



# OXFORD UNIVERSITY YACHT CLUB

## OXFORD UNIVERSITY YACHT CLUB CONSTITUTION

### 1. NAME AND OBJECTS

- a) The Club is called the Oxford University Yacht Club. This is a federal name which incorporates the following groups: the Team Racing Squad, the Yacht Racing Squad, the Social Sailing Group and the Yacht Cruising Group. From these the university sailing teams will be selected.
- b) The Club's objects are to promote interest in sailing, in all its branches, among present and past members of Oxford University, and the income shall be applied solely to those objects.
- c) The Club burgee shall be blue, with a white St. George's Cross, and the University Arms at the centre.

### 2. COMPLIANCE

- a) The Club 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"). At the time of the adoption of this Constitution the Club is designated by the Proctors as an established sport. On issues surrounding both the granting of that status and the issuing of Blues, the Club will also abide by the regulations of the relevant Blues Committee of the University's Sports Federation.
- b) The activities of the Club will at all times be conducted in accordance with the University procedures, codes of practice and policies in force from time to time on equality, harassment, freedom of speech and safeguarding (which are available to download via the University Student Handbook on the University's webpages).
- c) The Club shall effect and maintain registration with the Royal Yachting Association (RYA); purchase any insurance cover that the RYA 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.
- d) The Club shall maintain registration with British Universities & Colleges Sport (BUCS); follow the racing rules and procedures set out by BUCS; and make every effort to comply with any guidance on safety matters.
- e) The Club shall ensure that all paid Club 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.
- f) 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 the appropriate risk assessment procedures which shall be reviewed or updated annual in line with Sports Federation guidelines. Both the Code of Conduct and the procedure for risk assessment must be



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acceptable to the Sports Safety Officer (“the Safety Officer”). If and for so long as the Club is responsible for organising an inter-college competition, the Code of Conduct shall include guidelines and appropriate risk assessments for that competition

g) Not less than 21 days before any event or competition which is approved or advertised by the Club as an official event of the Club (other than events already included in the approved Code of Conduct of Safety Matters 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.

h) 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. 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, trainers or Senior Members to accompany the trip.

I) The Club shall maintain a dedicated website and shall supply details of its web address to the Proctors for listing on the University’s clubs and societies webpage. 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 e mail account (as defined by the IT 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 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 guidelines for web and social media publishing that the University may provide from time to time, and co ordinating 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 (the “IT Rules” (<http://www.it.ox.ac.uk/rules>)) (including those guidelines relating to the operation of electronic mailing lists);
- (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.



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## 3. MEMBERSHIP

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. **ORDINARY MEMBERS:** 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 Ordinary Members of the Club. 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.
5. **LIFE MEMBERS:** Past members of the University, and present members of the University who are either non-resident or, having graduated, cease to take part in the activities of the Club organised specifically for its Ordinary Members, may become Life Members.
6. **ASSOCIATE MEMBERS:** The Committee may also, at its discretion, admit to Associate 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; Ripon College, Cuddesdon and the Oxford Institute of Legal Practice;
  - (d) 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
  - (e) other persons not falling within paragraph 4 above or paragraphs 6 (a) to (d), provided that such members shall not constitute more than one-fifth of the total membership.
7. **HONORARY MEMBERSHIP:** The Senior Committee shall have power to elect Honorary Members, who need not be past or present members of the University. Honorary Members shall enjoy all the privileges of the club, except that of voting at General Meetings.
  - a) The Committee may remove a person from membership for good cause. The person concerned may appeal against such removal to the Senior Committee.
  - b) If the Club's objects relate directly to a protected characteristic as defined in Section 4 of the Equality Act 2010, the Club may be entitled to restrict



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membership to members sharing that protected characteristic, provided that the Proctors shall first approve any such restriction.

