

SOMERSET COUNTY RUGBY FOOTBALL UNION REFEREES SOCIETY RULES

NAME OBJECTS & POWERS

1. NAME

The Society shall be called the Somerset County Rugby Football Union Referees Society Limited.

2. DEFINITIONS

Except where the context otherwise permits or requires, the words and expressions listed in the Schedule of Definitions set out in Rule 31 shall bear the meanings given to them therein.

3. OBJECTS

The objects of the Society shall be:

3.1 To administer all aspects of officiating of the Game in Somerset on behalf of the Union.

3.2 To promote encourage and extend the officiating of the Game throughout Somerset including (but not limited to) the recruitment, administration and training of referees) match observers, touch judges (assistant referees) and referee coaches.

3.3 To ensure that the Game is refereed in accordance with the Laws of the Game and is administered in accordance with the IRB Regulations and the Rules of the Union and the Referees Union.

4. POWERS OF THE SOCIETY

To further its objects the Society shall have the power to do all such things as are incidental or conducive to the objects of the Society including (but not limited to) all or any of the following:

4.1 Either directly or indirectly to employ, invest and deal with the assets and funds of the Society for the objects of the Society in such manner as shall be considered by the Committee to be expedient, and to do all such other acts and things and carry on all such other activities (including [but not limited to] leasing, subleasing, releasing, renting, acquiring, altering, erecting, holding, selling, improving, developing, repairing, hiring, lending with or without security or otherwise dealing with real and personal property of any kind) as shall be considered by the Committee to be necessary or expedient for the purposes of the Society or the advancement of its interests.

4.2 To raise or borrow money for the purposes of or in connection with the activities of the Society or any of them as the Committee thinks fit in accordance with the following provisions:

4.2.1 Any sum or sums raised or borrowed may be on mortgage, charge, bonds or debentures of all or any of the funds or property of the Society whether or not including any floating charge of the whole or part of the undertaking property and assets of the Society both present and future.

4.2.2 At the time of any borrowing the sum of the amount then remaining undischarged of monies borrowed and of the amount of the proposed borrowing shall not exceed 50,000 pounds or such sum as the Members in General Meeting may from time to time determine.

4.2.3 The rate of interest payable at the time the terms of borrowing are agreed on any money borrowed shall not exceed the rate of interest which in the opinion of the Committee represents the market rate of interest for borrowings of similar amount and on similar terms prevailing at that time except that in the case of a mortgage loan the Committee may delegate the determination of the interest rate within specified limits to an Officer, Committee Member or Sub-Committee.

4.2.4 The Committee may determine from time to time (subject to Rules 4.2.1, 4.2.2 and 4.2.3) the terms and conditions upon which money is raised or borrowed or security is issued and may vary such terms and conditions.

4.2.5 No person lending money to the Society shall be concerned to see or enquire whether either of the limits imposed by Rule 4.2.2 or Rule 4.2.3 is exceeded at the time of the borrowing or issue and if either or both of such limits were to be exceeded no borrowing incurred in excess of such limits shall be invalid unless such person had received express notice to this effect at the time of borrowing.

4.3 To give any security or securities whether by way of mortgage or otherwise for the performance of any contracts or any debts, liabilities or obligations of the Society or any of its subsidiaries or other persons or corporations in whose business or undertaking the Society is interested, or to whom or in respect of whom the Society has given any personal covenant, guarantee or indemnity, whether directly or indirectly and collaterally or further to secure any obligation of whatever nature of the Society by a trust deed or other assurance.

4.4 To accept and grant sponsorship and franchises and to make such arrangements in connection therewith as the Committee shall think fit.

4.5 To apply for and hold any licences, consents, certificates, permissions and approvals that may be required for or in connection with the activities of the Society and (among other things) to provide catering and such other facilities as the Committee shall consider desirable.

4.6 To invite, receive and make donations for or otherwise promote or assist in the development or continuance of facilities for, or the prestige of the Game or any other sport or recreation.

4.7 To support (whether by direct subscription, the giving of guarantees or otherwise) any charitable, benevolent or educational fund, institution or organisation, or any event or purpose of a public or general nature, the support of which will or may in the opinion of the Committee, directly or indirectly benefit, or is calculated so to benefit, the Society or its activities or its employees, ex employees, referees, former referees or their dependants.

