

THE UNITED KINGDOM CHAPTER OF THE AOC
- The Electronic Warfare and Information Operations Association

ARTICLE I - TITLE

1. The name of this association shall be The United Kingdom Chapter of the AOC – The Electronic Warfare and Information Operations Association, hereinafter called the UK AOC.

ARTICLE II - AIM

2. The aim of the UK AOC is:

“To provide an organisation within the United Kingdom for individuals who have a common interest in furthering their own and the general education in, and advancing the technical and military science and art of, Electronic Warfare and Information Operations for the benefit of the United Kingdom and its allies.”

3. To achieve its aim the UK AOC:

- a. Provides a forum for the exchange of ideas on the technical, operational, and psychological aspects of Electronic Warfare and Information Operations.
- b. Organises symposia, lectures and presentations on all facets of Electronic Warfare and Information Operations including its history.
- c. Organises demonstrations of Electronic Warfare and Information Operations techniques, devices and platforms.
- d. Provides formal and informal links with the U.S. parent association (AOC-The Electronic Warfare and Information Operations Association), hereinafter known as the AOC HQ, and other AOC Chapters.
- e. Provides assistance and advice to other UK and allied bodies who are preparing papers, lectures and symposia involving Electronic Warfare and Information Operations topics.
- f. Disseminates information on all matters relevant to Electronic Warfare and Information Operations.

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

ARTICLE III - MEMBERSHIP

5. Membership

All full members of the UK AOC are required to be members of the AOC. There shall be three classes of membership of the UK AOC; Full, Associate and Honorary members as follows:

- a. Full Members. All paid up members of the AOC, who pay their dues through the UK AOC.
- b. Associate Members. All paid up members of the AOC, resident in the UK, who do not pay their dues through the UK AOC.
- b. Honorary Members. Honorary membership may be awarded at the discretion of the UK AOC Board of Directors.

6. Transfer of Membership

Subject to the approval of the Board of Directors of the UK AOC, any member of the AOC, who is in good standing, may transfer his membership to the UK AOC.

7. Termination of Membership of the UK AOC

The Board of Directors of the UK AOC may, after due notice and a proper hearing, recommend to the Board of Directors of the AOC that the membership privileges of any member of the UK AOC be suspended or revoked. Any member of the UK AOC may be suspended or expelled by the Board of Directors of the AOC for misconduct in their relations with the AOC or the UK AOC or for conduct likely to bring the AOC or the UK AOC into disrepute.

8. Powers

Honorary members shall not be entitled to any of the powers and privileges of full members of the UK AOC.

ARTICLE IV - MEMBERSHIP FEES

9. UK AOC Fees

UK AOC fees shall be payable via the UK AOC Membership Secretary in Pounds Sterling at the appropriate rate determined by the UK AOC Board of Directors. The UK AOC Treasurer shall forward the required fee for each UK AOC member to the AOC HQ in US Dollars.

10. UK AOC Additional Levy

The UK AOC may levy annual Chapter membership fees in addition to those of the AOC annual membership fee. UK AOC fees shall be reviewed annually by the Board. In certain circumstances (e.g. termination of membership as in para 7 above, or exceptional personal circumstances) the Board of Directors may refund the balance of a member's UK AOC fees.

ARTICLE V - CHAPTER MEETINGS

11. Regular Meetings

The Board of Directors of the UK AOC will arrange regular meetings of the Chapter at least three times a year to pursue the Chapter aims as defined in Article II. Any member may suggest additional regular meetings to the Board of Directors of the UK AOC.

12. Annual General Meeting

The Board of Directors of the UK AOC shall 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. Seek three volunteers at the beginning of each election year to form the Nominations Committee.
- e. Announce the results of elections for the position of President of the UK AOC and for Directors.

13. Extraordinary General Meeting

An Extraordinary General Meeting of the UK AOC may be called by the Board of Directors 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.

14. Voting Rights and Elections

- a. Each full member of the UK AOC shall be entitled to one vote in all proceedings.
- b. In the event of an Extraordinary General Meeting, matters (other than amendments to the Constitution) shall be decided by a simple majority vote providing at least thirty members are present at the time.
- c. Proposed amendments to the Constitution shall be circulated by the President to the full membership at least sixty days before an Annual or, exceptionally, an Extraordinary General Meeting. 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 the postal votes received by the Secretary before the Meeting.
- d. The President of the UK AOC and the the other Elected Officers shall be elected by postal ballot run by the Nominations Committee. The Nominations Committee shall consist of three full volunteer members of the

UK AOC; they shall maintain their numbers by cooption as necessary during their two year term of office. The Nominations Committee shall seek nominations every September for the Elected Officers positions falling vacant in the following January. Nominations for the position of President shall be supported in writing by no less than six full members of the UK AOC and for Directors by no less than three full members, of the UK AOC; all nominations shall be validated by the nominee's agreement, in writing, to stand. Ballot papers shall be sent to the full membership of the UK AOC in October and returned to the Nominations Committee by the end of December. Ballot papers are to be opened on or after 31 December in the presence of all three members of the Nominations Committee and counted; they are then to be retained until the end of the following March. The Nominations Committee shall inform nominees in writing during January of the results of the election; they shall then report to the Annual General Meeting on the conduct and results of the elections.

