

OXFORD EXPLORATION CLUB

CONSTITUTION

A. NAME, OBJECTIVES AND AIMS

1. The Club is called the Oxford University Exploration Club when registered with the Proctors after two consecutive terms, and the Oxford Exploration Club in the eventuality that it is not. Here, it is referred to as “the Club”.
 2. The Club’s objective is to improve our understanding of the world, natural and cultural, through overseas exploration led by members of the University of Oxford.
 3. To this end, the Club’s aims shall include: (i) the encouragement and support of overseas exploration by members of the University of Oxford on approved Oxford University Expeditions, (ii) informing, inspiring and encouraging members of the University of Oxford to appreciate and participate in overseas (outside the United-Kingdom) exploration, (iii) encouraging and disseminating best practice in responsible expedition planning and preparation, *and* (iv) the responsible stewardship of historical, geographic and scientific knowledge gathered by Oxford University expeditions for the benefit of present and future members of the University and the wider academic community.
 4. The income and property of the Club shall be applied solely to the support, development, improvement and promotion of overseas exploration and to the dissemination of the results of Oxford University Expeditions, as specified above.
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B. COMPLIANCE

5. The Club shall be administered in accordance with the regulations for University clubs, which are published in the Proctors’ and Assessor’s Memorandum (“the Proctors’ Memorandum”).
6. The activities of the Club will at all times be conducted in accordance with the following University policies and codes of practice: Integrated Equality Policy, Code of Practice on Harassment and Bullying, and Code of Practice on Freedom of Speech.

7. The Club shall maintain its membership of the Royal Geographical Society (with the Institute of British Geographers) ('the RGS'), and make every effort to conform by the rules and recommendations of that organization. The Club shall establish and maintain contacts with sister organizations at other universities.
8. Approved University Expeditions, supported by the University and the Club, shall observe such proper safety procedures as are appropriate for the nature, duration, and destination of the Expedition. The Club will ensure compliance with any requirements imposed by the University on individual University Expeditions undertaken by members of the Club, and will ensure that Expeditions follow a procedure for risk assessment that is acceptable to the Proctors.
9. All approved University Expeditions supported by the University and the Club shall both in the United Kingdom and while overseas observe any conditions imposed by the Proctors, by the Expeditions Council, by any other University body, or by (when overseas) the British Embassy or High Commission in the appropriate nation. In particular, all Expeditions must nominate a Home Agent who shall be a member of Congregation resident in Oxford for the duration of the Expedition. Contact addresses and evidence of fulfilment of health, safety and insurance requirements, must be deposited by the Expedition with the Home Agent prior to the Expedition leaving the United Kingdom.
10. If there is a national governing body for the Club's activities with which the Club is eligible to register, the Club 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.
11. The Club 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 Club, 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.
12. 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 University Marshal. Each member participating in such activities overseas shall observe any conditions imposed by the Proctors on the recommendation of the University Marshal, e.g. relating to the deposit of contact addresses, fulfilment of health, safety and insurance requirements, and stipulation of Senior Members to accompany the trip.
13. The Club may apply to Oxford University Computing Services ('OUCS') to use information technology ('IT') facilities in the name of the Club. Where relevant facilities are allocated by OUCS it is the responsibility of the Club:

- (i) to designate a member of the Club entitled to a University e-mail account (as defined by OUCS rules) to act as its IT Officer, whose duties shall include liaising with OUCS about the use of facilities allocated and passing on to his or her 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 for Web Information Providers and co-ordinating and regulating access to the web facilities use by the Club;
 - (iii) to comply with regulations and guidelines relating to the use of IT facilities published by OUCS;
 - (iv) to ensure that everyone responsible under (i)-(iii) is competent to deal with the requirements, where necessary undertaking training under the guidance of OUCS.
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C. MEMBERSHIP

- 14. 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. They shall be entitled to go on University Expeditions, to receive the termcard free of charge, to attend those meetings for which a charge is made either at a reduced price or at no cost, and to receive help, advice and support on matters pertaining to the object of the Club from any member of the Committee.
- 15. All resident junior 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 junior member is a matriculated member of a College or Hall who is reading and registered for a recognized degree, diploma or certificate. A member is resident if during term the member satisfies the requirement for residence laid down by the University. A member shall continue to be eligible until he or she is given permission to supplicate for his or her degree, diploma or certificate, regardless of whether or not he or she continues to be liable to pay fees to the University.
- 16. The Committee may also, at its discretion, admit to membership:

- (a) members of Congregation and research staff working in and for the University of Oxford;
- (b) members of Ruskin College; Ripon College, Cuddesdon and the Oxford Institute of Legal Practice;
- (c) members of the Westminster Institute of Oxford Brookes University who are registered to read for degrees or other qualifications validated by the University of Oxford; and
- (d) other persons not falling within paragraphs 15, 16(a), 16(b) or 16(c) above provided that non-university members shall not constitute more than one-fifth of the total membership.

