



Scottish
Co-operative
Discovery
Centre Ltd

West Calder
CO-OPERATIVE SOCIETY, LIMITED.

PROGRAMME

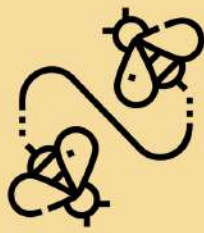
or

Opening of New
Central Bakery

WEST CALDER

Business Plan
December 2023

Inspiring Co-operation for a better future



Scottish
Co-operative
Discovery
Centre Ltd

**An invitation to invest in the Scottish Co-operative Discovery Centre:
a community-owned celebration of the co-operative movement.**

Dear Co-operative Supporter

This document is an invitation to back the development of The Scottish Co-operative Discovery Centre - an innovative, interactive heritage attraction which will tell the story of the Scottish co-operative movement in a modern and exciting way. The centre will be fully accessible to all and groundbreaking in its approach.

The centre will be located in the village of West Calder (near Edinburgh), where there is a proud history of involvement in the co-operative movement. It will be housed in the Old Co-operative Bakery Building built in 1909. The building, which is now derelict, will be redeveloped and regenerated to provide a place to explore the history in a fun hands-on way.

The story of the Scottish co-operative movement is an important but increasingly neglected part of Scottish working-class history. We want to provide a place to explore and celebrate that story and bring together a nationally important co-operative collection, whilst also providing a heritage attraction that will be a great place to visit as a family.

This is an ambitious project which will not only generate jobs but also bring people, trade and over £6 million investment into our village. Benefiting not only West Calder but the wider West Lothian area. The centre will also provide a space for meeting, exhibitions and events that can be used by our community.

By investing in the Scottish Co-operative Discovery Centre Limited, the community benefit society that will operate the centre, you will be investing in a community-owned and run business that has regeneration and inclusivity at its heart. Crucially, the support of hundreds of people investing thousands of pounds will demonstrate the desire for this project and so be likelier to attract the grant funding we need to make it happen. That money will not only be a tangible testimony of public backing, but will also provide us both with a cushion which can smooth over any potential bumps on the road as we get ready to open the centre, and then once open, will give us the working capital we need to help us manage the first few months and years as we find our feet.

Inspiring co-operation for a better future.

Buy from £250 of shares for you, a loved one or your organisation.

Be part of local and national history and help make this happen.

The SCDC Ltd Board

www.westcalder.org/community-share-issue

Our Community Share Offer

Community Share Offer Summary

Optimum target: £250,000

Minimum target: £150,000

Maximum target: £350,000

Minimum investment for those from West Calder & Harburn: £10

Minimum investment for those from beyond and organisations: £250

Maximum investment: £25,000 (or 10% of total capital whichever is lower)

We hope to be able to offer interest and share withdrawals if the financial position allows after five years of trading. Neither are shown on financial projections at this stage.

Share Offer opening date: 13th December 2023

Share Offer closing date: 31st March 2024

www.westcalder.org/community-share-issue

Community Shares Standard Mark

The Community Shares Standard Mark is awarded by the Community Shares Unit to 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 purposely 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.

In Scotland this supportive work is undertaken by Community Shares Scotland, which is funded by the Scottish Government, Acorns 2 Trees and the National Lottery Community Fund, to help promote the use of community shares. For more information about community shares, the Community Shares Standard Mark and the Community Shares Unit go to: communityshares.org.uk

Risk Warning

We must remind you that community shares, like all such investments, may be at risk. You could lose some or all of the money you subscribe, even though the Society is registered with the Financial Conduct Authority. 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. This community share offer closes on 31st December 2023. However, if our minimum target has not been achieved by that date, the management committee reserves the right to extend the share offer.

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"The Discovery Centre is a fantastic example of an ambitious community-developed social enterprise. With the focus on changing the nature of Scotland's economy to one that is rooted locally and is based on wellbeing as well as economic drivers, the Discovery Centre will be front and centre of where social enterprise, and the Scottish economy needs to be over the next generation".

**Douglas Westwater, Chair,
Social Enterprise Scotland**

"The Discovery Centre will have a huge positive impact both locally in the community and nationally for the co-operative movement. It embodies the values of co-operation and it is exciting to see it take shape."

**Kirsteen Sullivan,
Deputy Leader
West Lothian Council**



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Our Project



"Greencity Wholefoods fully supports the creation of The Scottish Co-operative Discovery Centre. This will be an invaluable asset in understanding the unique history of co-ops, and the values they represent, and how they have helped shape a fairer society in Scotland. Learning of the struggles for greater equity and democracy and how they were achieved, will help inspire generations of future co-operators."

