



Register No: 29244R

Rules

Of

BRENTFORD FOOTBALL COMMUNITY SOCIETY LIMITED
Registered under the Co-operative and Community Benefit
Societies Act 2014

March 2021

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BRENTFORD FOOTBALL COMMUNITY SOCIETY LIMITED

Registered under the Co-operative and Community Benefit Societies Act 2014

NAMES AND DEFINITIONS

1. The name of the Society is to be Brentford Football Community Society Limited and it is called "the Society" in the rest of these Rules. Brentford FC is called "the Club" and the London Boroughs of Hounslow, Ealing, and Richmond called "the Area"

COMMUNITY BENEFIT PURPOSE

2. The Society's purpose is to be the vehicle through which a healthy, balanced and constructive relationship with the Club and its supporters and the communities it serves is encouraged and maintained. The business of the Society is to be conducted for the benefit of the community served by the club and not for the profit of its members

OBJECTS

3. The Society's objects are, either itself or through a subsidiary company or society trading for the benefit of the community and acting under its control:
 - a. To safeguard the Club so that it has a stable and sustainable future as a professional football club and is a club which its supporters can continue to call their own
 - b. To do everything to preserve the power the Society has to appoint a director on the board of the Club and as a special shareholder in the Club, to veto the sale of the Lionel Road ground if the sale does not meet the following requirements specified in the Brentford Football Club Ltd. Articles of Association:
 - i. It is a stadium authorised to host professional football with 20,000 (or greater) capacity of which 75% must be seated and all must be covered
 - ii. It is in one of the 3 local boroughs (Hounslow, Ealing and Richmond
 - iii. The quality of facilities is, overall, as good as or better than the stadium being left

- iv. The Club has a freehold or long term (99 years or more) leasehold (at no more than nominal rent) ownership of the stadium
- c. To strengthen the bonds between the Club, its supporters, the local community and the fan base, Brentford FC Community Sports Trust and the community which it serves
- d. To provide the Club's board members and senior executives with oversight and advice on relations with supporter groups
- e. To encourage and promote the principles of supporter representation on the board of any company owning or controlling the Club
- f. To encourage an interest in the heritage and values of the Club and specifically the role the Society and supporter activism
- g. To provide information to members and to conduct the affairs of the Society in accessible and appropriate ways
- h. To be a fully inclusive organisation welcoming all expressions of age, disability, gender reassignment, marriage and civil partnership, pregnancy and maternity, race, religion or belief, sex, sexual orientation as specified in the Equality Act 2010 and shall include reference to any statutory re-enactment and/or modification

POWERS

- 4. The Society may achieve these objects in whole or in part through an interest or interests in companies or societies provided that the objects of the companies or societies are consistent with the Society's objects. In particular the Society may acquire an interest in the Club or any limited company owning or controlling the Club either itself or through a subsidiary
- 5. In order to achieve its objects, the Society may either itself or through a subsidiary company or society acting under its control:
 - a. Buy, sell and lease property
 - b. Borrow
 - c. Grant security over its property and assets
 - d. Establish promote and maintain for the purposes of the Society any lawful fund raising scheme
 - e. Hold and exercise proxies for shares in any limited company owning or company owning or controlling the Club either itself or through a subsidiary;
 - f. Award pensions, allowances, gratuities and bonuses to past and present employees (including their dependants and people connected with them) of:
 - i. The Society
 - ii. Any predecessor of the Society and
 - iii. Any subsidiary company or society of the Society
 - g. Set up and maintain itself or with others trusts funds or schemes (whether contributory or non-contributory) intended to provide pension or other benefits for the people referred to in Rule 5f
 - h. So far as permitted by these Rules indemnify or take out and maintain insurance for the benefit of people who are or were

- i. Members of the Society Board or
 - ii. Officers or
 - iii. Employees or
 - iv. Trustees of a pension fund
- of the Society or any subsidiary company or society of the Society against any liability which they may have as a result of their involvement with the Society or its subsidiaries
- i. So far as permitted by these Rules take out and maintain insurance against any risks to which the Society may be exposed
 - j. Promote means to give supporters greater opportunity to invest in the Club
 - k. Create an Executive Board and delegate powers and responsibilities to it
 - l. Create and remove and delegate powers and responsibilities to an Executive Board and to any Board committee and the Society Board will:
 - i. Decide the membership
 - ii. Appoint a Chair
 - iii. Lay down and amend any procedures to be adopted (including the quorum)
 - iv. Record the scope and authority
 - v. Delegate to the Chair of each any appropriate budgets where deemed necessary
 - m. Do anything else which is necessary or expedient to achieve its objects

