



Oxford University Society

Northern California Branch

Constitution

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Article 1: Formation

Sub-Section [A] - Name

The Branch shall be called the “Oxford University Society Northern California Branch”, hereafter “The Branch” and otherwise known as the “OUS NorCal” and “OUS NorCal Branch”.

Sub-Section [B] - Relationship to the corporate OUS entity

[i] The Branch is a constituent Branch of the department of the University of Oxford, hereafter “The University,” known corporately as The Oxford University Society.

[ii] The Branch is governed independently by a local Governing Board in accordance with the obligations, regulations, constitution and legal limitations stipulated by the University of Oxford for Branches of the Oxford University Society.

Article 2: Objectives

The objectives of The Branch shall be to support the principles, and principle objectives of, the Oxford University Society, and related to that, to be guided by the following principles:

Section 1: Guiding Principles

Sub-Section [A] - Central Branch Principles

These principles shall be the primary guide and priority for all routine activities and the focus of human and financial resources within the Branch.

[i] To facilitate and encourage graduates of The University in maintaining active relationships with one another and with the University of Oxford.

[ii] To arrange such activities and social events on behalf of Branch Subscribed Members and non-subscribed alumni(ae) of The University within the Branch Region as shall be of specifically cultural and/or intellectual interest to them and foster alumni(ae) links with one another and The University.

[iii] To arrange such activities and social events in support of the fund raising and development needs and objectives of The University as will engage Branch Subscribed Members and non-subscribed alumni(ae) of The University within the Branch Region.

[iv] To inform Branch Subscribed Members and non-subscribed Alumni(ae) of The University of such activities as The University shall organize, and to provide a channel of communication between the Branch Alumni members and The University.

[v] To build and maintain the reputation of The University within the Branch Region and encourage a spirit of community and inclusiveness

among those who have studied or taught at, or who are otherwise associated with The University in a manner approved by The University.

[vi] The Branch may also engage in activities which benefit potential and/or current students of The University, including but not limited to schools outreach or student bursaries.

[vii] The Branch shall not at any time be required or compelled by any Branch Subscribed Member of any classification or non-subscribed alumni(ae) of The University to engage in any inter-organizational cooperation, or to organize, inform members of, or attend as a body, any such inter-organizational events.

Sub-Section [B] - Secondary Branch Principles

These principles shall provide secondary guidance for additional activities within the Branch where and whenever human and financial resources allow and subject to the limitations set forth here.

[i] These provisions shall not be deemed essential to or required for the function or existence of the Branch.

[ii] Although signatory to the 1981 *OECD Guideline* the government of the United States of America has not implemented data protection legislation. The U.S. Department of Commerce *Safe Harbour* agreement website states:

The EU's Data Protection Directive, implemented in 1998, provides member states with the authority to block such transfers to countries whose privacy enforcement regime does not meet the directive's requirements. Under the US-EU Safe Harbor Framework, the United States received an "adequacy" determination from the European Commission limited to those U.S. organizations that self-certified to Safe Harbor which allows data transfers to take place without prior approval.¹

¹. <http://www.export.gov/safeharbor>

As a non-commercial entity this Branch shall not, unless directed to by U.S. law enforcement or OUS mandate, officially register and/or report audits of its compliance under the framework. However, in accordance with the basis of this agreement and with OUS mandates this Branch shall at all times ensure that all data, formats, forums, tools, and technologies employed shall function in accordance with the obligations and limitations set forth under EU and UK Data Protection law and incumbent on the Branch as a constituent of the Oxford University Society being a department of The University.

[iii] Electronic Personal and Social Networking Forums

[a] To provide, if and when technology, management resources, and discretionary funds are available, such semi-autonomous electronic personal and/or social networking forum(s) and/or electronic personal and/or social networking group(s) as shall from time to time be available in the public domain, enabling Branch Subscribed Members and non-subscribed alumni(ae) of The

University in the Branch region to network among one another for the purposes of personal activity and private enrichment.

[b] Membership and/or subscription privilege to any and all such forums and/or groups so provided shall be restricted to those eligible for Branch Subscribed Membership.

[c] Such forums and or groups so provided shall conform in all manners to the restrictions and rules of conduct and membership set centrally by the Oxford University Society as being requisite for membership of the OUS itself and modified by such additional restrictions as are imposed by the Branch.

[d] Such forums and/or groups so provided, as well as subscriber lists created thereby, shall remain the property of and be administered by an Office of the Branch Management Committee such that no member volunteer shall claim ownership of or jurisdiction over the forum and/or group or the forum and/or group subscriber list.

[e] No endeavour or activity in the pursuit or provision of such forums and/or groups so provided shall be deemed as a right of Branch membership or Branch members in any grade or degree, nor shall such activities be deemed as mandatory undertakings on the part of the Branch by any Branch Subscribed Member or non-subscribed alumnus(a) of The University.

[iv] Electronic Career and Professional Networking Forums or Groups

[a] To provide, if and when technology, management resources, and discretionary funds are available, such semi-autonomous electronic personal and/or social networking forum(s) and/or electronic personal and/or social networking group(s) as shall from time to time be available in the public domain, enabling Branch Subscribed Members and non-subscribed alumni(ae) of The University in the Branch region to network among one another for the purposes of career growth and professional networking.

[b] Membership and/or subscription privilege to any and all such forums and/or groups so provided shall be restricted to those eligible for Branch Subscribed Membership.

[c] Such forums and or groups so provided shall conform in all manners to the restrictions and rules of conduct and membership set centrally by the Oxford University Society as being requisite for membership of the OUS itself and modified by such additional restrictions as are imposed by the Branch.

[d] Such forums and/or groups so provided, as well as subscriber lists created thereby, shall remain the property of and be administered by an Office of the Branch Management Committee

such that no member volunteer shall claim ownership of or jurisdiction over the forum and/or group or the forum and/or group subscriber list.

