

Co-operative and Community Benefit Societies Act 2014

Acknowledgement of registration of a rule amendment

This document acknowledges the registration of the amendment of the attached rules under Co-operative and Community Benefit Societies Act 2014 for:

Society: F C UNITED LIMITED

Registration number: 29969 R

Date: **11 August 2025**





RULES OF FC UNITED OF MANCHESTER

Registered Office

**Broadhurst Park
310 Lightbowne Road
Manchester
M40 0FJ**

**A Community Benefit Society registered under the Co-operative and
Community Benefit Societies Act 2014**

Registration Number: 29969R



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RULES OF FC UNITED OF MANCHESTER

NAME AND DEFINITIONS

1. The name of the Society is to be FC United Limited and it is called "the Club" in the rest of these Rules; Greater Manchester and environs is called "the Area".

INTERPRETATIONS

2. In these Rules:

"the Act" refers to the Co-operative and Community Benefit Societies Act 2014 or any Act or Acts amending or in substitution of it for the time being in force;

"Address" means a postal address or, for the purposes of electronic communication, an email address or telephone number for receiving text messages;

"The Club" means the above-named club;

"The Club Board" or **"the Directors"** means all those persons appointed to perform the duties of Directors of the Club;

"Club Board Meeting" includes, except where inconsistent with any legal obligation, a physical meeting, a meeting held by electronic means and a meeting held by telephone;

"Director" means a director of the Club and includes any person occupying the position of Director, by whatever name called;

"Chair" means the person appointed by the Society to act as chair pursuant to Rule 81;

"Club's Objects" means those objects provided in Rule 4;

"Secretary" means the person appointed by the Society to act as secretary pursuant to Rule 82

"Community Shares" means a form of shares known as withdrawable share capital, which is unique to society law. Withdrawable share capital can be withdrawn from the Society, subject to these rules and any conditions set out in a share offer document.

"Electronic Means" shall include email, video links and secure authenticated website transactions.

"Employee" means anyone over the age of 16 holding a contract of employment with the Club to perform at least eight hours of work per week for the Club;

"Independent Examination" means an independent examination of the Club's accounts which may only be carried out:

- with reference to any relevant guidance the club is required to consider; and



- in years in which the Club has disapplied the obligation to conduct an audit in accordance with section 84 of the Act.

For the avoidance of doubt, if the Club is obliged under section 85 of the Act to produce a report on its accounts and balance sheet it must do so even if it also carries out an Independent Examination for that year of account.

"Member" has the meaning as detailed under 'Membership' in these Rules;

"Person" means, unless the context requires otherwise, a natural person, unincorporated body, firm, partnership, corporate body or any representative of an unincorporated body, firm, partnership or corporate body;

"Registered Society" means a society registered under the Act;

"Registrar" means the Financial Conduct Authority or any successor body in function;

"Rules" means these Rules;

"The Football Association Limited" means the FA Group (CN 77797) Registered Office, Wembley Stadium, Wembley, London HA9 0WS

"Writing" means the representation or reproduction of words, symbols or other information in a visible form by any method or combination of methods, whether sent or supplied in electronic form or otherwise.

COMMUNITY BENEFIT PURPOSE

3. The business of the Club is to be conducted for the benefit of the community served by the Club and not for the profit of its members.

OBJECTS

4. The Club's Objects are to benefit the community by:
 - 4.1. to strengthen the bonds between the Club and the community which it serves and to represent the interests of the community in the running of the Club;
 - 4.2. to benefit present and future members of the community served by the Club by promoting encouraging and furthering the game of football as a recreational facility, sporting activity and focus for community involvement;
 - 4.3. to ensure the Club to take proper account of the interests of its supporters and of the community it serves in its decisions;
 - 4.4. to further the development of the game of football nationally and internationally and the upholding of its rules; and
 - 4.5. to promote, develop and respect the rights of members of the community served by the Club and people dealing with the Club as set out in the various domestic laws and international obligations applying to the United Kingdom having regard in particular to the need to provide information to members and conduct the affairs of the Club in accessible and appropriate ways; and
 - 4.6. to protect and promote the seven core principles contained in the Club's founding manifesto;



- The Board will be democratically elected by its members.
- Decisions taken by the membership will be decided on a one member, one vote basis.
- The club will develop strong links with the local community and strive to be accessible to all, discriminating against none.
- The club will endeavour to make admission prices as affordable as possible, to as wide a constituency as possible.
- The club will encourage young, local participation – playing and supporting – whenever possible.
- The Board will strive wherever possible to avoid outright commercialism.
- The club will remain a non-profit organization.

POWERS

5. The Club may achieve the Club's 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 Club's Objects.
6. In order to achieve the Club's Objects, the Club may either itself or through a subsidiary company or society acting under its legal control:
 - 6.1. buy, sell and lease property;
 - 6.2. borrow;
 - 6.3. grant security over its property and assets;
 - 6.4. establish, promote and maintain for the purposes of the Club any lawful fundraising scheme;
 - 6.5. award pensions, allowances, gratuities and bonuses to past and present employees (including their dependents and people connected with them) of;
 - 6.5.1. the Club;
 - 6.5.2. any successor body of the Club; and
 - 6.5.3. any subsidiary company or society of the Club;
 - 6.6. 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 the preceding sub-paragraph;
 - 6.7. indemnify or take out and maintain insurance for the benefit of people who are or were:
 - 6.7.1. members of the Club Board; or
 - 6.7.2. officers; or
 - 6.7.3. employees; or
 - 6.7.4. trustees of a pension fund,of the Club or any subsidiary company or society of the Club against any liability which they may have as a result of their involvement with the Club or its subsidiaries;
 - 6.8. so far as permitted by these Rules take out and maintain insurance against any risks to which the Club may be exposed;



- 6.9. co-operate with other supporters' organisations, co-operatives and societies conducted for the benefit of the community at local, national and international levels; and
- 6.10. do anything else which is necessary or expedient to achieve its Objects.

APPLICATION OF SURPLUS

- 7. The profits or surpluses of the Club are not to be distributed either directly or indirectly in any way whatsoever among members of the Club but shall be applied:
 - 7.1. to maintain prudent reserves; and
 - 7.2. on expenditure to achieve the Club's objectives.

INTEREST ON SHARE CAPITAL

- 8. The surpluses of the Society are also not to be distributed either directly or indirectly in any way whatsoever among members of the Society but shall be applied to pay interest on or repaying issued share capital in accordance with the provisions of these Rules.

ASSET LOCK

- 9. In this Rule only, the Club is referred to as "the Society".

Restriction on use: Pursuant to regulations made under section 29 of the Co-operative and Community Benefit Societies Act 2014:

All of the Society's assets are subject to a restriction on their use.