**Scott Erwin
Greencity Wholefoods
Workers Co-op**



The Scottish Co-operative Discovery Centre

Inspiring co-operation for a better future

The Scottish Co-operative Discovery Centre is being developed in the village of West Calder (near Edinburgh) where there is a strong local co-operative history. It will be a new national attraction with deep local roots housed in the now derelict Old Co-operative Bakery Building built in 1909. More than £4m towards the cost of redevelopment has already been raised from funders, who are as excited as we are about its potential to act as a showcase for the history, present and future potential for the co-operative movement.

A hands-on, experiential AND FUN Discovery & Learning Centre based around Co-operative Heritage

- An inspirational co-operative learning and training resource
- A nationally recognised heritage attraction
- The home of a Scottish Co-operative Collection
- A café, shop and work experience kitchen
- Community, events and activities space with catering
- A hub for wellbeing support with key partners



A celebration of the co-operative movement past, present, and future: visitors will be able to see and understand not just the past successes of the co-operative movement but its continued relevance today.

Creating a sustainable, community-owned, social enterprise in a co-operative model of inclusive ownership.

Promoting and teaching about value driven enterprise models in the centre, in schools and in colleges.



Exploring practical responses to current local and global challenges, such as climate change and economic adversity.



Exploring practical responses to current local and global challenges, such as climate change and economic adversity.

Renovating a landmark building to provide facilities, services, opportunities, and jobs.



Inclusive access at the heart of the design



Driving local economic and community development inclusively and co-operatively – co-operators were the original Community Wealth Builders.

Our Co-operative Values



Co-operative heritage resonates deeply within the ex-mining communities of West Lothian and is echoed nationally. "The Co-op" is intrinsic to cultural and economic memory. The strength of feeling about the values and principles of co-operation has driven this project. Co-operative values sit at the heart of every aspect of this project and how we will deliver it as a celebration of collective response to hardship, then and now.

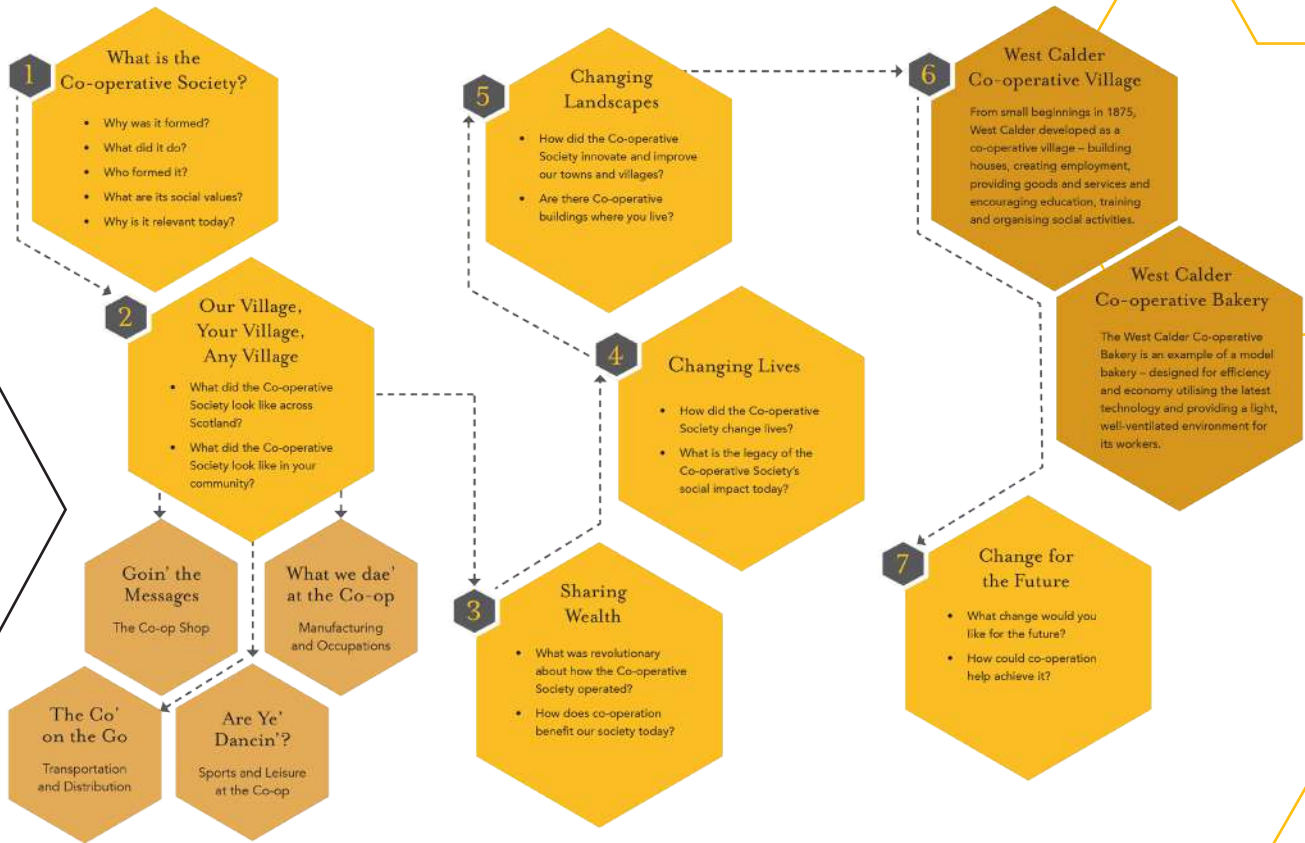
"The Discovery Centre is a great development that links the local with the national – and beyond. It will be a fantastic resource for the community and promote and celebrate such an important part of our national history as well. My Gran worked in the building when it was a co-op bakery and I know first-hand the importance of the co-op to families and communities across Scotland."