[e] No endeavour or activity in the pursuit or provision of such forums and/or groups so provided shall be deemed as a right of Branch membership or Branch members in any grade or degree, nor shall such activities be deemed as mandatory undertakings on the part of the Branch by any Branch Subscribed Member or non-subscribed alumnus(a) of The University.

[f] No Branch Management Committee or Branch Governing Board shall be deemed as derelict in its duty for not providing such forums or groups stipulated in Article 2 Section 1 Sub-Section [b] unless:

[i] Adequate discretionary finance has been provided by the membership explicitly for that purpose outside the normal annual membership subscription, to provide for and support it.

AND

[ii] Sufficient volunteers with the required administrative and technological skills have made themselves available whose conduct and commitment to The Branch and Society has been in compliance with the requirements set forth by the Oxford University Society centrally and as modified by the Branch.

AND

[iii] A quorum of the Qualified Electorate has petitioned the Branch Management Committee and The Branch Governing Board for the establishment of said forum or group within the stated objectives of and in conformance with the mission of the OUS.

[v] Career and Professional Networking Activities

[a] The Branch may, from time to time, provide and/or organize, if and when sufficient management, volunteer, and organizational resources and discretionary funds are available, such activities as will assist Branch Subscribed Members and non-subscribed alumni(ae) of The University within the Branch Region to engage in career or professional oriented networking.

[b] Attendance at such Branch career and professional networking activities shall be restricted to those eligible for Subscribed Branch Membership or non-subscribed alumnui(ae) of the University unless explicitly stated by the Branch.

[c] Attendance at any such career and professional networking activity by non-alumni(ae) and non-subscribed individuals shall be deemed a privilege and at no time shall attendance provide the basis for claiming, nor shall Subscribed Branch Member rights attach, to such attendance for any person or persons not otherwise a Subscribed Branch Member.

[d] The Branch may, from time to time, publicize, if and when sufficient management and organizational resources, and discretionary funds, are available, such activities as are organized by an external organization or entity as will assist Branch Members and alumni(ae) within the Branch Region to engage in career or professional oriented networking.

[e] No Branch Management Committee or Branch Governing Board shall be deemed as derelict in its duty for not providing or publicizing such Career and Professional Networking Activities unless:

[i] Adequate discretionary finance has been provided by the membership outside the normal annual membership subscription, to support it.

AND

[ii] Sufficient volunteers with the required administrative skills have been available, answerable to the Branch Management Committee and Branch Board, and whose conduct and commitment has been within the requirements set by the Oxford University Society centrally and as modified by the Branch.

AND

[iii] A quorum of the Qualified Electorate has petitioned the Branch Management Committee to organize or publicize said activity or event within the stated objectives and in conformance with the mission of the OUS.

Sub-Section [C] – Volunteers

Volunteers engaged in activities and services referred to in the provisions of Article 2 of this Constitution shall be answerable to the Branch Management Committee and Branch Governing Board.

Article 3: Membership

Section 1: Membership Grades

Membership of the Branch shall be structured in the following categories:

1. OUS Card Issued Members
2. Honorary Members

Section 2: Subscription of Members

Branch Members may be Subscribed or Unsubscribed.

Sub-Section [A] - Subscribed Members

[i] A Subscribed Member is a member of whichever Grade who has paid the required annual subscription fee to the Branch for the current calendar year.

Sub-Section [B] - Unsubscribed Members

[i] An Unsubscribed Member is a member eligible for any membership Grade who has not paid the required annual subscription fee to the Branch for the current calendar year.

[ii] Unsubscribed Members shall have no voting privileges or voice in any Branch election, decision vote, or consultation process.

[iii] Unsubscribed Members shall not be entitled to any concessionary event attendance fees.

[iv] Unsubscribed Members shall be ineligible to hold Executive Office in the Branch.

[v] Unsubscribed Members shall be ineligible to hold a seat on the Branch Governing Board.

Section 3: Member Grade Eligibility

The official Oxford University Society member grades of Full Member for alumni(ae) and Associate Member for former staff visiting academics and official Visiting Students, or their superseding grades as defined by the OUS and published at the OUS website, shall define "OUS Cardholders" in this document.

Sub-section [A] - OUS Cardholder Branch Member

[i] An OUS Cardholder Branch Member shall be any person holding a validly issued Oxford University Society (hereafter called the OUS) Alumni Card whose eligibility has been validated by the OUS offices in Oxford, United Kingdom.

Sub-section [B] - Honorary Branch Only Membership

[i] The surviving spouse of a deceased Branch Subscribed Member in any grade, being a non-alumnus(a) and ineligible independently for any other grade, shall be transferred to the grade of Honorary Branch Member by the Branch Secretary without vote by the Branch Governing Board at the time of annual subscription renewal. Thereafter, all Honorary Branch Member rules and regulations shall apply to that member.

[ii] Honorary Branch Only Membership may be granted to an eligible person at the discretion of solely the Secretary and President only upon

presentation of adequate proofs of sufficient and acceptable relationship to the University of Oxford. Whenever doubt exists as to the adequacy of a candidate's Oxford relationship the matter must be referred to the Branch Governing Board for determination and vote.

[iii] A candidate for Honorary Branch Only Membership may be any person ineligible for OUS Cardholder status but having a proven substantial direct and personal academic connection to the University, including:

- Alumni(ae) and students of other universities having attended a substantial academic programme of six weeks or more held by another academic institution of further or higher education in direct relationship with the University of Oxford and within the premises of Oxford University, a Constituent College, Permanent Private Hall, School or Department for which documentary enrolment and completion proofs are provided.
- A person having attended at least one short programme of study during the long summer break held by another academic institution of further or higher education in direct relationship with the University of Oxford and within the premises of Oxford University, a constituent college or permanent private hall. Examples are the University of Massachusetts at Amherst *Oxford Summer Seminar*, the UC Berkeley *Oxford/Berkeley Summer Program*, the Ohio State Moritz School of Law *Oxford Study Abroad Summer Program* for which documentary enrolment and completion proofs are provided.

