

Co-operative and Community Benefit Societies Act 2014

Acknowledgement of registration of a rule amendment

This document acknowledges the registration of the amendment of the attached rules under Co-operative and Community Benefit Societies Act 2014 for:

Society: Stonewall Housing Association Limited

Registration number: 24277 R

Date: **12 May 2021**



**Schedule of partial amendment of rules of
Stonewall Housing Association Limited
Register number: 24277R**

Rule C12 be deleted in its entirety and replaced with the following:

"C12

C12.1 Before any General Meeting can start its business there must be a quorum present. A quorum is four Shareholders. As part of the quorum at least two Shareholders must be present in person."

C12.2 For the purposes of rules C12.1 and these rules, a shareholder shall be deemed to be present in person (whether or not all attendees are assembled in one place) if they are either:

C12.2.1 present physically at the place of the meeting; or

C12.2.2 they are present through any medium which permits those attending to be able to hear, comment and vote on any resolutions being considered by shareholders at the relevant general meeting (including by way of telephone or video conferencing or such other means as may be authorised by the board from time to time)."

Rule D2.1 be deleted in its entirety and replaced with the following:

"D2.1 The Board shall consist of between four and twelve Board Members (including co-optees) as may be determined by the Board."

Rule D8 be deleted in its entirety and replaced with the following:

"D8 Four Board Members shall form a quorum. The Board may determine a higher number or impose additional requirements."


Rule G1 be deleted in its entirety and replaced with the following:

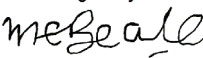
"The Association's registered office is: Stonewall Housing, Coppergate House, 10 Whites Row, London, E1 7NF."


Signed by three Shareholders and the Secretary:

DocuSigned by: Helen Randall 19/04/2021

DFA15F25DF92445... ..Shareholder

DocuSigned by: David Marsden 18/04/2021

2C52C0359661438... ..Shareholder

DocuSigned by: Mark Beale 19/04/2021

7A7AB1614B31442... ..Shareholder

DocuSigned by: Steven McIntyre 16/04/2021

539111478AFD4A4... ..Secretary



Partial amendment of rules

Section 1 – About this form

Use this form to register a partial rule change for a society registered under the Co-operative and Community Benefit Societies Act 2014 (2014 Act) (except credit unions); or the Co-operative and Community Benefit Societies Act (Northern Ireland) 1969 (1969 Act). Partial amendments change, add to, or delete some rules from the existing registered rules. If your rule amendment involves the renumbering of rules, please apply for a complete amendment instead.

To register a partial amendment of rules we need:

- this completed form
- one signed copy of the proposed rule amendment (or two copies where not submitting electronically). The amendment should be worded as a direction to members, telling them exactly what they should do to make the necessary changes to their own copy of the rule book. Please see page 10 for an example.
- a marked up version of the rules tracking changes made to your existing rules
- a completed Statutory Declaration form.

This form, including any details provided on the form, will be made available to the public through the Mutuels Public Register <https://mutuals.fca.org.uk>.

Societies may find it helpful to read Chapter 3 of our guidance on our registration function under the 2014 Act before completing this form: <https://www.fca.org.uk/publication/finalised-guidance/fg15-12.pdf>

Section 2 – About this application

Society name	Stonewall Housing Association Limited
Register number	24277R

2.1 Who should we contact about this application?

Name	Robyn Asbury
Role	Trainee Solicitor
Email address	rasbury@trowers.com
Phone number	0161 838 2134

Section 3– Conditions for registration.

All societies are registered meeting one of two conditions for registration. These are that the society is either:

- a bona fide co-operative society ('co-operative society'); **or**
- conducting business for the benefit of the community ('community benefit society').

We must maintain arrangements that are designed to enable us to determine whether a society is complying with the 2014 Act. One way we do this is by requiring societies to complete the questions at either sections 3A or 3B of this form when submitting a rule amendment.

Please only answer one set of questions:

- section 3A for bona fide co-operatives; **or**
- section 3B for societies conducting their business for the benefit of the community.

If you are not sure which of these two conditions for registration applies to you, please read chapters 4 and 5 of our guidance:

<https://www.fca.org.uk/publication/finalised-guidance/fg15-12.pdf>

Section 3A – Co-operative societies

Complete this section if your society is a bona fide co-operative society.

3A.1 What is the business of the society? For example, do you provide housing, manufacture goods, develop IT systems, etc.

3A.2 Please describe the members' common economic, social and cultural needs and aspirations. In answering this question, please make sure it is clear what needs and aspirations members have in common.

3A.3 How does the society's business meet those needs and aspirations?

You have described the society's business answer to question 3A.1, and in question 3A.2 you have described the common needs and aspirations of members. Please now describe how that business meets those common needs and aspirations.