### **MEETINGS OF THE MEMBERS**

8. **ANNUAL GENERAL MEETING:** There shall be an Annual General Meeting for all the members of the Club in Hilary Full Term, convened by the Vice Commodore on not less than three weeks' written (postal or e-mail) notice to all Club members.
  - (a) The President shall preside at such a meeting. In the absence of the President, the Commodore shall preside, and, if neither of these officers is present, the Senior Vice President shall preside.
  - (b) The Annual General Meeting will:
    - (i) receive the annual report of the Junior 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 Junior & Senior Committees;
    - (ii) receive a report from the Junior Committee on the Club's compliance with paragraph 2. above;
    - (iii) elect Members of the Senior Committee in accordance with paragraph 18. below: the Committee's nominations for the President, Commodore and 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 Vice Commodore not less than seven days before the date of the Meeting: nominations for the other Senior Committee Members (and those above for whom no nominations have been received) may be taken from the floor of the meeting;
    - (iv) consider any motions of which due notice has been given, and any other relevant business; resolutions affecting Life Members and the general welfare of the Club must always be considered by this meeting.
9. **ANNUAL ORDINARY MEMBERS' MEETING:** There will be an Annual Meeting for Ordinary and Associate Members of the Club in Trinity Full Term, convened by the Vice Commodore on not less than fourteen days' written (postal or e-mail) notice to all Ordinary and Associate Members.
  - (a) The Vice Commodore shall preside at such a meeting. In the absence of the Vice Commodore, one of the Rear Commodores shall preside.
  - (b) The Annual Ordinary Members' Meeting will:
    - (i) elect the Junior Committee (except Captains, see CAPTAINS) in accordance with paragraph 16. below: the Committee's nominations for Vice Commodore and the Rear Commodores 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 Vice Commodore not less than seven days before the date of the Meeting: nominations for the other Junior Committee Members (and Vice Commodore and Rear Commodores, if no



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nominations have been received) may be taken from the floor of the meeting;

- (ii) consider any motions of which due notice has been given, and any other relevant business; resolutions affecting Life Members and the general welfare of the Club must also be considered by the Annual General Meeting.

**10. EXTRAORDINARY GENERAL MEETING:** An Extraordinary General Meeting may be called in any Full Term; by the Vice Commodore or either Rear Commodore 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 Vice Commodore not less than fourteen days before the date of the Meeting.

- a) Prior to all General Meetings notice of the agenda shall be sent out with the written (postal or e-mail) notice of the Meeting to all relevant members.
- b) The quorum for a General Meeting shall be ten members present in person or by proxy, of whom three must be members of the Junior Committee.
- c) When any financial business is to be transacted there must be present the appropriate Treasurer, or a member of the Committee deputed by the appropriate 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).

### **11. THE COMMITTEES**

The affairs of the Club shall be overseen by two Committees: the Junior Committee and the Senior Committee.

**12. JUNIOR COMMITTEE:** The Junior Committee executive, consisting of not more than ten persons, shall determine the subscriptions payable by the Ordinary and Associate 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 Junior Committee. The Junior Committee shall have control of the funds of the Club and of its administration and shall be responsible for appointing members to appointed positions (Web Bosun, Health and Safety Officers, etc.) as required.

- a) The quorum for a Junior Committee meeting shall be six members present in person, with at least three from the dinghy and three from the yachting side of the club. When any financial business is to be transacted, there must be present either the appropriate Treasurer or a member of the Committee deputed by the appropriate Treasurer to represent his or her views to the meeting. All Junior Committee meetings shall produce minutes which will be made available to all members through the club website.



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- (b) The Junior Committee executive shall be made up of the Vice Commodore, Rear Commodore Dinghy, Rear Commodore Yachting, Dinghy Treasurer, Yachting Treasurer (together, the “Office Holders”); and their offices are referred to as “the Offices”), Membership Secretary, Dinghy Captain, Captain of Yachting, the Senior Member and up to two other members.
  - c) Under the Sports Federation Guidelines the Vice-Commodore shall act as “President” and the Rear-Commodores as “Secretaries”. Each year one of the Dinghy or Yachting Committee will have their Rear-Commodore as “OUYC secretary” and their Treasurer as “co-treasurer”, and the other have their RC as “co-secretary” and their treasurer as “OUYC treasurer”. This state of affairs shall switch annually.
  - (c) The Vice Commodore and Treasurers shall all be either members of the Club whose eligibility stems from paragraph 4. above or paragraphs 6.(a) - (d) above, or (with the approval of the Proctors) members of Congregation. If his or her eligibility stems from paragraphs 6.(a) - (d) 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.
  - (d) The Vice Commodore shall have the right to preside at all meetings of the Junior Committee. Should the Vice Commodore be absent, or decline to take the chair, the Committee shall elect another member of the Committee to chair the meeting.
13. DINGHY AND YACHTING COMMITTEES: Members of the Junior Committee, together with other Ordinary or Associate Members, who are elected annually at the Annual Ordinary Members’ Meeting, shall form the Dinghy and Yachting Committees to administer their appropriate sides of the Club:
- (a) DINGHY COMMITTEE: The Dinghy Committee will consist of the Vice Commodore, Rear Commodore Dinghy, Dinghy Captain, Dinghy Treasurer and up to 6 other members whose functions may include: Women’s Captain, Events Secretary, Social Sailing Secretary, Bosun, Social Secretaries;
  - (b) YACHTING COMMITTEE: The Yachting Committee will consist of the Vice Commodore, Rear Commodore Yachting, Captain of Yachting, Yachting Treasurer and up to six other members whose functions may include: Social Secretary, Cruising Secretary, Training Secretary,
  - (c) The appropriate Rear Commodore shall have the right to preside at all meetings of the Dinghy or Yachting Committees. Should the Rear Commodore be absent, or decline to take the chair, the Committee shall elect another member of the Committee to chair the meeting. Sub-committee meetings shall produce minutes and every effort should be made to send them to the Vice-Commodore within seven days.
  - (d) Any significant matters concerning finances, subscriptions and changes to the format or structure of the Club proposed by the Dinghy or Yachting