The branch officer is required to note and be clear with the candidate that such programmes operate on a facilities-for-hire basis and while facilitated in the spirit of fraternal cooperation are not academically affiliated with, sanctioned by, or accredited to or by, the University of Oxford. The branch officer shall make clear that no participant in these programs is granted alumnus(a) status of the University of Oxford nor are they made a member of any Constituent College, Permanent Private Hall, Department or School providing such premises, and Honorary Branch Membership shall not create not be construed to create such alumnus(a) or member relationship.

- A person completing a University of Oxford Department of Continuing Education online short course or selection of courses, or in-residence short course or selection of short courses which do not individually or collectively confer alumnus(a) status in accordance with OUS rules, and for which documentary enrolment and completion proofs are provided. *This classification shall not include or be construed to include short courses held at any Oxford facility for which the attendee did not register directly with the University of Oxford and receive an academic record from the University Registry – no third party organized programs are valid in this class.*

[iv] A candidate for Honorary Membership may also be any legacy OUS Northern California Branch member who shall have been a Subscribed

Member of the Branch on December 31st 2008 and who shall not otherwise meet the aforementioned criteria for a grade of membership.

[v] Honorary Membership shall automatically expire at the end of each calendar year with no obligation of renewal on the part of the Branch.

[vi] Should doubt or objection regarding a candidate's credentials be raised, Honorary Branch Only Membership shall only be granted by unanimous vote of a quorum meeting of the Branch Governing Board.

[vii] A single *Nay* vote by any member of the Branch Governing Board shall deny an applicant Honorary Membership without prejudice.

[viii] Upon request from the OUS offices in Oxford for an explanation of the denial of Honorary Membership by a single '*Nay*' vote, the member of the Board responsible for denying said candidate Honorary Membership by a single '*Nay*' vote must submit written explanation to the branch Board within 10-days of notification of such request.

[ix] Honorary Membership in any one calendar year shall not entitle the holder of membership to membership of any kind in a subsequent calendar year.

[x] Any person ineligible for OUS Cardholder status shall not have, or construe any provision within this document as providing or creating any right or obligation to, membership of the Branch in the Honorary grade.

Sub-section [C] - Spouses and Domestic Partners of Members

[i] Spouses and Domestic Partners of members shall not be eligible for membership of the Branch unless otherwise eligible in another category.

[ii] Spouses and domestic partners of subscribed members shall be eligible to attend any event at the fee rate designated for the Grade of their spouse or domestic partner when accompanied by that spouse or partner until such spousal or domestic partnership relationship is legally dissolved by a court of law empowered to do so.

[iii] The provisions in this sub-section shall not apply to surviving spouses of deceased Subscribed Branch Members who are otherwise ineligible for membership in their own right. These individuals shall be otherwise provided for in the Constitution as Honorary Branch Only Members.

Section 4: Ineligible Persons

The following persons are ineligible for OUS Cardholder status and therefore shall not be eligible for Membership of the Branch except as Honorary Member, in accordance with central OUS rules, unless otherwise eligible in another category.

Sub-Section [A]

[i] Alumni(ae) and students of Ruskin College.

[ii] Alumni(ae) and students of Plater College.

[iii] Alumni(ae) and students of Oxford Institute of Legal Practice.

[iv] Alumni(ae) and students of Oxford Brookes University.

[v] Attendees of non-academic, non-Oxford University programmes, sponsored by or run by any corporate or for-profit entity, held within the premises of the University, a Constituent College, Permanent Private Hall, School or Department.

[vi] Students or alumni(ae) of other universities engaged in non-academic courses for pleasure or personal enrichment where such programme is merely staged within the premises of Oxford University, a constituent college, or permanent private hall on a premises for-hire basis and not in conjunction with an officially sanctioned Oxford University programme or exchange.

[vii] Persons with no prior direct academic, faculty, support staff, or other support relationship to the University of Oxford.

[viii] Persons seeking membership by virtue of relationship to a non-spousal relative alumnus(a), such as parents, siblings or other familial relative, unless personally and independently eligible in another category.

Section 5: Membership Application

Sub-section [A] - Application Forms

[i] No person shall be admitted to any grade of membership within the Branch without first submitting a fully completed Subscribed Membership Application Form or Mailing List Registration Form.

[ii] No submitted application or registration form shall imply or be construed as conferring membership status until and unless the applicant's status has been verified by the OUS office in Oxford and accepted by the Branch.

[iii] The minimum data required for admission to membership of the Branch as an OUS Cardholder are:

- Full name.
- Maiden name (when applicable).
- Name at matriculation (if different).
- Course status.
- College or Hall name.
- Year of matriculation.
- Course of study.
- Full postal address.
- Optional: Telephone number
- Optional: Email address.
- Optional: Alumni Card number.

[iv] The minimum data required for admission to membership of Honorary Grade are:

- Full name
- Maiden name (when applicable).
- Course status.
- The Non-Oxford University Academic Organization or Institution name – the applicant’s basis for ‘Oxford University’ association.
- Year of attendance.
- Full postal address.
- Optional: Telephone number
- Optional: Email address.

Sub-section [B]: Proofs and Evidence

[i] All persons applying for new Membership of the Branch as an OUS Cardholder, or renewing membership after one or more years’ absence, are subject to verification through the OUS office in Oxford.

