

# Byelaws

## Definitions and interpretation

1. In the event of any inconsistency between the provisions of the 2003 Charter and the provisions of these Byelaws the provisions of the 2003 Charter will prevail.
2. In these Byelaws, unless the context otherwise requires, the following words and expressions shall have the following meanings:

“2003 Charter” means the Royal Charter granted to the College on the fourth day of July in the year 2003 as revoked, added to, or amended from time to time;

“address” shall, in any case where electronic communication is expressly permitted by or pursuant to these Byelaws, include any number or address used for the purpose of such electronic communication but, in any other case, shall not include any number or address used for such purpose;

“Accounts” means the audited accounts referred to in Byelaw 79;

“Affiliate” has the meaning referred to in Article 3;

“Annual General Meeting” means the annual General Meeting to be held in accordance with Byelaw 57;

“Byelaws” means the Byelaws of the College made pursuant to the 2002 Charter and from time to time in force;

“College” means The Royal College of Organists;

“College’s Auditor” means the auditor qualified by law to audit the accounts of a company incorporated in the United Kingdom appointed by the Annual General Meeting;

“Council” means the Council of the College;

“Effective Date” means the date of promulgation of these Byelaws;

“electronic attendance” means attendance at a meeting by electronic communication in the manner prescribed in the notice convening the meeting;

“electronic communication” shall, where the context so admits, have the same meaning as in the Electronic Communications Act;

“Electronic Communications Act” means the Electronic Communications Act 2000;

“Executive Committee” means the Executive Committee of the College;

“Extraordinary General Meeting” means any General Meeting other than an Annual General Meeting;

“Fellow” means a person holding the Diploma of Fellowship of the College and who is an Affiliate in good standing;

“General Meeting” means a meeting of the Affiliates;

“month” means calendar month;

“notice” means notice in writing given to a person at his last known address or at an address given by him to the College for the purpose of electronic communication;

“Office” means the headquarters of the College;

“person” includes an incorporated body and an unincorporated association;

“Register” means the register of Affiliates maintained pursuant to Byelaw 76;

“Seal” means the Seal of the College;

“Special Majority” means a resolution which is carried by a majority of not less than two thirds of those voting in person or by other means permitted by the Byelaws;

“Special Notice” means not less than 21 days’ prior written notice;

“Special Resolution” means a resolution of a meeting of the Executive Committee, the Council or Affiliates of which Special Notice has been given and which is carried by a Special Majority; and

“United Kingdom” means Great Britain, Northern Ireland and includes the Channel Islands and the Isle of Man.

The phrase “in writing” means written, printed or lithographed, or partly one and partly another, or reproduced in visible form by any other means including an electronic communication.

The phrase “in good standing” means that the Affiliate so designated has duly paid such fees and annual subscription as the Council may from time to time determine, and furthermore has not been expelled or expressly denied the right to vote or any other privileges laid down by in the Byelaws.

Any reference in these Byelaws to any statute or of any subordinate legislation shall include any amendment or re-enactment (with or without amendment) thereof for the time being in force.

Words importing the singular number only shall include the plural number and vice versa; words importing the masculine gender only shall include the feminine gender; and words importing persons shall include corporate and unincorporated associations.

## Affiliates

3. Those persons who are members of the College at the Effective Date shall automatically become Affiliates and be bound by these Byelaws.
4. Notwithstanding any provision of these Byelaws to the contrary, those persons who are life members and honorary members of the College at the Effective Date shall continue to be entitled to the same rights and privileges as before that date.
5. Full affiliation to the College shall be open to:
  - (1) individuals of 18 years and over who are interested in furthering the work of the College; and
  - (2) organisations, whether corporate or unincorporated, which are interested in furthering such work and have paid their annual subscription.

