



**FILE COPY**

**CERTIFICATE OF INCORPORATION  
OF A  
COMMUNITY INTEREST COMPANY**

Company Number **9802495**

The Registrar of Companies for England and Wales, hereby certifies that:

**SOCIAL ENTERPRISE NETWORK SOMERSET CIC**

is this day incorporated under the Companies Act 2006 as a Community Interest Company; is a private company, that the company is limited by guarantee; and the situation of the registered office is in England and Wales



**\*N09802495O\***

Given at Companies House on **30th September 2015**.



**Companies House**



**THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES**

INU 1

Application to register a company

337205

£35



Companies House

A fee is payable with this form  
Please see 'How to pay' on the last page

☒ What this form is for  
You may use this form to register a  
private or public company

☒ What this form is NOT for  
You cannot use this form to register  
a limited liability partnership  
this, please use form LL IN01

THURSDAY



A28 24/09/2015 #114  
COMPANIES HOUSE  
\*A4GL29MW\*  
A16 08/09/2015 #191  
COMPANIES HOUSE  
\*A4FIAM2\*  
A11 27/07/2015 #128  
COMPANIES HOUSE

## Part 1 Company details

### A1 Company name

To check if a company name is available use our WebCheck service and select  
the 'Company Name Availability Search' option

[www.companieshouse.gov.uk/info](http://www.companieshouse.gov.uk/info)

Please show the proposed company name below

Proposed company  
name in full ①

SOCIAL ENTERPRISE NETWORK SOMERSET UK

For official use

9802495

#### → Filing in this form

Please complete in typescript or in  
bold black capitals

All fields are mandatory unless  
specified or indicated by \*

#### ① Duplicate names

Duplicate names are not permitted  
A list of registered names can  
be found on our website. There  
are various rules that may affect  
your choice of name. More  
information on this is available in  
our guidance booklet GP1 at:  
[www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

### A2 Company name restrictions ②

Please tick the box only if the proposed company name contains sensitive  
or restricted words or expressions that require you to seek comments of a  
government department or other specified body

☐ I confirm that the proposed company name contains sensitive or restricted  
words or expressions and that approval, where appropriate, has been  
sought of a government department or other specified body and I attach a  
copy of their response

#### ② Company name restrictions

A list of sensitive or restricted  
words or expressions that require  
consent can be found in our  
guidance booklet GP1 at:  
[www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

### A3 Exemption from name ending with 'Limited' or 'Cyfyngedig' ③

Please tick the box if you wish to apply for exemption from the requirement to  
have the name ending with 'Limited', 'Cyfyngedig' or permitted alternative

☐ I confirm that the above proposed company meets the conditions for  
exemption from the requirement to have a name ending with 'Limited',  
'Cyfyngedig' or permitted alternative

#### ③ Name ending exemption

Only private companies that are  
limited by guarantee and meet other  
specific requirements are eligible  
to apply for this. For more details,  
please go to our website  
[www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

### A4 Company type ④

Please tick the box that describes the proposed company type and members'  
liability (only one box must be ticked)

☐ Public limited by shares  
☐ Private limited by shares  
☒ Private limited by guarantee  
☐ Private unlimited with share capital  
☐ Private unlimited without share capital

#### ④ Company type

If you are unsure of your company's  
type, please go to our website  
[www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

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**Situation of registered office ①**

Please tick the appropriate box below that describes the situation of the proposed registered office (only one box must be ticked)

- ☒ England and Wales  
☐ Wales  
☐ Scotland  
☐ Northern Ireland

**① Registered office**

Every company must have a registered office and this is the address to which the Registrar will send correspondence

For England and Wales companies, the address must be in England or Wales.

For Welsh, Scottish or Northern Ireland companies, the address must be in Wales, Scotland or Northern Ireland respectively

A6

**Registered office address ②**

Please give the registered office address of your company

Building name/number 10  
 Street EAST REACH  
 Post town TAUNTON  
 County/Region SOMERSET  
 Postcode TA1 3EW

**② Registered office address**

You must ensure that the address shown in this section is consistent with the situation indicated in section A5

You must provide an address in England or Wales for companies to be registered in England and Wales

You must provide an address in Wales, Scotland or Northern Ireland for companies to be registered in Wales, Scotland or Northern Ireland respectively

A7

**Articles of association ③**

Please choose one option only and tick one box only

- Option 1 I wish to adopt one of the following model articles in its entirety Please tick only one box  
☐ Private limited by shares  
☐ Private limited by guarantee  
☐ Public company
- Option 2 I wish to adopt the following model articles with additional and/or amended provisions I attach a copy of the additional and/or amended provision(s) Please tick only one box  
☐ Private limited by shares  
☐ Private limited by guarantee  
☐ Public company
- Option 3 ☒ I wish to adopt entirely bespoke articles I attach a copy of the bespoke articles to this application

**③ For details of which company type can adopt which model articles, please go to our website [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)**

A8

**Restricted company articles ④**

Please tick the box below if the company's articles are restricted

☐

**④ Restricted company articles**

Restricted company articles are those containing provision for entrenchment. For more details, please go to our website [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

## Part 2

## Proposed officers

For private companies the appointment of a secretary is optional, however, if you do decide to appoint a company secretary you must provide the relevant details. Public companies are required to appoint at least one secretary.

Private companies must appoint at least one director who is an individual. Public companies must appoint at least two directors, one of which must be an individual.

For a secretary who is an individual, go to Section B1. For a corporate secretary, go to Section C1. For a director who is an individual, go to Section D1. For a corporate director, go to Section E1.

### Secretary

**B1**

#### Secretary appointments ①

Please use this section to list all the secretary appointments taken on formation.  
For a corporate secretary, complete Sections C1-C5.

Title\*

Full forename(s)

Surname

Former name(s) ②

#### ① Corporate appointments

For corporate secretary appointments, please complete section C1-C5 instead of section B.

#### Additional appointments

If you wish to appoint more than one secretary, please use the 'Secretary appointments' continuation page.

#### ② Former name(s)

Please provide any previous names which have been used for business purposes in the last 20 years. Married women do not need to give former names unless previously used for business purposes.

**B2**

#### Secretary's service address ①

Building name/number

Street

Post town

County/Region

Postcode

Country

#### ① Service address

This is the address that will appear on the public record. This does not have to be your usual residential address.

Please state 'The Company's Registered Office' if your service address will be recorded in the proposed company's register of secretaries as the company's registered office.

If you provide your residential address here it will appear on the public record.

**B3**

#### Signature ①

I consent to act as secretary of the proposed company named in Section A1.

Signature

Signature

X

X

#### ① Signature

The person named above consents to act as secretary of the proposed company.

