

THE UNITED KINGDOM CHAPTER OF THE AOC
Advancing Electromagnetic Operations Together

ARTICLE I - TITLE

1. The name of this association is The United Kingdom (UK) Chapter of the Association of Old Crows (AOC), hereinafter called the UK Chapter.

ARTICLE II - OBJECTIVE

2. The objective of the UK Chapter is to provide an organisation within the UK for individuals, industry, research institutions and academia, which have a common interest in advancing the science, technology and military art of Electromagnetic Operations (EMO) and Information Warfare (IW) / Information Operations (IO) across all defence lines of development (DLOD)¹ for the benefit of the UK and its allies. EMO include, but are not limited to:

- Electronic Warfare (EW)
- Signals Intelligence (SIGINT which comprises Electronic Intelligence (ELINT) and Communications Intelligence (COMINT))
- Battlespace Spectrum Management (BSM)
- Navigation and Navigation Warfare (NAVWAR)
- Cyber Electromagnetic Operations (CEMA)
- Communications and datalinks
- Directed Energy (DE) and lasers
- Radar

3. To achieve its objective the UK Chapter:

- Adopts, supports and contributes to the concepts and implementation of NATO Military Committee concept MCM-1042 dated 23 Nov 2007 (NATO Unclassified) and developed further in the UK Electromagnetic Environment (EME) Review of 2013/14 and subsequent UK Joint EW Policy²: The EME Review determined 92 key points including risks, weaknesses, capability gaps and incoherency across the Electronic Surveillance (ES), Electronic Attack (EA) and Electronic Defence (ED). Forty-nine recommendations were made and some have been implemented with others longer-term³. The findings of MC-0142 in very broad terms are:
 - *The Electromagnetic Environment (EME) is an **operational environment***
 - ***Manoeuvre warfare operations** - shaping, managing, exploiting, offence and defence – **take place in the EME***
 - *Success in the EME is generally a **precursor to success** in every environment*
 - *Successful use of the EME requires the same investment, leadership and effort as does success in any operational environment, if not more*
 - *Unthinking reliance on the EME or assumed superiority introduces vulnerabilities that will be exploited.*
- Recognises that the EME is synonymous with EM Domain and that manoeuvre warfare in the EME/EMD is identical in purpose to manoeuvre in all the other environments/domains including air/space, land, maritime and information, and

¹ In the UK defined as Training, equipment and technology, personnel, information, doctrine and concepts, organization, infrastructure, and logistics (TEPIDOIL). DOTMLPF in the US & NATO.

² UK BOD and Chapter members were instrumental in the development of all of these documents.

³ Information from an MOD briefing at an Unclassified AOC EW Conference in Edinburgh in 2014.

comprise offense, defence, shaping, exploitation and management. To retain coherence with NATO and the UK, this document will use the term EME.

- Recognises that Cyber and Computer Network operations in the information environment/domain are central to warfare and will remain so, and like EMO are inextricably linked to, and mostly fundamental too, manoeuvre and operations in all operational environments/domains.
- Provides a forum for the exchange of ideas on the technical, operational, and cognitive aspects of EMO, IW and IO.
- Supports symposia, lectures, exhibitions and presentations on all facets of EMO, IW and IO including their history, both in the UK and further afield, most notably by providing assistance and speakers to AOC Global events in Europe and the Asia Pacific region.
- Endorses the AOC Strategic Plan (2016 – 2020 edition) which has 4 principal strands:
 - Advocacy and Education
 - Member Retention & Growth and a focus on EW as a Profession
 - Communications
 - Multi-lateral Partnerships
- Provides formal and informal links with the US parent association, hereinafter known as the AOC, and other AOC Chapters. The UK Chapter commits to helping other Chapters globally, including new start-up Chapters particularly outside the Continental US.
- Provides assistance and advice to other UK and allied bodies who are preparing papers, lectures and symposia involving EMO and IW/IO topics.
- Disseminates information on all matters relevant to EMO and IW/IO.