6. Each affiliated organisation shall appoint one individual person to represent it and vote on its behalf at General Meetings. In the event of such individual person resigning or otherwise leaving an organisation he or she shall immediately cease to be a representative of such organisation. Each affiliated organisation may appoint:
  - (1) a deputy to replace its appointed representative if the appointed representative is unable to attend any particular meeting of the College; and
  - (2) observers (who shall not be entitled to vote) to attend any such meeting.
7. Junior affiliation shall be open to individuals under the age of 18 years who are interested in furthering the work of the College. Junior Affiliates shall not be entitled to vote.
8. Subject to Article 4, the Executive Committee shall have the right, subject to the approval of the Council:
  - (1) to vary existing classes and sub-classes of affiliation; and
  - (2) create new class and sub-classes of affiliation;
  - (3) including the right to assign different class rights to each class and sub-class.
9. The Executive Committee shall have the right:
  - (1) subject to Article 4, to prescribe transitional arrangements in relation to members of the College at the Effective Date;
  - (2) to prescribe the mode of applications for affiliation; and
  - (3) to approve or reject applications for affiliation.
10. On election, every Affiliate in good standing shall be entitled:
  - (1) to be entered on the Register in the class to which he has been elected;
  - (2) to such benefits of affiliation as the Executive Committee may from time to time prescribe;
  - (3) to such rights of attendance and voting at General Meetings as are applicable to his class of affiliation (provided that he shall have no rights of attendance and voting at General Meeting whilst he is an employee of the College and for the period of five years after the termination of such employment); and
  - (4) to vote for all elections to the Council;
  - (5) and shall be liable to comply with the obligations of Affiliates as set out in the Byelaws.
11. **Fees and Subscriptions**
  11. Affiliates shall pay an annual subscription of such amount and payable in respect of such period as from time to time the Executive Committee may propose and the Council may determine.
12. The Executive Committee may propose and the Council may determine that subscriptions for Affiliates may vary or be differentiated according to their class of affiliation, and such other factors as they may decide, including without limitation whether the Affiliate is incorporated and the number of years' previous affiliation.
13. The College Secretary shall give notice to all Affiliates of the amount of subscription payable, and the period to which it relates, and Affiliates shall become liable to pay such amount within 21 days of the date of such notice.
14. Any Affiliate whose subscription is three months in arrear shall not be entitled to any of the rights of affiliation. The Executive Committee may thereafter give such Affiliate one month's notice to pay. If he does not pay within that time the Executive Committee may remove his name from the Register, and thereupon he shall cease to be an Affiliate, whilst remaining liable to pay the unpaid subscription.
  - (1) Resignation and expulsion of Affiliates
15. An Affiliate shall cease to be an Affiliate on receipt by the College Secretary of his written resignation of affiliation.
16. In accordance with this Byelaw 16 and Byelaws 17 to 21 (inclusive):
  - (1) the Executive Committee, if it considers that the conduct of an Affiliate has brought the College into disrepute or has impaired its reputation, may propose to the Council that the Affiliate may be expelled or suspended from affiliation; and
  - (2) after a proper hearing, a panel of the Council, if it reasonably determines that such is the case, may resolve that the Affiliate be so expelled or suspended.
17. Upon receiving the Executive Committee's proposal the Council shall institute a proper hearing and:
  - (1) appoint a panel of three of its number who are not members of the Executive Committee to hear and determine the matter on behalf of the College;
  - (2) give the Affiliate not less than twenty-one days' notice of the hearing, accompanied by written details of the allegations against him which are to be considered; and
  - (3) inform him of his rights under the next Byelaw.
18. The Affiliate may:
  - (1) attend such hearing personally and defend himself before the panel; and
  - (2) cross-examine and himself call witnesses.
  - (3) The Affiliate shall be entitled to attend the hearing with a representative who may speak on his behalf and call and cross-examine witnesses.
19. The panel shall at the conclusion of the hearing or within seven days thereafter decide by a majority decision whether the Affiliate concerned is guilty of conduct entitling the College to expel or suspend him and, if so, whether the Affiliate should be

- (1) suspended from affiliation for such period as it thinks fit, or
  - (2) expelled.
20. The panel shall give notice of its decision to the Council and to the Affiliate. The Affiliate may within seven days of receipt of the panel's decision give written notice of appeal containing the grounds of appeal against the panel's decision to the President. The President shall thereupon institute a proper appeal hearing to be held within twenty-one days of receipt of the Affiliates written notice of appeal and shall appoint an appeal panel of three Vice Presidents who were not on the panel conducting the original hearing. If the President was the Affiliate concerned, the most senior Vice President in order of appointment shall perform those functions of the President. The appeal panel shall give the Affiliate not less than seven days notice of the appeal hearing. The appeal panel shall conduct the appeal by way of rehearing, and the provisions of Byelaws 18 and 19 shall apply, so far as applicable. The decision of the panel shall take effect on expiry of the time for appeal, and the decision of the appeal panel shall take effect immediately it is notified to the Affiliate.
21. Where any Affiliate has pursuant to Byelaws 19 or 20 been expelled from affiliation for any reason the Council may either unconditionally or under such conditions as to payment of arrears of subscription (if any) or otherwise as to the Council may seem expedient resolve by a Special Resolution to reinstate such person as an Affiliate. Such a resolution shall not be considered within the period of five years of the date of expulsion.
- (1) The Patron and Vice-Patrons
22. The Executive Committee shall propose and the Council may invite such persons as it thinks fit to be the Patron of the College or a Vice-Patron of the College (of which there may be any number) on such terms as it thinks fit.

