

## RULES OF THE CONWAY CLUB

The CONWAY CLUB was founded in 1910 by Captain R W Broadbent, R.D., R.N.R. and further developed by him. In recognition of his great services Captain Broadbent was elected in perpetuity to the office of FOUNDER.

1. The object of the CONWAY CLUB is to maintain and foster social relationship between former Cadets of H.M.S. CONWAY.
2. FULL MEMBERSHIP of the CONWAY CLUB shall be open to former Cadets who completed a full course of training in H.M.S. CONWAY. Former Cadets who did not, for any reason, complete the full course of training may be admitted to Membership at the discretion of the Committee.
3. Full AFFILIATE MEMBERSHIP of the CONWAY CLUB shall be open to recipients of Conway Merchant Navy Trust grants that have completed their full sea-going training, leading to certification. AFFILIATE MEMBERS are able to attend Club functions, vote at the Annual General Meeting, and be eligible to stand for election as Honorary Secretary or Honorary Treasurer. They shall not be eligible to be known as OLD CONWAYS. Subscription rates shall be as for MEMBERS. Report of such election shall be made to the Annual General Meeting.
4. The Committee shall be empowered to elect as ASSOCIATE MEMBERS persons who apply to join the CONWAY CLUB who have a strong association with HMS CONWAY, or who have been awarded seafaring educational grants by the CONWAY CLUB or by others in the name of HMS CONWAY and who have served at sea. ASSOCIATE MEMBERS shall be eligible to attend Club functions, but not be eligible to be known as OLD CONWAYS, shall have no voting rights within the Club and shall not be eligible to stand for election as President or Vice-President or Committee Member of the Club. Subscription rates shall be as for Members. Report of such election shall be made to the Annual General Meeting.
5. The Committee shall be empowered to elect as HONORARY MEMBERS persons who have at any time been closely associated with HMS CONWAY or with the CONWAY CLUB. HONORARY MEMBERS shall be eligible to attend Club functions and to receive THE CADET Newsletter, but shall not be eligible to be known as OLD CONWAYS, shall have no voting rights within the Club and shall not be eligible to stand for election as an Officer or Committee Member of the Club. HONORARY MEMBERS shall not be required to pay a subscription. Report of such election shall be made to the Annual General Meeting.

6. Former Members of Staff of H.M.S. CONWAY who completed at least two years' service shall be eligible for election to STAFF MEMBERSHIP of the CONWAY CLUB. Subscription rates shall be as for Full Members.
7. The OFFICERS of the CLUB shall be the PRESIDENT, two VICE-PRESIDENTS, the HONORARY SECRETARY and the HONORARY TREASURER. The OFFICERS shall be ex-officio Members of the CLUB COMMITTEE. The PRESIDENT and the VICE-PRESIDENTS, who shall be FULL MEMBERS and elected annually at the Annual General Meeting, shall normally be eligible for re-election, such that they may hold office for up to three years.
  - a) The PRESIDENT - His period of office may be extended to five years when deemed appropriate by the COMMITTEE. If, during the PRESIDENT'S period of office, another candidate for the office, from the Membership of the Committee, is proposed and seconded by FULL MEMBERS, with proper notice, a full election will be conducted at the next Annual General Meeting. If an incumbent PRESIDENT resigns or dies, a VICE-PRESIDENT, chosen by the COMMITTEE, will act as PRESIDENT, and an election held at the next Annual General Meeting between prospective candidates for the office. Normally, an incumbent PRESIDENT, who has not completed his term of Office, would be re-elected by acclamation at the Annual General Meeting. On completion of his term of Office, the PRESIDENT should be invited by the incoming PRESIDENT to join the COMMITTEE for the period of his successor's term. In the event of the PRESIDENT's resignation, this invitation would depend on the circumstances of the resignation.
  - b) VICE-PRESIDENTS - Their period of Office may be extended by a year in order to complete any special project. There shall be two VICE-PRESIDENTS whose period of Office shall overlap to provide continuity within the Executive. On completion of his term of Office, a VICE-PRESIDENT may be invited by the COMMITTEE to remain a COMMITTEE MEMBER without election for one year, and thereafter by normal election process.
  - c) HONORARY SECRETARY and HONORARY TREASURER - Any person can be invited by the COMMITTEE to apply for these Offices. Candidates who are not OLD CONWAYS may be invited to attend a Committee Meeting before being proposed, seconded and elected by the COMMITTEE and thereafter, at the ANNUAL GENERAL MEETING, receive the approval of the MEMBERSHIP. Such approval should be received on an annual basis, but it is the COMMITTEE's appointment and they are responsible for any change of Office Holder. Persons elected as