## Corporate secretary

<b>C1</b>	<b>Corporate secretary appointments ①</b>	
	Please use this section to list all the corporate secretary appointments taken on formation	
Name of corporate body/firm		
Building name/number		
Street		
Post town		
County/Region		
Postcode	<input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>	
Country		
	<b>① Additional appointments</b> If you wish to appoint more than one corporate secretary, please use the 'Corporate secretary appointments' continuation page.  <b>Registered or principal address</b> This is the address that will appear on the public record. This address must be a physical location for the delivery of documents. It cannot be a PO box number (unless contained within a full address), DX number or LP (Legal Post in Scotland) number	
<b>C2</b>	<b>Location of the registry of the corporate body or firm</b>	
	Is the corporate secretary registered within the European Economic Area (EEA)? → Yes Complete <b>Section C3 only</b> → No Complete <b>Section C4 only</b>	
<b>C3</b>	<b>EEA companies ②</b>	
	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register	
Where the company/firm is registered ③		
Registration number		
	<b>② EEA</b> A full list of countries of the EEA can be found in our guidance <a href="http://www.companieshouse.gov.uk">www.companieshouse.gov.uk</a>  <b>③</b> This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)	
<b>C4</b>	<b>Non-EEA companies</b>	
	Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register	
Legal form of the corporate body or firm		
Governing law		
If applicable, where the company/firm is registered ④		
Registration number		
	<b>④ Non-EEA</b> Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register	
<b>C5</b>	<b>Signature ⑤</b>	
	I consent to act as secretary of the proposed company named in <b>Section A1</b>	
Signature	Signature <div style="display: flex; justify-content: space-between; align-items: center;"> <span>X</span> <span>X</span> </div>	
	<b>⑤ Signature</b> The person named above consents to act as corporate secretary of the proposed company	

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**Director****D1****Director appointments ①**

Please use this section to list all the director appointments taken on formation  
For a corporate director, complete Sections E1-E5.

Title*	MR
Full forename(s)	JONATHAN FRANCIS
Surname	COUSINS
Former name(s) ②	
Country/State of residence ③	UK
Nationality	BRITISH
Date of birth	<sup>d</sup> 1 <sup>d</sup> 7 <sup>m</sup> 0 <sup>m</sup> 1 <sup>y</sup> 1 <sup>y</sup> 9 <sup>y</sup> 6 <sup>y</sup> 5
Business occupation (if any) ④	

**① Appointments**

Private companies must appoint at least one director who is an individual. Public companies must appoint at least two directors, one of which must be an individual.

**② Former name(s)**

Please provide any previous names which have been used for business purposes in the last 20 years. Married women do not need to give former names unless previously used for business purposes.

**③ Country/State of residence**

This is in respect of your usual residential address as stated in Section D4.

**④ Business occupation**

If you have a business occupation, please enter here. If you do not, please leave blank.

**Additional appointments**

If you wish to appoint more than one director, please use the 'Director appointments' continuation page.

**D2****Director's service address ⑤**

Please complete the service address below. You must also fill in the director's usual residential address in Section D4.

Building name/number	THE COMPANY'S REGISTERED OFFICE
Street	
Post town	
County/Region	
Postcode	
Country	

**⑤ Service address**

This is the address that will appear on the public record. This does not have to be your usual residential address.

Please state 'The Company's Registered Office' if your service address will be recorded in the proposed company's register of directors as the company's registered office.

If you provide your residential address here it will appear on the public record.

**D3****Signature ⑥**

I consent to act as director of the proposed company named in Section A1.

Signature	Signature X Jon Cousins X
-----------	------------------------------

**⑥ Signature**

The person named above consents to act as director of the proposed company.

IN01

## Application to register a company

## Director

**D1** Director appointments ①

Please use this section to list all the director appointments taken on formation  
For a corporate director, complete Sections E1-E5

Title*	
Full forename(s)	
Surname	
Former name(s) ②	
Country/State of residence ③	
Nationality	
Date of birth	<div>d</div> <div>d</div> <div>m</div> <div>m</div> <div>y</div> <div>y</div> <div>y</div> <div>y</div>
Business occupation (if any) ④	

**① Appointments**

Private companies must appoint at least one director who is an individual. Public companies must appoint at least two directors, one of which must be an individual.

**② Former name(s)**

Please provide any previous names which have been used for business purposes in the last 20 years. Married women do not need to give former names unless previously used for business purposes.

**③ Country/State of residence**

This is in respect of your usual residential address as stated in Section D4.

**④ Business occupation**

If you have a business occupation, please enter here. If you do not, please leave blank.

**Additional appointments**

If you wish to appoint more than one director, please use the 'Director appointments' continuation page.

**D2** Director's service address ⑤

Please complete the service address below. You must also fill in the director's usual residential address in Section D4.

Building name/number	
Street	
Post town	
County/Region	
Postcode	<div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div>
Country	

**⑤ Service address**

This is the address that will appear on the public record. This does not have to be your usual residential address.

Please state 'The Company's Registered Office' if your service address will be recorded in the proposed company's register of directors as the company's registered office.

If you provide your residential address here it will appear on the public record.

**D3** Signature ⑥

I consent to act as director of the proposed company named in Section A1.

Signature	<div>Signature</div> <div>X</div>
-----------	-----------------------------------

**⑥ Signature**

The person named above consents to act as director of the proposed company.

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Application to register a company

## Corporate director

**E1**

### Corporate director appointments ①

Please use this section to list all the corporate directors taken on formation

Name of corporate body or firm	CASCADE TRAINING BUS (SW)
Building name/number	ASHLEIGH HOUSE 1
Street	ASHLEIGH AVENUE
Post town	BRIDGWATER
County/Region	SOMERSET
Postcode	TA66AU
Country	UK

#### ① Additional appointments

If you wish to appoint more than one corporate director, please use the 'Corporate director appointments' continuation page

#### Registered or principal address

This is the address that will appear on the public record. This address must be a physical location for the delivery of documents. It cannot be a PO box number (unless contained within a full address), DX number or LP (Legal Post in Scotland) number

**E2**

### Location of the registry of the corporate body or firm

Is the corporate director registered within the European Economic Area (EEA)?

