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EXTENDED TO AUGUST 15, 2019

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Form 990

Return of Organization Exempt From Income Tax

Department of the Treasury Internal Revenue Service

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

Do not enter social security numbers on this form as it may be made public.

Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No 1545-0047

2017 Open to Public Inspection

A For the 2017 calendar year, or tax year beginning OCT 1, 2017 and ending SEP 30, 2018

B Check if applicable: X Address change, X Name change. C Name of organization: AFCEA INTERNATIONAL. D Employer identification number: 53-0180161. E Telephone number: (703) 631-6166. G Gross receipts \$: 23,377,780. H(a) Is this a group return for subordinates? No. H(b) Are all subordinates included? No. J Website: WWW.AFCEA.ORG. K Form of organization: X Corporation. L Year of formation: 1946. M State of legal domicile: DC.

Part I Summary table with columns for Revenue, Expenses, and Net Assets or Fund Balances. Rows include mission statement, governance, revenue (16,427,911), expenses (17,471,228), and net assets (5,624,256).

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Part II Signature Block

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete.

Signature of officer: PATRICK J. MIORIN, EXECUTIVE VP & CFO. Date: 7/29/2018.

Preparer: DANIEL O'SHEA, COHNREZNICK LLP. Date: 07/24/19. PTIN: P00957510. Firm's EIN: 22-1478099. Phone no: 301-652-9100.

May the IRS discuss this return with the preparer shown above? (see instructions) [X] Yes [] No

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response or note to any line in this Part III

X

1 Briefly describe the organization's mission

SEE SCHEDULE O

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ?

Yes No X

If "Yes," describe these new services on Schedule O

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services?

Yes No X

If "Yes," describe these changes on Schedule O

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported

4a (Code) (Expenses \$ including grants of \$) (Revenue \$)

PUBLICATIONS - AFCEA PUBLISHES SIGNAL, A MONTHLY INTERNATIONAL NEWS MAGAZINE SERVING THE CRITICAL INFORMATION NEEDS OF GOVERNMENT, MILITARY, AND INDUSTRY PROFESSIONALS. OTHER PERIODICALS INCLUDE SIGNAL CONNECTIONS (ONLINE PUBLICATION), THE SOURCE BOOK AND THE VARIOUS SOURCE DIRECTORIES AND SOCIAL MEDIA OUTLETS.

4b (Code) (Expenses \$ including grants of \$) (Revenue \$)

MEMBERSHIP - THE AFCEA MEMBERSHIP DEPARTMENT SERVES AFCEA MEMBERS BY PROVIDING AN ETHICAL FORUM FOR THE EXCHANGE OF INFORMATION. IT DEVELOPS AND IMPLEMENTS POLICIES THAT ENHANCE THE RECRUITMENT AND RETENTION OF NEW AND EXISTING INDIVIDUAL AND CORPORATE MEMBERS. IT OPERATES CHAPTER RECRUITING AND RETENTION AWARDS PROGRAMS DESIGNED TO RECOGNIZE AND INCENT CHAPTERS TO MEET ASSOCIATION WIDE GOALS IN RECRUITING AND RETENTION OF MEMBERS. MEMBER SERVICES PROVIDE NETWORKING OPPORTUNITIES AND CAREER DEVELOPMENT ASSISTANCE AND PROGRAMS, AND VARIOUS EDUCATIONAL COURSES IN STEM DISCIPLINES.

4c (Code) (Expenses \$ including grants of \$) (Revenue \$)

EVENTS, CONVENTIONS, AND SYMPOSIA - AFCEA EXECUTES APPROXIMATELY 25 - 30 EVENTS ANNUALLY TO PROVIDE AND FACILITATE FOR ETHICAL FORUMS FOR THE DISCUSSION OF NEEDS AND FUTURE REQUIREMENTS OF THE ARMED FORCES AS THEY RELATE TO TECHNOLOGY; ATTENDEES AT THESE EVENTS INCLUDE INDIVIDUALS FROM GOVERNMENT, INDUSTRY, AND ACADEMIA.

4d Other program services (Describe in Schedule O)

(Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses

CDFI JOB

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i>		X
2 Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> ?		X
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i>		X
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II</i>		
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? <i>If "Yes," complete Schedule C, Part III</i>	X	
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i>		X
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i>		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i>		X
9 Did the organization report an amount in Part X, line 21, for escrow or custodial account liability, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i>		X
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i>		X
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI</i>	X	
b Did the organization report an amount for investments - other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII</i>		X
c Did the organization report an amount for investments - program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII</i>		X
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX</i>	X	
e Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i>	X	
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X</i>	X	
12a Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI and XII</i>		X
b Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional</i>	X	
13 Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>		X
14a Did the organization maintain an office, employees, or agents outside of the United States?	X	
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? <i>If "Yes," complete Schedule F, Parts I and IV</i>	X	
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or other assistance to or for any foreign organization? <i>If "Yes," complete Schedule F, Parts II and IV</i>		X
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or other assistance to or for foreign individuals? <i>If "Yes," complete Schedule F, Parts III and IV</i>		X
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I</i>		X
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i>		X
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>		X

Part IV Checklist of Required Schedules (continued)

	Yes	No
20a Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H</i>		X
b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?		
21 Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or domestic government on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>	X	
22 Did the organization report more than \$5,000 of grants or other assistance to or for domestic individuals on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>		X
23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i>	X	
24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a</i>		X
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
25a Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>		
b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i>		
26 Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? <i>If "Yes," complete Schedule L, Part II</i>		X
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i>		X
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions)		
a A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
b A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i>		X
29 Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>		X
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>		X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>		X
34 Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1</i>	X	
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?	X	
b If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>	X	
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>		
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>		X
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19?	X	

Note. All Form 990 filers are required to complete Schedule O

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response or note to any line in this Part V

Table with columns for line numbers (1a-14b), Yes/No checkboxes, and numerical entries. Includes questions about Form 1096, Form W-2G, Form W-3, and various tax compliance items.

Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Check if Schedule O contains a response or note to any line in this Part VI X

Section A. Governing Body and Management

		Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year. If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O. 106		
b	Enter the number of voting members included in line 1a, above, who are independent. 105		
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?		X
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person?		X
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	X	
5	Did the organization become aware during the year of a significant diversion of the organization's assets?		X
6	Did the organization have members or stockholders?		X
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?		X
b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?		X
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
a	The governing body?	X	
b	Each committee with authority to act on behalf of the governing body?	X	
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O.		X

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

		Yes	No
10a	Did the organization have local chapters, branches, or affiliates?	X	
b	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?	X	
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?		X
b	Describe in Schedule O the process, if any, used by the organization to review this Form 990.		
12a	Did the organization have a written conflict of interest policy? If "No," go to line 13.	X	
b	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	X	
c	Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done.	X	
13	Did the organization have a written whistleblower policy?	X	
14	Did the organization have a written document retention and destruction policy?	X	
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
a	The organization's CEO, Executive Director, or top management official.	X	
b	Other officers or key employees of the organization. If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions).	X	
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?		X
b	If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?		