[ii] All applicants whose status is not verified by the OUS office in Oxford, or through annual region list furnished to the Branch by the OUS office in Oxford, must either provide evidentiary and/or documentary proof of eligibility in a defined grade which is confirmed by the OUS office in Oxford, before being admitted to membership.

[iii] All persons applying for Honorary Membership shall be required to provide documentary proof of attendance at the specified course of study, including evidence that the programme was located within a Constituent College, Permanent Private Hall, Department or School of the University.

[iv] In order to identify and correct administrative errors that may from time to time have occurred, the Branch Management Committee shall, at the turn of each decade and the fifth year of each decade, re-verify the eligibility of all members on the branch member roster database against first the master forms held by the Branch Secretary, and in the case of an identified error or absence of a form, against the master Oxford University database.

[v] In the event that a member’s status remains unverified or in question after such re-verification, either the Branch Secretary or President shall make enquiries of the member and take such steps as are required to classify and re-align the member to the appropriate grade and rectify any records deficiency at the branch and/or the OUS office in Oxford.

Section 6: Expulsion of Members

Sub-section [A] - OUS Cardholder Members

[i] Any OUS Cardholder member of the Branch may be expelled from, or denied renewal of, branch membership for violation of OUS rules or bringing the University or Branch into disrepute.

[ii] Any OUS Cardholder member of the Branch may be expelled from, or denied renewal of, branch membership for violation of the OUS Northern California Branch Code of Conduct which shall, when not separately documented, be the OUS general code of conduct.

[iii] Any OUS Cardholder member of the Branch may be expelled from, or denied renewal of, branch membership for any unforeseen reason deemed to require such disciplinary action following consultation with the OUS office in Oxford.

Sub-section [B] - Honorary Members

[i] Any Honorary Branch Member may be expelled before calendar year end by a quorum vote of the Branch Governing Board for violation of OUS rules or for bringing the University or the Branch into disrepute, or for other unforeseen reasons deemed appropriate following consultation with the OUS office in Oxford.

Section 7: Membership Fees

Sub-section [A] - Setting Membership Fees

[i] Membership fees shall be set annually at the final annual meeting of the Branch Governing Board by simple vote of a quorum of the Board.

Sub-section [B] - Membership Fee Structure

[i] A separate membership fee rate shall be set for each Grade of membership.

[ii] The Board may elect to set annual Branch Subscription rates for all OUS Cardholder membership grade at the same fee rate.

[iii] The fee for Honorary Branch Only Membership shall always be no less than \$5 more than that of the highest rate set for the OUS Cardholder member grade(s).

Section 8: Membership Fee Rate and Event Fee Concessions

Sub-Section [A] – Concession Basis

[i] Concessionary membership fees may be offered at the discretion of the Branch Management Committee and/or Board on a case-by-case basis if exceptional and unusual economic hardship is identified.

[ii] Concessionary event fees may be offered at the discretion of the Branch Management Committee and/or Board on a case-by-case basis if exceptional and unusual economic hardship is identified.

[iii] Each event organized internally by the Branch shall define separate rate fee amounts for OUS Cardholder Branch Subscribed Members, Honorary Branch Only Subscribed Members, and non-Subscribed persons.

[iv] Subscribed Branch Membership shall entitle the member to concessionary event rates only when such event has a concessionary rate defined and published.

[v] Any event with a ticketed price set by an external authority shall have no concessionary rate against the face value of the ticket.

Section 9: Member Lists

Sub-section [A] - Addition to Mailing and Contact Lists

[i] No person may become a Branch Subscribed Member or be added to the mailing list unless their eligibility has first been verified by the OUS office in Oxford irrespective of the receipt of a subscription fee check.

Sub-section [B] - Postal Mail Only List

[i] The Branch shall keep a list of those wishing to only receive communication via postal mail.

[ii] No person may be added to the Postal Mailing list or email list who is not either a Branch Subscribed member of any Grade verified by manual Branch records, or an unsubscribed Alumnus(a) of the University verified by the OUS office in Oxford.

Sub-section [C] - Email List

[i] The Branch shall maintain a master email list with all members' supplied email addresses.

[ii] There shall be no right of any member or applicant to receive communication only by email.

[iii] Persons submitting a Subscribed Member application form or Mailing List Registration form and having subsequently been verified with the OUS office in Oxford as eligible for any Grade of membership, may request to be added to the email list.

Section 10: Membership Duration

Sub-section [A] - Start and End of Membership

[i] Subscriptions shall run from 1st January through 31st December of each calendar year.

[ii] Applicants subscribing to the Branch after September 1st of each year shall receive a 50% reduction of the membership subscription fee for their grade for the remainder of that calendar year.

[iii] An applicant paying membership fees late in any one calendar year where such subscription sum is intended as payment for the subsequent

calendar year, but who is not a subscribed member in the current calendar year, shall not be eligible for concessionary event fees until the calendar year for which they have paid membership fees.

Article 4: Branch Governance

Section 1: Branch Governing Board

Sub-section [A] - Board Meetings

[i] The Branch Governing Board shall hold a General Board Meeting at least twice per year.

[ii] The last General Board Meeting of the year shall be designated the Annual General Meeting.

[iii] Substantial business, financial report, Presidents Report, and elections, whenever possible, should take place in the Annual General Meeting of the Board.

Sub-section [B] - Composition of the Board

[i] Executive Officers elected in accordance with the provisions set forth in Article 4 of this Constitution shall hold a seat on the board ex-officio during their term of office unless under suspension for disciplinary purposes.

[ii] Unless otherwise approved by the OUS office in Oxford, the Branch Governing Board shall consist of no less than seven Branch Subscribed Alumni(ae) of University.

[iii] If approved by the Branch Governing Board, outgoing Executive Officers may choose to hold a seat on the Board ex-officio for one year immediately following their term of office.