APPLICATION OF PROFITS

- 6. The profits of surpluses of the Society are not to be distributed either directly or indirectly in any way whatsoever among members of the Society but shall be applied
 - a. To maintain prudent reserves
 - b. On expenditure to achieve the Society's objects

MEMBERSHIP

- 7. To become a member an individual must provide a unique email identified solely to them together with their first and family name
- 8. Membership is open to any person, firm or body who or which agrees to be bound by these rules and:
 - a. Is a supporter of the Club or
 - b. Has an interest in the game of football in the area
- 9. Every member holds one share
- 10. The Society Board will publish online a form of application for membership. The Society Board may ask Members to pay a subscription and/or a joining fee
- 11. The Society Board will have power to offer honorary status with or without payment or subscription to corporate, unincorporated or civic bodies or firms, or individuals which support the aims of the Society but they will be deemed not to hold a fully paid up share (or equivalent).
 - a. Any body or firm within the provisions of this rule may appoint and revoke such appointment, an individual as its deputy

- b. Any appointment of this nature of a deputy shall be notified to the Secretary of the Society.
 - c. Honorary members may neither vote nor hold a share nor can they be asked for any subscription
 - d. The board has the discretion to revoke any honorary member status
12. A person under the age of 16, with a unique email address as specified in rule 7, may be admitted as a member of the Society but may not be an officer

SHARES

13. No member may hold more than one share either individually or jointly
14. The shares of the Society have the nominal value of £1 each and may not be transferred or withdrawn
15. If a member ceases to be a member, the share registered in the name of that member is to be cancelled and the amount subscribed for the share is to become the property of the Society
16. Shares do not carry any right to interest, dividend or bonus

REMOVAL OF MEMBERS

17. A member or honorary member shall cease that status if they satisfy one or more of the following:
- a. Fail after written demand to pay their annual subscription if enacted
 - b. Die (in the case of the individual)
 - c. Cease to exist (in the case of a body corporate, an unincorporated or civic, body or a firm)
 - d. Are not the holder of a fully paid up share in the case of a full member;
 - e. Are expelled under these Rules or
 - f. Withdraw from membership by giving notice to Bees United
18. A member may be expelled from the Society, following a complaint to the Board, by a resolution of the Board and the following procedure will be adopted:
- a. Any complaint must be made in writing (or on email) by a member or members collectively, to the Board, with the allegation that the member in question has acted in a way detrimental to the interests of the Society and should no longer be a member of the Society
 - i) The complainant(s) will provide evidence of their complaint to the board and the board will agenda the issue for the next board meeting or schedule a special board meeting to consider the issue
 - ii) The board will give consideration to the complaint and reach a decision on the merits of the complaint and on the evidence provided
 - b. If the board considers the complaint has merit then the following shall apply:
 - i) Following consideration of the response by the member the Board will make arrangements as soon as possible to reach a decision which will be communicated to the member(s) by the Chairman, or by any other Board member as the board may see fit

- c. If the Board considers the issue is without merit a right of appeal exists subject to the provisions of rule 84
- d. A person expelled from membership will cease to be a member immediately following the communication to the member of the decision by the Board
- e. A right of appeal under arbitration, exists subject to the provisions of rule 84
- f. No person who has been expelled from membership is to be re-admitted except as a result of a decision made by the Board, at a board meeting
- g. If it transpires that a member has in any way been found by the Board, to have discriminated against any person as set out in Rule 3.h., or if the board feels a member has not acted in the interests of the society, or against the objects of the society as stated in rule 3, then the Board shall have the discretion to remove that person as a member
- h. Rule 18.g. shall not operate so as to exclude the right of appeal under rule 18.e.

ORGANISATION

- 19. The powers of the Society are to be exercised by the members and the Society Board in accordance with these Rules.