- 9.1. The society must not use or deal with its assets except:
 - 9.1.1. where the use or dealing is, directly or indirectly, for the purpose that is for the benefit of the community;
 - 9.1.2. to pay a member of the Society the value of their withdrawable share capital or interest on such capital;
 - 9.1.3. to make a payment pursuant under section 36 (payments in respect of persons lacking capacity), 37 (nomination by members of entitlement to property in Society on member's death) or 40 (death of a member: distribution of property not exceeding £5,000) of the Co-operative and Community Benefit Societies Act 2014;
 - 9.1.4. to make a payment in accordance with the rules of the Society to trustees of the property of bankrupt members or, in Scotland, members whose estate has been sequestrated;
 - 9.1.5. where the Society is to be dissolved or wound up, to pay its creditors; or
 - 9.1.6. to transfer its surplus assets to one or more of the following:
 - 9.1.6.1. a prescribed Community Benefit Society whose assets have been made subject to a restriction on use and which will apply that restriction to any assets so transferred;
 - 9.1.6.2. a community interest company;



- 9.1.6.3. a registered social landlord which has a restriction on the use of its assets which is equivalent to a restriction on use and which will apply that restriction to any assets so transferred;
- 9.1.6.4. a charity (including a community benefit society that is a charity); or
- 9.1.6.5. a body, established in Northern Ireland or a State other than the United Kingdom, that is equivalent to any of those persons.

9.2. Any expression used in this Rule which is defined for the purposes of regulations made under section 29 of the 2014 Act shall have the meaning given by those regulations.

MEMBERSHIP

- 10. The members of the Club are the people whose names are entered in the register of members. The first members are the people who sign these Rules in applying for registration.
- 11. Membership is open to any individual, unincorporated body, firm, partnership or corporate body who or which:
 - 11.1. is a supporter of the Club;
 - 11.2. has an interest in the game of association football in the Area and is in sympathy with the Club's Objects;
 - 11.3. agrees to take an active interest in the operation and development of the Club and its business;
 - 11.4. agrees to respect commercial confidentiality in relation to business decisions of the Club; and agrees to be bound by the Club's equality statements, safeguarding policy and codes of conduct; and
 - 11.5. agrees to be bound by these Rules and by Rules 3 and 7 in particular.

The Club Board shall have power to refuse membership to any person who does not, in the opinion of the Club Board, meet these requirements. All members must join under their legal name. Any membership found to be registered under a false name or pseudonym will be subject to cancellation, and voting rights may be revoked.

- 12. Every member holds one ordinary share in the capital of the Club. No member may hold more than one ordinary share in the Club either individually or jointly
- 13. The Club Board will decide and issue a form of application for membership. Members are to pay an annual subscription of such reasonable sum as the Club Board shall decide, the first payment to be made at the time of application for membership. The sum of £1 from the first payment shall be applied to purchase an ordinary share in the Club.
- 14. The Club Board will have the power to offer associate or affiliate status with or without payment or subscription to corporate or unincorporated bodies which support the aims of the Club. The Club may designate a share in the capital of the Club as being held on behalf of any unincorporated organisation but no-one shall be entitled to vote at any general meeting of the Club who is not a registered holder of a fully paid up share of the Club.
- 15. A corporate body, unincorporated body, partnership or firm which is a member may by resolution of its governing body appoint any person it thinks fit to be its deputy and revoke such an appointment.



A copy of any such resolution signed by two members of the governing body and in the case of a local authority by the authorised officer of the Council shall be sent to the Secretary of the Club. The deputy will be entitled to exercise all rights of membership on behalf of the corporate body including seeking election as an officer and speaking and voting at any general meeting. References in these Rules to a member being present in person include members which are corporate bodies being present through their deputy. No person may act as deputy for more than one corporate body or firm which is a member.

16. Members of the Club aged under 16 may not:
 - 16.1. hold an ordinary share in the Club; nor
 - 16.2. be a member of the Board of Directors; nor
 - 16.3. vote at a general meeting, either in person or by proxy; nor
 - 16.4. vote in any election to the Board of Directors.
17. No person under the age of 16 may be an officer of the Club.

SHARES

18. The Club has ordinary shares and may have Community Shares in accordance with the provisions set out in Rule 23.
19. The following provisions apply to shares in the Club:
 - 19.1. shares shall be withdrawable only in accordance with the provisions of these Rules;
 - 19.2. shares shall not be transferable except on death or bankruptcy or with the consent of the Club Board;
 - 19.3. application for shares shall be made to the Board of the Club who shall allot to members, upon their admission, the share or shares for which they have applied provided that the total number of shares allotted to any member shall not exceed the maximum shareholding permitted by these Rules or by law; and
 - 19.4. shares shall be paid for in full on allotment.

ORDINARY SHARE PROVISIONS

20. The ordinary shares of the Club shall be of the nominal value of £1.00.
21. If a member ceases to be a member, the ordinary 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 Club.
22. Ordinary shares shall not be withdrawable and do not carry any rights to interest, dividend or bonus.

COMMUNITY SHARE PROVISIONS

23. In order to fund its business, the Club may issue Community Shares. Community Shares may be issued in such denomination and upon such terms as the Club Board shall decide, subject to the Rules, and in particular the following provisions:
 - 23.1. Community Shares shall not be withdrawable except with the consent of the Club Board;



- 23.2. the Club Board may specify a date or dates on which Community Shares may be withdrawn and may make provision for the withdrawal of different issues of shares on different dates;
- 23.3. the Club Board may pay interest to holders of Community Shares as compensation for the use of such funds, but the rate of interest shall be no higher than the Club Board considers to be necessary to attract the funding needed for the business of the Club and shall not in any event be higher than 2% above clearing bank base rate from time to time. The rate may vary within these limits between different issues of shares;
- 23.4. no withdrawal of Community Shares or payment of interest on them shall be made except from trading surpluses and any withdrawal or payment shall be at the discretion of the Club Board having regard to the long-term interests of the Club, the need to maintain prudent reserves and the Club's primary commitment to community benefit;
- 23.5. Community Shares may only be issued to members;
- 23.6. on the solvent dissolution or winding up of the Club, holders of Community Shares shall have no financial entitlement beyond payment of outstanding interest and repayment of paid-up share capital; and
- 23.7. Community Shares are not transferable, other than in the event of death, or in exceptional circumstances as determined by the Club Board.

REMOVAL OF MEMBERS

- 24. A member shall cease to be a member if they:
 - 24.1. fail after written demand to pay their annual subscription;
 - 24.2. die (in the case of an individual);
 - 24.3. cease to exist (in the case of a corporate body, unincorporated body, firm or partnership);
 - 24.4. are the nominee of an unincorporated body or firm which is wound up or dissolved;
 - 24.5. are the nominee of an unincorporated organisation or firm which removes or replaces them as nominee;
 - 24.6. are not the holder of a fully paid up share;
 - 24.7. are expelled under these Rules; or
 - 24.8. withdraw from membership by giving at least one months written notice to the Secretary.
- 25. A member may be expelled for conduct prejudicial to the Club in accordance with any Disciplinary Policy adopted by the Club.

ORGANISATION

- 26. The powers of the Club are to be exercised by the members and the Club Board as set out in the Rules which follow.

RIGHTS AND POWERS OF MEMBERS

- 27. 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. Every member shall be entitled to vote at a general meeting, in accordance with the most recent Elections Policy to have been approved by the membership, providing that they have been a



member of the Club for a continuous period beginning with the day 28 days before the date on which the meeting was originally scheduled to be held.