[iv] No Executive Officer vacating their office mid-year shall be eligible to hold a position on the Branch Governing Board ex-officio except at the express approval by vote of a quorum of the Branch Governing Board in an Emergency Board Meeting called for that purpose.

[v] Retiring Executive Officers shall hold their seat of privilege on the Board for not more than one calendar year immediately following their retirement.

Sub-section [C] - Eligibility to Serve on the Board

The following persons are eligible to serve on the Branch Governing Board:

[i] Alumni(ae) of the University holding an OUS Alumni Card having been verified as valid in such status by the OUS office in Oxford, may be elected to serve on the Board.

[ii] A retired Executive Officer of the Branch concluding their one year of privileged Board membership immediately following their term of office on the Branch Management Committee shall cease to hold powers or authority on the Branch Governing Board unless otherwise re-elected to the Board as an ordinary member.

[iii] Any person offering themselves as a candidate for election to a place on the Governing Board, must have been a Branch Subscribed Member for the calendar year prior to the declaration of their candidacy.

[iv] No person shall be eligible to serve on the Governing Board who, having been resident within the Branch jurisdictional geography for more one calendar year or more, has not been a Branch Subscribed Member for at least one calendar year prior to the declaration of their candidacy.

[v] No person offering themselves as a candidate for election to a place on the Governing Board, who has not been a Branch Subscribed Member for the calendar year prior to the declaration of their candidacy, shall fulfill the eligibility requirement in paragraph [iii] of this Sub-Section by making late payment of a full year subscription or making timely payment of a partial year subscription under the reduced subscription rules for late subscribers in order to gain candidacy.

[vi] A person having become resident within the Branch jurisdictional geography for less than one calendar year and who is a Branch Subscribed Member prior to the declaration of their candidacy, may be deemed eligible and advance as a candidate under these rules at the sole discretion of the Board following recommendation by no less than two serving Executive Officers.

Sub-section [D] - Mandatory Retirement

[i] Fifty percent of the Branch Governing Board shall step down and seek re-election every five years.

[ii] The first mandatory retirement of Branch Governing Board members shall occur at the last Board General Meeting in 2011. Those standing down at the first mandatory retirement shall be chosen by consensus from among the board members. Thereafter the 50% retiring by mandate shall be that group of Board members having served the longest since re-election.

[iii] Election to the Branch Governing Board at the last Board General Meeting in 2011 shall be by majority vote of the remaining Board Members and Executive Officers of the Branch.

[iv] From December 2016 election to the Branch Governing Board shall be by general ballot of the Branch's Qualified Electorate.

Sub-section [E] - Hamilton Hess

[i] As founder of the Branch, and in light of long, dedicated, and tireless service, Hamilton Hess shall hold a seat on the Branch Governing Board at his own discretion for life.

[ii] Hamilton's seat on the Branch Governing Board shall not be terminated except by his voluntary resignation in writing or by notification in writing from his family that his permanent incapacity, mental or physical, has necessarily terminated his ability to serve.

[iii] The Branch gratefully acknowledges the enormous debt owed to Hamilton for his continued engagement and guidance of the Branch which he founded.

Section 2: Branch Management Committee

The Branch day-to-day operations shall be managed by a Branch Management Committee elected in accordance with Article 4 of this Constitution.

Sub-section [A] - Management Committee Meetings

[i] The Branch Management Committee shall hold a General Committee Meeting at least once per quarter, either in-person or by electronic conferencing means.

[ii] The last General Committee Meeting of the year shall be designated the Annual General Committee Meeting and shall be an in-person.

[iii] The Annual General Committee Meeting shall precede the Annual General Board Meeting by at least 30-days to facilitate setting the agenda of Annual General Board Meeting.

Sub-Section [B] - Formation and Eligibility of Officers

[i] Prior to a Branch Management Committee being selected by an approved Branch Governing Board and in the absence of a Branch already being in existence and being recognized by the Oxford University Society office in Oxford, and such absence having been confirmed in-writing by the Director of Alumni Relations of the University of Oxford, the alumni(ae) who organise the inaugural event and/or revive or establish interest in a new Northern California branch, shall be considered an Interim Branch Management Committee until Branch Governing Board elections are held to duly elect a formal Branch Management Committee.

[ii] Following initial formation any Branch Subscribed Member of the "Oxford University Society Northern California Branch" may nominate herself or himself for election to any Executive Office on the Branch Management Committee but must be seconded by a Branch Subscribed Branch Member eligible to vote.

[iii] Any person offering themselves as a candidate for election to Executive or Non-Executive Office must have been a Branch Subscribed Member for the calendar year prior to the declaration of their candidacy.

[iv] No person shall be eligible to serve Executive Office who, having been resident within the Branch jurisdictional geography for more one calendar year or more, has not been a Branch Subscribed Member for at least one calendar year prior to the declaration of their candidacy.

[v] No person offering themselves as a candidate for election to Executive Office who has not been a Branch Subscribed Member for the calendar year prior to the declaration of their candidacy, shall fulfil the eligibility requirement in paragraph [iii] of this Sub-Section by making late payment of a full year subscription or making timely payment of a partial year subscription under the reduced subscription rules for late subscribers in order to gain candidacy.

[vi] A person having become resident within the Branch jurisdictional geography for less than one calendar year and who is a Branch Subscribed Member prior to the declaration of their candidacy may be deemed eligible and advance as a candidate under these rules at the sole discretion of the Board following recommendation by no less than two serving Executive Officers.

Sub-section [C] - Composition and Authority

[i] The Branch Management Committee shall consist of Executive Officers and Non-Executive Officers.

[ii] The Executive Officers shall be:

- President
- Secretary
- Treasurer
- Such supernumerary officers as the Board appoints.

