

# Name change

## Checklist

# Name change

## Introduction

Sport organisations are often named in relation to their geographical location, however, it is 'possible' to change the name of your organisation. There are several considerations covered in this document before a name change can be made, including consulting internal and external guidance.

## Overview

Charities can change their formal legal names. There are, however, various restrictions on the use of particular words (including 'charity' and 'charitable') and the use of other words may need justification or the permission of a third party.

Care should be taken to ensure a proposed new name does not breach any applicable restrictions or infringe the legal rights of any other organisation (including trademarks or service marks, rights in relation to domain names, company names or trading names).

A range of searches and enquiries may be appropriate to establish if there are existing similar or identical names (e.g. the registers held by Companies House, the Charity Commission, the OSCR, Charity Commission for Northern Ireland, Intellectual Property Office [trademarks, service marks, patents etc.]

## Checklist

- Check availability of the proposed name.
- Make appropriate searches and enquiries in relation to names and name-related rights of third parties. In some circumstances it may be appropriate to obtain specialist professional advice.
- Consider whether there are restrictions on the use of all or part of the proposed name, or whether justification is required or any third party permissions or consents are needed.
- Ascertain and follow the correct procedures required for a name change given the legal form of the particular charity.

### **Companies – general**

- The name of a private company must end in 'Limited' or 'Ltd' unless the company has formal permission to omit that from its name.
- There are various other restrictions relating to company names; see checklists: 'Names – restrictions' and 'Business names'.

# Name change

## **CIOs**

- The name must end in CIO or Charitable Incorporated Organisation.

## **SCIOs**

- The name must end in SCIO or Scottish Charitable Incorporated Organisation.

# Procedure

## **Companies**

- A company may change its name by:
  - special resolution of its members (which must be filed at Companies House – see ‘Procedure’ below); or
  - any other means provided for by the company’s articles.
- Note that the change does not become effective until the necessary items have been filed with Companies House and the Registrar of Companies has placed them on the company’s public record.

## **CIOs, SCIOs, UMAs and other membership charities**

- A resolution of the members will be required. The constitution is likely to specify relevant procedures such as notice periods or the majority vote required to pass the resolution.

## **Unincorporated charitable trusts**

- The trustees may have a specific power to alter the charity’s name. Check the trust deed/ document as it may provide such a power and/ or set out relevant procedures.

# Filing requirements

## **Companies**

- A copy of the special resolution and the required form (NM01 Notice of Change of Name by Resolution) must be filed at Companies House. A statutory change of name fee is payable to Companies House.
- A copy of the articles, showing the proposed new name, should also be filed.
- If the change was made by some other method permitted by the articles, the required form is form NM04 (Notice of change of name by means provided for in the articles).
- A certificate of incorporation on change of name will be issued by Companies House which will include the date on which the change took effect.

# Name change

## Notes

- The relevant charity regulator(s) should be notified of any change of name.
- Ensure all relevant documents and other items are altered, including website, email footers and other relevant disclosures.
- Change notices and signs at the charity's premises.
- Ensure the bank is notified and any procedures the bank requires are followed.
- Ensure the charity's name is altered on cheque books etc.
- Notify relevant official agencies (e.g. HMRC) and other relevant regulators.
- Notify suppliers, customers and any partner organisations that the charity works with.
- If the charity has an official seal, adopt a new seal and arrange safe disposal of the old seal.

## More information

- Companies House: [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk).
- Intellectual Property Office: [www.gov.uk/government/organisation/intellectual-property-office](http://www.gov.uk/government/organisation/intellectual-property-office).
- Domain names and accredited domain name registrars: ICANN (Internet Corporation for Assigned Names and Numbers): [www.icann.org.uk](http://www.icann.org.uk).