28. The members may by a resolution carried by not less than two-thirds of the members voting in person or by proxy at a general meeting but not otherwise give directions to the Club Board. A member wishing to propose a members' resolution for consideration at a general meeting shall give notice in writing to the Secretary of such wish, the justification for and the form and content of the resolution, not later than noon 45 days before that meeting is to be held. Such notice shall not be effective unless signed by the proposer and 5 other members. The following provisions apply to any directions given.

28.1 Any direction must:

28.1.1. be consistent with these Rules and with the Club's contractual, statutory and other legal obligations; and

28.1.2. not affect the powers and responsibilities of the Club Board under Rule 29.

28.2. Any person who deals with the Club in good faith and is not aware that a direction has been given may deal with the Club on the basis that no decision has been given.

28.3 For a period of 10 days after the closure date for resolutions and members' votes, a standing subcommittee of members in conjunction with the Club Secretary and the board member for governance, will meet to consider the consolidation of all motions on a similar theme which if passed would negate each other. In doing so, the committee will seek agreement from all proposer signatories to the relevant motions.

Where agreement is gained, the original motions will be withdrawn with the consent of all proposers, and the consolidated motion will go forward to the General Meeting. A consolidated resolution or members' vote shall be treated as any other resolution or members' vote;

Where consent from all the proposers of motions subject to consolidating cannot be obtained, but there is a majority of the proposers in favour of consolidation, the motions will be consolidated;

The proposers supporting the consolidated motions will have their names removed from the original motions and appended to the consolidated motion;

Where a minority of the proposers of the motion so consolidated do not agree with this action, they may proceed with the motion in its original form, subject to the rule governing resolutions and members votes i.e. that the motion is supported by a minimum of 5 members; and

If no agreement on consolidation can be reached, the relevant motion or motions will proceed to the GM as originally drafted.

DUTIES AND POWERS OF CLUB BOARD, DELEGATION TO COMMITTEES AND WORKING GROUPS

29. The Club Board is to ensure that the business of the Club is conducted in accordance with these Rules and with the interests of the community and in accordance with the Board Membership and Conduct Policy adopted by the Club. The Club Board:

29.1. may exercise all the Club's powers which are not required by these Rules or by statute to be exercised by the Club in a general meeting;



- 29.2. may delegate any of its powers to committees (provided that the membership of each committee includes at least one Club Board member) as it thinks fit who shall, in the function entrusted to them, conform in all respects to the instruction given to them by the Club Board. The following provisions apply to any such delegation:
- 29.2.1. any delegation may be revoked and its terms may be varied;
 - 29.2.2. The Club Board will approve the Chair of each committee. The Chair may be any member of the Club who is deemed capable by the Club Board of acting as Chair under their supervision. The Club Board shall decide and approve and produce a public, written record of the scope of each committee. The Club Board shall delegate to the Chair of a committee appropriate budgets for each committee where deemed necessary.
 - 29.2.3. Specific policy related to the structure of the Club's committees shall be detailed in a separate Committees Policy.
- 29.3. The Club Board may also establish working groups, if considered appropriate, to assist it in carrying out its business. Working groups may make;
- 29.3.1. recommendations to the Club Board, provide the Club Board with information, and carry out such operations as are delegated to them on behalf of the Club Board, including powers reserved for the Club Board under these rules that have been properly delegated to a working group.
 - 29.3.2. Working groups may hold such meetings as they consider are necessary to carry out their business. The Chair of each working group shall be responsible for ensuring that minutes are taken at each meeting and will submit these to the Club Board. If the Chair of a working group is not present at a meeting the group will elect another member to chair that meeting and must record this in the minutes.

GENERAL MEETINGS

30. The Club shall, within six months of the end of the financial year, hold a general meeting of the members as its Annual General Meeting and shall specify the meeting as such in the notices calling it. The first Annual General Meeting may be called by the Club Board at any time within this period. The Club is to ensure that all general meetings are accessible so as to encourage participation in them by members. All general meetings are to be held in accordance with the Club's Standing Orders for General Meetings, which shall be determined by the Board of Directors.
31. The business of an Annual General Meeting shall normally comprise, where appropriate:
- 31.1. the receipt of the accounts and balance sheet and of the reports of the Club Board and auditor (if appointed);
 - 31.2. the appointment of an auditor (if an auditor is to be appointed);
 - 31.3. the election of the Club Board or the results of the election if held previously by ballot;
 - 31.4. the application of surplus;
 - 31.5. the transaction of any other business included in the notice convening the meeting;



- 31.6. a proposal by Board to change playing kits for the following season, in accordance with the relevant policy on kit changes

The business of any general meeting (including the Annual General Meeting) shall comprise;

- 31.7. consideration of any members' resolution, notice of which has been given to the Secretary in accordance with Rule 28;
 - 31.8. consideration of any resolution proposed by the Board; and
 - 31.9. consideration of any other business relating to the affairs of the Club which any member or the Board may wish to raise, but no resolution may be put to the vote of the meeting under this item.
- 32. The club is to hold at least two general meetings a year. One of those general meetings shall be the Annual General Meeting which will be held within 6 months of the end of each financial year.
 - 33. The Secretary, at the request of the Board of Directors, may convene a general meeting of the Club. The purpose of the general meeting shall be stated in the application and notice of the meeting.
 - 34. The Board of Directors, upon an application by not less than 100 members or 10% of the membership, whichever is the lower, delivered to the Club's registered office, shall convene a Special General Meeting. The purpose of the Special General Meeting shall be stated in the application and notice of the meeting. No business other than that stated in the notice of the meeting shall be conducted at the meeting.
 - 35. A Special General Meeting 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.
 - 36. If, within one month from the date of the receipt of the application, the Club Board has not convened a Special General Meeting, any three members of the Club acting on behalf of the signatories to the application may convene a Special General Meeting and shall be reimbursed by the Club for any reasonable and necessary costs incurred in convening such a meeting.
 - 37. Notice of a general meeting is to be given either:
 - 37.1. where a member has agreed to receive notice in this way, by such electronic means as the Society Board shall decide at least 21 clear days before the date of the meeting. The notice must:
 - 37.2. be given to all members and to the members of the Club Board and to the auditors (if appointed);
 - 37.3. state whether the meeting is an Annual, General or Special General Meeting;
 - 37.4. give a time, date and a place of the meeting; and
 - 37.5. indicate the business to be dealt with at the meeting.
 - 38. Any notice to a member may be given either:
 - 38.1. personally;
 - 38.2. by sending it by post in a prepaid envelope addressed to the member at their registered address;
 - 38.3. by leaving it at that address; or



- 38.4. if a register of e-mail addresses is maintained by the Club and the member has notified the Club of an e-mail address, by e-mail to their registered e-mail address.

Notices or communications sent by first class post to members at their registered address are deemed to have been duly served 48 hours (excluding Sundays) after being posted. Proof that an envelope containing a notice was properly addressed, prepaid and posted shall be conclusive evidence that the notice was given. The proceedings at a general meeting are not invalid if:

38.5. there has been an accidental omission to send a notice to a member or members; or

38.6. the notice is not received by a member or members.

