



New South Wales

Co-operative Housing and Starr-Bowkett Societies Regulation 2005

under the

Co-operative Housing and Starr-Bowkett Societies Act 1998

Her Excellency the Governor, with the advice of the Executive Council, has made the following Regulation under the *Co-operative Housing and Starr-Bowkett Societies Act 1998*.

DIANE BEAMER, M.P.,
Minister for Fair Trading

Explanatory note

The object of this Regulation is to remake, with minor modifications, the provisions of the *Co-operative Housing and Starr-Bowkett Societies Regulation 2000*. That Regulation is repealed by section 10 (2) of the *Subordinate Legislation Act 1989* on 1 September 2005. The new Regulation deals with the following matters:

- (a) persons who are associates of bodies corporate or other persons for the purposes of the *Co-operative Housing and Starr-Bowkett Societies Act 1998* (the *Principal Act*) (Part 2),
- (b) documents that may be inspected by members of the public (Part 3),
- (c) the registers that are to be kept by co-operative housing societies or Starr-Bowkett societies (Part 4),
- (d) the application of provisions of Chapter 2K (Charges) of the *Corporations Act 2001* of the Commonwealth to co-operative housing bodies (Part 5),
- (e) the application of provisions, relating to schemes of arrangement and receivers and managers, of Part 5.1 of the *Corporations Act 2001* of the Commonwealth to co-operative housing bodies (Part 6 and Schedule 3),
- (f) the application of provisions, relating to winding up, of the *Corporations Act 2001* of the Commonwealth to co-operative housing societies or Starr-Bowkett societies (Part 7),
- (g) the functions, formation and registration of associations of societies and the application of the *Principal Act* to them (Part 8),

2005 No 475

Co-operative Housing and Starr-Bowkett Societies Regulation 2005

Explanatory note

- (h) requirements relating to audits and annual returns (Part 9 and Forms 5–8 of Schedule 1),
- (i) fees and allowances (clauses 27–29 and Schedule 2),
- (j) other miscellaneous provisions (Part 1 and clauses 30–35).

This Regulation is made under the *Co-operative Housing and Starr-Bowkett Societies Act 1998*, including sections 4, 23, 29, 32, 88, 100, 115, 117, 118, 119, 122, 137, 138, 140, 145, 148, 153, 173, 174, 177, 183, 184, 190, 209 and 225 (the general regulation-making power) and Schedules 2 and 3 to the Act.

Contents

	Page
Part 1 Preliminary	
1 Name of Regulation	5
2 Commencement	5
3 Definitions	5
Part 2 Associates	
4 Preliminary	6
5 Associate of a body corporate	6
6 General	6
Part 3 Inspection of documents	
7 Inspection of documents	7
Part 4 Registers	
8 Prescribed registers	9
9 Register of members	10
10 Currency of information in registers	10
Part 5 Registration of charges	
11 Preliminary	11
12 Modifications of Corporations Act	11
13 Forms	12
Part 6 Arrangements, reconstructions, receivers and managers	
14 Preliminary	13
15 Prescribed information as to compromise with creditors or members	13
16 Forms	13
Part 7 Winding-up	
17 Preliminary	14
18 Modifications to applications of Corporations Act	14
19 Forms	14

Co-operative Housing and Starr-Bowkett Societies Regulation 2005

Contents

		Page
Part 8	Associations	
20	Additional functions of associations	15
21	Formation of associations: sec 184 (1)	15
22	Registration of associations	16
23	Application of Act to associations	16
Part 9	Audit and returns	
24	Prescribed statements and information	17
25	Annual returns: secs 148 and 190	17
26	Declarations of interest	17
Part 10	General	
27	Fees	18
28	Waiver, reduction or refund of fees	18
29	Scale of allowances	18
30	Entry and search—prescribed documents	18
31	Voting by postal ballot	18
32	Powers of Court—prescribed persons	18
33	Prescribed forms	19
34	Securitisation arrangements	19
35	Savings	19
Schedule 1	Forms	20
Schedule 2	Fees	39
Schedule 3	Prescribed information relating to proposed compromise or arrangement	46
Schedule 4	Postal ballots	50

Co-operative Housing and Starr-Bowkett Societies Regulation 2005

under the

Co-operative Housing and Starr-Bowkett Societies Act 1998

Part 1 Preliminary

1 Name of Regulation

This Regulation is the *Co-operative Housing and Starr-Bowkett Societies Regulation 2005*.

2 Commencement

This Regulation commences on 1 September 2005.

Note. This Regulation replaces the *Co-operative Housing and Starr-Bowkett Societies Regulation 2000* which is repealed on 1 September 2005 under section 10 (2) of the *Subordinate Legislation Act 1989*.

3 Definitions

(1) In this Regulation:

Corporations Regulations means the *Corporations Regulations 2001* of the Commonwealth.

the Act or ***the 1998 Act*** means the *Co-operative Housing and Starr-Bowkett Societies Act 1998*.

(2) In this Regulation, a reference to a Form is a reference to a Form set out in Schedule 1.

(3) Notes included in the text of this Regulation do not form part of this Regulation.

2005 No 475

Clause 4 Co-operative Housing and Starr-Bowkett Societies Regulation 2005

Part 2 Associates

Part 2 Associates

4 Preliminary

This Part has effect for the purposes of section 4 (2) (g) of the Act.

5 Associate of a body corporate

An *associate* of a body corporate includes a director or secretary of a related body corporate.

6 General

- (1) An *associate* of a person includes any other person in concert with whom the person is acting or proposes to act.
- (2) If a person has entered, or proposes to enter, into a transaction, or has done, or proposes to do, any act or thing, in order to become associated with another person as mentioned in this Regulation or in section 4 of the Act, a reference to an associate of the person includes a reference to that other person.
- (3) However, a person is not an associate of another person by virtue of this clause merely because of one or more of the following:
 - (a) one gives advice to the other, or acts on the other's behalf, in the proper performance of the functions attaching to a professional capacity or a business relationship,
 - (b) one, a client, gives specific instructions to the other, whose ordinary business includes dealing in securities, to acquire shares on the client's behalf in the ordinary course of that business,
 - (c) one has appointed the other, otherwise than for valuable consideration given by the other or by an associate of the other, to vote as a proxy or representative at a meeting of members, or of a class of members, of a body corporate.

Part 3 Inspection of documents

7 Inspection of documents

For the purposes of section 23 (1) of the Act, the prescribed documents are as follows:

- (a) documents lodged with the Registrar under section 50 (2) (Registration) of the Act that result in the registration of the society concerned,
- (b) rules registered by the Registrar under section 50 (4) (Registration) of the Act,
- (c) rules of a merged society registered by the Registrar under section 154 (Registrar may register merged society) of the Act,
- (d) documents lodged with the Registrar under section 184 (2) (Registration) of the Act and clause 22 of this Regulation that result in the registration of the association concerned,
- (e) rules of an association registered by the Registrar under section 184 (4) (Registration) of the Act,
- (f) written notices given to the Registrar under section 87 (Registered office) of the Act,
- (g) statements approved by the Registrar under section 153 (3) (Application for registration of merger or transfer of engagements between societies of the same type) of the Act,
- (h) copies of certificates of incorporation issued by the Registrar under section 51 (Certificate of incorporation), 154 (Registrar may register merged society) or 185 (Certificate of incorporation) of the Act,
- (i) copies of certificates of confirmation issued by the Registrar under section 155 (Certificate of confirmation (voluntary transfer)) or 158 (Certificate of confirmation (transfer by direction)) of the Act,
- (j) alterations of rules registered under section 67 (Registration of alteration of rules) of the Act,
- (k) special resolutions registered under section 115 (Special resolutions) of the Act,
- (l) documents evidencing exemptions granted by the Registrar under section 84 (4) (Use of words “co-operative housing society” or “Starr-Bowkett”) or 153 (5) (Application for registration of merger or transfer of engagements between societies of the same type) of the Act,
- (m) copies of orders by the Registrar granting relief under section 149 (Relief from requirements as to accounts and audit) of the Act,

