

RULES

NAME, OBJECTS AND REGISTERED OFFICE

1. The name of the Co-operative shall be Quadrant-Brownswood Tenant Co-operative Limited (in these rules called "the Co-operative").
2. The objects of the Co-operative shall be :-
 - (a) the construction, improvement and management on the co-operative principle of housing for occupation by members of the Co-operative, under the terms of an agreement to occupy (hereinafter called "the agreement") granted to them by the Co-operative which agreement shall exclude any right for the members to purchase the houses or to dispose or transfer or assign the agreement under which they occupy the houses to any person or body other than the Co-operative and shall require the members to surrender the agreement to the Co-operative upon ceasing to be a member.
 - (b) the provision and improvement on the Co-operative principle of land or buildings for purposes connected with the requirement of the members occupying the houses provided or managed by the Co-operative.
3. The Co-operative shall have power to do all things necessary or expedient for the fulfilment of its objects.
4. The Co-operative shall not trade for profit.
5. The registered office of the Co-operative shall be at 43-45 Mountgrove Road, London N5 2LX.

MEMBERSHIP

6. The first members of the Co-operative shall be the persons whose names are appended to these rules; other persons who are eligible as set out hereafter shall become members of the Co-operative in general meeting.
7. Membership of the Co-operative shall be open to those persons who fall within the following categories:-
 - (1) Any tenant or other lawful occupier living in premises owned or managed by the Co-operative and who is at least 16 years of age (hereinafter called "tenant members");
 - (2) Any person who has applied to live in property owned or managed by the Co-operative and who is at least 16 years of age and who has satisfied a screening process as laid down by the Co-operative in general meeting (hereinafter called "prospective tenant members").
8. Every member shall hold one share only in the Co-operative.
9. An applicant for membership shall forward to the registered office together with his/her application the sum of one pound (which shall be returned to him/her if the application is not approved) and every application shall be considered by the Co-operative in general meeting at its first general meeting after the application is made or as soon thereafter as is practicable. If the application is approved the name of the applicant and the other

necessary particulars shall be entered into the register of members and one share in the Co-operative shall be issued to the applicant.

10. A member shall cease to be a member if:
 - (a) He/she withdraws from the Co-operative; or
 - (b) He/she is expelled; or
 - (c) He/she dies; or
 - (d) His agreement is terminated, in which case he ceases to be a member seven days after the agreement comes to an end, unless by that time he/she has entered into a new agreement with the Co-operative; or
 - (e) He/she ceases to occupy the housing provided by the Co-operative; or
 - (f) He/she is a prospective tenant, and he/she has notified the Co-operative in writing that he/she no longer requires accommodation provided by the Co-operative.
11.
 - (a) A member may be expelled by a resolution carried by the votes of not less than two-thirds of the total membership of the Co-operative on a poll at a general meeting, provided that a complaint has been sent to the member by order of the Co-operative not less than one calendar month before the meeting at which the complaint is heard. Such complaint shall contain particulars of the conduct complained of and shall call upon the member to answer the complaint and to attend the meeting. At such a meeting the members shall consider evidence in support of the complaint and such evidence as the member may wish to place before them. If on due notice having been served upon the member he/she fails to attend the meeting without due cause the meeting may proceed in his/her absence.
 - (b) A person expelled from membership shall cease to be a member at the expiration of 28 days from the date on which the resolution is made to expel him/her was carried.
 - (c) Subject to their being sufficient funds for payment of all known existing claims against the Co-operative a member so expelled shall at the date of the resolution for his/her expulsion or as soon thereafter as is practicable be paid the value of any loan stock held by him/her.
 - (d) No person who has been expelled from the membership shall be re-admitted except by resolution carried by the votes of not less than two-thirds of the total membership of the Co-operative on a poll at a general meeting of which notice has been duly given.
12. A member may withdraw from the Co-operative by giving the Secretary one month's notice in writing of his/her intention to do so.