17. The Committee may conclude reciprocal membership arrangements with other Oxford University Clubs (*e.g.* the Oxford University Caving Club). In such arrangements, members of the other organization may receive the benefits of membership of the Club, save that they are not entitled to a free termcard, may not speak or vote at General Meetings, and may neither stand nor be co-opted for Committee posts, unless they are also members of the Club itself.
18. The Committee may remove a person from membership for good cause. The person concerned may appeal against such removal to the Senior Member.

D. MEETINGS OF THE MEMBERS

19. There shall be an Annual General Meeting for all the members of the Club in Hilary Full Term, convened by the Secretary on not less than fourteen days' notice.
20. The Annual General Meeting will:
 - (a) receive the annual report of the Committee for the previous year and the annual accounts of the Club for the previous year, the report and accounts having been approved by the Committee;
 - (b) receive a report from the Committee on the Club's compliance with paragraph 5 above;
 - (c) elect Members of the Committee in accordance with paragraph 24 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 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.
 - 21. 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.
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E. THE COMMITTEE

- 22. The affairs of the Club shall be administered 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 have control of the funds and property of the Club, and of its administration.
- 23. The quorum for a Committee meeting shall be three 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.
- 24. The Committee shall be made up of the President, the Secretary, the Treasurer, the Senior Member, and the Medical Officer (together, the 'Office Holders'; their offices are referred to as 'the Offices'), and up to seven other persons, who may include an Expeditions Advisor, a Social Secretary, a Speaker Secretary, an Annual Dinner Organiser, a Webmaster, a Development Officer, and an Archivist, or any individuals performing such functions as the Committee requires. In the interval between the election of Officers and the assumption of Offices by the newly elected Officers, such individuals shall attend Committee meetings as Officers-elect. The President, the Secretary and the Treasurer shall each be either a member of the Club, whose eligibility stems from paragraphs 16(a), 16(b) or 16(c) above, or (with the approval of the Proctors) a member of Congregation. If his or her eligibility stems from paragraphs 16(a) to 16(c) above, 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 Club matters.
- 25. 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.

26. The **President** shall:

- (a) be responsible for the overall co-ordination and direction of the Club and ensure the effective discharge of its functions and activities by other members of the Committee;
- (b) liaise with individuals and bodies external to the University, such as speakers and the RGS;
- (c) arrange a venue for the Club's speaker meetings and other events, excepting only Committee meetings;
- (d) plan and organize each term's programme of events and speaker meetings, and forward details of such planned meetings to the Secretary before the beginning of each Full Term, for the preparation and publication of a termcard;
- (e) be empowered to delegate any responsibilities to other members of the Committee, without derogating from his primary responsibility for these areas.

27. The **Secretary** shall:

- (a) maintain a register of the members of the Club, which shall be available for inspection by the Proctors on request;
- (b) give notice of meetings of the members and the Committee;
- (c) draw up the agenda for and the minutes of those meetings (available to the committee and the Proctors);
- (d) notify the Proctors promptly following the appointment and resignation or removal of Office Holders and other members of the Committee;
- (e) advise the Proctors promptly of any changes in this Constitution;
- (f) notify the Proctors not later than the end of the second week of every Full Term of the programme of meetings which has been arranged for that term (*e.g.* by providing them a copy of the term card);
- (g) inform the Proctors 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 Proctors may prescribe).

28. 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 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 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 Internal Audit;

(i) forward to the Proctors by the end of the second week of each Full Term 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*

(j) if the Club has a turnover in excess of £15,000 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 four months of the end of the Club's financial year 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.

29. The **Senior Member** shall:

(a) hear appeals from removal from membership under paragraph 6 above;

(b) following paragraph 17(i) above, consider the accounts of the Club and sign them if he or she considers them 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 27 and 28 above; *and*

(d) be available to represent and speak for the Club in the public forum, and before the Courts of the University and the University authorities.

