

CLYDEBANK HOUSING ASSOCIATION LTD

TO: Management Committee (23 June 2020) **DATE:** 22.06.2020
FROM: Chief Executive
SUBJECT: **Updated Model Rules – SFHA Charitable Model Rules (Scotland) 2020 – Item 7e (Decision Required)**

Purpose of Report

The purpose of the report is for the Management Committee to review the differences between the new 2020 Model Rules and the Association's current rules (2013 version which our shareholders adopted in June 2015) and to consider for recommendation to the Association's Shareholders at their next AGM. The new rules reflect the Regulatory Standards of Governance and Financial Management and the Constitutional Requirements for Registered Social Landlords set out by the Scottish Housing Regulator in its Regulatory Framework (revised in 2019), as well as legislative changes such as the Housing (Amendment)(Scotland) Act 2018.

Potential impact on tenants and service users/Tenant Consultation requirements

There is no adverse impact on tenants and other service users as a result of information and decisions required in this report.

Value for Money

CHA considers Value for Money in all aspect of its business including: -

- Managing our resources to provide quality services and homes to meet the needs of customers and the local community.
- Delivering the right service at the right time at the right cost.
- Planning for and delivering year on year improvements on our services based on customer priorities.
- Getting the most out of our assets and staff by operating efficiently and effectively.

There are no value for money considerations in relation to a change in the Association's Rules.

Risk

It would be prudent to adopt the updated Rules as they reflect changes in legislation as well as the 2019 SHR regulatory framework conditions which require mandatory compliance. It is strongly recommended that any organisations using Rules based on a Model developed prior to 2020 update to this Model as soon as possible.

Legal/constitutional Implications (Reference to Model Rules)

There are no legal implications as a result of the information contained within this report if the Association adopts the Model.

Relevant CHA Objectives:

- To ensure local decision making and community control, we will encourage our tenants and other customers to influence our policy and participate in decisions, which may affect them.
- To ensure that our resources are adequate to deliver our objectives by investing in our people, demonstrating value for money and through robust procurement practices.
- To promote social inclusion by applying principles of equality and diversity to everything we do.

Relevant SHR Regulatory Standards of Governance and Financial Management

Standard 1

The governing body leads and directs the RSL to achieve good outcomes for its tenants and other service users.

Standard 2

The RSL is open about and accountable for what it does. It understands and takes account of the needs and priorities of its tenants, service users and stakeholders. And its primary focus is the sustainable achievement of these priorities.

Standard 3

The RSL manages its resources to ensure its financial well-being, while maintaining rents at a level that tenants can afford to pay.

Standard 4

The governing body bases its decisions on good quality information and advice and identifies and mitigates risks to the organisation's purpose.

Standard 5

The RSL conducts its affairs with honesty and integrity.

Standard 6

The governing body and senior officers have the skills and knowledge they need to be effective.

Standard 7

The RSL ensures that any organisational changes or disposals it makes safeguard the interests of, and benefit, current and future tenants.

The Management Committee will require confirming that the contents of this report and decisions required (if applicable) do not constitute a breach, material or otherwise, of the above Standards and there is no requirement to report a Notifiable Event to the Regulator.

Equalities

No protected group is adversely affected by the proposals, recommendations or updates within this report. Our commitment to equal opportunities and fairness applies irrespective of factors such as race, sex, disability, age, gender reassignment, marriage & civil partnership, pregnancy & maternity, religion or belief and sexual orientation.

