
STATUTORY INSTRUMENTS

2006 No. 2078

The European Cooperative Society Regulations 2006

PART 3

Formation, registration, structure and proceedings of an SCE

Structure and proceedings of an SCE

Arrangements for employee involvement

17. The administrative organ (in a one-tier SCE) or management organ (in a two-tier SCE) of an SCE may, without any decision from the general meeting, amend the statutes to the extent that is necessary to resolve a conflict between the statutes and the arrangements for employee involvement.

Power of general meeting to appoint or remove members of the management organ

18. The statutes of an SCE may provide for a member of the management organ to be appointed or removed by the general meeting.

Minimum number of members

19. The minimum number of members of each of—

- (a) an administrative organ;
- (b) a management organ; and
- (c) a supervisory organ,

of an SCE is three.

Supervisory organ's power to require information

20. In a two-tier SCE, any member of the supervisory organ may require the management organ to provide information that the supervisory organ needs to exercise supervision in accordance with Article 39(1).

Acts of competent organ which are outside the SCE's objects

21.—(1) An SCE is not bound by the acts of its competent organ in relation to third parties where such acts are outside the objects of the SCE if the SCE proves that—

- (a) the third party knew that the act was outside the SCE's objects; or
- (b) the third party could not, in the circumstances, have been unaware that the act was outside the SCE's objects.

(2) Disclosure of the SCE's statutes is not of itself sufficient proof for the purposes of subparagraph (a) or (b) of paragraph (1).

Power to represent an SCE

22.—(1) The statutes of an SCE may confer the power to represent the SCE on a single person or on two or more persons acting jointly.

(2) A provision included in the statutes of the SCE in accordance with paragraph (1) may be relied on as against third parties—

- (a) provided that it concerns the general power of representation; and
- (b) subject to Article 47(2) and regulation 21.

First general meeting of an SCE

23. An SCE may hold its first general meeting at any time in the 18 months following the SCE's incorporation.

Sectorial or section meetings of an SCE

24. The statutes of an SCE may provide for sectorial or section meetings if the SCE—

- (a) undertakes different activities;
- (b) undertakes activities in more than one territorial unit;
- (c) has several establishments; or
- (d) has more than 500 members.