Section C. Disclosure

- 17 List the states with which a copy of this Form 990 is required to be filed **NONE**
- 18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
 Own website Another's website Upon request Other (explain in Schedule O)
- 19 Describe in Schedule O whether (and if so, how) the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.
- 20 State the name, address, and telephone number of the person who possesses the organization's books and records **PATRICK J. MIORIN - 703-631-6166**
4114 LEGATO ROAD, SUITE 1000, FAIRFAX, VA 22033

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Check if Schedule O contains a response or note to any line in this Part VII

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former** directors or trustees that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) JOSEPH SIFER IMMEDIATE PAST CHAIR	2.00 2.00	X						0.	0.	0.
(2) LTGEN ROBERT SHEA, USMC (RET.) PRESIDENT/CEO	37.50 2.50	X		X				609,649.	0.	18,636.
(3) SHANNON SULLIVAN DIRECTOR	1.00 0.00	X						0.	0.	0.
(4) DEETTE GRAY CHAIRWOMAN OF THE BOARD	2.00 2.00	X						0.	0.	0.
(5) LT GEN MICHAEL BASLA, USAF (RET) DIRECTOR	1.00 0.00	X						0.	0.	0.
(6) LTGEN WILLIAM BENDER, USAF (RET) DIRECTOR	1.00 0.00	X						0.	0.	0.
(7) SONYA CORK DIRECTOR	1.00 1.00	X						0.	0.	0.
(8) AMY FADIDA DIRECTOR	1.00 0.00	X						0.	0.	0.
(9) BOB FORTNA VICE CHAIR OF THE BOARD	1.00 0.00	X						0.	0.	0.
(10) PAMELA FALLS DIRECTOR	1.00 0.00	X						0.	0.	0.
(11) LINDA GOODEN DIRECTOR	1.00 1.00	X						0.	0.	0.
(12) VADM JAKE JACOBY, USN (RET.) DIRECTOR	1.00 0.00	X						0.	0.	0.
(13) PETR JIRASEK DIRECTOR	1.00 0.00	X						0.	0.	0.
(14) BG DAN KEEFE, USA (RET.) DIRECTOR	1.00 0.00	X						0.	0.	0.
(15) LTG SUSAN LAWRENCE, USA (RET.) DIRECTOR	1.00 0.00	X						0.	0.	0.
(16) MAJ GEN EARL MATTHEWS, USAF (RE) DIRECTOR	1.00 0.00	X						0.	0.	0.
(17) MG DENNIS MORAN, USA (RET.) DIRECTOR	1.00 0.00	X						0.	0.	0.

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(18) PHIL O'REILLY DIRECTOR	1.00 0.00	X						0.	0.	0.
(19) EMILY RAUSCH DIRECTOR	1.00 0.00	X						0.	0.	0.
(20) DR. WILLIAM LAPLANTE DIRECTOR	1.00 0.00	X						0.	0.	0.
(21) RICK ROSENBERG DIRECTOR	1.00 0.00	X						0.	0.	0.
(22) DR. ROB SMITH DIRECTOR	1.00 0.00	X						0.	0.	0.
(23) ERICH SANCHACK DIRECTOR	1.00 0.00	X						0.	0.	0.
(24) DAVID WENNERGREN DIRECTOR	1.00 0.00	X						0.	0.	0.
(25) ALPHONSE WHITMORE DIRECTOR	1.00 0.00	X						0.	0.	0.
(26) THE HONORABLE DUANE ANDREWS DIRECTOR	1.00 0.00	X						0.	0.	0.
1b Sub-total								609,649.	0.	18,636.
c Total from continuation sheets to Part VII, Section A								1,444,927.	50,646.	134,105.
d Total (add lines 1b and 1c)								2,054,576.	50,646.	152,741.

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization **15**

	Yes	No
3 Did the organization list any former officer, director, or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual		X
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual	X	
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person		X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization Report compensation for the calendar year ending with or within the organization's tax year

(A) Name and business address	(B) Description of services	(C) Compensation
J. SPARGO & ASSOCIATES, 11208 WAPLES MILL ROAD, #112, FAIRFAX, VA 22030	EXHIBIT SALES	1,786,295.
CENTERPLATE, 111 WEST HARBOR DRIVE - SDCC, SAN DIEGO, CA 92101	EVENT CATERING	969,603.
U.S. NAVAL INSTITUTE 291 WOOD ROAD, ANNAPOLIS, MD 21402	COSPONSOR OF WEST EVENT	584,509.
BREDE-WASHINGTON, INC., 6801 MID CITIES AVENUE, BELTSVILLE, MD 20705	EXHIBIT DECOR	490,709.
KELLY & ASSOCIATES INSURANCE GROUP P.O. BOX 418926, BOSTON, MA 02241	BENEFITS BROKER	482,633.

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization **17**

SEE PART VII, SECTION A CONTINUATION SHEETS

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(27) VADM HERB BROWNE, USN (RET.) DIRECTOR	1.00 0.00	X						0.	0.	0.
(28) ADM JAMES BUSEY IV, USN (RET.) DIRECTOR	1.00 0.00	X						0.	0.	0.
(29) PAUL COFONI DIRECTOR	1.00 0.00	X						0.	0.	0.
(30) MILTON COOPER DIRECTOR	1.00 0.00	X						0.	0.	0.
(31) LT GEN AL EDMONDS, USAF (RET) DIRECTOR	1.00 0.00	X						0.	0.	0.
(32) FRANCIS GICCA DIRECTOR	1.00 0.00	X						0.	0.	0.
(33) NATALIE GIVANS DIRECTOR	1.00 1.00	X						0.	0.	0.
(34) AL GRASSO DIRECTOR	1.00 1.00	X						0.	0.	0.
(35) MARY JANE MCKEEVER DIRECTOR	1.00 0.00	X						0.	0.	0.
(36) EUGENE MURPHY DIRECTOR	1.00 0.00	X						0.	0.	0.
(37) DR. ALVIN NASHMAN DIRECTOR	1.00 0.00	X						0.	0.	0.
(38) DR. RALPH SHRADER DIRECTOR	1.00 0.00	X						0.	0.	0.
(39) GEN JOHN WICKHAM JR, USA (RET) DIRECTOR	1.00 0.00	X						0.	0.	0.
(40) JIMMIE ADKINS DIRECTOR	1.00 0.00	X						0.	0.	0.
(41) CRAIG ABOD DIRECTOR	1.00 0.00	X						0.	0.	0.
(42) CAREY BANDLER DIRECTOR	1.00 0.00	X						0.	0.	0.
(43) BOGDAN BARBULESCU DIRECTOR	1.00 0.00	X						0.	0.	0.
(44) TONY BARDO DIRECTOR	1.00 0.00	X						0.	0.	0.
(45) ASHLEY BECKER DIRECTOR	1.00 0.00	X						0.	0.	0.
(46) JILL BRUNING DIRECTOR	1.00 0.00	X						0.	0.	0.
Total to Part VII, Section A, line 1c										

