

Oxford University Cave Club - Constitution

Draft 3, August 2024: awaiting Proctorial approval

Name & Objects

1. The Club is called the Oxford University Cave Club. The Club's objects are the support, development and promotion of Caving and related activities, in the University of Oxford; and its income and property shall be applied solely to those objects.

Compliance

2. The club and its operations will comply with the following points:
- (a) The Club shall be administered in accordance with the [University's Regulations for the Activities and Conduct of Student Members](#).
 - (b) The activities of the Club will at all times be conducted in accordance with the University's procedures, codes of practice and policies in force from time to time on equality, harassment, freedom of speech and safeguarding (which are available via the University Student Handbook and on the [University's webpages](#)), and the Club's Code of Conduct.
 - (c) The Club shall effect and maintain registration with the British Caving Association (BCA) as long as they remain eligible for such affiliation: purchase any insurance cover which the BCA makes available and make every effort to comply with all the safety procedures which the BCA prescribes or recommends as good practice.
 - (d) The Club shall observe the Club Safety Policy, ensure compliance with the Policy by the members of the Club, and follow an appropriate procedure for Risk Assessment. The Policy, its subsidiary documents, and the procedure for Risk Assessment must be acceptable to and approved by the Sports Safety Officer.
 - (e) Not less than 21 days before any event which is approved or advertised by the Club as an official event of the Club (other than events already included in the approved Club Safety Policy and procedure for risk assessment) the Club shall submit to the Proctors an event plan and risk assessment, together with documentary evidence of appropriate insurance cover. The Club shall observe such conditions as the Proctors may then attach to the running of the event.
 - (f) No member of the Club shall participate in any activity overseas organised by the Club, whether during term-time or vacation, unless the plans for such activity have been notified at least one calendar month in advance of the date of departure from the United Kingdom to the Director of Sport and approved by the Proctors. Each member participating in such activities overseas shall observe any conditions imposed by the Proctors on the recommendation of the Director of Sport, e.g. relating to the deposit of contact addresses, fulfilment of health, safety and insurance requirements,

and stipulation of appropriately competent covers or Senior Members to accompany the trip.

- (g) The Club shall maintain a dedicated website and shall supply details of its web address to the Sports Federation for listing on the University's sports club website. The Club may apply to the University's IT Services to use information technology ('IT') facilities in the name of the Club. Where relevant facilities are allocated by IT Services it is the responsibility of the Club:
- i. to designate a member of the Club entitled to a University email account (as defined by IT Services rules) to act as its IT Officer, whose duties shall include liaising with IT Services about the use of facilities allocated and passing on to the successor in office all records relating to the use of the facilities allocated;
 - ii. to designate one of its members (who may be, but need not necessarily be, the same as its IT Officer) or, exceptionally, a member of Congregation, to act as its principal Webmaster, whose duties shall include maintaining an awareness of the University guidelines on web and social media publishing, and coordinating and regulating access to the web facilities used by the Club;
 - iii. to comply with regulations and guidelines relating to the use of IT facilities published from time to time by IT Services; including IT services guidance and rules about on-line harassment;
 - iv. to ensure that everyone responsible under (I)-(III) is competent to deal with the requirements, where necessary undertaking training under the guidance of IT Services

Membership

3. The members of the Club shall be those who are eligible and apply for membership of the Club, who are admitted to and maintained in membership by the Committee, and who have paid the relevant Club Subscription.
4. In addition to (3) above, membership of the club shall only be open to individuals who recognise that caving and associated activities are activities with a danger of personal injury or death. Members shall be aware of and accept these risks, and agree to be responsible for their own actions and involvement.
5. All student members of the University, and all persons whose names are on the University's Register of Visiting Students, shall be eligible to become members of the Club. A member shall continue to be eligible until given permission to supplicate for a degree, diploma or certificate, regardless of any continuing liability to pay fees to the University.
6. The Committee may also, at its discretion, admit to membership:
 - (a) students registered to read for diplomas and certificates in the University;