1.0 Introduction

The Association is currently operating from the SFHA Charitable Model Rules (Scotland) 2013 which the Management Committee put forward to shareholders for adoption at our AGM in June 2015. The SFHA Charitable Model Rules 2020 have been produced in conjunction with the membership, and approved by the Scottish Housing Regulator, the Office of the Scottish Charity Regulator and the Financial Conduct Authority. The revised model can be found on the SFHA website by clicking on the link below:

- [SFHA Charitable Model Rules 2020](#)

The update reflects the Regulatory Standards of Governance and Financial Management and the Constitutional Requirements for Registered Social Landlords set out by the Scottish Housing Regulator in its Regulatory Framework (revised in 2019), as well as legislative changes such as the Housing (Amendment)(Scotland) Act 2018. The most significant changes in the update relate to:

- the creation of a discretionary power for the governing body to impose a leave of absence when there is a severe breach of the Code of Conduct being investigated
- the creation of a discretionary power for governing body in rare circumstances to block a nomination to committee if it was not in the interest of the association or if there would be a conflict of interests in that person becoming a governing body member
- optional provisions (within supporting guidance) where an association could – if it so wished – reserve places on the board for specific skill sets and appoint to those positions

I have included a document tracking the differences between our current 2013 version of the Model Rules and the updated 2020 Rules in your meeting pack. The additions/deletions are highlighted in red/blue.

2.0 The Changes

This paper now sets out the key changes and any potential risks in order that the Management Committee can reach a decision as to whether to agree and put forward the 2020 Model to our Shareholders for adoption at a Special General Meeting which would be held on the same night as our Annual General Meeting.

Section	2013 Rules (Current Rules)	2020 Rules –Additions/new wording	Risks/ Benefits
References throughout the document	[Industrial and Provident Societies Act 1965][Co-operative and Community Benefit Societies Act and Credit Unions Act 1968] Financial Services Authority	Co-operative and Community Benefit Societies Act 2014. Financial Conduct Authority	No risk – up to date legislation/authority
Objects	2.2 to undertake any activity allowed under Section 24 of the Housing (Scotland) Act 2010 which is charitable both for the purposes of	2.2 <u>any other purpose or object permitted</u> under Section 24 of the Housing (Scotland) Act 2010 which is charitable both for the purposes of	No risk – Objects already

	<p>Section 7 of the Charities and Trustee Investment (Scotland) Act 2005 and also in relation to the application of the Taxes Acts.</p> <p>4.1 The Association shall not trade for profit</p>	<p>Section 7 of the Charities and Trustee Investment (Scotland) Act 2005 and also in relation to the application of the Taxes Acts.</p> <p>4.1 The Association shall not trade for profit- <u>and any profits shall only be applied for the purpose of furthering the Association's objects and/or in accordance with these Rules.</u></p> <p>4.2 <u>Nothing shall be paid or transferred by way of profits to Members.</u></p>	<p>agreed by SHR and OSCR</p>
Applying for membership		<p>7.1.2 <u>Service users of the Association</u></p>	<p>No risk – provides further clarity</p>
Transferring Shares		<p>15. <u>You shall not be entitled to any property of the Association in your capacity as Member and your share is not withdrawable or transferable save in the circumstances set out in Rules 16 and 17.</u></p>	<p>No risks attached to this change</p>
Proxies/Representatives/Postal Votes		<p>27.1 <u>The Chairperson shall not be entitled to act as a representative for any other member.</u></p>	<p>No risks attached to this addition</p>
Composition of Management Committee	<p>37.3 A person must be a Member and aged 18 or over to become a Committee Member, unless that person is a co-optee or an appointee of The Scottish Housing Regulator. A person appointed to fill a casual vacancy must also be aged 18 or over and a Member.</p> <p>37.6 The Committee must satisfy itself that any Committee Member seeking re-election to the Committee after service as a Committee Member for a continuous period in excess of 9 years can demonstrate his/her continued effectiveness as a Committee Member.</p>	<p>37.3 A person must be a Member and aged 18 or over to become a Committee Member <u>(including any person appointed to fill a casual vacancy), unless that other than a person appointed is as a co-optee or an appointee of by The Scottish Housing Regulator. A person appointed to fill a casual vacancy must also who must be aged 18 or over but need not be and a Member.</u></p> <p>37.6 <u>The Committee must be assured that any Committee Member who has continuous service on the Committee of nine years or more and who is seeking re-election is able to demonstrate his/her continued effectiveness as a Committee Member before he/she may stand for re-election.</u></p>	<p>No risks attached to this addition</p> <p>No additional risk – complies with regulatory framework and simple rewording/additional</p>