- HONORARY SECRETARY or HONORARY TREASURER, should they not be FULL or AFFILIATE MEMBERS of the CLUB, shall be deemed by such election to have become ASSOCIATE MEMBERS, but shall not be required to pay a subscription fee whilst holding Office.
- d) Other Appointments – The COMMITTEE may elect an ordained priest to the Office of HONORARY CHAPLAIN to the CONWAY CLUB. Such an appointee does not need to be a FULL or AFFILIATE MEMBER, but if not, the Office Holder would be invited to become an HONORARY MEMBER.
  - e) Executive Business – Any exchange of views, proposals and other Executive Business may be conducted by the OFFICERS, in person or by any other method of communication, including email. Records of proceedings and decisions should be reported to the next COMMITTEE MEETING.
  - f) Committee Business – Every endeavour should be made to conduct all business at COMMITTEE MEETINGS, but other methods of communication, including email, should be used in matters of urgency, following the accepted practices of participation and majority voting.
  - g) Key Members – Some MEMBERS of the CLUB are responsible for the efficient conduct of important aspects of the CLUB's operation. In order to be properly aware of decisions made by the COMMITTEE, these post-holders should be co-opted to the COMMITTEE, if not already so elected as COMMITTEE MEMBERS.
- 8 The COMMITTEE shall comprise the OFFICERS and a maximum of ten elected COMMITTEE MEMBERS chosen from among FULL and AFFILIATE MEMBERS and elected at the Annual General Meeting. This number does not include Honorary or Co-opted post-holders who may attend, but make no proposals and have no vote at Committee Meetings. The COMMITTEE shall meet at least twice during the year on dates which the COMMITTEE shall agree. A quorum for the conduct of business shall be seven who shall be FULL MEMBERS of whom two shall be OFFICERS.
9. The ANNUAL SUBSCRIPTION shall be five pounds, which shall be payable to the HONORARY TREASURER on 1st January each year. LIFE MEMBERSHIP shall be fifteen pounds. These rates are subject to review by the COMMITTEE.
10. From time to time the CONWAY CLUB has invited persons of distinction who have rendered service to H.M.S. CONWAY or to the CONWAY CLUB to become a PATRON OF THE CLUB. This has been and should be a rare action, but any Member of the Club may propose to

the Committee the election of a new Patron of the Club for the above or other reasons. Persons who are proposed should not be so advised beforehand, and a proposal must make a full case for this honour to be extended. Committee Members must receive advance notice when a Committee Meeting is to consider such a proposal, and any comment from Committee Members unable to attend shall be considered at the Meeting. Election as Patron shall require unanimous agreement of the Committee; absence of response from Committee Members who do not attend shall be taken as signifying assent. Report of such election shall be made to the Annual General Meeting.

11. The COMMITTEE shall be empowered to elect, by simply majority, Members of the CONWAY CLUB who have given long and distinguished service to the CONWAY CLUB to the office of HONORARY VICE-PRESIDENT. Report of such election shall be made to the Annual General Meeting.
12. An ANNUAL DINNER DANCE shall be held. The venue shall be decided by the CLUB COMMITTEE who shall give consideration to ensuring access to as many OLD CONWAYS in different regions as is possible. The Officers of the Club shall be responsible for arranging the event.
13. An ANNUAL GENERAL MEETING shall be held, usually immediately prior to the Annual Dinner Dance. A SPECIAL GENERAL MEETING may be called by the Committee on giving at least one month's notice to Members. Such General Meetings shall be chaired by the PRESIDENT or by a VICE-PRESIDENT.
14. The CONWAY CLUB recognises the contribution made to the objectives of the Club by the CONWAY CLUB BRANCHES, which have been formed in the United Kingdom and throughout the World, wherever OLD CONWAYS desire to maintain and foster social relationship. Whilst such local Branches are independent of the CONWAY CLUB, with a quite separate legal and financial status, and with a membership which is a matter for local decision and which may include former Cadets from other nautical training establishments, the CONWAY CLUB shall recognise properly conducted Branches which wish to be affiliated.
15. The Committee shall be empowered to REMOVE FROM THE LIST of Members any person whose conduct, after full investigation, is deemed to have been detrimental to the interest or reputation of the CONWAY