#### **Vice-Presidents**

23. Presidents on vacating office shall thereupon become Vice-Presidents of the College for life. The Council may by Special Resolution elect Affiliates to be Vice-Presidents. Vice-Presidents may not be officers of the College. Vice-Presidents may resign their office by notice in writing to the College Secretary.
24. The Vice-Presidents shall meet once every calendar year to elect not more than five of their number to reserved places on the Council.

#### **Officers**

25. The College shall have the following officers who need not be Affiliates:
- (1) a President;
  - (2) a College Secretary; and
  - (3) such other officers as the Executive Committee may appoint and the Council approve by Special Resolution.
26. The President shall be elected by the Council.

27. Nominations for President may be made by any member of the Council to the College Secretary. Nominations for President shall be laid before the Council at a Council meeting not later than the next but one meeting before the Annual General Meeting. Elections shall take place at the Council meeting next before the Annual General Meeting and the results announced at the Annual General Meeting.
28. The President shall hold office (subject to the provisions of the Charter and these Byelaws) until the end of the next Annual General Meeting after the Annual General Meeting at which his election is announced.
29. No person:
- (1) shall hold office as President for more than two consecutive terms in office; and
  - (2) no person may hold more than one office at any one time.
30. The College Secretary shall be appointed by the Executive Committee on such terms as it thinks fit.

#### **Executive Committee**

31. The management of the affairs of the College shall be vested in the Executive Committee, which, in addition to the powers and authorities expressly conferred on it by these Byelaws or otherwise, may in respect of the affairs of the College exercise all such powers and do all such things as may lead to the furtherance of the objects of the College, including all such powers and things as may be exercised or done by the College and are not by these Byelaws expressly directed or required to be exercised or done by the Council or the College in General Meeting.
32. The Executive Committee may at any time as it thinks fit refer any matter to the Council for its opinion and recommendations but shall not be bound to act upon them.
33. The Executive Committee may at any time elect any person to fill a vacancy in any office. Any person so elected shall hold office until the next Annual General Meeting.
34. The Executive Committee may act notwithstanding any vacancies in its number, but if at any time the number of members of the Executive Committee is reduced below three the Executive Committee shall act only for the purpose of filling up vacancies on it or convening a General Meeting.

#### **Composition of and appointment to the Executive Committee**

35. The members of the Executive Committee shall be appointed by the Council from time to time on such terms (including terms as to duration of the appointment and any remuneration permitted by the Byelaws) as it thinks fit. No person may be appointed for a term of more than three consecutive years or under a contract which cannot be terminated by more than six months' notice.

36. The Executive Committee shall consist of not less than five persons and not more than twelve persons. The President shall be an *ex officio* additional member of the Executive Committee.
37. The Executive Committee shall have the power from time to time to co-opt any person either as an additional member of the Executive Committee or to fill a casual vacancy. Any person so co-opted shall hold office until the next Annual General Meeting and shall be eligible for re-election at that meeting.

#### **Proceedings of the Executive Committee**

38. The Executive Committee may meet together for the dispatch of business, adjourn and otherwise regulate its meeting at it thinks fit. Three members shall be a quorum. Unless the Byelaws otherwise provide, questions arising at any meeting shall be decided by a majority of votes. In case of an equality of votes the Chairman of the meeting shall have a second or casting vote.
39. The President may at any time, and the College Secretary shall upon a requisition in writing from the President or from any five members of the Executive Committee stating the purposes for which the meeting is to be convened, convene a meeting of the Executive Committee.
40. Notice of a meeting of the Executive Committee shall be deemed to be duly given to a member of it if it is given to him personally, by word of mouth or sent in writing to him at his last known address or any other address given by him to the College for this purpose. A member absent or intending to be absent from the United Kingdom may request of the College Secretary that notices of meetings of the Executive Committee shall during his absence be sent in writing to him at his last known address or any other address given by him to the College for this purpose, whether or not out of the United Kingdom.
41. The members of the Executive Committee present shall choose one of their number to take the chair.
42. A meeting of the Executive Committee at which a quorum is present shall be competent to exercise all the authorities, powers and discretions vested in the Executive Committee generally.
43. The Executive Committee may delegate any of its powers to committees consisting of such members of the Executive Committee as it thinks fit, and any committee so formed shall, in the exercise of the powers so delegated conform to any regulations imposed on it by the Executive Committee. The Executive Committee shall have power to co-opt any person to sit on such committees. The meetings and proceedings of any such committee shall be governed by the provisions of these Byelaws for regulating the meetings and proceedings of the Executive Committee so far as applicable and so far as the same shall not be superseded by any regulations made by the Executive Committee. All actions and proceedings of any committee to whom powers of the Executive Committee are delegated shall be reported to and confirmed by the Executive Committee and if appropriate the Council as soon as practicable.