SHARE CAPITAL

13. The share capital of the Co-operative shall be raised by the issue of shares of the nominal value of one pound each.
14. Shares shall neither be withdrawable nor transferable, shall carry no interest, dividend or bonus, and shall not be held jointly.
15.
 - (a) On the death, expulsion or withdrawal from the Co-operative of a member, his/her share shall be cancelled and the amount thereon shall become the property of the Co-operative.

- (b) If a member ceases to be a member for any reason stated in rule 10 (d), (e) or (f) his/her share shall be cancelled and the amount thereon shall become the property of the Co-operative.

BORROWING POWERS

16. (a) The Co-operative shall have powers to borrow money for the purpose of the Co-operative and to issue loan stock and to secure the repayment of any money borrowed by mortgaging or charging any of its property provided that the amount of money borrowed for the time being remaining undischarged shall not exceed 10 million pounds.
- (b) In the case of a loan from the Co-operatives bankers or on a mortgage the Co-operative may pay such rate of interest from time to time as may be negotiated by the Co-operative but in case of loans from other sources shall not pay interest at a rate exceeding one per cent per annum above the Bank of England minimum lending rate for the time being or six and a half per cent per annum whichever is the higher.
- (c) The Co-operative shall not receive money on deposit.
- (d) Subject to the preceding clause of this rule the Co-operative shall have the power to determine from time to time the terms and conditions upon which money is borrowed or loan stock is issued and to vary such terms and conditions.
17. The Co-operative may receive from any person, whether a member or not, donations towards the work of the Co-operative.

GENERAL MEETINGS

18. The Co-operative shall hold at least four general meetings including the annual general meeting and the biannual general meeting in each calendar year.
19. The Co-operative shall within three calendar months after the close of each financial year hold a general meeting which shall be called the annual general meeting.
20. Six calendar months after the annual general meeting the Co-operative shall hold a general meeting which shall be called the biannual general meeting.
21. (a) The function of each general meeting shall be to transact the general business of the Co-operative.
- (b) The functions of the biannual general meeting shall be:-
- (i) those of the general meeting and in addition
 - (ii) to receive internal accounts and reports for the first six months of the accounting year of the Co-operative.
- (c) The functions of the annual general meeting shall be:-
- (i) those of the general meeting and in addition to elect and dismiss officers and other members of the committee
 - (ii) to appoint the auditor and to receive the account and balance sheet and report by the Committee referred to in Rule 64 (b).
22. All general meetings shall be convened either upon an order of the committee or upon a written requisition signed by not less than one-tenth of the members of the Co-operative stating the

purpose for which the meeting is to be convened. If within fourteen days after delivery of a requisition to the Co-operative a meeting is not convened the members who have signed the requisition may convene a meeting in the manner provided for in rule 23.

23. (a) A general meeting shall be convened by fourteen days' notice given in writing at the least posted or delivered to every member at his/her address, specifying whether the meeting is a general meeting or an annual or biannual general meeting, stating the time date and place thereof, and the general nature of the business for which it is to be convened. The accidental omission to send any notice to, or the non receipt of any notice by, any member shall not invalidate the proceedings at the general meeting.
- (b) A notice of communication sent by post to a member at his registered address shall be deemed to have been duly served 48 hours after being posted.

