

**NOTICE of SPECIAL MEETING OF CONGREGANTS**  
**of NORTH WESTERN REFORM SYNAGOGUE**  
**Monday 2 March 2020 at Alyth at 8:00pm**

---

Our building was last refurbished over 18 years ago and is now in need of significant repair and renewal. The disintegrating fabric of the building is preventing us from fully utilising our spaces, and we cannot comfortably and safely meet the ever increasing and diverse needs of our 3,500 members.

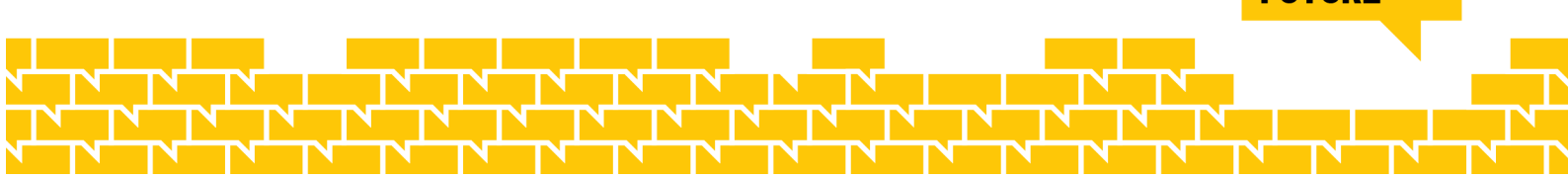
Following agreement at the AGM in 2016, preparatory work to formalise designs and costs for a proposed development were carried out. In November 2019, the Trustees reviewed a proposed scheme and related costs, and considered a range of options for a project that will enable us to address the pressing need to repair and renew our building up to a budget of £6million.

Alongside this preparatory work, a concerted fundraising effort has so far raised £2.3million in pledged funding for the building redevelopment project. It has always been our intention to continue to raise the money required from ongoing fundraising within the community, which we know will take some time. However, the needed rebuild of the south wing of the building and the essential repairs and replacement of the roof, plumbing, heating system and windows cannot wait any longer.

This Special Meeting of Congregants has been called to enable us to decide together about the future of our building and our community. At the meeting, the Trustees will present the options that have been considered and the risks associated with alternative options. The Trustees will recommend that we, like other synagogues in our situation, take a loan to enable ambitious building work to take place. This will enable us to begin the building work in Summer 2020, within the 3-year time limit of our planning permission, thereby addressing the pressing challenges of repairs and renewal.

***The Trustees recommend that the following resolution be considered by the Congregants at a Special General Meeting to be held in accordance with the Articles of Association and Rules of NWRS:***

*It is resolved that the Congregants consent that the Trustee Board be authorised to borrow an amount not exceeding £3.5m and mortgage the property as security therefore, substantially on the indicative terms offered to them by a reputable lender, familiar with the Charity sector, as set out in the table below.*



The table below sets out the indicative terms of loans being offered by Charity Bank and CAF Bank, with whom we are speaking.

	<b>Indicative Terms</b>
<b>Loan Amount</b>	Up to £3.5million
<b>Term &amp; Repayment</b>	By way of capital and interest scheduled over a maximum 25 year period, with a 10 year break clause Up to the first 24 months may be by way of interest only payments Early repayment is allowed in full or in part – see fees below
<b>Interest Rate – initial indication</b>	3% p.a during any interest only period From 2.19% to 3% p.a above Bank of England Base Rate during capital and interest repayment period
<b>Fees</b>	Arrangement fee of 1% Non-Utilisation fee of between 0.25% and 1% Early repayment fee of up 2% in years 1 and 2 and thereafter, 0%
<b>Financial Covenants</b>	Loan to Value (LTV) to be maintained at a minimum of 60% for the value of the land and buildings offered as security To maintain a Debt Service Cover Ratio of 1:1 tested on an annual basis
<b>Security</b>	First fixed charges over land and buildings of NWRS
<b>Valuation of NWRS:</b> Bruton Knowles	Market Value: £7,250 000 Gross Development Value: £9,000 000

Any resolution requiring a vote at a general meeting, requires that Alyth members (the Congregants) are present in person to vote, and that in order for it to be passed, a simple majority is required.

The Trustees recognise that a substantial amount of information is required to ensure that any decision is informed. Your presence at the meeting is therefore even more important. At the meeting on 2 March, there will be a presentation that will include details of the loan and repayment options for the community; an analysis of the risks and an in-depth look at the issues of use of the building and the structure itself

Please make every effort to be at the meeting to decide together about the future of Alyth.  
We look forward to seeing you at the meeting on Monday 2 March 2020 at Alyth at 8:00pm.



Russell Baum - Chair  
on behalf of the Alyth Trustee Board  
February 2020