**Angela Constance MSP,
Cabinet Secretary for
Justice and Home Affairs**

"The Scottish Co-operative Discovery Centre will make co-operatives more visible and accessible in the context of young people growing up with less and less awareness of the power of community led co-operative action to improve people's housing and work."

**Amrou Motawa of Edinburgh
Student Housing Co-operative.**

The Themes



Why West Calder and the Bakery Building

West Calder Co-operative Society was a strong regional society founded in 1875 by a group of local miners. As the Society grew and prospered with many branches, the members voted in 1908 to erect a new combined central bakery and power plant which would provide enhanced capacity and economies of scale. The design was by William Baillie, a renowned architect practicing in Glasgow, and was a state-of-the-art mechanised bakery incorporating all the most modern advances. The structure is a good example of the Edwardian trend of using elegant details to make industrial buildings aesthetically pleasing without hiding their utilitarian nature. Even in its current condition, the building still reveals Baillie's skill.

An iconic building - significant and important regionally and nationally - with a scale that demonstrates how important the West Calder Society was. It was a great example of how co-operation could succeed, and the society went on to become part of Scotmid Co-op. When it ceased to operate as a bakery, the building became West Calder Workspace which was one of Scotland's pioneering early community-owned social enterprises. It will be renovated thoughtfully to provide a modern, sustainable and functional space that celebrates this embodied story of local economic empowerment.



The Organisations, Structures and People



**"The Discovery Centre
will really put West Calder
on the map.
It is a huge achievement by the
local community and I am proud to
support it."**

**Craig Meek
Local Councillor
for West Lothian**



The Organisations, Structures & People

West Calder & Harburn Community Development Trust

West Calder & Harburn Community Development Trust Ltd (WCHCDT) is the locally owned charitable company that has been the driving force on this project to date – it has led on the Discovery Centre project inception plus the capital renovation and redevelopment of the Old Bakery building.

WCHCDT is entirely locally run with a strong volunteer board and 100 community members. They also deliver a wide range of other initiatives for the local community, including a community woods and garden, a community café, a wellbeing project, environmental projects and a range of community events.

WCHCDT is raising around £6m for the main capital redevelopment and will retain ownership of the building.

Scottish Co-operative Discovery Centre Limited.

The Scottish Co-operative Discovery Centre Ltd (SCDC) is the organisation that will run the Discovery Centre when the main building work, led by WCHCDT, is complete. WCHCDT will remain the building owner and SCDC Ltd will officially lease the building from them (probably for a period of 25 years) to run the Discovery Centre business.

The Scottish Co-operative Discovery Centre Ltd is a Community Benefit Society (CBS) registered on 15th May 2023 with the Financial Conduct Authority (registration number 9069). As such it must act for the benefit of the wider community rather than any private interests.

It is a democratic, membership-led organisation. To become a member of the society, an individual or organisation applies for one or more Contributor Shares issued by the society. Given that the values and principles of co-operation lie at the heart of the discovery centre, it was very important to us to use an inclusive ownership model. We are proud to lead by direct and practical example with our choice of governance structure.

