



Mutual Societies Application Note

Change of name

Please take time to read these notes carefully. They will help you to fill in the form correctly.

These notes are for information only. They are not a full statement of legal obligations under the relevant legislation. The society or credit union may wish to seek legal advice on how to comply with the legislation.

If after reading these notes you need more help please:

- check our website for more information on Mutual Societies: <http://www.fca.org.uk/mutuals>
- email mutual.societies@fca.org.uk; or
- call the contact centre 0845 606 9966

Terms in this form

'FCA', 'us' and 'we' refer to the Financial Conduct Authority or Prudential Regulation Authority.

'You' refers to the person signing the form on behalf of the society or credit union.

'The 2014 Act' is the Co-operative and Community Benefit Societies Act 2014

Legislation and what to expect

Co-operative and Community Benefit Societies Act 2014

Section 10(1) of the 2014 Act states that a society may not be registered with a name we think is undesirable.

A society is required to pass a resolution concerning its new name at a general meeting. It needs to give notice of the resolution, as is required by its rules. If its rules do not state the notice period for doing this, it needs to give the notice its rules require for a resolution to amend its rules.

Credit Unions

In addition to what is said above, Section 3 of the Credit Unions Act 1979 states the name of every credit union has to contain the words 'credit union' (unless the society's registered office is in Wales, in which case it may use the words 'undeb credyd').

Building Societies

Paragraph 9(3) of Schedule 2 of the Building Societies Act 1986 requires that a building society has to pass a special resolution to change its name. It also provides that a change of name takes effect on the date we register it or, if later, the date on the certificate we issue.

Paragraph 9(4) of Schedule 2 of the Building Societies Act 1986 states that no society may be registered with a name we think is undesirable

Friendly Societies 1992

Schedule 3 of the Friendly Societies Act 1992 states that no society may be registered with a name we think is undesirable

The name of a friendly society registered under the Friendly Societies Act 1992 has to have 'Limited' as its last word, unless the society has a registered office in Wales in which case it may use 'cyfyngedig'. It has to agree to change its name by passing a resolution in a general meeting and has to have given notice as is required for a special resolution. Also, the Friendly Societies Act 1992 provides that a change of name takes effect on the date of us registering it or, if later, the date on the certificate we issue.

What to expect

We will send you a formal acknowledgement after registration.

When changing the society's name we will want to be satisfied that, among other things, the change is necessary and will not confuse those dealing with the society, or be prejudicial to people having claims on the society.

Details of change of name

This section will help you to complete the form.

Full current name of society or credit union (front page)

You must give the full current registered name, please do not use abbreviations.

Society or credit union details

1 Society or credit union details

Register number

The register number is the number the society was given when it was first registered. If you are not sure what this is please search on the Mutuels Register at <http://mutuals.fsa.gov.uk> using the name of your society.

Change of name details

2 Proposed full name for the society or credit union

You must state the full proposed name for the society. Please see below guidelines of words that you should or should not include in your society's proposed name.

Reasons why we may refuse the proposed name

There are some circumstances when we will refuse a name:

- Where it is the same, or too similar to another society's, existing company's or charity's name.
- Where it is the same as, or very similar to a name held previously – within the last ten years – by a society, charity or company that is now defunct. But in certain circumstances, we may make an exception. For example, where the business or the locations, or both, are different, or the former organisation never traded. We may need more information.
- Where regional, national or international (including Europe wide) pre-eminence is implied or stated in the intended name, but no supporting evidence of the scale of the society's activities is given. You will need to show the society's business is substantial in relation to its activities or products and that it is eminent in its own field.
- Where royal, public authority or government patronage is implied but none exists. You will need to show us evidence – such as a letter of support or formal consent from the body or person concerned – of a genuine connection and permission to use the word or words.
- Where a name will be offensive.
- Where a name would constitute a criminal offence.
- Where a name is in another language and you have not given an explanation or meaning of the name.
- If you are a credit union but have not included 'credit union' in your name.

Appendices A – C list words that you need to justify or for which you must seek permission before you apply to use them.