PROCEEDINGS AT GENERAL MEETINGS

24. (a) No business shall be transacted at any general meeting of the Co-operative unless a quorum of members is present at the time the meeting proceeds to business. At any general meeting ten percent of the members shall constitute a quorum.
- (b) If no quorum is present within half an hour of the time appointed for the meeting, the meeting shall stand adjourned to the same day in the next week at the same time and place. If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the members present shall constitute a quorum.
25. At all general meetings the Chairperson of the Co-operative shall preside as chairperson or if he/she is not present or if he/she is unwilling to act, the members present shall elect a chairperson to preside over the meeting.
26. (a) The chairperson of the meeting may with the consent of a majority of the members present adjourn any meeting, but no business shall be transacted at any adjourned meeting other than the business not reached or left unfinished at the meeting from which the adjournment took place.
- (b) Every adjourned meeting shall be deemed a continuation of the original meeting and any resolution at an adjourned meeting shall for all purposes be treated as having been passed on the date on which it was in fact passed. It shall not be necessary to give any notice of an adjournment or any business to be transacted at any adjourned meeting.
27. Subject to the provisions of the rules or of any Act of Parliament, a resolution put to the vote at a general meeting shall except where a poll is demanded or directed, be decided on a show of hands.
28. Except as herein otherwise provided matters arising at any general meeting shall be decided by a majority of votes. Every member shall have one vote. In the case of equality the chairperson of the meeting shall have a second or casting vote.
29. Unless a poll be demanded, a declaration by the chairperson that a resolution on a show of hands has been carried, or carried unanimously, or by a particular majority, or lost, or not carried unanimously, or by a particular majority, or lost, or not carried by a particular majority, and an entry made to that effect in the book containing the minutes of the proceedings shall be conclusive

evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against such resolution.

30. (a) A poll may be demanded either before or immediately after a vote by show of hands by not less than one-tenth of the members present at the meeting or may be directed by the chairperson. A demand for a poll may be withdrawn.
- (b) If a poll be demanded or directed it shall be taken at such time and manner as the chairperson shall direct.

COMMITTEE OF MANAGEMENT

31. The Co-operative shall have the following officers who shall form a Committee of Management (in these rules called the 'the committee'):- a chairperson, a vice-chairperson, a treasurer, a secretary and three ordinary committee members or such greater number not exceeding eleven as may be decided by the Co-operative in general meeting.
32. Until the first annual general meeting the committee shall consist of the seven persons who have signed the application for registration of the Co-operative and such other persons as the Co-operative in general meeting may elect.
33. Only members of the Co-operative shall be eligible to become members of the Committee.
34. The committee may from time to time co-opt for any period any suitable persons, whether members of the Co-operative or not, to serve on the committee or on a sub-committee, and may remove such persons. Not more than three such persons shall serve on the committee or sub-committee. For the purposes of these rules and of the Act such persons shall not be included in the expression 'members of the committee' or 'sub-committee'.
35. The remuneration (if any) of members of the committee and persons co-opted to the committee shall be determined from time to time by the Co-operative in general meeting.

ELECTION OF OFFICERS AND OTHER MEMBERS OF THE COMMITTEE

36. At the first annual general meeting of the Co-operative the members of the committee for the time being shall retire from office and at every subsequent annual general meeting.
37. No member of the committee may serve for a continuous period greater than three years.
38. (a) In any four year period no member shall serve more than three years on the committee.
- (b) Notwithstanding part (a) any member of the committee wishing to retire for reasons other than those specified in Rule 36 and not ineligible through the provisions of some other Rule, shall be eligible for re-election to the committee in accordance with the provisions of Rule 41.
39. The election of members of the committee shall take place at a general meeting of the membership. Any member may be nominated as member of the committee by another member of the Co-operative in accordance with Rule 40. Each member may exercise one vote for each vacancy and the voting procedure shall be in accordance with Rules 28 and 29.

40. Nominations for members of the committee shall be in writing, state the full name, address and occupation of the member nominated, be signed by the member making the nomination, contain a signed statement by the member nominated of his/her willingness to be elected and be left at the registered office not later than 3 days before the date appointed for the general meeting at which the elections are to be held.
41. The Co-operative in general meeting may elect a member to fill a vacancy among the members of the committee or as an additional member of the committee provided that the number on the committee does not exceed the limit allowed by Rule 31.
42. The Co-operative may in general meeting remove any member of the committee before the expiration of his/her period of office.
43. Every member of the committee or person co-opted to the committee shall cease to be a member of the committee or person co-opted to the committee if she/he becomes bankrupt or absents himself/herself from three consecutive meetings of the committee, or upon receipt by the Chairperson of his/her written resignation, or in the case of a member of the committee upon his/her ceasing to be a member of the Co-operative.
44. Any member of the committee or any person co-opted to the committee who is interested personally or as a member of a firm, director of a company or officer of a bank or building society or in any way whatsoever in any contract, arrangement or other transaction about to be discussed by the committee shall disclose his/her interest and not vote upon the matter under discussion, nor (unless requested to do so by the committee) remain during the discussion of such a matter. Any member of the committee or any person co-opted to the committee so interested shall not be accountable for any profit he/she may receive from such transaction, but he/she shall vacate his/her office either for a period or permanently if requested so to do by the committee.

