

THE FA WOMEN'S SUPER LEAGUE LAUNCHING IN 2011

The FA Women's Super League Corporate Structure Guidance Notes

Introduction

As set out in The FA Women's Super League application pack, the "club" entity which is to be licensed as The FA Women's Super League club and which will receive any Super League Club Development Fund award must be a separate, independent legal entity with transparency of ownership.

The FA is not in a position to provide advice as to the legal structure which is most suitable for your club. There are advantages and disadvantages associated with each type of structure and we recommend that you seek your own advice as to the most appropriate structure for your needs. However, following questions raised by various clubs, set out below is some guidance which we believe may be useful in relation to your options.

Clubs forming part of a larger club

We understand that a number of applicant clubs may form part of a larger club, for example an applicant club may form part of a club which also has a men's team. In this instance, it is still important that your club is a separate legal entity to the overall operating entity or other entities that act on behalf of such men's team. This could, by way of example, be done by creating a new subsidiary company of the overall operating company. This subsidiary would form part of the group structure of the larger club. The subsidiary would run the applicant club only and would be the entity that affiliates to the County FA and is party to any FA Women's Super League licence and FA Women's Super League Club Development Fund agreement.

Limited companies

Whilst there is no prescribed corporate structure or ideal ownership model for a club, The FA anticipates that most clubs will probably opt for a limited company structure. In most cases, The FA further anticipates that this would be a private limited company.

It is important to note that if your club is a limited company, it will be required to comply with applicable company law legislation, including the Companies Act 2006. In such a case, we strongly recommend that you take advice in relation to these requirements, to ensure compliance.

How to create a limited company

Information on how to set up a new limited company can be acquired from Companies House, the body responsible for incorporating and dissolving limited companies in England and Wales. Their website - <http://www.companieshouse.gov.uk/> - contains information on limited companies. In particular, information on how to incorporate a company can be found at <http://www.companieshouse.gov.uk/infoAndGuide/companyRegistration.shtml>

In order to register a new limited company, certain forms need to be completed and submitted to Companies House. These forms can be downloaded from the Companies House website. In addition, **Articles of Association** must be provided to Companies House. These set out the

internal management affairs and running of the company. It should be noted that there are FA requirements regarding certain provisions to be included in a company's Articles of Association. See in particular FA Rule I(2). You may be required to provide a copy of your Articles of Association to The FA, for approval.

Costs and timing of incorporating a limited company

The standard registration fee for the incorporation of a new limited company is £20. On average, it takes around ten working days to incorporate a company after Companies House has received all of the necessary documents. This can be done more quickly, upon payment of an increased fee.

Alternative Options

The FA understands that certain clubs may wish to adopt different legal structures, depending on their links or partnerships with other bodies, such as universities and other further education bodies. In addition, clubs may wish to consider other structures where required to obtain available funding.

An example of a possible alternative structure is a Community Interest Company (CIC), which is a limited company with special additional features, created for the use of people who want to conduct a business or other activity for community benefit. Registration of a company as a CIC has to be approved by The CIC Regulator, who also has a continuing monitoring and enforcement role. Additional information on CICs can be found at <http://www.cicregulator.gov.uk/>.

If you do wish to adopt a legal structure for your club which differs from the standard limited company structure, you may wish to discuss this in advance with The FA. In certain cases such structures may be incompatible with FA Rules and consideration will need to be given as to whether dispensation from such FA Rules can be granted.

Unincorporated associations

Clubs should not be unincorporated associations.

If you have any further questions in relation to the corporate structure of your club, please call the Super League Advice Line on 0844 980 0380 or email super.league@TheFA.com.