CLUB. Such action shall be reported to the next Annual General Meeting, at which Meeting there shall be the right of appeal against the Committee's decision.

16. The investment of CLUB FUNDS shall be administered by an INVESTMENT SUB-COMMITTEE consisting of three COMMITTEE MEMBERS selected annually by the Club Committee. ANNUAL ACCOUNTS of Club Funds shall be presented by the HONORARY TREASURER at the Annual General Meeting, having first been examined by an INDEPENDENT EXAMINER and then approved by the Club Committee. The INDEPENDENT EXAMINER shall be appointed annually by the CONWAY CLUB at the Annual General Meeting.
17. Where the CONWAY CLUB becomes aware of a need for WELFARE SERVICES by OLD CONWAYS or their dependents, action shall be taken to alert Members who may be able to offer practical assistance.
18. Endeavour shall be made to publish THE CADET NEWSLETTER at least twice a year, which shall be distributed to all Members. The Committee shall decide whether a charge shall be made, or whether it can be supported from Club funds. The EDITOR of THE CADET shall be appointed by the Club Committee and shall be responsible to the PRESIDENT for the compilation and publication of the Newsletter.
19. Where use is made of the WORLD WIDE WEB in furthering the objectives of the CONWAY CLUB, a WEB EDITOR shall be appointed by the COMMITTEE, who shall be responsible to the PRESIDENT for the control of the content of the official CONWAY CLUB section of the H.M.S. CONWAY website.
20. Neither the CONWAY CLUB MEMBERSHIP LIST nor any internet information concerning individual Members shall be used for the circulation of correspondence, electronic or otherwise, relating to the promotion or advertising of business or commercial ventures. They shall not be made available to other persons or organisations for those or any other purpose. The only exceptions to this Rule shall relate to authorised advertisements published in the Newsletter.
21. The ACCEPTED BADGE of the CONWAY CLUB shows a three-quarter stern view of H.M.S. CONWAY, surrounded by a wreath with the motto 'Quit Ye Like Men, Be Strong' beneath and Conway Castle in crimson.

The badge shall not be used either in part or in whole for any commercial venture whatsoever, other than in the manufacture of goods to be exclusively sold to Members through the Club or Friends of Conway.

22. Recognising that in the fullness of time the Membership of the CONWAY CLUB will decrease, it is determined that when the sum of money held in the CLUB FUNDS is no longer considered necessary to maintain the Club's activities, such monies shall be gifted to an appropriate charitable trust, such as the H.M.S. CONWAY TRUST, as agreed by the Club Members at an Annual General Meeting.
23. The MEMBERSHIP shall be given at least two months' notice, through The Cadet or other means, of any Agenda items at the Annual General Meeting which require action, thereby giving the Membership the opportunity fully to participate in Club business. All proposals from FULL or AFFILIATE Members for candidates for the Office of PRESIDENT, VICE-PRESIDENT or COMMITTEE MEMBERS must be seconded by a FULL or AFFILIATE Member and the proposed candidate must communicate agreement to stand for election, to the HONORARY SECRETARY, at least six weeks prior to the Annual General Meeting. All comments and other proposals regarding alterations, amendments or additions to these Rules or any other matters should also be communicated, to the HONORARY SECRETARY, six weeks prior Annual General Meeting.

These RULES may be altered, amended or added to, at the Annual General Meeting, upon any motion to that effect, of which written notice has been given to the Honorary Secretary at least two months before the date of the Annual General Meeting.

29 November 2016.