- Yes Complete **Section E3 only**
- No Complete **Section E4 only**

**E3**

### EEA companies ②

Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register

Where the company/firm is registered ②	ASHLEIGH HOUSE, ASHLEIGH AVENUE, BRIDGWATER, TA66AU
Registration number	07115407 COMPANIES HOUSE

#### ② EEA

A full list of countries of the EEA can be found in our guidance [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

③ This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)

**E4**

### Non-EEA companies

Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register

Legal form of the corporate body or firm	
Governing law	
If applicable, where the company/firm is registered ④	
If applicable, the registration number	

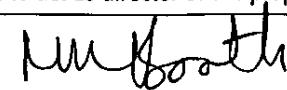
#### ④ Non-EEA

Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register

**E5**

### Signature ⑤

I consent to act as director of the proposed company named in **Section A1**

Signature	<div style="display: flex; align-items: center;"> <div style="margin-right: 10px;">X</div> <div style="text-align: center;">               ROSALIND M. BOOTH           </div> <div style="margin-left: 10px;">X</div> </div>
-----------	---

#### ⑤ Signature

The person named above consents to act as corporate director of the proposed company

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Application to register a company

## Corporate director

**E1**

### Corporate director appointments <sup>①</sup>

Please use this section to list all the corporate directors taken on formation

Name of corporate body or firm	COMMUNITY COUNCIL FOR SOMERSET
Building name/number	VICTORIA HOUSE
Street	VICTORIA STREET
Post town	TAUNTON
County/Region	SOMERSET
Postcode	TA21 0LG
Country	ENGLAND

#### ① Additional appointments

If you wish to appoint more than one corporate director, please use the 'Corporate director appointments' continuation page

#### Registered or principal address

This is the address that will appear on the public record. This address must be a physical location for the delivery of documents. It cannot be a PO box number (unless contained within a full address), DX number or LP (Legal Post in Scotland) number

**E2**

### Location of the registry of the corporate body or firm

Is the corporate director registered within the European Economic Area (EEA)?

- ☒ Yes Complete **Section E3 only**  
☐ No Complete **Section E4 only**

**E3**

### EEA companies <sup>②</sup>

Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register

Where the company/firm is registered <sup>③</sup>	<del>ATLANTIC COMPANIES HOUSE</del> ENGLAND AND WALES <del>CROWN WAY GARDEN</del> CE14 3QZ
Registration number	3541219

#### ② EEA

A full list of countries of the EEA can be found in our guidance [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

③ This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)

**E4**

### Non-EEA companies

Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register

Legal form of the corporate body or firm	
Governing law	
If applicable, where the company/firm is registered <sup>④</sup>	
If applicable, the registration number	


#### ④ Non-EEA

Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register

**E5**

### Signature <sup>⑤</sup>

I consent to act as director of the proposed company named in **Section A1**

Signature	<div style="display: flex; align-items: center;"> <div style="margin-right: 20px;">X</div> <div style="text-align: center;">  </div> <div style="margin-left: 20px;">X</div> </div>
-----------	--

#### ⑤ Signature

The person named above consents to act as corporate director of the proposed company

## Part 3 Statement of capital

Does your company have share capital?

→ Yes Complete the sections below

→ No Go to Part 4 (Statement of guarantee)

### F1 Share capital in pound sterling (£)

Please complete the table below to show each class of shares held in pound sterling

If all your issued capital is in sterling, only complete Section F1 and then go to Section F4

Class of shares (E.g. Ordinary/Preference etc.)	Amount paid up on each share ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
				£
				£
				£
				£
Totals				£

### F2 Share capital in other currencies

Please complete the table below to show any class of shares held in other currencies

Please complete a separate table for each currency

Currency				
Class of shares (E g Ordinary/Preference etc )	Amount paid up on each share ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
Totals				

Currency				
Class of shares (E g Ordinary/Preference etc )	Amount paid up on each share ❶	Amount (if any) unpaid on each share ❶	Number of shares ❷	Aggregate nominal value ❸
Totals				

### F3 Totals

Please give the total number of shares and total aggregate nominal value of issued share capital

Total number of shares

Total aggregate  
nominal value ④

④ Total aggregate nominal value  
Please list total aggregate values in  
different currencies separately. For  
example £100 + €100 + \$10 etc

① Including both the nominal value and any  
share premium

② Total number of issued shares in this class

③ Number of shares issued multiplied by  
nominal value of each share

#### Continuation Pages

Please use a Statement of Capital continuation  
page if necessary

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Class of share		
Prescribed particulars ①		<p><b>① Prescribed particulars of rights attached to shares</b> The particulars are</p> <ul style="list-style-type: none"> <li>a particulars of any voting rights, including rights that arise only in certain circumstances,</li> <li>b particulars of any rights, as respects dividends, to participate in a distribution,</li> <li>c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and</li> <li>d whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder and any terms or conditions relating to redemption of these shares</li> </ul> <p>A separate table must be used for each class of share</p> <p><b>Continuation pages</b> Please use a 'Statement of capital (Prescribed particulars of rights attached to shares)' continuation page if necessary</p>

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## Initial shareholdings

This section should only be completed by companies incorporating with share capital

Please complete the details below for each subscriber

The addresses will appear on the public record. These do not need to be the subscribers' usual residential address

### Initial shareholdings

Please list the company's subscribers in alphabetical order

Please use an 'Initial shareholdings' continuation page if necessary

Subscriber's details	Class of share	Number of shares	Currency	Nominal value of each share	Amount (if any) unpaid	Amount paid
Name						
Address						
Name						
Address						
Name						
Address						
Name						
Address						
Name						
Address						

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## Part 4 Statement of guarantee

Is your company limited by guarantee?

- Yes Complete the sections below  
→ No Go to Part 5 (Statement of compliance)

G1

### Subscribers

Please complete this section if you are a subscriber of a company limited by guarantee. The following statement is being made by each and every person named below.

I confirm that if the company is wound up while I am a member, or within one year after I cease to be a member, I will contribute to the assets of the company by such amount as may be required for

- payment of debts and liabilities of the company contracted before I cease to be a member,
- payment of costs, charges and expenses of winding up, and,
- adjustment of the rights of the contributors among ourselves, not exceeding the specified amount below

#### 1 Name

Please use capital letters.

#### 2 Address

The addresses in this section will appear on the public record. They do not have to be the subscribers' usual residential address.

#### 3 Amount guaranteed

Any valid currency is permitted

#### Continuation pages

Please use a 'Subscribers' continuation page if necessary

#### Subscriber's details

Forename(s) ①	JONATHAN FRANCIS <del>COUSINS</del>
Surname ①	COUSINS
Address ②	76 WELLS ROAD GLASTONBURY
Postcode	BA6 9BR
Amount guaranteed ③	£1

#### Subscriber's details

Forename(s) ①	CASCADE TRAINING PLUS (SC)
Surname ①	
Address ②	ASHLEIGH HOUSE, 1 ASHLEIGH AVENUE BRIDGWATER
Postcode	TA6 6AU
Amount guaranteed ③	£1

#### Subscriber's details

Forename(s) ①	COMMUNITY COUNCIL FOR SOMERSET
Surname ①	
Address ②	VICTORIA HOUSE VICTORIA STREET, TAUNTON
Postcode	TA2 1OL9
Amount guaranteed ③	£1

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## Part 5

## Statement of compliance

This section must be completed by all companies

Is the application by an agent on behalf of all the subscribers?