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(47) LYNNE CHAMBERLAIN DIRECTOR	1.00 0.00	X						0.	0.	0.
(48) DR. ROBERT CHILDS DIRECTOR	1.00 0.00	X						0.	0.	0.
(49) KATHLEEN COWLES DIRECTOR	1.00 0.00	X						0.	0.	0.
(50) RADM ROBERT DAY, USCG (RET.) DIRECTOR	1.00 0.00	X						0.	0.	0.
(51) BILL DUNAHOO DIRECTOR	1.00 0.00	X						0.	0.	0.
(52) MG BARBARA FAST, USA (RET.) DIRECTOR	1.00 0.00	X						0.	0.	0.
(53) JOHN GILLIGAN DIRECTOR	1.00 0.00	X						0.	0.	0.
(54) THE HONORABLE JOHN GRIMES DIRECTOR	1.00 0.00	X						0.	0.	0.
(55) STEVE HARRIS DIRECTOR	1.00 0.00	X						0.	0.	0.
(56) COL KEN HARRISON, USA (RET.) DIRECTOR	1.00 0.00	X						0.	0.	0.
(57) COL DEAN HULLINGS, USAF (RET.) DIRECTOR	1.00 0.00	X						0.	0.	0.
(58) VADM RICHARD HUNT, USN (RET) DIRECTOR	1.00 0.00	X						0.	0.	0.
(59) BG WILLIAM JACOBS, USA (RET.) DIRECTOR	1.00 0.00	X						0.	0.	0.
(60) ALVIE JOHNSON DIRECTOR	1.00 1.00	X						0.	0.	0.
(61) HARRI LARSSON DIRECTOR	1.00 0.00	X						0.	0.	0.
(62) LT GEN LUDWIG LEINHOS, DEAF DIRECTOR	1.00 0.00	X						0.	0.	0.
(63) CORY LINDO DIRECTOR	1.00 0.00	X						0.	0.	0.
(64) RADM DICK MACKE, USN (RET.) DIRECTOR	1.00 1.00	X						0.	0.	0.
(65) JEREMY MARTIN DIRECTOR	1.00 0.00	X						0.	0.	0.
(66) JOHN MEIER DIRECTOR	1.00 0.00	X						0.	0.	0.
Total to Part VII, Section A, line 1c										

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(67) KAMEKE P. MITCHELL DIRECTOR	1.00 0.00	X						0.	0.	0.
(68) JEFFREY MURRAY DIRECTOR	1.00 0.00	X						0.	0.	0.
(69) MG JENNIFER NAPPER, USA (RET.) DIRECTOR	1.00 0.00	X						0.	0.	0.
(70) DR. PAUL NIELSEN DIRECTOR	1.00 0.00	X						0.	0.	0.
(71) STACI REDMON DIRECTOR	1.00 0.00	X						0.	0.	0.
(72) JILL SINGER DIRECTOR	1.00 0.00	X						0.	0.	0.
(73) CHRISTINE SKROPKE DIRECTOR	1.00 0.00	X						0.	0.	0.
(74) CHARISSE STOKES DIRECTOR	1.00 0.00	X						0.	0.	0.
(75) KONSTANTIN ZOGRAFOV DIRECTOR	1.00 0.00	X						0.	0.	0.
(76) BG ANDREW TWOMEY, USA (RET.) DIRECTOR	1.00 0.00	X						0.	0.	0.
(77) LEENDERT VAN BOCHOVEN DIRECTOR	1.00 0.00	X						0.	0.	0.
(78) KENT SCHNEIDER DIRECTOR	1.00 0.00	X						0.	0.	0.
(79) CHRIS MARZILLI DIRECTOR	1.00 0.00	X						0.	0.	0.
(80) MIHOKO MATSUBARA DIRECTOR	1.00 0.00	X						0.	0.	0.
(81) WOLFGANG TAUBERT DIRECTOR	1.00 0.00	X						0.	0.	0.
(82) LEWIS SHEPHERD DIRECTOR	1.00 0.00	X						0.	0.	0.
(83) LYNN DUGLE DIRECTOR	1.00 0.00	X						0.	0.	0.
(84) TERRY HALVORSEN DIRECTOR	1.00 0.00	X						0.	0.	0.
(85) GEN DENNIS VIA, USA (RET.) DIRECTOR	1.00 0.00	X						0.	0.	0.
(86) DANIEL BUSBY DIRECTOR	1.00 0.00	X						0.	0.	0.
Total to Part VII, Section A, line 1c										

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(87) CW5 TODD DOHERTY, USA (RET.) DIRECTOR	1.00 0.00	X						0.	0.	0.
(88) LTG ROBERT FERRELL, USA (RET.) DIRECTOR	1.00 0.00	X						0.	0.	0.
(89) DEAN FOX DIRECTOR	1.00 0.00	X						0.	0.	0.
(90) JULIE GOETZ DIRECTOR	1.00 0.00	X						0.	0.	0.
(91) DIANA GOWEN DIRECTOR	1.00 0.00	X						0.	0.	0.
(92) STEVEN HARRELL DIRECTOR	1.00 0.00	X						0.	0.	0.
(93) DAVID HART DIRECTOR	1.00 0.00	X						0.	0.	0.
(94) RICHARD HILL DIRECTOR	1.00 0.00	X						0.	0.	0.
(95) DAVID JUDSON DIRECTOR	1.00 0.00	X						0.	0.	0.
(96) ROB MCLAUGHLIN DIRECTOR	1.00 0.00	X						0.	0.	0.
(97) DAVE MIHELIC DIRECTOR	1.00 0.00	X						0.	0.	0.
(98) DR. ALLAN MINK, II DIRECTOR	1.00 0.00	X						0.	0.	0.
(99) KEVIN NAGEL DIRECTOR	1.00 0.00	X						0.	0.	0.
(100) CYNTHIA PACHECO DIRECTOR	1.00 0.00	X						0.	0.	0.
(101) BILL ROWAN DIRECTOR	1.00 0.00	X						0.	0.	0.
(102) JENIFER SPENCER DIRECTOR	1.00 0.00	X						0.	0.	0.
(103) COL KATHY SWACINA, USA (RET.) DIRECTOR	1.00 0.00	X						0.	0.	0.
(104) LT GEN (R) ANTONIO TANGORRA DIRECTOR	1.00 0.00	X						0.	0.	0.
(105) STEVE WEISS DIRECTOR	1.00 0.00	X						0.	0.	0.
(106) NANCY TEMPLE VP, HR & SUPPORT/SECRETARY	28.00 12.00			X				118,173.	50,646.	24,933.
Total to Part VII, Section A, line 1c										

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(107) PATRICK MIORIN EVP, CFO AND TREASURER	36.00 4.00			X				300,727.	0.	27,698.
(108) RAY CROSS VP, INTELLIGENCE	40.00 0.00				X			175,434.	0.	10,455.
(109) JIM GRIGGS VP, CIO/CTO	37.50 2.50				X			189,200.	0.	17,327.
(110) TINA JORDAN VP, MEMBERSHIP	40.00 0.00				X			164,862.	0.	24,681.
(111) MIKE WARLICK VP, DEFENSE OPERATION	40.00 0.00				X			201,208.	0.	12,465.
(112) JOHN WOOD EXECUTIVE VICE PRESIDENT	40.00 0.00				X			295,323.	0.	16,546.
Total to Part VII, Section A, line 1c								1,444,927.	50,646.	134,105.