		<p><u>37.8 The Committee can require that a Committee Member who is being investigated for a potential breach of the Association’s Code of Conduct for Committee Members take leave of absence and not attend any meeting in his or her capacity as Committee Member until the Committee has completed its consideration of the potential breach. When on such leave of absence, the Committee Member will not be entitled to receive minutes and/or documents in his or her capacity as a Committee Member relating to the business of the Association.</u></p>	<p>paragraph regarding potential breaches</p>
<p>Interests</p>	<p>38.1 If the Association’s policy on payments and benefits permits payment to non-executive Committee Members (or any of them) the Committee must take account of any independent guidance and good practice in fixing the amount of such payments. Any payments will be linked to specified duties to be undertaken by the relevant Committee Members and the Association will have in place a clear and robust process for assessing the performance of Committee Members in carrying out such duties. The Association must ensure that any such payments to Committee Members are disclosed in the audited accounts of the Association</p>	<p>Delete</p>	<p>No identified risk (payments to MC members not permitted under Policy)</p>
<p>Electing Committee Members</p>	<p>39.1 From then on at the end of every annual general meeting, at least one-third of the Committee Members or the nearest whole number thereto, must retire.</p> <p>39.2 The retiring Committee Members should be those who have served the longest on the Committee since the date of their last election.</p> <p>39.4 If a Committee Member retires from the Committee in terms of Rule 39 before or on the date of the next annual general meeting, that</p>	<p>39.1 From then on at the end of every annual general meeting, at least one-third of the Committee Members or the nearest whole number thereto, must retire.</p> <p>39.2 <u>In the absence of Committee Members standing down voluntarily,</u> The retiring Committee Members should be those who have served the longest on the Committee since the date of their last election.</p> <p>39.4 If a Committee Member retires from the Committee in terms of Rule 39 before or on the date of the next annual general meeting, that</p>	<p>No risk – additions afford more clarity and protection to the Association</p>

	<p>Committee Member can stand for re-election without being nominated.</p> <p>40.2 Members of the Association not less than 28 days before the date of the meeting. Nominations for election to the Committee must be in writing and in the form specified by the Association and must give the full name, address and occupation of the Member being nominated.</p>	<p>Committee Member can stand for re-election without being nominated.</p> <p>40.2 Members of the Association not less than 28 days before the date of the meeting. Nominations for election to the Committee <u>can be made only by members</u>, must be in writing and in the form specified by the Association and must give the full name, address and occupation of the Member being nominated.</p> <p>40.3 <u>A nomination for election to the Committee can be rejected by a decision by not fewer than three quarters of the Committee Members on one or more of the following grounds:-</u></p> <p>40.3.1 <u>where election to the Committee would be contrary to the Association's Rules or policies; or</u></p> <p>40.3.2 <u>where a conflict of interest may exist which, even allowing for the disclosure of such an interest may adversely affect the work of the Association; or</u></p> <p>40.3.3 <u>Where there is clear evidence of relevant circumstances from which it is concluded that election to the Committee would not be in the best interests of the Association.</u></p> <p>40.4 <u>The rejection of a nomination for election to the Committee shall be notified to the Member concerned in writing at any time prior to the date of the relevant annual general meeting.</u></p>	
	<p>42.1 The Committee can co-opt to the Committee anyone the Committee consider is suitable to become a Committee Member. Co-optees do not need to be Members, but they can only serve as co-optees on the Committee until the next annual general meeting</p>	<p>42.1 The Committee can co-opt to the Committee <u>or to a sub-committee</u> anyone the Committee <u>it</u> considers <u>s</u> is suitable to become a Committee Member <u>or member of a sub-committee</u>. Co-optees do not need to be Members, but they can only serve as co-optees on the Committee <u>or sub-committee</u> until the next annual general meeting or until</p>	<p>No risk – provides clarity</p>

