

Co-operative and Community Benefit Societies Act 2014

Registration of new society

The following society has today been registered by us under Co-operative and Community Benefit Societies Act 2014 as a Co-operative Society:

Society: **Old Park Farm Garden Holders Association Limited**

Registration number: **4787**

Registration date: 7 April 2021

Address: 12 Ambleside Road, Nottingham, NG8 5RB

Financial year-end date: 31 December

Date: **07 April 2021**





**The National
Allotment Society**

National Society of Allotment and Leisure Gardeners Ltd

**MODEL RULES
FOR Old Park Farm Garden Holders
Association Limited**

Under

Sponsorship of the

**National Allotment
and Leisure
Gardeners Society**

**The National Society of Allotment and Leisure Gardeners
Ltd**

**O'Dell House
Hunters Road
Corby
Northamptonshire
NN17 5JE**

List of Rules

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THE NATIONAL ALLOTMENTS SOCIETY LIMITED

SPONSORSHIP RULES

1. NAME

1.1 The name of the organization shall be Old Park Farm Garden Holders Association_____ Limited. Hereafter referred to as the Society.

2. REGISTRATION

2.1 The Society shall be registered under the Co-operative and Community Benefit Societies Act 2014

3. REGISTERED OFFICE

3.1 The Registered Office of the Society shall be at 12 Ambleside Road, Nottingham, NG8 5RB_____.

In the event of any change in the situation of the Registered Office, notice shall be sent to the Registrar.

4. USE OF NAME

4.1 The registered name of the Society shall be mentioned in legible characters in all business letters of the Society and in all bills of exchange, promissory notes, endorsements, cheques and orders for money or goods purporting to be signed by or on behalf of the Society and in all bills, invoices, receipts and letters of credit of the Society.

Any documentation or publication produced or statements made under the heading of the Society must be approved by its Management Committee or under powers delegated by it.

5. OBJECTS / POWERS OF THE SOCIETY

5.1 The objects of the Society are to :

5.1.1 Manage the Old Park Farm GHA Ltd_____ allotment site

5.1.2 Promote allotment gardening as a community resource; encouraging participation and membership.

5.1.3 By various means further the interests of members with regard to the proper cultivation, good management and safe enjoyment of the allotments.

5.2 The Powers of the Society are to:

5.2.1 Take measures to protect Members and the site against damage, trespass and theft.

- 5.2.2** Maintain the site and the facilities and if necessary erect, pull down, repair, alter or otherwise deal with any buildings thereon.

6. MEMBERSHIP

6.1 Membership shall be open to the following persons and bodies who support the objects of the Society.

6.1.1 Plot Holding Members who have paid the appropriate annual subscription for their plot.

6.1.2 Associate Members, who by mutual agreement, share the use of a plot with a Plot Holding Member and who have paid the Associate Member subscription. A maximum of two associate members are allowed per plot. Associate Member status does not confer an automatic right to take over the plot when the Plot Holding Member resigns.

6.2 Allocation of Membership

6.2.1 Membership shall be open to such persons as may be admitted by the Management Committee from time to time.

6.2.2 The Management Committee shall have the right to, for good and sufficient reason, reject an application for membership.

6.3 Extraordinarily, any member or associate member may be asked to relinquish their membership of the Association by resolution of a majority of members present at a General Meeting. In this event the member to whom the expulsion applied would have previously been given at least one verbal request by a spokesperson of the committee of management and at least one letter from the committee of management setting out the issue at hand and its referral to a General Meeting if not satisfactorily resolved within a reasonable and set time period.

6.4 A Member shall cease to be a member in the following eventualities:

6.4.1 The death of the Member

6.4.2 The expulsion of the Member under Rule **6.3**

6.4.3 The withdrawal of the Member from the Society by sending notice in writing to the Society Secretary at the Registered Office of the Society.

6.4.4 The non-payment of subscription for a period of 40 days after it becomes due, terminates membership.

6.5 A member may withdraw from the Society by sending notice in writing to the Secretary at the Registered Office of the Society. Upon withdrawal, all sums paid by the Member on account of shares shall be forfeited and the Member's share shall be extinguished.

6.6 Proceedings on Death or Bankruptcy – Upon a claim being made:

6.6.1 The personal representative of the deceased Member; or

6.6.2 The trustee in bankruptcy of a Member who is bankrupt: or

6.6.3 The Office Holder to any property in the Society belonging to such a member
The Society shall transfer or pay property to which the office Holder has become entitled as the Office Holder may direct them.

