



Trade Union (Amalgamations, etc.) Act 1964

1964 CHAPTER 24

An Act to amend the law relating to the amalgamation of trade unions, the transfer of engagements from one trade union to another, and the alteration of the name of a trade union.
[25th March 1964]

BE IT ENACTED by the Queen's most Excellent Majesty, by and with the advice and consent of the Lords Spiritual and Temporal, and Commons, in this present Parliament assembled, and by the authority of the same, as follows:—

1 Conditions necessary for amalgamations and transfers of engagements of trade unions

(1) Subject to this section—

- (a) two or more trade unions may amalgamate and become one trade union, with or without a division or dissolution of the funds of any one or more of those unions, but shall not do so unless, in the case of each of the amalgamating unions, a resolution which approves an instrument of amalgamation approved by the Registrar has been passed on a vote taken in a manner which satisfies the conditions specified in subsection (2) of this section ;
- (b) a trade union may transfer its engagements to any other trade union which undertakes to fulfil those engagements, but shall not do so unless, in the case of the transferor union, a resolution which approves an instrument of transfer approved by the Registrar has been passed on a vote taken in a manner which satisfies the said conditions.

(2) The conditions referred to in the foregoing subsection are the following, that is—

- (a) every member of the union must be entitled to vote on the resolution;
- (b) every member of the union must be allowed to vote without interference or constraint and must, so far as is reasonably possible, be given a fair opportunity of voting;

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- (c) the method of voting must involve the marking of a voting paper by the person voting ;
 - (d) all reasonable steps must have been taken by the union to secure that, not less than seven days before voting on the resolution begins, every member of the union is supplied with a notice in writing approved for the purpose by the Registrar.
- (3) The notice referred to in subsection (2)(d) of this section—
- (a) shall either set out in full the instrument of amalgamation or transfer to which the resolution relates, or give an account of it sufficient to enable those receiving the notice to form a reasonable judgment of the main effects of the proposed amalgamation or transfer; and
 - (b) if it does not set out the instrument in full, shall state where copies of the instrument may be inspected by those receiving the notice ;
- and both the instrument and the notice shall comply with the requirements of any regulations for the time being in force under this Act.
- (4) Before a resolution to approve an instrument of amalgamation or transfer is voted on by the members of a trade union—
- (a) that instrument, and
 - (b) the notice proposed to be supplied to members of the union in accordance with subsection (2)(d) of this section,
- shall be submitted to the Registrar, and the Registrar shall approve them respectively on being satisfied that they comply with the requirements of subsection (3) of this section.
- (5) An instrument of amalgamation or transfer shall not take effect before it has been registered by the Registrar under this Act, and shall not be so registered before the expiration of a period of six weeks beginning with the date on which an application for its registration is sent to the Registrar.
- (6) No such amalgamation or transfer as is mentioned in subsection (1) of this section shall prejudice any right of any creditor of any trade union party thereto.

2 Manner of voting on, and majority required for, resolution

- (1) Section 1 of this Act shall apply in relation to every amalgamation or transfer of engagements notwithstanding anything in the rules of any of the trade unions concerned or in the following provisions of this section.
- (2) For the purposes of the passing of a resolution to approve an instrument of amalgamation or transfer, the committee of management or other governing body of a trade union shall, unless the rules of that union expressly provide that this subsection shall not apply in relation to that union, have power, notwithstanding anything in the rules of the union, to arrange for a vote of the members of that union to be taken in any manner which that body think fit.
- (3) Where, in the case of a trade union, a vote is taken (whether under arrangements made under subsection (2) of this section or under provisions in the rules of the union) on a resolution to approve an instrument of amalgamation or transfer, a simple majority of the votes recorded shall be sufficient to pass the resolution, notwithstanding anything in the rules of the union and, in particular, notwithstanding anything in those rules which, but for this subsection, would require the resolution—

- (a) to be passed by a majority greater than a simple majority, or
- (b) to be voted on by not less than a specified proportion of the members of the union :

Provided that the foregoing provisions of this subsection shall not apply in the case of a union whose rules expressly provide that this subsection shall not apply in relation to that union.