2005 No 475

Clause 7 Co-operative Housing and Starr-Bowkett Societies Regulation 2005

Part 3 Inspection of documents

- (n) documents evidencing approvals by the Registrar under section 53 (1) (d) (Powers of societies), 80 (4) (Registration of name and change of name), 105 (2) (Management contracts), 122 (1) (c) (Form and evidentiary value of registers) or 178 (3) (Voluntary winding-up) of the Act,
- (o) documents evidencing approvals by the Registrar under section 66 (3) (Alteration of rules by board of directors), 68 (5) (Power of Registrar to require modification of rules) or 69 (5) (Power of Registrar to modify rules to facilitate transfer of engagements) of the Act,
- (p) determinations by the Registrar under section 153 (2) (Application for registration of merger or transfer of engagements between societies of the same type) of the Act,
- (q) written notices given by the Registrar under section 68 (3) (Power of Registrar to require modification of rules) or 69 (3) (Power of Registrar to modify rules to facilitate transfer of engagements) of the Act,
- (r) returns lodged with the Registrar under section 100 (11) (Declaration of interest), 118 (10) (Register of directors), 137 (5) (e) (Qualifications of auditors) or 148 (1) (Returns) of the Act,
- (s) copies of orders of the Court issued under section 106 (Duties of directors and officers), 209 (Powers of Court), 215 (Power of Court to assess damages against certain persons), 223 (Injunctions) or 224 (Power to grant relief) of the Act, or any other orders of the Court relating to a co-operative housing body, or to a register required to be kept by the Registrar, that are required by the Court to be lodged or filed with the Registrar,
- (t) documents lodged with the Registrar under section 263, 264, 268 or 269 of the Corporations Act (as applicable to a co-operative housing body by virtue of section 88 of the Act),
- (u) documents relating to a court approved scheme of arrangement or reconstruction lodged or filed with the Registrar under Part 5.1 of the Corporations Act (as applicable to a society by virtue of section 173 of the Act),
- (v) documents lodged or filed with the Registrar under Part 5.2 of the Corporations Act (as applicable to a society by virtue of section 174 of the Act) other than reports under section 422 of the Corporations Act,
- (w) documents lodged or filed with the Registrar under Part 5.4A, 5.4B, 5.5 or 5.6 of the Corporations Act (as applicable to a matter by virtue of section 177 of the Act) other than reports under section 533 of the Corporations Act.

Part 4 Registers

8 Prescribed registers

- (1) For the purposes of section 117 of the Act, the following registers are prescribed:
 - (a) a register of loans made to members and securities taken, containing the following information:
 - (i) the name of each member to whom a loan is made,
 - (ii) the amount of the loan,
 - (iii) the date on which the loan was approved,
 - (iv) the folio reference to the minute evidencing the board's decision to make the loan,
 - (v) a reference identifying the account created in relation to the loan,
 - (vi) the date of each advance made in relation to the loan and the amount of each advance so made,
 - (vii) where the loan is secured by way of mortgage of real property—the address and the particulars of title of the property and a reference identifying the mortgage agreement,
 - (viii) where the loan is secured otherwise than by way of a mortgage of real property—particulars of the security taken and a reference identifying the agreement that evidences that security,
 - (ix) the location of the documents relating to the security taken in respect of the loan,
 - (x) particulars of any movement of those documents from that location,
 - (xi) the date of the final repayment made in relation to the loan,
 - (b) a register of loans raised and securities given, in a form approved by the Registrar,
 - (c) in the case of a Starr-Bowkett society, a register of deposits received, in a form approved by the Registrar,
 - (d) a register of loans guaranteed, in a form approved by the Registrar.
- (2) A Starr-Bowkett society that by its rules provides that the order in which loans are to be made may be determined by ballot or sale is to keep a register of appropriations in a form approved by the Registrar.

2005 No 475

Clause 9 Co-operative Housing and Starr-Bowkett Societies Regulation 2005

Part 4 Registers

9 Register of members

For the purposes of section 119 (1) (c) of the Act, the following information is prescribed:

- (a) the occupation (if any) of each member,
- (b) the shares (if any) held by each member and the date on which those shares were allotted,
- (c) the amount paid on the shares (if any) of each member,
- (d) the date of and circumstances under which a person's membership terminated.

10 Currency of information in registers

The information contained in a written instrument prepared for the purposes of section 122 (4) of the Act must be current as at a date that is no earlier than 7 days before the day on which the instrument is made available.

Part 5 Registration of charges

11 Preliminary

This Part has effect for the purposes of section 88 (c) of the Act.

12 Modifications of Corporations Act

- (1) Section 265 of the Corporations Act is modified by replacing the reference to the Australian Register of Company Charges with a reference to the Register of Co-operative Housing Society Charges.
- (2) Section 266 of the Corporations Act is modified by replacing sections 266 (1) (a)–(ba) and 266 (3) (a)–(ba) with the following:
 - (a) an order is made, or a resolution is passed, for the winding-up of the co-operative housing body, or
 - (aa) the Registrar gives a certificate under section 176 of the *Co-operative Housing and Starr-Bowkett Societies Act 1998* for the winding-up of the co-operative housing body, or
 - (b) an administrator of a co-operative housing body is appointed by the Registrar under section 43 of the *Co-operative Housing and Starr-Bowkett Societies Act 1998*.
- (3) Section 266 of the Corporations Act is modified as follows:
 - (a) by omitting from section 266 (1) the words “, or the deed’s administrator”,
 - (b) by omitting from section 266 (5) the words “, or an administrator of a deed of company arrangement executed by the company”,
 - (c) by omitting from section 266 (7) the matter “, (c) and (d)” and by inserting instead the matter “and (c)”.
- (4) Section 266 (6) of the Corporations Act is modified by replacing section 266 (6) (c) and (d) with the following:
 - (c) the Registrar giving a certificate for the winding-up of the co-operative housing body under section 176 of the 1998 Act, or
 - (d) an administrator of the co-operative housing body being appointed under section 43 of the 1998 Act.

2005 No 475

Clause 13 Co-operative Housing and Starr-Bowkett Societies Regulation 2005

Part 5 Registration of charges

13 Forms

- (1) A form prescribed for the purposes of a provision of the Corporations Act that by virtue of section 88 of the 1998 Act applies to co-operative housing bodies is the form prescribed by the Corporations Regulations in relation to that provision, with any necessary modifications.
- (2) For the purposes of section 263 (1) (a) (ix) of the Corporations Act, as applied by section 88 of the 1998 Act, the following information is prescribed:

The amount, or rate per cent, of the commission, allowance or discount paid or made either directly or indirectly by the co-operative housing body to a person in consideration of the person's subscribing or agreeing to subscribe, whether absolutely or conditionally, or procuring or agreeing to procure, subscriptions, whether absolute or conditional, for any debentures concerned.

Part 6 Arrangements, reconstructions, receivers and managers

14 Preliminary

This Part has effect for the purposes of sections 173 and 174 of the 1998 Act.

15 Prescribed information as to compromise with creditors or members

For the purposes of section 412 (1) (a) (ii) of the Corporations Act, as applied by section 173 of the 1998 Act, unless the Registrar otherwise allows, the explanatory statement must:

- (a) in respect of a proposed arrangement between a co-operative housing body and its creditors or a co-operative housing body and a class of its creditors, state the matters set out, and have annexed to it the reports and copies of documents referred to, in clause 2 of Schedule 3, and
- (b) in respect of a proposed arrangement between a co-operative housing body and its members or a co-operative housing body and a class of its members, state the matters set out, and have annexed to it the reports and copies of documents referred to, in clause 3 of Schedule 3.