4.8 To engage such officials and employees upon such terms and at such remuneration as the Committee may deem appropriate, and to dismiss or retire any of them as may be necessary.

4.9 To provide pensions, insurances and other benefits to employees or to ex-employees of the Society or the dependants and relatives of any such persons and to establish and maintain or concur in establishing and maintaining trusts, funds, schemes or other arrangements (whether contributory or non-contributory) with a view to providing such benefits including (but not limited to) retirement benefits and/or life assurance schemes.

4.10 To maintain bank accounts in credit or overdrawn on such terms as the Committee shall think fit including the giving of guarantees and indemnities in respect of direct debits and other money transmission or collection systems whether pursuant to Rule 15.5 or otherwise.

4.11 To pass such resolutions, regulations and instructions which shall be binding on all Members as are considered necessary for the better management, organisation, administration and regulation of the Society.

4.12 To settle, conduct, enforce or resist either in a court of law or by arbitration any suit, debt, liability or claim by or against the Society.

MEMBERSHIP

5. MEMBERS

5.1 The members of the Society shall be the individual persons whose names are for the time being entered in the Register of Members.

5.2 Only members of the Society shall be eligible to be elected to the Committee.

5.3 All members of the Committee excluding those members co-opted under Rule 11.2 shall be Members for such period as they are Committee Members.

5.4 Subject to Rule 5.3 the admission of members shall be under the control of the Committee which shall from time to time determine the criteria and conditions applicable for the approval of membership.

5.5 A Member may withdraw from the Society at any time by giving to the Honorary Secretary written notice of the intention so to do provided that the Member shall remain liable for all monies then due and owing to the Society.

5.6 A Member shall be liable to termination or suspension of membership or to other appropriate punishment by the Society for any infringement of these Rules, any Regulation or any Rules or Regulations of the Union, the Regulations of the Referees Union, the Laws of the Game or the IRB Regulations or any conduct prejudicial to the interests of the Society or the Game. The procedure for the exercise of this power shall be as prescribed by the Committee and details thereof shall be kept by the Honorary Secretary and be available for inspection by the Members at all reasonable times

5.7 A Member shall cease to be a Member:

5.7.1 On resignation in writing

5.7.2 On termination of membership by the Committee

5.8 Grievance. Any member having a ground of complaint or other grievance against the Society shall give notice thereof, in writing, to the Honorary Secretary subsequent to which the same shall be considered by the Committee and unless considered frivolous will be investigated as appropriate. The Member will be informed of the outcome of the Committee's determination, in writing, by the Honorary Secretary within 42 days of receipt of the notice. If the member wishes to appeal against the determination he should give Notice, in writing, within 7 days of receipt of the determination stating the ground(s) of the appeal and the Committee will within 14 days of the receipt of such notice convene an Appeals Panel whose decision shall be final. No person in any way involved in making the original determination may serve on the Appeals Panel

6. SHARE CAPITAL

6.1 The capital of the Society shall consist of shares of the value of £1 each.

6.2 Every Member shall hold one share and no more in the capital of the Society. No person who is not a Member shall be issued with a share.

6.3 Each Member of the Society at the date these rules take effect pursuant to Rule 26 who is eligible to be a Member, shall be allocated one share in the name of that Member.

6.4 Any Member admitted to membership after the date on which these rules take effect pursuant to Rule 26, shall be allotted one share on admission.

6.5 No share shall be held jointly, be withdrawable or be transferable by any Member and no interest, dividend or bonus shall be payable on any share. Any Member transferring or attempting to transfer a share shall if the Committee so decides be deemed to have withdrawn from the Society as from the date of such transfer or attempted transfer.

6.6 The Share of a Member shall be forfeited to the Society when that Member for whatever reason ceases to be a Member and any amount then due to the Member in respect of such share shall thereupon become the property of the Society.

6.7 The Society shall not be required to issue a certificate to any Member in respect of the share allotted to that Member.