39. A member present either in person or by proxy at any meeting of the Club shall be deemed to have received notice of the meeting and, where requisite, of the purposes for which it was called.
40. Before a general meeting can do business there must be a quorum present. Except where these Rules say otherwise a quorum is 20 members or 10% of the members entitled to vote at the meeting whichever is lower.
41. The Club Board may decide where a general meeting is to be held which includes the power to hold the meeting virtually.
42. An auditor appointed in accordance with these Rules shall be entitled to attend general meetings of the Club and to receive all notices of and communications relating to any general meeting which any Member of the Club is entitled to receive. The auditor (if appointed) shall be entitled to be heard at any meeting on any part of the business of the meeting which is of proper concern to an auditor.
43. The Chair shall facilitate general meetings. If they are absent or unwilling to act at the time any meeting proceeds to business, then another Club Board member shall facilitate the meeting. If no other Club Board member is present or willing to act, the members present shall choose either one of their number or an independent person recommended by the Club Board to be the Chair for that meeting. If a quorum is not present within half an hour of the time the general meeting was due to commence, or if during a meeting a quorum ceases to be present, the Chair must adjourn the meeting for at least 7 days. If within half an hour of the time the adjourned meeting was due to commence a quorum is not present, the Members present shall constitute a quorum.
44. The Chair of a general meeting may adjourn the meeting whilst a quorum is present if:
- 44.1. The meeting consents to that adjournment; or
- 44.2. It appears to the Chair that an adjournment is necessary to protect the safety of any persons attending the meeting or to ensure that the business of the meeting is conducted in an orderly manner.
45. When adjourning a meeting the Chair must specify the date, time and place to which it will stand adjourned or that the meeting is to continue at a date, time and place to be fixed by the Club Board.
46. If the meeting is adjourned for 14 days or more, at least 7 clear days' notice of the adjourned meeting shall be given in the same manner as the notice of the original meeting.
47. No business shall be transacted at an adjourned meeting other than business which could properly have been transacted at the meeting if the adjournment had not taken place.
48. Each member shall have one vote on any question to be decided in a general meeting providing that they have been a member of the Club for a continuous period beginning with the day 28 days before the date on which the meeting was originally scheduled to be held.



49. A resolution put to the vote at a general meeting shall be decided on a show of hands unless a paper ballot is demanded in accordance with these Rules. Unless a paper ballot is demanded, a declaration by the Chair that a resolution has, on a show of hands, been carried or lost recorded in the minutes of the proceedings of the general meeting shall be conclusive evidence of the fact without proof of the number or proportions of the votes recorded in favour or against such resolution.
50. In the case of equality of votes whether on a show of hands or a poll, the Chair shall not have a second or casting vote and the resolution shall be deemed to have been lost.

RESOLUTIONS

51. Subject to the 2014 Act, decisions at general meetings shall be made by passing resolutions:
- 51.1 The following decisions must be made by extraordinary resolution:
- 51.1.1 Any amendment to the Club's Rules (including the addition of new rules);
- 51.1.2 The decision to wind up the Club.
- 51.2 Save as otherwise provided by these Rules, all other decisions shall be made by ordinary resolution.
52. An extraordinary resolution is one passed by a majority of not less than 75% of votes cast at a general meeting and an ordinary resolution is one passed by a simple majority of votes cast.
- Resolutions may be passed at general meetings or by written resolution. A written resolution may consist of several identical documents signed by one or more members. For the avoidance of doubt members may vote on a resolution by way of postal ballot or using a secure online voting system. The Society Board shall take the steps necessary to facilitate voting in such a manner including setting out the full text of the resolution(s) to be considered and providing clear instructions to the members on how to cast their votes.
53. A proxy may be appointed and the appointor may instruct the proxy to vote in a particular way or as they think fit. A proxy is to be appointed as follows:
- 53.1 in writing;
- 53.2 in any usual form or any other form which the Club Board may approve;
- 53.3 under the hand of the appointor, or of their attorney duly authorised in writing; and
- 53.4 by depositing the appointment document at the registered office of the Club or at such other place within the United Kingdom as the Club shall specify not less than two clear days before the day fixed for the meeting at which the proxy is authorised to vote. 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 Club Board is to be lodged with the appointment document.
54. If this procedure is not followed the appointment of the proxy will be invalid.
55. The following further rules apply to proxies:
- 55.1 No person other than the Chair of the meeting can act as proxy for more than 3 members.
- 55.2 Any question as to the validity of a proxy is to be determined by the Chair of the meeting whose decision is to be final.



55.3 A proxy need not be a member of the Club

56. A vote given by proxy, or by the duly authorised deputy of a corporate body, a firm, an unincorporated body or a partnership, shall be valid unless notice of termination of the authority is received by the Club 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.
57. 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 THE CLUB BOARD

58. The Club shall have a Board of Directors comprising not less than 2 and not more than 7 persons.
59. Only members of the Club who are aged 16 years or more may serve on the Board of Directors.
60. Elected Directors shall be elected only in accordance with the Election Policy adopted by the Club.
61. Members of the Club Board of Directors will normally serve for periods of three years in accordance with the Board Membership and Conduct Policy. Board members are limited to serving three consecutive three-year terms, and at the end of this period are required to stand down for a minimum of one year before seeking further re-election.
62. No person can be considered for election to the Club Board who has not been a member of the club in the two consecutive seasons preceding the General Meeting at which they stand for election to the board

Members wishing to be considered for election to the Club Board should be endorsed by 5 other members who, in granting their endorsement, state that to the best of their knowledge the member seeking election to the Club Board fulfils the criteria set out in these rules.
63. New Directors shall be elected in accordance with the Club's Election Policy including by authenticated electronic means and postal ballot.
64. The Club Board may at any time appoint any member of the Club or the representative of an organisation which is a member to fill a casual vacancy in the Board of Directors. A casual vacancy shall be deemed to exist if the number of Directors should drop below the maximum prescribed in these Rules. A director appointed in accordance with this rule shall stand down at the next Annual General Meeting.
65. The Club Board may co-opt external Directors to the Club Board in addition to the number of Directors specified in these Rules provided that at all times the total number of external Directors and members co-opted under this Rule shall be in the minority. A Director co-opted in accordance with this Rule shall serve for a fixed period determined by the Club Board at the time of co-option, subject to a review at least every twelve months, may be removed from office at any time by a resolution passed by a majority of the members of the Club Board, and may be remunerated in an amount (to be disclosed in the published accounts) from time to time, as fixed by the Club Board. External Directors shall be selected by virtue of their specialist skills and experience considered to be of benefit to the Club.



66. In the event that the size of the Club Board should drop below the minimum number of members prescribed in these Rules, the Directors may act to increase their number or to call a General Meeting of the Club, but for no other purpose.
67. In the event that the Club's Board should drop to zero, a working party of members can be formed to act to call a General Meeting of the Club in order for members to elect a new Board, but for no other purpose.
68. The Club Board shall ensure that the business of the Club is conducted in accordance with these Rules and with the interests of the community and in accordance with any policies or procedures adopted by the Club.