Local community control of SCDC is important to us. Local residents (those with postcodes within the area of West Calder and Harburn Community Council) must at all times make up the majority of:

- our total membership
- our society's board
- our member meeting attendees

Additionally, only local residents may vote in relation to certain key resolutions – for example the conversion of the society into another type of legal entity.

We have developed our Society Rules (which act as our Constitution) from standard templates for Community Benefit Societies and have received guidance and support from Community Shares Scotland. Our Rules and other supporting documents are available on our website www.westcalder.org/scottish-co-operative-discovery-centre



"Our community has developed the Discovery Centre to deliver important, local priorities - from and for the community. This project has huge support and the Community Council are delighted to see it take shape."

**Joan O'Donnell Chair,
West Calder & Harburn**

Working together

WCHCDT and SCDC_Ltd are legally separate organisations with their own Boards. However, given the essential partner role WCHCDT plays in the project, it is important to ensure that both organisations are working to the same agenda. Therefore, WCHCDT:

- has up to 5 reserved seats on the Scottish Co-operative Discovery Centre Limited's board (although it cannot have a majority of board members)
- holds a unique 'Community Anchor Share' and has the ability to block changes that would fundamentally alter the nature of the Society
- will be the recipient of surplus profits from SCDC Ltd and will use these to further its charitable objects to benefit the community.

The success of the Discovery Centre will rely on a positive relationship between the two organisations and they are mutually committed to its aims and objectives. The structure designed allows for a balance of independence and local control while bringing in the new expertise needed to operate the centre.

WCHCDT led on the incorporation of SCDC Ltd and as such its founding directors are also trustees of WCHCDT. Over the next year new members will be invited to join the board and bring skills and experience including from the wider co-operative movement. At the first AGM a new board will be elected according to the structures set out above. The SCDC board will have a direct voice in the project development and in managing the transition phase.

We acknowledge that the transition phase from WCHCDT to SCDC Ltd is not without risk of tension but believe that all possible mitigations have been put in place.



Meet the current SCDC board

Stephanie Gibbs

A qualified actuary who lives in West Calder with her family. Steph is also treasurer for WCHCDT and active in management of our Community Garden and the Parents Association at the local primary school.



Willy Findlay (Chair)

A retired senior executive in engineering. Born and brought up in West Calder and living in West Lothian. He is also Vice Chair of WCHCDT, a key member of the SCDC Project Development Group and mentors developing businesses.



Norman Lannigan (Treasurer)

Retired Chief Pharmacist in NHS Greater Glasgow and Clyde who lives in West Calder. Norman is also a trustee of a local community woodland and the Lyme Resource Centre as well as being a Listening Friend.



Dorry McLaughlin

Chief Executive of Scottish Autism who lives locally. Dorry has been a board member of several charities including Age Scotland, was Chief Executive of Viewpoint Housing Association and also sits on the SCDC Project Development Group.



Gavin Henderson

A Deputy Director General with The Scottish Government who lives in West Calder with his young family. Gavin has been Chair of WCHCDT for five years and has extensive experience on charity boards.



Sarah Hopper

Managing Director of a renewable energy business based in South Lanarkshire and a qualified solicitor who lives in West Calder with her family. Sarah practiced commercial law in Edinburgh before moving to the area.



Remember, by becoming a member you could also support the business by standing to join the board.

The Share Issue: Investment information



The Share Issue: Investment information

How will your investment and membership help achieve our vision?

By becoming a member and investing you will support the aims of The Scottish Co-operative Discovery Centre by:

- Embedding co-operative principles and structures in from the start
- Creating and supporting an appropriate governance and management structure to take on the centre
- Crucially, showing other funders and supporters that the local and co-operative communities are behind this project and giving them confidence to support us
- Raising critical additional funds. As there is still some time before the main capital works are completed, we have not finalised what the share capital raised by SCDC Ltd in this share offer will be used towards. However we predict that it is likely to be a mix of final specialist fit-out and working capital. The SCDC Ltd board will make that decision during the next development period but we do know that every pound we raise **NOW** towards the overall project vision brings it one step closer.

NB: it should be noted that SCDC Ltd will NOT own the asset.

What are community shares?

Community shares are an equity investment in a community benefit society. They are withdrawable and non-transferable. Put simply, this means that they are a way for community enterprises to raise money. They are a form of investment crowdfunding. Individuals and organisations who support the aims of the Scottish Co-operative Discovery Centre Limited are invited to invest in our business. In return they will become members of the Society plus have the potential to receive interest and to receive their money back once the enterprise is thriving.