44. All acts bona fide done by any meeting of the Executive Committee or of any committee of the Executive Committee, or by any person acting as a member of the Executive Committee, shall, notwithstanding it be afterwards discovered that there was some defect in the appointment, election or continuance in office of any such member or person acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such person had been duly appointed or elected or had duly continued in office and was qualified to be a member of the Executive Committee.
45. The College Secretary shall cause proper minutes to be made of all the proceedings of all meetings of the College and of the Executive Committee and of committees of the Executive Committee, and all business transacted at such meetings and any such minutes of any meetings, if purported to be signed by the Chairman of such meeting, or by the Chairman of the next succeeding meeting, shall be sufficient evidence without any further proof of the facts stated therein.
46. A resolution in writing signed by all the members for the time being of the Executive Committee or of any committee of the Executive Committee who are entitled to receive notice of a meeting of the Executive Committee or of such committee shall be valid and effectual as if it had been passed at a meeting of the Executive Committee or of such committee duly convened and constituted.

#### **Council**

47. The Council shall have such powers of election, determination and review as are expressly conferred upon it by the Byelaws.
48. The Council may at any time deliver to the Executive Committee its opinion and recommendations on any matter but the Executive Committee shall not be bound to act upon such recommendations.

#### **Composition of and election to the Council**

49. The Council shall consist of not more than 50 persons of whom:
  - (1) five shall be Vice-Presidents; and
  - (2) not less than one half shall be Fellows.
50. Nominations for Council must be made by any Affiliate to the College Secretary at least 42 days before the Annual General Meeting.
51. The members of the Council shall be elected annually by the Affiliates at the Annual General Meeting.
52. The members of Council shall hold office (subject to the provisions of the Charter and these Byelaws) for four years.
53. The President shall be an *ex officio* member of the Council.
54. The Council may at any time elect any person to fill a vacancy in its ranks. Any person so elected shall hold office until the next Annual General Meeting.

## **Powers of Council**

55. The Council shall appoint the Executive Committee from:

- (1) among its own members; and
- (2) from other persons suitably qualified by qualification or experience to serve as a member of the Executive Committee who need not be Affiliates.
- (3) Proceedings of the Council

56. The provisions of Byelaws 38 to 46 (relating to the proceedings of the Executive Committee) shall apply to the proceedings of the Council, so far as applicable.

## **Vacation of Office by Members of the Executive Committee and the Council**

57. Any member of the Executive Committee and any member of the Council shall vacate office and cease to be a member of the relevant Council if:

- (1) he becomes incapable by reason of physical or mental disorder of exercising his functions as such a member;
- (2) he becomes insolvent, makes any composition with his creditors or a bankruptcy order is made against him; or
- (3) the College in General Meeting resolves that he shall retire.
- (4) Annual General Meetings

58. The Annual General Meeting of the College shall be held once in every year at such place and at such time (being not less than two months after the date of such determination) as the Executive Committee may determine, provided that no more than 15 months shall elapse between such meetings, and so far as practicable each Annual General Meeting shall take place within nine months of the date to which the Accounts are made up.

59. The business of the Annual General Meeting of the College shall be:

- (1) to receive and consider the annual reports of the Executive Committee;
- (2) to elect the members of the Council;
- (3) to receive and consider the Accounts;
- (4) to appoint or re-appoint the College's Auditor and authorise the Executive Committee to fix the Auditor's remuneration; and
- (5) to transact such other business as is stated in the notice convening the Annual General Meeting.

60. All other business transacted at an Annual General Meeting and all business transacted at an Extraordinary General Meeting shall be deemed special business.