[iii] Executive Officers shall hold constitutional authority to act by consensus in the name of and on behalf of the Branch in all decision-making and administration, and shall collectively hold fiscal responsibility for Branch management. No Executive Officer shall have the authority to act unilaterally *against* the will of the majority, and doing so shall be grounds for suspension and disciplinary action as having brought the Branch in to disrepute.

[iv] Non-Executive Officers shall have no constitutional authority to act independently in the name of and on behalf of the Branch in any decision-making.

[v] Non-Executive Officers shall have administrative responsibility to conduct activities and make decisions commensurate with and limited to the duties of their office only with the approval of their overseeing Executive Officer.

Sub-Section [D] - Executive Officers

[i] In any calendar year there shall be at least two of the three Executive Officers in office for the Branch Management Committee to operate.

[ii] In the event that one Executive Office remains unfilled in any calendar year that office shall temporarily be shared by other two Executive Officers until a suitable candidate is selected and elected by the Branch Governing Board.

[iii] The Branch Governing Board may appoint any alumnus(a) of the University in good standing with the Branch to act as an *Honorary Branch Representative* to fulfil a specified temporary need. That person shall then act as a supernumerary Executive Officer without portfolio. Such appointed person shall act as a representative of the Branch only within the explicit remit granted and stipulated by the Branch Governing Board in their appointment. Such appointments shall be made for an explicitly stipulated duration not to exceed one calendar year and may be discontinued by quorum voice-vote or electronic consensus decision of the Branch Governing Board at any time.

Sub-Section [E] - Non-Executive Officers

[i] Non-Executive Officers shall be:

- Events Secretary
- Entertainments Officer(s).
- Career & Professional Networking Officer
- Webmaster
- Electronic Forum Group(s) Administrators, as required and available.
Examples of such forums shall be:
 - LinkedIn
 - Facebook
 - Yahoo!
 - MySpace

[ii] Reporting Responsibilities

- (a)** All Executive Officers shall be accountable to the Branch Governing Board in such manner as is prescribed by a quorum meeting of said Board, held either in-person, by-proxy, or electronically.
- (b)** All Non-Executive Officers shall be accountable to the Board in such manner as is prescribed by a quorum meeting of said Board, held either in-person, by-proxy, or electronically.
- (c)** The Entertainments Officer(s) shall be the responsibility of, and reporting directly to, the Events Secretary of the Branch.

- (d) The Career & Professional Networking Officer shall be responsible to and report directly to the President and Secretary of the Branch.
- (e) The Webmaster shall be responsible to and report directly to the President and Secretary of the Branch.
- (f) Administrators of all Forum Groups in existence at any time shall be responsible to and report directly to the President and Secretary of the Branch.

Sub-Section [F] - Duration and Term Limits for Officers

[i] All Executive Officers shall serve a term of not longer than three years, after which they will be eligible to stand for re-election unless otherwise barred by disciplinary sanction.

[ii] Election of Executive Officers shall be effective 1st January of the calendar year following the calendar year of the Board General Meeting in which they were elected, unless explicitly appointed immediately by motion and ballot at an Emergency Board Meeting convened to fill a vacant post.

[iii] If an Executive Officer resigns, the remaining Executive Officer(s) with the sanction of a quorum of the Branch Governing Board may replace that individual by consensus as a pro-tem appointment with a Subscribed Branch Member being eligible under electoral rules to hold that post, who shall then hold office until the last General Board Meeting of that calendar year, or until an election is executed by the Branch Governing Board, whichever comes first.

[iv] The term served in any calendar year by a member having been appointed to an Executive Officer post under emergency conditions referenced in Article 4 shall not be counted against their maximum three year term in office should they be elected to office later under normal circumstances.

[v] Selection and appointment of Non-Executive Officers shall be effective immediately at the discretion of the President and Secretary acting in concert with sanction of a quorum of the Branch Governing Board.

[vi] Non-Executive Officers shall be eligible to serve indefinitely at the pleasure of the Branch Management Committee and Branch Governing Board without the need to seek election.

[vii] The service of any Non-Executive Officer may be terminated at the discretion of their overseeing Executive Officer, or at the discretion of the President and Secretary acting in concert with the sanction of a quorum of the Branch Governing Board, with or without cause, without notice, and with or without underlying disciplinary action.

Section 3: Ethical Rules

Sub-Section [A] - Benefit From Office

No Board member, Branch Management Committee member, Executive Officer, Non-Executive Officer, entertainments volunteer, administrative volunteer, or other person acting on instructions as a representative of the Branch, shall:

[i] Benefit financially, materially, or from gifts-in-kind from their position.

[ii] Receive partial or full remission of event attendance or admittance fees in respect of their organizational efforts for such event, or other event or activities, or their position or authority within the Branch.

[iii] Receive complimentary promises, access to, or membership of The University Club headquartered at 800 Powell Street, San Francisco, CA 94108, or any other organization, as a result of their position within the Branch.

[iv] Enter into any reciprocal event sharing or membership list access agreement on behalf of the Branch with The University Club headquartered at 800 Powell Street, San Francisco, CA 94108, or any other organization, as a result of their position within the branch.

Sub-Section [B] - Sanctions

[i] Any Board Member, Branch Management Committee member, Executive Officer, Non-Executive Officer, entertainments volunteer, administrative volunteer, or other person acting on instructions as a representative of the Branch found to be violating the Ethical Rules as defined in Sub-Section [A] of this section shall immediately be suspended from office and their authority to represent the Branch shall be revoked pending action by the Branch Governing Board.

[ii] Any person whom the Branch Governing Board confirms has violated the Ethical Rules shall be expelled from the Branch for no less than one year.

[iii] Any person expelled from the Branch for violation of the Ethical Rules, and subsequently granted re-admission as a Branch Member, shall be prohibited from holding any office or position of authority within the Branch and shall have no privilege to represent the Branch in any capacity or role.