- No Go to **Section H1** (Statement of compliance delivered by the subscribers)
- Yes Go to **Section H2** (Statement of compliance delivered by an agent)

### H1

### Statement of compliance delivered by the subscribers ①

Please complete this section if the application is not delivered by an agent for the subscribers of the memorandum of association

I confirm that the requirements of the Companies Act 2006 as to registration have been complied with

**① Statement of compliance delivered by the subscribers**  
Every subscriber to the memorandum of association must sign the statement of compliance

Subscriber's signature

Signature

X

X

Subscriber's signature

Signature

X

X

Subscriber's signature

Signature

X

X

Subscriber's signature

Signature

X

X

Subscriber's signature

Signature

X

X

Subscriber's signature

Signature

X

X

Subscriber's signature

Signature

X

X

Subscriber's signature

Signature

X

X

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## Application to register a company

### Subscriber's details

Forename(s) ❶	
Surname ❶	
Address ❷	
Postcode	
Amount guaranteed ❸	

### Subscriber's details

Forename(s) ❶	
Surname ❶	
Address ❷	
Postcode	
Amount guaranteed ❸	

### Subscriber's details

Forename(s) ❶	
Surname ❶	
Address ❷	
Postcode	
Amount guaranteed ❸	

### Subscriber's details

Forename(s) ❶	
Surname ❶	
Address ❷	
Postcode	
Amount guaranteed ❸	

### Subscriber's details

Forename(s) ❶	
Surname ❶	
Address ❷	
Postcode	
Amount guaranteed ❸	

#### ❶ Name

Please use capital letters

#### ❷ Address

The addresses in this section will appear on the public record. They do not have to be the subscribers' usual residential address.

#### ❸ Amount guaranteed

Any valid currency is permitted

#### Continuation pages

Please use a 'Subscribers' continuation page if necessary

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Subscriber's signature	Signature X	X	<b>Continuation pages</b> Please use a 'Statement of compliance delivered by the subscribers' continuation page if more subscribers need to sign
Subscriber's signature	Signature X	X	
Subscriber's signature	Signature X	X	
Subscriber's signature	Signature X	X	

**H2**

**Statement of compliance delivered by an agent**

Please complete this section if this application is delivered by an agent for the subscribers to the memorandum of association

Agent's name	ALEX LAURIE, SOMERSET COOT SERVICES CIC		
Building name/number	10		
Street	EAST REACH		
Post town	TAUNTON		
County/Region	SOMERSET		
Postcode	T	A	1 3 E W
Country			
	I confirm that the requirements of the Companies Act 2006 as to registration have been complied with		
Agent's signature	Signature X		X

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## Application to register a company

**Presenter information**

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name	ALEX LAWRENCE
Company name	SOMERSET CO-OPERATIVE SERVICES LTD
Address	10 EVERT REACH
Post town	TATUNTON
County/Region	SOMERSET
Postcode	TA11 3EW
Country	UK
DX	
Telephone	0300 456 2265

**Certificate**

We will send your certificate to the presenter's address (shown above) or if indicated to another address shown below:

- ☒ At the registered office address (Given in Section A6)  
☐ At the agent's address (Given in Section H2)

**Checklist**

**We may return forms completed incorrectly or with information missing**

**Please make sure you have remembered the following**

- ☒ You have checked that the proposed company name is available as well as the various rules that may affect your choice of name. More information can be found in guidance on our website.
- ☐ If the name of the company is the same as one already on the register as permitted by The Company and Business Names (Miscellaneous Provisions) Regulations 2008, please attach consent.
- ☒ You have used the correct appointment sections.
- ☒ Any addresses given must be a physical location. They cannot be a PO Box number (unless part of a full service address), DX or LP (Legal Post in Scotland) number.
- ☒ The document has been signed, where indicated.
- ☒ All relevant attachments have been included.
- ☐ You have enclosed the Memorandum of Association.
- ☒ You have enclosed the correct fee.

**Important information**

Please note that all information on this form will appear on the public record, apart from information relating to usual residential addresses.

**How to pay**

**A fee is payable on this form**

Make cheques or postal orders payable to 'Companies House'. For information on fees, go to [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

**Where to send**

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below:

**For companies registered in England and Wales**

The Registrar of Companies, Companies House,  
Crown Way, Cardiff, Wales, CF14 3UZ  
DX 33050 Cardiff

**For companies registered in Scotland**

The Registrar of Companies, Companies House,  
Fourth floor, Edinburgh Quay 2,  
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF  
DX ED235 Edinburgh 1  
or LP - 4 Edinburgh 2 (Legal Post)

**For companies registered in Northern Ireland**

The Registrar of Companies, Companies House,  
Second Floor, The Linenhall, 32-38 Linenhall Street,  
Belfast, Northern Ireland, BT2 8BG  
DX 481 N R Belfast 1

**Section 243 exemption**

If you are applying for, or have been granted a section 243 exemption, please post this whole form to the different postal address below:  
The Registrar of Companies, PO Box 4082,  
Cardiff, CF14 3WE

**Further information**

For further information, please see the guidance notes on the website at [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk) or email [enquiries@companieshouse.gov.uk](mailto:enquiries@companieshouse.gov.uk)

This form is available in an alternative format. Please visit the forms page on the website at [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

COMPANY NOT HAVING A SHARE CAPITAL

Memorandum of association of [insert company name]

~~SOCIAL ENTERPRISE  
NETWORK SOMERSET CIC~~

Each subscriber to this memorandum of association wishes to form a company under the Companies Act 2006 and agrees to become a member of the company

Name of each subscriber

Authentication by each subscriber

JONATHAN FRANCIS COUSINS

Jon Cousins

ROSALIND M BOOTH

Rosalind Booth

FOR CASCADE TRAINING PLUS SW

KEELEY RUDD

K Rudd.

FOR COMMUNITY COUNCIL FOR  
SOMERSET

Dated

~~21st SEPTEMBER 2015~~

# Articles of Association of Social Enterprise Network Somerset CIC

Registered as a Community Interest Company limited by guarantee under the Companies Act 2006

## I. **Open and voluntary membership**

- 1.1. The name of the Company is: Social Enterprise Network Somerset CIC
- 1.2. The registered office of the Company is in England or Wales.
- 1.3. **The company is to be a Community Interest Company.** Its objects are to benefit the community in accordance with co-operative principles in order to achieve this mission:  
To be a catalyst for change by providing a support hub and being a focal point for social enterprises in Somerset (including co-operatives and other not-for-private-profit businesses) that enables them to begin trading, to develop and to grow sustainably in order to benefit the local economy, the environment and wider society;  
in addition to the general aims described in 1.4, 2.1, 3.1, 4.1, 5.1, 6.1 and 7.1 below.
- 1.4. The company has the aim of building membership within its stakeholder groups, and ensuring that its membership fully reflects the diversity of those groups and of the wider community.
- 1.5. **Classes of membership**
  - a) **The subscribers to the Memorandum are the first members of the Company. Such other persons as are admitted to membership in accordance with the Articles shall be members of the Company.** They will be drawn from one or more categories of stakeholder, corresponding to the different type of involvement those stakeholders have with the co-operative.
  - b) The Company is managed co-operatively in that user members, who are the main beneficiaries of the Company's services, play the principal role in its direction. Non-user members do not have such relevant transactions with the co-operative, though they may be investors, supporters, or otherwise interested parties. They are subject to limits on their powers, as specified in 2.7, 2.8, 4.2 and 4.5 below.
  - c) Each class of membership will be available to particular stakeholders and may have distinct rights and powers.
  - d) A person or organisation that has membership under more than one class will be required to withdraw, cancel or transfer memberships such that they have membership in one class only.
  - e) Each class has a unique number, and where a person would be eligible to join in more than one class, membership will be allocated to the lowest numbered class that they are eligible for, unless the board of directors rules otherwise.
  - f) The user membership classes are as follows:

	Class number:
Social Enterprises in Somerset	1
Organisations supporting social enterprise in Somerset	2
  - g) The non-user membership classes are as follows:

Individuals supporting or developing social enterprise	3
--	---
- 1.6. **Applications for membership**
  - a) **Every person who wishes to become a member shall deliver to the company an application for membership in such form (and containing such information) as the Directors require and executed by him or her.** Applications will be considered without discrimination, subject to a membership policy agreed by the board. This policy will be made available to current and prospective members, and will specify:
    - i. the responsibilities of membership that members are expected to comply with,
    - ii. the application procedure, which may include a reasonable probationary period
    - iii. the transactions with the co-operative that qualify an applicant for membership in each class
  - b) The board has the right to refuse membership where it believes there is good reason to do so. **No person shall be admitted a member of the Company unless he or she is approved by the Directors.**
  - c) **Membership is not transferable to anyone else.**
- 1.7. **Cancellation of membership**
  - a) Membership is terminated if:

- i. at the discretion of the board, if the member is unable to provide evidence that they conduct (or intend to conduct within a reasonable timeframe) the transactions with the co-operative (referred to in rule 1.6 a above) that originally qualified them for membership;
- ii. on receipt of a written request by a member;
- iii. if, over a period of two years, reasonable attempts to communicate with the member (including a written warning that membership may be cancelled if no response is received) elicit no response;
- iv. if the member is a corporate body, and has been wound up, has gone into liquidation or has otherwise ceased to function according to its own rules,
- v. **the member dies or ceases to exist;**
- vi. **otherwise according to the Articles; or**
- vii. if the member is expelled. The member in question must be given written warning, and sufficient time to prepare an appeal to a general meeting. An expulsion requires a special resolution at a general meeting, in which neither the member in question nor any member of their family may vote. Following such a vote, the expelled member may not be readmitted to any class of membership without a further resolution at a general meeting.

#### **1.8. Register of members**

A register of members is kept at the registered office, and will include:

- a) the name and address of every member;
- b) any loans or other property held by members;
- c) the date on which the member's name was entered on the register, and the date on which they ceased to be members;
- d) the names and addresses of directors and officers of the co-operative, the positions held by them, and the dates on which those appointments began and ended.

Information in (b) above will not be available for viewing other than for administrative necessity.

## 2. **Democracy**

- 2.1. The Company has a general aim of consulting with, empowering and serving its membership.
- 2.2. The sovereign body of the Company is the general meeting, which will appoint a board of directors to manage the Company, and may convene a Commonwealth Council to provide oversight in accordance with rule 6.7.
- 2.3. The business of the general meeting and board is governed by such standing orders as may be adopted by a general meeting; these will remain in force until they are amended or repealed by a general meeting. Such standing orders may not contradict these rules but may allow for the taking of a vote (other than a vote on procedure) to be deferred to allow for the development of consensus.
- 2.4. Where a member is an organisation (incorporated or unincorporated), its rights will be exercised by a person who is nominated by that organisation in accordance with their rules. That person will cease to do so if for any reason that nomination is no longer sustained by the member organisation.
- 2.5. The Company will have a secretary and a treasurer. They may be appointed or replaced by a general meeting. If a general meeting does not appoint them, the board of directors will do so.

### 2.6. **General meetings**

- a) Within each class of membership, voting at general meetings is on the basis of one member, one vote. **A person who is not a member of the Company shall not have any right to vote at a general meeting of the Company; but this is without prejudice to any right to vote on a resolution affecting the rights attached to a class of the Company's debentures.**
- b) General meetings will be convened by the board of directors as follows:
  - i. Annual General Meetings, held within six months of the close of the Company's financial year;
  - ii. at the request of the Commonwealth Council;
  - iii. at the request in writing of 5 or more members, provided that they amount to at least 15% of the membership (rounded up), or 30% of the membership in any one class (rounded up);
  - iv. in the event of the number of elected directors falling below three, or in the event that more than 25% of the directors are not user members;
  - v. in the event that the board fails to secure the appointment of a secretary and a treasurer;
  - vi. at any other time deemed appropriate by the board.
- c) All members, and any auditor or accountants appointed by the Company, will be notified of the time and place of the general meeting in writing to their registered address or (where the member has supplied suitable contact details) by electronic communication, no less than fourteen days before the date of the meeting. The notice must inform members:
  - i. how to propose resolutions and stand for election to the board;
  - ii. what resolutions have been received by the secretary.

### 2.7. **Resolutions at general meetings**

- a) All members have the right to propose resolutions. If a resolution is proposed that includes any of the actions listed in 2.7 c and d below, its content must be provided to the secretary in time for inclusion in the notice of the general meeting. Otherwise resolutions may be proposed in the course of the meeting, in accordance with any standing orders that are in force.
- b) Votes will be conducted on a show of hands, at any point during the general meeting, any member may request that the result of any vote be verified with a count.
- c) Resolutions require a clear majority of the vote at the general meeting to be in favour to pass, except the following resolutions require more than 75% support:
  - i. resolutions to change the conditions attached to shares;
  - ii. amendments to these rules;
  - iii. resolutions to wind up or dissolve the society (on which only user members may vote);
- d) Expulsion of a member, or dissolution of the commonwealth council, requires a two thirds vote in favour.
- e) Certain proposals may, even if they fail to achieve a majority, nonetheless constitute a petition that the Company must comply with if they achieve the support of one third of the voting strength in a general meeting. They are:
  - i. the board to publish its policies regarding social investment of liquid assets, equal opportunities,

health and safety and/or corporate social responsibility;

- ii. the board to begin the process of convening a commonwealth council, in accordance with rule 6.7

## 2.8. Voting by classes

- a) In a counted vote at a general meeting, the votes cast by each class will be weighted (that is, treated as being a greater or lesser amount) to ensure that the final proportions of votes cast by each class of membership are fixed as follows:

**[Ensure that the total of voting strengths is 100%; that no user member class has less than 25% share of voting strength; and all non-user member classes combined do not exceed 25%]**