PROCEEDINGS OF COMMITTEE

45. The committee shall meet at least eight times in every calendar year.
46. Meetings of the committee may be convened by the Secretary at any time and shall be convened by the Secretary on the written request of not less than three members of the committee.
47. At least seven days' notice in writing of any meeting of the committee shall be posted or delivered to all members of the committee and persons co-opted to the committee, provided that the accidental omission to give such notice to or the non-receipt of such notice by any such person shall not invalidate the proceedings of any such meeting.
48. Three members of the committee or such higher number as the general meeting may determine shall constitute a quorum.
49. Notwithstanding any vacancies on the committee, the remaining members of the committee may continue to act. If at any time their number falls below the number necessary for a quorum they may act for the purposes of convening a general meeting of the Co-operative and not for any other purpose.

50. At all the meetings of the committee the chairperson of the Co-operative shall preside as chairperson or if she/he is not present or is unwilling to act the committee shall elect a member of the committee to be the chairperson of the meeting.
51. Matters arising at any meeting of the committee shall be decided by a majority of votes. Every member of the committee, except persons co-opted to the committee, shall have one vote. In cases of an equality of vote the chairperson of the meeting shall be entitled to a second or casting vote.

POWERS OF THE COMMITTEE

52. The business of the Co-operative shall be conducted by the committee which may exercise all such powers as may be exercised by the Co-operative except where such powers are reserved by the Co-operative to be exercised by the Co-operative in general meeting.
53. The committee may from time to time appoint one or more sub-committees with such powers and terms of reference and consisting of such members of the committee and other persons as it thinks fit, provided that not less than three members of the sub-committee be committee members.
54. All acts done in good faith by any meeting of the committee or of any sub-committee shall, notwithstanding that it shall afterwards be discovered that there was any defect in the appointment of any member of the committee or that any one or more of them was disqualified, be as valid as if every member of the committee has been duly appointed and was duly qualified to serve.
55. A resolution in writing signed by all members of the committee or by all members of a sub-committee shall be valid as if had been passed at a meeting of the committee or sub-committee duly called and constituted.

DUTIES OF THE SECRETARY

56. The secretary shall perform the following duties:-
- (a) He/she shall summon and attend all meetings of the Co-operative and the committee and he/she shall record correctly the names of the persons there present and shall keep proper minutes thereof.
 - (b) He/she shall receive applications for admission to the Co-operative and shall hand over to the treasurer all monies received by him/her.
 - (c) He/she shall keep the register of members. He/she shall prepare and send all returns required to be made to the Registrar. He/she shall have charge of the seal of the Co-operative.
 - (d) He/she shall produce or give up all books, documents and property of the Co-operative in his/her possession whenever required to do so by a resolution of the committee or the Co-operative.

DUTIES OF THE TREASURER

57. The Treasurer shall perform the following duties:-

- (a) He/she shall receive all contributions, fines and other payments due to the Co-operative from the members and other persons, and pay over the amount so received as the Co-operative directs; he/she shall pay all demands when ordered to do so by the Co-operative.
- (b) He/she shall not pay any money without written authority signed by two members of the committee and the Secretary (or other members the committee in the case of the incapacity of the Secretary) or such other written authority as the Co-operative directs.
- (c) He/she shall keep all books relating to loans and loan stock required to be kept under these rules, and the books of account referred to in Rule 69.
- (d) He/she shall produce or give up all books, documents, moneys and property of the Co-operative in his/her possession when required to do so by a resolution of the committee or of the Co-operative and render a full and clear account at each audit, and whenever required by a resolution of the committee or the Co-operative.

