

R/IP/RA7
Form H



Financial Conduct Authority

25 The North Colonnade
Canary Wharf
London
E14 5HS

Tel: +44 (0)20 7066 1000
Fax: +44 (0)20 7066 1099
www.fca.org.uk

CO-OPERATIVE AND COMMUNITY BENEFIT SOCIETIES ACT 2014

Acknowledgement of registration of a rule amendment

The FCA today acknowledges the registration of the amendment of the attached rules under the Co-operative and Community Benefit Societies Act 2014 for:

Society name: **Meadow Blue Community Energy Limited**
Registration number: **7099**

Date: **14 October 2015**



Partial amendment of rules of
Meadow Blue Community Energy Ltd
Register number 7099

Rule 22

A new rule has been inserted at 22. The wording of the new rule is:

22. The Society may issue two classes of shares, Class A Shares and Class B Shares.
- (a) The different classes of share may pay different interest rates, as determined by the Board, from time to time and at such rate as may be determined by the Board, but not exceeding the minimum rate necessary in the opinion of the Board to obtain and retain the capital required to carry out the objects of the Society.
 - (b) All shares irrespective of their class or issue will have the same voting rights and all shares will be treated in the same way in the case of a reduction in share value under Rule 34. It shall not be possible to convert share classes. Shares shall not be redeemable.

Rules 23 (formerly rule 22)

Rule 22 becomes rule 23. 'Class A' has been inserted before each reference to share, shares or shareholding in this rule.

Rule 24 (formerly rule 23)

Rule 23 becomes rule 24. 'Class A' has been inserted before the first appearance of the word 'shares' in line one and before the word 'shareholding' in lines 2 and 3.

The words 'the value of their shares' on line 5 shall be replaced by 'The nominal value of their Class A shares'.

Rule 25 (formerly rule 24)

Rule 24 becomes rule 25. 'Class A' has been inserted before the word share or shares on lines 1, 2, 3 and 4.

Rule 26 (formerly rule 25)

Rule 25 becomes rule 26. The words 'is unable to transfer their shares' have been deleted from lines 1 and 2. 'Class A' has been inserted before the word share or shares on lines 2 and 3.

Rule 27 (formerly rule 26)

Rule 26 becomes rule 27. 'Class A' has been inserted before the word shares on line 1.

Rule 28

A new rule has been inserted at 28. The wording of the new rule is:

28. 'Class B' shares shall be of the nominal value of £1.00. The minimum Class B shareholding required of a Member shall be defined as such number of fully paid Class B shares as the Committee may determine subject to the Act, or as may be required by a particular offer of Class B shares, or, failing such determination or requirement, shall be one Class B share and shall be transferable and not withdrawable.

Rule 29 (formerly rule 27)

Rule 27 becomes rule 29. 'Class A' has been inserted before each reference to share, shares or shareholding in this rule.

Rule 30 (formerly rule 28)

Rule 28 becomes rule 30. 'Class A' has been inserted before the word share.

Rule 31 (formerly rule 29)

Rule 29 becomes rule 31. 'Class A' has been inserted before each reference to shares in this rule.

Rule 32 (formerly rule 30)

Rule 30 becomes rule 32. 'Class A' has been inserted before the word shares on line 2 of this rule.

Rule 33

A new rule has been inserted at 33. The wording of the new rule is:

Class B shares shall be transferable only with the prior written consent of the Board of Directors. Subject to the restrictions imposed by this rule, any member may transfer all or any of his shares by written instrument in any form approved by the Board executed by and on behalf of the transferor and transferee but the transfer shall not be effective until the transferee is entered in the register of members as the holder of the shares transferred. The Board may at its absolute discretion decline to register a transfer of shares to a person who is not already a member but if the Board registers the transfer then that person shall be entered into the register of member.

33. Subsequent rules

The number of all subsequent rules has increased in value by 3. There are no other changes to rules 34 to 125 (formerly 31 to 122)

Signatures of three members:.....

.....
N. Rouse
.....
.....

And Signature of the secretary.....

JCSimon



Mutual Societies Application Form

Amendment of rules for a society or credit union

Full name of society or credit union:

Meadow Blue Community Energy Ltd

Important information you should read before completing this form

This form should be used to register a rule amendment by societies registered under:

- Co-operative and Community Benefit Societies Act 2014 (including credit unions)
- Friendly Societies Act 1974 (unless a branch of a friendly society)

This form should not be used by building societies or societies registered under the Friendly Societies Act 1992.

Please note:

- we have an information note that may assist you in completing this application.
- any personal details you give on the form will be placed on the society's file.
- it is important you give accurate and complete information and disclose all relevant information. If you do not, it may take us longer to assess your application.

Please keep a copy of the form and the supporting documents for future reference.

Terms in this form

'FCA' 'PRA', 'us' and 'we' refer to the Financial Conduct Authority or Prudential Regulation Authority.

'You' refers to the person signing the form on behalf of the society or credit union.

