

# Board of Directors

Association of Old Crows  
1001 N. Fairfax St., Suite 300  
Alexandria, VA 22314

## MINUTES

07 March 2024



### THOSE PRESENT

#### Executive Committee

- Brian “Hinks” Hinkley, President
- Tony Lisuzzo, President-Elect
- Dennis “Mancub” Monahan, Secretary

- Jim Utt, Treasurer
- Erik Bamford, International
- Shelley Frost, Executive Director

#### At Large Directors

##### 2024

- Nino Amoroso
- Steve Oatman

##### 2025

- Ken Dworkin
- Dr. Haruko Kawahigashi

##### 2026

- Scott Oliver
- Paul Vavra

#### Appointed Directors 2024

- Frank “Cowboy” Ball
- Ken “Kilo” Parks

#### Regional Directors

##### 2024

- Dennis Monahan, Mid-Atlantic
- Wayne Shaw, Mountain-Western
- Jim Utt, Central

#### Regional Directors

##### 2025

- Amanda Brockermeier, Pacific
- Erik Bamford, International I
- Mark Schallheim, North-Western

#### Regional Directors

##### 2026

- Maj. Brandon Coleman, Southern
- Myles Murphy, Northeast
- JP Kim, International II

#### Immediate Past President

- Glenn “Powder” Carlson

#### Board of Governors (non-Voting)

##### 2024

- Jesse “Judge” Bourque
- Mick Riley

#### Staff and Others (non-Voting)

- Shelley Frost
- Tony Ramos
- Ken Miller
- Glorianne O’Neilin
- Bob Andrews
- Kathy Hartness
- Hollann Schwartz
- Michael Brock
- Raleigh Levitt
- Eric Colon

#### Legend:

Present

Not Present

Present by Zoom/Telephone

## CALL TO ORDER

Proper meeting notice having been given and with a **QUORUM** present, the Board of Directors meeting **CONVENED** at 1608 hours EST, Thursday 7 March 2024, by Zoom teleconference. President Hinkley called the meeting to order.

## SECRETARY REPORT

Minutes for the 10 December 2023 Board of Directors (BoD) meeting were posted as readalouds for member review and approval. Highlights were presented to the Board.

Five (5) Action Items (AI) D-2023-08 through D-2023-12 were opened and assigned to various committees during the 10 December BOD. These AI:

- Direct the Finance Committee to take an action to examine steps that could be taken to generate increased sponsor revenues. **[D-2023-08]**
- Direct the International Committee (Erik Bamford) to examine how we access, reference, understand, and account for international strategies in our AOC strategy and operations; and examine forums we have developed for information sharing with international members and develop recommendations, if necessary, based on the findings. **[D-2023-09]**
- Direct the Advocacy Committee to examine how our marketing message is being communicated on LinkedIn and other social media platforms, identify where we should look to expand our presence (i.e., Smithsonian, National Science Foundation, other “non-traditional” channels), and make recommendations to the Board. **[D-2023-10]**
- Direct that we [the BOD] will stand up an Ad Hoc Committee to examine what is required to create an EW Asia international conference. **[D-2023-11]**
- Direct the Conference Committee to engage with Pt. Mugu to talk specifically about building a classified venue for international partners to participate on collaborative talks about EW at the Five Eyes level (at a minimum). **[D-2023-12]**

It was **MOVED** and **SECONDED** (Utt/Vavra) to **APPROVE** the minutes of the 10 December 2023 BoD meeting. **MOTION PASSED.**

## FINANCE COMMITTEE REPORT

Mr. Jim Utt, Treasurer, provided a review of the unaudited 2023 financials and provided a preview of the 2024 DRAFT Budget.

Overall account balance stands at \$5,469k as of 29 February 2024 with Contingency Operating Reserve Fund set at \$2.448 million dollars and the Capital Expenses Reserve Fund at \$146K dollars. Annual planned obligations amount to ~\$437K for 2024; P/L Estimate at -\$555k; and “Extra Funds” at \$1.883k.