6.6.4 A Member may in accordance with the Act, nominate any individual or Individuals to whom his/her property in the society at the time of his/her death shall be transferred, but such nomination shall only be valid to the extent of the amount for the time being allowed in the Act. On receiving a satisfactory proof of death of a Member who has made a nomination the Society shall, in accordance with the Act, either transfer or pay the full value of the property comprised in the nomination to the individual or individuals entitled thereunder.

7. MEMBERSHIP AGREEMENT

All members shall agree in writing, to;

- 7.1** Accept the rules of the Society and to abide by the terms and conditions therein.
- 7.2** Adopt plot and site management practices as set by the Committee of Management and agreed by a majority of Members at a General Meeting.

8. SHARES

- 8.1** Every member admitted under Rules **6.1.1** and **6.1.2** shall hold one nonwithdrawable share, which is not transferable. The share shall have the nominal value of £1 payable in full by a member on joining the Society.
- 8.2** Couples who are joint plot holding members or joint associate members shall hold one share each.
- 8.3** One share shall be the maximum shareholding of any member.

9. VOTING RIGHTS

- 9.1** Each member i.e. all plot holding members and associate members, shall be entitled to one vote at Society meetings.
- 9.2** Couples who are joint members or joint associate members shall be entitled to one vote each.

10. MANAGEMENT STRUCTURE AND ORGANISATION

10.1 The Governance of the Society shall be vested in the Annual General Meeting whilst day to day management of the affairs and property of the Society is delegated to the Management Committee. Hereafter referred to as the Committee.

10.2 At the Annual General Meeting members shall elect a Chairman, Secretary and Treasurer for the Society and in addition, other members will be elected at the AGM, to fulfil other Committee roles such as are considered appropriate at that time. The Management Committee shall comprise of not fewer than five members and not more than nine.

10.3 Prior to each AGM all members shall be given the opportunity to stand as a candidate for a committee role. In the event of there being more than one candidate for a particular role the outcome shall be determined by a ballot of the members present at the AGM. Committee members shall be eligible to stand for re-election each year.

10.4 The Committee shall be able to co-opt any additional members to fill vacancies or additional roles, during the year.

10.5 Tenure of any post as a Committee Member shall be voluntary, unpaid and open only to Members of the Society. Arrangements will be put in place by the Committee for the reimbursement of appropriate and legitimate out of pocket expenses.

10.6 The Chair, Secretary, Treasurer and other elected members of the Committee shall keep accurate records of their dealings on behalf of the Society, which shall be available for inspection by Members.

10.7 A quorum for the Committee shall consist of 5 committee members including two of Chair, Secretary or Treasurer.

11. MEETINGS

11.1 The Society shall in each year hold an Annual General Meeting at such time and place, as the Committee shall determine. Not more than 15 months shall elapse between the date of one Annual General Meeting and that of the next.

11.2 The Committee may also convene further General Meetings as deemed necessary.

11.3 Members will be given at least 14 days notice of the Annual General Meeting and other General Meetings.

11.4 Special General Meetings may be called by either, a quorum of the Committee, or by written request from a member which states the reason for the meeting and is signed by at least 50% of the membership. Such request to be delivered to the Secretary. The business of the Special General Meeting will be restricted to items on the original request with no amendments being accepted. Details will be notified to members, along with notice of the meeting, at least 14 days prior to the meeting date.

11.5 No business shall be transacted at any General Meeting unless a quorum is present. The quorum at any General Meeting shall be 20 of the shareholding members including two of Chair, Secretary and Treasurer being present.

12. MEMBERSHIP SUBSCRIPTIONS

12.1 At the General Meeting / Annual General Meeting held nearest to and prior to 31st March in each year the Committee shall seek approval for any changes to the Membership Subscriptions due in the following September.

12.2 Membership subscriptions for the calendar year are due to be paid no later than 30th September. Failure to pay on time can lead to termination of membership under Rule **6.4.4**.

13. FINANCIAL AFFAIRS

13.1 The Society is a non-profit making organisation and all surplus funds arising from the business of the Society shall be used for the furtherance of the objects of the Society.

13.1.1 The Society shall have the power to borrow money from its Members and others to further its objects, providing the amount outstanding at any one time does not exceed £30,000.

13.1.2 The Society shall have the power to mortgage or charge any of its property including assets and undertakings of the Society, present and future and issue loan stock, debentures and other securities for money borrowed or for the performance of any contracts of the Society or its customers or persons having dealings with the Society.