GENERAL MEETINGS

7. GENERAL MEETINGS

7.1 All General Meetings shall be held at such location within the geographical region of the Society as the Committee may determine and any such meeting other than an Annual General Meeting shall be called a Special General Meeting.

7.2 The Chairman of all such meetings shall be the President of the Society or the Immediate Past President or a member of the Society elected from amongst those present

7.3 Every Member shall be entitled to attend and vote at any General Meeting. Voting at

General Meetings shall be by a show of hands of those present entitled to vote and votes cast by post or email. Votes cast by post or email must be lodged with the Honorary Secretary at least 48 hours before the time the meeting is due to commence. If any one member requests a secret ballot then that shall be the procedure adopted.

7.4 The quorum at any General Meeting shall be 20 Members.

7.5 If within thirty minutes after the time appointed for a General Meeting a quorum is not present, the Meeting, if convened on the requisition of Members, shall be dissolved, and in every other case it will stand adjourned to such other day and at such time and place, or be dissolved, as the Committee shall determine.

7.6 All resolutions shall be decided by a majority of votes recorded except where:

7.6.1 These Rules provide for a special resolution which shall require a majority of at least two thirds of the votes recorded or

7.6.2 A resolution is put to an Annual General Meeting as contemplated by Rule 8.1.8.2 in which case the provisions of the Act as to voting shall apply.

7.7 A declaration by the Chairman of a General Meeting to the effect that a particular resolution has been passed or not, or passed by a particular majority or not, shall (subject to the Act) be final and binding on all Members.

7.8 A General Meeting shall not be invalidated by reason only of any Member failing to receive a notice thereof or any accompanying document relating thereto.

7.9 The procedure for conduct of General Meetings shall be prescribed by the Committee and details thereof shall be kept by the Honorary Secretary and be available for inspection by Members at all reasonable times.

8. ANNUAL GENERAL MEETINGS

8.1 Not later than 31st July in every year a General Meeting shall be held (to be known as the Annual General Meeting) for the transaction of the following business:

8.1.1 To consider and approve (with or without amendment) the Minutes of the previous Annual General Meeting.

8.1.2 To receive and approve a report from the Committee on the affairs of the Society since the previous Annual General Meeting.

8.1.3 To receive and approve a Financial Statement for the preceding financial year and where necessary in law or the members require the Auditors Report thereon.

8.1.4 To elect the following Officers for the ensuing year.

8.1.4.1 The President

8.1.4.2 The Chairman of the Committee

8.1.4.3 The Vice-Chairman of the Committee

8.1.4.4 The Honorary Secretary

8.1.4.5 The Honorary Treasurer

8.1.5 To elect Vice-Presidents

8.1.6 To elect the following for the ensuing year, who shall be members of the Committee:

8.1.6.1 The Chairman of the Appointments Sub-Committee

8.1.6.2 The Chairman of the Grading Sub-Committee

8.1.6.3 The Chairman of the Finance Sub-Committee

8.1.6.4 The Chairman of the Recruitment and Retention Sub-Committee

8.1.6.5 The Chairman of the Training and Development Sub-Committee

8.1.6.6 Two additional members of the Committee

8.1.7 The following shall also be members of the Committee

8.1.7.1 The Immediate Past President, (ex-officio)

8.1.7.2 The representative of the Somerset RFU

8.1.8 Where necessary in law or where the Members require:

8.1.8.1 To appoint the auditors for the ensuing year.

8.1.8.2 To consider a resolution disapplying the provisions of the Act relating to the obligation to appoint Auditors.

8.1.9 To consider as a special resolution any addition or alteration to these Rules duly proposed in accordance with rule 8.4.

- 8.1.10 To consider any other motion or business duly proposed in accordance with Rule 8.4
- 8.1.11 To consider any other business of which due notice shall have been given.

8.2 Notice of every Annual General Meeting stating the date, time and venue of such Meeting shall be sent to all Members so as to be received not less than two clear weeks prior to the date of the Meeting with the agenda of the business to be considered thereat and with a copy of the Society's Financial Statement for the preceding financial year.