It was **MOVED** and **SECONDED** (Murphy/Parks) to **APPROVE** the 2024 Reserve Fund Allocations as presented. **MOTION PASSED.**

It was **MOVED** and **SECONDED** (Brockermeyer/Shaw) to **APPROVE** the FY24 Treasurer’s Report as presented. **MOTION PASSED.**

## STRATEGY COMMITTEE UPDATE

Mr. Myles Murphy provided a brief review and status of the AOC Vision, Strategy, and the 5 Strategic Goals leading into 2026.

Mr. Myles Murphy reviewed the 2024 Annual Operating Plan and the High-Level objectives for each of the Strategic Goals: grow global membership; build an advocacy and communications enterprise; diversify streams of revenue; strengthen international programs; and grow professional development. Specific actions include, but are not limited to:

- Membership
  - Implement recommendations provided by McKinley Associates
  - Incorporate BillHighway toolset
  - Challenge chapters for more involvement
- Advocacy and communications
  - Improve the content we deliver to members
  - Continue Congressional outreach and education
  - Establish a Political Action Committee (PAC)
- Revenue streams
  - Build on existing conferences and annual convention
- International programs
  - Continue NATO Subgroup 2 involvement
- Professional development
  - Build relationships and partnerships
  - Restructure AOC Educational Foundation
  - Determine way ahead with STEM support to AOC chapters

Mr. Murphy also briefed that the Five-Year Strategic Plan will be updated and voted on in 2024; should be available for review by the Board in summer of 2024.

## ADVOCACY AND OUTREACH COMMITTEE UPDATE

Mr. Ken Miller provided a recap on the discussion from December 2023, as relates to the PAC. At that Board of Directors meeting the Board voted to establish a PAC and the formation of an ad hoc committee to carry out responsibilities and report progress. The goal is to have a fully-approved (by AOC Board) and officially registered (by the FEC) PAC by January 2025 to allow for contribution solicitation in the NEXT election cycle.

Held first meeting on 28 February to look at the requirements. Those requirements fall into 2 categories:

1. the governance side of the responsibilities (establishing bylaws, ad hoc committee, filing paperwork), and
2. the education outreach to AOC members (why establishing PAC, how they can help).

The committee looked at how important it is to clearly communicate how the PAC will be used to maintain engagement and advocacy on global issues.

Finally, the committee examined timeline for activities:

- Next committee meeting will take place in April 2024. At that meeting the committee will begin development of an issue paper on the impact of global advocacy. In addition, the committee will outline an educational outreach plan for 2024.
- In addition, the committee will begin to look at identifying PAC Officers. The FEC has requirements on this which include a President, a Treasurer, and a Vice Treasurer. These are the minimum positions required by law.
- Finally, at the next meeting the committee will begin to build a Draft set of Bylaws.

First goal of the PAC committee is to have Board approval of PAC registration, bylaws, officers, and operations plan at the December BoD meeting.

Second goal is for official registration of the PAC to the FEC after 1 January 2025.

Mr. Miller also reviewed the discussion from the BoD meeting in December to refresh the Board.

## **ANNUAL SYMPOSIUM REPORT**

Mrs. Kathy Hartness provided an update on the 2024 Symposium Committee activities.

- This year's committee is chaired by Mrs. Lisa Fruge-Cirilli.
- Confirmed theme: Electromagnetic Warfare – The Great Power Competition
- Confirmed Objective: “From the wars in Ukraine and Gaza, to warfare in the Red Sea, the geopolitical situation is increasingly hostile, and tensions are increasing worldwide. Whether a nation state is monitoring borders for troop buildups through ISR in peacetime or denying vital data and information to their enemy through electronic attack during high-intensity conflict, superiority in the electromagnetic spectrum will be a key to victory in Great Power Competition. This year's convention will rigorously examine what the lessons learned to date from the current conflicts means for maneuver in the EMS battlespace--in all warfighting domains, in all theaters of operations—and EMS superiority writ large for the AOCs International Membership.”

Convention finances were reviewed for the Board. Significant progress made regarding exhibitors and sponsorships. Over half of the budget has been raised to date (\$1.16 million for budget of \$2.03 million) for the Annual Symposium. Mrs. Hartness also reviewed the fundraising status for the remaining conferences in 2024 (Pt. Mugu, CEMA, NSWC Crane, and Charleston).

## AOC EUROPE UPDATE

Mr. Erik Bamford provided an update on the planned conferences

2024: will take place 13-15 May in Lillestrøm, Norway.