13.1.3 The rate of interest on money borrowed, except on money borrowed by way of bank loan or overdraft or from a finance house or on mortgage from a building society or local authority, shall not exceed 5% per annum or 2% above the Bank of England base rate at the commencement of the loan, whichever is the greater.

13.1.4 The Society may receive from any person donations or loans free of interest In order to further its objects but shall not receive money on deposit.

13.2 The shares held by members shall not carry any interest and shall not confer any right to dividend.

13.3 The Secretary shall register every issue or cancellation of shares by making an appropriate entry in the register of members relating thereto.

13.4 Upon withdrawal from membership all sums paid by the Member on account of shares shall be forfeited and the Member's share shall be extinguished.

13.5 The Committee may open Bank or Building Society Accounts in the name of the Society in which shall be lodged all monies received on behalf of the Society. These accounts shall be used to administer and record funds received and disbursed on behalf of the Society. Any funds available for term investment may be invested to earn interest with a Bank or Building Society on the recommendation of the Committee and on approval by a majority of members at a General Meeting.

13.6 At the conclusion of each financial year the Treasurer shall complete accounts and a balance sheet for presentation and approval at the Annual General Meeting. After approval the revenue accounts and balance sheet must be signed by the secretary and two committee members of the society acting on behalf of the society's committee.

13.7 Within the time allowed by legislation the Secretary will send to the Financial Conduct Authority an Annual Return of the Society's affairs (in the form prescribed by them) accompanied by the signed copy of the accounts and balance sheet, referred to in rule **13.6**

13.8 Auditing of Society accounts and balance sheet:

13.8.1 The members shall vote annually, at each annual general meeting, as allowed by Section 84 of the Co-operative and Community Benefit Societies Act 2014. At the Annual General Meeting to have, when necessary in law or where the membership requires:

- An audit carried out by a qualified auditor
- An audit carried out by two or more lay auditors
- A report by a qualified auditor
- Or unaudited accounts, where the conditions for such exist

13.8.2 If a full audit or a report is required, a person who is a qualified auditor under section 91 of the Co-operative Community Benefit Societies Act 2014 shall be appointed. The qualified OR lay auditors, if so appointed, shall not be officers or servants OF THE Society and nor shall they be partners of, or in the employment of, or employ, an officer or servant of the Society. Lay auditors shall be chosen by the

Committee of Management from the general membership and / or others.

13.8.3 If the membership vote for unaudited accounts, the society's income Expenditure ledger shall be scrutinised by the secretary and the Committee members only and signed, as a true record, by the Secretary and two Committee members or any other number as may be required by legislation.

An income / expenditure report will be prepared to present to the Society's members at each Annual General Meeting.

14. COPIES OF RULES

14.1 It shall be the duty of the Committee to supply free of charge to all members a copy of current rules which may be delivered by email or by delivery of a hard copy. Where a member has already been provided with a copy there may be a charge of up to £5 for a second copy (under s18 of the 2014 Act).

15. AMENDMENT AND APPLICATION OF RULES

15.1 Changes to the rules of the Society (ie. new rules made, rules amended or rescinded) may only be made at a General Meeting and when a majority of voting members who are present at the meeting approve the change.

15.2 No new rule or amendment of rule is valid until registered with the Financial Conduct Authority in accordance with the 2014 Act.

15.3 The Society shall be run in accordance with its registered rules

16. INDEMNITY

16.1 Every member of the Committee shall be indemnified by the Society against all losses and liabilities incurred by him in relation to the execution of his Office providing that nothing in this clause shall entitle him to any indemnity against liability arising through negligence or fraud or similar actions on his part.

17. DISSOLUTION

17.1 The Society may at any time be dissolved by the consent of three-fourths of the members testified by their signatures to an instrument of dissolution in the form prescribed in the 2014 Act.

17.2 If on winding up or dissolution of the Association any of its assets remain to be disposed of after its liabilities are satisfied, none of these assets shall be distributed among the Members but should be passed to a similar organisation.


Signature of Secretary

Full Name Block CapitalsJOHN STOOKE.....

Signature of members

1.....

Full name Block CapitalsMARK ROBINSON.....

2.....

Full name Block Capitals.....JANE BOWDEN.....

3.....

Full name Block Capitals.....SIMON HUDSON.....

Register a co-operative society

Section 1 – About this form

Use this form to register a co-operative society under the Co-operative and Community Benefit Societies Act 2014 or the Co-operative and Community Benefit Societies Act (Northern Ireland) 1969.