3 Power to alter rules of transferee union for purposes of transfer of engagements

Where a trade union proposes to transfer its engagements to another trade union, and an alteration of the rules of the transferee union is necessary to give effect to provisions in the instrument of transfer, the committee of management or other governing body of the transferee union shall, unless the rules of that union expressly provide that this section shall not apply in relation to that union, have power, notwithstanding anything in the rules of that union, by memorandum in writing to alter the rules of that union so far as is necessary to give effect to those provisions; but an alteration of the transferee union's rules under this section shall not take effect unless or until the instrument of transfer takes effect.

4 Complaints to Registrar as regards passing of resolution

- (1) A member of a trade union which passes or purports to pass a resolution approving an instrument of amalgamation or transfer may complain to the Registrar on one or more of the following grounds, that is—
 - (a) that the manner in which the vote on the resolution was taken did not satisfy the conditions specified in section 1(2) of this Act; or
 - (b) where that vote was taken under arrangements made under section 2(2) of this Act, that the manner in which it was taken was not in accordance with the arrangements ; or
 - (c) where that vote was taken under provisions in the rules of the union, that the manner in which it was taken was not in accordance with those rules ; or
 - (d) that the votes recorded did not have the effect of passing the resolution.
- (2) A complaint under this section may be made at any time before, but shall not be made after, the expiration of a period of six weeks beginning with the date on which an application for registration of the instrument of amalgamation or transfer is sent to the Registrar; and where a complaint is made under this section, the Registrar shall not register the instrument under this Act before the complaint is finally determined.
- (3) Where a complaint is made under this section the Registrar may either dismiss it or, if after giving the complainant and the trade union an opportunity of being heard he finds the complaint to be justified, may either—
 - (a) so declare, but make no order under this subsection thereon, or
 - (b) make an order specifying the steps which must be taken before he will entertain any application to register the instrument of amalgamation or transfer, as the case may be.
- (4) It shall be the duty of the Registrar to furnish a statement, either written or oral, of the reasons for any decision which he gives on a complaint under this section.
- (5) The Registrar may from time to time by order vary any order made under subsection (3) of this section, and after making an order under that subsection

in relation to an instrument of amalgamation or transfer shall not entertain any application to register that instrument unless he is satisfied that the steps specified in the order (or, where the order has been varied, in the order as varied) have been taken.

- (6) Schedule 1 to this Act shall apply in relation to complaints under this section.
- (7) Subject to subsection (8) of this section, the validity of a resolution approving an instrument of amalgamation or transfer shall not be questioned in any legal proceedings whatsoever (except proceedings before the Registrar under this section or any proceedings arising out of such proceedings) on any ground on which a complaint could be, or could have been, made to the Registrar under this section.
- (8) In the course of proceedings on a complaint under this section the Registrar may, if he thinks fit, at the request of the complainant or of the trade union, state a case for the opinion of the High Court on any question of law arising in the proceedings.
The decision of the High Court on a case stated under this subsection shall be final.
- (9) It is hereby declared that the Arbitration Act 1950 does not apply to proceedings on a complaint under this section.
- (10) For the purposes of this section a complaint which is withdrawn shall be deemed to be finally determined at the time when it is withdrawn.
- (11) In relation to proceedings in Scotland, subsection (8) of this section shall have effect with the substitution of references to the Court of Session for references to the High Court.

5 Disposal of property on amalgamation or transfer

- (1) Subject to this section, where an instrument of amalgamation or transfer takes effect, the property held—
 - (a) for the benefit of any of the amalgamating unions or for the benefit of a branch of any of those unions, by the trustees of the union or branch, or
 - (b) for the benefit of the transferor trade union or for the benefit of a branch of the transferor trade union, by the trustees of the union or branch,shall without any conveyance, assignment or assignation vest, on the instrument taking effect, or on the appointment of the appropriate trustees, whichever is the later, in the appropriate trustees.
- (2) The foregoing subsection shall not apply—
 - (a) to property excepted from the operation of this section by the instrument of amalgamation or transfer, or
 - (b) to stocks and securities in the public funds of the United Kingdom or Northern Ireland.
- (3) In this section " the appropriate trustees " means—
 - (a) in the case of any property to be held for the benefit of a branch of the amalgamated union or for the benefit of a branch of the transferee union, the trustees of that branch, unless the rules of the amalgamated or transferee union provide that the property to be so held shall be held by the trustees of the union, and
 - (b) in any other case, the trustees of the amalgamated or transferee union.

