



Charities Act 2011

2011 CHAPTER 25

PART 11 **E+W**

CHARITABLE INCORPORATED ORGANISATIONS (CIOS)

CHAPTER 4 **E+W**

CONVERSION, AMALGAMATION AND TRANSFER

Amalgamation of CIOs

237 Cases where application must or may be refused **E+W**

- (1) The Commission must refuse an application for amalgamation if—
 - (a) it is not satisfied that the new CIO would be a charity at the time it would be registered, or
 - (b) the new CIO's proposed constitution does not comply with one or more of the requirements of section 206 and any regulations made under that section.
- (2) In addition to being required to refuse it on one of the grounds mentioned in subsection (1), the Commission must refuse an application for amalgamation if it considers that there is a serious risk that the new CIO would be unable properly to pursue its purposes.
- (3) The Commission may refuse an application for amalgamation if—
 - (a) the proposed name of the new CIO—
 - (i) is the same as, or
 - (ii) is in the opinion of the Commission too like, the name [^{F1}or a working name] of any other charity (whether registered or not), or
 - (b) the Commission is of the opinion referred to in any of paragraphs (b) to (e) of section 42(2) (power to require charity's name [^{F2}or working name])

Changes to legislation: Charities Act 2011, Section 237 is up to date with all changes known to be in force on or before 23 April 2024. There are changes that may be brought into force at a future date. Changes that have been made appear in the content and are referenced with annotations. (See end of Document for details) View outstanding changes

to be changed) in relation to the proposed name of the new CIO (reading paragraph (b) as referring to the proposed purposes of the new CIO and to the activities which it is proposed it should carry on).

- (4) The Commission may refuse an application for amalgamation if it is not satisfied that the provision in the constitution of the new CIO about the matters mentioned in subsection (5) is—
- (a) the same, or
 - (b) substantially the same,
- as the provision about those matters in the constitutions of each of the old CIOs.
- (5) The matters are—
- (a) the purposes of the CIO,
 - (b) the application of property of the CIO on its dissolution, and
 - (c) authorisation for any benefit to be obtained by charity trustees or members of the CIO or persons connected with them.
- (6) Sections 248 (meaning of “benefit”) and 249 (meaning of “connected person”) apply for the purposes of this section.
- (7) In this section and sections 238 and 239, “application for amalgamation” means an application under section 235.

Textual Amendments

- F1** Words in s. 237(3) inserted (14.6.2023) by Charities Act 2022 (c. 6), s. 41(4), **Sch. 2 para. 35(a)**; S.I. 2023/643, Sch. para. 20(r)
- F2** Words in s. 237(3)(b) inserted (14.6.2023) by Charities Act 2022 (c. 6), s. 41(4), **Sch. 2 para. 35(b)**; S.I. 2023/643, Sch. para. 20(r)

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Changes and effects yet to be applied to the whole Act associated Parts and Chapters:

Whole provisions yet to be inserted into this Act (including any effects on those provisions):

- s. 106(1)-(1B) substituted for s. 106(1) by [2022 c. 6 s. 16\(a\)](#)
- s. 322(2)(ea) inserted by [2022 c. 6 Sch. 2 para. 26](#)
- s. 331A331B and cross-heading inserted by [2022 c. 6 s. 15](#)