RIGHTS AND POWERS OF MEMBERS

- 20. The members have the rights and powers available to them under the law relating to Community Benefit Societies and are to decide in particular the issues specifically reserved to them by these Rules
- 21. The members may by a resolution carried by a simple majority of the members voting at an AGM or SGM but not otherwise give directions to the Society Board. The following provisions apply to any directions given
 - a. Any direction must
 - i. Be consistent with these Rules and with the Society's contractual, statutory and other legal obligations and
 - ii. Not affect the powers and responsibilities of the Society Board under Rule 23
 - b. Any person who deals with the Society in good faith and is not aware that a direction has been given may deal with the Society on the basis that no direction has been given
- 22. The functions of the AGM shall include:
 - a. Receiving
 - i. The revenue account and balance sheet for the previous financial year and
 - ii. A report on the Society's performance in the previous year
 - b. Appointing
 - i. Financial auditors
 - ii. Auditors of any other aspect of the performance of the Society
 - c. Electing officers of the Society
 - d. Considering and voting on any resolutions submitted by the Society Board or by members of which notice has been duly given

DUTIES AND POWERS OF SOCIETY BOARD

23. The Society Board is to ensure that the business of the Society is conducted in accordance with these Rules and with the interests of the community. The Society Board:
- a. May exercise all the Society's powers which are not required by these Rules or by statute to be exercised by the Society in an AGM or SGM
 - b. May call upon the Secretary to report or procure a report in writing upon any aspect of the affairs of the Society
 - c. Shall determine from time to time the categories of transaction which require the approval of the Society Board

SECRETARY

24. The Society is to have a Secretary whose functions will include
- a. Acting as Secretary to the Society Board
 - b. Arranging and attending all member meetings of the Society and keeping the minutes:
 - i. Maintain a checklist for the AGM and all member meetings
 - c. Keeping the register of members and other registers required to be kept by these Rules
 - d. Monitoring the conduct of the Society's affairs to ensure that it is conducted in accordance with these Rules and any lawful or regulatory requirements
 - e. Arranging for members of the Society Board to obtain independent legal, accounting tax or other professional advice if they consider it appropriate
 - f. Publishing to members in an appropriate form information which they should have about the affairs of the Society
 - g. Preparing and sending all returns and submissions, in a timely fashion, as required to be made, to the Registrar, currently the FCA
 - h. Dealing with all correspondence and "arrangements" for Bees United
 - i. Make, maintain and review any arrangements or contracts or contracts of insurance as the Board may require
 - ii. Make, maintain and review any arrangements or contracts for any required compliance as the Board or any external body, may require
 - iii. Make, maintain and review any arrangements or contracts for any maintenance of media used by Bees United for communications purposes or as may be required to facilitate board meetings
 - i. Maintain and update a board responsibilities statement or policy
 - j. Maintain records of all Society documentation
 - k. Ensure the board acts in a timely fashion on any notified requirements such as actions from meetings
 - l. Maintain any memberships and subscriptions related to our registered status such as but not exclusively, the Football Supporters Association
 - m. Any function or responsibility listed above may be delegated to another Board member or Board committee at the discretion of the Chair unless that function is allocated to the Secretary by statutory or regulatory requirements