Benefits and details of investment – a summary

- By investing you will become a Member of the Scottish Co-operative Discovery Centre Limited. This means that you have the right to participate and vote at member meetings and Annual General Meetings. You will therefore be able to influence the direction of the business and contribute to its success. Each Member will have one vote, regardless of the size of their investment.

- We have applied for Advance Assurance from HMRC to confirm that investment in this share offer will be eligible for Seed Enterprise Investment Scheme income tax relief and believe we will qualify. If confirmed, people investing more than £1,000 will be able to claim 50% of their investment amount as income tax relief (and if they use a capital gain to make the investment, can get 50% reduction in Capital Gains Tax, too). We are happy to discuss this further with potential investors.
- Regular updates on how your support is helping achieve the aims of the centre
- You or your organisation's name on display in the building.
- A personalised share certificate.
- Members of the Scottish Co-operative Discovery Centre Limited are eligible to stand for election as a volunteer Director of the Society. You are also able to vote in the Director elections at each AGM.

We will encourage all members to volunteer their skills to help the business. We have a number of roles already imagined from tour guides to archivist which will help keep costs down and bring new ideas. Part of the fun and strength of a community led business is active member engagement – either in a short-term or long-term capacity. You can directly and positively impact the Scottish Co-operative Discovery Centre.



Investment details and FAQs

Who can invest?

Anyone over the age of 16 can invest as can incorporated organisations; but there are certain restrictions. At least 51% of members must be resident in the defined local community of West Calder & Harburn (Community Members) and should the share offer not meet this criterion, then the board may not be able to accept some non-resident investments. This will be done based on investment size. Incorporated organisations can also invest, with a minimum investment of £250 (see also below).

Can I buy shares as a gift?

Yes. If that person is over the age of 16, just fill out the necessary section of the online or paper Share Purchase Form. Note though that gift recipients will only become members when they have also accepted the membership terms.

Can I donate?

Yes, you can, and we'd be delighted. If you contact us at scdc@westcalder.org we can arrange to receive a donation. Thank you.

Investment limits

The minimum investment by people from West Calder & Harburn is £10; and the minimum for those living elsewhere or for organisations is £250 (although donations would be gratefully received). The maximum investment is £25,000 (or 10% of share capital whichever is lower).

Organisational purchases of shares

Incorporated organisations (for example charities and companies) may invest but must nominate a named individual to speak and act for them in the Society.

If the Society becomes insolvent

Our Society has an asset lock, so that in the event of insolvency or winding-up, the proceeds from the sale of assets and our cash would first pay off all our creditors. Any leftover funds would then be used to pay back shareholders' investments on a pro-rata basis. If there is any surplus after returning funds to creditors and investors, this would be gifted to WCHCDT for community benefit.

Remember that the building will always be owned by WCHCDT for the community and only leased to the society, so the society will not be able to realise any cash from its lease to operate the building. Note also that shareholder personal liability is restricted only to the value of your shares. Nothing beyond that is ever at risk.

What if we can't begin trading because the project doesn't move forward?

If the Directors consider that the society isn't able to deliver the business plan and operate the centre, it will move to dissolve itself and return as much of its remaining cash as possible back to investors.

What if we need more money?

If we need more cash than we can secure from various grant funders, we would re-open the share issue to new investors to raise the extra funds needed and plan to offer investors in this share issue a higher rate of interest if possible to recognise their support during this riskier early stage.

Can I sell my shares?

No. Unlike shares in most (limited) companies, community shares cannot be sold, traded or transferred between Members. However, the value of the shares of a deceased shareholder may be transferred to another person in accordance with their wishes.

Will my shares increase in value?

No. Community shares do not increase in value. However, they could lose some or all of their value. Remember, community shares are primarily designed to support the initiative for the good of the community.

Interest on shares and share withdrawal

It is our aspiration to be able to offer interest on your investment once the centre has opened and we are trading profitably (which we hope will be by 2030-31), but the board will make a final decision on that in due course, and what level of interest it would be.

Because we will be running losses in those first few years (which we will underwrite using the share capital) we will not be in a position to return investments to you until we have made enough in surpluses to wipe out those losses, which will not be until we have been trading profitably for several years, into the mid 2030s.

