

OXFORD UNIVERSITY MUSIC SOCIETY CONSTITUTION

Originally adopted March 2017. This version updated and adopted by a unanimous vote at an Extraordinary General Meeting on Sat 13 May 2023.

NAME AND OBJECTS

1. The Club is called the Oxford University Music Society (hereafter referred to as “the Club”). The Club’s objects are the support, development, improvement and promotion of the appreciation and enjoyment of musical performance and community by running or helping to run such performing bodies/activities in the University of Oxford insofar as such objects are charitable; and the income and property of the Club shall be applied solely to those objects.

COMPLIANCE

2.
 - 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 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. 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 University Administration and Services 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 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.
 - 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 University Marshal 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 University Marshal, 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.
 - f. The Club shall maintain a dedicated website and shall supply details of its web address to the Clubs Office 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 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;
- 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. Membership 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. Subject to paragraph 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.
5. 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 membership to members sharing that protected characteristic, provided that the Proctors shall first approve any such restriction.
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 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 4 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, having specific regard to the Senior Member's advice in relation to the relevant matter, may remove a person from membership if removal of such person

from membership is deemed to be in the best interests of the Club. If the person concerned is an Oxford University student (i.e. within paragraphs 6(a), (b), or (c) above), that person may appeal against such removal to the Proctors.

MEETINGS OF THE MEMBERS

8. 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.
9. 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 2 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.
10. An Extraordinary General Meeting may be called in any Full Term; by the President, Secretary or 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.
11. Prior to all General Meetings notice of the agenda shall be sent out with the notice of the Meeting.
12. 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).
13. Every matter, except where this Constitution provides otherwise (see Appendix 2), shall be determined by a majority of members present and voting. In the case of equal votes the President of the Club shall have the casting vote.
14. Minutes of all meetings shall be kept and formally adopted. Copies of the minutes shall be made available to members and, upon request, to the Proctors.

THE COMMITTEE

15. The affairs of the Club shall be administered by a Committee consisting of not more than eight 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.
16. 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.
17. The quorum for a Committee meeting shall be four 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 the Treasurer's views to the meeting.
18. 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 and up to four other persons. The President, the Secretary and the Treasurer shall each be either a member of the Club whose eligibility stems from paragraph 4 above or paragraphs 6(a) to (c) above, or (with the approval of the Proctors) a member of the Congregation. Where eligibility stems from paragraphs 6(a) to (c) above, the President, the Secretary, and the Treasurer must each, on election to office, sign an undertaking to abide by relevant provisions of the University Student Handbook and other relevant University policies, and to accept the authority of the Proctors on Club matters.
19. 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.
20. Minutes of all meetings, including Committee meetings, shall be kept and formally adopted. Copies of the minutes shall be made available to members and, upon request, to the Proctors.
21. 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 agendas for and the minutes of those meetings;
 - d. notify the Proctors (through the Clubs Office) promptly following the appointment and resignation or removal of Office Holders and other members of the Committee;
 - e. take responsibility for the operation and updating of a suitable club web-page displaying (at a minimum) current club contacts and the 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(c) above; and
- g. inform the Proctors through the Clubs Office 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).

22. 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 (through the Clubs Office) by the end of week 9 of Trinity Term a copy of annual accounts for the financial year to which they relate (the format of which the Proctors may prescribe) signed by the Senior Member, for retention on the Proctors' files (subject to the condition that during the first year of registration, a club may be required by the Proctors to submit termly accounts); and
- j. if the Club has a turnover in excess of £25,000 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.