16 Forms

- (1) A form prescribed for the purposes of a provision of the Corporations Act that by virtue of section 173 of the 1998 Act applies to co-operative housing bodies is the form prescribed by the Corporations Regulations in relation to that provision, with any necessary modifications.
- (2) A form prescribed for the purposes of a provision of the Corporations Act that by virtue of section 174 of the 1998 Act applies to co-operative housing bodies is the form prescribed by the Corporations Regulations in relation to that provision, with any necessary modifications.

2005 No 475

Clause 17 Co-operative Housing and Starr-Bowkett Societies Regulation 2005

Part 7 Winding-up

Part 7 Winding-up

17 Preliminary

This Part has effect for the purposes of section 177 of the 1998 Act.

18 Modifications to applications of Corporations Act

- (1) Section 461 of the Corporations Act is modified by replacing section 461 (1) (h) and (j) with the following:
 - (h) the Registrar has, because of an investigation under the *Co-operative Housing and Starr-Bowkett Societies Act 1998* into the affairs of the society, stated that:
 - (i) the society cannot pay its debts and should be wound up, or
 - (ii) it is in the interests of the public or of members or creditors that the society should be wound up, or
 - (j) if the application was made by the Registrar—the Court is of opinion that it is in the interests of the public, of the members or of the creditors that society should be wound up, or
- (2) Section 462 of the Corporations Act is modified by omitting section 462 (2) (h) and (3).
- (3) Section 464 of the Corporations Act is modified:
 - (a) by omitting “Where ASIC is investigating, or has investigated, under Division 1 of Part 3 of the ASIC Act:” from section 464 (1), and
 - (b) by inserting instead “If the Registrar is conducting or has conducted an investigation under the *Co-operative Housing and Starr-Bowkett Societies Act 1998*:”.
- (4) Part 5.7B of the Corporations Act is modified by omitting sections 588J–588L and 588Q.

19 Forms

A form prescribed for the purposes of a provision of the Corporations Act that by virtue of section 177 of the 1998 Act applies to co-operative housing bodies is the form prescribed by the Corporations Regulations in relation to that provision, with any necessary modifications.

Part 8 Associations

20 Additional functions of associations

- (1) For the purposes of section 183 of the Act, the following functions are prescribed:
 - (a) to guarantee the payment of any amount that a society that is a member of the association is or will be liable to pay,
 - (b) to make a secured loan to a person who is a member of a society that is a member of the association for purposes connected with the support by the members of the objects of the component society,
 - (c) to make a secured loan to any corporation or other body corporate if shares in it can be purchased by a society that is a member of the association under section 53 (1) (c) of the Act.
- (2) In this clause, *secured loan* means a loan secured by mortgage (including debenture, lien or charge) given by the person, corporation or other body corporate to whom the loan is made that makes any property of the person, corporation or other body corporate liable specifically or otherwise.

21 Formation of associations: sec 184 (1)

- (1) A proposed association may be formed only if there has been a meeting (the *formation meeting*) for the purpose of forming the association held by at least 2 societies.
- (2) At the formation meeting, there must be presented a copy of the proposed rules of the association and a written statement showing:
 - (a) the objects of the association, and
 - (b) the reasons for believing:
 - (i) that an application for registration of the association should be granted, and
 - (ii) that, if registered, the association will be able to carry out its objects successfully.
- (3) If, at the formation meeting or any subsequent or adjourned meeting, 2 or more societies, after considering the statement and the rules, approve the rules (with or without amendment) and sign an application for membership (or for membership and shares), they may proceed to elect the first directors of the association under the rules as so approved.

2005 No 475

Clause 22 Co-operative Housing and Starr-Bowkett Societies Regulation 2005

Part 8 Associations

- (4) An application for shares in a proposed association, made before the registration of the association, may not be withdrawn, and a society that makes such an application is, on the registration of the association, liable to pay the association:
 - (a) the value of the shares for which the society applied, or
 - (b) the value of the minimum number of shares for which a member is entitled to subscribe,whichever is the greater.
- (5) The expenses of, and incidental to, the formation of the association may be paid out of the capital or income of the association.

22 Registration of associations

- (1) For the purposes of section 184 (1) and (2) (b) of the Act, an application to register an association must:
 - (a) be made in the form approved by the Registrar, and
 - (b) be signed by at least 2 directors of the proposed association, and
 - (c) be accompanied by:
 - (i) a copy of the written statement presented to the formation meeting, and signed and certified by the person presiding at the formation meeting and the secretary of the meeting, and
 - (ii) a statement listing the name, address and occupation and place and date of birth of each director, and
 - (iii) any other particulars that the Registrar may require in a particular case.
- (2) The application must be lodged with the Registrar within 2 months after closure of the formation meeting for the proposed association or within such extended period as the Registrar may allow.

23 Application of Act to associations

- (1) For the purposes of section 190 of the Act, the whole of the Act (except Divisions 1 and 2 of Part 3) apply to an association as if the association were a society.
- (2) Section 49 (7) applies to an association as if the association were a society. For that purpose, the subsection is modified by omitting the word “public” and by inserting instead the word “societies”.

Part 9 Audit and returns

24 Prescribed statements and information

For the purposes of section 145 (1) of the Act, the prescribed statements and information are the statements and information specified in section 143 (2) of the Act.

25 Annual returns: secs 148 and 190

- (1) A society must, within 3 months of the close of each financial year for the society, provide the Registrar with the following returns:
 - (a) a list specifying the directors and principal executive officers of the society and of each subsidiary body corporate of the society, as at the date of the return,
 - (b) the accounts of the society made out in accordance with section 128 of the Act for the last financial year of the society,
 - (c) if the society is a holding society, the group accounts made out in accordance with section 129 of the Act for the last financial year of the society,
 - (d) a copy of:
 - (i) the directors' statement prepared under section 133 of the Act, and
 - (ii) the directors' report prepared under section 134 of the Act, and
 - (iii) the auditor's report prepared under section 143 of the Act, for the last financial year of the society.
- (2) The list of directors and principal executive officers specified in subclause (1) (a) is to be in Form 7.
- (3) The annual returns specified in subclause (1) (b) and (c) for a Starr-Bowkett Society are to be in Form 5.
- (4) The annual returns specified in subclause (1) (b) and (c) for a co-operative housing society are to be in Form 6.
- (5) An association listed at the end of clause 5 of Schedule 5 to the Act must, within 5 months and 28 days after the close of each financial year for the association, provide the Registrar with an annual report as set out in Form 1 of Schedule 7 to the *Co-operatives Regulation 2005*.

26 Declarations of interest

The return specifying declarations of interest under section 100 (11) of the Act is to be in Form 8.

2005 No 475

Clause 27 Co-operative Housing and Starr-Bowkett Societies Regulation 2005

Part 10 General

Part 10 General

27 Fees

- (1) The fees to be paid in connection with the administration of the Act, including fees for the lodgment of any documents and additional fees for late lodgment of any documents under the Act, are set out in Schedule 2.
- (2) In Schedule 2:
the 1998 Act means the *Co-operative Housing and Starr-Bowkett Societies Act 1998*.

28 Waiver, reduction or refund of fees

The Registrar may waive, reduce or refund any fee payable by a co-operative housing body under the Act or this Regulation if, in the opinion of the Registrar:

- (a) the body is constituted primarily for a charitable purpose, or
- (b) the body is constituted primarily for the purpose of advancing the welfare of a class of disadvantaged persons, or
- (c) there are special circumstances that satisfy the Registrar that it would be expedient to waive, reduce or refund the fee.

29 Scale of allowances

For the purposes of section 29 (5) of the Act, a person required to attend before an officer under section 29 of the Act is entitled to allowances and expenses on the same scale as a witness attending and giving evidence in criminal proceedings before the District Court.

30 Entry and search—prescribed documents

For the purposes of section 32 (2) (c) of the Act, any documents concerned with the management or administration of a co-operative housing body are prescribed.