Article 5: Branch Management Committee Responsibilities

Section 1: Collective Responsibilities

Sub-Section [A] - General

[i] Oversee the activities of the “Oxford University Society Northern California Branch” and liaise with the OUS and the University through Alumni Relations Office staff at the University.

[ii] Organise a minimum of two events each year for “Oxford University Society Northern California Branch” members and send a post event report to Alumni Relations staff.

[iii] Produce a brief annual report of its activities for inclusion in various University communications

[iv] Produce a brief annual report of Branch income and expenditure.

[v] Encourage active participation and contact by “Oxford University Society Northern California Branch” members in University activities.

[vi] Meet a minimum of twice per year, and hold the Annual General Meeting (AGM) once per year beginning in October 2010.

[vii] Issue notice to the membership of the Annual General Meeting of the Branch Governing Board at least thirty days before the date fixed for the meeting. Notification shall be sent by postal mail to the address recorded in the branch member database for each Branch Subscribed Member, but excluding Honorary Branch Only Subscribed members.

[viii] Ensure that the minimum attendance at the AGM is ten members including two officers, in order that decisions can be made. Decisions are made by simple majority unless otherwise stipulated in the Branch Constitution. The decision of the Chairperson will be final on all matters pertaining to the conduct of meetings, including the matters that may be discussed at the meeting.

[ix] The Branch Committee may from time to time convene special meetings of the Branch members of the “Oxford University Society Northern California Branch” for such purposes as it in its discretion may determine. The Branch Secretary must give notice of any special meeting as soon as is reasonably possible in the circumstances.

[x] In addition to any other matter that may be brought before the meeting, at each AGM, the committee must ensure that the required elections are held, that the Secretary presents an annual report, and that the Treasurer (or the officer acting in proxy) presents the annual financial report,

[xi] Maintain a bank account in the name of the branch, to be operated by at least two and no more than four, signatories.

Article 6: Electoral Process

Section 1: Electorate

Sub-Section [A] - The Qualified Electorate

[i] Following adoption of this Constitution the Qualified Electorate for balloting shall be the Branch Governing Board.

[ii] For the December 2016 open election and all elections and issue votes thereafter the Qualified Electorate shall be the OUS Cardholder Branch Subscribed Members, excluding those holding an OUS Card with an affiliation category of "Friend" residing within the Northern California jurisdiction of the Branch and whose alumnus(a) status has been duly verified with the OUS office in Oxford and whose Branch Subscription has been paid for that calendar year.

[iii] No member of the Branch in the Honorary grade shall cast a ballot in any vote.

Sub-Section [B] - Quorum Definition

[i] Quorum shall be defined as being numerically 50% plus one person of the total group or collective requiring a quorum presence or vote for legitimacy.

Section 2: Ballots

Sub-Section [A] - Ballot Basis

[i] All paper ballot elections shall be in the form of Single Transferable Vote.

[ii] Paper ballots shall be numbered in sequence for each ballot election.

[iii] All paper ballots shall include an explicit "*No Candidate*" entry as a candidate preference for office elections or "*Reject All*" as a selection for issue elections.

[iv] All elections for any person(s) to any office by the Branch Subscribed Members shall be by paper ballot.

[v] Election of Branch Executive Officers by the Branch Governing Board shall be by paper ballot.

[vi] Voice-call and show-of-hands shall never be valid for the election of Branch Executive Officers by the Branch Governing Board, except under emergency provision to replace an officer having vacated or been removed from office mid-year.

Section 3: Basic Ballot Rules

Sub-Section [A] - Spoiled Ballots

Spoiled ballots shall be:

[i] A ballot paper with conflicting selections.

[ii] A ballot paper with no selections.

[iii] A ballot paper with any correction. In the event a correction is required, the member should return their ballot paper and request a numbered replacement.

[iv] A spoiled ballot, having been returned and replaced upon request, shall be marked as “Void” and the sequence number of the replacement ballot recorded upon it. Such ballot shall not be counted.

Sub-Section [B] - Abstention

[i] Abstention should not substitute for opposition. A member wishing to express their opposition to all candidates or all issue option selections may vote only for the “*No Candidate*” or “*Reject All*” selection.

[ii] A member wishing to abstain for lack of conviction may simply fail to submit their ballot.

Sub-Section [C] - Insufficient Votes for Ballot Resolution

[i] In the event that the ballot tally for “*No Candidate*” or “*Reject All*” at any step of a *Single Transferable Vote* re-count exceeds the tally for all other qualified candidates or issue choices, the election shall end with no candidate being returned to office and no issue choice being adopted.

[ii] In the event that no candidate is returned with sufficient votes to win a ballot a new vote shall be scheduled following discussion with the Qualified Electorate and an appeal for new candidates.

[iii] In the event of no issue choice being accepted all measures shall be voided and further discussions held with the Qualified Electorate before a new ballot with alternate options is scheduled.

Article 7: Constitutional Amendments

Section 1: Amendment Procedure

Sub-Section [A] - Balloting Method

[i] Balloting for all Amendment propositions shall be by paper ballot of the Qualified Electorate.

[ii] Balloting for all Amendments of the Qualified Electorate may be in-person at a General Meeting or by post.

Sub-Section [B] - Submission of Amendments

[i] Amendment proposals shall be submitted in writing to the Branch Secretary.

[ii] Amendments to this Constitution shall not be presented to the Qualified Electorate unless they have first received majority assent for presentation by a quorum meeting of the Branch Governing Board.

[iii] Subsequent to the first public election of Board Members in December 2016, proposals for amendment of this Constitution must be notified to the Qualified Electorate at least 30 days before the date fixed for balloting.

Sub-Section [C] - Implementation of Amendments

[i] Amendment to the Constitution shall require assent of the balloted proposal by 2/3 of Qualified Electorate in any ballot to be passed.