CLUB BOARD MEETINGS

69. Any two Directors may, and the Secretary on the requisition of a Director shall, call a meeting of the Board of Directors by giving seven days notice of the meeting to all Directors. Notice of any meeting of the Board of Directors must indicate the date, time and place of the meeting and, if the Directors participating in the meeting will not be in the same place, how they will communicate with each other
70. The Board of Directors may meet together for the despatch of business, adjourn and otherwise regulate their meetings as they think fit, but must meet a minimum of four times in a calendar year. All Board meetings are to be held in accordance with the Club's Standing Orders for Board Meetings, which shall be determined by the Board of Directors
71. A Director is able to exercise the right to speak at a meeting of the Board of Directors and is deemed to be in attendance when that person is in a position to communicate to all those attending the meeting. The Directors may make whatever arrangements they consider appropriate to enable those attending a meeting of the Board of Directors to exercise their rights to speak or vote at it including by electronic means. In determining attendance at a meeting of the Board of Directors, it is immaterial whether any two or more Directors attending are in the same place as each other.
72. Questions arising at any meetings shall be decided by a majority of votes cast. For the avoidance of doubt, abstentions are not to be classed as votes cast. In the case of an equality of votes the Chair shall have a casting vote
73. A written resolution, circulated to all Directors and signed by a simple majority of Directors, shall be valid and effective as if it had been passed at a Club Board meeting duly convened and held. A written resolution may consist of several identical documents signed by one or more Directors.
74. The Board of Directors may, at its discretion, invite other persons to attend its meetings with or without speaking rights and without voting rights. Such attendees will not count toward the quorum.

QUORUM

75. The quorum necessary for the transaction of business at a meeting of the Board of Directors shall be 50% of the Directors or 2 Elected Directors, whichever is the greater.
76. If at any time the total number of Directors in office is less than the quorum required, the Directors must not take any decisions other than to appoint further Directors or to call a general meeting so as to enable the members to appoint further Directors.



DECLARATION OF INTEREST

77. A Director shall declare an interest in any contract or matter in which s/he has a personal, material or financial interest in accordance with the Club's Board Membership and Conduct Policy.

EXPENSES

78. The Club may pay any reasonable expenses in accordance with the Club's Board Membership and Conduct Policy.

TERMINATION OF A DIRECTOR'S APPOINTMENT

79. A Club Board member may be removed from office by a resolution carried by the votes of not less than three quarters of the members present in person or by proxy and voting on a poll at an annual or special general meeting of the Club of which notice has been duly given. A Club Board member may be suspended from office by a resolution of the other members of the Club Board on the grounds of conduct detrimental to the interests of the Club subject to such Club Board member having been provided with a fair opportunity to be heard. Such suspension shall be for a period not exceeding four months.
80. The following provisions shall apply:
- 80.1. A person ceases to be a Director of the Club as soon as one of the matters listed in the Board Membership and Conduct Policy as bringing a directorship to an end applies.
- 80.2. If the Chair receives a written complaint identifying the complainant and alleging conduct by a Director that in the Chair's reasonable opinion could constitute a serious breach of the code of conduct for Directors, the Chair may suspend the Director concerned during a reasonable period for investigation. Where the Chair is absent, unable or unwilling to act, or the complaint is about the Chair, then the other Directors may exercise the power to suspend the Chair or a Director in the same circumstances. The Director concerned must be immediately notified in writing either by the Secretary or by the Chair of any suspension which will be effective from the date of notice and continue until any investigation and decision-making process concerning the complaint is concluded.
- 80.3. The Board or such committee as the Board may appoint shall then consider the matter having taken such steps as it considers appropriate to ensure that any relevant Director's point of view is heard and may either:
- 80.3.1. dismiss the matter and take no further action; or
- 80.3.2. for a period not exceeding twelve consecutive months suspend the rights of the Director complained of to attend Board meetings and vote under these Rules; or
- 80.3.3. arrange for a resolution to remove from office the Director complained of, to be considered at the next Board meeting.

OFFICERS AND CHAIR

81. The Club Board may elect from among their own number a Chair, Treasurer and such other officers as they may from time to time decide in accordance with the Club's Board Membership and Conduct Policy. These officers shall have such duties and rights as may be



bestowed on them by the Club Board or by statute and any officer appointed may be removed by the Club Board.

The Chair shall facilitate meetings of the Board of Directors. If they are absent or unwilling to act at the time any meeting proceeds to business, then the Directors present shall choose one of their number to be the Chair for that meeting. The appointment of a Chair shall be an item of business at the meeting.

SECRETARY

82. The Board of Directors shall appoint a Secretary of the Club for such term at such remuneration and upon such conditions as they think fit. Any Secretary so appointed may be removed by them. A provision of the Act or these Rules requiring or authorising a thing to be done by or to a Club Board member and the Secretary shall not be satisfied by its being done by or to the same person acting in both capacities. The secretary should monitor the conduct of the Club's affairs to ensure that they are conducted in accordance with these rules, including the publishing of relevant information to members.

FINANCIAL AUDIT

83. The Club Board shall in respect of each year of account ending on June 30th;
- 83.1 ensure that a revenue account or revenue accounts are prepared which:
- 83.1.1 deal with the affairs of the Club and any subsidiary company or society as a whole for that year; and
- 83.1.2 give a true and fair view of the income and expenditure of the Club and any subsidiary society or company for that year.
- 83.2 ensure that a balance sheet giving at that date a true and fair view of the state of the affairs of the Club and any subsidiary company or society is prepared.
84. The Club Board is to lay a revenue account and balance sheet duly audited and signed by the auditor (if appointed) and incorporating the report of the auditor (if appointed) thereon before each Annual General Meeting, accompanied by a report by the Club Board on the position of the affairs of the Club, as the case may be. Every revenue account and balance sheet published is to be signed by the Secretary and by two Club Board members acting on behalf of the Club Board.
85. The Club Board is not to cause to be published any balance sheet unless (if an auditor has been appointed) it has previously been audited by the auditor and it incorporates a report by the auditor that it gives a true and fair view of the income and expenditure, or the state of affairs of the Club, as the case may be. Every revenue account and balance sheet published by is to be signed by the Secretary and by two Club Board members acting on behalf of the Club Board.
86. A qualified auditor must be appointed to audit the Club's account and balance sheet for each financial year. In this Rule "qualified auditor" means a person who is a qualified auditor under Section 91 of the Act.
87. The auditor shall, in accordance with Section 87 of the Act, make a report to the Club on the accounts examined by the auditor and on the revenue account or accounts and the balance sheet of the Club for the year in question.
88. None of the following people can be appointed as auditor for the Club:
- 88.1 an officer or servant of the Club; or



88.2 a person who is a partner or close relative of or in employment or who employs an officer or servant of the Club.

89. Save as provided in this Rule any appointment of an auditor is to be made by resolution of a general meeting of the Club. The exceptions are:

89.1 the first appointment of an auditor is to be made within three months of the registration of the Club and is to be made by the Club Board if no general meeting of the Club is to be held within that time.

89.2 the Club Board may appoint an auditor to fill any casual vacancy occurring between general meetings of the Club.

90. An auditor appointed to audit the accounts and balance sheet of the Club for the preceding year of account (whether by a general meeting or by the Club Board) is to be re-appointed as auditor of the Club for the current year of account (whether or not any resolution re-appointing them has been passed) unless:

90.1 a resolution has been passed at a general meeting of the Club appointing somebody instead of them or providing expressly that they are not to be re-appointed; or

90.2 they have given to the Club notice in writing of their unwillingness to be re-appointed; or

90.3 they are not permitted by these Rules to be the auditor; or

90.4 they have ceased to be an auditor of the Club by reason of incapacity; or

90.5 proper notice of an intended resolution to appoint another person in their place has been given but the resolution cannot be preceded with because of the health or incapacity of that other person.