GENERAL MEETINGS AND PROXY VOTES

25. The Society will hold an AGM within seven months of the end of each financial year
26. All other meetings open to all Society members are called special general meetings (SGM) and are to be convened by the Secretary:
 - a. By order of the Society Board or
 - b. If a written requisition signed (except where these Rules say otherwise) by not less than 20 members or 10% of the membership, whichever is the higher, is delivered or sent on email to the Society's registered office. The requisition must state the purpose for which the meeting is to be convened. If the Secretary is not within the United Kingdom or is unwilling to convene an SGM any Society Board member may call an SGM
 - c. The board will review if the purpose of any such meeting requested is inconsistent with the objects of the society or may be in any way frivolous or vexatious
27. An SGM called in response to a members' requisition must be held within 28 days of the date on which the requisition is delivered to the registered office. The meeting is not to transact any business other than that set out in the requisition and the notice convening the meeting
28. Notice of a meeting will specify if the meeting is an AGM or SGM and will be given on email at least 14 days beforehand to all members, the Board and the auditors, specifying the business of the meeting, the time, date and location, including any access codes or joining instructions:
 - a. The meeting location will include meetings held in person or held online and may include using remote surveys to gain information for use by the Society board including holding votes remotely
 - b. Other meeting notifications may be made on any of the Society's media or any other medium
 - c. The Chair of the Society Board shall preside at all general meetings of the Society. If the Chair cannot attend, the Society Board members present shall elect one of their number to be Chair of the meeting unless only one Society Board member is present then they shall be Chair. If no Society board member can preside as Chair within fifteen minutes after the time appointed for starting, the members present and entitled to vote shall choose one of their number to be Chair
 - d. It is the responsibility of the Board to ensure safety at any meeting including adherence to any rules applicable to premises used
29. For any meeting to start a quorum must be present, in person or virtually:
 - a. Except where these Rules say otherwise a quorum is the lower of 20 members or 10% of the members entitled to vote at the meeting:
 - i. See Rules 63, 64 and 65
 - b. At the designated start time the Chair will decide if the meeting is quorate and announce the start of the meeting:
 - i. If the meeting is not quorate, it shall be adjourned by the Chair
30. Subject to these Rules and to any Act of Parliament, a resolution put to the vote at a (AGM/SGM) meeting shall, be decided by a vote in person or virtually or by proxy

- a. On a show of hands or as part of an online process, every member present in person and virtually, and on a poll or by proxy, is to have one vote except the Chair.
 - b. In the case of an equality of votes the Chair of the meeting is to have casting vote
 - c. Unless a poll is demanded, the result of any vote will be declared by the Chair and recorded in the minutes and this will be conclusive evidence of the result of the vote
 - d. Unless these Rules or an Act of Parliament say otherwise, all resolutions are to be decided by a simple majority of the votes cast
 - e. A poll may be directed at the discretion of the Chair as a result of issues raised in the meeting
 - f. A proxy is to be appointed as follows:
 - i. By email to the Society or by letter to its registered address or in any other form which the Board may specify
 - ii. Under the hand of the appointer or of their attorney duly authorised in writing; and
 - iii. The appointment email or letter must reach the Society at its registered office or email address not less than seven clear days before the day fixed for the meeting at which the proxy is authorised to vote.
 - iv. Where the appointment document is exercised by an attorney on behalf of the appointor the authority under which it is executed or a copy of such authority certified notarially or in some other way approved by the Society Board is to be lodged with the appointment document
 - v. The following also applies to proxy
 - vi. No persons other than the Chair of the meeting can act as proxy for more than 3 members
 - vii. Any questions as to the validity of a proxy will be determined by the Chair of the meeting, whose decision is final
 - viii. A proxy must be a full member of the Society
31. A vote given or poll demanded by proxy, shall be valid unless notice of termination of the authority is received by the Society at the registered office or at any other place at which the instrument of proxy was duly deposited before the commencement of the meeting or adjourned meeting at which the vote is given or the poll demanded
32. No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is tendered. Any objection made in due time about any vote whether tendered personally or by proxy is to be determined by the Chair of the meeting, whose decision is to be final. Every vote not disallowed at the meeting will be valid

CONSTITUTION OF SOCIETY BOARD

33. The Society Board is to have not less than 6 and not more than 15 members and shall be made up as follows:
 - a. No fewer than 6 members of the Society Board or such higher number as shall be required so that elected members of the Board are in a majority over co-opted members will be elected by the members in accordance with such arrangements as shall be determined by the Society board. If the number of elected members falls below 9, the Society Board will make provision for an election to be held within 13 months at which sufficient vacancies will be offered for election so as to increase the number of elected members back to 9 members
 - b. Additional members may be co-opted by the Society Board.
34. Members of the Society Board will serve for a 3 year period. Co-opted Society Board members may be re-appointed for a further period subject to these Rules
35. Members of the Society Board will not receive any payment for serving on the Society Board.
36. No person can be a member of the Society Board who:
 - a. Has been a member of the Society Board for 12 consecutive years
 - b. Has been declared bankrupt or has in place a composition with their creditors
 - c. Is subject to a disqualification order made under the Company Directors Disqualification Act
 - d. Has been convicted on indictment for an offence (other than a spent conviction as defined by the Rehabilitation of Offender's Act 1974)
 - e. Fails to abide by any rules for the conduct of elections made by the Society Board
 - f. Fails to sign a "Declaration of Interest" in accordance with the Society Board's Conflict of Interest Policy
 - g. Fails to agree to be bound by the Board Membership policy
 - h. Is an employee of the Club or an ownership company and any subsidiaries
37. Any member of the Society Board who:
 - a. Ceases to comply with the criteria set out in these Rules or
 - b. Ceases to be a member of the Society or
 - c. Resignsis to vacate the office of Society Board member
38. Any member of the Society who fails without good cause:
 - a. To attend 3 consecutive Society Board meetings
 - b. To participate in board trainingis to vacate the office of Society Board member if required to do so by a majority of the other Society Board members
39. Casual vacancies arising amongst the members of the Society Board elected by the members will be dealt with as follows
 - a. If a vacancy caused by retirement or removal is not filled at the meeting at which they retire or are removed, the vacancy may be filled by the Society Board
 - b. A vacancy occurring by death or resignation may be filled by the Society Board