SECURITY BY MEMBERS OF THE COMMITTEE AND INDEMNITY

- 58. The Co-operative shall require every member of the committee having receipt or charge of money to become bound either with or without a surety as the Co-operative determines in a bond according to one of the forms set out in Schedule 4 of the Industrial and Provident Societies Act 1965, or to give the security of a guarantee society in such sum as the Co-operative directs conditioned for his/her rendering a just and true account of all monies received by him/her on account of the Co-operative as a general meeting or the committee require him/her to do and for the payment by him/her of all sums due from him/her to the Co-operative.
- 59.
 - (a) Every member of the committee shall be indemnified by the Co-operative against all costs, losses and expenses which he/she may reasonably incur in discharge of his/her duties, including travelling expenses, and the amount for which such indemnity is provided shall immediately attach as a charge on the property of the Co-operative.
 - (b) No member of the committee shall be liable for any loss happening to the Co-operative through the execution of the duties of his/her office unless the loss be the consequence of his/her own dishonesty or gross negligence.

INVESTMENT

- 60. The Co-operative may invest any part of the funds of the Co-operative in any manner expressly authorised by the Act.

APPLICATION OF PROFITS

- 61.
 - (a) No portion of the income and/or property of the Co-operative shall be paid or transferred either directly or indirectly by way of dividend bonus or otherwise howsoever by way of profit to the members of the Co-operative.
 - (b) Subject to clause (c) of this rule an annual general meeting may out of the profits;
 - (i) Set aside to reserve such sum as it may direct, which may be applied in or towards carrying out the objects of the Co-operative.

- (ii) If any amount has been set aside by the annual general meeting to reserve as aforesaid, allocate out of the remainder of the profits such sum as it may direct to a common fund for such charitable purposes as the Co-operative shall from time to time determine, so long as this is consistent with the objects of Co-operative as stated in Rule 2.
- (c) Any of the profits not so applied shall be carried forward.

AUDIT

- 62.
- (a) There shall be appointed in each year of account a qualified auditor to audit the Co-operative's accounts and balance sheet for that year. In this rule "qualified auditor" means a person who is a qualified auditor under section 7 of the Friendly and Industrial and Provident Societies Act 1968.
 - (b) None of the following person shall be appointed as auditor of the Co-operative:-
 - (i) an officer or servant of the Co-operative;
 - (ii) a person who is a partner of or in the employment of or who employs an officer or servant of the Co-operative; or
 - (iii) a body corporate.
 - (c) Save as provided in paragraph (d) of this rule every appointment of an auditor shall be made by resolution of a general meeting of the Co-operative.
 - (d) The first appointment of an auditor shall be made within three months of the registration of the Co-operative and shall be made by the committee if no general meeting of the Co-operative is held within that time. The committee may appoint an auditor to fill any casual vacancy occurring between general meetings of the Co-operative.
 - (e) An auditor appointed to audit the accounts and balance sheet of the Co-operative for the preceding year of account (whether by a general meeting or by the committee) shall be re-appointed as auditor of the Co-operative for the current year of account (whether or not any resolution re-appointing him/her has been passed) unless:
 - (i) a resolution has been passed at a general meeting of the Co-operative appointing somebody else instead of him/her providing expressly that he/she may not be re-appointed; or
 - (ii) he/she has given to the Co-operative in notice in writing of his/her unwillingness to be re-appointed; or
 - (iii) he/she is not a qualified auditor or is a person mentioned in paragraph (b) of this rule; or
 - (iv) he/she has ceased to act as auditor of the Co-operative by reason of incapacity.