	<p>or until removed by the Committee.</p> <p>42.2 A person appointed as a Co-optee shall undertake the role of Committee Member and accordingly will be subject to the duties and responsibilities of a Committee Member.</p>	<p>removed by the Committee.</p> <p>42.2 A person appointed as a Co-optee shall undertake the role of Committee Member <u>or member of a sub-committee</u> and accordingly will be subject to the duties and responsibilities of a Committee Member.</p>	
Eligibility for the Committee	<p>43.1 he/she is an undischarged bankrupt;</p> <p>43.2 he/she is subject to an arrangement with his/her creditors; or</p> <p>43.3 in the opinion of a qualified medical doctor, he/she would be unable to attend Committee Meetings for a period of 12 months because of incapacity due to a physical or mental illness; or</p> <p>43.6 he/she is or will be away for a period of 12 months and would be unable to attend the Committee Meetings during this time; or</p> <p>43.10 he/she has been removed or suspended from a position of management or control of a charity under the provisions of the Law Reform (Miscellaneous Provisions) (Scotland) Act 1990 or the Charities and Trustee Investment (Scotland) Act 2005; or</p>	<p>43.1.1 he/she is an undischarged bankrupt; or, has granted a trust deed which has not been discharged or is in a current Debt Payment Plan under the Debt Arrangement Scheme; or</p> <p>Delete</p> <p>Delete</p> <p>43.1.4 he/she is or will be <u>away unable to attend the Committee meetings</u> for a period of 12 months and would be unable to attend the Committee Meetings during this time; or</p> <p>43.1.8 he/she has been removed, <u>disqualified</u> or suspended from a position of management or control of a charity under the provisions of the Law Reform (Miscellaneous Provisions) (Scotland) Act 1990 or the Charities and Trustee Investment (Scotland) Act 2005; or</p> <p>43.1.11 <u>his/her nomination for election to the Committee has been rejected in accordance with Rule 40.3 during the period between the return of the completed nomination form and the commencement of the relevant Annual General Meeting.</u></p>	<p>No risk – changes per legislation/ equalities and provides more clarity or covered by EPB Policy and Regulatory Standards</p>

	<p>43.13 at an annual general meeting, he/she has served as a Committee Member for a continuous period in excess of nine years and the Committee has not resolved to permit him/her to stand again or otherwise be nominated for re-election; or</p> <p>43.14 he/she is the spouse, partner, child (including adopted child or step child), parent, parent-in-law, grandparent, grandchild or sibling of a Committee Member or of a governing body member of any other organisation in the Group, or of a temporary or permanent staff member of the Association or of any other organisation in the Group.</p> <p>44.7 he/she is a co-optee whose period of office is ended in accordance with Rules 39.1 or 42.2; or</p>	<p>Delete</p> <p>Delete</p> <p>43.2 <u>A person cannot be re-elected as a Committee Member if the Committee is not satisfied under Rule 37.6 of the individual's continued effectiveness as a Committee Member. In these circumstances the Committee must not allow the individual to stand for re-election</u></p> <p>44.7 he/she is a co-optee <u>or was appointed to fill a casual vacancy and</u> whose period of office is ended in accordance with Rules 39.1 or 42.2; or</p>	
Powers of the Committee of Management		45. <u>The Committee is responsible for ensuring that the Association can demonstrate its governance and financial arrangements are such as to allow The Scottish Housing Regulator to regulate effectively and exercise its full regulatory powers.</u>	No risk – CHA demonstrates this through self-assurance
Sub-committees	58.1 A minimum number of members for a sub-committee shall be three. There must be at least two-thirds of the members of a sub-committee present for the meeting to take place.	58.1 A minimum number of members for a sub-committee shall be three. There must be at least two-thirds <u>three</u> of the members of a sub-committee present for the meeting to take place.	No risk – provides more clarity
The Secretary & office bearers	59.5 At its first meeting after registration of the Association, the Committee will elect the Chairperson of the Association. Thereafter a Chairperson will be appointed on an annual basis at the next scheduled	59.5 <u>At its first meeting after registration of the Association, the Committee will elect the Chairperson of the Association, the Secretary and any other Office Bearers the Committee considers necessary. Thereafter a Chairperson and other</u>	No risk – provides more clarity to include all