## **Extraordinary General Meetings**

61. The College Secretary, shall if required

- (1) by a resolution passed by an ordinary majority of either the Executive Committee or the Council, or
- (2) by the written requisition of not less than 10% of the Affiliates which states the object for which the Meeting is to be called,
- (3) convene an Extraordinary General Meeting of the College.
- (4) Proceedings at General Meetings

62. Special Notice of every General Meeting (exclusive of the days on which the notice is served but inclusive of the day for which the meeting is called) specifying the place, day and hour of the General Meeting and (in the case of special business) the general nature of the business to be transacted shall be given to every Affiliate.

63. The accidental omission to give notice of a General Meeting to any person shall not invalidate anything done at such meeting.

64. At all General Meetings an Affiliate in good standing shall be entitled to one vote. No other person shall be entitled to vote. Those entitled to vote may vote in person, by proxy or by electronic communication in the manner prescribed in the notice.

65. Twenty-one Affiliates in good standing, being present in person or by proxy, or present by electronic attendance in the manner prescribed in the notice convening the meeting, shall be a quorum at a General Meeting.

66. The President shall be entitled to take the chair at every General Meeting. If the President is not present at the time appointed for such Meeting, a Vice-President in order of seniority of appointment, or in his absence the College Secretary, shall be entitled to take the chair, and failing him the Affiliates present shall choose one of their number to take the chair.

67. If within half an hour after the time appointed for the Meeting a quorum is not present the Meeting shall stand adjourned to such day (not being more than 21 days thereafter) and at such an hour and place as the Chairman thereof shall determine, and, if at such adjourned meeting a quorum is not present those persons who are present in person or by proxy or by electronic attendance and entitled to vote (being not less than two) shall be a quorum and may transact the business for which the Meeting was called.

68. Every question submitted to a General Meeting shall be decided by a majority of those present in person, by proxy or by electronic attendance of those entitled to vote. In case of an equality of votes the Chairman of the Meeting shall have a second or casting vote.

69. At any General Meeting a declaration by the Chairman of such Meeting that a resolution has been carried or carried by a specified majority or lost or not carried by a specified majority, and an entry to that effect in the minute books of the College, shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against such resolution.

70. The Chairman of the Meeting may with the consent of the majority of the persons present in person or by proxy or by electronic attendance and entitled to vote adjourn it from time to time and from place to place.

**Academic Board and Chief Examiner of the College**

71. The Executive Committee shall be entitled to appoint and remove on such terms as it thinks fit the Chief Examiner of the College and up to 12 individuals to an Academic Board, chaired by the Chief Examiner of the College.
72. The Academic Board shall keep under review and advise the Executive Committee on all aspects of the academic activities of the College, including its examinations, diplomas, certificates, awards, scholarships, bursaries and prizes.
73. The Executive Committee may from time to time with the approval of the Council implement the recommendations of the Academic Board and prescribe relevant regulations.
74. The Diplomas of the College shall include the Diploma of Fellowship and the Diploma of Associateship.

**Supplemental regulations**

75. The Executive Committee may, subject to the approval of the Council, make and from time to time revoke, add to or amend, Supplemental Regulations for the regulation of any matters relating to the affairs of the College, whether or not the Charter or these Byelaws specifically provide for such Supplemental Regulations in the Byelaws.

**The College Secretary**

76. The College Secretary shall be responsible for:
- (1) maintaining a Register of Affiliates;
  - (2) keeping the official copies of the Charter, the Byelaws and entering therein any changes and preparing revised editions when ordered by the Executive Committee;
  - (3) keeping the Seal;
  - (4) convening meetings of the Executive Committee, the Academic Board, the Council, the Vice-Presidents and Affiliates;
  - (5) issuing notices of and keeping and preparing minutes of all meetings referred to in item (4) above in a minute book;
  - (6) drawing up a draft annual report for consideration by the Executive Committee;
  - (7) dealing with the correspondence of the College; and
  - (8) all other matters usually dealt with by the secretary of a corporation.
  - (9) Paid Staff
77. The Executive Committee may on behalf of the College appoint and employ or retain workers for such period and upon such terms as it shall think fit.

**Seal**

78. The College Secretary shall provide for the safe custody of the Seal of the College. It shall not be used without the authority of the Executive Committee. It shall be impressed in the presence of at least two members of the Executive Committee who shall sign the instrument upon which the Seal is impressed, and every such instrument shall be countersigned by the College Secretary.