31 Voting by postal ballot

For the purposes of sections 115 (1) (b) and 153 (4) (b) of the Act, any postal ballot must be conducted in accordance with Schedule 4.

32 Powers of Court—prescribed persons

For the purposes of section 209 (1) of the Act, any liquidator or administrator appointed under the 1998 Act or the Corporations Act as applied by the 1998 Act may apply to the Court for a declaration.

33 Prescribed forms

- (1) For the purposes of section 118 (10) of the Act, the prescribed form is Form 1.
- (2) For the purposes of section 137 (5) (e) of the Act, the prescribed form is Form 2.
- (3) For the purposes of section 138 (3) of the Act, the prescribed form is Form 3.
- (4) For the purposes of section 140 (12) of the Act, the prescribed form of notice is Form 4.

34 Securitisation arrangements

- (1) For the purposes of item 27 of Schedule 2 to the Act, the following matter is prescribed as a matter to be provided for in rules of co-operative housing societies:
Whether the society intends to raise money by a securitisation arrangement.
- (2) For the purposes of item 29 of Schedule 3 to the Act, the following matter is prescribed as a matter to be provided for in rules of Starr-Bowkett Societies:
Whether the society intends to raise money by a securitisation arrangement.
- (3) In this clause:
securitisation arrangement means an arrangement:
 - (a) involving the funding of:
 - (i) loans that are provided by a society, or
 - (ii) the purchase of loans by a society,by issuing instruments or entitlements to investors, and
 - (b) under which payments to investors in respect of such instruments or entitlements are principally derived, directly or indirectly, from such loans.

35 Savings

Any act, matter or thing that, immediately before the repeal of the *Co-operative Housing and Starr-Bowkett Societies Regulation 2000*, had effect under that Regulation continues to have effect under this Regulation.

2005 No 475

Co-operative Housing and Starr-Bowkett Societies Regulation 2005

Schedule 1 Forms

Schedule 1 Forms

Form 1 Notice of appointment or cessation of appointment of director or officer

(Clause 33 (1))

(Co-operative Housing and Starr-Bowkett Societies Act 1998, section 118 (10))

Name of society

I,
 being *a director/*the principal executive officer/*a secretary of the above society, give notice that the following persons *were appointed/*ceased to be directors/*the principal executive officer/*a secretary of the above society as indicated below.

Mr/ Mrs/ Ms	Surname (and former surname)	Given names (in full) (and former given names)	Date and place of birth	Occupation	Residential address	Office held	Date of	
							Appointment	Cessation

The principal executive officer of the society as at the date of this return is

Has the address of the registered office changed? *Yes/*No

If yes, specify new address
 and new telephone number

.....
 (signature)

 (date)

To the Registrar of Co-operatives
154 Russell Street
BATHURST
NSW 2795

** Strike out words that are not applicable*

Form 2 Return of members of firm of auditors

(Clause 33 (2))

(Co-operative Housing and Starr-Bowkett Societies Act 1998, section 137 (5) (e))

Name of firm

Principal address of firm

Other addresses of firm

The full names and addresses of all of the members of the firm are:

Surname	Given names	Residential address

.....
*(signature)**

.....
(date)

** To be signed by one of the members of the firm*

Note. The completion of this form does not relieve members of the firm from any obligation under the law relating to business names.

2005 No 475

Co-operative Housing and Starr-Bowkett Societies Regulation 2005

Schedule 1 Forms

Form 3 Appointment of auditor

(Clause 33 (3))

(Co-operative Housing and Starr-Bowkett Societies Act 1998, section 138 (3))

Name of society

I,
being *a director/*the principal executive officer/*a secretary of the above society, give
notice that the following person(s) or firm(s) *was/*were appointed as auditors of the society
on (insert date).

Details of auditor(s)

Name

(*surname*)

(*given names*)

(*OR*) if a firm, business name

Office, level, building name

Street number and name

Suburb/city and postcode

Postal address

.....

.....

Telephone number

Name

(*surname*)

(*given names*)

(*OR*) if a firm, business name

Office, level, building name

Street number and name

Suburb/city and postcode

Postal address

.....

.....

Telephone number

.....

(*signature*)

.....

(*date*)

* *Strike out words that are not applicable*

Form 4 Resignation, retirement or withdrawal of auditor

(Clause 33 (4))

(Co-operative Housing and Starr-Bowkett Societies Act 1998, section 140 (12))

Name of society

I,

being *a director/*the principal executive officer/*a secretary of the above society, give notice that the following person(s) or firm(s) ceased to be auditors of the society for the reason(s) indicated below.

Details of auditors

Name

(surname)

(given names)

(OR) if a firm, business name

Office, level, building name

Street number and name

Suburb/city and postcode

Name

(surname)

(given names)

(OR) if a firm, business name

Office, level, building name

Street number and name

Suburb/city and postcode

Details of resignation, retirement or withdrawal

Notice was received of the resignation of the auditor (s)

Date of receipt of notice of resignation

The auditor, being a person, has retired or withdrawn from the firm of auditors

Date of retirement or withdrawal

.....
(signature)

.....
(date)

* Strike out words that are not applicable

2005 No 475

Co-operative Housing and Starr-Bowkett Societies Regulation 2005

Schedule 1 Forms

Form 5 Annual return—Starr-Bowkett Society

(Clause 25)

(Co-operative Housing and Starr-Bowkett Societies Act 1998, section 148)

(This return, with a copy of the auditor's report, is required to be sent to the Registrar of Co-operatives within 3 months after the close of the financial year.)

Name of society

Registered office

Date

(Secretary's signature)

Annual return for the year ended

	Number of:			Share Capital		Forfeited shares	Advances
	Members	Shares	Shares Appropriated	Issued	Paid-Up		
				\$	\$	\$	\$
Balance as per last return							
Additions for year							
Total							
<i>Less</i> Reduction and Withdrawals							
Forfeitures							
Repayments							
Balance at close of year							
Total							

Particulars of advances made during year

		Purpose of advance			
		To purchase newly constructed homes	To purchase previously occupied homes	For other purposes	Total
Under \$1,000	Number				
	Amount				
\$1,001 to \$2,000	Number				
	Amount				
\$2,001 to \$4,000	Number				
	Amount				
\$4,001 to \$6,000	Number				
	Amount				
Over \$6,000	Number				
	Amount				
Total	Number				
	Amount				

State usual rate of interest charged on "Sale" loans

Income Statement for year ended.....

(final day of financial year)

Part 1 Management Account

	\$		\$
Salaries		Working expenses on:	
Long service leave provision shares at	
.....		each	
Superannuation		Charge on withdrawals	

2005 No 475

Co-operative Housing and Starr-Bowkett Societies Regulation 2005

Schedule 1 Forms

	\$	\$
Fees:		Sales of subscription books and rules
Directors
Auditors		Entrance fees
Rent		Transfer fees
Printing and stationery		Insurance commission
Advertising		Other management income (<i>specify</i>):
Depreciation
Income tax
Other charges (<i>specify</i>):
.....	
.....	
.....	
Surplus for year on management account		Deficiency for year on management account
.....	

Part 2 Interest Account

	\$	\$
Interest paid		Premiums collected for period or interest charged
Other charges (<i>specify</i>):		Fines
.....		Interest received from Bank
.....		Other income (<i>specify</i>):
Surplus for year on interest account		Deficiency for year on interest account
.....	