8.3 The election of the Officers and Committee Members shall be subject to the following provisions:

8.3.1 Any member shall have the right to make nominations, with the written consent of a candidate, for election to any one or more of the offices named in or created under the provisions of Rule 12.1 or to the Committee. Such nominations must be sent in writing so as to reach the Honorary Secretary 28 days before the Annual General Meeting. The Committee shall also have the right to make nominations for the election of Officers. The Honorary Secretary shall circulate to every member the details of each candidate together with postal voting forms and a Financial Statement not less than 14 days prior to the date of the meeting.

8.3.2 The election of each Officer and Committee Member shall be decided by a majority of votes recorded.

8.3.3 In the event of an equal number of votes being cast for two or more candidates for any office or for any Committee Member a further election for that office shall immediately be held between those candidates for whom the votes cast are equal in number. If there shall still be equality of votes the decision as to the person elected shall be made by the casting vote of the Chairman of the meeting

8.4 Proposals for additions or alterations to the Rules or for any other motion to be submitted to an Annual General Meeting shall be subject to the following provisions:

8.4.1 Any proposal shall be submitted in writing to the Honorary Secretary 28 days before the Annual General Meeting duly proposed by one Member and seconded by another.

8.4.2 Copies of all such proposals and copies of all proposals put forward by the Committee shall be sent to all Members with the notice of the Annual General Meeting.

8.4.3 Amendments to any proposal notified to Members under Rule 8.4.2 shall be sent in writing so as to reach the Honorary Secretary duly proposed and seconded not less than twenty-four hours before the time for which the Annual General Meeting is convened.

8.4.4 Amendments duly received in accordance with Rule 8.4.3 shall be added to the agenda by the Chairman of the Annual General Meeting.

9. SPECIAL GENERAL MEETINGS

9.1 The Committee may convene at any time a Special General Meeting by giving to all Members two clear weeks' written notice thereof stating the date, time and venue thereof and the resolution or resolutions to be moved or other business to be transacted thereat.

9.1.1 Amendments to any resolution proposed by the Committee shall be submitted in writing to the Honorary Secretary duly proposed and seconded by Members in the same manner as is prescribed by Rule 8.4.3 for an Annual General Meeting.

9.1.2 Amendments duly received in accordance with Rule 9.1.1 shall be added to the agenda by the Chairman of the Special General Meeting.

9.2 The Committee shall also convene a Special General Meeting on receipt by the Honorary Secretary of a written requisition so to do, duly signed by not less than 20 Members. Each requisition must clearly state the specific resolution to be moved.

9.2.1 Two clear weeks notice of such a Meeting stating the date, time and venue thereof and the specific resolution to be moved thereat shall be sent to all Members by the Honorary Secretary within 14 days of the receipt of the requisition.

9.2.2 Amendments to such a resolution shall be submitted in writing to the Honorary Secretary duly proposed and seconded by Members in the same manner as is prescribed by Rule 8.4.3.

9.2.3 Amendments duly received in accordance with Rule 9.2.2 shall be added to the Agenda by the Chairman of the Special General Meeting.

10. RULES

10.1 No new rule shall be made, nor shall any Rule be amended or rescinded, except by a special resolution passed at an Annual General Meeting in accordance with Rule 8.4 or at a Special General Meeting convened by the Committee in accordance with Rule 9. 1.

10.2 The Honorary Secretary shall register in accordance with the Act any new Rule or amendment to these Rules and no new Rule or amendment to the Rules shall be valid until so registered.

10.3 A copy of the Rules shall be delivered by the Honorary Secretary to any person on demand on payment of such sum (not exceeding ten pence) as may from time to time be determined by the Committee.

OFFICERS and COMMITTEE

11. POWERS OF THE COMMITTEE

The affairs of the Society shall be administered by the Committee which shall exercise all the powers of the Society expressed in Rule 4 and without limiting the generality thereof.

11.1 The Committee shall have power to appoint such Sub-Committees as are considered necessary to deal with the affairs of the Society.

11.1.1 The Committee shall determine the composition, powers and terms of reference of each Sub-Committee.

11.1.2 The Chairman of any Sub-Committee shall have a second or casting vote, and the quorum necessary for the transaction of business by a Sub-Committee shall be one third of its appointed members or as the Committee may determine.