Part VIII Statement of Revenue

Check if Schedule O contains a response or note to any line in this Part VIII

		(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under Sections 512-514	
Contributions, Gifts, Grants and Other Similar Amounts	1 a Federated campaigns					
	b Membership dues					
	c Fundraising events					
	d Related organizations					
	e Government grants (contributions)					
	f All other contributions, gifts, grants, and similar amounts not included above					
	g Noncash contributions included in lines 1a-1f 5					
	h Total. Add lines 1a-1f					
Program Service Revenue	2 a EVENTS	900099	13,219,875.	13,219,875.		
	b MEMBER DUES	900099	2,356,701.	2,356,701.		
	c ADVERTISING	541800	985,759.		985,759.	
	d PUBLICATIONS	900099	13,286.	13,286.		
	e					
	f All other program service revenue					
	g Total. Add lines 2a-2f		16,575,621.			
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)		399,878.		399,878.	
	4 Income from investment of tax-exempt bond proceeds					
	5 Royalties					
	6 a Gross rents	(i) Real				
		(ii) Personal				
		b Less rental expenses				
		c Rental income or (loss)				
	d Net rental income or (loss)					
	7 a Gross amount from sales of assets other than inventory	(i) Securities		5,998,772.		
		(ii) Other				
		b Less cost or other basis and sales expenses		5,814,458.		
		c Gain or (loss)		184,314.		184,314.
	d Net gain or (loss)		184,314.		184,314.	
	8 a Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c) See Part IV, line 18	a				
		b Less direct expenses				
c Net income or (loss) from fundraising events						
9 a Gross income from gaming activities See Part IV, line 19	a					
	b Less direct expenses					
	c Net income or (loss) from gaming activities					
10 a Gross sales of inventory, less returns and allowances	a					
	b Less cost of goods sold					
	c Net income or (loss) from sales of inventory					
Miscellaneous Revenue		Business Code				
11 a MISCELLANEOUS REVENUE		900099	403,509.	403,509.		
	b					
	c					
	d All other revenue					
	e Total. Add lines 11a-11d		403,509.			
12 Total revenue. See instructions.		17,563,322.	15,993,371.	985,759.	584,192.	

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response or note to any line in this Part IX

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to domestic organizations and domestic governments. See Part IV, line 21	102,950.			
2 Grants and other assistance to domestic individuals See Part IV, line 22				
3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	1,127,803.			
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	4,568,516.			
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	227,057.			
9 Other employee benefits	284,637.			
10 Payroll taxes	358,513.			
11 Fees for services (non-employees)				
a Management				
b Legal	31,960.			
c Accounting	50,717.			
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees				
g Other (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O.)	404,220.			
12 Advertising and promotion	421,182.			
13 Office expenses	695,471.			
14 Information technology	44,992.			
15 Royalties				
16 Occupancy	502,443.			
17 Travel	333,972.			
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	7,834,476.			
20 Interest	27,520.			
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	83,506.			
23 Insurance	68,922.			
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a PUBLICATIONS EXPENSE	252,490.			
b TAXES	49,881.			
c _____				
d _____				
e All other expenses _____				
25 Total functional expenses. Add lines 1 through 24e	17,471,228.			
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation.				

Check here if following SOP 98-2 (ASC 958-720)

Part X Balance Sheet

Check if Schedule O contains a response or note to any line in this Part X

		(A) Beginning of year		(B) End of year
Assets	1 Cash - non-interest-bearing	253,506.	1	280,184.
	2 Savings and temporary cash investments	2,019,844.	2	1,537,130.
	3 Pledges and grants receivable, net		3	
	4 Accounts receivable, net	817,506.	4	878,187.
	5 Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instr). Complete Part II of Sch L		6	
	7 Notes and loans receivable, net		7	
	8 Inventories for sale or use	13,991.	8	8,116.
	9 Prepaid expenses and deferred charges	376,774.	9	411,055.
	10a Land, buildings, and equipment - cost or other basis. Complete Part VI of Schedule D	10a 2,277,706.		
	b Less accumulated depreciation	10b 2,100,278.	10c	177,428.
	11 Investments - publicly traded securities	7,848,400.	11	8,657,834.
	12 Investments - other securities. See Part IV, line 11		12	
	13 Investments - program-related. See Part IV, line 11		13	
	14 Intangible assets		14	
	15 Other assets. See Part IV, line 11	3,506,560.	15	3,372,579.
16 Total assets. Add lines 1 through 15 (must equal line 34)	15,093,750.	16	15,322,513.	
Liabilities	17 Accounts payable and accrued expenses	2,694,231.	17	2,902,490.
	18 Grants payable		18	
	19 Deferred revenue	6,731,128.	19	6,690,395.
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22 Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22	
	23 Secured mortgages and notes payable to unrelated third parties		23	
	24 Unsecured notes and loans payable to unrelated third parties		24	
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D	103,439.	25	105,372.
	26 Total liabilities. Add lines 17 through 25	9,528,798.	26	9,698,257.
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets	5,564,952.	27	5,624,256.
	28 Temporarily restricted net assets		28	
	29 Permanently restricted net assets		29	
	Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building, or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
33 Total net assets or fund balances	5,564,952.	33	5,624,256.	
34 Total liabilities and net assets/fund balances	15,093,750.	34	15,322,513.	

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response or note to any line in this Part XI

1	Total revenue (must equal Part VIII, column (A), line 12)	1	17,563,322.
2	Total expenses (must equal Part IX, column (A), line 25)	2	17,471,228.
3	Revenue less expenses Subtract line 2 from line 1	3	92,094.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	5,564,952.
5	Net unrealized gains (losses) on investments	5	<26,423.>
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	<6,367.>
10	Net assets or fund balances at end of year Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	5,624,256.

Part XII Financial Statements and Reporting

Check if Schedule O contains a response or note to any line in this Part XII

		Yes	No
1	Accounting method used to prepare the Form 990 <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O		
2a	Were the organization's financial statements compiled or reviewed by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		X
b	Were the organization's financial statements audited by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both <input type="checkbox"/> Separate basis <input checked="" type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	X	
c	If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.	X	
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?		X
b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits		

Form 990 (2017)

SCHEDULE C
(Form 990 or 990-EZ)

Political Campaign and Lobbying Activities

OMB No 1545-0047

2017

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

For Organizations Exempt From Income Tax Under section 501(c) and section 527
 ▶ Complete if the organization is described below. ▶ Attach to Form 990 or Form 990-EZ.
 ▶ Go to www.irs.gov/Form990 for instructions and the latest information.