Class number	% share of voting strength (totaling 100%)
1	75%
2 and 3 combined	25%

Votes for each class shall be counted separately. Before combining them, the votes cast for or against (and abstentions) shall be established as proportions of the available votes in that class. Then the percentage share of voting strength allotted to that class, as indicated above, shall be applied to each. The votes for and against, along with abstentions, shall be established by aggregating the figures for each in each class

The following qualifications apply to this rule:

- i. if the effect of this rule would be to give a person more than 25% of the total voting strength in a meeting attended by four or more user members, then for the duration of that meeting only the voting share for the class to which they belong will be reduced, and the voting share of other user member classes increased pro rata.
  - ii. If a class has no members in attendance, the shares of the voting strength for other classes are unaffected.
  - iii. a motion to suspend weighted voting may be passed provided it has unanimous support. Following such a motion, votes will be on a simple one member, one vote basis, subject to the votes of non user members being capped at no more than 25% of the overall vote (applying, if necessary, the method described above to achieve this).
- b) No amendment may be made to these rules that would allow non-user members to have more than 25% of total voting strength at any general meeting, or would cause any class of user members to have less than 25% of the total voting strength.

## 2.9. Board of directors

- a) The maximum number of board members is twelve, and the minimum number is three. Casual vacancies may be filled by co-option Any directors that have been co-opted to the board will resign or stand for election at the next available general meeting.
- b) At all times 75% of board members must be user members in accordance with rule 4.5 below; however, up to two Executive Directors may join the board as additional non-voting members.
- c) For so long as the number of user members is less than ten, unless a general meeting resolves to hold elections all user members will be automatically appointed to the board (though they may decline to accept the appointment) and 2.9 (d) will not apply.
- d) At all subsequent annual general meetings all directors will resign so that those wishing to continue must seek re-election. Resolutions to elect each candidate will be voted on in turn until there are no vacancies remaining. The order in which candidates are voted on may be determined by standing orders; if not, candidates that have served longest on the board will be first. If some candidates have served for an equal length of time, those that have been members longest will be first.
- e) Larger and more complex co-operatives may require directors with suitable skills and experience. Standing orders may require that candidates that have met such requirements should be voted on first, if that is the case, the board must convene a Commonwealth Council to manage the process of qualification and nomination.
- f) All members have the right to stand as candidates, subject to any reasonable nomination procedure specified in standing orders No one can serve on the board if they:
  - i. have resigned in writing to the secretary;
  - ii. are not a member, or the nominated representative of a member organisation,
  - iii. are removed from office by a resolution passed by a general meeting;
  - iv. fail to attend three consecutive meetings without adequate explanation;
  - v. commit fraud, or any act of financial impropriety, or failed to disclose when standing for election any

previous offence of this type, or contravene rule 4.5;

vi. are an undischarged bankrupt or otherwise prohibited by law from acting as a director of a company or society

g) The board may also appoint other officers in addition to the Secretary and Treasurer, and form subcommittees, as it sees fit, and in accordance with any standing orders. Officers shall have the powers and duties specified by law and by the board, and may be removed by the board. The board may also convene consultative committees composed of members of the co-operative, which may be elected or unelected, for any purpose.

h) Directors and officers may be reimbursed for any expenses incurred in the course of carrying out their duties. Directors may receive an attendance allowance and may be paid wages, but only for services actually performed for the co-operative, and in accordance with a pay policy submitted to the next available general meeting for approval.

i) **Questions arising at a Directors' meeting shall be decided by a majority of votes.**

j) **In all proceedings of Directors each Director must not have more than one vote.**

#### **2.10. Quorum**

a) No business will be transacted at any general meeting unless a quorum is present. A quorum is present if

i. there are three or more user members present; and

ii. there are two members present from any class in which there are more than ten members; and

iii. there are five members present from any class in which there are more than fifty members.

b) A quorum is present at a board meeting if three directors are present.

#### **2.11. Member control**

No amendment may be made to these rules that would allow non-user members to have more than 25% of total voting strength at any general meeting, or would cause any class of user members to have less than 25% of the total voting strength, or would amend 2.6 (a), or would remove this clause, unless the amendment is approved by a general meeting attended by two thirds of the user members

### **3. Application of Profits**

- 3.1. The Company has the general aims of creating common wealth, building an indivisible reserve and providing a return on investment no more than is necessary to attract and retain the capital it requires
- 3.2. The Company may borrow up to a maximum of £10,000,000 and may issue debt securities provided that this does not amount to receiving money on deposit. Any interest paid on funds borrowed from user members will not exceed the highest rate for fixed term business lending published by the Co-operative Bank.
- 3.3. **The Company shall not transfer any of its assets other than for full consideration. Provided the conditions in article 3.4 b are satisfied, article 3.3 shall not apply to:**
  - a) **the transfer of assets to any specified asset-locked body, or (with the consent of the Regulator) to any other asset-locked body; and**
  - b) **the transfer of assets made for the benefit of the community other than by way of a transfer of assets into an asset-locked body.**

Some interest and salary payments, as well as being subject to this rule, will be 'key decisions' requiring the process specified in rule 4.7.

#### **3.4. Application of annual profits**

- a) Profits of the Company will be applied as follows:
  - i. to form a general reserve for the continuation and development of the Company;
  - ii. to use at least 10% of profits to benefit the community by supporting the work of secondary co-operatives or federal bodies of which the Company is a member, or otherwise support the development of the co-operative movement; and
  - iii. to make payments for the purposes specified in 3.3 above.
- b) **The conditions are that the transfer of assets must comply with any restrictions on the transfer of assets for less than full consideration which may be set out elsewhere in the memorandum and Articles of the Company.**

#### **3.5. Division on dissolution**

- a) In the event of the winding up or dissolution of the Company the assets of the Company will first, according to law, be used to satisfy its debts and liabilities. In the event that any assets remain to be disposed of after its liabilities are satisfied, the remaining assets will be transferred to the specified asset locked body, which is:

[Name] Somerset Community Foundation

[Company or IPS register no.] 04530979

- b) If no organisation is specified, or if it proves not to be asset locked at the time of dissolution, the specified body is The Co-operative College (charity number 1060008).
- c) In the event that for whatever reason any residual assets cannot be transferred as described above, they will be given for charitable purposes. No amendment to these rules will be made that could reduce the amount of assets transferred, or allow for their transfer to an organisation with no asset lock.

## 4.

4.1 The Company has the general aims of maintaining its autonomy and independence and empowering members and other stakeholders at the most local level possible.

### 4.2. Limitation on powers

For the avoidance of doubt the society shall not engage in any activity by virtue of any of these rules that would require a permission from the Prudential Regulation Authority or Financial Conduct Authority (or any body that succeeds their functions) to carry on that activity without first having applied for and obtained such permission.