- (4) For the removal of doubt it is hereby declared that if, in the case of an amalgamation of two or more trade unions each qualified under section 3 of the Trade Union Act 1913 to operate such a fund as is mentioned in subsection (1)(a) of that section, the rules of the amalgamated union in force immediately after the amalgamation include such rules as are required by that section, that union is to be treated for the purposes of that section as having immediately after the amalgamation passed such a resolution as is mentioned in subsection (1) of that section, with power to rescind it under subsection (4) thereof.

6 Change of name of trade union"

- (1) Subject to this section, a trade union may change its name by any method of doing so expressly provided for by its rules or, if its rules do not expressly provide for a method of doing so, by adopting in accordance with its rules an alteration of the provision in them which gives the union its name.
- (2) In the case of a registered trade union, a change of name shall not take effect until it is registered by the Registrar under this Act; and the Registrar shall not register a change of name if it appears to him that registration of the union under the proposed new name would be contrary to section 13(3) of the Trade Union Act 1871 (which prohibits registration under a name identical with, or too nearly resembling, that of another registered trade union).
- (3) Where a trade union changes its name, the change of name shall not affect any right or obligation of the union or of any of its members, and any pending legal proceedings may be continued by or against the trustees of the union or any other officer of the union who can sue or be sued on its behalf, notwithstanding its change of name.

7 Regulations

- (1) The Minister of Labour may make regulations as respects—
- (a) applications to the Registrar under this Act;
 - (b) the registration under this Act of any document or matter;
 - (c) the inspection of documents kept by the Registrar or by any assistant registrar under this Act;
 - (d) the charging of fees in respect of such matters, and of such amounts, as may with the approval of the Treasury be prescribed by the regulations,
- and generally for carrying this Act into effect.
- (2) Regulations under this section may in particular—
- (a) require any application for the registration of an instrument of amalgamation or transfer or a change of name to be accompanied by such statutory declarations or other documents as may be specified in the regulations ;
 - (b) make provision as to the form or content of any document required by this Act or by the regulations to be sent or submitted to the Registrar and the manner in which any such document is to be signed or authenticated;
 - (c) authorise the Registrar to require notice to be given or published in such manner as he may direct of the fact that an application for registration of an instrument of amalgamation or transfer has been or is to be made to him.
- (3) Regulations under this section may make different provision for different circumstances and, in particular, different provision with respect to cases where a

Northern Ireland union is, and cases where a Northern Ireland union is not, party to an amalgamation or transfer of engagements.

- (4) Any regulations under this section shall be made by statutory instrument subject to annulment in pursuance of a resolution of either House of Parliament.

8 Power of Registrar to delegate functions

Anything which is required or authorised to be done by or to the Registrar under this Act or under any regulations made thereunder may be done by or to any assistant registrar whom he may appoint for the purpose.

9 Interpretation

- (1) In this Act, unless the context otherwise requires, the following expressions have the meanings hereby assigned to them respectively, that is to say—

" the amalgamating unions " and " the amalgamated union ", in relation to a proposed amalgamation, mean respectively the trade unions proposing to amalgamate and the trade union which is to result from the proposed amalgamation;

" assistant registrar " means any assistant registrar of friendly societies appointed under section 1 of the Friendly Societies Act 1896;

" Northern Ireland union " has the meaning assigned by section 10 of this Act;

" registered trade union " means a trade union registered under the Trade Union Acts 1871 to 1913 ;

" the Registrar " means the Chief Registrar of Friendly Societies;

" trade union " means a trade union within the meaning of the Trade Union Act 1913, whether registered or not, other than a Northern Ireland union ;

" the transferor trade union " and " the transferee trade union ", in relation to a proposed transfer of engagements, mean respectively the trade union proposing to transfer its engagements and the trade union proposing to accept them.

- (2) References in this Act to any other enactment are references to that enactment as amended or applied by or under any other enactment.