3A.4 How do members democratically control the society? For example, do the members elect a board at an annual general meeting; do all members collectively run the society.

3A.5 What does the society do with any surplus or profit? For instance, do you pay a dividend to members (and if so, on what basis); does money get reinvested in the business; put into reserves; used for some other purpose?

3A.6 Please state any close links which any of the directors has with any society, company or authority. 'Close links' includes any directorships or senior positions held by directors of the society in other organisations.

Please go to Section 4.

Section 3B – Community benefit societies

Complete this section if your society conducts its business for the benefit of the community.

3B.1 What is the business of the society? For example, do you provide social housing, run an amateur sports club etc.

The Association will carry on for the benefit of the community:

(a) the business of providing and managing housing and providing assistance to help house people and associated facilities, amenities and services for poor people or for the relief of aged, disabled (whether physically or mentally) or chronically sick people;

(b) any other charitable object that can be carried out from time to time by a registered society.

In particular, this includes providing assistance in relation to housing in order to help house members of the lesbian, gay, bi-sexual and transgender communities.

3B.2 Please describe the benefits to the community? Here we are looking to see *what* the benefits to the community are. Community can be said to be the community at large. For example, do you relieve poverty or homelessness through providing social housing.

The Association will benefit the community through relief of the poverty, the aged, disabled (whether mentally or physically) or chronically sick people by the provision of housing, including social housing, and associated facilities, amenities or services in pursuance of its charitable objects.

3B.3 Please describe how the society's business delivers these benefits? The business of the society must be conducted for the benefit of the community. Please describe *how* the society's business (as described in answer to question 3B.1) provides benefit to the community.

The society provides assistance to help members of the lesbian, gay, bisexual and transgender communities find safe housing which they would not otherwise be able to find on the open market. This allows people in need to secure appropriate accommodation where this might otherwise be unavailable and to receive services that relieve their needs. This increases the overall life chances of the beneficiaries of the society. These activities meet a clear need within the communities in which the society operates.

3B.4 Does the society work with a specific community, and if so, please describe it here? For instance, are the society's activities confined to a specific location; or to a specific group of people? Please note that in serving the needs of any defined community, the society should not inhibit the benefit to the community at large.

As mentioned above, the society provides assistance in relation to housing in order to help house members of the lesbian, gay, bi-sexual and transgender communities. This comprises of the provision of housing advice and other advice and services to members of the lesbian, gay, bi-sexual and transgender communities.

3B.5 What does the society do with any surplus or profit? For instance, do you donate the money; does money get reinvested in the business; put into reserves; used for some other purpose?

The society will reinvest any surplus or profit in furtherance of its charitable objects.

3B.6 Please state any significant commercial arrangements that the society has, or had, with any other organisation that could create, or be perceived as creating, a conflict of interest. Please tell us how you ensure that any such conflict of interest does not prevent the society from acting for the benefit of the community.

None

3B.7 Please state any close links which any of the directors has with any society, company or authority. 'Close links' includes any directorships or senior positions held by directors of the society in other organisations.

None

Please go to Section 4.

Section 4 – Completing this application

4.1 Please confirm the proposed rule amendment has been signed by 3 members and the secretary (4 signatures in total)

The rules contain the required signatures ☒

4.2 Please confirm which of the following you are submitting:

One electronic, scanned signed copy of the rules ☒

Or two signed paper copies of the rules ☐

4.3 Please confirm you have included a marked-up copy of the rules showing what changes the society is making to its existing rules.

A marked-up copy of the rules is enclosed ☒

Section 5 – Statutory Declaration


5.1 Please complete this statutory declaration

An officer of the society or credit union must complete this section:

Name	Steven McIntyre
Role	Chief Executive Officer

I do solemnly and sincerely declare that the amendment of the rules of the said society or credit union, a copy of which is attached marked 'X', complies with 1969 Act/2014 Act (as applicable) and has been duly made by the society in the manner provided in its rules for the making, altering or rescinding of rules.

I make this solemn declaration conscientiously believing it to be true, and by the provisions of the Statutory Declarations Act 1835.

Signature	<div>DocuSigned by:</div>  <div>539111478AFD4A4...</div>
Date	16/04/2021

This was declared before me, a:

Solicitor ☐

Commissioner for oaths ☐

Notary Public ☐

Justice of the Peace ☐

Name	
Declared at:	
Signature	
Date	

Section 6 – Submitting this form

Please submit a signed, scanned version of your application by email to:
mutual.societies@fca.org.uk

Or please submit by post to:

Mutual Societies
Financial Conduct Authority
12 Endeavour Square
London
E20 1JN

This form is available on the **Mutuals Society Portal**:
<https://societyportal.fca.org.uk>

Registered as a Limited Company in England and Wales No. 1920623. Registered office as above.