Balance Sheet as at.....
(final day of financial year)

Liabilities	\$	Assets	\$
Share Capital: Shares at		Appropriations: Ballot	
Subscriptions paid-up		Sale	
Subscriptions on shares forfeited		Sub-total	
Income Statement—Surplus			
Deficiency B/F*		Less Sums to be advanced	
Surplus for year—management account			
Deficiency*		Total sum advanced—	
Sub-total		comprising:	
Surplus for year—interest account		Advances (secured by mortgage)	
Deficiency*		\$	
Accumulated surplus as at		Advances (not yet secured by mortgage)	
Deficiency*			
Total	
Overdraft at		Less Repayments	
Bank (secured by)			
Sundry creditors		Sub-total	
Expenses accrued		Amount outstanding on loan to members	
Other liabilities (<i>specify</i>)			
Sub-total			
Total liabilities			
* <i>If deficiency indicate thus (—)</i>		Due from members for working expenses	

2005 No 475

Co-operative Housing and Starr-Bowkett Societies Regulation 2005

Schedule 1 Forms

Liabilities	\$	Assets	\$
Bank reconciliation statement	\$	Sundry debtors	
Balance* per bank cert. as at		Office furniture and fittings	
Unpresented cheques, _____		Sub-total	
Sub-total, _____		Cash in hand	
		Cash at Bank	
Deposits in transit banked on			
Other adjustments (<i>specify</i>):		Other assets (<i>specify</i>):	
.....		
.....		
Balance per cash book		Sub-total	
* <i>If overdrawn indicate thus (—)</i>		Total assets	

Form 6 Annual return—Co-operative Housing Society

(Clause 25)

(Co-operative Housing and Starr-Bowkett Societies Act 1998, section 148)

(This return, with a copy of the auditor's report, is required to be sent to the Registrar of Co-operatives within 3 months after the close of the financial year.)

Name of society

Registered office

Date
(Secretary's signature)

Financial statements for the year ended

The following management account, interest account, Balance Sheet and notes are in agreement with the accounting records of the society.

.....
 (Secretary's signature) (Date)

Representative who should be contacted if any queries arise regarding this return:

Name
 (Block letters)

Telephone (STD)

Name of society

Income Statement for the year ended.....
 (final day of financial year)

Part 1 Management Account

	Note	This year \$	Last year \$
Income			
Management fees	2		
Insurance commission			
Other income	3		
Total income			
Expenses			
Secretarial fees	4		
Provisions for doubtful loans and other matters	5		
Salaries			
Computer service fees			
Directors' fees	6		
Audit fees			
Other expenses	7		
Total expenses			

2005 No 475

Co-operative Housing and Starr-Bowkett Societies Regulation 2005

Schedule 1 Forms

	Note	This year \$	Last year \$
Surplus/(Deficit) before income tax		_____	_____
less/(plus): income tax expense		_____	_____
Surplus/(Deficit) transferred to Management reserve	8	_____	_____

The Management Account is to be read in conjunction with the Balance Sheet and the Notes to and forming part of the financial statements

Name of society

Part 2 Interest Account

	Note	This year \$	Last year \$
Income			
Interest on loans to members			
Other interest received			
Other			
Total income		_____	_____
Expenses			
Interest on loans from			
Banks			
Other			
Total expenses		_____	_____
Surplus/(Deficit) transferred to Interest reserve	9	_____	_____

The Interest Account is to be read in conjunction with the Balance Sheet and the Notes to and forming part of the financial statements

Name of society

Balance Sheet as at.....

(final day of financial year)

	Note	This year \$	Last year \$
Current assets			
Cash			
Receivables—loans to members	10		
Investments	11		
Other	12		
Total current assets			
Non-current assets			
Receivables—loans to members	10		
Investments	11		
Property, plant and equipment	13		
Other	12		
Total non-current assets			
Total assets			
Current liabilities			
Creditors and borrowings	14		
Provisions	5		
Total current liabilities			
Non-current liabilities			
Creditors and borrowings	14		
Provisions	5		
Total non-current liabilities			
Total liabilities			
Net assets			
Members' funds			
Shares	15		
Interest reserve	9		

2005 No 475

Co-operative Housing and Starr-Bowkett Societies Regulation 2005

Schedule 1 Forms

	Note	This year	Last year
		\$	\$
Management reserve	8		
Total members' funds			

The Balance Sheet is to be read in conjunction with the Notes to and forming part of the financial statements

Name of society

Notes to and forming part of the financial statements for the year ended.....

.....
final day of financial year)

1 Statement of significant accounting policies

(Describe all material accounting policies which have been applied in the preparation and presentation of the financial statements.

Policies should include at least the following:

- (a) basis of accounting
- (b) investment policy
- (c) property, plant and equipment: depreciation and leasing policy
- (d) taxation status
- (e) employee entitlements (if any)
- (f) secretarial arrangement
- (g) loan security policy, such as:
indemnity or government guarantee
mortgage insurance
other
- (h) provisioning policy)

This year **Last year**
\$ **\$**

2 Management fees

Direct lending

Agency lending

Total management fees

3 Other income

Service fees
Interest from investments
Other income

Total other income

4 Secretarial fees

(Provide general details of any management contract the society has entered into under which a third party is to provide secretarial services, the names of the directors of the management contractor and include any significant terms and conditions.)

5 Provisions for doubtful loans and other matters

Current
(Details of provisions)

Non-Current
(Details of provisions)

Total Provisions
(Specify details of provisions, such as doubtful debts (loans), long service leave, taxation etc.)

6 Directors' fees

Total fees received, or due and receivable, by all directors of the society

(Note. Directors' fees should be determined in accordance with Department of Housing guidelines and the society rules.)

7 Other expenses

Depreciation
Rent
Other expenses

Total other expenses

(Detail other operating expenses such as rent, depreciation etc, if the society is not covered by a management agreement.)

8 Management reserve

Undistributed surplus/(deficit) as at

(start of year)

2005 No 475

Co-operative Housing and Starr-Bowkett Societies Regulation 2005

Schedule 1 Forms

Surplus/(deficit) for the year ended _____
(current year)

Transfer from/transfer to interest reserve _____
(current year)

Balance of management reserve as at _____
(year end)

9 Interest reserve

Surplus/(deficit) as at _____
(start of year)

less distribution of opening surplus

plus allocation of opening deficit

Surplus/(Deficit) for year ended _____
(current year)

Transfer from/transfer to management reserve _____
(current year)

Balance of interest reserve as at _____
(year end)

(If the Board has resolved not to distribute or allocate the balance of the interest reserve, a comment should be included.)

(Transfers to or transfers from Management Reserves to be made only if allowable under the Rules of the society)

10 Receivables—loans to members

Current

Loans to members _____

less: provision for doubtful loans _____

Non-current

Loans to members _____

less: provision for doubtful loans _____

Total loans to members

11 Investments**Current***(Details of investments)***Non-current***(Details of investments)***Total investments****12 Other assets****Current***(Details of other current assets)***Non-current***(Details of other non-current assets)***Total other assets***(Specify break-up of sundry debtors, prepayments and other current and non-current assets.)***13 Property, plant and equipment**Land and buildings—at *(Specify basis of valuation: ie market or cost value)*

Accumulated depreciation

Plant and equipment—at cost

Accumulated depreciation

Total property, plant and equipment

14 Creditors and borrowings**Current**Loans—*(Details of lending institutions and amounts)*

Bank overdraft

Sundry creditors and accruals

2005 No 475

Co-operative Housing and Starr-Bowkett Societies Regulation 2005

Schedule 1 Forms

Non-current

Loans—(*Details of lending institutions and amounts*)

Total creditors and borrowings

(Describe the security over borrowings from the lending institution:

Guarantee provided by the Treasurer of New South Wales under three party agreement

Equitable mortgage over the assets of the society

Other security)

15 Shares

Balance as at

(*start of year*)

Plus: allotment

Less: discharge

Balance as at

(*end of year*)

(*Give particulars of the kinds of shares—eg ordinary shares of \$1 each.*)

16 Related parties

(Give particulars of the relationship between the society and related parties (within the meaning of Australian Accounting Standard AAS 22 issued in May 1993 by the Australian Accounting Research Foundation) where transactions are with related parties, including:

the names and shareholdings of directors and other officers of the society who are involved

transactions between the society and director or director-related entities

transactions between the society and secretary or secretary-related entities

Refer to Australian Accounting Standard AAS 22 for required disclosure.)