	Committee Meeting held after each annual general meeting.	<u>Office Bearers will be appointed on an annual basis at the next scheduled Committee Meeting held after each annual general meeting.</u>	office bearers
Role of the Chair	59.6 No change to meaning of rules – different wording only	59.6 No change to meaning of rules – different wording only	No risk
Annual Returns and Balance Sheet	76 The Association must provide a free copy of the latest annual return and auditor's reports to Members or people with a financial interest in the Association.	Rule 76 <u>If requested, the Association must provide a free copy of the latest annual return and auditor's reports to Members or people with a financial interest in the Association.</u>	No risk
Inspecting the Books	81. The Association will also maintain a register of the names of those Members who have given consent for this purpose which shall be made available for inspection within 7 days of the request of any person.	Delete	No risk
Disputes	82.3 any other person shall be dealt with by the Association's Complaints Policy as published by the Association from time to time shall be dealt with by the Sheriff in the Sheriffdom in which the Association's registered office is located.	82.3 any other person shall be dealt with by the Association's Complaints Policy as published by the Association from time to time <u>a person claiming under the Rules of the Association shall be dealt with in accordance with these Rules and any procedures determined by the Committee from time to time but without prejudice to all rights which any person may have to raise an action on the matter in any court with competent jurisdiction, including without prejudice the Sheriff Court in the Sheriffdom in which the Association's registered office is located.</u> Delete	No risk – more clarity/ re- wording
Copies of Rules	85. The Secretary must provide a copy of the Rules of the Association to every new Member; and to anyone who asks who pays such reasonable sum determined by the Committee as permitted by law.	85. The Secretary must provide a copy of the Rules of the Association to every new Member; and to anyone who asks who pays such reasonable sum determined by the Committee as permitted by law. <u>The Secretary shall, on demand, provide a copy of the Rules of the Association free of charge to any Member who has not previously been given a copy and, upon payment of such fee as the</u>	No risk

		<p><u>Association may require, not exceeding the amount specified by law, to any other person.</u></p>	
<p>Closing down the Association/ Changing its Rules</p>	<p>86.1.1 by an order or resolution to wind up the Association as set out in the Insolvency Act 1986 and/or Section 105 of the Housing (Scotland) Act 2010; or</p> <p>86.1.2 if three-quarters of the Members sign an Instrument of Dissolution in the form set out in treasury regulations.</p> <p>88.1.1 three-quarters of the votes at a special general meeting are in favour of the change(s); and</p> <p>88.1.2 The Scottish Housing Regulator has approved the change(s).</p> <p>88.5 If the Association changes its name in terms of Rule 88.4 it must inform The Scottish Housing Regulator in writing within 14 days.</p> <p>88.6 The Association can change its registered office but must:</p> <p>88.6.1 notify The Scottish Housing Regulator and the Financial Services Authority of the change in registered office within seven working days of the decision having been made; and</p>	<p>86.1.1 by an order or resolution to wind up the Association as set out in the Insolvency Act 1986 and/or Section 105 of the Housing (Scotland) Act 2010; or</p> <p>86.1.2 if three-quarters of the Members sign an Instrument of Dissolution in the form set out in treasury regulations. <u>In accordance with Section 119 of the Co-operative and Community Benefit Societies Act 2014, by an instrument of dissolution to which not less than three-fourths of the Members have given their consent testified by their signatures to the instrument.</u></p> <p>88.1.1 <u>Any of these Rules can be changed or deleted and new Rules can be introduced if</u> three-quarters of the votes at a special general meeting are in favour of the change(s); and</p> <p>Delete</p> <p>88.5 If the Association changes its name in terms of Rule 88.4 it must inform-notify The Scottish Housing Regulator in writing within 14-28 <u>days of the change being made.</u></p> <p>88.6 The Association can change its registered or principal office but must:</p> <p>88.6.1 notify The Scottish Housing Regulator and the Financial Services Authority of the change in registered office within seven-28 working days of the decision-change having been made; and <u>the Financial Conduct Authority as soon as possible after the change in registered office has been made</u></p>	<p>No risk – more clarity in line with legislative updates and powers of SHR/ new timescales</p>