- c. In each case the member appointed to fill the vacancy is to retire at the next annual general meeting and the Society Board will make provision for an election to be held. For the avoidance of doubt the retiring member may stand for re-election at the meeting at which they retire subject to rule 36
- 40. A Society Board member may be removed from office by a resolution carried by the votes of not less than two-thirds of the members present in person or by proxy and voting on a poll at an annual or special general election of the Society of which notice has been duly given. A Society Board member may be suspended from office by a resolution of the other members of the Society Board on the grounds of conduct detrimental to the interests of the Society subject to such Society Board member having been provided with a fair opportunity to be heard. Such suspension shall be for a period not exceeding 4 months
- 41. If at any time and for any reason after the first AGM the number of members of the Society Board shall drop below 6 the remaining Society Board members may act but only for the purpose of filling vacancies or calling an AGM or SGM

SOCIETY BOARD MEETINGS

- 42. The Society Board will elect a Chair from amongst its elected members and will meet at least 4 times in every calendar year at such times and places as they think fit. Seven clear days' notice of the date and the place of each meeting is to be given in writing by the Secretary to all members of the Society Board. 50% of Society Board members including at least four members of the Society Board elected by the members or such high number as the Society Board may determine will form a quorum. A Society Board meeting may be called by shorter notice if it is so agreed by all the Society Board members entitled to attend and vote at the meeting
- 43. Meetings of the Society Board may be called either by the Secretary, or by a notice in writing given to the Secretary by the Chair of the Society Board, or by two Society Board members who are not both elected by the members of the Society or both co-opted Board members, specifying the business to be discussed. The Secretary is to communicate every such notice to all Society Board members as soon as possible and the meeting is to be held at a venue decided by the Secretary not earlier than seven days and not later than fourteen days after the receipt by the Secretary of the notice. Should the Secretary fail to convene the meeting, the Chair or the two Society Board members who have given the notice in writing may call the meeting. No business is to be done at the meeting other than the business specified in the notice
- 44. The Society Board may agree that its members can participate in its meetings by telephone, video or computer link. Participation in a meeting in this manner shall be deemed to constitute presence in person at the meeting
- 45. The Society Board may appoint specialist advisors to advise on any issue and may invite them to attend and speak (but not vote) at meetings of the Society Board
- 46. Subject to the following provisions of this Rule, questions arising at a Society Board meeting shall be decided by a majority of votes. In case of an equality of votes at a Society Board meeting the Chair shall have a casting vote. No resolution may be passed if it does not have the support of one or more members of the Society Board elected by the members

47. Save for the exceptions referred to below, no Society Board member is to have any material financial interest personally or as a member of a firm or company or as a director or other officer of a business trading for profit or in any other club way whatsoever in any contract or other transaction with the Society, the Club or any subsidiary of the Society of Club. For the purposes of this rule, an interest of a person who is connected with a Society Board member shall be treated as an interest of the Society Board member. The exceptions are that Society Board members may:
- a. Buy tickets or season tickets for football matches and use the facilities of any football club in which the Society is interested
 - b. Be paid expenses including travelling expenses
 - c. Declare an interest in a particular contract or issue and
 - i. Not be present except with the permission of the Society Board in any discussion of the contract or issue
 - ii. Not vote on the contract or issue (and if by inadvertence they do remain and vote, their vote is not to be counted)
48. Any member of the Society Board who discloses a financial interest as described in the preceding Rule may be asked to vacate their office either for a period or permanently if requested so to do by a majority of the remaining members of the Society Board unless the board agrees to accept and manage the conflict. Any member of the Society Board who fails to disclose any interest required to be disclosed under the preceding Rule must permanently vacate their office if required to do so by a majority of the remaining Society Board members