General requirements

A society's name should reflect its character. It should generally include a reference to:

- the business in which it is engaged; and/or
- the members it permits;
- the people it serves (if it is set up to benefit people other than its own members); and/or
- the geographical area in which it operates.

Applications to use geographical areas in names should be accompanied by details showing that the society's main operations take place (or will take place) in the named area and that the society has a substantial business presence in the area. Such applications should also take into account the following general principles:

- no society or credit union can claim exclusive use of a geographical name;
- most geographical names will require at least some kind of 'moderating word' (unless the area stated is very small) – e.g. 'the London Co-operative Society' would be unsuitable whereas 'the London Dressmakers Co-operative Society' might be acceptable if suitable evidence accompanied the application;
- in relation to credit union names any intended geographical name should contain a moderator when the name proposed suggests an extent wider than the credit union's 'common bond' area.

Including the name of another organisation in your society's name. You will need to get a letter from that organisation giving its permission to use its name as part of your society's name. We would only expect you to include another organisation's name in a limited number of circumstances, for example, where the society:

- is (or will be) part of a family or group; or
- will be related in some way to an existing organisation.

You will also need to add something to your society's name to distinguish it from the other organisation in some way e.g. ABC Housing Association Limited and ABC (Peckham) Housing Association Limited.

Using the word 'trust'. You will need to provide the following (as appropriate) together with your application to justify the intended use of 'trust' in the society's name:

- confirmation in writing that the society's rules are, in your view, wholly charitable;
- confirmation, also in writing, that the society's rules do not provide for payment of any dividend on its shares, and if there is provision within the rules for the payment of any interest on its shares, that the rules provide that the extent of any such interest payment has to be very limited;
- any society claiming a link to an existing trust should provide a letter of confirmation from that trust to confirm that it considers it appropriate for the society to use the word 'trust' in their name.

We will then check that the society's rules do contain what you have confirmed.

Using the word 'partnership'. Any society necessarily involves what might loosely be called a "partnership" since it is a statutory requirement that a society has not less than two members, and not less than three if they are individuals. Necessarily the members will be co-operating together in some way to enable the society to operate. However as the word 'partnership' can be used to mean a relationship existing between legal entities you will need to clarify why you wish to use the word in the society's proposed name. If the intention is to denote a partnership between the society and say different parts of the local community, you will need to provide evidence as to the nature of that partnership and that the partnership will be an active one. The evidence provided should include who the members will be, their relationship with the society and exactly why the word 'partnership' is thought appropriate for the society's name. This will be required since the

use of 'partnership' in the society's name should not mislead those doing business with the society.

Using the word 'institute'. You will have to give evidence there is a need for such an institute and that existing bodies do not already cover the field. Regulations relating to the qualifications for membership will be at the highest academic level and recognised and approved by the appropriate authorities. The society should also give details of how the membership will be regulated. Applications should also include support from representative bodies within the field. You will also need to show support for the application from the appropriate government department.

Using a person's name. You will need to explain your society's connection with the person concerned and get a letter from the person giving permission for your society to use their name. If the person has died, you will need to get permission from the next of kin or executors. If the person died some years ago you will need to explain why using that person's name is appropriate to your society.

Using the words 'group'. Using this word implies several organisations under the same legal entity. You should give evidence of an active relationship with other organisations and say what the relationship is. If you are registering a new society, we will require confirmation that the other proposed members of the group already exist and have agreed to the group structure.

Using languages other than English. The Welsh Language Act 1993 allows you to register a society's name in Welsh if its registered office is (or is intended to be) in Wales. If you wish to use words from any other language you must give us a translation of those words. Please note it will not be possible to register your society in two different languages even if the meaning is the same. For example, a Welsh spelling (if you trade in Wales) and an English spelling (if you trade in England).

Not using 'Limited' in the name. For a registered society we may give permission for a society to drop the word 'Limited' from its name (or, for a new society, to be registered without including 'Limited') if we are satisfied the society's objects are wholly charitable or benevolent. If we later find out the objects of the society are no longer wholly charitable or benevolent, we may order the society to reinstate 'Limited' as the last word in its name.