How to invest

Becoming a Member Shareholder is simple. The easiest way is to complete the online form at

www.westcalder.org/community-share-issue



Paper or PDF copies of forms are available. Please email scdc@westcalder.org or download from www.westcalder.org/community-share-issue

You can pay by cheque or online transfer and the team are happy to guide and help on the email above. We welcome investments from overseas, but all transfers of funds must be made in sterling.

The Business Plan



The Business Plan

The Scottish Co-operative Discovery and Activity Centre will offer:

- A ticketed interactive heritage attraction with an inclusive, hands-on approach.
- A permanent base for local charity partners.

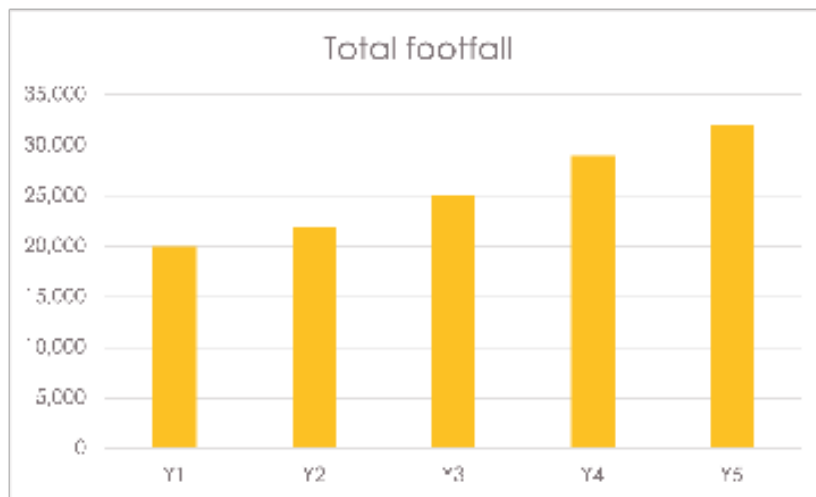
And will be supported by three enterprise strands:

- 'Opportunity Kitchen', a work experience kitchen supplying the Discovery Centre Café, evening Bistro and catered events.
- A gift shop and marketplace showcasing local businesses, Opportunity Kitchen products and crafts linked to the museum and co-op movement and from our local Community Woods & Garden.
- Meeting, activity, exhibition and event space available to hire outside main opening hours.

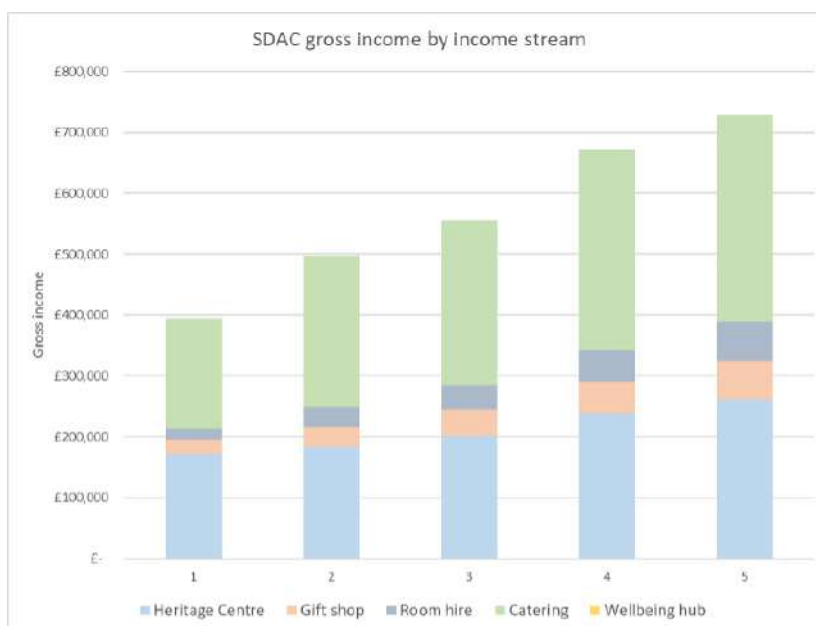
Skills development and training will underpin all other activities. Working with local schools, college, the co-operative movement, businesses and other partners, we will offer a range of formal and informal opportunities from volunteering through to curriculum-based sessions and formal apprenticeships and qualifications.

Footfall and Income

The Centre will open year-round, 5 days a week. We have based our projected visitor footfall on an analysis of comparable attractions across West Lothian and the central belt of Scotland, and comparable sites focusing on industrial and co-operative history.



Discovery Centre entrance fees will be the largest income stream initially, but additional income will come from other enterprise activities.