If the organization answered "Yes," on Form 990, Part IV, line 3, or Form 990-EZ, Part V, line 46 (Political Campaign Activities), then

- Section 501(c)(3) organizations Complete Parts I-A and B Do not complete Part I-C
- Section 501(c) (other than section 501(c)(3)) organizations Complete Parts I-A and C below Do not complete Part I-B.
- Section 527 organizations Complete Part I-A only

If the organization answered "Yes," on Form 990, Part IV, line 4, or Form 990-EZ, Part VI, line 47 (Lobbying Activities), then

- Section 501(c)(3) organizations that have filed Form 5768 (election under section 501(h)) Complete Part II-A Do not complete Part II-B
- Section 501(c)(3) organizations that have NOT filed Form 5768 (election under section 501(h)) Complete Part II-B Do not complete Part II-A.

If the organization answered "Yes," on Form 990, Part IV, line 5 (Proxy Tax) (see separate instructions) or Form 990-EZ, Part V, line 35c (Proxy Tax) (see separate instructions), then

- Section 501(c)(4), (5), or (6) organizations Complete Part III

Name of organization AFCEA INTERNATIONAL	Employer identification number 53-0180161
--	---

Part I-A Complete if the organization is exempt under section 501(c) or is a section 527 organization.

- 1 Provide a description of the organization's direct and indirect political campaign activities in Part IV
- 2 Political campaign activity expenditures ▶ \$ _____
- 3 Volunteer hours for political campaign activities _____

Part I-B Complete if the organization is exempt under section 501(c)(3).

- 1 Enter the amount of any excise tax incurred by the organization under section 4955 ▶ \$ _____
 - 2 Enter the amount of any excise tax incurred by organization managers under section 4955 ▶ \$ _____
 - 3 If the organization incurred a section 4955 tax, did it file Form 4720 for this year? Yes No
 - 4a Was a correction made? Yes No
- b If "Yes," describe in Part IV

Part I-C Complete if the organization is exempt under section 501(c), except section 501(c)(3).

- 1 Enter the amount directly expended by the filing organization for section 527 exempt function activities ▶ \$ _____
- 2 Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities ▶ \$ _____
- 3 Total exempt function expenditures. Add lines 1 and 2 Enter here and on Form 1120-POL, line 17b ▶ \$ _____
- 4 Did the filing organization file Form 1120-POL for this year? Yes No
- 5 Enter the names, addresses and employer identification number (EIN) of all section 527 political organizations to which the filing organization made payments For each organization listed, enter the amount paid from the filing organization's funds. Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC) If additional space is needed, provide information in Part IV

(a) Name	(b) Address	(c) EIN	(d) Amount paid from filing organization's funds If none, enter -0-	(e) Amount of political contributions received and promptly and directly delivered to a separate political organization If none, enter -0-

For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ. Schedule C (Form 990 or 990-EZ) 2017

Part II-A Complete if the organization is exempt under section 501(c)(3) and filed Form 5768 (election under section 501(h)).

- A** Check if the filing organization belongs to an affiliated group (and list in Part IV each affiliated group member's name, address, EIN, expenses, and share of excess lobbying expenditures)
- B** Check if the filing organization checked box A and "limited control" provisions apply

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)		(a) Filing organization's totals	(b) Affiliated group totals
1a Total lobbying expenditures to influence public opinion (grass roots lobbying)			
b Total lobbying expenditures to influence a legislative body (direct lobbying)			
c Total lobbying expenditures (add lines 1a and 1b)			
d Other exempt purpose expenditures			
e Total exempt purpose expenditures (add lines 1c and 1d)			
f Lobbying nontaxable amount. Enter the amount from the following table in both columns.			
If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:		
Not over \$500,000	20% of the amount on line 1e		
Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000.		
Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000		
Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000.		
Over \$17,000,000	\$1,000,000		
g Grassroots nontaxable amount (enter 25% of line 1f)			
h Subtract line 1g from line 1a. If zero or less, enter -0-			
i Subtract line 1f from line 1c. If zero or less, enter -0-			
j If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year?			

Yes No

4-Year Averaging Period Under section 501(h)
 (Some organizations that made a section 501(h) election do not have to complete all of the five columns below.
 See the separate instructions for lines 2a through 2f.)

Lobbying Expenditures During 4-Year Averaging Period					
Calendar year (or fiscal year beginning in)	(a) 2014	(b) 2015	(c) 2016	(d) 2017	(e) Total
2a Lobbying nontaxable amount					
b Lobbying ceiling amount (150% of line 2a, column(e))					
c Total lobbying expenditures					
d Grassroots nontaxable amount					
e Grassroots ceiling amount (150% of line 2d, column (e))					
f Grassroots lobbying expenditures					

Schedule C (Form 990 or 990-EZ) 2017

Part II-B Complete if the organization is exempt under section 501(c)(3) and has NOT filed Form 5768 (election under section 501(h)).

For each "Yes," response on lines 1a through 1i below, provide in Part IV a detailed description of the lobbying activity

	(a)		(b)
	Yes	No	Amount
1 During the year, did the filing organization attempt to influence foreign, national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of			
a Volunteers?			
b Paid staff or management (include compensation in expenses reported on lines 1c through 1i)?			
c Media advertisements?			
d Mailings to members, legislators, or the public?			
e Publications, or published or broadcast statements?			
f Grants to other organizations for lobbying purposes?			
g Direct contact with legislators, their staffs, government officials, or a legislative body?			
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any similar means?			
i Other activities?			
j Total. Add lines 1c through 1i			
2a Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?			
b If "Yes," enter the amount of any tax incurred under section 4912			
c If "Yes," enter the amount of any tax incurred by organization managers under section 4912			
d If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year?			

Part III-A Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6).

	Yes	No
1 Were substantially all (90% or more) dues received nondeductible by members?		X
2 Did the organization make only in-house lobbying expenditures of \$2,000 or less?	X	
3 Did the organization agree to carry over lobbying and political campaign activity expenditures from the prior year?		X

Part III-B Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6) and if either (a) BOTH Part III-A, lines 1 and 2, are answered "No," OR (b) Part III-A, line 3, is answered "Yes."

1 Dues, assessments and similar amounts from members	1	
2 Section 162(e) nondeductible lobbying and political expenditures (do not include amounts of political expenses for which the section 527(f) tax was paid).		
a Current year	2a	
b Carryover from last year	2b	
c Total	2c	
3 Aggregate amount reported in section 6033(e)(1)(A) notices of nondeductible section 162(e) dues	3	
4 If notices were sent and the amount on line 2c exceeds the amount on line 3, what portion of the excess does the organization agree to carryover to the reasonable estimate of nondeductible lobbying and political expenditure next year?	4	
5 Taxable amount of lobbying and political expenditures (see instructions)	5	

Part IV Supplemental Information

Provide the descriptions required for Part I-A, line 1, Part I-B, line 4, Part I-C, line 5, Part II-A (affiliated group list), Part II-A, lines 1 and 2 (see instructions), and Part II-B, line 1 Also, complete this part for any additional information

SCHEDULE D (Form 990)

Department of the Treasury Internal Revenue Service

Supplemental Financial Statements

Complete if the organization answered "Yes" on Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b. Attach to Form 990.

Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No 1545-0047

2017 Open to Public Inspection

Name of the organization AFCEA INTERNATIONAL Employer identification number 53-0180161

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" on Form 990, Part IV, line 6

Table with 3 columns: Question, (a) Donor advised funds, (b) Funds and other accounts. Includes questions 1-6 regarding donor advised funds.

Part II Conservation Easements. Complete if the organization answered "Yes" on Form 990, Part IV, line 7

Table with 3 columns: Question, (a) Donor advised funds, (b) Funds and other accounts. Includes questions 1-9 regarding conservation easements.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.

Table with 3 columns: Question, (a) Donor advised funds, (b) Funds and other accounts. Includes questions 1a-1b regarding art and historical treasures.

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990. Schedule D (Form 990) 2017

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply)

- a Public exhibition
- b Scholarly research
- c Preservation for future generations
- d Loan or exchange programs
- e Other _____

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? Yes No

Part IV Escrow and Custodial Arrangements. Complete if the organization answered "Yes" on Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? Yes No

b If "Yes," explain the arrangement in Part XIII and complete the following table

- c Beginning balance
- d Additions during the year
- e Distributions during the year
- f Ending balance

	Amount
1c	
1d	
1e	
1f	

2a Did the organization include an amount on Form 990, Part X, line 21, for escrow or custodial account liability? Yes No

b If "Yes," explain the arrangement in Part XIII. Check here if the explanation has been provided on Part XIII

Part V Endowment Funds. Complete if the organization answered "Yes" on Form 990, Part IV, line 10

- 1a Beginning of year balance
- b Contributions
- c Net investment earnings, gains, and losses
- d Grants or scholarships
- e Other expenditures for facilities and programs
- f Administrative expenses
- g End of year balance

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a					
1b					
1c					
1d					
1e					
1f					
1g					

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as

- a Board designated or quasi-endowment _____ %
- b Permanent endowment _____ %
- c Temporarily restricted endowment _____ %

The percentages on lines 2a, 2b, and 2c should equal 100%

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by

- (i) unrelated organizations
- (ii) related organizations

	Yes	No
3a(i)		
3a(ii)		
3b		

b If "Yes" on line 3a(ii), are the related organizations listed as required on Schedule R?

4 Describe in Part XIII the intended uses of the organization's endowment funds

Part VI Land, Buildings, and Equipment.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11a. See Form 990, Part X, line 10

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements		216,317.	216,317.	0.
d Equipment		2,061,389.	1,883,961.	177,428.
e Other				
Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10c.)				177,428.

Part VII Investments - Other Securities.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11b See Form 990, Part X, line 12

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A)		
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 12.)		

Part VIII Investments - Program Related.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11c See Form 990, Part X, line 13

(a) Description of investment	(b) Book value	(c) Method of valuation Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 13.)		

Part IX Other Assets.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11d See Form 990, Part X, line 15

(a) Description	(b) Book value
(1) ADVANCES TO AFCEA BSC	3,267,080.
(2) DEFERRED COMP (457B) ASSETS	78,669.
(3) ACCRUED INTEREST RECEIVABLE	26,830.
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 15.)	3,372,579.

Part X Other Liabilities.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11e or 11f See Form 990, Part X, line 25

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2) DEFERRED COMP (457B) LIABILITY	78,669.
(3) SECURITY DEPOSITS	26,703.
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 25.)	105,372.

2. Liability for uncertain tax positions. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740) Check here if the text of the footnote has been provided in Part XIII

Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return.

Complete if the organization answered "Yes" on Form 990, Part IV, line 12a

1	Total revenue, gains, and other support per audited financial statements		1	17,530,532.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12			
a	Net unrealized gains (losses) on investments	2a	<26,423.>	
b	Donated services and use of facilities	2b		
c	Recoveries of prior year grants	2c		
d	Other (Describe in Part XIII)	2d	<6,367.>	
e	Add lines 2a through 2d	2e		<32,790.>
3	Subtract line 2e from line 1	3		17,563,322.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1			
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a		
b	Other (Describe in Part XIII)	4b		
c	Add lines 4a and 4b	4c		0.
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)	5		17,563,322.

Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return.

Complete if the organization answered "Yes" on Form 990, Part IV, line 12a

1	Total expenses and losses per audited financial statements		1	17,471,228.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25			
a	Donated services and use of facilities	2a		
b	Prior year adjustments	2b		
c	Other losses	2c		
d	Other (Describe in Part XIII)	2d		
e	Add lines 2a through 2d	2e		0.
3	Subtract line 2e from line 1	3		17,471,228.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1			
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a		
b	Other (Describe in Part XIII.)	4b		
c	Add lines 4a and 4b	4c		0.
5	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.)	5		17,471,228.

Part XIII Supplemental Information.

Provide the descriptions required for Part II, lines 3, 5, and 9, Part III, lines 1a and 4, Part IV, lines 1b and 2b, Part V, line 4, Part X, line 2, Part XI, lines 2d and 4b, and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

PART X, LINE 2:

THE ORGANIZATION BELIEVES IT HAS APPROPRIATE SUPPORT FOR ANY TAX POSITION TAKEN AND, AS SUCH, DOES NOT HAVE ANY UNCERTAIN TAX POSITIONS THAT ARE MATERIAL TO THE CONSOLIDATING AND CONSOLIDATED FINANCIAL STATEMENTS. THE ORGANIZATION RECOGNIZES INTEREST EXPENSE AND PENALTIES ON INCOME TAXES ON UNCERTAIN TAX POSITIONS IN SUPPORT ELEMENTS EXPENSES ON THE CONSOLIDATING AND CONSOLIDATED STATEMENTS OF ACTIVITIES AND CHANGE IN NET ASSETS AND ACCOUNTS PAYABLE AND ACCRUED LIABILITIES IN THE CONSOLIDATING AND CONSOLIDATED STATEMENTS OF FINANCIAL POSITION. THERE IS NO PROVISION IN THESE CONSOLIDATING AND CONSOLIDATED FINANCIAL STATEMENTS FOR PENALTIES AND INTEREST ON INCOME TAXES ON UNCERTAIN TAX POSITIONS FOR THE YEARS ENDED SEPTEMBER 30, 2018 AND 2017. THE ORGANIZATION IS NOT AWARE OF ANY

Part XIII Supplemental Information (continued)

ACTIVITIES THAT WOULD JEOPARDIZE ITS TAX-EXEMPT STATUS. FOR TAX YEARS PRIOR TO 2014, THE ORGANIZATION IS NO LONGER SUBJECT TO EXAMINATION BY THE IRS OR THE TAX JURISDICTION OF VIRGINIA.

PART XI, LINE 2D - OTHER ADJUSTMENTS:

LOSS ON CONVERSION OF CURRENCY -6,367.

**SCHEDULE F
(Form 990)**

Department of the Treasury
Internal Revenue Service

Statement of Activities Outside the United States

▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 14b, 15, or 16.