11.1.3 A Sub-Committee may exercise the power of co-option subject to provisions similar to those in Rule 11.2.

11.2 The Committee shall have the power to co-opt additional members to serve on it provided that the number of such co-opted members shall not exceed one quarter of the number of members elected to hold office on the Committee (the Officers and the Representative(s) for the purposes of this computation being deemed to be elected members) and to approve the co-option of additional members to serve on any Sub-Committee, in both cases either for general or special service and with or without voting rights.

11.3 The Committee shall not exercise its powers in any way or for any purpose inconsistent with the objects of the Society.

11.4 The procedure for the conduct of meetings of the Committee shall be prescribed by the Committee and details thereof shall be kept by the Honorary Secretary and be available for inspection by Members at all reasonable times.

11.5 References in these Rules to any acts or activities or opinion (including, without limitation, decisions, directions, requests, exercises of discretion and the giving of consent) of the Committee shall mean such acts or activities or opinions as shall have been sanctioned or effected or (as the case may be) expressed by (a) a resolution of the Committee or (b) a resolution of the relevant Sub-Committee where the power to act or authority being exercised has been delegated by the Committee to a Sub-Committee or (c) the relevant Officer where that power or authority has been delegated by the Committee to an Officer.

12. OFFICERS

12.1 The Officers of the Society shall be The President, the Chairman the Vice-Chairman the Honorary Secretary, the Honorary Treasurer, and such other Officers as the Society may in General Meeting from time to time determine.

12.2 The Officers of the Society shall be elected at each Annual General Meeting in accordance with Rule 8.3.

12.3 Each Officer on election at an Annual General Meeting shall hold office from the end of that Meeting until the end of the next Annual General Meeting but shall be eligible for re-election from year to year.

12.4 If any such offices shall fall vacant between one Annual General Meeting and the next such vacancy shall be filled by the Committee for the period of the vacancy.

13. COMMITTEE

13.1 The Committee shall consist of those persons elected under Rules 8.1.4 and 8.1.6 and those named under 8.1.7

13.2 A Member of the Committee shall hold office from the end of the Annual General Meeting at which he is elected until the end of the following Annual General Meeting, and shall be eligible for re-election from year to year.

13.3 The quorum at any meeting of the Committee shall be at least one third of its Members.

13.4 The chairman of any meeting shall be entitled to a second or casting vote.

13.5 If a vacancy shall occur for an elected Member of the Committee between one Annual General Meeting and the next such vacancy shall be filled by the Committee.

13.6 If a Member of the Committee shall commit an offence under rule 5.6 or shall be adjudged bankrupt or if a court order is made appointing a Receiver to administer such Member's property such Member shall thereupon cease to be a Member of the Committee.

13.7 Committee Members shall receive no remuneration for serving on the Committee other than payment of authorised expenses for carrying out their duties.

14. ASSOCIATES

The Committee may appoint Associates of the Society. Such Associates shall not be members of the Society and shall not have the right to vote at General Meetings but will have such rights as the Committee may decide, and will pay an annual subscription as fixed by the Committee.

15 FINANCE

15 SOCIETY FINANCE

15.1 The Society's income shall be obtained annually from the subscriptions of Members, from charges levied upon the Clubs, from investments and securities, from sponsorship and from any other available sources.

15.2 The profits of the Society shall be applied only in furthering the objects of the Society.

15.3 The Society shall not have power to receive money on deposit from Members or others.

15.4 A Financial Statement of the Society's affairs shall be made up to 31 August in each year (or such other date as may be determined from time to time by the Society in General Meeting) and shall when approved be signed by the Chairman of the Finance Sub-Committee the Honorary Secretary and one Member of the Committee. An audit where necessary in law or, where the membership require shall be carried out by a registered auditor or, where the conditions

applicable for appointing lay auditors apply, by 2 or more lay auditors and a printed copy of the signed Financial Statement, together with the auditors report thereon, shall be sent to each Member with the notice calling an Annual General Meeting.