Marketing the Scottish Co-operative Discovery and Activity Centre

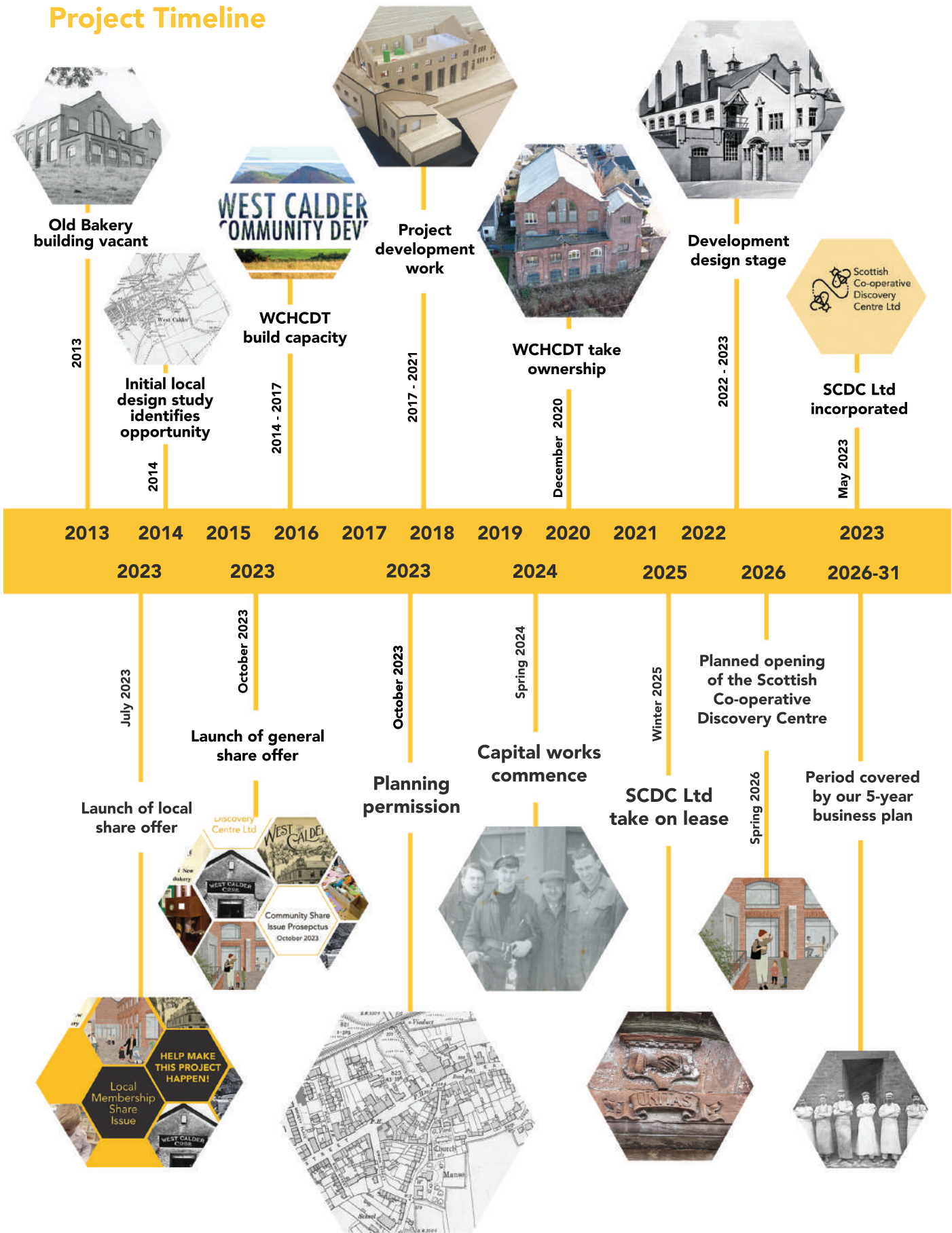
Marketing the centre will be key to its success and our full business plan contains a detailed and costed marketing plan for the pre-launch and launch periods and a budget for ongoing marketing activity during our first five years. A mix of social media, print, radio and outdoor advertising has been planned.

Marketing activities are designed to reach key audiences for the project and to be participatory, inclusive and accessible, reflecting our project values.

