

THE CONSTITUTION OF

THE CHATHAM NAVAL OFFICERS' ASSOCIATION

OBJECTIVES

1. The primary objective of the Chatham Naval Officers' Association (CNOA) is to support the Royal Navy and associated elements of the UK maritime environment by stimulating interest, activities and studies in naval and maritime affairs.
2. The secondary objectives of the CNOA are:
 - a. To offer support to any member in distress.
 - b. To promote comradeship amongst our members.
 - c. To provide whatever support may be practicable to Naval and associated organisations and events.
 - d. To support and raise funds for selected maritime and other appropriate charities.

MEMBERSHIP

3. Membership of the Association is open to serving and retired seafaring officers and those with a genuine interest in the sea and maritime matters. There are three categories of membership, these being:
 - a. **Full:** The following are eligible to be considered for full membership:
 - i. Commissioned Officers of the Royal Navy, the Royal Marines and their Reserves.
 - ii. Officers of The Royal Fleet Auxiliary
 - iii. British Merchant Navy Officers holding Masters (Foreign Going) or Chief Engineers (Foreign Going)) Certificates.
 - iv. Commissioned Officers of other UK and Commonwealth Armed Forces and their Reserves and Commissioned Officers of the Cadet Forces
 - b. **Associate:**
 - v. The following are eligible to be considered for associate membership: Civilians accomplished in a field of experience which relates to maritime, defence or associated business affairs. They should be of an equivalent status or standing to the officers as described in 3a. above (eg a member of one of the professions, a company director or senior manager or civil servant holding a senior appointment. Persons must subscribe to the objectives of the Association. Persons entering by this means subsequently show how they can further the interests of the Association and wish to be involved can be considered for Full Membership .A proposer and seconder, who shall be full Members, will submit the case to the Committee for approval.

c. **Life:** life memberships may be awarded as a gratuity to current Members in recognition of outstanding service over a number of years that has made a significant contribution to the success of The Association and can be proposed to the Committee by any Member. Life members have full voting rights.

At the end of the term of office the outgoing Chair can recommend a Full Member with meritorious and exceptional service to the Association for Life Membership for the committee to vote on.

Notes:

a. Associate and Life members shall total no more than 20% of the overall membership.

PRESIDENT

4. A Senior Royal Navy Officer, serving or retired will be invited to be the President of the Association. The President will normally serve for a term of 5 years. This term of office may be extended by invitation of the committee provided that the incumbent is happy to serve a further term. The President will act as interregnum chairman at an AGM during transition of the Chairmanship. The President may attend any committee meeting and has full voting rights.

VICE PRESIDENTS

5. The Commandant, Royal School of Military Engineering and The Officer Commanding, 1 Royal School of Military Engineering Regiment will be invited to become Vice Presidents with Membership of the Association for the duration of their appointment.

OFFICERS (of the Association)

6. The Officers of the Association shall be the Chairman, Vice Chairman, Secretary, and Treasurer. Association Officers shall be Full Members. The Chairman shall serve for a period of three years. All other Officers shall be elected annually at the Annual General Meeting. The Association President shall be an Officer for the purposes of attending committee meetings as he sees fit.

COMMITTEE

7. The management of the Association shall be in the hands of the Committee, which shall be comprised of the Association Officers together with six further Members elected annually from the full list of Association Members. The Committee will meet at least three times per year.

8. The Secretary shall prepare agendas and send calling notices for all meetings. Minutes of all meetings shall be taken, which will in particular show deliberations and decisions of the Committee. These will normally be available to all Committee members within 14 days of the meeting.

9. One committee member shall be appointed as the Lectures Officer responsible for arranging the programme of lectures and visits.
10. One committee member shall be appointed as the Social Secretary, who should ideally have personal experience and a good understanding of RN Wardroom mess dinners.
11. Five committee members, at least three of whom must be Association Officers, shall be deemed a quorum for meetings of the Committee.
12. Any Member of the Committee who fails to attend two successive Committee Meetings, unless incapacitated or on holiday, shall be deemed to be disqualified and the Committee may co-opt a replacement, who will have full voting rights until the next elections occur.
13. The Committee shall have the power to co-opt any member of the Association having specialised knowledge which could be of use or assistance to the Committee. The person so co-opted shall not be eligible to vote at Committee meetings but may be authorised to act or negotiate on the Committee's behalf for the purposes of his duties.