Use this form for either a new registration of a co-operative society, or for a conversion to a co-operative society from either a company or society registered under the Friendly Societies Act 1974.

To register a society we need:

- this completed form
- one signed copy of the society’s rules (or two copies where not submitting electronically)

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>

Before you start completing this form you may find it helpful to read Chapter 4 of our guidance on our registration function under the Co-operative and Community Benefit Societies Act 2014: <https://www.fca.org.uk/publication/finalised-guidance/fg15-12.pdf>

Section 2 – About this application

2.1 What are you applying to do?

Register a new co-operative society	<input checked="" type="checkbox"/>
Convert a company to a co-operative society	<input type="checkbox"/>
Convert a friendly society into a co-operative society	<input type="checkbox"/>

2.2 Who should we contact about this application?

Name	Mr John Stooke
Position	Honorary Secretary
Postal address	12 Ambleside Road Nottingham NG8 5RB
Telephone number	07565873820
Email address	Johnstooke70@gmail.com

Section 3 – About the society

3.1 What will be the registered name of the society? (This must be exactly as it appears on the society's proposed rules). Please see page 24 of our guidance for further guidance on society names.

Society name	Old Park Farm Garden Holders Association Limited
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All societies must be carrying out an industry, business or trade. Here we are looking to gain a practical understanding of what that is for your society.

3.2 What is the business of the society? For example, will you be providing housing, manufacturing goods, developing IT systems etc.

To promote allotment gardening as a community resource and manage the Council asset.

3.3 What Standard Industrial Classification code best describes the society's main business? Where more than one code applies, please select the code that you feel best describes the society's main business activity. You will find a full list of codes here: <http://resources.companieshouse.gov.uk/sic/>

01130

We need to be satisfied that the society is a bona fide co-operative society. Chapter 4 of our guidance provides more information about how we approach this. We generally consider something to be a bona fide co-operative where it is an autonomous association of persons united voluntarily to meet their common economic, social and cultural needs and aspirations through a jointly owned and democratically controlled enterprise.

3.4 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.

Members need land and water to grow their crops. Each member has their own plot of land to cultivate, surrounded by hedges, and work together to maintain the common areas around the plots and to share good practice.

3.5 How will the society's business meet those needs and aspirations? You have described the society's business answer to question 3.3, and in question 3.4 you have described the common needs and aspirations of members. Please now describe how that business meets those common needs and aspirations.

The Society manages applications for plots and organises the rental arrangements, including a sum to assist the Society in maintaining common areas.

3.6 How will members democratically control the society? For example, will the members elect a board at an annual general meeting; will all members collectively run the society.

Yes. Members elect the Officers and the Committee (board) at the AGM to manage the site on their behalf. For substantial decisions, members are consulted and vote at an EGM/AGM.

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

Any money not used in one year is carried over to the following year for improvements to the site.

In order to satisfy ourselves that the society is a bona fide co-operative, we need to understand the society's relationships with other key stakeholders.

3.8 Please state any close links which any of the founding members or directors has, or intends to have, with any society, company or authority. 'Close links' includes any directorships or senior positions held by directors or founding members of the society in other organisations.

None

3.9 On what date do you want the society's financial year to end? This is the date the society's financial year will end, every year after the society is registered. If you have a preference (e.g. 31 March) please specify that here. If you do not select a date the society will be given the anniversary of the last day of the month it was registered in.

31		/	12	
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Section 4 – The society's rules

4.1 If you have used a sponsoring body to submit this application please include their details here.

Name of sponsoring body	National Society of Allotments and Leisure Gardeners
Name of model rules	Model Rules for a Registered Society/Association
Signature on behalf of sponsoring body (unless submitted by email by the sponsor)	Liz Bunting
Date	16/03/2021

The Act requires rules of societies to make provision for all of the matters listed below. If you have not made provision for all of the matters listed below we will not be able to register your society.