'The 2014 Act' refers to the Co-operative and Community Benefit Societies Act 2014



Mutual Societies Application Form

Amendment of rules for a society or credit union

Filling in the form

- 1 If you are using your computer to complete the form:
 - use the TAB key to move from question to question and press SHIFT TAB to move back to the previous question; and
 - print out the completed form and arrange for it to be signed by all relevant individuals.
- 2 If you are filling in the form by hand:
 - use black ink;
 - write clearly; and
 - arrange for it to be signed and dated by all relevant individuals.
- 3 If you make a mistake, cross it out and initial the changes; do not use correction fluid.
- 4 If you:
 - leave a question blank;
 - do not get the form signed; or
 - do not attach the required supporting information

without telling us why, we will treat the application as incomplete. This will increase the time taken to assess your application.

- 5 If there is not enough space on the form, you may use separate sheets of paper. Clearly mark each separate sheet of paper with the relevant question number. Any separate sheets should be signed by the signatories to the form.

6 Email a scanned copy of the signed form and supporting documents to

mutual.societies@fca.org.uk

or

send it by post to:

Mutuals Team
Financial Conduct Authority
25 The North Colonnade
Canary Wharf
LONDON
E14 5HS

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Details of rule changes

Society details

1.1 Society or credit union details

Register number 7099

Proposed changes – Partial or complete?

1.2 Are you applying for a partial or complete amendment of rules?

- ☒ Partial ▶ Continue to question 1.3
☐ Complete ▶ Continue to question 1.5

Partial amendment of rules

1.3 You must attach the following:

- **Two** printed copies of the amendment of rules, set out as per Annex A (see Notes),
 - each signed by three members and the secretary of the society or credit union (four signatures in total)
 - with one set of rules marked 'X'
- A printed copy of the existing set of rules showing tracked changes.

☒ Attached

1.4 Is your society either:

- a registered society under the 2014 Act, or
- a credit union amending its membership qualification?

☒ Yes ▶ Please confirm that you have completed the relevant appendix:

Registered society	▶ Appendix 1 Part 1	<input checked="" type="checkbox"/> Completed
Credit union	▶ Appendix 2 parts 2&3	<input type="checkbox"/> Completed

☐ No ▶ Continue to question 1.8.

Continue to question 1.8.

Complete amendment of rules**1.5 Please confirm that you have completed the relevant appendix:**

Registered society	▶ Appendix 1 Parts 1 & 2	<input type="checkbox"/> Completed
Credit union	▶ Appendix 2	<input type="checkbox"/> Completed
Friendly society	▶ Appendix 3	<input type="checkbox"/> Completed

1.6 You must attach the following:

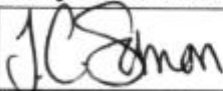
- **Two** printed copies of the amendment of rules, set out as per Annex A (see Notes),
 - each signed by three members and the secretary of the society or credit union (four signatures in total)
 - with one set of rules marked 'X'

☐ Attached**1.7 Have you used model rules provided by a sponsoring body?**

- ☐ No ▶ Continue to question 1.8.
- ☐ Yes ▶ Enter the name of the model being used and the name of the sponsoring or trade body who provided the model.

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Continue to question 1.8.**Signature****1.8 The secretary of the society or credit union must sign and date below**

Signature	
Contact telephone	01273 472405 or
Date	dd/mm/yy 21/09/2015


07981 294652

Continue to section 2.

2 Statutory declaration

2.1 An Officer of the society or credit union must sign below

I,


Name	Chris Rowland
Of	36 East Way Lewes East Sussex
Postcode	BN7 1NG
Signature	
Position	Director and member
Date	21/09/15

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', has been duly made by the society or credit union 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 virtue of the provisions of the Statutory Declarations Act 1835.

Declared before:

- ☒ a solicitor; or
☐ a commissioner for oaths; or
☐ notary public; or
☐ justice of the peace.

Name	SIMON KINGDON MITCHELL
Declared at	Adams & Remers Trinity House School Hill Lewes BN7 2NN
Signature	
Date	21/09/15

SIMON KINGDON MITCHELL
ADAMS & REMERS
TRINITY HOUSE SCHOOL HILL
LEWES EAST SUSSEX BN7 2NN
01273 480616 DX3100 LEWES 1
SOLICITOR

End of form

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Appendix 1 – Part 1

All societies registered under the Co-operative and Community Benefit Societies Act 2014 (2014 Act) must complete Part 1.

1.1 What business, industry or trade does the society carry out?

Renewable energy generation in Sussex

1.2 Which condition of registration is the society meeting?

- ☐ bona fide co-operative society (go to question 1.3)
- ☒ conducts business for the benefit of the community (go to question 1.8)

Bona fide co-operative

1.3 How do members benefit from the business industry or trade of the society?

1.4 Is membership of the society required to obtain the benefits offered by it?

- ☐ Yes
- ☐ No

1.5 In what way do members participate in an ongoing basis in the society's primary business?

1.6 How do members democratically control the society?

1.7 How does the society use any surplus/profit?

If the society distributes the surplus/profit to members please explain how this is to be done.

Benefit of the community

1.8 Who are the community the society benefits?

The community the society benefits will be residents of Sussex

1.9 How does the society benefit that community?

The society will offer advice on microgeneration and energy efficiency measures

1.10 How does the society use any surplus/profit?

Any surplus/profit, after paying interest on the share capital, any interest on debt and any management fees will be set aside for a community benefit fund. Use of the fund will be focused on local microgeneration projects and energy efficiency measures for the benefit of the community.

Complete the next page if applying for a complete rule amendment