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 members;
 - d. following paragraph 22(i) above, consider the accounts of the Club and approve them if he or she considers them to be in order;
 - e. ensure that adequate advice and assistance is available to the Secretary and the Treasurer in the performance of their responsibilities under paragraphs 21 and 22 above; and
 - f. be available to represent and speak for the Club in the public forum, and before the University authorities.
24. The members of the Committee shall be elected by the members of the Club annually, and shall be eligible for reelection. 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. The members of the Club shall appoint a member of Congregation as the Senior Member when electing other members of the Committee each year provided that a Senior Member who has previously held office as Senior Member for more than five consecutive years shall not be eligible for re-appointment. The Senior Member shall be a member of the Committee *ex officio*.
25. 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 cooptation.
26. Each Office Holder must, and shall procure that other Office Holders shall, at the end of any term of Office, promptly hand to the relevant 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 the outgoing Office Holder's 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.
27. 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.
28. The Committee shall have power to make regulations and bylaws in order to implement the paragraphs of this Constitution, and to settle any disputed points not otherwise provided for in this Constitution.
29. No member of the Committee shall be removed from office except by the approving votes of twothirds of those present in person or by proxy at a General Meeting.

INDEMNITY

30. So far as may be permitted by law, every member of the Committee and every officer of the Club (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. 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 in that capacity 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.
31. So far as may be permitted by law, the Club may purchase and maintain for the benefit of any relevant officer insurance cover against any liability which by virtue of any rule of law may attach to the relevant officer in respect of any negligence, default, breach of duty or breach of trust of which the relevant officer may be guilty in relation to the Club and against all costs, charges, losses and expenses and liabilities incurred by the relevant officer and for which the relevant officer is entitled to be indemnified by the Club by virtue of paragraph 30.

DISSOLUTION

32. The Club may be dissolved at any time by the approving votes of twothirds 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.
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.

INTERPRETATION

34. Any question about the interpretation of this Constitution shall be settled by the Proctors.
35. 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.

APPENDIX 1: OUMS ENSEMBLES

1. The 'OUMS ensembles' collectively consist of the 'OUMS ensembles' and the 'OUMS-affiliated ensembles'. The 'OUMS ensembles' are:
 - a. The Oxford University Orchestra (OUO);
 - b. The Oxford University Jazz Orchestra (OUJO).
 - c. The Oxford University Philharmonia (OUPhil);
 - d. The Oxford University Sinfonietta (OUSinf);
 - e. The Oxford University Wind Orchestra (OUWO);
 - f. The Oxford University String Ensemble (OUSE);
 - g. The Oxford University Brass Band (OUBB);
 - h. The Oxford University Symphonic Band (OUSB);
 - i. The Oxford University Chorus (OUChorus); and
 - j. The Oxford University Chamber Music Society (OUCMS);
2. All OUMS ensembles must be registered with the Proctors. They should ensure that the ensemble's constitution is kept up to date, and that the ensemble is registered with the Proctors every term.
3. If during the period between the annual elections to offices any ensemble ceases to operate, the Committee shall have the power of dissolving and reelecting the ensemble committee by approving votes of two thirds of those present in person or by proxy at a General Meeting.
4. The 'OUMS-affiliated ensembles' are:
 - a. The Oxford Millennium Orchestra (OMO); and
 - b. The Oxford Chamber Orchestra (OCO).
5. The Committee should regularly review the 'OUMS-affiliated ensembles', ensuring that the aims of the Club are upheld in the promotion of music-making and community through the ensembles and societies listed above.
6. In addition, in keeping with the aims of the Club, OUMS should maintain the success of OPUS (the Society publication) and the Club's thriving Access and Outreach strand.