FINANCIAL AUDIT

49. The members shall vote annually, as allowed by the Deregulation (Industrial and Provident Societies) Order 1996, at the AGM, to have when necessary in law, or where the membership requires, an audit carried out by a registered auditor, or an audit carried out by two or more lay auditors, or a report carried out by a registered auditor, or un-audited accounts, where the conditions for such exist
50. If the membership vote for unaudited accounts, the Society's income/expenditure ledger shall be scrutinised by the Secretary and Society Board members only and signed, as a true record, by the Secretary and two Society Board members or such other number as may be required by legislation. An income/expenditure account will be prepared to present to the Society's members at each AGM:
- a. If the membership vote for audited accounts, the Society Board is to lay a revenue account and balance sheet duly audited and signed by the auditor incorporating the report of the auditor thereon before each AGM, accompanied by a report by the Society Board on the position of the affairs of the Society Board meeting at which the report is adopted
51. If a full audit or a report is required, a person who is a qualified auditor under Section 83(1) and 91 of the Co-operative and 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 or, or in the employment of, or employ, an officer or servant of the Society
52. If an audit is required a qualified auditor must be appointed to audit the Society's accounts and a balance sheet for each financial year. In this rule "qualified auditor"

means a person who is a qualified auditor under Sections 83(1) and 91 of the Co-operative and Community Benefit Societies Act 2014 and Section 25 of the Companies Act 1989

53. The auditor shall, in accordance with Section 87(2) of the Co-operative and Community Benefit Societies Act 2014, make a report to the Society on the accounts examined by them and on the revenue account or accounts and the balance sheet of the Society for the year in question
54. None of the following persons is to be appointed as auditor of the Society
 - a. An officer or servant of the Society or
 - b. A person who is a partner or close relative of or in the employment of or who employs an officer or servant of the Society
55. Save as provided in this Rule every appointment of an auditor is to be made by resolution of an AGM. The exceptions are
 - a. The first appointment of an auditor is to be made within three months of the registration of the Society and is to be made by the Society Board if no general meeting of the Society is held within that time
 - b. The Society Board may appoint an auditor to fill any casual vacancy occurring between meetings of the Society
56. An auditor appointed to audit the accounts and balance sheet of the Society for the preceding year of account (whether by an AGM or SGM or by the Society Board) is to be re-appointed as auditor of the Society for the current year of account (whether or not any resolution expressly re-appointing them has been passed) unless:
 - a. A resolution has been passed at an AGM or SGM of the Society appointing somebody instead of them or providing expressly that they are not be re-appointed or
 - b. They have given to the Society notice in writing of their unwillingness to be re-appointed or
 - c. They are not permitted by these Rules to be the auditor or
 - d. They have ceased to act as auditor of the Society by reason of incapacity
 - e. proper notice of an intended resolution to appoint another person in their place has been given but the resolution cannot be proceeded with because of the death or incapacity of that other person
57. A resolution at an AGM or SGM of the Society
 - a. Appointing another person as auditor in place of a retiring auditor or
 - b. Providing expressly that a retiring auditor is to not be re-appointedwill not be effective unless notice of the intention to move it has been given to the Society not less than twenty-eight days before the meeting at which it is to be moved. If such notice is given the following procedure will be adopted
The Society will send a copy of the notice to the retiring auditor
If it is practicable to do so the Society will give notice of the intended resolution to its members with the notice of the meeting
If that is not practicable, the Society will publish details of the notice by advertisement not less than seven days before the meeting in a newspaper circulating in the area in which the Society conducts its business
If the retiring auditor makes any representations in writing to the Society in response to the notice or notifies the Society that they intend to make such representations,

the Society will notify the members as required by Section 95 of the Co-operative and Community Benefit Societies Act 2014