▶ Attach to Form 990.

▶ Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No 1545-0047

2017

Open to Public
Inspection

Name of the organization

Employer identification number

AFCEA INTERNATIONAL

53-0180161

Part I General Information on Activities Outside the United States. Complete if the organization answered "Yes" on Form 990, Part IV, line 14b

1 For grantmakers. Does the organization maintain records to substantiate the amount of its grants and other assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? Yes No

2 For grantmakers. Describe in Part V the organization's procedures for monitoring the use of its grants and other assistance outside the United States

3 Activities per Region (The following Part I, line 3 table can be duplicated if additional space is needed)

(a) Region	(b) Number of offices in the region	(c) Number of employees, agents, and independent contractors in the region	(d) Activities conducted in the region (by type) (such as, fundraising, program services, investments, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service(s) in the region	(f) Total expenditures for and investments in the region
EUROPE (INCLUDING ICELAND & GREENLAND)	1	5	PROGRAM SERVICES	AFCEA EUROPE EVENTS	817,794.
3 a Sub-total	1	5			817,794.
b Total from continuation sheets to Part I	0	0			0.
c Totals (add lines 3a and 3b)	1	5			817,794.

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule F (Form 990) 2017

Part IV Foreign Forms

- 1 Was the organization a U.S. transferor of property to a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 926, Return by a U S Transferor of Property to a Foreign Corporation (see Instructions for Form 926)* Yes No
- 2 Did the organization have an interest in a foreign trust during the tax year? *If "Yes," the organization may be required to separately file Form 3520, Annual Return To Report Transactions With Foreign Trusts and Receipt of Certain Foreign Gifts, and/or Form 3520-A, Annual Information Return of Foreign Trust With a U S Owner (see Instructions for Forms 3520 and 3520-A, don't file with Form 990)* Yes No
- 3 Did the organization have an ownership interest in a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 5471, Information Return of U S Persons With Respect To Certain Foreign Corporations (see Instructions for Form 5471)* Yes No
- 4 Was the organization a direct or indirect shareholder of a passive foreign investment company or a qualified electing fund during the tax year? *If "Yes," the organization may be required to file Form 8621, Information Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund (see Instructions for Form 8621)* Yes No
- 5 Did the organization have an ownership interest in a foreign partnership during the tax year? *If "Yes," the organization may be required to file Form 8865, Return of U S Persons With Respect to Certain Foreign Partnerships (see Instructions for Form 8865)* Yes No
- 6 Did the organization have any operations in or related to any boycotting countries during the tax year? *If "Yes," the organization may be required to separately file Form 5713, International Boycott Report (see Instructions for Form 5713, don't file with Form 990)* Yes No

Schedule F (Form 990) 2017

Part V Supplemental Information

Provide the information required by Part I, line 2 (monitoring of funds), Part I, line 3, column (f) (accounting method, amounts of investments vs expenditures per region), Part II, line 1 (accounting method), Part III (accounting method), and Part III, column (c) (estimated number of recipients), as applicable. Also complete this part to provide any additional information. See instructions

Lined area for supplemental information.

**SCHEDULE I
(Form 990)**

Department of the Treasury
Internal Revenue Service

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**
Complete if the organization answered "Yes" on Form 990, Part IV, line 21 or 22.

▶ Attach to Form 990.
▶ Go to www.irs.gov/Form990 for the latest information.

OMB No 1545-0047

2017

Open to Public
Inspection

Name of the organization

AFCEA INTERNATIONAL

Employer identification number
53-0180161

Part I General Information on Grants and Assistance

1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? Yes No

2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States Yes No
Part II Grants and Other Assistance to Domestic Organizations and Domestic Governments. Complete if the organization answered "Yes" on Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section (if applicable)	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
AFCEA EDUCATIONAL FOUNDATION 4114 LEGATO ROAD, SUITE 1000 FAIRFAX, VA 22033	54-1115312	501(C)(3)	100,000.	0.			SCHOLARSHIPS & CONTRIBUTIONS

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table ▶ 1.

3 Enter total number of other organizations listed in the line 1 table

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule I (Form 990) (2017)

Part III Grants and Other Assistance to Domestic Individuals. Complete if the organization answered "Yes" on Form 990, Part IV, line 22.
 Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance

Part IV Supplemental Information. Provide the information required in Part I, line 2, Part III, column (b), and any other additional information

PART I, LINE 2:
 RECORDS OF ASSISTANCE RECIPIENTS ARE MAINTAINED WITHIN THE ORGANIZATION AND MONITORED.

**SCHEDULE J
(Form 990)**

Compensation Information

OMB No 1545-0047

2017

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees
 ▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 23.
 ▶ Attach to Form 990.
 ▶ Go to www.irs.gov/Form990 for instructions and the latest information.

Name of the organization

AFCEA INTERNATIONAL

Employer identification number
53-0180161

Part III Questions Regarding Compensation

1a Check the appropriate box(es) if the organization provided any of the following to or for a person listed on Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.

- | | |
|--|---|
| <input type="checkbox"/> First-class or charter travel | <input type="checkbox"/> Housing allowance or residence for personal use |
| <input type="checkbox"/> Travel for companions | <input type="checkbox"/> Payments for business use of personal residence |
| <input type="checkbox"/> Tax indemnification and gross-up payments | <input checked="" type="checkbox"/> Health or social club dues or initiation fees |
| <input type="checkbox"/> Discretionary spending account | <input type="checkbox"/> Personal services (such as, maid, chauffeur, chef) |

b If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain.

2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, and officers, including the CEO/Executive Director, regarding the items checked on line 1a?

3 Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III.

- | | |
|---|---|
| <input checked="" type="checkbox"/> Compensation committee | <input checked="" type="checkbox"/> Written employment contract |
| <input checked="" type="checkbox"/> Independent compensation consultant | <input checked="" type="checkbox"/> Compensation survey or study |
| <input type="checkbox"/> Form 990 of other organizations | <input checked="" type="checkbox"/> Approval by the board or compensation committee |

4 During the year, did any person listed on Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:

- a** Receive a severance payment or change-of-control payment?
 - b** Participate in, or receive payment from, a supplemental nonqualified retirement plan?
 - c** Participate in, or receive payment from, an equity-based compensation arrangement?
- If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.

Only section 501(c)(3), 501(c)(4), and 501(c)(29) organizations must complete lines 5-9.

5 For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:

- a** The organization?
 - b** Any related organization?
- If "Yes" on line 5a or 5b, describe in Part III.

6 For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:

- a** The organization?
 - b** Any related organization?
- If "Yes" on line 6a or 6b, describe in Part III.

7 For persons listed on Form 990, Part VII, Section A, line 1a, did the organization provide any nonfixed payments not described on lines 5 and 6? If "Yes," describe in Part III.

8 Were any amounts reported on Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III.

9 If "Yes" on line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?

	Yes	No
1a		
1b	X	
2	X	
3		
4a		X
4b		X
4c		X
5a		
5b		
6a		
6b		
7		
8		
9		

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule J (Form 990) 2017

Part III Supplemental Information

Provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II. Also complete this part for any additional information

PART I, LINE 1A:

ROBERT SHEA IS PROVIDED SOCIAL CLUB DUES FOR ARMY-NAVY CLUB.