- (b) student members of Permanent Private Halls who are not student members of the University;
 - (c) members of Ruskin College and Ripon College, Cuddesdon;
 - (d) members of the Oxford Brookes University, provided that such members shall not constitute more than one-fifth of the total membership; and
 - (e) other persons not falling within paragraph 5 above or paragraphs 6 (a) to (d) above, provided that such members shall not constitute more than one-fifth of the total membership.
7. The Committee may, having specific regard to the Senior Member's advice in relation to the relevant matter, remove a person from membership if removal of such person from membership is deemed to be in the best interests of the Club. An Oxford University student, including any student who has a contract for study with the University, whose membership of the Club is removed under this procedure has a right to ask the Proctors to review the Committee's decision.
8. Failure to pay the subscription, shall, after a warning, cause membership to lapse if the Committee wish it; and the Secretary shall inform the member concerned of that fact.
9. Honorary Life membership may be conferred on any person who has rendered special services to the Club or to caving.

General Meetings

10. There shall be an Annual General Meeting for all members of the Club in Hilary Full Term, convened by the secretary on not less than fourteen days' notice.
11. The Annual General Meeting will:
- (a) receive the annual reports of the Committee for the previous year and the annual accounts of the Club for the previous year, the report of the accounts having been approved by the Committee;
 - (b) receive a report from the Committee on the Club's compliance with paragraph 2 above;
 - (c) receive a report from the Committee on the number of complaints received, if applicable, the category of such complaints (e.g. harassment, funding disputes or service issues), and any Committee recommendations arising from them;
 - (d) elect Members of the Committee in accordance with paragraph 25 below: the Committee's nominations for the Officers and the Senior Member shall be contained in the notice of the Meeting: any alternative nominations must be seconded and have the consent of the nominee, and must be received in writing by the Secretary not less

than seven days before the date of the Meeting: nominations for other Committee Members may be taken from the floor of the meeting. Honorary Members will not be entitled to vote in this election.

- (e) consider any motions of which due notice has been given, and any other relevant business.
12. A General Meeting shall be called by the Committee once in each of Michaelmas and Trinity Terms.
 13. An Extraordinary General Meeting may be called in any Full Term; by the President, the Chair, the Secretary or the Treasurer on not less than seven days' notice; or on a written requisition by seven or more members, stating the reason for which the meeting is to be called, and delivered to the Secretary not less than fourteen days before the date of the Meeting. An Extraordinary General Meeting may consider only the matters for which it has been called.
 14. Prior to all General Meetings, notice of the agenda shall be sent out with notice of the Meeting.
 15. The quorum for a General Meeting shall be eight members present in person or by proxy, of whom three must be members of the Committee. When any financial business is to be transacted, there must be present the Treasurer, or a member of the Committee deputed by the Treasurer to represent his or her views to the Meeting (provided that where it is a case of a deputy, the only financial business transacted shall be that which was set out in the agenda accompanying the notice of the Meeting).
 16. Voting at a General Meeting shall be only by those present; however, the Chair of the Meeting may at his / her discretion, admit proxy votes from members not able to be present for good reason. Elections and Motions put before a General Meeting shall be decided by a simple majority of those voting, except as noted in paragraphs 29 (changes to Constitution) and 33 (dissolution of Club), where a 2/3rds majority is required. In the event of a tied vote, the Chair of the Meeting has the casting vote.

The Committee

17. The affairs of the Club shall be administrated by a Committee consisting of not more than twelve persons, which shall determine the subscriptions payable by the members of the Club, and have ultimate responsibility for the activities of the Club. Members of the University shall at all times make up the majority of the members of the Committee. The Committee shall consider the diversity of the Club and the benefits of increased representation for minority groups in its operations, including in the structuring of the Committee. The Committee shall have control of the funds and property of

the Club, and of its administration.