10 Provisions as to Northern Ireland

- (1) This Act, except subsection (4) of this section, shall not extend to Northern Ireland.
- (2) This Act shall have effect in relation to amalgamations and transfers of engagements to which both a trade union and a Northern Ireland union are parties subject to the modifications specified in Schedule 2 to this Act.
- (3) In so far as any provision of this Act is capable of applying, as part of the law of England and Wales or of Scotland, to persons or property in Northern Ireland, subsection (1) of this section shall not affect the operation of that provision, as part of that law, in relation to persons or property in Northern Ireland.
- (4) No limitation on the powers of the Parliament of Northern Ireland imposed by the Government of Ireland Act 1920 shall apply in relation to legislation for purposes

similar to the purposes of this Act so as to preclude that Parliament from enacting a provision similar to some provision in this Act.

- (5) In this Act " Northern Ireland union " means a trade union within the meaning of the enactments relating to trade unions in Northern Ireland, being either—
- (a) a union which is, or for the purpose of any of those enactments is deemed to be, registered in Northern Ireland, or
 - (b) an unregistered union whose principal office is situated in Northern Ireland.
- (6) In this section " the enactments relating to trade unions in Northern Ireland " means all or any of the following enactments, that is to say, the Trade Union Acts 1871 to 1917, as for the time being in force in Northern Ireland, and any enactments of the Parliament of Northern Ireland (whether passed before or after the passing of this Act) whereby those Acts or any provisions thereof were or are amended or superseded.

11 Short title, citation, repeals, saving and commencement

- (1) This Act may be cited as the Trade Union (Amalgamations, etc.) Act 1964, and may be cited together with the Trade Union Acts 1871 to 1913 as the Trade Union Acts 1871 to 1964.
- (2) Subject to subsection (3) of this section, the Acts mentioned in Schedule 3 to this Act shall be repealed to the extent specified in the third column of that Schedule.
- (3) If, before the coming into force of the provisions of this Act relating respectively to amalgamations, transfers of engagements and changes of name—
- (a) two or more trade unions have taken steps for the purpose of amalgamating, and a ballot for the purpose has been taken by any of them, or
 - (b) a trade union has taken steps for the purpose of transferring its engagements to another trade union, and has passed a resolution for their transfer, or
 - (c) a trade union has taken steps for the purpose of changing its name, and has obtained from its members the necessary consent,
- the amalgamation, transfer of engagements or change of name, as the case may be, if not completed before the coming into force of the said provisions of this Act, may, notwithstanding the foregoing provisions of this Act, be proceeded with and completed under the enactments repealed by this Act, so far as applicable thereto, as if this Act had not been passed.
- (4) This Act shall come into force on such date as the Minister of Labour may by order made by statutory instrument appoint, and different dates may be appointed under this subsection for different provisions of this Act or for different purposes.

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SCHEDULES

SCHEDULE 1

Section 4.

PROVISIONS SUPPLEMENTAL TO S. 4

- 1 On a complaint made under section 4 of this Act the Registrar may—
- (a) require the attendance of the complainant or of any officer of the trade union, and may, on the application of the complainant or any such officer, require the attendance of any person as a witness ;
 - (b) require the production of any documents relating to the matters complained of ;
 - (c) administer oaths and take affirmations, and require the complainant, any officer of the trade union or any person attending as a witness to be examined on oath or affirmation ;
 - (d) grant to the complainant or to any officer of the trade union such discovery as to documents and otherwise, or such inspection of documents, as might be granted by the county court;
 - (e) order the whole or any part of the expenses of hearing the complaint, as certified by the Registrar, to be paid either out of the funds of the trade union or by the complainant; and
 - (f) order the trade union to pay to the complainant out of the funds of the union, or the complainant to pay to the union, either a specified sum in respect of the costs incurred by the complainant or the union, as the case may be, or the taxed amount of those costs.
- 2 A person who, on the application of any person, is required to attend before the Registrar as a witness in proceedings on a complaint under section 4 of this Act shall be entitled to be paid by the person on whose application he is so required—
- (a) such sum in respect of loss of time and travelling expenses as he would be entitled to on being served with a summons to attend as a witness in the county court, and
 - (b) if he duly attends, a sum equal to the further allowances, if any, to which he would be entitled if attending as a witness in proceedings in the county court.
- 3 If any person without reasonable excuse fails or refuses to comply with any requisition of the Registrar under sub-paragraphs (a) to (c) of paragraph 1 of this Schedule or any order of the Registrar made in pursuance of sub-paragraph (d) of that paragraph, he shall be liable on summary conviction to a fine not exceeding fifty pounds or to imprisonment for a term not exceeding three months, or to both:
- Provided that a person shall not be convicted of an offence under this paragraph by reason of failure or refusal on his part to comply with a requisition to attend as a witness before the Registrar unless any sum to which he is entitled under paragraph 2(a) of this Schedule has been paid or tendered.
- 4 Any costs required by an order under paragraph 1(f) of this Schedule to be taxed may be taxed in the county court according to such of the scales prescribed by