For a list of the evidence you will need to submit with your application please ask us for our Note on omitting the word 'Limited'.

How to choose your name

- Before you apply, you should check that the name you have chosen is not the same as or too similar to, another society, charity or company name.
- You can check Companies House's website www.companieshouse.gov.uk for the names of current/ dissolved names; previous names and proposed names.
- You can check the Charity Commission's website <http://www.charitycommission.gov.uk/>
- You can check the Mutuels Register at <http://mutuals.fsa.gov.uk>

Please note that we do not operate a 'proposed society' register.

We cannot reserve names, or guarantee the name you want will be available when you apply.

If we receive applications we will check only the name on the application form. We cannot check names before you make an application to us.

3 Type of society**Registered society**

A registered society is an organisation conducting an industry, business or trade as a co-operative or community benefit society, and is registered under the Co-operative and Community Benefit Societies Act 2014.

Building society

The society is a building society if the 'register number' ends in 'B', 'BS', or 'BNI'.

Credit union

Credit unions provide credit and savings facilities to their members and their membership is based upon all members having a 'common bond'.

The society's register number will end in 'C' or 'CUS'.

Friendly society

If you are a society registered under the 1974 Act you must not use this form, you must use a rule change form.

4 Date of general meeting where the resolution was passed (dd/mm/yyyy)

No extra guidance

5 Date the change of name was agreed by a special resolution (dd/mm/yyyy)

No extra guidance

6 Date of meeting where the change of name was agreed (and where notice of the change was given, as is needed for a special resolution. (dd/mm/yyyy)

No extra guidance

7 Do you wish the name change to take effect from the date of the society's registration?

You only need to answer this question if you are applying on behalf of a building society or are registered under the Friendly Societies Act 1992.

8 Explain why the society is proposing to change its name

No extra guidance

9 Have you written to anyone asking for permission in connection with the proposed name?

If you want to use any of the words in Appendix B and C in your society's name you must write first to the relevant body or regulatory authority for their permission to use the word. When you apply to us for approval to use one of these words in your society's name, you must enclose a copy of the reply you have received.

Signature**10 The Secretary of the society or credit union must sign and date below**

We require all signatures to be original signatures.

Appendix A

Sensitive words

You will need permission from the FCA to use any of the following words or expressions (or their plural or possessive forms) in your chosen society name.

(a) Words which imply national or international pre-eminence:

British	International	Scottish
England	Ireland	United Kingdom
English	Irish	Wales
European	National	Welsh
Great Britain	Scotland	

(b) Words which imply business pre-eminence or representative or authoritative status:

Authority	Council	Partnership
Institute	Institution	
Federation	Board	

(c) Words which imply specific objects or functions:

Assurance	Financial or Investment Trust	Reassurance
Assurer	Foundation	Re-assurer
Benevolent	Friendly Society	Register
Charitable Trust	Fund	Registered
Charity	Group	Re-insurance
Charter	Holding(s)	Re-insurer
Chartered	Insurance	Sheffield*
Chemist	Insurer	Stock Exchange
Chemistry	Patent	Trade Union
Co-operative	Patentee	Trust
Educational or Artistic Trust	Pensions or Staff Trust	Unit Trust
Family Trust	Post Office	

* If you wish to use a name that includes the word 'Sheffield', we will need to establish precise details of the society's location as well as its business activities. We will also need to consult the Company of Cutlers in Hallamshire.

The above is not an exhaustive list of 'sensitive words' as other words could be deemed such dependent on the objects and purposes that a society is already pursuing or intends to pursue (or indeed not pursue). Sensitivity as to the use of a word in a name can also change with the passage of time and as any relevant events unfold.

Appendix B

Words for which permission must be sought

If you want to use any of the following words in your society's name you must write first to the relevant body for their permission to use the word. When you apply to the FCA for approval to use one of these words in your society's name you must enclose a copy of the reply you have received.