4.2 Please complete this table

Provision required by the Act	Number of the rule(s) covering this E.g. '2.3-2.7'
The society's name	1.1.
The objects of the society	5.1
Place of the society's registered office, to which all communications and notices may be addressed	3.1
The terms of admission of the members, including any society or company investing funds in the society under the provisions of the Act	6.1, 6.2
The method of holding meetings, the scale and right of voting, and the method of making, altering or rescinding rules	9, 11
The appointment and removal of a committee (by whatever name) and of managers or other officers and their respective powers and remuneration	10
The maximum amount of the interest in the shares of the society which may be held by any member otherwise than by virtue of section 24(2) of the Act	13.2
whether the society may contract loans or receive moneys on deposit subject to the provisions of this Act from members or others, and if so under what conditions, under what security, and to what limits of amount	13
Whether any or all shares are transferable, and provision for the form of transfer and registration of shares, and for the consent of the committee to transfer or registration Whether any or all shares are withdrawable, and provision for the method of withdrawal and for payment of the balance due on them on withdrawing from the society	13.2, 13.4
Provision for the audit of accounts in accordance with Part 7 of the Act	13.8
Whether members may withdraw from the society and if so how, and provision for the claims of the representatives of deceased members and of the trustees of the property of bankrupt members (or, in Scotland, members whose estates have been sequestrated), and for the payment of nominees	6.4 to 6.6
The way in which the society's profits are to be applied	13.1
If the society is to have a common seal, provision for its custody and use	N/A
Whether any part of the society's funds may be invested, and if so by what authority and in what way	13.5

Section 5 – converting to a society

You only need to complete this section if you are converting from a company or friendly society to a co-operative society. If this does not apply to you please move on to section 6.

Requirements

If you are converting a company into a society, three copies of a special resolution to convert the company, with the following information included in the resolution:

- Company name & number
- Date the resolution was passed
- Names of three members appointed to sign the society's rules and to either: accept alterations to the rules made by the FCA without further consulting the company; or lay any such alterations before a general meeting of the company for acceptance


Details

5.1 Please provide details of the friendly society or company you are converting from.

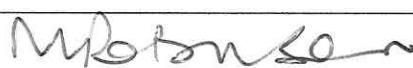
Name	
Registration number	
Registered office address	
Postcode	

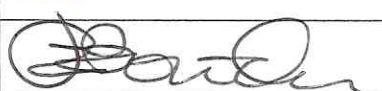
Section 6 – Member details

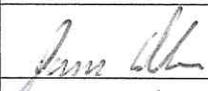
6.1 Please provide the details of the secretary below. All societies must have someone fulfilling the role of secretary.

Name	Mr John Stooke
Month of birth	December
Year of birth	1970
Signature	
Date	December 2020

6.2 Please provide the details of 3 members below.

Name	Mark Robinson
Month of birth	May
Year of birth	1962
Signature	
Date	24/1/21

Name	Jane Bowden
Month of birth	August
Year of birth	1955
Signature	
Date	December 2020

Name	Simon Hudson
Month of birth	September
Year of birth	1968
Signature	
Date	24/1/2021

6.3 Societies are within the scope of the Company Directors Disqualification Act 1986 (CDDA). Please confirm that no proposed director is disqualified under that Act:

No proposed director is disqualified ☒

Section 7 – Submission details

7.1 Please complete the submission checklist below.

Items	Options
The society's rules signed by three members and the secretary	<input type="checkbox"/> Two copies attached - submitting by post <input checked="" type="checkbox"/> One copy attached - submitting by email
Marked-up copy of rules showing what changes the society is making to the model rules	<input checked="" type="checkbox"/> One copy attached <input type="checkbox"/> Not attached - not using model rules <input type="checkbox"/> Not attached - using model rules with no changes
Special resolution to convert the company to a society, including the following information: <ul style="list-style-type: none"> • Company name & number • Date the resolution was passed • Names of three members appointed to sign the society's rules and to either: accept alterations to the rules made by the FCA without further consulting the company; or consult the company about any such alterations 	<input type="checkbox"/> Three copies attached - submitting by post <input type="checkbox"/> One copy attached - submitting by email <input checked="" type="checkbox"/> Not attached - not a company converting to a society
Cheque for registration fee made payable to the Financial Conduct Authority Please indicate below which fee is applicable to you, then select a box on the right to show how you are paying it: x £40 - using model rules with no changes <input type="checkbox"/> £120 - using model rules with 1-6 changes <input type="checkbox"/> £350 - using model rules with 7-10 changes <input type="checkbox"/> £950 - using model rules with 11 or more changes <input type="checkbox"/> £950 - not using model rules <input type="checkbox"/> No fee - Friendly society converting to a society	<input type="checkbox"/> Cheque attached - submitting this form by post <input checked="" type="checkbox"/> Cheque posted separately - submitting this form by email <input type="checkbox"/> No fee - Friendly society converting to a society

Section 8 – 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>