- e. Incoming Board members shall take up office immediately following the AGM.
- f. Where nominations are unopposed, the Nominations Committee shall declare the result without holding a postal ballot.

ARTICLE VI - CHAPTER YEAR OF OPERATION

15. Chapter Year of Operation

The UK AOC year of operation shall commence on 1st January each year.

ARTICLE VII - BOARD OF DIRECTORS OF THE UK AOC

16. The Board of Directors of the UK AOC shall consist of a minimum of the President, Vice-President, Executive Officer, Secretary, Treasurer, Membership Secretary, Military Director plus the immediate past President (unless that past President has been removed by the vote of the full members). These are the Executive Directors.

17. Elected Officers

- a. The President shall be elected every other year by postal ballot of the full membership of the UK AOC.
- b. The Vice-President, Executive Officer, Secretary, Treasurer and Membership Secretary shall be elected for a term of three years by postal ballot of the full membership of the UK AOC. Their terms shall be staggered so that approximately two are elected every year.

18. Appointed Officers

The President shall appoint from the full membership non-executive Directors to fill the following posts:

- a. Three Nominations Committee Members.

- b. The President may appoint other non-executive Directors to fill posts such as Education and Awards, Functions and serving Army, Navy and Air Force Directors.

19. Voting Rights

In the event of it being necessary for the Board to hold a vote during a Board meeting only those directors nominated at para 16 above are entitled to a vote. The senior military officer present from sub para 18b will be entitled to the Military Director's vote.

20. Directorship Terms of Reference

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

21. Vacancies

- a. If the office of President falls vacant, the Vice-President shall assume the office until the Nominations Committee can complete the arrangements for a postal ballot of the full membership of the UK AOC to elect a new President.
- b. If a vacancy arises on the Board of Directors, the President may co-opt a full member of the UK AOC on to the Board to fill the position until the next elections.

22. Replacement of a President

A President cannot be voted out of office other than by a simple majority in a postal ballot of the full membership. This procedure must follow a vote of no confidence in the President at an Extraordinary General Meeting.

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

Terms of Reference

Executive Directors:

President

- Lead the UK AOC members in the pursuit of technical and managerial excellence in the field of EW technology, techniques and systems.
- Determine the various needs of the UK AOC members and organise through the Board of Directors a suitable programme of events to meet these.
- Be familiar with the relationship between the UK Chapter and AOC HQ.
- Monitor and be ultimately responsible for the financial status of the UK AOC through the offices of the Treasurer.
- Motivate the UK AOC to recruit suitably qualified new members and encourage active board membership.
- Preside over the UK AOC AGM and deliver the annual report.
- Represent the UK AOC on appropriate EW related bodies and relevant R&D committees.
- Liaise where necessary with defence organisations, industry, government establishments and the universities.
- Cooperate as appropriate with AFCEA (UK) as set out in the MoU.

Vice President

- Perform President's duties when the President cannot do so.
- Prepare the annual submission for Chapter of the Year Awards; submit this to the UK AOC President for approval and then forward to the AOC HQ Membership Director not later than 1st April each year.
- Be responsible for the various AOC prizes and awards procedures.

Past President

- Duties as requested by the UK AOC President.

Executive Officer

- Chair Board of Director's Meetings.
- Prepare yearly schedule of meetings and visits.
- Write and manage newsletter distribution to the UK membership.
- Arrange biennial classified symposium.
- Monitor the quality and effectiveness of the UK AOC web-site.

Secretary

- Send out Board of Directors meeting notices and contact board members.
- Prepare and distribute minutes of meetings.
- Prepare annual chapter certification letter.

Treasurer

- Maintain the Accounts for the UK AOC and produce an annual report and balance sheet for the year 1st January – 31st December and budget for the coming year. These are to be available and audited prior to the Annual General Meeting.
- Maintain routine correspondence with the AOC HQ Membership Director with regard to membership accounts and finance.
- Record membership renewals from the Membership Director, UK AOC, and forward to AOC HQ without undue delay together with the associated funds. These funds are currently transferred by Bank of Scotland credit card.
- Record bank, cheque and cash credits to the UK AOC and pay into the Current Account without undue delay.
- Record bills payable and settle on behalf of the UK AOC 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 membership postage charges on behalf of the UK AOC and submit a claim for repayment to the AOC HQ Membership Director, each year not later than 1st February.
- Prepare the annual statement of UK AOC activities 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

- Keep accurate membership mailing list.
- Arrange UK AOC membership renewals.
- Increase/retain membership.
- Manage UK AOC recruiting campaigns.

Military Director

- Represent service interests on the Board of Directors and act as Point of Contact for the MoD.

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

Nominations Committee

- Run local elections.
- Act as focal point for nominations for AOC HQ.

Education and Awards

- Obtain nominations for the UK AOC prizes and, in conjunction with the Vice President, arrange for the prizes to be presented.
- Arrange and manage tutorial sessions for the UK membership.
- Store and control UK AOC's media and other educational material.
- Work with AOC HQ to acquire educational material and programs.

Functions

- Arrange functions and visits as requested by the Executive Officer.

Army, Royal Navy and Air Force

- Represent single-service interests and act as point of contact for their service.