

COMPANY LAW HELP SHEET

If your organisation is set up as a limited company, it is bound by the Companies Act 2006. This legislation lays down rules and procedures for companies concerning administration, report, disclosure of company details and accounting.

The Management Committee/Board of a charitable company being the Company Directors have specific legal duties and responsibilities.

Limited companies can include a company limited by guarantee, a company limited by shares or a community interest company. Your company may or may not also be a charitable organisation.

Summary of statutory requirements

The main statutory requirements for charitable companies are explained in NICVA's Advice Note on [Running a Charitable Company](#). These requirements are summarised below.

Administration and reporting requirements include:

- Keep details of Directors up to date at Companies House
- Submit a Confirmation Statement (formerly the annual return) to Companies House
- Keep Registers of Members, Directors, Company Secretaries & Charges
- Keep a Minute Book
- Follow certain rules on holding meetings (e.g. AGM) and appointing Directors and Secretaries

Rules on disclosure of company details:

- Display company name at registered office
- All written communications (e.g. letter, invoice, fax, email, etc.) must include:
 - The full registered company name
 - Place of registration (e.g. registered in Northern Ireland)
 - Registration number (e.g. company limited by guarantee NI12345)
 - Address of the registered office
 - For a company that does not use 'limited' as part of its name, it must state that it is a limited company.

Accounting and audit requirements:

- Submit annual accounts to Companies House in line with specified procedures
- Undergo audit if required, based on company turnover and governing document requirements

Where can I get further information and advice?

- **Companies House** is part of the [Department for Business, Energy & Industrial Strategy](#). It provides information and guidance on the registration of all UK limited companies; examines and stores company information; and makes this information available to the public.

Website: www.companieshouse.gov.uk

Email: enquiries@companies-house.gov.uk

Tel: 0303 1234 500

Source: www.diycommitteeguide.org

- **NICVA's Governance and Charity Advice Service** provides free advice to voluntary and community groups who wish to set up a company limited by guarantee, as well as practical assistance in drawing up the memorandum and articles of association.
Website: www.nicva.org/services/governance-and-charity-advice
Tel: 028 9087 7777
- **Invest NI** provides training, advice and support to community and voluntary groups who wish to start a business. They also provide the NI Business Info website, with information and advice for Northern Ireland businesses.
Website: www.investni.com and www.nibusinessinfo.co.uk
Tel: 028 9023 9090