ARTICLE III – COMPOSITION AND NATURE

4. The UK Chapter shall be civilian in nature and will not be used for the dissemination of partisan principles, or for the promotion of the candidacy of any person seeking public office or preferment, nor for the promotion of any commercial enterprise, and will be a non-profit making organisation.

ARTICLE IV - TERRITORY

5. The UK Chapter covers the United Kingdom of Great Britain and Northern Ireland. The UK Chapter is active throughout this territory.

ARTICLE V - MEMBERSHIP

6. Membership

All full members of the UK Chapter are required to be members of the AOC. There is one class of membership of the AOC and UK Chapter; Full members as follows:

- a. Full Members. All paying members of the AOC pay their dues through the AOC membership page: <https://www.crows.org/page/membership>. In addition, members who are under 26 when they join the AOC using the 3-year complimentary membership scheme enjoy full membership rights, including the right to vote in all AOC and UK Chapter elections. Full

membership includes Chapter members who have received AOC Awards that confer complimentary lifetime membership.

7. Joining the UK Chapter

Joining and maintaining AOC membership and UK Chapter membership is an online process conducted through a link on the AOC website: www.crows.org. The UK Chapter BOD provides advice on membership to potential AOC and UK Chapter members when requested

8. Termination of Membership of the UK Chapter

The BOD of the UK Chapter may, after due notice and a proper hearing, recommend to the BOD of the AOC that the membership privileges of any member of the UK Chapter be suspended or revoked., for conduct likely to bring the AOC or the UK Chapter into disrepute.

ARTICLE VI - CHAPTER CALENDAR & MEETINGS

9. UK Chapter Calendar

The UK Chapter calendar year of operation will commence on 1st January each year. The UK Chapter financial year corresponds to the calendar year. The chapter will hold regular general membership and chapter BOD meetings. A minimum of three (3) meetings or activities of the membership will be held each year so the chapter remains active and in good standing. The following major events, as a minimum, will occur each year:

1. A list of current UK Chapter directors will be submitted to AOC HQ by January 31st.
2. The UK Chapter financial report will be submitted to AOC HQ by March 1st.
3. The UK Chapter Sustainment (Rebate) Report will be submitted to AOC HQ by July 31st.
4. UK Chapter nominations for AOC officers and director's positions and/or AOC Awards will be submitted as required by the designated suspense dates.

10. Regular Meetings

The BOD of the UK Chapter will arrange meetings of the Chapter at least three times a year to pursue the Chapter objectives as defined in Article II. Any member may suggest additional meetings to the BOD of the UK Chapter. To effectively manage the UK Chapter online BOD meetings will be held. All meetings will be minuted.

11. Annual General Meeting

The BOD of the UK Chapter will call an Annual General Meeting (AGM) of the Chapter early in the year in which to:

- a. Review the achievements of the preceding twelve months.
- b. Present a financial statement.
- c. Outline future plans.
- d. Announce the results of elections, when applicable.

12. Extraordinary General Meeting

An Extraordinary General Meeting (EGM) of the UK Chapter may be called by the BOD or by thirty or more full members. In the latter case, the calling members will be responsible for inviting all members (including the President and the rest of the Board) and for furnishing an Agenda.

13. Voting Rights and Elections

- a. Each member of the UK Chapter is entitled to one vote in all proceedings.
- b. In the event of an EGM, matters (other than amendments to the Constitution) will be decided by a simple majority vote providing at least 20 members are present at the time.
- c. Proposed amendments to the Constitution shall be circulated by the President to the membership at least 10 days before an AGM or, exceptionally, an EGM. Members may vote on proposed amendments to the Constitution in person at the Meeting or in writing to the Secretary. A proposed amendment shall require the approval of at least two thirds of the total of the membership present at the Meeting and any online votes received by the Secretary before the Meeting.
- d. The President of the UK Chapter and the other Elected Officers will be elected by a ballot run by an independent Elections volunteer, who is a full member of the UK Chapter. Nominations for the position of President must be supported in writing by at least six members of the UK Chapter and for other executive Directors (see paragraph 16, below) by no less than three members, of the UK Chapter; all nominations must be validated by the nominee's agreement, in writing, to stand. Elections will use proforma issued by the Elections volunteer and the Membership director, online.
- e. Incoming executive Board members will take up office immediately following the AGM.