	<p>88.6.2 Notify the Office of the Scottish Charity Regulator within three months of the change having been made.</p>	<p>88.6.2 Notify the Office of the Scottish Charity Regulator within three<u>3</u> months of the change having been made.</p>	
<p>Interpreting these Rules</p>	<p>89.1.1 “Chairperson” means the Chairperson of the Association referred to in Rule 59.1</p> <p>89.1.5 “Committee” means the Committee of Management referred to in Rule 37.1.</p> <p>89.1.8 “Financial Services Authority” means the body set up under the Financial Markets Act 2000 to register [Industrial and Provident Societies under the Industrial and Provident Societies Act 1965] [Co-operative and Community Benefit Societies and Credit Unions Act 1965] or its successor body.</p> <p>89.1.22 “You” means a Member, prospective Member or applicant for membership of the Association.</p> <p>89.2 In the event of Sterling joining the Euro any sums of money referred to in Sterling in these Rules shall be redenominated into Euros at the rate of exchange applying for such redenomination as at the date of joining the Euro.</p>	<p>89.3 “Chairperson” means the Chairperson <u>(or such other term that is used by the Association to denote the holder of this office)</u> of the Association referred to in Rule 59.1</p> <p>89.5 “Committee” means the Committee of Management <u>(or such other term that is used by the Association to denote the governing body of the Association)</u> referred to in Rule 37.1.</p> <p>89.8 “Financial Services Authority<u>Conduct Authority</u>” means the body set up under the Financial Markets Act 2000 to register [Industrial and Provident Societies under the Industrial and Provident Societies Act 1965] [Co-operative and Community Benefit Societies and Credit Unions Act 1965] or its successor body, <u>the registering authority for societies registered under the Co-operative and Community Benefit Societies Act 2014 and the Credit Unions Act 1979 set up in terms of the Financial Services Act 2012 or its successor body</u></p> <p>89.19 <u>“Taxes Acts” means Part 11 of the Corporation Tax Act 2010 as read with Schedule 6 of the Finance Act 2010 and any statute or statutory provision which amends, extends, consolidates or replaces the same</u></p> <p>Delete</p> <p>Delete</p>	<p>No risk – updated in line with legislation and provides more clarity</p>

3.0 Overview

This document is for discussion at the meeting. I can confirm that I foresee no risk to the Association by agreeing the 2020 Model as presented.

As stated on Page 1 (Risk), it would be prudent to adopt the updated Rules as they reflect changes in legislation as well as the 2019 SHR regulatory framework conditions which require mandatory compliance. It is strongly recommended that any organisations using Rules based on a Model developed prior to 2020 update to this Model as soon as possible. Furthermore, the overall benefit of adopting is that our Rules will be up to date and will provide more clarity.

The Management Committee must first formally agree to the proposals before submitting to our Shareholders at a Special General Meeting for approval.

FOR INFORMATION ONLY: -

An overview of the procedure that must be followed in order to make any amendments to our Rules is detailed below for information: -

Process and Timescales for Rule Changes

To summarise, the steps for amending and adoption are as follows: -

1. **Decide whether the proposed changes are satisfactory**
2. **Has our governing body thoroughly considered any proposed amendments?**
 - Detailed reports will be provided to the MC outlining the **benefits** and **risks** attached to each proposed change, and adequate time will be allowed for in depth discussion.
 - Before we seek consent from any regulatory body to any rule amendment, our MC must first formally agree to the proposals.
3. **Assess whether we need to seek consent from the Office of the Scottish Charity Regulator (OSCR)**
 - 3.1 **Adopting the SFHA Model without changes to objects**
 - **If we decide to adopt the SFHA Charitable Model Rules 2020 and propose to make no amendments to the objects within the model (section 2 of the SFHA Charitable Model Rules 2020), then we do not require to seek OSCR consent.** This is because OSCR has, as well as approving the Model Rules, given its consent to any charities that adopt the Model. The only requirement would be to notify OSCR once the Model has been adopted (see step 7).
 - 3.2 **Adopting the SFHA Model with changes to objects**