### 4.3. Diversity of Finance

Debt securities will not be issued, or loans received, if it would result in one natural person holding more than a quarter of all debts; or if it would exceed the limits specified in 1.7 (a).

### 4.4. Proxy voting

Proxy voting at general meetings will be permitted on special resolutions and on other resolutions that have been given in full with the notice for the general meeting.

### 4.5. Outside interests on the board of directors

- a) If, following a general meeting, the number of directors is less than the maximum, other members may be co-opted by the board to fill vacancies. No one may be elected or co-opted to the board if doing so would result in user members forming less than 75% of the board.
- b) All directors will, on taking office, indicate in a register of interests any material interests they have, or positions that they hold in other organisations, that might cause conflict with the objects of the Company. All directors will declare any such conflict of interest that they have in respect of any business before the board and will withdraw from votes in respect of that matter unless
  - i. so many directors are conflicted on an issue that the board would not be quorate, or
  - ii. the Commonwealth Council determines that the interest will not lead to significant conflict.

4.6. The board of directors will regularly review all contracts and undertakings to ensure that the Company continues to be controlled by its membership.

### 4.7. Key decisions

- a) The board of directors, on behalf of the Company, may make any contract, and carry on any activity, that is within the law and in the opinion of the board, may benefit the Company's objects, including the contracting of loans and debt securities and the investment of funds. However, the following issues are designated 'key decisions':
  - i. the sale, transfer or disposal of assets worth in excess of £100,000 to the same buyer;
  - ii. a mortgage or charge on its property with a value in excess of £100,000; or borrowing that would have the effect of increasing the debt/equity ratio of the Company by more than 50%.
  - iii. issuing loanstock, debentures or other debt securities with a value of more than £50,000;
  - iv. investing in corporate bodies in which the society will have more than 50% of the value or voting strength of the share capital;
  - v. remuneration of employees, where the pay differential within the society exceeds 3:1,
  - vi. compulsory redundancies;
  - vii. nomination of Directors to the board, where the board itself plays an active role in this;
  - viii. any payment of interest on debt securities that is more than 3% above or below inflation. Such payments are also subject to the limit specified in rule 3.2.
- b) Any key decision that is authorised by a resolution at a general meeting may be implemented immediately without further consultation. If no such resolution is passed, then
  - i. If a Commonwealth Council (see 6.7 below) has been convened, key decisions must be brought to its attention no less than two weeks before they come into effect; and if a majority of the Commonwealth Council request further consultation, the proposal may not be enacted until the board and the Commonwealth Council both have a majority in favour.
  - ii. If a Commonwealth Council has not been convened, or at its request, notice of the key decision will be brought to the attention of the membership by means of a public notice, electronic communication or other communication likely to be received by most members in sufficient time for a general meeting to be called by the members (in accordance with 2.6 b) before the decision comes into effect.

## **5. Education and information**

5.1. The Company has a general aim of educating its members and employees (particularly in principles of co-operation, managing the Company as a co-operative and fulfilling their role as a co-op member) and of supporting education in the wider community (particularly in the principles of co-operation).

### **5.2. Public identity**

- a) If the trading name of the Company does not include the word 'co-operative', then, the Company will by other means clearly identify itself as either a co-operative, democratic social enterprise, or community enterprise in all its official publications.
- b) At least once a year, the Company will provide at least one communication to its members that either lists the co-operative principles, profiles other democratic social enterprises, or advises members how they can become more involved in one or more other such enterprises.

### **5.3. Provision of information**

- a) A copy of these rules, and any amendments made to them, will be given free of charge to every member on admission or on request. The board will accommodate any reasonable request to explain or clarify the meaning of the rules, and justify its interpretation of them
- b) The following information will be recorded, retained and made available at no charge to members
  - i. agendas and minutes;
  - ii. quarterly management accounts (unless the annual turnover of the is below £10,000);
  - iii. annual returns and any other documents submitted to the Financial Services Authority;
  - iv. job descriptions and contracts of employment of staff employed;
  - v. documents relating to the member making the request.
- c) No information will be provided to a member or any other person, or made available for general viewing, that would disclose details of the financial transactions of another member with the , other than with their permission. If the board refuses a request for information, it must explain what reason it has for withholding the information.

### **5.4. Presentation of accounts**

- a) During each financial year, the Company will appoint a person qualified to the standard required by law who is neither a member nor an employee of the to audit the 's accounts and balance sheet for the year
- b) The board will appoint such a person whenever a vacancy arises, and the appointment will be confirmed at the next available general meeting, and at every annual general meeting.
- c) Accounts will be audited and examined to the standard required by law.
- d) If the accounts, any social accounts as specified in 7.2, and any accompanying report from the auditor or social reporting panel are not available at an annual general meeting, or they are not accepted by a general meeting, another general meeting will be called within two months to consider them.

### **5.5. Annual Return**

Every year, and in accordance with the requirements of the law, the Secretary will send the annual return relating to the Company's affairs for the required period to the Financial Services Authority, together with

- i. a copy of any auditor's report for that period that may be required by law;
- ii. a copy of each balance sheet made during that period.

## 6.

### **The wider co-operative movement**

- 6.1. The Company has the general aim of supporting the development and growth of the co-operative movement.
- 6.2. In preparing contracts for the purchase of goods and services larger than £1,000, the board of directors should ensure that other co-operative enterprises are given a reasonable opportunity to bid alongside other potential suppliers.
- 6.3. If the liquid assets and investments of the Company exceed £10,000, the board of directors will prepare a policy on social investment, which includes a process for identifying and considering investment in other co-operatives, and ethical criteria for all investments relevant to the objects of the Company.
- 6.4. The board of directors has the power to make any investments it considers prudent, subject to any policy on investments that may be in force.
- 6.5. A designated person should have overall responsibility for relations with the wider co-operative movement, and should maintain contacts with national and regional co-operative organisations.
- 6.6. No agreement will be entered into with any enterprise, co-operative or otherwise, that would have the effect of exploiting a monopoly or other dominant market position to the detriment of members, customers or suppliers.

#### **6.7. The Commonwealth Council**

- a) The Commonwealth Council is an oversight body that does not operate immediately following incorporation, but which can be activated at a later date, for example if the Company has become larger and more complex; plays an important role in the co-operative sector locally; is facing divisive or controversial decisions; or wishes to offer an additional voice to minority groups or classes within the membership. The Commonwealth Council may be convened by the board of directors at any time, or by a resolution of the members at a general meeting, or following a petition of the members in accordance with clause 2.7 (e) ii.