14. Where nominations are unopposed, the Nominations volunteer will declare the result without holding an online election.

ARTICLE VII – BOD OF THE UK CHAPTER

15. The UK BOD consists of Elected Directors and Appointed Directors. The elected Directors comprise the Executive Board and consist of the President, Vice-President, Secretary, Treasurer, Membership Director plus the immediate past President (unless that past President has been removed by the vote of the full members or chooses to step down). The Executive Board will act on routine non-financial matters and when time precludes a full BOD meeting either face-to-face or on-line. In general, all BOD members participate and vote in UK BOD meetings.

16. Elected Director Term of Office

The President, Vice-President, Secretary, Treasurer and Membership Director will be elected for a term of three years by an online ballot of the membership of the UK Chapter, and may serve for 2 terms. In the event of there being no candidates for one or more elected director position, subject to the standing elected directors being willing to stand again, and after being nominated by the required number of members, a vote will be taken at the next AGM, paragraph 13d refers.

17. Appointed Officers

The President may appoint other non-executive Directors who are members to fill posts such as Education and Awards, Functions and serving Army, Navy and Air Force Directors, but not limited to these, after taking advice from all the BOD members. In addition, a non-BOD Election Volunteer will be appointed.

18. Voting Rights

In the event of it being necessary for the Board to hold a vote during a Board meeting all directors are entitled to a vote. The UK Chapter BOD will seek consensus on all issues; if the vote is split evenly, the President shall have the casting vote.

19. Directorship Terms of Reference

The Terms of Reference for all UK Chapter Directors are at Annex A.

20. Vacancies

- a. If the office of President falls vacant, the Vice-President will assume the office until the Election Volunteer can complete the arrangements for an online ballot of full members of the UK Chapter to elect a new President.
- b. If a vacancy arises on the BOD, the President may co-opt a member of the UK Chapter on to the Board to fill the position until the next elections.

21. Replacement of UK Chapter President

The UK Chapter President can only be voted out of office in an online ballot of all the members, where a simple majority of those members who respond is required to carry the vote. This procedure must follow a vote of no confidence in the President at an EGM.

ARTICLE VIII – COMMITTEES

22. The UK Chapter BOD will discuss all Chapter business collegiately either during face-to-face meetings, through telephone conferences or on-line. UK Chapter business includes, but is not limited to:

- Awards
- Constitution
- Finance
- History
- Membership
- Nominations and Elections
- Chapter visits
- Programmes
- Publications
- Science, Technology, Engineering and Mathematics (STEM)

ARTICLE IX – MEMBERSHIP FEES

23. AOC membership is managed on-line through the AOC website. The UK Chapter does not levy additional funds from UK Chapter members. The Treasurer

completes a form every year by 1 March every year and claims a rebate based on the number of members who are eligible for a rebate, which AOC HQ pay into the UK Chapter account.

ARTICLE X – RATIFICATION & AMENDMENTS

24. Ratification.

This UK Chapter Constitution will be issued on-line to UK Chapter members who will be invited to accept or reject it, or suggest changes. Any nil-returns will be considered as an acceptance vote. A fourteen-day ratification period will begin when the email covering the vote is issued. Subsequent small changes will be ratified by an affirmative vote of a simple majority at a regularly scheduled general meeting, typically the AGM. If amended a copy of the changed Constitution will be made available to all members on-line 1 week prior to the meeting AGM or exceptionally an EGM.

25. Amendments.

Proposed amendments must be approved by two-thirds of the UK Chapter BOD. Major amendments will necessitate a further vote by the UK Chapter membership.