30. The **Medical Officer** shall:

(a) establish and maintain contact with the medical officers of each approved Expedition to ensure that their approaches to the University are co-ordinated and that the medical training to be pursued by each Expedition is adequate for the fulfilment of the University's requirements;

(b) Organize, in liaison with the University's own health services, for such aspects of medical training and preparation for Expeditions as may be administered within the University.

(c) Arrange, in consultation with the Treasurer of the Club and the medical officers of each approved Expedition, for the bulk purchase of medical equipment such as bandages and antiseptics so as to reduce the unit cost of such items to individual Expeditions.

(d) Require the medical officers of each approved Expedition, on the return of the Expedition, to complete a form detailing any medical incidents they dealt with and how. The Medical Officer will compile a report based on these returns, and copies will be deposited in the archives of the Club and circulated to expedition advisor, the Expeditions Council, the Royal Geographical Society, and any other interested parties.

(e) Security and safety store any unused medical supplies donated by returning expeditions, for use by future expeditions.

31. The members of the Committee shall be elected by the members of the Club annually, and shall be eligible for re-election. If there are no nominees for a position, the members of the outgoing committee may co-opt (with the consent of those to be co-opted) members of the Club to fill vacant posts. Newly elected

Officers and other committee members, with the exception of the President-elect, shall assume their Offices at the end of the term in which they were elected. The President-elect shall assume the Chairmanship at the end of the term after that in which he/she was elected. The members of the Club 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. When electing other members of the Committee each year, the members of the Club shall also appoint a member of Congregation as the Senior Member, and he or she will then be a member of the Committee *ex officio*. The Senior Member shall normally work in one of the academic departments of the Mathematical, Physical, and Life Sciences Division of the University, or in the University Museum of Natural History. If during the period between the annual elections to offices, any vacancies occur amongst the members of Committee, the Committee shall have the power to fill the vacancy or vacancies up to the next Annual General Meeting by co-optation.

32. 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 Club's bank accounts, building society accounts, or other financial affairs. Furthermore, Office Holders must give adequate training or information to their successors to enable them to understand and carry out their duties effectively.
33. 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.
34. The Committee shall have power to make regulations and by-laws in order to implement the paragraphs of 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.
35. Where constitutional changes are made by unanimous decision of the Committee, they shall be notified by the Secretary to all members of the Club, and if three or more members of the Club object in writing (on paper) to the Secretary within fourteen days, he shall be obliged to call an Extraordinary General Meeting, where the approving vote of two-thirds of those present in person or by proxy will be required to confirm the changes previously approved solely by the unanimity of the Committee.
36. 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.

F. PUBLICATIONS

37. As part of the Club's remit to ensure the widest dissemination of the results of research by University Expeditions, the Committee may from time to time appoint a subcommittee to look into the costs, practicalities, and administrative necessities for the publication of another volume or series of the Bulletin of the Oxford Exploration Club (the 'Bulletin'). This subcommittee will be known as the Bulletin Subcommittee.
38. The members of the Bulletin Subcommittee will be the Treasurer and Secretary *ex officio* (the Secretary shall act as secretary of the Bulletin Subcommittee), the Senior Member, the Archivist, and such other individuals as the Committee wishes to appoint. Members of the Bulletin Subcommittee must be members of the Committee.
39. The Bulletin Subcommittee shall report within one term of its appointments on the likely costs of producing another volume or series of the Bulletin and shall outline the steps to be taken to obtain Proctorial approval. They shall also provide a recommendation to the Committee as to whether or not to proceed with such publication.
40. If the Committee decides to proceed, the Bulletin Subcommittee shall advertise in the University for an Editor to manage the production of the Bulletin, shall interview candidates and appoint an Editor. The Bulletin Subcommittee will supervise the Editor to ensure the timely completion of the Bulletin, and will arrange for its publication and dissemination.

G. INDEMNITY

41. So far as may be permitted by law, every member of the Committee and every officer of the Club shall be entitled to be indemnified by the Club 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 Club, 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.

42. 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 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 Club 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 Club by virtue of paragraph 38.

H. DISSOLUTION

43. The Club 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 Club 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 Club if at any time the Club ceases to be registered with the Proctors, provided only that adequate opportunity has been given for Officers to address any concerns the Proctors regard as sufficient grounds for dissolution.
44. 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.

I. INTERPRETATION

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

J. SCHEDULE

Code of Conduct on Safety Matters