - Gives the banks step-in rights over the wind farm if it fails to repay its loans.
  - Protects the holding charity's assets and income from any loss if the wind farm is taken over by the banks.
  - Means the banks act as unpaid financial advisors, overseeing and checking all company transactions while their loans are outstanding, and overseeing all funding decisions by the company.
  - Ensures 100% community-ownership with all profits going back into the community.



# Thank you for listening



# Q&A

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Energy Learning Network  

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Rhwydwaith Addysg Ynni



# And finally...

- Thank you for your time today.
- We will make the recording of today available.
- For more on ELN, please do consider signing up to the newsletter of either Community Energy England, Scotland or Wales depending on where you are based:
  - <https://communityenergyengland.org/pages/newsletter>
  - <https://communityenergy.wales/news>
  - [News Blog - Community Energy Scotland](#)
- More information about ELN here: [Energy Learning Network - Ashden](#)

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