#### **[Rules 6.7 b – f do not apply unless enabled in accordance with 6.7 a]**

- b) *The Commonwealth council will be free to consider any matter affecting the Company, may publish its views on any matter, and may summon any employee or officer of the Company to attend their meetings and answer questions relating to the business of the Company. It can be dissolved only by a resolution at a General Meeting with more than two thirds of votes.*
- c) *The size and procedures of the Commonwealth Council will be determined by its standing orders, which will be prepared by the board of directors. It must have no fewer than four members.*
- d) *Invitations to apply for membership will normally be publicised among the following stakeholders, unless they are specifically excluded by the board of directors:*
  - i. *Those eligible for membership under 1.5 (f) and 1.5 (g);*
  - ii. *Employees, volunteers, service users, local residents, significant suppliers and customers, and investors, that would not normally be eligible for membership;*
  - iii. *Anyone who was previously a member of the Company within the last five years; and*
  - iv. *Any co-operative that may be considered relevant due to geography, similarity, common membership or trading relationship;*
- e) *If at any time following such invitations fewer than eight people express willingness to serve on the Commonwealth Council, or if all but three candidates come from a single one of the categories listed in 6.7 (d), the board may suspend it until the next General Meeting due to lack of interest. Applications for membership will be considered according to the standing orders in force, subject to the requirements that*
  - i. *the process of selection for membership of the Commonwealth Council should be impartial, fair, transparent, and non-discriminatory; and*
  - ii. *members of any one of the four categories listed in 6.7 (d) should not have more than 75% of votes on the Council, and no more than one person may sit on both Council and Board.*
- f) *Members of the engaged in a dispute relating to the may request the Commonwealth Council to mediate between them and shall do so before elevating any such dispute to the board or to the membership as a whole.*

## 7. Sustainable development

7.1. The Company has the general aim of evaluating its impact on the community and the environment in which it operates, and developing policies that reduce harmful impacts and increase positive impacts

### 7.2. Social accounts

- a) The board of directors is responsible for preparing annual social accounts. These will consist of quantitative and qualitative data relating to the agreed indicators of achievement. They should cover, and clearly distinguish between, outputs (what the has done), outcomes (what the direct effects of this have been) and impacts (what indirect changes can be reasonably attributed to the 's activities in this and previous years).
- b) The indicators used should clearly correspond to the aims and objects in these rules, and should allow where possible for comparison with other accounting periods.

### 7.3. Social accounting panel

- a) At least one month before being presented to the annual general meeting, the social accounts will be verified by a social accounting panel which will consider
  - i. to what extent the accounts are comprehensive;
  - ii. whether the information gathered is reliable and reasonably interpreted;
  - iii. whether the indicators used should be changed in order to better correspond to the aims and objects of the Company;
  - iv. whether the aims and objects of the Company remain relevant or require modification.
- b) The panel should be chaired by an independent, qualified social auditor, unless a general meeting allows for the current or following year's social audit panel to be
  - i. chaired by a lay social auditor, or
  - ii. chaired by a member of the Company, in which case the chair of the panel may not be a board member, unless more than half the members of the are directors.
- c) The panel will be made up of members of the Company nominated by the commonwealth council. If the membership of the is more than 20, there will be at least three members of the panel in addition to the chair.



Somerset Co-operative Services CIC

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# CIC 36

## Declarations on Formation of a Community Interest Company<sup>1</sup>

*Please complete in typescript, or in bold black capitals.*

**Company Name in full**

Social Enterprise Network Somerset CIC

Community Interest Company

### **SECTION A: COMMUNITY INTEREST STATEMENT – beneficiaries**

1. We/I, the undersigned, declare that the company will carry on its activities for the benefit of the community, or a section of the community<sup>2</sup>. [Insert a short description of the community, or section of the community, which it is intended that the company will benefit below ]<sup>3</sup>

*The company's activities will provide benefit to ...*

The people of Somerset, and in particular those facing disadvantage and those seeking to help disadvantaged people or otherwise benefit the community.

**COMPANY NAME**

Social Enterprise Network Somerset CIC

**SECTION B: Community Interest Statement – Activities & Related Benefit**

Please indicate how it is proposed that the company's activities will benefit the community, or a section of the community. Please provide as much detail as possible to enable the CIC Regulator to make an informed decision about whether your proposed company is eligible to become a community interest company. It would be useful if you were to explain how you think your company will be different from a commercial company providing similar services or products for individual or personal gain.

<b>Activities</b> (Tell us here what the company is being set up to do)	<b>How will the activity benefit the community?</b> (The community will benefit by.. )
To be a catalyst for change by providing a support hub that enables social enterprises to begin trading, to develop and to grow sustainably	The community will benefit from a growing number of social enterprises that are conducting commercial activities for the purpose of delivering positive social impacts.
To be a focal point for social enterprises in Somerset	The community will benefit from social enterprises gaining a higher profile for their work and being better understood by decision makers and the general public.
If the company makes any surplus it will be used for... further improving the support and promotion of social enterprises in Somerset.	

(Please continue on separate sheet if necessary.)

**COMPANY NAME**

SOCIAL ENTERPRISE NETWORK SOMERSET CIC

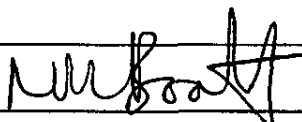

**SECTION C:**

1. We/I, the undersigned, declare that the company in respect of which this application is made will not be:

- (a) a political party;
- (b) a political campaigning organisation; or
- (c) a subsidiary of a political party or of a political campaigning organisation.<sup>4</sup>

**SECTION D:**

Each person who will be a first director of the company must sign the declarations.

Signed		Date	8/7/15
Signed		Date	08/07/15
Signed	Jon Cousins	Date	08/07/15
Signed		Date	
Signed		Date	
Signed		Date	
Signed		Date	
Signed		Date	
Signed		Date	
Signed		Date	

**CHECKLIST**

Have the first directors sign the CIC36?

This form must be accompanied by the following documents:

- (a) Memorandum of Association
- (b) Articles of Association, which comply with requirements imposed by section 32 of the Act and Part 3 of the Regulations or which are otherwise appropriate in connection with becoming a community interest company
- (c) Form IN01- you need to indicate that the proposed company is adopting bespoke articles.
- (d) Any completed continuation sheets
- (e) A cheque for £35 made payable to Companies House

You do not have to give any contact information in the box opposite but if you do, it will help the Registrar of Companies to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

Alex Lawne	
10 East Reach	
Taunton TA1 3EW	
alex@somerset.coop	Tel 0300 456 2265
DX Number	DX Exchange

**When you have completed and signed the form, please send it to the Registrar of Companies at:**

*For companies registered in England and Wales.* Companies House, Crown Way, Cardiff, CF14 3UZ  
DX 33050 Cardiff

*For companies registered in Scotland.* Companies House, 4<sup>th</sup> Floor, Edinburgh Quay 2, 139  
Fountainbridge, EH3 9FF DX 235 Edinburgh

*For companies registered in Northern Ireland.* Companies House, 2nd Floor, The Linenhall, 32-38  
Linenhall Street, Belfast, BT2 8BG

**NOTES**