Visitor attractions can be sensitive to changes in footfall and levels of interest but we believe that we have adequately modelled in the risks kept projections conservative and based on strong market research. Please see the full business plan for further information (which can be downloaded at www.westcalder.org/community-share-issue)



Project Timeline



The Financials



The Financials

Capital Requirements

WCHCDT are developing the building to house the SCDC. The total projected capital requirement to fund this is £6,300,000. With substantial commitments from the National Lottery Heritage Fund and The Scottish Government among others, WCHCDT expects to have enough of this secured by early 2024 to enable major building works to commence later in the year. This money is being raised by WCHCDT who will expend it developing the building ready for SCDC Ltd to take on the lease in late 2025 and open the Discovery Centre in early 2026.

Source of capital - WCHCDT	Target
National Lottery Heritage Fund	£1,930,000
Scottish & Local Government: RCGF & Place-Based Investment Programme	£2,300,000
UK Government: Community Ownership Fund	£550,000
Historic Environment Scotland	£500,000
Private and corporate donations, including large co-operative organisations and crowdfunding	£70,000
WCHCDT own funds over five years	£450,000
Charitable funders & Trusts	£200,000
Landfill and SEPA Trusts	£220,000
CARES funding for energy efficiency in community buildings	£80,000
Total	£6,300,000

Community Share Capital

As there is still some time before the main capital works are completed, we have not finalised what the share capital raised by SCDC Ltd in this share offer will be used towards. However we predict that it is likely to be a mix of final specialist fit-out and working capital. The SCDC Ltd board will make that decision during the next development period **but we do know that every pound towards the overall project vision brings it one step closer.**

Summarised 5-year Financial Projections

Our 5-year financial projections are again based on achieving our optimum community share offer target. For more detail on our profit and loss, cash flow and balance sheet projections please see the full business plan and financial projections available to download www.westcalder.org???

Overall, our projections show that the Discovery centre will be able to retain liquidity and generate a surplus by year 5 of operations.

Cash flow projection

Cash flow projection

	2023/ 24	2024/ 25	2025/ 26	2026/ 27	2027/ 28	2028/ 29	2029/ 30
Year	Pre- launch	Pre- launch	1	2	3	4	5
Income							
Share Issue	£ 250,000	£ -	£ -	£ -	£ -	£ -	£ 5,000
Grants	£ -	£ -	£ 163,766	£ 145,656	£ 122,240	£ 94,845	£ 108,087
Trading operating profit	£ -	-£ 7,212	£ 323,144	£ 399,454	£ 448,415	£ 548,065	£ 595,976
Total income	£ 250,000	-£ 7,212	£ 486,910	£ 545,110	£ 570,655	£ 642,910	£ 709,063
Total expenditure	£ -	£ -	£ 509,029	£ 562,485	£ 596,365	£ 652,877	£ 687,352
Capital Expenditure		£ 100,000					
Net cash surplus (deficit)	£ 250,000	-£ 107,212	-£ 22,119	-£ 17,376	-£ 25,709	-£ 9,967	£ 21,711
Opening bank balance	0	£ 250,000	£ 142,788	£ 120,669	£ 103,294	£ 77,584	£ 67,618
Closing bank balance	£ 250,000	£ 142,788	£ 120,669	£ 103,294	£ 77,584	£ 67,618	£ 89,328

Profit & Loss Projection

	2023/24	2024/25	2025/26	2026/27	2027/28	2028/29	2029/30
Year	Pre- launch	Pre- launch	1	2	3	4	5
Income							
Grants	£ -	£ -	£ 163,766	£ 145,656	£ 122,240	£ 94,845	£ 108,087
Trading operating profit	£ -	£ -	£ 326,926	£ 404,350	£ 453,301	£ 548,913	£ 595,452
Total income	£ -	£ -	£ 490,692	£ 550,006	£ 575,541	£ 643,758	£ 703,539
Total expenditure	£ -	£ 10,000	£ 519,029	£ 572,485	£ 606,365	£ 662,877	£ 697,352
Operating profit after interest & depreciation	£ -	-£ 10,000	-£ 28,337	-£ 22,480	-£ 30,823	-£ 19,119	£ 6,187
Accumulated profit/loss brought fwd.		£ -	-£ 10,000	-£ 38,337	-£ 60,816	-£ 91,640	-£ 110,758
Accumulated profit/loss carried fwd.		-£ 10,000	-£ 38,337	-£ 60,816	-£ 91,640	-£ 110,758	-£ 104,572

Risks

We have considered a wide range of risks to the project on multiple levels across development, capital works and operation. This risk register can be found in full appended to the Business Plan available to download at www.westcalder.org/scottish-co-operative-discovery-centre/community-share-issue