APPENDIX 2: THE COMMITTEE

1. As stated in the Constitution, the Committee shall be made up of the Office Holders (the President, the Secretary, the Treasurer) and the Senior Member, alongside up to four other members, which should include the Vice President.
2. As permitted under paragraph 28 of the Constitution, the Committee has delineated specific quorums of members and representatives of OUMS as follows:
 - a. The OUMS Executive, consisting of the President, the Secretary and the Treasurer (the Office Holders as outlined in paragraph 18), and the Vice President;
 - b. The OUMS Council, consisting of the Executive Committee, and the following Representatives, whose roles are given further clarity in paragraphs 3-7 below:
 - i. Communications Officer;
 - ii. Access and Outreach Officer(s);
 - iii. Social Secretary(ies);
 - iv. Chamber Music Coordinator; and
 - v. Webmaster
 - c. The OUMS Full Committee, consisting of the Executive Committee and all Ensemble Managers (see Appendix 1, paragraph 1)
 - d. The OUMS Mega Committee, consisting of all OUMS Council members, and all Ensemble Managers. Representatives from OUMS-affiliated ensembles may be permitted to attend Committee meetings at the discretion of the President.
3. In addition to the responsibilities outlined in the Constitution, paragraph 19, the President shall also:
 - a. be responsible for ensuring that meetings are constructive and conducted in accordance with the Club's constitution;
 - b. be responsible for the coordination and smooth running of all of the Club's activities; and
 - c. have overall responsibility for the Club's affairs.
4. In addition to the responsibilities outlined in the Constitution, paragraph 21, the Secretary shall also:
 - a. oversee the distribution of a weekly newsletter with the purpose of informing members of the activities of the Club, and of musical activities within Oxford;
5. The Vice President shall:
 - a. lead the Society's work on securing:
 - i. sponsorship agreements; and
 - ii. external partnerships for the financial or educational benefit of the society, except those deemed to fall within the remit of the Access and Outreach Officer(s), such as schools and care homes;

- b. organise stash orders, if the Committee determines there to be sufficient demand;
 - c. support, at the President's discretion, the President in meetings with institutional and external partners, including, but not limited to, the Faculty of Music, the Proctors and the Vice-Chancellor;
 - d. support, at the President's discretion, the President on any responsibilities which the President sees fit to pass onto the Vice President;
 - e. upon the resignation of the President, temporarily assume the responsibilities attached to that role until the Committee agrees upon a replacement, as outlined in paragraph 25 in the Constitution.
6. The Communications Officer shall:
- a. develop and implement communications strategies through social media for external audiences.
 - b. write and optimise content for the Club's digital channels.
 - c. ensure consistency in terms of voice, branding, messaging and frequency of posting via digital channels.
 - d. act as the Editor-In-Chief of OPUS, recruiting other editors and writers to ensure the smooth-running of the publication
 - e. coordinate the production, formatting, and printing of the Freshers Brochure
7. The Outreach and Access Officer(s) (of which there can be up to two office holders at any one time) shall:
- a. develop and deliver initiatives to encourage under-represented groups to participate in the Club, supporting a wide range of access initiatives to improve the openness and approachability of the Club.
 - b. develop and deliver initiatives to improve the impact that the Club has on non-University groups within Oxford, such as schools and care homes.
8. The Social Secretary/Secretaries (of which there can be up to two office holders at any one time) shall:
- a. organise, coordinate and communicate regular, fun social events for members of the Club.
 - b. ensure the safety of members while on social activities until the official end of the social
 - c. liaise with the VP in the organising of social wear for the Club
9. The Chamber Music Coordinator shall:
- a. coordinate the chamber music provision organised by the Club. This may include but not be limited to the organisation and communication of chamber speed-dating events, printing & distributing parts and liaising with members in order to coordinate the formation of ensembles.
10. Members of the Committees of OUMS Ensembles and OUMS-affiliated ensembles (see Appendix 1) may serve on the OUMS Council. However:
- a. Ensemble Managers may not serve on the Executive Committee;

- b. Ensemble Treasurers may not serve as Treasurer of the Club;
- c. upon the election of an Office Holder in contravention of these rules, that election is considered void, unless the outgoing Committee of the Club approves the election by a two-thirds majority vote, in which individual case(s) the rules outlined above may be set aside.

APPENDIX 3: MATTERS TO BE DECIDED SOLELY BY THE COMMITTEE

1. Considering the nature of OUMS as an umbrella organisation to coordinate ensembles and activities, several decisions need to be made throughout the year regarding administration and logistics. The OUMS Committee shall have final word on matters relating to:
 - a. the organisation and implementation of the auditions process at the start of each academic year;
 - b. clashes of concert dates, repertoire and rehearsal times and venues between affiliated ensembles;
 - c. the procedure for running auditions for conducting positions in affiliated ensembles;
 - d. the yearly allocation of the OUMS Music Faculty grant between OUMS ensembles; and
 - e. external sponsorship.