17 Agency lending

**Number of This year
loans \$**

(Agency)

(Detail the agency, the balance of funds managed on behalf of each financier and the number of loans managed at the end of the financial period.)

18 Contingent liabilities

(Provide general details of any contingent liabilities for which the Society may be assessed as liable.)

Statement by directors

(A directors' statement made under section 133 of the *Co-operative Housing and Starr-Bowkett Societies Act 1998* should be included and form part of the Annual Return.)

Director's report

(A directors' report made under section 134 of the *Co-operative Housing and Starr-Bowkett Societies Act 1998* should be included and form part of the Annual Return.)

Auditor's report

(An auditor's report made under section 143 of the *Co-operative Housing and Starr-Bowkett Societies Act 1998* should be included and form part of the Annual Return.)

Form 7 List of directors

(Clause 25)

Name of society

I,
 being secretary of the above society give notice that the following persons:

- * (1) were elected as directors of the society at the meeting held on 20
- or
- * (2) are the directors of the society as at the date of this return.

Mr Mrs Ms	Surname (and former surname)	Given names (in full) (and former given names)	Date and place of birth	Business occupations	Residential address	Date appointed

Dated 20.....

.....
 (Signature)

To: Registrar of Co-operatives
 54 Russell St.
 BATHURST
 NSW 2795

* *Strike out words that are not applicable*

2005 No 475

Co-operative Housing and Starr-Bowkett Societies Regulation 2005

Schedule 1 Forms

Form 8 Notice specifying certain declarations

(Clause 26)

Name of Society

I,
being secretary of the above society, give notice that the declarations specified below were made to the board of directors of the Society under section 100 (11) of the *Co-operative Housing and Starr-Bowkett Societies Act 1998*, during the financial year which ended on 20..... .

Surname of Director	Given names (in full)	Date of declaration	Contract or proposed contract referred to in declaration	Nature of interest	Whether contract entered into by society

Dated 20..... .

.....
(Signature)

Name of Principal Officer

The name of the person responsible under the board of directors for the daily management and control of operation of the society is:

.....
Dated 20..... .

.....
(Secretary's signature)

Schedule 2 Fees

(Clause 27)

Column 1 Item	Column 2 Section of 1998 Act	Column 3 Type of fee	Column 4 Amount
1	23 (1) (a)	Inspection of prescribed document	\$15
2	23 (1) (b)	Certified copy of prescribed document	\$16 and \$2 for each page after the first page
3	25	Application for extension or abridgement of time within which anything is required to be done under the 1998 Act	\$61
4	50 (1)	Application to Registrar for registration of proposed co-operative housing society or Starr-Bowkett society	\$180
5	67	Registration of alteration of society's rules	\$13 per rule to a maximum of \$120
6	80 (2)	Application for issue of amended certificate of incorporation or new certificate resulting from change of name of co-operative housing body	\$31
7	80 (4)	Application for approval of use by co-operative housing body of name other than registered name	\$31
8	84 (3)	Application by person or body (other than co-operative housing body) for exemption to use words co-operative housing society or Starr-Bowkett , or other words, abbreviations or symbols with similar meaning	\$300
	88	Application of the following sections of the Corporations Act in accordance with section 88 of the 1998 Act:	

2005 No 475

Co-operative Housing and Starr-Bowkett Societies Regulation 2005

Schedule 2 Fees

Column 1	Column 2	Column 3	Column 4
Item	Section of 1998 Act	Type of fee	Amount
9		Section 263 (1): Lodgment of: (a) notice of charge (b) copy of resolution, where it is only evidence of charge (c) instrument, where charge was created or evidenced by the instrument	\$61 \$61 \$61
10		Section 264 (1): Lodgment of: (a) notice of acquisition of property subject to charge (b) copy of resolution, where it is only evidence of charge (c) instrument, where charge was created or evidenced by the instrument	\$61 \$61 \$61
11		Section 265 (5) (b): Application to Registrar for extension of time to lodge certificate to effect that all documents accompanying notice required under section 263 or 264 have been duly stamped	\$61
12		Section 268 (1): Lodgment of notice of assignment of charge	\$61
13		Section 268 (2): Lodgment of notice of variation of terms of charge	\$61
14		Section 269 (2): Lodgment of memorandum acknowledging satisfaction of, and release of property from, charges	\$61

Co-operative Housing and Starr-Bowkett Societies Regulation 2005

Fees

Schedule 2

Column 1	Column 2	Column 3	Column 4
Item	Section of 1998 Act	Type of fee	Amount
15	115 (7)	Lodgment of special resolution for registration	\$13
16	117 (3)	Application for consent of Registrar for society to keep all or any registers at office other than registered office	\$31
17	148 (1)	Lodgment of returns:	
		(a) on or before the due date	Nil
		(b) more than 1 day but less than 28 days after the due date	\$89
		(c) 28 days or more after the due date	\$180
18	149 (1)	Application for order for relief from certain specified requirements as to accounts or audit	\$240
19	152	Application for certification by Registrar that co-operative housing societies are of same type for purpose of proposed merger or transfer of engagements	\$61
20	153 (1)	Application for registration of merger of, or transfer of engagements by, co-operative housing societies	\$61
21	153 (2)	Application for determination by Registrar that co-operative housing societies' boards may approve of proposed merger or transfer of engagements	\$61
22	153 (3)	Application for approval by Registrar of statement to be sent to members specifying details of proposed merger or transfer of engagements	\$240
23	153 (5)	Application to Registrar seeking exemption from requirement to send statement under section 153 (3) of the 1998 Act	\$61

2005 No 475

Co-operative Housing and Starr-Bowkett Societies Regulation 2005

Schedule 2 Fees

Column 1	Column 2	Column 3	Column 4
Item	Section of 1998 Act	Type of fee	Amount
	173	Application of the following sections of the Corporations Act in accordance with section 173 of the 1998 Act:	
24		Section 411 (2) (a): Application to Registrar for permission for lesser period of notice of hearing of application under section 411 (1) or (1A)	\$61
25		Section 411 (2) (b): Examination by Registrar of terms of proposed compromise or arrangement to which application relates and draft explanatory statement relating to proposed compromise or arrangement	\$598
26		Section 411 (7): Application to Registrar for direction that section 411 (7) (f) does not apply in relation to appointment of person to administer compromise or arrangement	\$240
27		Section 413 (3): Lodgment of office copy of order made under section 413 Additional fee for late lodgment of copy of order	\$31 \$61
	174	Application of the following sections of the Corporations Act in accordance with section 174 of the 1998 Act:	
28		Section 418 (1): Application to Registrar for direction that section 418 (1) (f) does not apply in relation to appointment of person as receiver of property of corporation	\$240

Co-operative Housing and Starr-Bowkett Societies Regulation 2005

Fees

Schedule 2

Column 1	Column 2	Column 3	Column 4
Item	Section of 1998 Act	Type of fee	Amount
29		Section 421A (2): Lodgment of managing controller's report about corporation's affairs:	
		(a) on or before the due date	Nil
		(b) more than 1 day but less than 28 days after the due date	\$89
		(c) 28 days or more after the due date	\$180
30		Section 421A (3) (b): Inspection of managing controller's report at Registrar's office	\$13
31		Section 427 (1) (a): Lodgment of notice of order of appointment of receiver	Nil
		Additional fee for late lodgment	\$31
32		Section 427 (1A) (a): Lodgment of notice of appointment of controller of property of corporation	Nil
		Additional fee for late lodgment	\$31
33		Section 427 (1B) (a): Lodgment of notice that controller has entered into possession or taken control	Nil
		Additional fee for late lodgment	\$31
34		Section 427 (2): Lodgment of notice of address of controller	Nil
		Additional fee for late lodgment	\$31