<i>Word or expression</i>	<i>Relevant Body (for societies whose registered office is in England and Wales)</i>	<i>Relevant Body (for societies whose registered office is in Scotland)</i>
Apothecary	The Worshipful Society of Apothecaries of London Apothecaries Hall Blackfriars Lane LONDON EC4V 6EJ	The Royal Pharmaceutical Society of Great Britain Law Department 1 Lambeth High Street LONDON SE1 7JN
Charity, Charitable	Head of Status Charity Commission Woodfield House Tangier Taunton TA1 4BL	Office of the Scottish Charity Regulator (OSCR) 2nd Floor Quadrant House 9 Riverside Drive Dundee DD1 4NY
Contact Lens	The Registrar General Optical Council 41 Harley Street LONDON W1N 2DJ	As for England and Wales
Dental, Dentistry	The Registrar General Dental Council 37 Wimpole Street LONDON W1M 8DQ	As for England and Wales
District Nurse, Health Visitor, Midwife, Midwifery, Nurse, Nursing	The Registrar and Chief Executive United Kingdom Central Council for Nursing, Midwifery and Health Visiting 23 Portland Place LONDON W1N 3AF	As for England and Wales

Health Centre	Office of the Solicitor Department of Health and Social Security 48 Carey Street LONDON WC2A 2LS	As for England and Wales
Health Service	Penny Turner Head of Branding Department of Health Room 230B Skipton House 80 London Road London SE1 6LH	As for England and Wales
National Health Service (NHS)	Mike Pattrick Office of the Solicitor Department of Health Room 518, New Court 48 Carey Street London WC2A 2LS	As for England, Wales and Scotland
Police	Pauline Laybourne Briefing and Honours Team CRCSG Change and Support Unit 3 rd Floor A, Fry Building 2 Marsham Street London SW1P 4DF	The Scottish Ministers Police Division St Andrews House Regent Road EDINBURGH EH1 3DG
Polytechnic	Department for Education and Science FH1B Sanctuary Buildings Great Smith Street LONDON SW1P 3BT	As for England and Wales
Pregnancy, Termination, Abortion	Department of Health Area 423 Wellington House 133-135 Waterloo Road LONDON SE1 8UG	As for England and Wales
Royal, Royale, Royalty, King, Queen, Prince, Princess, Windsor, Duke, His / Her Majesty	Linda Henshaw Ministry of Justice Constitutional Settlement Division 6 th Floor – Point 6B Selborne House 54 Victoria Street London SW1E 6QW	Douglas Boyd Protocol Unit St Andrew's House Regent Road Edinburgh EH1 3DG

	(if based in England) The National Assembly for Wales Crown Buildings Cathays Park CARDIFF CF10 3NQ (if based in Wales)	
Special School	Clinton Roche Department for Education and Skills Caxton House 6-12 Tothill Street London SW1H 9NA Tel – 0870 0012345	As for England and Wales
University	Privy Council Office 2 Carlton Gardens London SW1Y 5AA	As for England and Wales

Appendix C

Words governed by legislation

Certain words and expressions are governed by other legislation and using them in names without permission may constitute a criminal offence. These are listed below.

If you want to use any of these words or expressions in your society's name, you must get permission from the relevant regulatory authority. You will then need to provide proof of that permission when you apply to the FCA to use them in your society's name.

The FCA reserves the right to seek advice direct from the appropriate relevant regulatory authority.

Word or expression	Relevant legislation	Relevant Body
Anzac	Section 1 Anzac Act 1916	Seek advice of Companies House
Architect	Section 20, Architects Registration Act 1997	Architects Registration Board 73 Hallam Street LONDON W1N 6EE
Bank, Banker, Banking, Deposit	Banking Act 1987	Authorisation Sensitive Business Name Financial Conduct Authority 25 The North Colonnade Canary Wharf London E14 5HS
Building Society	Building Societies Act 1986	Authorisation Sensitive Business Names Financial Conduct Authority 25 The North Colonnade London E14 5HS
Chamber(s) of Business, Chamber(s) of Commerce, Chamber(s) of Commerce and Industry, Chamber(s) of Commerce, Training and Enterprise, Chamber(s) of Enterprise, Chamber(s) of Industry, Chamber(s) of Trade, Chamber(s) of Trade and Industry, Chamber(s) of Training, Chamber(s) of Training and Enterprise or the Welsh translations of	Company and Business Names (Chamber of Commerce etc). Act 1999	Guidance is available from Companies House