91. A resolution at a general meeting of the Club:

91.1 appointing another person as auditor in place of a retiring auditor; or

91.2 providing expressly that a retiring auditor is not to be re-appointed

will not be effective unless notice of the intention to move it has been given to the Club 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:

91.3 the Club will send a copy of the notice to the retiring auditor;

91.4 if it is practicable to do so the Club will give notice of the intended resolution to the members with notice of the meeting;

91.5 if that is not practicable, the Club 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 Club conducts its business; and

91.6 if the retiring auditor makes any representations in writing to the Club in response to the notice or notifies the Club that they intend to make such representations, the Club will notify the members as required by Section 95 of the Act.]



- 91.7 in any year of account, the Club shall not be required to appoint auditors if it is exempt under the Act and has disapplied the obligation to do so in accordance with the Act.
- 91.8 in any such year, an Independent Examination shall be carried out and all references in Rules 31, 37, 42 and 89 to “auditor(s)” and “audited” shall be read as “Independent Examiner” and “Independently Examined” respectively and Rules 88, 89, 90, 91, 92 and 93 shall not apply.
- 91.9 for the first year of account, provided the Club is exempt from the requirement to appoint auditors in accordance with the Act, the Club Board may resolve, by a majority of at least three-quarters, to disapply the obligations to do so in accordance with the Act.
- 91.10 for the first year of account, where the Club Board has disapplied the obligation to appoint auditors in Rule 93.7, this decision must be ratified by the members so resolving by the appropriate margins laid down under the Act at the First Annual General Meeting. Should the resolution to ratify not be passed, then auditors must be appointed and the first Annual General Meeting adjourned until the earliest practicable date at which audited accounts can be presented.
- 91.11 for any year of account after the first, any decision to disapply the requirement for audit must be passed by the appropriate margins laid down under the Act at the Annual General Meeting prior to the Annual General Meeting at which the accounts for the year in question are to be laid before members.

ANNUAL RETURNS

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

AMENDMENT TO RULES

- 94. Unless these Rules say otherwise any Rule may be altered or rescinded, or any new Rule may be made, by extraordinary resolution. No change to these Rules shall be valid until registered, notwithstanding the Football Association Limited having given their approval in writing further to Rule 96 below.
- 95. In the case of this Rule, Rule 3 and Rule 7 the quorum at any general meeting 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 Club 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 Club has more than 200 but less 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 Club has more than 1000 members when the meeting is called. Rule 9 may not be amended or rescinded.
- 96. No proposed alterations to these Rules shall be effective unless the proposed alteration has been approved in writing by the Football Association Limited 14 days or more before the day on which the alteration is proposed to take place.

CHANGES TO THE CONSTITUTION OF THE CLUB

- 97. The Act provides that the Club may by special resolution as defined in the Act:
 - 97.1 amalgamate with another society or a company registered under the Companies Act;



- 97.2 transfer its engagements to another society or a company registered under the Companies Acts;
- 97.3 convert itself into a company registered under the Companies Acts.

The quorum at any general meeting 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 Registered Society trading for the benefit of the community and having provisions in its rules substantially identical to Rule 3, Rule 7, Rule 9 and this Rule

INVESTMENT AND BORROWING

- 98. The funds of the Club, may to the extent permitted by the law for the time being in force and with the authority of the Club Board, be invested:
 - 98.1 in the shares of any company or society;
 - 98.2 in any manner expressly authorised by the Act;but are not to be invested otherwise
- 99. The Club may borrow money on such terms as the Club Board shall authorise save that any borrowing that would require a significant proportion of the Club's turnover to be apportioned to repaying such borrowing, or that would use the assets of the Club (and/or any subsidiaries) as security for such borrowing, shall require the approval of the Club in a general meeting.
- 100. A duly appointed receiver or manager of the whole or part of the Club's property may assume such powers of the Club Board as they consider necessary to carry out their duties under the instrument of appointment.

DISSOLUTION

- 101. The Club may be dissolved by the consent of three-quarters of the members who sign an instrument of dissolution in the form provided by the Registrar or by winding-up in the manner provided by the Act.
- 102. Subject to Rule 9, if on the winding-up or dissolution of the Club there remains, after the satisfaction of all its debts and liabilities any property whatsoever the same is to be transferred to:
 - 102.1 a sporting charity or sporting charities operating in the Area and/or;
 - 102.2 one or more societies established for the benefit of the community operating in the Area; and/or
 - 102.3 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 Club shall be transferred to any other society unless that society has in its rules a rule substantially in the terms of this Rule.

INDEMNITY

- 103. Subject to the following Rule, any Director or former Director of the Club may be indemnified out of the Club's assets against:



- 103.1 Any liability incurred by that Director in connection with any negligence, default, breach of duty or breach of trust in relation to the Club;
- 103.2 Any liability incurred by that Director in connection with the activities of the Club in its capacity as a trustee of an occupational pension scheme;
- 103.3 Any other liability incurred by that Director as an officer of the Club.
- 104. The above Rule does not authorise any indemnity which would be prohibited or rendered void by any provision of law.
- 105. The Club Board may decide to purchase and maintain insurance, at the expense of the Club, for the benefit of any Director or former Director of the Club in respect of any loss or liability which has been or may be incurred by such a Director in connection with their duties or powers in relation to the Club or any pension fund or employees' share scheme (if established) of the Club

MISCELLANEOUS ADMINISTRATIVE PROVISIONS

- 106. The members and Directors of the Club shall so exercise their rights, powers and duties and shall where appropriate use their best endeavours to ensure that others conduct themselves so that the business affairs of the Club are carried out in accordance with the Rules and Regulations of the Football Association Limited for the time being in force.
- 107. The Club Board may make policies or procedures for the conduct of the Club's business and may where it considers it to be necessary or appropriate arrange for them to be ratified by members in general meeting. Details of all policies and procedures in force shall be made available to members.
- 108. Anything done in good faith by any meeting of the Club 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 has been duly appointed and was duly qualified to serve.
- 109. The Club will not be entitled to rely against other persons on any amendment to its Rules if the amendment had not been registered at the material time and the fact that the amendment had not been registered is not shown by the Club to have been known at that time to the person concerned.
- 110. The Club shall ensure that minutes are kept of all:
 - 110.1 proceedings at meetings of the Club; and
 - 110.2 proceedings at meetings of the Board of Directors and its sub-committees which include names of the Directors present, decisions made and the reasons for those decisions.
 - 110.3 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.
- 111. The Club's registered office is at Broadhurst Park, 310 Lighthowne Road, Moston, Manchester, M40 0FJ. The Club will keep at the registered office:
 - 111.1 a register in which the Secretary is to enter the following particulars:
 - 111.1.1 the name and postal and electronic addresses of the members;



