

OXFORD UNIVERSITY CLUB

CONSTITUTION OF THE AEROBICS AND FITNESS SECTION

NAME AND OBJECTS

1. The Section is called the Oxford University Club Aerobics & Fitness Section. The Section's objects are the support, development, improvement and promotion of health, fitness and life quality/well-being of members in the Oxford University Club and in the University of Oxford; and the income and property of the Section shall be applied solely to those objects.

2. COMPLIANCE

- (a) The Section shall be administered in accordance with the regulations for University clubs which are published from time to time in the Proctors' and Assessor's Memorandum ("the Proctors' Memorandum") and in accordance with the rules of the University Club.
- (b) If there is a national governing body for the sport with which the Section is eligible to register, the Section shall effect and maintain such registration: purchase any insurance cover which the national body makes available (unless the Insurance Section of the University's Central Administration ("the Insurance Section") agrees to or prescribes other arrangements); and make every effort to comply with all safety procedures which the national body prescribes, or recommends as good practice.
- (c) The Section shall ensure that all paid Section administrative and coaching appointments are ratified by the University's Sports Strategy Committee; that all coaches are registered with any relevant national governing body; and that all paid coaches are accredited by such body.
- (d) The Section shall observe the Code of Conduct on Safety Matters which is set out in the Schedule to this Constitution, ensure compliance with the Code by the members of the Section, and follow an appropriate procedure for risk assessment. Both the Code of Conduct and the procedure for risk assessment must be acceptable to the University's Safety Officer. If and for so long as the Club is responsible for organising any competition, the Code of Conduct shall include guidelines and appropriate risk assessments for that competition.
- (e) 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 (through the Sports Sub-Committee of the Oxford University Club, herein after called the Sports Sub-Committee). 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 coaches or trainers to accompany the trip.

MEMBERSHIP

3. The members of the Section shall be those who are eligible and apply for membership of the Section, who are admitted to and maintained in membership by the Committee, and who have paid the relevant Section subscription.
4. All members of the Oxford University Club shall be eligible to become members of the Section.
5. The Committee may also, at its discretion, admit to membership:-
 - (a) Students of Oxford University; and
 - (b) other persons not falling within paragraphs 4, or 5(a) above, provided that non-university club members shall not constitute more than one-fifth of the total membership.
6. The Committee may remove a person from membership for good cause. The person concerned may appeal against such removal to the Sports Sub-Committee.

MEETINGS OF THE MEMBERS

7. There shall be an Annual General Meeting for all the members of the Section in Michaelmas Full Term, convened by the Secretary on not less than fourteen days' notice.
8. The Annual General Meeting will:
 - (a) receive the annual report of the Committee for the previous year and the annual accounts of the Section for the previous year, the report and accounts having been approved by the Committee;
 - (b) receive a report from the Committee on the Section's compliance with paragraph 2 above;
 - (c) elect Members of the Committee in accordance with paragraph 19 below: the Committee's nominations for the Officers 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 the other Committee Members may be taken from the floor of the meeting;
 - (d) consider any motions of which due notice has been given, and any other relevant business.
9. An Extraordinary General Meeting may be called in any Full Term; by the President, 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.

10. Prior to all General Meetings notice of the agenda shall be sent out with the notice of the Meeting.
11. The quorum for a General Meeting shall be ten 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).

THE COMMITTEE

12. The affairs of the Section shall be administered by a Committee consisting or not more than ten persons, which shall determine the subscriptions payable by the members of the Section, and have ultimate responsibility for the activities of the Section. Members of the Oxford University Club shall at all times make up the majority of the members of the Committee. The Committee shall have control of the funds and property of the Section, and of its administration.
13. The quorum for a Committee meeting shall be five members present in person. When any financial business is to be transacted, there must be present either the Treasurer or a member of the Committee deputed by the Treasurer to represent his or her views to the meeting.
14. 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"), and up to 6 other persons. If the President, the Secretary or the Treasurer are not currently members of the University or do not currently fall under the authority of the Proctors' then, on election to office, he or she must sign an undertaking to abide by the Proctors' Memorandum, and to accept the authority of the Proctors on Section matters.
15. The President shall:
 - (a) oversee the general conduct of the club, ensuring that the Section Code of Conduct is followed at all times;
 - (b) have the right to preside at all meetings of the members of the Section 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;
 - (c) ensure that the duties of any committee post that cannot be filled by election or co-optation are carried out either by delegation to a Section or Committee member, or by performing those duties him or herself.
16. The Secretary shall:
 - (a) maintain a register of the members of the Section, which shall be available for inspection by the Proctors or the Sports Sub-Committee on request;
 - (b) give notice of meetings of the members and the Committee;

- (c) draw up the minutes of those meetings;
- (d) notify the Proctors (through the Sports Sub-Committee) promptly following the appointment and resignation or removal of Office Holders and other members of the Committee;
- (e) advise the Proctors promptly (through the Sports Sub-Committee) of any changes in this Constitution;
- (f) provide the Insurance Section with full details of any insurance cover purchased from or through a national governing body pursuant to paragraph 2(b) above;
- (g) inform the Proctors (through the Sports Sub-Committee) if the Section ceases to operate, or is to be dissolved, and in doing so present a final statement of accounts.