these words		
Chiropractor	Chiropractors Act 1994	The Chief Executive General Chiropractic Council 44 Wicklow Street London WC1X 9HL
Dentist, Dental Surgeon, Dental Practitioner	Dental Act 1984	The Registrar General Dental Council 37 Wimpole Street LONDON W1M 8DQ
Drug, Druggist, Pharmaceutical, Pharmacist, Pharmacy, Pharmaceutist	Section 78, Medicines Act 1968	The Director of Legal Services The Royal Pharmaceutical Society of Great Britain 1 Lambeth High Street LONDON SE1 7JN (for England and Wales) The Pharmaceutical Society 36 York Place EDINBURGH EH1 3HU (for Scotland)
Institute of Laryngology Institute of Otology Institute of Urology Institute of Orthopaedics	University College London Act 1988	University College London Gower Street LONDON WC1E 6BT
Insurance Broker, Assurance Broker, Re-Insurance Broker, Re-Assurance Broker	Sections 2 & 3 Insurance Brokers (Registration) Act 1977	The Insurance Brokers Registration Council 15 St Helen's Place LONDON EC3A 6DS
Olympic, Olympiad, Olympian, Paralympic, Paralympiad, Paralympian (or plurals, or translations of these or words so similar to these protected words)	Olympic Symbol etc. (Protection) Act 1995 (as amended)* Use of such words may infringe the rights of the British Olympic Association/British Paralympic Association. <i>*Also protects the Olympic symbols of five interlocking rings; the Olympic motto "Citius Altius Fortius" ("Faster, Higher, Stronger"); the Paralympic symbol of three "agitos"; the Paralympic motto "Spirit in</i>	The London Organising Committee of the Olympic Games Limited (LOCOG) 23 rd Floor 1 Churchill Place Canary Wharf London E14 5LN

	<i>Motion"; and anything so similar to them.</i> Following London's successful bid to host the 2012 Olympic Games, the London Olympic Games and Paralympic Games Act 2006 has been introduced. This provides further rights for the protection of Olympic words, symbols and marks relating to the Games. In addition to the protected words outlined in this booklet, the registration of a company name which includes specific words implying association with the London 2012 Games may infringe the rights of The London Organising Committee of the Olympic Games Limited (LOCOG) under this Act. For further information, please visit: www.london2012.com/brandprotection	
Optician, ophthalmic optician, dispensing optician, enrolled optician, registered optician, optometrist	Opticians Act 1989	The Registrar General Optical Council 41 Harley Street LONDON W1N 2DJ
Patent Office, Patent Agent	Copyright, Designs and Patents Act 1988	IPCD Room 3B38 Concept House The Patent Office Cardiff Road Newport, NP10 8QQ
Red Cross, Geneva Cross, Red Crescent, Red Lion and Sun	Geneva Conventions Act 1957	Seek advice of Companies House
Registered, State or Registered: Chiropodist, Dietician, Medical Laboratory, Technician, Occupational Therapist, Orthoptist, Physiotherapist, Radiographer,	Professions Supplementary to Medicine Act 1960	Department of Health HRD HRB Room 2N35A Quarry House Quarry Hill Leeds LS2 7JE

Remedial Gymnast		
Solicitor (Scotland)	S.31 Solicitors (Scotland) Act 1980	The Law Society of Scotland 26 Drumsheugh Gardens Edinburgh EH3 7YR
Veterinary Surgeon, veterinary, vet	Section 19/20 Veterinary Surgeons Act 1966	The Registrar Royal College of Veterinary Surgeons 62-64 Horseferry Road LONDON SW1P 2AF