2005 No 475

Co-operative Housing and Starr-Bowkett Societies Regulation 2005

Schedule 2 Fees

Column 1	Column 2	Column 3	Column 4
Item	Section of 1998 Act	Type of fee	Amount
35		Section 427 (3): Lodgment of notice of change in situation of controller's office Additional fee for late lodgment	Nil \$31
36		Section 427 (4) (a): Lodgment of notice of cessation as controller Additional fee for late lodgment	Nil \$31
37		Section 429 (2) (c): Lodgment by controller of reporting officers' report about corporation's affairs and notice setting out comments (if any) by controller relating to report Additional fee for late lodgment	Nil \$31
38		Section 432 (1): Lodgment of controller's accounts: (a) on or before the due date (b) more than 1 day but less than 28 days after the due date (c) 28 days or more after the due date	Nil \$89 \$180
39	177	Application to Registrar to exercise powers conferred by the provisions of the Corporations Act referred to in: (a) section 177 (2) (a) of the 1998 Act (b) section 177 (2) (b) of the 1998 Act	\$32 \$61
40	184 (1)	Application for registration of two or more bodies as an association	\$180

2005 No 475

Co-operative Housing and Starr-Bowkett Societies Regulation 2005

Fees

Schedule 2

Column 1	Column 2	Column 3	Column 4
Item	Section of 1998 Act	Type of fee	Amount
41		Lodgment of any other document under the 1998 Act	Nil
42		Additional fee for late lodgment	\$31

2005 No 475

Co-operative Housing and Starr-Bowkett Societies Regulation 2005

Schedule 3 Prescribed information relating to proposed compromise or arrangement

Schedule 3 Prescribed information relating to proposed compromise or arrangement

(Clause 15)

1 Definitions

In this Schedule:

internal creditor means a creditor who is:

- (a) a member of the society, or
- (b) a relative of a member, or
- (c) a relative of a spouse of a member.

marketable securities has the same meaning as it has in the Corporations Act.

relative has the same meaning as it has in the Corporations Act.

Scheme means the proposed compromise or arrangement.

scheme creditors means the creditors or class of creditors of a society to whom the Scheme would apply.

scheme members means the members or class of members of a society to whom the Scheme would apply.

2 Prescribed information relating to proposed compromise or arrangement with creditors or class of creditors

- (1) The prescribed information that must be included in a draft explanatory statement or explanatory statement (as the case may be) in relation to a proposed compromise or arrangement between a society and any of its creditors is:
 - (a) the expected dividend that would be available to scheme creditors if the society were to be wound up within 6 months after the date of the hearing of the application to the Court for an order under section 411 (1) of the Corporations Act, and
 - (b) if a composition of debts is proposed, the expected dividend that would be paid to scheme creditors if the Scheme were put into effect as proposed, and
 - (c) a list of the names of all known scheme creditors and the debts owed to those creditors, and
 - (d) if a scheme creditor is known to be an internal creditor, the name of the creditor and the amount of the debt owed.
- (2) The statement referred to in subclause (1) must contain a statement that an order under section 411 (1) of the Corporations Act is not an endorsement of, or any other expression of opinion on, the Scheme.

- (3) The statement referred to in subclause (1) must contain or include:
- (a) a report on the affairs of the society in or to the effect of the form approved by the Registrar, showing the financial position of the society as at a day within one month of the date on which it is intended to apply to the Court for an order under section 411 (1) of the Corporations Act, and
 - (b) a copy, certified by a director or by the principal executive officer or a secretary of the society to be a true copy, of all accounts and group accounts (if any) required to be laid before the society at the annual general meeting, together with a copy of every document required by law to be annexed to the accounts, and
 - (c) if the society the subject of the Scheme is a trustee, a statement:
 - (i) of the number of trusts administered by the trustee, and
 - (ii) whether the trustee carries on any business separate from that of the trust, and
 - (iii) how the scheme creditors may obtain a copy of the relevant trust deed, free of charge, before the date of the meeting, and
 - (d) if the person (if any) who would be appointed to manage the Scheme proposes to charge for his or her services and for the services of his or her staff in accordance with a particular scale of charges, that scale of charges.

3 Prescribed information relating to proposed compromise or arrangement with members or a class of members

- (1) The prescribed information that must be included in a draft explanatory statement or explanatory statement (as the case may be) in relation to a proposed compromise or arrangement between a society and any of its members is:
- (a) unless the society the subject of the Scheme is in the course of being wound up or is under official management, in relation to each director of the society:
 - (i) whether the director recommends the acceptance of the Scheme or recommends against acceptance and, in either case, his or her reasons for so recommending, or
 - (ii) if the director is not available to consider the Scheme, that the director is not so available and the cause of his or her not being available, or
 - (iii) in any other case, that the director does not desire to make, or does not consider himself or herself justified in making, a recommendation and, if the director so requires, his or her reasons for not wishing to do so, or

2005 No 475

Co-operative Housing and Starr-Bowkett Societies Regulation 2005

Schedule 3 Prescribed information relating to proposed compromise or arrangement

- (b) if the society is in the course of being wound up or is under official management, in relation to each liquidator or each official manager:
 - (i) whether he or she recommends acceptance of the Scheme or recommends against acceptance and, in either case his or her reasons for so recommending, or
 - (ii) in any other case, that the liquidator or official manager does not wish to make a recommendation and his or her reasons for not wishing to do so.
- (2) The statement referred to in subclause (1) must set out:
 - (a) the number, description and amount of marketable securities of the society the subject of the Scheme held by or on behalf of each director of the society or, if none are held by or on behalf of a director, a statement to that effect, and
 - (b) for each director of the society by whom or on whose behalf shares in that society are held, whether:
 - (i) the director intends to vote in favour of, or against, the Scheme, or
 - (ii) the director has not decided whether he or she will vote in favour of, or against, the Scheme, and
 - (c) particulars of any payment or other benefit that is proposed to:
 - (i) be made or given to any director, secretary or executive officer of the society the subject of the Scheme as compensation for loss of, or as consideration for or in connection with his or her retirement from, office in that society or in a related body corporate, or
 - (ii) be made or given to any director, secretary or executive officer of any related body corporate as compensation for the loss of, or as consideration for or in connection with his or her retirement from, office in that body corporate or in the society the subject of the Scheme, and
 - (d) if there is any other agreement or arrangement made between a director of the society the subject of the Scheme and another person in connection with or conditional on the outcome of the Scheme, particulars of the agreement or arrangement, and
 - (e) if the object of the Scheme is for a corporation to acquire control of a society, particulars of the nature and extent of any interest of a director of that society in any contract entered into by the corporation seeking control, and
 - (f) all the information that the society the subject of the Scheme has as to the number of any shares of the society that have been allotted or transferred in the 6 months immediately preceding the

- date on which the statement is lodged with the Registrar for registration and the amount of those shares and prices at which they were allotted or transferred, and
- (g) whether, within the knowledge of the directors of the society the subject of the Scheme or, if the society is in liquidation or under official management, the knowledge of the liquidator or the official manager, the financial position of the society has materially changed since the date of the last Balance Sheet laid before the society in general meeting and, if so, full particulars of any change, and
 - (h) any other information material to the making of a decision in relation to the Scheme, being information that is within the knowledge of any director, liquidator or official manager of a society the subject of the Scheme or of a related body corporate and that has not previously been disclosed to the scheme members.
- (3) The statement referred to in subclause (1) must set out particulars of the intentions of the directors of the society the subject of the Scheme regarding:
- (a) the continuation of the business of the society or, if the undertaking, or any part of the undertaking, or the society is to be transferred, how that undertaking or part is to be conducted in the future, and
 - (b) any major changes to be made to the business of the society, including any redeployment of the fixed assets of the society, and
 - (c) the future employment of the present employees of the society.

2005 No 475

Co-operative Housing and Starr-Bowkett Societies Regulation 2005

Schedule 4 Postal ballots

Schedule 4 Postal ballots

(Clause 31)

1 Ballots

- (1) The society must:
 - (a) fix the dates for:
 - (i) the forwarding of ballots to members, and
 - (ii) the closing of the ballot, and
 - (b) appoint a returning officer for the ballot.
- (2) Every ballot must be conducted by the returning officer appointed by the society.