15.5 The Society may participate in a direct debiting scheme as an originator for the purpose of collecting subscriptions for any category of membership and/or any other amounts due to the Society. In furtherance of such a scheme the Society may enter into an indemnity required by the bank upon whom direct debits are to be originated and such indemnity may be executed on behalf of the Society by the Honorary Secretary or as otherwise determined pursuant to these Rules.

16. AUDITORS

16.1 The provisions of the Act relating to, the appointment, powers, rights, remuneration, responsibilities and duties of the Auditors shall be complied with.

16.2 The Auditors where appointed shall be entitled to attend any General Meeting and to receive all notices of and other communications relating thereto which any Member is entitled to receive, and to be heard at any General Meeting on any part of the business which concerns them as auditors.

STATUTORY PROCEDURES

17. REGISTERED OFFICE

17.1 The registered offices of the Society shall be at The Island House, Midsomer Norton, Radstock, Somerset BA3 2DZ or at such other location in England as the Committee may from time to time otherwise determine.

17.2 Notice of any change in the situation of the registered office shall be given by the Honorary Secretary to the Registrar within fourteen days after the change.

18. USE OF NAME OF THE SOCIETY

18.1 The name shall be kept painted or affixed in a conspicuous position and in letters which are easily legible on the outside of every office or place in which the activities of the Society are carried on.

18.2 The name shall be stated in legible characters in all business letters of the Society, in all notices, advertisements and other official publications of the Society, in all bills of exchange, promissory notes, endorsements, cheques and orders for money or goods purporting to be signed by or on behalf of the Society, and in all bills, invoices receipts and letters of credit of the Society.

18.3 Save with the authority of the Committee, the name of the Society shall not at any time be used by any Member in any document or advertisement issued or published by, or on behalf of or with the authority of that Member in such a way as to indicate or imply that such document or advertisement was issued or published by or on behalf of the Society or the Committee.

19. SEAL

The Society shall have its name engraved in legible characters on a seal which shall be kept in the custody of the Honorary Secretary and shall be used only under the authority of the Committee which may determine who shall countersign any instrument to which the seal is affixed and unless otherwise so determined it shall be countersigned by any two of the Officers.

20. REGISTER OF MEMBERS

20.1 The Society shall keep in its registered office a Register of Members and Officers in which the Honorary Secretary shall enter the following particulars

20.1.1 The name and address of each Member

20.1.2 A statement of the share held by each Member and the amount paid therefor.
20.1.3 A statement of other property, if any, in the Society held by each Member whether in loans or otherwise.
20.1.4 The date on which each Member was entered in the Register as a Member and the date on which a Member ceased to be a Member.
20.1.5 The names and addresses of the Officers of the Society with the offices held by them respectively and the date on which they assumed and left office.
20.2 The Register of Members and Officers shall be so constructed that it is possible to open to inspection the particulars entered pursuant to Rules 20.1.1, 20.1.4 and 20.1.5 without also opening to inspection the other particulars entered in the Register.

21. INSPECTION OF BOOKS

All Members and persons having an interest in the funds of the Society shall be allowed to inspect their own accounts and the particulars entered in the Register of Members and Officers other than those entered under Rules 20.1.2 and 20.1.3 at all reasonable hours at the registered office of the Society subject to such regulations as to the time and manner of such inspection as may be made from time to time by a resolution passed at a General Meeting.

22. ANNUAL RETURN

22.1 Every year not later than the date provided by the Act or where the Return is made up to the date allowed by the Registrar not later than seven months after such date the Honorary Secretary shall send to the Registrar the Annual Return in the form prescribed by the Registrar relating to the affairs of the Society for the period required by the Act to be included in the Return together with a copy of the Financial Statement of the Society with the Report of the Auditors where applicable thereon for the period included in the Return and a copy of each Balance Sheet made during that period and the report of the Auditors where applicable on that Balance Sheet.

22.2 A copy of the latest Annual Return shall be supplied free of charge on demand to every member or other person interested in the funds of the Society.

23. PUBLICATION OF ACCOUNTS

The Society shall keep a copy of the last Balance Sheet for the time being together with the Report made by the Auditors, where applicable, thereon always hung up in a conspicuous place at the registered office.