18. No member of the Committee (or the Club) shall enter into or purport to enter into any arrangement, contract or transaction on behalf of the Club with a value exceeding £1,000 unless the Committee has resolved to approve the relevant arrangement, contract or transaction at a Committee meeting.
19. The quorum for a Committee meeting shall be four Committee members present in person. When any financial business of the Club is to be transacted there must be present the Treasurer, or a member of the Committee deputed by the Treasurer to represent his / her views to the Meeting.
20. The Committee shall be made up of the President, the Secretary, the Treasurer (together, the "Office Holders"; and their offices are referred to as "the Offices"), the Senior Member, the Meets Secretary, the Equipment Officer, the Safety Representative, and up to five other persons. The President, the Secretary and the Treasurer shall each be either a member of the Club whose eligibility stems from paragraphs 5, 6(a), 6(b) or 6(c) above, or (with approval from the Proctors) a member of Congregation. If his or her eligibility stems from , 6(a), 6(b) or 6(c) above, on election to office he or she must undertake to abide by the Proctors Memorandum and to accept the authority of the Proctors on Club matters.
21. The President shall have the right to preside at all meetings of the members of the Club and at all meetings of the Committee. Should the President be absent, or decline to take the chair, the Committee shall elect another member of the Committee to chair the meeting.
22. The Secretary shall:
 - a) maintain a register of the members of the Club, which shall be available for inspection by the Proctors and the Sports Federation on request;
 - b) give notice of meetings of the members and the Committee;
 - c) draw up the agendas for and minutes of those meetings;
 - d) notify the Proctors (through the Sports Federation) promptly following the appointment and resignation or removal of committee members;
 - e) take responsibility for the operation and updating of a suitable club webpage displaying (as a minimum) current club contacts, the Club Constitution, and the Club Safety Policy, the Club Complaints Procedure, the Club Code of Conduct and procedure for Risk Assessment, approved from time to time by the Sports Safety Officer under paragraph 2(e) above;
 - f) provide the Sports Federation with full details of any insurance cover purchased from or through a national governing body or otherwise pursuant to paragraph 2(c) above; and
 - g) inform the Proctors through the Sports Federation if the Club ceases to operate, or is to be dissolved, and in doing so present a final statement of accounts (the format of which the Sports Federation may prescribe).

23. The Treasurer shall:
- a) keep proper records of the Club's financial transactions in accordance with current accepted accounting rules and practices;
 - b) develop and implement control procedures to minimise the risk of financial exposure, such procedures to be reviewed annually by the Sports Federation;
 - c) ensure that bills are paid and cash is banked in accordance with the procedures developed under (b);
 - d) prepare an annual budget for the Club and regularly inform the Committee of progress against that budget;
 - e) ensure that all statutory returns are made including VAT, income tax and corporation tax if appropriate;
 - f) seek advice as necessary on tax matters from the University's Finance Division;
 - g) develop and maintain a manual of written procedures for all aspects of the Treasurer's responsibilities;
 - h) make all records, procedures and accounts available on request to the Senior Member, the Proctors and the Sports Federation;
 - i) forward to the Proctors (through the Sports Federation) by the end of the second week of each Full Term in the Club's first year of operation (1 August to 31 July) a copy of the accounts for the preceding term (the format of which the Proctors may prescribe) signed by the Senior Member, for retention on the Proctors' files; and after the first year of operation forward a copy of the signed annual accounts to 31 July as soon as possible after the year end (and in any event no later than 1 month following the year-end); and
 - j) if the Club has a turnover in excess of £50,000 in the preceding year, or if owing to a change in the nature or scale of its activities, it may confidently be expected to have such a turnover in the current year, submit its accounts (the format of which the Proctors may prescribe) for independent professional inspection and report by a reporting accountant approved in advance by the Proctors. Accounts are to be ready for inspection within a month after the year end and the costs of the inspection and report shall be borne by the Club. If requested by the reporting accountant, the Club shall submit accounts and related material as a basis for a review of accounting procedures, the cost likewise to be borne by the Club.

23. The Senior Member shall:
- a) keep abreast of the actions and activities of the Club;
 - b) provide information relating to the Club to the Proctors on request;
 - c) seek to settle any preliminary disputes between the Committee and the members;
 - d) support the Club's welfare officer in their role to seek to prevent incidents of harassment and support those involved in such incidents;
 - e) following paragraph 22(i) above, consider whether the accounts of the Club are in order and, if so, sign them;

- f) ensure that adequate advice and assistance is available to the Secretary and the Treasurer in the performance of their responsibilities under paragraphs 22 and 23 above; and
- g) be available to represent and speak for the Club in the public forum, and before the University authorities.