17. The Treasurer shall:

- (a) keep proper records of the Section'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 regularly with the University's Internal Audit Section ("Internal Audit");
- (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 Section 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 responsibility;
- (h) make all records, procedures and accounts available on request to the Sports Sub-Committee, the Proctor and Internal Audit;
- (i) forward to the Proctors (through the Sports Sub-Committee) a copy of the annual accounts to 31 July as soon as possible after the year end (and in any event no later than the 1 October following the year end); and
- (j) if the Section has a turnover in excess of £40,000 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, subject its accounts for audit by the University's auditors (or other auditors approved in advance by the Proctors). Accounts are to be ready for audit within four months after the year end and the costs of the audit shall be borne by the Section. If requested by the

auditors, the Section shall submit accounts and related material as a basis for a review of accounting procedures, the cost likewise to be borne by the Section.

18. The Sports Sub-Committee shall:-
 - (a) hear appeals from removal from membership under paragraph 6 above;
 - (b) following paragraph 17(i) above, consider the accounts of the Section and the Chair shall sign them if they are considered to be in order;
 - (c) ensure that adequate advice and assistance is available to the Secretary and the Treasurer in the performance of their responsibilities under paragraphs 16 and 17 above; and
 - (d) be available to represent and speak for the Section in the public forum, and before the Courts of the University and the University authorities.
19. The members of the Committee shall be elected by the members of the Section annually, and shall be eligible for re-election. The members of the Section shall not appoint several individuals jointly to hold any of the Offices, nor allow any individual to hold more than one Office at a time. The Chair of the Sports Sub-Committee shall be a member of the Committee *ex officio*.
20. If during the period between the annual elections to offices any vacancies occur amongst the members of Committee, the Committee shall have the power of filling the vacancy or vacancies up to the next Annual General Meeting by co-optation.
21. 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 Section nominated by the Committee) all official documents and records belonging to the Section, together with (on request from the Committee) any other property of the Section which may be in his or her possession; and must complete any requirements to transfer authority relating to control of the Section's bank accounts, building society accounts, or other financial affairs.
22. Without derogating from its primary responsibility, the Committee may delegate its functions to finance and general purposes and other subcommittees which are made up exclusively of members of the Committee.
23. The Committee shall have power to make regulations and by-laws, 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.
24. No member of the Committee shall be removed from office except by the approving votes of two-thirds of those present in person or by proxy at a General Meeting.

INDEMNITY

25. So far as may be permitted by law, every member of the Committee and every officer of the Section shall be entitled to be indemnified by the Section against all costs, charges, losses, expenses and liabilities incurred by him or her in the execution or

discharge of his or her duties or the exercise of his or her powers, or otherwise properly in relation to or in connection with his or her duties. This indemnity extends to any liability incurred by him or her in defending any proceedings, civil or criminal, which relate to anything done or omitted or alleged to have been done or omitted by him or her as a member of the Committee or officer of the Section and in which judgement is given in his or her favour (or the proceedings are otherwise disposed of without any finding or admission of any material breach of duty on his or her part), or in which he or she 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 him or her by the Court.

26. So far as may be permitted by law, the Section may purchase and maintain for any member of the Committee or officer of the Section insurance cover against any liability which by virtue of 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 Section and against all costs, charges, losses and expenses and liabilities incurred by him or her and for which he or she is entitled to be indemnified by the Section by virtue of paragraph 25.

DISSOLUTION

27. The Section may be dissolved at any time by the approving votes of two-thirds of those present in person or by proxy at a General Meeting. The Section may also be dissolved (without the need for any resolution of the members) by means of not less than thirty days notice from the Proctors to the Secretary of the Section if at any time the Section ceases to be registered with the Proctors.
28. In the event of the Section being dissolved, its assets shall not be distributed amongst the members, but shall be paid to or at the direction of the Oxford University Club for use in support of University aerobics and work-out classes or other sporting activities within the Oxford University Club.

INTERPRETATION

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

SCHEDULE

Code of Conduct on Safety Matters

WD15-013