26. Effective Date.

When ratified, the new Constitution becomes effective when the UK Chapter BOD issues the result which will occur after approval by the AOC BOD.

Annex A to the Constitution of the United Kingdom Chapter of the AOC

Terms of Reference

Executive Directors:

President

- Lead the UK Chapter members in the pursuit of technical and managerial excellence in the field of EM technology, techniques and systems.
- Determine the various needs of the UK Chapter members and organise through the BOD a suitable programme of events to meet these.
- Be familiar with the relationship between the UK Chapter, AOC HQ and AOC BOD.
- Monitor and be ultimately responsible for the financial status of the UK Chapter through the offices of the Treasurer.
- Motivate the UK Chapter to recruit suitably qualified new members and encourage active board membership.
- Preside over the UK Chapter AGM and deliver the annual report.
- Represent the UK Chapter on appropriate EM related bodies, work to support the UK Government, relevant Research & Development (R&D) committees, and appropriate Academic institutions.
- Submit UK Chapter and other outstanding candidates for AOC awards each year when appropriate with the support of the UK Chapter BOD.
- Liaise when appropriate with defence organisations, industry, government establishments and the academic establishments, etc.
- Cooperate as appropriate with other bodies working in the areas set out in the UK Chapter Constitution Objectives in the UK and wider area including cooperating with allies.
- Oversee preparation of the annual submission for Chapter of the Year Award in accordance with OpMan 72 and submit it with UK Chapter BOD consensus to the AOC HQ Membership Director not later than 31 July each year.
- Chair BOD meetings.
- Write Chapter newsletters with support from the BOD and members.

Vice President

- Perform President's duties when the President cannot do so.
- Be responsible for the various UK Chapter prizes and awards procedures.
- Manage the UK Chapter website including monitoring and reporting to the BOD on usage, development plans for the website, etc.
- Manage website advertising.

Past President

- Duties as requested by the UK Chapter President.

Secretary

- Email BOD meeting notices.
- Prepare and distribute agendas and Minutes of meetings.
- Prepare AGM calling notice and Agenda. Post AGM, the agreed Minutes will be posted on the UK Chapter website.
- Routine BOD and on-line BOD meeting Minutes will not be posted on the UK Chapter website.

Treasurer

- Maintain the Accounts for the UK Chapter and produce an annual report and balance sheet for the year 1 January – 31 December and budget for the coming year. These are to be available and audited prior to the AGM.
- Maintain routine correspondence with the AOC HQ Membership Director with regard to UK Chapter finances and reports.
- Record bank, cheque and cash credits to the UK Chapter and pay into the Current Account without undue delay.
- Implement, manage and maintain on-line banking
- Record bills payable and settle on behalf of the UK Chapter without undue delay.
- Maintain a working balance in the Current Account and make transfers as appropriate between the Current and Capital Accounts.
- Prepare the annual statement of UK Chapter activities and the Certification letter in accordance with the terms of the AOC Policy and Procedures Memorandum PPM 3-1 and submit this to the AOC HQ Membership Director, each year not later than 1st March and to claim the Annual Rebate on behalf of UK membership.
- Maintain a current register of Directors who are authorised to countersign cheques and liaise with the bank as appropriate.
- Provide routine financial support to the Board where requested and appropriate.

Membership Secretary

- Ensure that the UK Chapter membership details are correct as far as possible through regular monitoring and liaison with AOC HQ staff.
- Email UK Chapter newsletters and other information, such as election information and on-line voting details, to UK Chapter members.
- Increase/retain membership with support from other BOD members.
- Manage UK Chapter recruiting campaigns.

Military Directors

- Represent service interests on the BOD and act as Point of Contact for the MOD, PJHQ, JFC and all the single-Services.

Non-Executive Directors: - Appointed by the President from board or general membership

Nominations Volunteer

- Notify the BOD of election dates and procedures.
- Run UK Chapter elections with support from the Membership Director.

Functions and Visits

- Arrange functions and visits as requested by the BOD.