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Committees must be taken either to the Junior or Senior Committees (or both) for approval before being introduced.

14. SENIOR COMMITTEE: The Senior Committee shall determine the subscriptions payable by the Life Members, maintain and have control of the funds in the Life Member Boat Fund, have control of the properties of the club and provide guidance to the Junior Committee.
  - (a) The quorum for a Senior Committee meeting shall be three members present in person. When any financial business is to be transacted, there must be present either the appropriate Treasurer or a member of the Committee deputed by the appropriate Treasurer to represent his or her views to the meeting.
  - (b) The Senior Committee shall be made up of the President, Commodore, up to six Vice Presidents, Senior Treasurer, Life Membership Secretary, Senior Member, together with representatives of the Junior Committee (typically the Vice Commodore, Rear Commodore Dinghy, Rear Commodore Yachting, Dinghy Treasurer and Yachting Treasurer, but including others as required). The President, Commodore and Vice Presidents shall all be members of the Club whose eligibility stems from paragraphs 5. or 7. above.
  - (c) The Commodore shall have the right to preside at all meetings of the Senior Committee. Should the Commodore be absent, or decline to take the chair, the Committee shall elect another member of the Committee to chair the meeting.
15. The members of the Junior and Senior Committees 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 jointly to hold any of the Offices, nor allow any individual to hold more than one Office at a time (except with permission of the Senior Committee). If two individuals are permitted to hold one office they will continue to count as one vote. The members of the Club shall appoint a member of Congregation as the Senior Member when electing other members of the Senior Committee each year. The Senior Member shall be a member of the Senior and Junior Committees ex officio.
16. If, during the period between the annual elections to the committees, any vacancies occur amongst the members of Committee, the Committee shall have the power of filling the vacancy or vacancies up to the next elections by co-optation.
17. 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. Each Office Holder must maintain and update, to the best of their knowledge, a "handover" document outlining the requirements of the role, advice, any problems and/or solutions encountered during their term for their successor.



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18. The Senior and Junior Committees 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 details of the alteration to be discussed with the Senior Committee and the approval of two-thirds of those present in person or by proxy at a General Meeting, providing the alterations were circulated with the notice of that meeting in the appropriate time frame (see paragraphs 8., 9. and 10.).
19. No member of the Senior or Junior Committees 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.

### **RESPONSIBILITIES**

20. The Vice Commodore shall:
  - (a) Oversee the running of the Club in accordance with this constitution, giving equal importance to each side of the club.
  - (b) represent the wishes of the Junior Committee to the Senior Committee;
  - (c) give notice of meetings of the Members and the Junior Committee and draw up agenda for and minutes of those meetings;
  - (d) notify the Sports Federation promptly following the appointment and resignation or removal of Office Holders and other members of the Committee;
  - (e) advise the Sports Federation promptly of any changes in this Constitution;
  - (g) take responsibility (with the assistance of the Web Bosun) for the operation and updating of a suitable club web-page displaying (at a minimum) current club contacts, the constitution, and the Code of Conduct on Safety Matters and procedure for risk assessment approved annually by the Safety Officer under paragraph 2.(e) above;
  - (h) provide the Insurance Section with full details of any insurance cover purchased from or through a national governing body pursuant to paragraph 2.(c) above;
  - (i) inform 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);
  - (j) ensure that the Club is adequately represented at all Sports Federation meetings that it is required to attend;
  - (k) make arrangements for recruitment events at the beginning of the year, including but not limited to organising an Oxford Student Union (SU) Freshers Fair stall & Club Welcome drinks;
  - (l) and ensure that the Club magazine is produced and distributed annually.
21. The Senior Treasurer shall for the accounts he/she controls:
  - (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





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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 21.(b);

(d) review the annual budgets prepared by the Dinghy & Yachting Treasurers and regularly review progress against those budgets;

(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 Senior Committee, the Proctors and Internal Audit;

(i) forward to 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 Sports Federation 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 the 1 October following the year-end); and

(j) if the Club 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, 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 Sports Federation. 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.

