



# ASSOCIATION OF OLD CROWS

## *Constitution for the Australian Chapter*

### **ARTICLE I**

The name of this club shall be “Australian Chapter, Association of Old Crows”.

### **ARTICLE II**

#### ***Aims and Purposes***

The Australian Chapter of Old Crows is formed to provide an organisation for individuals who having a common interest in Electronic Warfare and who wish to foster and preserve the art of Electronic Warfare, to promote the exchange of ideas and information in the field of Electronic Warfare, to recognise the advances and contributions to Electronic Warfare, to document the history of Electronic Warfare and to commemorate fittingly the memory of fellow crows.

### **ARTICLE III**

#### ***Composition and Nature***

##### Section 1

The club shall be civilian in nature and shall not be used for 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**

#### ***Membership***

All members of the United States National Association of Old Crows who reside in the Commonwealth of Australia and its Territories shall be eligible for membership.

## **ARTICLE V**

### ***Organisation***

#### Section 1 – Organisation

The Club shall be affiliated with the United States National Association of Old Crows, with each member accredited to that Association. The club shall be composed of ten (10) or more Members.

## **ARTICLE VI**

### ***Change of Residence***

#### Section 1 – Transfer of Membership

Any member of this club who is in good standing, may transfer his membership to any other Club, provided he shall reside or be regularly employed in the general vicinity of his new Club.

## **ARTICLE VII**

### ***Annual Dues***

#### Section 1 – Association Dues

The Association dues shall be payable to the United States National Association. Membership in the National Association is required in order to be a member of the Australian Chapter.

## **ARTICLE VIII**

### ***Club Meetings***

#### Section 1 – Regular Meetings

Meetings shall be held at least quarterly at a time and place to be determined by the Board of Directors.

#### Section 2 – Special Meetings

The Club shall meet in special session upon the call of the president, acting under authority granted by a majority of the club's Board of Directors.

#### Section 4

Each Member of the Chapter shall be entitled to one vote in all proceedings.

#### Section 5 - Quorum

Those Members present at a duly announced meeting shall constitute a quorum.

### Section 6 - Club Year of Operations

The Club year of operation shall commence on March 1<sup>st</sup> and terminate on the following February 28<sup>th</sup>. The annual meeting of members for the election of Club officers and Directors shall take place on March 1<sup>st</sup> or at the first regular meeting thereafter.

## **ARTICLE IX**

### ***Officers and Directors***

#### Section 1 – Officers

The Officers of the Club shall be President, Vice President, Secretary and Treasurer, or Secretary/Treasurer.

#### Section 2 – Elected Officers

The President shall be elected by the membership of the Club to serve for a period of one (1) year and thereafter until his successor is duly chosen. No person may be elected to the office of President for more than two (2) consecutive terms.

#### Section 3 Appointed Officers

The Vice – President, Secretary and Treasurer or Secretary/Treasurer shall be appointed by the elected President. The appointments shall be made from among the elected directors of the Club and they shall serve for a period of one (1) year and thereafter until their successors have been chosen for the new presidential term.

#### Section 4 – Directors

There shall be six (6) elected Directors and they shall be elected for a period of three (3) years. One-third (1/3) of the total membership of elected directors shall be elected each year. The initial directors shall be designated as one (1) year, two (2) year, and three (3) year Directors each year. Term of office to be served by the initial group of directors shall be determined by drawing lots by the elected directors.

#### Section 5 – Vacancies

In case of any vacancy in any office, it shall be filled by appointment of the President for the remainder of the unexpired term and thereafter until a successor is elected except that in case of a vacancy occurring in the office of President, the office shall be assumed by the Vice – President

#### Section 6 – Voting

All members may exercise the right of voting. Voting will be by ballot.

## **ARTICLE X**

### ***Board of Directors***

#### Section 1 – Composition

The Directors, Officers, and immediate past President of the club shall comprise the Board of Directors.

Section 2 – Powers

Between meetings the administrative power of the Club shall be vested in the Board of Directors.

Section 3 – Vacancies

Any vacancy in the Board of Directors shall be filled as provided in Article IX, Section 5.

**ARTICLE XI**

***Standing Committees***

Section 1

The Club, from time to time may provide by its By-Laws, for such Standing Committees as may be deemed necessary. The President, annually, shall appoint the members, designate the Chairman and fill the vacancies.

**ARTICLE XII**

***Special Committees***

Section 1

Either the Club membership, duly assembled, or the Board of Directors or President, from time to time, may create special committees and define their respective powers and duties.

**ARTICLE XIII**

***Discipline***

Section 1 – Action, How Taken

The Board of Directors, after notice and proper hearing, may suspend or revoke the membership privilege of any member.

Section 2 - Causes for Actions

Any member of the Club may be suspended or expelled for misconduct in his relations to the Association or Club, for disloyalty, upon conviction by a court of competent jurisdiction, or a felony or membership in any subversive activity.

**ARTICLE XIV**

***Amendments***

Section 1 – How Effected

This constitution may be amended, but only by a two-thirds (2/3) majority of the votes cast by the Membership of the Club voting by ballot, provided that notice of the proposed amendment shall have been given by the Secretary to such members at least thirty (30) days before the amendment is offered for final adoption. The Constitution may be amended without notice only by the unanimous vote of the Club's Membership presented at the meeting at which the proposed amendment is offered for adoption. This Constitution and By-Laws of this Club, and

all amendments thereto, are subject to review and approval by the Constitution until such review and approval have been obtained.

## **ARTICLE XV**

### ***Conformity***

#### **Section 1**

The provisions of this Constitution and By-Laws shall be subject to the Constitution and By-Laws of the United States National Association, as presently provided or as the same might hereafter be amended. In the event of the inconsistency between the provisions of this Constitution and By-Laws and the Constitution and By-Laws of the US National Association, then the provisions of the US National Constitution and By-Laws shall govern and prevail.

## **ARTICLE XVI**

### ***Effective Date***

#### **Section 1**

This constitution shall take effect immediately upon its adoption.