Provided that a retiring auditor shall not be automatically re-appointed if notice of an intended resolution to appoint another person in his/her place has been given in accordance with paragraph (f) of this rule and the resolution cannot be proceeded with because of the death or

incapacity of that other person or because that other person is not a qualified auditor or is a person mentioned in paragraph (b) of this rule.

- (f) A resolution at a general meeting of the Co-operative
- (i) appointing another person as auditor in place of a retiring auditor in place of a retiring auditor; or
 - (ii) providing expressly that a retiring auditor shall not be re-appointed
- shall not be effective unless notice of the intention to move it has been given to the Co-operative not less than 28 days before the meeting at which it is to be moved. On receipt by the Co-operative of notice of such an intended resolution the Co-operative shall forthwith send a copy of the notice to the retiring auditor. If it is practicable to do so the Co-operative shall give notice to its members of the intended resolution at the same time and in the same manner as it gives notice in accordance with these rules of the meeting at which the resolution is to be moved or, if that is not practicable, by advertisement in a newspaper circulating in the area in which the Co-operative conducts its business. Where the retiring auditor makes any representations in writing to the Co-operative with respect to the intended resolution or notifies the Co-operative that he/she intends to make such representations, the Co-operative shall notify the members accordingly as required by section 6 of the Friendly and Industrial and Provident Societies Act 1968.

ACCOUNTS

63. The auditor shall in accordance with section 9 of the Friendly and Industrial and Provident Societies Act 1968 make a report to the Co-operative on the accounts examined by him/her and on the revenue account or accounts and the balance sheets of the Co-operative for the year of account in respect of which he/she is appointed.
64. (a) At least once a year the Co-operative shall cause to be prepared a revenue account and balance sheet duly audited and signed by the auditor and incorporating the report of the auditor thereon accompanied by a report by the committee on the position of the affairs of the Co-operative signed by the chairperson of the committee at which the report is adopted.
- (b) In addition the committee shall lay a revenue account and balance sheet duly audited and signed by the auditor and incorporating the report of the auditor thereon before each annual general meeting, accompanied by the aforesaid report by the committee on the position of the affairs of the Co-operative. The account shall be made up to such date within the period 1st September to 31st January inclusive as the Co-operative shall determine to be the end of the financial year or such other date as may be allowed by the Registrar.

DISPUTES

65. (a) Every dispute between a member or any person aggrieved who has not for more than six months ceased to be a member or any person claiming through such member or person aggrieved or claiming under the rules of the Co-operative and the Co-operative or member of the committee thereof, shall be submitted to arbitration by a tribunal consisting of one member of each of two other local tenant co-operatives and a local councillor and the tribunal's decisions shall be binding and conclusive on all parties without appeal, and shall not be removable in any Court of Law or restrained by injunction, and application for the enforcement thereof may be made by the Co-operative to the County Court.

- (b) The costs of arbitration shall be borne as the tribunal directs, and the complaining party shall before the arbitration deposit with the Co-operative the sum of £10 to abide by the decision reached by the tribunal.

