

Status: Point in time view as at 27/09/2004.

Changes to legislation: Commonhold and Leasehold Reform Act 2002, Part 1 is up to date with all changes known to be in force on or before 19 July 2024. There are changes that may be brought into force at a future date. Changes that have been made appear in the content and are referenced with annotations. (See end of Document for details)

SCHEDULES

SCHEDULE 3

COMMONHOLD ASSOCIATION

PART 1

MEMORANDUM AND ARTICLES OF ASSOCIATION

Introduction

- 1 In this Schedule—
- (a) “memorandum” means the memorandum of association of a commonhold association, and
 - (b) “articles” means the articles of association of a commonhold association.

Form and content

- 2 (1) Regulations shall make provision about the form and content of the memorandum and articles.
- (2) A commonhold association may adopt provisions of the regulations for its memorandum or articles.
- (3) The regulations may include provision which is to have effect for a commonhold association whether or not it is adopted under sub-paragraph (2).
- (4) A provision of the memorandum or articles shall have no effect to the extent that it is inconsistent with the regulations.
- (5) Regulations under this paragraph shall have effect in relation to a memorandum or articles—
- (a) irrespective of the date of the memorandum or articles, but
 - (b) subject to any transitional provision of the regulations.

Alteration

- 3 (1) An alteration of the memorandum or articles of association shall have no effect until the altered version is registered in accordance with this paragraph.
- (2) If the commonhold association makes an application under this sub-paragraph the Registrar shall arrange for an altered memorandum or altered articles to be kept in his custody, and referred to in the register, in place of the unaltered version.
- (3) An application under sub-paragraph (2) must be accompanied by a certificate given by the directors of the commonhold association that the altered memorandum or articles comply with regulations under paragraph 2(1).

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- (4) Where the Registrar amends the register on an application under sub-paragraph (2) he shall make any consequential amendments to the register which he thinks appropriate.

Disapplication of Companies Act 1985

- 4 (1) The following provisions of the Companies Act 1985 (c. 6) shall not apply to a commonhold association—
- (a) sections 2(7) and 3 (memorandum), and
 - (b) section 8 (articles of association).
- (2) No application may be made under paragraph 3(2) for the registration of a memorandum altered by special resolution in accordance with section 4(1) of the Companies Act 1985 (objects) unless—
- (a) the period during which an application for cancellation of the alteration may be made under section 5(1) of that Act has expired without an application being made,
 - (b) any application made under that section has been withdrawn, or
 - (c) the alteration has been confirmed by the court under that section.

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