Proposals for Membership

14. It is critically important that no person be proposed or accepted as a member if that person may embarrass the Association in any way. The vetting of membership applications is one of the most important tasks the Committee will undertake. All prospective members must be supported by at least one full member. Elections to membership and expulsions shall be the sole prerogative of the Committee. All those eligible for consideration for membership must complete a proper application form, which must be signed by the Proposer and a Secunder and submitted to the Secretary. No person shall be granted membership until every Officer (see para 6) of the Association, as well as all of the available members of the Committee, have been given the opportunity to consider the application. Applicants for membership should be well known personally to the proposer and the seconder, otherwise proof of service, Master's and Chief Engineer FG Certificates and/or a reference are to be provided. Applicants applying via the Internet will have their Application Form circulated to the full Committee, if they approve then the Applicant will be invited to an interview conducted by two members of the Committee, who will then refer their comments to the full Committee for a final decision.

FINANCE

15. The Treasurer shall be responsible for keeping the accounts of the Association, the financial year of which shall be from 1st January to 31st December. The Annual Accounts, audited by appointed members, shall be presented to the Annual General Meeting.
16. The Association's funds shall be kept in an account at a Bank approved by the Committee. The Treasurer may sign a cheque up to the value of £250. Larger cheques issued on behalf of the Association shall be signed by any two of either the Treasurer, Chairman or Secretary.

SUBSCRIPTIONS

17. The Annual subscription shall be recommended to the AGM by the Committee and agreed or amended by a majority of Members present. The first annual subscription must accompany applications for membership. Members whose subscriptions remain unpaid six months after they are due shall be deemed to have resigned.

18. The AGM shall be held in February each year end on 31st December of the previous year. A quorum shall be one fifth of the full Members, including at least two Association Officers.. The President will chair the AGM during the election of a new Chairman.

19. The AGM will:

- a. Receive the Annual Reports of the Chairman, Secretary and Treasurer and the audited Statement of Accounts.
- b. Elect the Officers of the Association and members of the Committee in accordance with paragraphs 6 and 7 above.
- c. Fix the Annual rate of Subscription following a recommendation from the Treasurer.
- d. Elect Auditors (preferably from within Association membership).
- e. Transact any such other business as may be specified on the agenda or of which the Secretary has had seven days' notice as evidenced by the date of receipt by him.
- f. Voting: All paid up members and Life Members are entitled to an equal vote. The Chairman of the meeting shall at all times have a casting vote in addition to that which he may exercise as a member.

Note:

- a. An EGM may be convened at four weeks' notice if a quorum of committee members or 30% of Full Members so request.

LIST OF MEMBERS

20. The Secretary shall maintain a list of members, which is to be circulated to all members at least annually. He shall issue amendments from time to time as necessary. The members' list and the content therein shall be confidential and is never to be used except for CNOA business or communication between members for social purposes. No content shall be passed to any non-member without express permission of the member concerned. Membership published annually that will be password protected and for members use only.

CONDUCT OF MEMBERS

21. It is imperative that the behaviour of members and their guests at social functions is above reproach. Members shall be responsible for their guests at all times. In the event of a relevant complaint concerning any member or a guest, the complainant shall submit details in writing to the Secretary who will inform the member concerned and seek his explanation. The complaint and explanation shall be submitted to the Chairman who, in consultation with the Officers of the Association (only), will take such action as is deemed necessary. Minutes shall be kept of such matters but these will remain confidential in accordance with the Data Protection Act. All records will be kept for the life of the Association.

AMENDMENT OF CONSTITUTION

22. Additions or amendments may be proposed for action by a simple majority at any General Meeting (ie AGM or EGM) of the Association by those members attending and voting, provided a quorum of the Committee is present. Any proposals to add or amend the constitution shall be submitted to the Secretary in writing and circulated to all members at least seven days prior to the Meeting. The full Committee must vote with a majority to approve or reject the proposal.

Original drawn December 1983

Amended January 2005

Amended May 2010

Revised May 2016 (TBC)

Revised and Approved 2020