



Date: 03/06/2024

### The Capital of Texas Chapter Petition

The undersigned active members of the Association of Old Crows "AOC", living and working in the Austin, TX area, do hereby petition the Board of Directors of the (AOC), for permission to activate an AOC chapter in the Austin, TX area. This chapter shall be a regular chapter within the meaning specified by Article III, Section 3 of the By-Laws of the AOC and shall be named The Capital of Texas Chapter. A copy of this proposed new chapter's By-Laws is submitted for your review.

(For US Chapters) We, The Capital of Texas Chapter, hereby authorize the AOC to include the financial report submitted by *March 31<sup>st</sup>* as part of the consolidated annual report to the Internal Revenue Service for each calendar year. Based on the annual report submitted to the AOC, the Capital of Texas Chapter relieves itself from filing an individual report to the IRS. This is in reference to the group exemption from US federal income tax under section 501(c) (6) of the Internal Revenue code of 1954.

Chapter Name Capital of Texas

Acting Chapter President - Natalie Welp

Names:

1. Natalie Welp
2. Tate Noster
3. Neil Hamilton
4. Jacob Keating
5. Paul Cole
6. Matthew McAdams
7. William Walsh
8. Steve Beck
9. Antonio Asuelo
10. Igor Alvarad
11. Matt Pegram
12. Jeff Olsen
13. Jay Miseli
14. Randy Noster
15. Ed Cream
16. Brad Sallee
17. Joe Priest
18. Chris Martin

**Electronic Warfare (EW) | Electromagnetic Spectrum Operations (EMSO)**

**Cyber-Electromagnetic Activities (CEMA) | Information Operations (IO)**

1001 N. Fairfax St., Suite 300 | Alexandria, VA 22314 | T 703.549.1600 | F 703.549.2589 | [crows.org](http://crows.org)

## **Attachment 2**

### **The Capital of Texas Chapter Association of Old crows By-Laws**

The name of this chapter shall be the Capital of Texas Chapter of the Association of Old Crows (AOC).

#### ***ARTICLE II - OBJECTIVE***

Objectives of the chapter are to further within its territory the mission, aims, and purposes of the AOC International Constitution and Bylaws, that is, to promote the exchange of ideas and information in the fields of Electronic Warfare, Electromagnetic Spectrum Operations, Cyber Electromagnetic Activities, Information Operations, and other information related capabilities, to recognize advances and contributions in these core areas, to document the history of electronic warfare, and to commemorate fittingly, the memory of fellow Crows. The chapter shall encourage original research; foster the dissemination of new knowledge; further the professional development of those engaged in related scientific, engineering, management, and operational activities; improve public understanding of the profession and its contributions, encourage education in appropriate engineering and scientific specialties and appropriately recognize outstanding professional accomplishments.

#### ***ARTICLE III - COMPOSITION AND NATURE***

The chapter shall be civilian in nature and 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 promotion of any commercial enterprise.

#### ***ARTICLE IV- TERRITORY***

The chapter territory shall be that area within commuting distance of Austin to include such additional or fewer cities and state subdivisions as may be deemed appropriate by the Association of Old Crows.

(.78610,78613,78617,78641,78652,78653,78660,78664,78681,78701,78702,78703,78704,78705,78712,78717,78719,78721,78722,78723,78724,78725,78726,78727,78728,78729,78730,78731,78732,78733,78734,78735,78736,78737,78738,78739,78741,78742,78744,78745,78746,78747,78748,78749,78750,78751,78752,78753,78754,78756,78757,78758,78759)

SECTION 1. MEMBERSHIP. All members of the AOC who reside in the chapter's jurisdiction, as approved by the AOC Board of Directors, shall be eligible for membership.

SECTION 2. CHANGE OF MEMBERSHIP. Membership will be moved to a new chapter jurisdiction upon notification of change of address or request to AOC Headquarters.

### ***ARTICLE VI - CHAPTER CALENDAR***

The chapter fiscal year shall correspond to the calendar year. The chapter will hold regular general membership and chapter board of directors' meetings. A minimum of three meetings or activities of the membership must be held each year for the chapter to remain active. The following major events, as a minimum, will occur each year:

1. A list of current officers to be submitted by January 31<sup>st</sup>.
2. Submit the chapter Financial Report by March 31<sup>st</sup>.
3. Submit the chapter Sustainment (Rebate) Report by July 31<sup>st</sup>.
4. Chapter nominations for AOC officers and director's positions and/or AOC Awards nominations will be submitted to the appropriate AOC committee chairperson by the designated suspense dates.

### ***ARTICLE VII - OFFICERS AND DIRECTORS***

SECTION 1. OFFICERS. There shall be two classes of officers: elected and appointed. The president shall be elected by the regular membership at large to serve for a period of one year and until a successor is duly elected and installed. Three other officers -vice president, secretary, and treasurer - shall be appointed by the incoming president from among the elected directors. The chapter election committee shall implement the process to elect the president and directors. The election shall be conducted as follows:

A nominating committee of regular members shall be selected by the president to oversee the elections. All members in good standing who are willing to serve will be placed on the ballot if nominated. The resulting list of candidates shall be presented to the general membership. Additional nominations may be made from the membership. All nominations shall require a second.

SECTION 2. ELECTION PROCEDURE. Voting shall be conducted following the closeout of nominations by secret ballots. The ballots shall be counted no later than 15 days after the close out of the election in the presence of a majority of the Election Committee and retained for a period of three months. The results shall be announced no later than 15 days after the ballots have been counted. Chapter officers for the following year shall be installed on a schedule agreed upon by the chapter, but no later than the end of the calendar year.