MINUTES, SEAL, REGISTERS AND BOOKS

66. Minutes of every general meeting and of every meeting of the committee shall be kept and such minutes shall be read at the next of such meetings respectively and signed by the chairperson of the meeting at which they are so read. All minutes so signed shall be conclusive evidence of any facts stated therein.
67. The Co-operative shall have a seal which shall be kept in the custody of the Secretary and shall be used only under the authority of a resolution of the committee or of the general meeting and the affixing of the seal shall be attested by the signatures of the Secretary or in such other manner as the Co-operative may direct.
68. The Co-operative shall keep at its registered office:-
- (a) a register of members in which the secretary shall enter the following particulars:
 - (i) the names and addresses of the members;
 - (ii) a statement of the share held by each member and the amount paid thereof;
 - (iii) a statement of other property in the Co-operative whether in loans or loan stock, held by each member
 - (iv) the date at which each person was entered in the register as a member, and the date at which any person ceased to be a member;
 - (v) the names and addresses of the members of the committee of the Co-operative and the offices held by them.
- The Co-operative shall also keep at its registered office a duplicate register of members in which the Secretary shall enter all the particulars in the original register of members other than those mentioned in paragraphs (a) (ii) and (iii) of this rule. The inclusion or omission of the name of any person from the register of members shall, in the absence of evidence to the contrary, be conclusive that such person is or is not a member of the Co-operative.
- (b) A register of the holders of loan stock in which the Secretary shall enter such particulars as the Co-operative directs and register all transfers of loan stock.
 - (c) A register in which the Secretary shall enter such particulars of all mortgages and charges on land of the Co-operative as the Co-operative directs.
69. The Co-operative shall keep proper books of account with respect to its transactions and to its assets and liabilities in accordance with sections 1 and 2 of the Friendly and Industrial and Provident Societies Act 1968.
70. The Co-operative shall establish and maintain a satisfactory system of control of its books of account, its cash holdings and all its receipts and remittances.

ANNUAL RETURNS AND BALANCE SHEETS

71. Every year not later than 31st March or where the return is made up to the date allowed by the Registrar, not later than three months after that date, the Secretary shall send to the Registrar the annual return in the form prescribed by the Chief Registrar of Friendly Societies relating to its affairs for the period required by the Act to be included in the return together with:
- (a) a copy of the report of the auditor on the Co-operative's annual accounts for the period included in the return and
 - (b) a copy of each balance sheet made during the period and of the report of the auditor on that balance sheet.
72. The Co-operative shall supply gratuitously to every member or person interested in the funds of the Co-operative on his/her application a copy of the last annual return of the Co-operative for the time being together with a copy of the report of the auditor on the accounts and balance sheet contained in the return.
73. The Co-operative shall keep a copy of the last balance sheet for the time being together with the report made thereon by the auditor, always hung up in a conspicuous place at its registered office.

INSPECTION OF BOOKS

74. Any member or person having an interest in the funds of the Co-operative shall be allowed to inspect his/her own account and the books containing the name of members including all particulars in the duplicate register of members at all reasonable hours at the registered office of the Co-operative or at any place where the same are kept, subject to such conditions as to the time and manner of such inspection as may be made from time to time by the general meeting of the Co-operative.

STATUTORY APPLICATIONS TO THE REGISTRAR

75. (a) Any ten members each of whom has been a member of the Co-operative for not less than twelve months immediately preceding the date of the application may apply to the Registrar in the form prescribed by Treasury Regulations to appoint an accountant or actuary to inspect the books of the Co-operative and to report thereon.
- (b) One-tenth of the whole number of members, or if the number shall at any time exceed 1,000, 100 members, may apply to the Chief Registrar in the form prescribed by Treasury Regulations:-
- (i) for the appointment of an Inspector or Inspectors to examine the affairs of the Co-operative and to report thereon, or
 - (ii) for the calling of a general meeting of the Co-operative.

COPIES OF RULES TO BE SUPPLIED

76. The Secretary shall deliver a copy of the rules of the Co-operative to every person on demand on payment of a sum not exceeding ten pence.

PROCEEDINGS ON DEATH OF A MEMBER

77. Upon a claim being made by the personal representative of a deceased member or the trustee in bankruptcy of a bankrupt member to any property in the Co-operative belonging to the deceased or bankrupt member the Co-operative shall transfer or pay such property to which the personal representative or trustee in bankruptcy has become entitled as the personal representative or trustee in bankruptcy may direct them.

NOMINATIONS

78. (a) A member may in accordance with the Act nominate any person or persons to whom any of his/her property in the Co-operative 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 provided in the Act.
- (b) On receiving satisfactory proof of death of a member who has made a nomination the Co-operative shall, in accordance with the Act, either transfer or pay the full value of the property comprised in the nomination to the person entitled thereunder.