24. The roles of other members of the Committee shall be as defined in the Club's Standing Orders.

25. The members of the Committee shall be elected by the members of the Club annually, and shall be eligible for re-election. The members of the Club shall not appoint several individuals to hold any of the Offices jointly, however individuals may hold more than one Office at a time if so decided by a General Meeting. Office Holders are eligible for re-election to their current Office. The members of the Club shall appoint a Member of Congregation as the Senior Member when electing other members of the Committee each year. The Senior Member shall be a member of the Committee *ex officio*.

26. If vacancies occur amongst the members of the Committee during the period between the annual elections to Offices, the Committee shall have the power of filling the vacancy or vacancies up to the next Annual General Meeting by co-option.

27. Each Office Holder must, on relinquishing his or her appointment, promptly hand to his or her successor in Office (or to another member of the Club nominated by the Committee) all official documents and records belonging to the Club, together with (on request from the Committee) any other property of the Club which may be in his or her possession; and must complete any requirements to transfer authority relating to control of the Clubs bank accounts, building society accounts, or other financial affairs.

28. Without derogating from its primary responsibility, the Committee may delegate its functions to finance and general purposes to subcommittees, which are made up exclusively of members of the Committee.

29. The Committee shall have the power to make regulations, in accordance with this Constitution, and to settle any disputed points not otherwise provided for in this Constitution. Any alteration to this Constitution shall require the approving vote of two-thirds of those present in person or by proxy at a General Meeting.

30. No member of the Committee shall be removed from office except by a majority vote of a disciplinary committee of three members of the Club who are not members of the Committee appointed by the Senior Member for that purpose and acting in consultation with the Senior Member (or the Proctors if the member of the Committee to be removed is the Senior Member or if the Senior Member is otherwise conflicted).

Indemnity

31. So far as may be permitted by law, every member of the Committee and every officer of the Club, including members of any disciplinary committee established under paragraph 30, (each a “relevant officer”) shall be entitled to be indemnified out of the Club’s assets against all costs, charges, losses, expenses and liabilities incurred by the relevant officer in the execution or discharge of duties as a relevant officer or the exercise of powers as a relevant officer, or otherwise properly in relation to or in connection with the relevant officer’s duties as a relevant officer. This indemnity extends to any liability incurred by a relevant officer in defending any proceedings, civil or criminal, which relate to anything done or omitted or alleged to have been done or omitted by the relevant officer as a relevant officer and in which judgement is given in the relevant officer’s favour (or the proceedings are otherwise disposed of without any finding or admission of any material breach of duty on the relevant officer’s part), or in which the relevant officer is acquitted, or in connection with any application under any statute for relief from liability in respect of any such act or omission in which relief is granted to the relevant officer by the Court.

32. So far as may be permitted by law, the Club may purchase and maintain for any member of the Committee or Officer of the Club insurance cover against liability which by virtue or any rule of law may attach to him or her in respect of any negligence, default, breach of duty or breach of trust of which he or she may be guilty in relation to the Club and against all costs charges, losses and expenses and liabilities incurred by him or her and for which or she is entitled to be indemnified by the Club by virtue of paragraph 31.

Dissolution

33. The Club may be dissolved at any time by the approving votes of the two-thirds of those present in person or by proxy at a General Meeting.

34. If at any time the Club ceases to be registered with the Proctors, the Club may also be dissolved (without need for any resolution of the members), by means of not less than thirty days’ notice from the Proctors to the Secretary of the Club.

35. In the event of the Club being dissolved, its assets shall not be distributed amongst the members, but shall be paid to or at the direction of the University for use in support of Caving or other sporting activities consistent as far as possible with the general objects of the Club.

Changes to the Constitution.

36. In accordance with University regulations, if the Club wishes to remain a registered University Club, the Club must seek approval in writing from the Proctors for any changes to this Constitution that deviate from the University’s Standard Sports Club Constitution, as amended from time to time. Such approval will only be

granted in exceptional circumstances.

37. Changes to this Constitution must be ratified at a General Meeting with the approval of two-thirds of present, eligible and voting members. As such the University recommends that the Proctors' approval is sought prior to seeking to change the Constitution at a General Meeting.

Interpretation

38. Any question about the interpretation of this Constitution shall be settled by the Proctors.

39. This Constitution shall be binding on all members of the Club. No regulation, bye-law or policy of the Club shall be inconsistent with, or shall affect or repeal anything contained in, this Constitution.