[ii] Amendments to this Constitution approved in a valid ballot of the Qualified Electorate at a General Meeting shall have no power or authority during the General Meeting in which they are adopted.

[iii] No action, decision, or vote may be taken during of the General Meeting of the using, purporting to use, or citing authority provided in, any provision of any Amendment adopted during that meeting.

[iv] Results of balloting on Amendments to this Constitution shall be notified to the Qualified Electorate within 30 days of the ballot count.

[v] Amendments to this Constitution approved in a valid ballot of the Qualified Electorate shall become effective on the 30th day following notification of the Qualified Electorate.

Sub-Section [D] - OUS Mandated Amendments

[i] The Director of Alumni Relations for the University of Oxford as head of the Oxford University Society, or the head of such University department or body as succeeds that office within the University as representing the Oxford University Society, shall have extra-ordinary powers to impose by directive such amendments to this Constitution as are required to maintain compliance with University of Oxford and/or Oxford University Society protocols, guidelines, rules, or other governing principles as may from time to time arise.

[ii] The Director of Alumni Relations for the University of Oxford as head of the Oxford University Society, or the head of such University department or body as succeeds that office within the University as representing the Oxford University Society, shall have no right to exercise

extra-ordinary powers of amendment to this Constitution by directive for purposes other than those relating to compliance with changes in University of Oxford and/or Oxford University Society protocols, guidelines, rules, or other governing principles as may from time to time arise.

Sub-Section [E] - Oxford University Society Assent

[i] Following the first public election in December 2016, amendments to this Constitution shall not come into effect until receipt of confirming assent has been received in-writing from the Director of Alumni Relations for the University of Oxford as head of the central Oxford University Society, or the head of such University department or body as succeeds that office within the University.

[ii] Following the first public election in 2016, no actions shall be taken based on an amendment to this Constitution having received approval by ballot of the Qualified Electorate until such valid written assent has been received from the Director of Alumni Relations for the University of Oxford as head of the central Oxford University Society, or the head of such University department or body as succeeds that office within the University as representing the Oxford University Society.

Sub-Section [F] - Appeal of Amendments

[i] The Chairman of the Board of the University of Oxford Society in Oxford shall be the final arbiter of all disputes regarding amendment of this Constitution.

[ii] No amendment to the Constitution properly presented and passed by a vote of the branch Qualified Electorate may be appealed to the Chairman of the Board of the University of Oxford Society, in Oxford having already received confirming ascent in-writing from the Director of Alumni Relations for the University of Oxford as head of the Oxford University Society, or the head of such University department or body as succeeds that office within the University as representing the Oxford University Society.

[iii] Amendments imposed by directive from the Director of Alumni Relations for the University of Oxford as head of the Oxford University Society, or the head of such University department or body as succeeds that office within the University as representing the Oxford University Society, deemed by unanimous vote of the Branch Governing Board to be outside or otherwise not commensurate with those relating to compliance with University of Oxford and/or Oxford University Society protocols, guidelines, rules, or other governing principles as may from time to time arise, shall be appealed to the Chairman of the Board of the Oxford University Society, in Oxford.

[iv] No amendment under appeal to the Chairman of the Board of the Oxford University Society in Oxford shall be implemented or deemed in

effect until final judgement from the Chairman is received in-writing by the Branch Governing Board on University letterhead.

Sub-Section [G] - Amendments for Merger

[i] No Amendment or proposal to amend this Constitution to merge the Oxford University Society Northern California Branch with any alumni(ae) group, association, club, or any such other alumni(ae) or social activities organization as may exist, past or present, shall be permitted.

[ii] In the event of the branch ceasing operations due to insufficient participation, any proposal to join with the University of Cambridge Alumni shall not be valid. Such mergers have been authorized by the University of Oxford only under extraordinary conditions and have required consent and negotiated approval from the OUS in Oxford. Such a circumstance shall by necessity invoke Article 8 for the dissolution of this Branch and the forming of a new Branch under special sanction.

Article 8: Dissolution of the Branch

Section 1: Reasons for Dissolution

Reasons for such dissolution include lack of interest among local alumni(ae), ill health of residual Branch Committee rendering operation impossible, or un-resolvable difficulties among the members of the Board and Committee of the Branch. The Oxford University Society office in Oxford shall also exercise its discretion in dissolving a branch if it is felt that the Branch activities are not enhancing the reputation of the University of Oxford, or there have been no Branch activities for a period of two or more years.

Section 2: Notification of Members

All Branch members should be informed immediately of the dissolution of the Branch by simple message through each of the Branch's electronic groups and mailing lists and, if sufficient funds exist, by postal mail.

Section 3: Method of Dissolution

In the event of dissolution, the branch may be wound down by majority vote at an AGM, majority vote at an Extraordinary General Meeting (EGM), or majority vote at an Extraordinary Governing Board Meeting (EGBM).

Section 4: Assets on Dissolution

In the event of Branch dissolution all tangible assets, monies, and records both physical and electronic shall be turned over to the Oxford University Society in Oxford, United Kingdom.

Adopted by vote of the Branch Governing Board on: _____ (day/month/year)

Held at: _____

Witness thereof

President, Richard Alun Williams: _____

Secretary, Michael Styer: _____

Secretary Emeritus, Hamilton Hess: _____

Assented for and on behalf of the Oxford University Society:

Name: _____

Position: _____

Signature: _____

Date: _____ (day/month/year)

As amended by a vote of the Branch Governing Board on November 20, 2011

Held at: The Home of Carl & Adele Zachrisson
45 Twenty-fifth Avenue
San Francisco, CA 94121

Witness thereof

President, Aaron Lai: _____

Secretary, Helen Bell: _____

Treasurer, Christopher Beckerson: _____