Note. Section 153 (3) of the Act requires a society to send to each member a statement approved by the Registrar specifying a number of matters relevant to the proposed merger or transfer of engagements. That statement may be sent to members with the ballot papers.

2 Returning officers

- (1) A director of the society may not be appointed as a returning officer.
- (2) The returning officer may be assisted in the performance of his or her duties by any person (who would be eligible to be a returning officer) appointed by the returning officer.

3 Preparation of voting roll

- (1) Subject to this clause, the returning officer must prepare a roll of the full names and addresses of the members of the society, as disclosed by the register of members.
- (2) The roll must not include any member who is a minor.
- (3) In the case of joint members, only the name of the primary joint member (as referred to in section 73 of the Act) is to be included on the roll.
- (4) A person whose name is on the roll is entitled to one vote in the ballot, and no person is otherwise so entitled.

4 Preparation of ballot papers

- (1) The returning officer must cause ballot papers to be prepared in or to the effect of Form A in this Schedule.
- (2) Each ballot paper must be initialled by the returning officer or an appointed assistant.

-
- (3) The returning officer must send by post or otherwise deliver to every member entitled to vote in the ballot one set of the following material so that it will, in the ordinary course of post, reach the member at least 21 days before the date fixed for the closing of the ballot:
- (a) one ballot paper,
 - (b) an envelope (in this Schedule referred to as *the outer envelope*) addressed to the returning officer,
 - (c) a smaller envelope (in this Schedule referred to as *the middle envelope*), the reverse side of which must be printed in or to the effect of Form B in this Schedule,
 - (d) a small envelope (in this Schedule referred to as *the inner envelope*) in which the ballot paper is to be enclosed.

5 Duplicate ballot papers

The returning officer may send a duplicate ballot paper to any voter if the returning officer is satisfied:

- (a) that the voter has not received a ballot paper, or
- (b) that the ballot paper received by the voter has been lost, spoilt or destroyed and that the voter has not already voted.

6 Voting

A member casts a vote in the ballot by:

- (a) completing the details on the reverse side of the middle envelope, and
- (b) marking his or her vote on the ballot paper according to the instructions on the ballot paper, and
- (c) sending the ballot paper, in the envelopes provided, to the returning officer.

7 Safe keeping of ballot papers

- (1) The returning officer must provide a ballot box that must be locked immediately before the ballot papers are delivered to members in accordance with clause 4 and must remain locked until the close of the ballot.
- (2) The returning officer must place the outer envelopes in the ballot box not later than noon on the date fixed for the closing of the ballot.

2005 No 475

Co-operative Housing and Starr-Bowkett Societies Regulation 2005

Schedule 4 Postal ballots

8 Counting of the votes

- (1) Ballot papers received after noon on the date fixed for the closing of the ballot must not be taken into account at the ballot.
- (2) As soon as practicable after noon on the date fixed for the closing of the ballot, the returning officer must, in the presence of such scrutineers as may be appointed by the society, open the ballot box and deal with the contents in accordance with subclause (3).
- (3) The returning officer must:
 - (a) remove the middle envelope from the outer envelope, and
 - (b) if a duplicate outer envelope has been issued and the original outer envelope is received, reject the original envelope and mark it “rejected”, and
 - (c) according to the information on the middle envelope, for each set of voting papers returned, mark the voter’s name on the roll by drawing a line through the name, and
 - (d) if a member’s name has already been crossed out on the roll, reject the postal vote and mark it “rejected”, and
 - (e) if the middle envelope has not been signed, or if the details shown on the envelope are not sufficient to disclose by whom the vote is being exercised, reject the envelope and mark it “rejected”, and
 - (f) extract the inner envelopes containing the ballot papers from all unrejected middle envelopes, separating the contents from the middle envelopes in such a way that no inner envelope could subsequently be identified with any particular voter, and
 - (g) when all the middle envelopes have been dealt with in the above manner, open all unrejected inner envelopes and take the ballot papers from them.
- (4) The ballot papers must be scrutinised by the returning officer who must reject as informal any ballot paper that:
 - (a) is not duly initialled by the returning officer or appointed assistant, or
 - (b) is so imperfectly marked that the intention of the voter cannot be ascertained by the returning officer, or
 - (c) has any mark or writing not authorised by this Schedule that, in the opinion of the returning officer, will enable the voter to be identified, or
 - (d) has not been marked as prescribed on the ballot paper itself.

9 Statement by returning officer

- (1) The returning officer must count all votes cast and make out and sign a statement of:
 - (a) the number of formal votes cast in favour of the proposal, and
 - (b) the number of formal votes cast against the proposal, and
 - (c) the number of informal votes cast, and
 - (d) the number of middle envelopes marked “rejected”, and
 - (e) the proportion of the formal votes cast in favour of the proposal.
- (2) As soon as practicable after signing the statement, the returning officer must declare the result of the ballot to the society and give the statement to the society.
- (3) If two-thirds of the members who were entitled to vote in the ballot voted in favour of the proposal, the special resolution is taken to be passed on the day that the returning officer declares the result of the ballot.
- (4) On the declaration of the returning officer of the result of the postal ballot, the society must cause an entry to be made in the minutes kept under section 116 of the Act showing the particulars referred to in subclause (1) (a)–(c) and noting whether the special resolution was passed.
- (5) The society must cause the result of the ballot to be notified in writing to its members as soon as practicable after the returning officer has declared the result.

10 Retention of ballot papers

- (1) The returning officer must retain:
 - (a) all ballot papers (whether formal or otherwise), and
 - (b) all rejected outer envelopes, and
 - (c) all rolls,used in connection with the conduct of the postal ballot, locked in the ballot box, in accordance with this clause.
- (2) The returning officer must retain those items for a period of not less than 8 weeks after the date fixed for the closing of the ballot unless directed in writing by the society to retain those items for a longer period specified in the society’s direction.

2005 No 475

Co-operative Housing and Starr-Bowkett Societies Regulation 2005

Schedule 4 Postal ballots

Form A Postal ballot paper

(Co-operative Housing and Starr-Bowkett Societies Regulation 2000, Schedule 4, clause 4 (1))

Note. Before completing this ballot paper, please read the "How to vote" section below.

Name of Society:

Ballot of members to vote on a special resolution to approve the following proposal:
.....
.....
.....

Do you support the above proposal? (Please write YES or NO in the box)



The ballot will close at noon on

How to vote

- 1 Read these directions and the ballot paper carefully.
- 2 Complete and sign the details on the reverse side of the envelope that has appropriate spaces for the insertion of your name, address and signature (in this paper referred to as *the middle envelope*).
- 3 If:
 - (a) you are in favour of the proposal—write the word "YES" in the box provided above, or
 - (b) you are not in favour of the proposal—write the word "NO" in the box provided above.
- 4 After marking the ballot paper, fold it and place it in the small envelope provided and seal the envelope. Then place the small envelope in the completed middle envelope and place the middle envelope in the envelope addressed to the returning officer. Forward this envelope either by post or personal delivery so as to reach the returning officer not later than noon on

5 Unless the ballot paper is marked as indicated in 3 above and the details referred to in 2 above are completed in full and the middle envelope signed, your vote may be rejected as informal.

.....
(Initials of returning officer)

Form B Middle envelope (member details)

(Co-operative Housing and Starr-Bowkett Societies Regulation 2005, Schedule 4, clause 4 (3) (c))

Note. Please use capital letters for your name and address.

.....
(Full name of member)

.....
(Address of member)

.....
(Full name of person casting vote if vote is being cast on behalf of a body corporate that is a member)

.....
(Address of person casting vote if vote is being cast on behalf of a body corporate that is a member)

.....
(Signature of person casting vote)