SECTION 3. ELECTED AND APPOINTED OFFICERS. Four officers shall have the following responsibilities:

- a. President. The president shall exercise the powers and perform the duties assigned under the constitution, and as chief executive officer of the chapter, shall serve as chairperson of the chapter Board of Directors, generally supervising the chapter's affairs, presiding over the regular meeting of the chapter, and enforcing the provisions of the constitution and the will of the chapter Board of Directors. The president shall not serve for more than two consecutive terms.
- b. Vice-president. The vice-president shall assist the president in the discharge of presidential duties and act as president when the president is absent.
- c. Secretary. The secretary shall keep a record of the proceedings of the Board of Directors and of all other matters for which a record shall be ordered by the president or Board of Directors, being responsible for the official correspondence of the chapter and distributing a copy to the AOC headquarters if requested.
- d. Treasurer. The treasurer shall collect and disburse all funds of the chapter and shall serve as custodian of such funds, keeping regular accounts in books belonging to the chapter, which shall be open to inspection by any member of the chapter Board of Directors, by any officer or director of the Association of Old Crows or any regular member. The Treasurer shall make a financial report at each regular board meeting, and at such other times as shall be required by the Board of Directors or by the president in addition to filing the annual financial report to AOC Headquarters (due March 1<sup>st</sup>).

SECTION 4. DIRECTORS. Directors' terms shall be staggered such that a proportionate number are elected each chapter election cycle. The term and number of the elected directors shall be determined in the Chapters by-laws. A director, elected to the office of president, will relinquish the remaining term as director. The remainder of the term of a director who is elected president, or who resigns, shall be filled by either a candidate who was not elected in the past election but received the most votes among those running for director and not elected or appointed by the president. The selection must be approved by the Chapter Board of Directors, and all actions must become part of the chapter record. The Board of Directors shall perform such duties as may be individually assigned by the chapter president or by the Board of Directors.

SECTION 5. BOARD OF DIRECTORS. The Board of Directors shall be the chapter governing body and shall be composed of the president, the officers, the directors, and the immediate past President. In addition to such powers as are specifically conferred upon it by the By-Laws, the Board of Directors shall be responsible for directing the chapter affairs and may make such rules and procedures, as it deems advisable, consistent with the By-Laws. The Board of Directors will complete a record of its actions. This record shall be open to review by any regular member upon reasonable notice.

## ***ARTICLE VIII- COMMITTEES***

SECTION 1. STANDING COMMITTEES. The following standing committees are authorized:

1. Awards
2. Constitution
3. Finance
4. Historical
5. Membership
6. Nomination and Election
7. Programs (Meetings)
8. Publications
9. Scholarships

SECTION 2. SPECIAL COMMITTEES. Special, or ad hoc committees, may be appointed as deemed appropriate by the president or as directed by the Board of Directors. These committees shall function in the same manner as standing committees except they shall in general be limited to short periods of existence.

SECTION 3. COMMITTEE OPERATIONS.

a. Chairpersons of standing committees shall be appointed annually by the president from among the chapter's membership. Members of the Board of Directors should be selected for the chairpersons of committees where they can be effective; however, their selection is not mandatory. Chairpersons will select their committee members from among the regular membership. Each standing committee shall hold a meeting at such time and place as may be specified, after due notice to its members, by its chairperson, by the chapter president or upon the request of a majority of the committee members. A record shall be kept of each committee's proceedings and submitted, in writing, to the secretary to become a part of the permanent record. Any committee member may resign with the president's concurrence.

b. ~~Committee chairpersons may be removed by the president. Each committee shall be charged with the duties assigned to it by the By-Laws, by the committee's operating procedures, by the president or by the Board of Directors, and shall perform such other duties as are appropriate to its functional area. Any questions as to the jurisdiction of a committee shall be resolved by the president. No committee shall incur any indebtedness or pecuniary obligation for which the chapter shall be responsible without prior specific authorization by the Board of Directors.~~

### ***ARTICLE IX - MEMBERSHIP FEES***

Initiation fees and annual dues shall be as specified by the Association of Old Crows and are payable directly to it. The chapter, at the discretion of the chapter's Board of Directors, may also levy dues upon its affiliated members as may be required to conduct its programs. Such assessments or dues shall, during a calendar year, never exceed the amount of the annual dues of the Association of Old Crows.

### ***ARTICLE X - RATIFICATION & AMENDMENTS***

**SECTION 1. RATIFICATION.** These By-Laws shall be ratified by an affirmative vote of a simple majority of the members present at a regularly scheduled general meeting which will have been announced by a notice accompanied by a printed copy.

**SECTION 2. PROPOSED AMENDMENTS.** Proposed amendments or changes to these By-Laws must be approved by two-thirds of the Board of Directors.

**SECTION 3. MEMBERSHIP APPROVAL.** Proposed amendments or changes to the By-Laws, which have been approved by the Board of Directors, must be approved by the regular membership. Proposed amendments or changes will normally be submitted for approval with the annual election, however, the Board of Directors may submit proposed amendments or changes at other times if it is deemed necessary.

**SECTION 4. EFFECTIVE.** Amendments or changes will be adopted provided that the majority of the votes cast are for the proposed amendments or changes. If submitted at the annual election, the results will be counted with the annual election results. In the case of special submission to the membership, thirty days will be allowed between mailing and tabulation of results. In either case, the change will be effective upon receipt by the Board of Directors of the results of the voting and upon approval of the AOC's Board of Directors.