PERFORMANCE AUDIT

58. An AGM or SGM may require the Society Board to appoint appropriate people to act as auditors of the achievement by the Society of its objects or any aspect of the Society's performance of its obligations under these Rules

ANNUAL RETURNS

59. The Society will make an annual return to the Registrar as required by the Act
60. The Society will supply a copy of the last annual return with all supporting documents to any member on request and without charge

AMENDMENTS TO RULES

61. Unless these Rules say otherwise any Rule may be altered or rescinded, or any new rule may be made, by resolution of at least two thirds of these members who vote in person or by proxy at an AGM or SGM. No change to these Rules shall be valid until registered with the FCA
62. The following Rules may only be changed by a majority of at least three quarters of the members who vote in person or by proxy at an AGM or SGM:
 - a. Rules 1-6, 7 and 8 inclusive
 - b. This Rule
 - c. Rules 20, 23, 26, 27, 37, 63 and 64
 - d. Rule 70
63. In the case of this Rule, Rule 6 and Rule 70 the quorum at an AGM or SGM called to consider a resolution to amend shall be not less than one half of the members entitled to vote at the meeting if the Society has up to 200 members when the meeting is called; not less than one third of the members entitled to vote at the meeting if the Society has more than 200 but less fewer than 1000 members when the meeting is called and not less than one quarter of the members entitled to vote at the meeting if the Society has more than 1001 members when the meeting is called
64. In the case of Rules, 1, 2 ,3, 5, 6, 7, 8, 20, 23, 26, 27, 37, 64, the quorum at any general (AGM or SGM) meeting to consider a resolution to amend shall be the lower of 100 members or 10% of the members entitled to vote at the meeting

CHANGES TO THE CONSTITUTION

65. The Act provides that the Society may by special resolutions:
 - a. Amalgamate with another society or a company registered under the Companies Acts
 - b. Transfer its engagements to another society or a company registered under the Companies Acts
 - c. Convert itself into a company registered under the Companies Acts

The quorum at an AGM or SGM called to consider such a resolution shall be 50% of the members entitled to attend and vote at the meeting unless the resolution proposes an amalgamation with or transfer of engagements to another Community Benefit Society trading for the benefit of the community and having provisions in its rules substantially identical to Rule 6, Rule 70 and this Rule

INVESTMENT AND BORROWING

66. The funds of the Society may, to the extent permitted by the law for the time being in force and with the authority of the Society Board, be invested:
 - a. In the shares of any company or society
 - b. In any manner expressly authorised by the Actbut are not to be invested otherwise
67. The Society may borrow money on such terms as the Society Board shall authorise
68. A duly appointed receiver or manager of the whole or part of the Society's property may assume such powers of the Society Board as he or she considers necessary to carry out his or her duties under the instrument of appointment

DISSOLUTION

69. The Society may be dissolved by the consent of three-quarters of the members who sign an instrument of dissolution in the form provided by Treasury Regulations or by winding-up in the manner provided by the Act
70. If on the winding up or dissolution of the Society there remains, after the satisfaction of all its debts and liabilities any property whatsoever the same is to be transferred to:
 - a. A sporting charity or sporting charities operating in the Area; and/or
 - b. One of more societies established for the benefit of the community operating in the Area; and/or
 - c. One or more societies established for the benefit of the communityin each case as determined by the members at a meeting called to decide the issue. Nothing belonging to the Society shall be transferred to any other society unless that society has in its rules a rule substantially in the terms of this Rule

INDEMNITY

71. Officers are entitled to be reimbursed by the Society against all costs, losses and expenses which they may reasonably incur in discharge of their duties, including travelling expenses, and the amount for which such indemnity is provided will immediately attach as a charge on the property of the Society

MISCELLANEOUS ADMINISTRATIVE PROVISIONS

72. Anything done in good faith by any meeting of the Society Board shall be valid, notwithstanding that it is afterwards discovered that there was any defect in the appointment of any board member or board members or that any one or more of them were disqualified and shall be as valid as if every board member had been duly appointed and was duly qualified to serve