- 111.1.2 details of the share held by each member and the amount paid or agreed to be considered as paid for that share;
 - 111.1.3 a statement of other property in the Club whether in loans or loan stock held by each member;
 - 111.1.4 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;
 - 111.1.5 details of any deputy appointed by any corporate member;
 - 111.1.6 the names and addresses of the members of the Club Board with the offices held by them and the dates on which they assumed office.
- 111.2 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 Rules 111.1.2 and 111.1.3.
- 111.3 a register of the holders of loan stock in which the Secretary is to enter such particulars as the Club Board direct and register all transfers of loan stock;
- 111.4 a register in which the Secretary is to enter such particulars of all mortgages and charges on land of the Club as the Club Board directs.
- 112. Subject to the provisions of the Data Protection Act 2018, the registers are to be maintained by the Club and may be kept in electronic form.
- 113. The Club is to comply with any guidance issued by the Football Supporters' Association in relation to the maintenance of records.
- 114. 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 Club.
- 115. The Club is to keep proper books of account with respect to its transactions and to its assets and liabilities in accordance with Sections 75 and 76 of the Act.
- 116. Members are entitled to inspect:
 - 116.1 their own account;
 - 116.2 the duplicate register.at the registered office at any reasonable time.
- 117. The Secretary is to deliver a copy of these Rules to every person on demand on payment of an amount fixed by the Club Board subject to the statutory maximum.
- 118. No change in the address of the registered office is valid until registered by the Registrar. The Secretary shall notify the Registrar in the form prescribed.
- 119. The registered name of the Club is to be displayed on the outside of the registered office and every other office or place in which the business of the Club is carried out. The registered name of the Club is also to be mentioned in all legible characters in all:
 - 119.1 business letters, notices, advertisements and other official publications
 - 119.2 bills of exchange, promissory notes, endorsements, cheques and orders for money or goods purporting to be signed by or on behalf of the Club



119.3 bills, invoices, receipts and letters of credit of the Club.

120. The Club is registered under the Act as a community benefit society.

121. For the avoidance of doubt the Club shall not engage in any activity by virtue of any of these Rules that would require a permission from the Financial Conduct Authority (or any body that succeeds its function) to carry on that regulated activity without first having applied for and obtained such permission.

DISPUTES

122. Every unresolved dispute which arises out of these Rules between the Club and:

122.1 a member; or

122.2 any person aggrieved who has ceased to be a member within the six months prior to the date of the dispute; or

122.3 any person claiming through such member or person aggrieved; or

122.4 any person bringing a claim under the Rules of the Club; or

122.5 an officer of the Club

is to be submitted to an arbitrator agreed by the parties or nominated by the Chief Executive (or equivalent) of the Football Supporters' Association. The arbitrator's decision will be binding and conclusive on all parties.

123. Any person bringing a dispute must deposit with the Club the sum of £500 or such other reasonable sum as the Club Board shall decide. The arbitrator will decide how the costs of the arbitration will be paid and what should be done with the deposit.

ADVERTISING

124. The clothing (ie playing kit) of players representing the Club shall not include any advertising thereon, except as follows, which shall not be considered to be advertising;

124.1 The trade mark (or logo) and/or name of the clothing manufacturer or a combination of the same

124.2 The emblem of the club (ie badge, name, initials or nickname, or a combination of such

124.3 Players' numbers and/or (where association, league, and/or competition rules permit) the players names

124.4 Subject to having obtained (where applicable) the prior permission from the appropriate authority, the recognized badge or emblem of the appropriate association, league and/or competition, where the rules of the association, league and/or competition require such a badge or emblem to be placed on the Club's playing kit

124.5 Any advertising, badge, logo or other mandated by the appropriate authority as a requirement for participation in that competition

CLUB COLOURS AND PLAYING KITS



125. The club's home kit will consist of a predominantly red shirt, either white or black shorts and either white or black socks.

The design of the shirt will be selected in accordance with any other relevant rule or resolution relating to the process for the selection of a new kit, and in accordance with the established home and away kit rotation.

This kit will ordinarily be worn for all club home fixtures, save for exceptions as described in rule number 125.3.

- 125.1 The club's second and third change kits will consist of a shirt of an alternative colour (i.e. other than red) and shorts and socks of any colour.

The design of the shirt will be selected in accordance with any other relevant rule or resolution relating to the process for the selection of a new kit, and in accordance with the established home and away kit rotation.

The colours used must comply with any league or FA regulations that may place restrictions on them.

- 125.2 The goalkeeper's kit will consist of another strip of alternative colours, generally as supplied by the kit manufacturer. The colours used must comply with any league or FA regulations that may place restrictions on them

- 125.3 In exceptional circumstances the second or third change kits, or kits from a previous season, may be used for a home fixture, either in full or as a combination thereof.

Such circumstances include, but are not necessarily limited to:

- a) a lack of the current season's kit being available for all teams,
- b) temporary unavailability of clean kit due to fixture congestion,
- c) for the purposes of recognising/commemorating a special event such as a charity awareness day or an historic club or civic event,
 - i. such a decision should be ratified by the Club Board,
- d) a kit clash that cannot be resolved by the opposition changing their kit.



SIGNATURES OF MEMBERS	MEMBERS FULL NAMES	DATE
	Nick Boom	27/01/2025
	Warren Heppollette	27/01/2025
	Paul Hurst	27/01/2025
	Simon Preston	27/01/2025
	Bhavna Mistry	27/01/2025
	Tony Hennon	27/01/2025
	Eamonn O'Rourke	27/01/2025

SIGNATURE OF SECRETARY	FULL NAME	DATE
	Danny Davis	27/01/2025

Complete amendment of rules

Section 1 – About this form

Use this form to register a complete rule change for a society registered under the Co-operative and Community Benefit Societies Act 2014 (2014 Act) (except credit unions); or for societies registered under the Co-operative and Community Benefit Societies Act (Northern Ireland) 1969 (1969 Act). A complete amendment means a whole new set of rules is registered in place of an existing rule book.

To register a complete amendment of rules we need:

- this completed form
- one signed copy of the society's rules (or two copies where not submitting electronically)
- a marked up version of the rules tracking changes made to the model, if you are using a set of model rules
- a completed Statutory Declaration form.

This form, including any details provided on the form, will be made available to the public through the Mutuels Public Register: <https://mutuals.fca.org.uk>. Our privacy notice explains how and why we use personal data: <https://www.fca.org.uk/privacy>.

Societies may find it helpful to read Chapter 3 of our guidance on our registration function under the 2014 Act before completing this form: <https://www.handbook.fca.org.uk/handbook/RFC CBS>

Section 2 – About this application

Society name	FC United Limited
Register number	29969R

2.1 Who should we contact about this application?

Name	Nicola Cave
Role	Governance & Training Manager FSA
Email address	Nicola.cave@thefsa.org.uk
Phone number	07909980152

2.2 If you have used a set of model rules please provide the name of the model and the name of sponsoring body.

Sponsor	The Football Supporters' Association
Model	Supporters Community Mutual (2022)

2.3 Please confirm you have the consent of the sponsoring body for use of their model rules.

The sponsoring body has consented to our use of their model ☒

Section 3– Conditions for registration.

All societies are registered meeting one of two conditions for registration. These are that the society is either:

- a bona fide co-operative society ('co-operative society'); **or**
- are conducting business for the benefit of the community ('community benefit society').