- However, if we wish to make any other amendments to the objects (section 2 of SFHA Charitable Model Rules 2020), an application for consent must be made to OSCR at least 42 days in advance of the proposed change taking effect.
- OSCR aims to respond to any basic application (such as changing objects or changing name) within 28 days.

4. Do we need to seek Scottish Housing Regulator (SHR) consent?

- The Housing (Amendment) (Scotland) Act 2018 removed the requirement to seek the SHR's consent prior to making any rule amendments. We must however notify the SHR once we have adopted any revisions to our rules (see step 7).

5. What approval do you need to seek from your members?

- The Association's members must be invited to a Special General Meeting (SGM) to adopt any rule changes.
- Our current rules outline the necessary notice period that we are required to give members prior to the SGM. (As per the SFHA Charitable Model Rules 2013, our Secretary would have to provide **14 days' written notice** in advance of the SGM (Rule 22.1).
- At the SGM, a majority of three-quarters of members present will be required to adopt any amendment.
- The SGM will be held on the same date as our Annual General Meeting (AGM), however, separate notices will be sent out and separate minutes will be recorded.

6. Registering our rules with the Financial Conduct Authority (FCA)

6.1 Registering our amended Rules to the FCA

- Once we have gained our members' approval at the SGM, we must then apply to the Financial Conduct Authority to formally register our amended rules either by their Portal (preferred) or downloading forms and submitting via post/email.

6.2 Required forms and signatures

- We will be required to fill out the appropriate form below, or the online form Mutual Society Portal equivalent:
 - [Complete amendment to the rules](#) – **This form (or the online form Mutual Society portal equivalent) is required if we are updating to the SFHA Model Rules 2020.**

- Complete Amendment applications must be signed off by the Secretary of the Association. In addition, a Notary Public (a solicitor qualified as such) must also sign and stamp the Statutory Declaration included in the forms.

6.3 Submissions to FCA

- Regardless of which method we use to submit our applications, the relevant forms must be submitted to the FCA along with necessary accompanying documents. The documents to be submitted are as follows: -
 - one signed copy of the society's rules (or two copies when submitting via post)
 - a marked up version of the rules tracking changes made to the model, if we are using the SFHA model
 - a completed Statutory Declaration form (included at section 6 in the [Complete amendment to the rules](#) form).

7. When we will receive confirmation of registration from the FCA and who we must notify

- The FCA will generally aim to respond within 15 working days. If the FCA requires no further information and concludes that the rules are not contrary to the Co-operative and Community Benefit Societies Act 2014, it will confirm that our amended rules have been registered. Our rule amendments are not legally effective until the date on which the FCA confirms it has registered them.
- We should notify the SHR within 28 days of the amendment being made through the SHR's [Social Landlord Portal](#). When notifying SHR we must forward the following:
 - Confirmation that we have complied with Regulatory Standard 7
 - A statement that you have adopted rules based on the SFHA model (should this be the case).
 - Either
 - a statement that you have adopted the SFHA model without amendment or
 - a brief outline of any amendments to the SFHA model you have made or
 - a statement outlining the alternative constitutional model you have adopted
 - A signed copy of the new constitution
 - The date the constitution was or will be adopted
 - A copy of the report and minute of the governing body meeting at which it was agreed to adopt the new constitution
- Charitable organisations must also notify OSCR upon confirmation of FCA registration and following notification to the SHR. Each must forward the following to OSCR:

- A copy of the FCA registration
- A copy of the SHR's confirmation e-mail that it has received the required information and documentation above
- A copy of the registered rules