
W E L S H S T A T U T O R Y
I N S T R U M E N T S

2025 No. 126 (W. 28)

**LANDLORD AND TENANT,
WALES**

**The RTM Companies (Model
Articles) (Wales) (Amendment)
Regulations 2025**

EXPLANATORY NOTE

(This note is not part of the Regulations)

These Regulations amend the RTM Companies (Model Articles) (Wales) Regulations 2011 (S.I. 2011/2680 (W. 286)) (“the 2011 Regulations”), which apply to RTM companies that exercise the right to manage premises in Wales. They amend the content of the articles of association of an RTM company. The amendments are made partly in consequence of section 49 of the Leasehold and Freehold Reform Act 2024 (c. 22) (“the 2024 Act”), which increases the non-residential limit on right to manage claims.

Regulation 2 amends article 1 of Schedule 1 (articles of association of an RTM company) to specify that “lease” means a long lease within the meaning of sections 76 and 77 of the Commonhold and Leasehold Reform Act 2002 (c. 15) and to correct the definition of “qualifying tenant”. Regulation 2 also amends article 33 which relates to voting rights. It ensures that a landlord who is a member of the RTM company who would not otherwise have a vote is allocated a vote if that landlord is also the freeholder of the premises. Finally, it provides that the votes of the landlords under leases of the whole or any part of the premises are capped at one third of the votes exercisable by qualifying tenants.

Regulation 3 amends articles 1 and 33 of Schedule 2 (erthyglau cymdeithasu cwmni RTM) to the same effect as that of regulation 2.

By virtue of regulation 2(2) of the 2011 Regulations, the amendments have effect for an RTM company whether or not they are adopted by the company.

The Welsh Ministers’ Code of Practice on the carrying out of Regulatory Impact Assessments was

considered in relation to these Regulations. As a result, a regulatory impact assessment has been prepared as to the likely costs and benefits of complying with these Regulations. A copy can be obtained from the Welsh Government, Cathays Park, Cardiff CF10 3NQ and on the Welsh Government's website at www.gov.wales.

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Made 6 February 2025

Laid before Senedd Cymru 10 February 2025

Coming into force 3 March 2025

The Welsh Ministers make the following Regulations in exercise of the powers conferred on them by section 74(2) and (4) of the Commonhold and Leasehold Reform Act 2002⁽¹⁾.

Title and coming into force

1. The title of these Regulations is the RTM Companies (Model Articles) (Wales) (Amendment) Regulations 2025 and they come into force on 3 March 2025.

Amendments to the RTM Companies (Model Articles) (Wales) Regulations 2011

2.—(1) The RTM Companies (Model Articles) (Wales) Regulations 2011⁽²⁾ are amended as follows.

(2) In Schedule 1 (articles of association of an RTM company)—

(a) in article 1 (defined terms)—

(1) 2002 c. 15. Section 74(2) was amended by S.I. 2009/1941. The “appropriate national authority” in respect of Wales is the Welsh Ministers. By virtue of paragraph 30(2)(c) of Schedule 11 to the Government of Wales Act 2006 (c. 32) the functions formerly exercised by the National Assembly for Wales as the “appropriate national authority” under section 179(1) of the Commonhold and Leasehold Reform Act 2002 are now vested in the Welsh Ministers.

(2) S.I. 2011/2680 (W. 286).

- (i) after the definition of “immediate landlord”, insert—

““lease” means a long lease within the meaning of sections 76 and 77 of the 2002 Act(1);”;
- (ii) in the definition of “qualifying tenant”, for “72” substitute “75”;
- (b) in article 33(3) (voting: general)—
 - (i) for sub-paragraph (f) substitute—

“(f) any person who is not otherwise entitled to any votes is entitled to one vote if that person is—

 - (i) the freeholder of the Premises,
 - (ii) a landlord under a lease or leases of the whole or any part of the Premises, and
 - (iii) a member of the company;”;
 - (ii) after sub-paragraph (f), insert—

“(g) the votes exercisable by landlords under leases of the whole or any part of the Premises must be capped at one third of the votes exercisable by qualifying tenants(2).”
- (3) In Schedule 2 (erthyglau cymdeithasu cwmni RTM)—
 - (a) in article 1 (diffinio termau)—
 - (i) after the definition of “landlord uniongyrchol”, insert—

“ystyr “les” yw les hir o fewn ystyr “long lease” yn adrannau 76 a 77 o Ddeddf 2002;”

;
 - (ii) in the definition of “tenant cymwys”, for “72” substitute “75”;
 - (b) in article 33(3) (pleidleisio: cyffredinol)—
 - (i) for sub-paragraph (dd) substitute—

“(dd) mae gan unrhyw berson nad oes ganddo hawl fel arall i unrhyw bleidleisiau yr hawl i un bleidlais os yw’r person hwnnw—

 - (i) yn rhydd-ddeiliad y Fangre,
 - (ii) yn landlord o dan les neu lesuedd o’r cyfan neu unrhyw ran o’r Fangre, a

(1) Section 76 was amended by section 81 of, and paragraph 64 of Schedule 8 to, the Civil Partnership Act 2004 (c. 33). Section 77 was amended by section 81 of, and paragraph 65 of Schedule 8 to, the Civil Partnership Act 2004.

(2) Sections 75 and 112(4) and (5) of the Commonhold and Leasehold Reform Act 2002 define “qualifying tenant” of a flat.

- (iii) yn aelod o'r cwmni;";
- (ii) after sub-paragraph (dd), insert—
 - “(e) rhaid i'r pleidleisiau sy'n arferadwy gan landlordiaid o dan lesioedd o'r cyfan neu unrhyw ran o'r Fangre gael eu capio ar draean o'r pleidleisiau sy'n arferadwy gan denantiaid cymwys.”

Jayne Bryant
The Cabinet Secretary for Housing and Local
Government, one of the Welsh Ministers
6 February 2025