24. REGISTRATION

These Rules shall take effect on and from the date of their registration pursuant to and in accordance with the provisions of Section 2 of the Industrial and Provident Societies Act 1965.

25. DISSOLUTION

In the event of it having to become necessary for the Members to discontinue the activities of the Society and to dissolve the Society under the provisions of the Act, its funds and property shall be appropriated or divided amongst the Members in such manner as the Committee consider to be fair and reasonable.

GENERAL

26. CONTINUITY

For the avoidance of doubt every Member of the Society who at the date these Rules take effect pursuant to Rule 24 holds office or position in any capacity in the Society (including the position of Vice Presidents) shall continue to hold the same office or position

following registration. Such Members shall have the same seniority, dates of appointment, dates of retirement and the like after registration as before registration, subject only to such changes as are necessary by virtue of these Rules.

27. INDEMNITY

Each Officer and employee from time to time of the Society and each person who was or is from time to time a Member of the Committee or any Sub-Committee shall (to the extent that such person is not entitled to recover under any policy of insurance) be entitled to be indemnified out of any and all funds available to the Society which may lawfully be so applied, against all costs, liens, charges, expenses and liabilities whatsoever incurred by such person in the execution and discharge of duties undertaken on behalf of the Society or in relation thereto or incurred in good faith in the purported discharge of such duties, including any liability incurred in initiating prosecuting or defending any proceedings, civil or criminal, which relate to anything done or omitted as an Officer or employee or as a Member of the Committee or any Sub-Committee as the case may be.

28. NOTICES

Any notice or other communication or document sent to a Member, Officer or Member of the Committee shall be treated as having been duly delivered twenty four hours after the time when it was dispatched.

29. ARBITRATION

Every dispute of the type specified in Section 60 of the Industrial and Provident Societies Act 1965 or any amendment, modification or re-enactment thereof (not being one in respect of which the decision falls to be made in some other way under these Rules) shall be referred to the arbitration of a single arbitrator (pursuant to the Arbitration Act for the time being in force) to be appointed in default of agreement between the parties to the dispute by the President (or failing whom one of the other office holders) for the time being of the Union.

30. INTERPRETATION

Subject to the provisions of the Act any difference of opinion as to the interpretation of these Rules or on any matter not provided for therein shall be decided by the chairman of a General Meeting at such Meeting or by the Committee in every other circumstance, and every such decision shall be recorded in the minutes and shall be accepted as the true meaning until thereafter otherwise interpreted on due notice at a subsequent General Meeting.

31. SCHEDULE OF DEFINITIONS

The Act means the Industrial and Provident Societies Acts 1965/1978 and any subsequent Acts governing or otherwise affecting Industrial and Provident Societies.

Auditors means the Auditors of the Society for the time being.

Society means The Somerset County Rugby Football Union Referees Society Limited

Committee means the committee designated in Rule 13 and *Committee Member* or *Member of the Committee* means a member of the Committee for the time being and shall include a person co-opted under Rule 11.2

Financial Statement means a Balance Sheet together with a Statement of Accounts showing Income and Expenditure.

Game means the game of Rugby Union Football.

General Meeting means a general meeting of Members.

Honorary Secretary means the Honorary Secretary of the Society for the time being.

IRB means the world Governing Body of the Game which at the date of the adoption of these Rules is the International Rugby Board of which the Union is a Member.

IRB Regulations means the Resolutions and Regulations relating to the Game promulgated by the IRB from time to time.

Laws of the Game means the laws promulgated by the IRB from time to time according to which the Game is played throughout the world.

Member means a member of the Society.

Officers means the officers designated in Rule 12.

"Referees Union" means the Rugby Football Referees' Union.

Registrar means the Chief Registrar and Assistant Registrars for England in the Central office of the Financial Services Authority and shall include the statutory successor carrying on the relevant functions of any of them.

Regulation means a resolution, regulation or instruction made in accordance with Rule

4.11.

Rules means the Rules of the Society for the time being registered with the Registrar.

Union means the Rugby Football Union.

Gender All references to the male gender shall apply equally to the female gender.

Communication. Where communication with Members is concerned "written" or "in writing" shall include sending such communication electronically.