- There are currently 88 exhibitors
- Expecting more than 1200 attendees
- Lord Stuart Peach will provide conference keynote
- Also expecting 33 speakers from 11 countries

EW Live: will take place 17-19 September (2024) in Tartu, Estonia

- AOC workshops on the 17<sup>th</sup>
- Sponsorship by industry – Rhode & Schwarz

2025: will take place in Rome, Italy; in La Nuvola Conference Center

AOC Asia 2025:

- Investigating feasibility of ADEX defense show in Seoul, Korea, October 2025

## GOVERNANCE COMMITTEE REPORT

Mr. Glenn “Powder” Carlson presented a review of governance actions.

- There is a requirement for a quarterly review of OPMAN 13 Appendix A. This OPMAN lists all the embargoed countries identified by Treasury and the Department of State. There have been no changes to the list during this quarter, therefore no changes need to be made to the OPMAN 13 Appendix A.
- Mr. Carlson proposed admin changes to the AOC Mission Statement which adjusts terminology from “electronic” to “electromagnetic” and specifically includes the signals intelligence (SIGINT) community. Significant discussion on the need to include Information Operations ensued.

It was **MOVED and SECONDED** (Carlson/Monahan) to **APPROVE** the amended AOC Mission Statement as presented. **MOTION DENIED.**

- Mr. Carlson provided an update on the OPMANs that require review.

## MEMBERSHIP COMMITTEE REPORT

Mr. Eric Colon presented a high-level review of recent Membership Committee activity and membership statistics.

Current activities include:

- Mr. Monahan examining the rebate program to see if there is potential value in restructuring the program to generate growth in smaller chapters as opposed to the current approach of “rewarding” large population chapters.
- Examining the value of Regional Directors having a “deputy” to assist with responsibilities.
- Examining value of event discounts for chapters to utilize to increase membership during events.

Glorianne provided an update on the Billhighway Program and chapter revitalization.

### **AWARDS COMMITTEE REPORT**

Mr. “Kilo” Parks presented a detailed report on the status of Awards. Some topics that were discussed:

- Mr. Parks asked for increased support for Board submissions on the Silver and Gold awards where the Board is the sole source. The number of submissions was light last year.
- Waiting for the Billhighway program to finish rollout prior to awards committee meeting; don’t want to distract the chapters with too many major activities simultaneously.

### **AOC FUTURE LEADERS REPORT**

Mrs. Amanda Brockermeyer provided an update on how the committee is looking at Future Leaders:

- Who are they; how do we identify them?
- Where are they; how do we reach them?
- How do we compel them to join AOC?

### **NOMINATIONS & ELECTIONS COMMITTEE REPORT**

Glorianne provided an update on committee actions for upcoming elections.

Open positions include two (2) Directors at Large, and three (3) Regional Director positions (Central, Mid-Atlantic, and Mt-Western).

### **EDUCATION AND TRAINING COMMITTEE REPORT**

Mr. Ken Dworkin presented an update on how a “Talent Pipeline” ad hoc breakout session was held at the symposium on the topic. There was a lot of interest expressed in the meeting. This initiative will get a lot of attention at future education and training committee meetings to see what can and needs to be done.

### **EXECUTIVE DIRECTOR REPORT**

Executive Director Frost provided an update to the Board on:

- New database, Billhighway, and the website implementation kicked off; going public in a few weeks.
- Executive Director Frost provided the upcoming BoD & BoG schedule and requested the Board update the Engagement Calendar as information presents.
- Executive Director Frost provided an update on the professional staff organization chart. Two vacant positions remain: Assistant to Director of Training and Education Strategic Partnerships, and AOC Europe 2025 Support Staff.

## CLOSING COMMENTS

President Hinkley thanked the Board for their participation and closed out the meeting.

It was **MOVED and SECONDED** (Murphy/Brockermeyer) to adjourn the meeting. **MOTION PASSED**. President Hinkley **ADJOURNED** the proceedings at 1815 hours EST, 7 March 2024.

## RESPECTFULLY SUBMITTED

Presented by the Secretary for APPROVAL by the Board of Directors on 6 June 2024.

*Dennis Monahan*

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Dennis Monahan, Secretary

6 June 2024

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Date