**Accounts**

79. The Executive Committee shall cause true accounts to be kept of the receipts and expenditure of the College and the matters in respect of which such receipts and expenditure take place and of the assets, credits, liabilities and the sales and purchases of goods of the College. Proper books of account shall not be deemed to be kept if there are not kept such books or other records as are necessary to give a true and fair view of the College's affairs and to explain its transactions.
80. At the Annual General Meeting in every year the Executive Committee shall lay before the Meeting an income and expenditure account and balance sheet for the period since the last preceding accounts, together with reports prepared by the Executive Committee and the College's Auditor. Copies of the accounts, balance sheet and reports shall be sent to all persons entitled to receive notices of General Meetings 21 days before the Meeting with the notices convening the meeting.
81. The books of account shall be kept open to the inspection of Affiliates and the College's Auditor at the Office, or such other place as the Executive Committee shall see fit, during normal business hours.

**Notices (including electronic communications)**

82. A notice or other document may be given by the College to any Affiliate, officer or any member of the Executive Committee or the Council:
- (1) personally; or
  - (2) by sending it by post addressed to him at his registered address or (if he has no registered address within the United Kingdom) to the address, if any, within the United Kingdom supplied by him to the College Secretary for the giving of notice to him; or
  - (3) by sending it using electronic communication to an address for the time being notified for that purpose to the College Secretary by that Affiliate in a manner specified by the Executive Committee or as otherwise permitted by the Electronic Communications Act.
83. Where a notice or other document is sent by post, service of the notice or other document shall be deemed to be effected by properly addressing, prepaying, and posting a letter containing the notice or other document, and to have been effected at the latest at the expiration of 24 hours if prepaid as first-class and at the latest at the expiration of 72 hours if prepaid as second-class after

the letter containing the same is posted. In proving such service it shall be sufficient to prove that the letter containing the same was properly addressed and stamped and put in the post.

84. Where a notice or other document is sent using electronic communications, service of the notice or other document shall be deemed to be effected by sending it using electronic communications to an address for the time being notified to the person giving the notice or as otherwise permitted by the Electronic Communications Act for that purpose, and to have been effected at the latest at the expiration of 48 hours from when it was sent. In proving such service it shall be sufficient to prove that the notice or other document was sent in accordance with guidance from time to time issued by the Institute of Chartered Secretaries and Administrators.

### Electronic communications

85. Notwithstanding anything in these Byelaws to the contrary, but subject to the Electronic Communications Act:

- (1) any notice or other document to be given or sent to any person by the College is also to be treated as given or sent where:
  - (a) the College and that person have agreed that any notice or other document required to be given or sent to that person may instead be accessed by him on a web site;
  - (b) the meeting (in the case of a notice of meeting) or other document (in any other case) is one to which that agreement applies;
  - (c) that person is notified, in a manner for the time being agreed between him and the College, of the publication of the notice or (as the case may be) other document on a web site, the address of that web site and the place on that web site where the notice or (as the case may be) other document may be accessed and how it may be accessed;

- (d) in the case of a notice of meeting, such notice of meeting is published in accordance with Byelaw 85 (2) below and the notification referred to in Byelaw 85 (1) (c) above states that it concerns a notice of a meeting served in accordance with these Byelaws, specifies the place, date and time of the meeting and states whether the meeting is to be an Annual General meeting or Extraordinary General Meeting;

and in the case of a notice of meeting or other document so treated, such notice or other document is to be treated as so given or sent, as the case may be, at the time of the notification mentioned in (c ) above; and

- (2) where a notice of meeting or other document is required by Byelaw 85 (1) (d) above to be published in accordance with this Byelaw, it shall be treated as so published only if in the case of a notice of meeting, the notice is published on the web site throughout the period beginning with the giving of the notification referred to in Byelaw 85 (1) (c) above and ending with the conclusion of the relevant meeting PROVIDED that nothing in this Byelaw 85 (2) shall invalidate the the proceedings of the meeting where the notice or other document is published for a part, but not all, of the period mentioned and the failure to publish the notice or other document throughout that period is wholly attributable to circumstances which it would not be reasonable to have expected the College to prevent or avoid; and
- (3) the Executive Committee may from time to time make such arrangements or regulations (if any) as they may from time to time in their absolute discretion think fit in relation to the giving of notices or other documents by electronic communication by or to the College and otherwise for the purpose of implementing and/or supplementing the provisions of the Charter and these Byelaws and the Electronic Communications Act in relation to electronic communication; and such arrangements and regulations (as the case may be) shall have the same effect as if set out in these Byelaws.