73. The Society will not be entitled to rely against other persons on any alteration in its Rules if the alteration had not been registered at the material time and is not shown by the Society to have been known at that time to the person concerned
74. Minutes of every general meeting, of every meeting of the Society and all Boards and other committees of the Society Board are to be taken and retained. Minutes of meetings will be read at the next meeting and signed by the Chair of that meeting. The signed minutes will be conclusive evidence of the events of the meeting
75. The Society's registered office is Brentford Football Community Society Limited "Bees United", 6th Floor, 27 Great West Road, Brentford, Middlesex, TW8 9BW. The Society is to keep at its registered office:
 - a. a register in which the Secretary is to enter the following particulars
 - i. The names and addresses of the members
 - ii. Details of the share held by each member and of the amount paid or agreed to be considered as paid for that share
 - iii. A statement of other property in the Society 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. Details of any deputy appointed by any body or firm
 - vi. The names and addresses of the members of the Society with the offices held by them and the dates on which they assumed office
 - b. A duplicate register in which the Secretary is to enter all the particulars in the original register of members other than those referred to in (a) (ii) and (iii) above
 - c. A register of the holders of loan stock in which the Secretary is to enter such particulars as the Society Board direct and register all transfers of loan stock
 - d. A register in which the Secretary is to enter such particulars of all mortgages and charges on land of the Society and the Society Board directs
76. Subject to the provisions of the Data Protection Act the registers to be maintained by the Society may be kept in electronic form
77. The inclusion or omission of the name of any person from the original register of members shall in the absence of evidence to the contrary, be conclusive evidence that such person is or is not a member of the Society
78. The Society is to keep proper books of account with respect to its transactions and to its assets and liabilities in accordance with Section 75(1) of the Co-operative and Community Benefit Societies Act 2014
79. Members are entitled to inspect:
 - a. Their own account
 - b. The duplicate registerat the registered office at any reasonable time
80. The Secretary is to deliver a copy of these Rules to every person on demand on payment of an amount fixed by the Society Board subject to the statutory maximum
81. Notice of any change in the address of the registered office is to be sent by the Secretary to the Financial Services Authority in the form prescribed by Treasury Regulations within fourteen days of the change

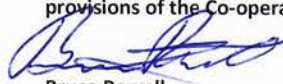
82. The registered name of the Society is to be displayed on the outside of the registered office and every other office or place in which the business of the Society is carried on. The registered name of the Society is also to be mentioned in legible characters in all
- a. Business letters, notices, advertisements and other official publications
 - b. Bill of exchange, promissory notes, endorsements, cheques and orders for money or goods purporting to be signed by or on behalf of the Society
 - c. Bills, invoices, receipts and letters of credit of the Society
83. The Society is registered under the Co-operative and Community Benefit Societies Act 2014 (referred to as "the Act" in these Rules). Any references to the Act include reference to any statutory re-enactment and/or modification. Any reference to the Financial Conduct Authority includes reference to the statutory successor carrying on the relevant function.

DISPUTES

84. Every unresolved dispute, or a request for an appeal, which arises out of these Rules between the Society and
- a. A member or
 - b. Any person aggrieved who has ceased to be a member within the six months prior to the date of the dispute or
 - c. Any person claiming through such member or person aggrieved or
 - d. Any person bringing a claim under the rules of the Society or
 - e. An officer of the Society
- is to be submitted to an arbitrator agreed by the parties and if the arbitrator is willing to provide their service, they will be asked to provide an estimate of their fees:
- f. Any persons bringing a dispute under this rule, must deposit with the Society the sum of the greater of £350+ VAT or half the estimated costs of arbitration, which amount shall be matched by the Society
 - g. Any persons bringing a dispute to arbitration under this rule will agree to bear 50% of the full costs of the arbitration process but if the arbitrator finds in favour of the person then Bees United shall then bear the full costs of the process
 - h. The arbitrator's decision will be binding and conclusive on all parties

BEES UNITED is the trading name of the Brentford Football Community Society Limited

These rules have been signed by 3 members and the Secretary of Bees United following the Society's AGM on March 31st 2021 at which the Bees United membership approved resolution 7.4, "To adopt these amended rules under the provisions of the Co-operative and Community Benefit Societies Act 2014"



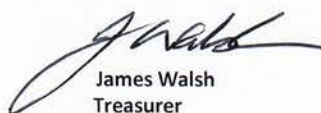
Bruce Powell
Member Bees United



Don Tanswell
Secretary



Christine Powell
Member Bees United



James Walsh
Treasurer