We must maintain arrangements that are designed to enable us to determine whether a society is complying with the 2014 Act. One way we do this is by requiring societies to complete the questions at either section 3A or 3B of this form when submitting a rule amendment.

Please only answer one set of questions:

- section 3A for bona fide co-operatives; **or**
- section 3B for societies conducting their business for the benefit of the community.

If you are not sure which of these two conditions for registration applies to you, please read chapters 4 and 5 of our guidance:

<https://www.handbook.fca.org.uk/handbook/RFCCBS>.

Section 3A – Co-operative societies

Complete this section if your society is a bona fide co-operative society.

3A.1 What is the business of the society? For example, do you provide housing, manufacture goods, develop IT systems etc.

3A.2 Please describe the members' common economic, social and cultural needs and aspirations. In answering this question, please make sure it is clear what needs and aspirations members have in common.

3A.3 How does the society's business meet those needs and aspirations? You have described the society's business at question 3A.1, and at question 3A.2 you have described the common needs and aspirations of members. Please now describe how that business meets those common needs and aspirations.

3A.4 How do members democratically control the society? For example, do the members elect a board at an annual general meeting; do all members collectively run the society.

3A.5 What does the society do with any surplus or profit? For instance, do you pay a dividend to members (and if so, on what basis); does money get reinvested in the business; put into reserves; used for some other purpose?

3A.6 Please state any close links which any of the directors has with any society, company or authority. 'Close links' includes any directorships or senior positions held by directors of the society in other organisations.

Please go to Section 4.

Section 3B – Community benefit societies

Complete this section if your society conducts its business for the benefit of the community.

3B.1 What is the business of the society? For example, do you provide social housing, run an amateur sports club, etc.

Strengthening the bonds between the football club and the communities which it serves.

- 1. Supporter and community influence in the running and ownership of the football club.**
- 2. Promoting responsible and constructive community engagement by present and future members of the communities served by the football club and the football club to do the same.**

3B.2 Please describe the benefits to the community the society? Here we are looking to see *what* the benefits to the community are. Community can be said to be the community at large. For example, do you relieve poverty or homelessness by providing social housing.

The Society's purpose is to be the vehicle through which a healthy, balanced and constructive relationship between the football club, its supporters and the communities it serves is encouraged and developed.

The business of the Society is to be conducted for the benefit of the community served by the football club and not for the profit of its members.

3B.3 Please describe how the society's business delivers these benefits? The business of the society must be conducted for the benefit of the community. Please describe *how* the society's business (as described in answer to question 5B.1) provides benefit to the community.

The societies business will help develop better engagement between the football club and the community it serves allowing support and partnerships to flourish, encouraging better communication and community participation.

3B.4 Does the society work with a specific community, and if so, please describe it here? For instance, are the society's activities confined to a specific location; or to a specific group of people? Please note that in serving the needs of any defined community, the society should not inhibit the benefit to the community at large.

Supporters of FC United of Manchester FC and residents within Greater Manchester who are sympathetic to the objectives of the constitution

3B.5 What does the society do with any surplus or profit? For instance, do you donate the money; does money get reinvested in the business; put into reserves; used for some other purpose?

The 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:

- 1. To maintain prudent reserves;**
- 2. On expenditure to achieve the Society's objects;**
- 3. In paying interest on or repaying issued share capital in accordance with the provisions of the society Rules.**

3B.6 Please state any significant commercial arrangements that the society has, or had, with any other organisation that could create, or be perceived as creating, a conflict of interest. Please tell us how you ensure that any such conflict of interest does not prevent the society from acting for the benefit of the community.

The society does not and does not intend to have any commercial arrangements with any other organisation which could create a conflict of interest.

3B.7 Please state any close links which any of the directors has with any society, company or authority. 'Close links' includes any directorships or senior positions held by directors of the society in other organisations.

There are no close links which any of the founder members or directors has or intends to have with any society, company or authority.

Please go to Section 4.

Section 4 – Table of matters

Provision required by the Act	Number of the rule(s) covering this E.g. '2.3-2.7'
The society's name	1
The objects of the society	4
Place of the society's registered office, to which all communications and notices may be addressed	111
The terms of admission of the members, including any society or company investing funds in the society under the provisions of the Act	10-17
The method of holding meetings, the scale and right of voting, and the method of making, altering or rescinding rules	30-57 & 97
The appointment and removal of a committee (by whatever name) and of managers or other officers and their respective powers and remuneration	58-68, 79-82
The maximum amount of the interest in the shares of the society which may be held by any member otherwise than by virtue of section 24(2) of the Act	18-23
whether the society may contract loans or receive moneys on deposit subject to the provisions of this Act from members or others, and if so under what conditions, under what security, and to what limits of amount	98-100
Whether any or all shares are transferable, and provision for the form of transfer and registration of shares, and for the consent of the committee to transfer or registration Whether any or all shares are withdrawable, and provision for the method of withdrawal and for payment of the balance due on them on withdrawing from the society	18-23
Provision for the audit of accounts in accordance with Part 7 of the Act	83-91
Whether members may withdraw from the society and if so how, and provision for the claims of the representatives of deceased members and of the trustees of the property of bankrupt members (or, in Scotland, members whose estates have been sequestrated), and for the payment of nominees	24,25
The way in which the society's profits are to be applied	7
If the society is to have a common seal, provision for its custody and use	111
Whether any part of the society's funds may be invested, and if so by what authority and in what way	98-100

Section 5 – Completing this application

5.1 Please confirm the rules have been signed by 3 members and the secretary (4 signatures in total)

The rules contain the required signatures ☒

5.2 Please confirm which of the following you are submitting:

One electronic, scanned signed copy of the rules ☒

Or two signed paper copies of the rules ☐

5.3 Please confirm either:

Model rules have not been used. ☐

Model rules have been used without amendment ☐

An amended set of model rules have been used,
and a marked up copy detailing the changes
made to the model is included with the
application. ☒

Statutory declaration


Use this form to provide a statutory declaration accompanying a rule change.

An officer of the society must complete this section:

Name	Daniel John Davis
Role	CHAIRMAN SECRETARY

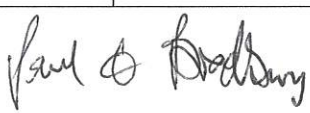
I do solemnly and sincerely declare that the amendment of rules complies with the legislative requirements and has been duly made by the society in the manner provided in its rules for the making, altering or rescinding of rules.

I make this solemn declaration conscientiously believing it to be true, and by the provisions of the Statutory Declarations Act 1835.

Signature													
Date	1	8	0	2	2	0	2	5					

This was declared before me, a:

- Solicitor ☒
- Commissioner for oaths ☐
- Notary Public ☐
- Justice of the Peace ☐

Name	PAUL EDWARD BRADBURY
Declared at:	FC UNITED BRADBURY AVE, M/CR
Signature	
Date	22 02 2025

Section 7 – Submitting this form

Please submit a signed, scanned version of your application by email to:
mutual.societies@fca.org.uk

Or please submit by post to:

Mutual Societies
Financial Conduct Authority
12 Endeavour Square
London
E20 1JN

This form is available on the **Mutuals Society Portal**:
<https://societyportal.fca.org.uk>

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