22. The Dinghy and Yachting Treasurers shall for the accounts they hold:

(a) Liaise with the Senior Treasurer on all financial aspects relating to their side of

(b) keep proper records of the Club's financial transactions through the accounts controlled by himself/herself in accordance with current accepted accounting rules and practices;

(c) develop and implement control procedures to minimize the risk of financial exposure, such as procedures to be reviewed regularly with the University's Internal Audit Section ("Internal Audit");

(d) ensure that the bills incurred by the their side of the Club are paid and cash is banked in accordance with the procedures developed under 22.(c);

(e) prepare an annual budget for their side of the Club and regularly inform the Junior Committee and Senior Treasurer of progress against that budget;

(f) develop and maintain a manual for all written procedures for aspects of the Junior



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Treasurer's responsibility;

(g) make all records, procedures and accounts available on request to both the Senior and Junior Committee, the Proctors and Internal Audit;

(h) ensure that any account opened in the name of Oxford University Yacht Club by the Junior Treasurer shall first have been agreed by the Senior Treasurer.

23. The Rear Commodore Dinghy and Rear Commodore Yachting shall:

(a) Have responsibility for their side of the Club and act as a representative of their side to the Committees and Office Holders;

(b) Chair their respective Committee and ensure that its positions are appointed satisfactorily;

(c) Coordinate the activities of their side of the Club and ensure that all activities are in accordance with the provisions of the Constitution, the Code of Conduct, any appropriate risk assessments and any additional OUSF requirements.

(d) ensure (whether personally or via appointment) that their annual Varsity Match is organised when it is their responsibility to do so with the assistance of their respective captain

24. The Membership Secretary shall:

(a) Have available at all times an up-to-date list of current members and their details;

(b) be responsible for encouraging graduating members to sign up as Life Members and passing details of all graduating members to the Life Membership Secretary;

(c) ensure that the Club complies with the requirements of GDPR.

25. The Senior Member shall:

(a) Consider the accounts of the Club and sign them if he or she considers them to be in order;

(b) ensure that adequate advice and assistance is available to the Vice Commodore, Rear Commodores, and Treasurers in the performance of their responsibilities under paragraphs 20. – 23.;

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

### **CAPTAINS**

26. The Dinghy Captain and the Women's captain shall be appointed by the varsity mixed and women's teams.

27. The Captain of Yachting shall be appointed through deliberation by the Rear Commodore Yachting and the departing Captain of Yachting during Trinity Term.

28. The Captains shall for their respective sides:

(a) Be responsible for organising event entries and team training;

(b) be ultimately responsible for the selection of their respective teams and in the case of the Yachting Captain, select a skipper for events if it will not be themselves;



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(c) Assist their Rear-Commodore with the organisation of the their annual Varsity Match when it is their responsibility to do so.

### **INDEMNITY**

29. So far as may be permitted by law, every member of the Senior and Junior Committees 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.
30. 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 34.

### **AMENDMENTS AND ALTERATIONS**

31. See 18. for amendment procedures.

### **DISSOLUTION**

32. The Club may be dissolved at any time and shall require the dissolution be discussed with the Senior Committee, an approving vote of two-thirds of those present in person or by proxy at a General Meeting and in addition, that the details are circulated with the notice of that meeting in the appropriate time frame (see “Meetings of The Members”). 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.
33. 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 University Sailing or other sporting activities within the University.

### **INTERPRETATION**

34. Any question about the interpretation of this Constitution shall be settled by the Senior Committee and failing that, the Proctors.



# OXFORD UNIVERSITY YACHT CLUB

## **APPENDIX**

See the OUYC Club Structure for a graphical depiction of the Club Structure and detail on the intended responsibilities of the appointed positions.

Accepted on 8/2/2020 at the Annual General Meeting of the Oxford University Yacht Club.

Vice Commodore