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- county court rules for proceedings in the county court as may be directed by the order or, if the order gives no direction, by the county court.
- 5 Any sum payable by virtue of an order under paragraph 1(e) or (f) of this Schedule shall, if the county court so orders, be recoverable by execution issued from the county court or otherwise as if payable under an order of that court.
- 6 In relation to proceedings in Scotland this Schedule shall have effect subject to the following modifications—
- (a) in paragraph 1(d), for the references to discovery as to documents and to the county court there shall be substituted respectively references to recovery of documents and to the sheriff court;
 - (b) for paragraph 1(f) there shall be substituted the following—
 - “(f) order that the expenses of the proceedings incurred by the complainant or by the trade union shall be paid by the trade union out of its funds or by the complainant, as the case may be, and may tax or settle the amount of any expenses to be paid under any such order or direct in what manner they are to be taxed”;
 - (c) in paragraph 2, for sub-paragraphs (a) and (b) there shall be substituted the following—
 - “(a) such sum as he would be entitled to on being cited as a witness in civil proceedings in the sheriff court, and
 - (b) if he duly attends, a sum equal to the fees and further allowances to which he would be entitled if attending as a witness in civil proceedings in the sheriff court.”; and
 - (d) paragraphs 4 and 5 shall not apply.

SCHEDULE 2

Section 10.

MODIFICATIONS OF ACT AS APPLYING TO AMALGAMATIONS AND TRANSFERS OF ENGAGEMENTS INVOLVING NORTHERN IRELAND UNIONS

- 1 Subject to this Schedule, any reference to a trade union (except in section 6) shall include a reference to a Northern Ireland union.
- 2 (1) The requirements of section 1 of this Act as to the approval of the instrument of amalgamation or transfer by a resolution of the trade union or trade unions concerned shall not apply to any Northern Ireland union, but the Registrar shall not under section 1(5) of this Act register the instrument unless he is satisfied that the instrument will be effective under the law of Northern Ireland.
- (2) In accordance with the foregoing sub-paragraph, nothing in section 2 or section 4 of this Act shall apply in relation to the passing of a resolution by a Northern Ireland union.
- 3 Nothing in section 3 of this Act shall apply in relation to the alteration of the rules of a Northern Ireland union.
- 4 Where an instrument of amalgamation or transfer is submitted to the Registrar for his approval under section 1(4) of this Act, the Registrar shall not give his approval unless the instrument states which of the bodies concerned is a Northern Ireland union, and, in the case of an instrument of amalgamation, shall not give his approval

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unless the instrument also states whether the resultant body is to be a trade union or a Northern Ireland union.

SCHEDULE 3

Section 11.

REPEALS

| Chapter | Short Title | Extent of Repeal |
|----------------------|--|---|
| 39 & 40 Vict. c. 22. | The Trade Union Act Amendment Act 1876. | Sections 11, 12 and 13. |
| 7 & 8 Geo. 5. c. 24. | The Trade Union (Amalgamation) Act 1917. | The whole Act. |
| 3 & 4 Geo. 6. c. 19. | The Societies (Miscellaneous Provisions) Act 1940. | Section 6. In section 10(1), the definition of " Trade union " and, in the definition of " Society ", the words " trade union ". |

Table of Statutes referred to in this Act

| Short Title | Session and Chapter |
|--------------------------------|------------------------|
| Trade Union Act 1871 | 34 & 35 Vict. c. 31. |
| Friendly Societies Act 1896 | 59 & 60 Vict. c. 25. |
| Trade Union Act 1913 | 2 & 3 Geo. 5. c. 30. |
| Government of Ireland Act 1920 | 10 & 11 Geo. 5. c. 67. |
| Arbitration Act 1950 | 14 Geo. 6. c. 27. |