AMENDMENT OF RULES

79. Any rule of the Co-operative may be rescinded or amended, or a new rule may be made in the manner provided in the following rule.
80. (a) Rules 2. 3. 4. 7. 14. 15, 61, 79, 84 and this rule are hereby declared to be fundamental, and shall not be amended or rescinded except by a resolution carried by the votes of not less than two-thirds of the total membership of the Co-operative on a poll at a general meeting of which notice has been given specifying the intention to propose such rescission or amendment.
- (b) Any rule not declared to be fundamental may be rescinded or amended or a new rule may be made, by a resolution carried by two-thirds of the votes given thereon at a general meeting of which notice has been given specifying the intention to propose such rescission, amendment or new rule.
81. Application for the registration of every amendment of rules shall be made to the Registrar in manner and form required by Treasury Regulations as soon as practicable after the same has been made and a copy shall be issued to every member and supplied with every copy of the rules issued after the registration thereof. No amendment of rules is valid until registered.

AMALGAMATION, TRANSFER OF ENGAGEMENTS AND DISSOLUTION

82. Subject to rule 85 the Co-operative may by special resolution in manner prescribed in the Act amalgamate with or transfer its engagements unto any other Association having similar objectives.
83. Subject to rule 85 the Co-operative may be dissolved:-
- (i) By an order to wind up the Co-operative or a resolution for the winding up thereof made as directed with regard to companies by the Companies Act 1948, the provisions whereof shall

apply to such order or resolution except that the term "Registrar" shall, for the purpose of such winding up, have the meaning given to it by the Act; or

- (ii) By the consent of three-fourths of the members testified by their signatures to an instrument in the form provided by Treasury Regulations.

- 84. If on the winding up or dissolution of the Co-operative there remains, after the satisfaction of all its debts and liabilities any property whatsoever, the same shall be disposed of in whatever manner may be decided by a general meeting, provided that no member shall receive any property or sum beyond the repayment of his/her share investment and any interest due thereon.
- 85. In so far as the Co-operative is registered with the Housing Corporation the statutory procedure under the Act referred to in rules 82 and 83 is subject to the consent of that body under the provisions of section 24 of the Housing Act 1974.

INTERPRETATION OF TERMS

- 86. In these rules, including this rule, unless the subject matter or context are inconsistent therewith:-
 - (a) Words importing the singular or plural shall include the plural and singular respectively;
 - (b) "The Act" shall mean the Industrial and Provident Societies Act 1965 to 1968 or any Act or Acts amending or in substitution for the same and for the time being in force;
 - (c) "The Registrar" shall have the meaning given to it by the Act;
 - (d) "Property" shall include all real and personal estate (including loan stock certificates; books and papers);
 - (e) "These rules" shall mean the registered rules of the Co-operative for the time being;
 - (f) "Amendment of rules" shall include the making of a new rule and the rescission of a rule, and "amended" in relation to rules shall be construed accordingly;
 - (g) "Persons claiming through a member" shall include his/her personal representatives and also his/her nominees where a nomination has been made;
 - (h) Subject to Rule 31 "Secretary" means the person elected by the Co-operative in general meeting to be the Secretary of the Co-operative or other person authorised to act as his/her deputy;
 - (i) "The agreement" shall mean any form of tenancy agreement, lease or conditions of occupancy (written or oral) under the terms and conditions of which the member occupies one of the Co-operative's properties.

R/IP/RA4

Form J



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CO-OPERATIVE AND COMMUNITY BENEFIT SOCIETIES ACT 2014

*Acknowledgement of Registration of Changes in Situation of
Registered Office under section 16 of the Act*

Register No. **21838 R**

The change in the situation of the registered office of **Quadrant-Brownswood
Tenant Co-operative Limited** to **43-45 Mountgrove Road, London, N5 2LX**
is this day registered as an amendment of rules under the Co-operative and
Community Benefit Societies Act 2014.

Date: **31 August 2017**