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.

▶ Attach to Form 990 or 990-EZ.

▶ Go to www.irs.gov/Form990 for the latest information.

OMB No 1545-0047

2017

Open to Public
Inspection

Name of the organization

AFCEA INTERNATIONAL

Employer identification number

53-0180161

FORM 990, PART III, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

THE ARMED FORCES COMMUNICATIONS AND ELECTRONICS ASSOCIATION (AFCEA) IS
A MEMBERSHIP ASSOCIATION WITH THE MISSION OF LINKING MILITARY,
GOVERNMENT, INDUSTRY AND ACADEMIA AND PROVIDING FOR AN ETHICAL EXCHANGE
OF INFORMATION IN THE FIELDS OF COMMUNICATIONS, ELECTRONICS, COMPUTER
SCIENCES, GLOBAL SECURITY AND INTELLIGENCE.

FORM 990, PART VI, SECTION A, LINE 4:

THE ORGANIZATION AMENDED ITS ARTICLES OF INCORPORATION AND BYLAWS
(ATTACHED) ON SEPTEMBER 20, 2018 TO CHANGE ITS NAME FROM ARMED FORCES
COMMUNICATIONS AND ELECTRONICS ASSOCIATION TO AFCEA INTERNATIONAL EFFECTIVE
OCTOBER 1, 2018.

FORM 990, PART VI, SECTION B, LINE 11B:

THE FORM 990 WAS PREPARED BY INDEPENDENT AUDITORS AND REVIEWED BY SENIOR
MANAGEMENT. THE BOARD OF DIRECTORS DELEGATED THE REVIEW AND APPROVAL OF
THE FORM 990 TO THE AFCEA AUDIT COMMITTEE, AN INDEPENDENT COMMITTEE THAT
REPORTS TO THE BOARD OF DIRECTORS. THE DELEGATION WAS DONE FOR
EFFICIENCIES IN OPERATIONS AND TO ENSURE TIMELY FILING OF THE FORM 990.

FORM 990, PART VI, SECTION B, LINE 12C:

ANNUALLY THE BOARD REVIEWS AND DISCUSSES THE CONFLICT OF INTEREST POLICY
AND MEMBERS SIGN A CONFLICT OF INTEREST STATEMENT. IF THERE IS A CONFLICT
THE BOARD MEMBER WOULD BE ASKED TO RESIGN AND/OR RECUSE THEMSELVES FROM ANY
VOTE WHERE THE CONFLICT WOULD COME INTO PLAY.

Name of the organization AFCEA INTERNATIONAL	Employer identification number 53-0180161
---	--

FORM 990, PART VI, SECTION B, LINE 15:

A SEPARATE AND INDEPENDENT COMPENSATION COMMITTEE REVIEWS PERFORMANCE BASED ON PRE-DETERMINED PERFORMANCE STANDARDS. COMPENSATION IS DETERMINED BY THE COMPENSATION COMMITTEE AND PRESENTED TO THE INDEPENDENT EXECUTIVE COMMITTEE FOR APPROVAL. THE OVERALL COMPENSATION PACKAGE IS APPROVED BY THE BOARD ANNUALLY WITH THE OPERATING BUDGET. THIS PROCEDURE IS DOCUMENTED IN THE MEETING MINUTES.

FORM 990, PART VI, SECTION C, LINE 19:

THE ORGANIZATION MAKES ITS GOVERNING DOCUMENTS, CONFLICT OF INTEREST POLICY, AND FINANCIAL STATEMENTS AVAILABLE TO THE PUBLIC UPON REQUEST.

FORM 990, PART XI, LINE 9, CHANGES IN NET ASSETS:

LOSS ON CONVERSION OF CURRENCY	-6,367.
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PART XII, LINE 2C

THE AUDIT COMMITTEE SCHEDULES A PLANNING MEETING, TYPICALLY IN LATE OCTOBER OR EARLY NOVEMBER, TO REVIEW PRELIMINARY YEAR END RESULTS FOR THE ENTITY, DISCUSS AUDIT PLANNING, IDENTIFY ANY POTENTIAL RISK AREAS OR ANY PARTICULAR AREAS OF AUDIT/RISK INTEREST. THEY ARE KEPT APPRISED OF ANY ISSUES DURING THE AUDIT AND TYPICALLY IN JANUARY THE COMMITTEE MEETS WITH THE AUDIT FIRM TO REVIEW DRAFTS OF THE STATEMENTS FOR THE ENTITY, DISCUSS INTERNAL CONTROLS, RISK AREAS, ADJUSTMENTS, ANY IDENTIFIED MATERIAL WEAKNESSES, AND ANY CONTROL DEFICIENCIES.

FORM 990, PAGE 1, BOX B

THE ORGANIZATION RECENTLY MOVED TO A NEW OFFICE, THE OFFICIAL MOVE DATE

Name of the organization

AFCEA INTERNATIONAL

Employer identification number

53-0180161

WAS ON JUNE 10, 2019.

Multiple horizontal lines for additional information.

**SCHEDULE R
(Form 990)**

Department of the Treasury
Internal Revenue Service

Related Organizations and Unrelated Partnerships

▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 33, 34, 35b, 36, or 37.

▶ Attach to Form 990.

▶ Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No. 1545-0047

2017

Open to Public Inspection

Name of the organization

AFCEA INTERNATIONAL

Employer identification number
53-0180161

Part I Identification of Disregarded Entities. Complete if the organization answered "Yes" on Form 990, Part IV, line 33

(a) Name, address, and EIN (if applicable) of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity

Part II Identification of Related Tax-Exempt Organizations. Complete if the organization answered "Yes" on Form 990, Part IV, line 34, because it had one or more related tax-exempt organizations during the tax year

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity?	
						Yes	No
AFCEA EDUCATIONAL FOUNDATION - 54-1115312 4114 LEGATO ROAD, SUITE 1000 FAIRFAX, VA 22033	FOUNDATION	DISTRICT OF COLUMBIA	501(C)(3)	LINE 7	AFCEA		X
AFCEA BUILDING SERVICE CORPORATION - 52-1257813, 4114 LEGATO ROAD, SUITE 1000, FAIRFAX, VA 22033	TITLE HOLDING	DISTRICT OF COLUMBIA	501(C)(2)		AFCEA		X

Part III Identification of Related Organizations Taxable as a Partnership. Complete if the organization answered "Yes" on Form 990, Part IV, line 34, because it had one or more related organizations treated as a partnership during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
							Yes	No		Yes	No	

Part IV Identification of Related Organizations Taxable as a Corporation or Trust. Complete if the organization answered "Yes" on Form 990, Part IV, line 34, because it had one or more related organizations treated as a corporation or trust during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership	(i) Section 512(b)(13) controlled entity?	
								Yes	No

Part V Transactions With Related Organizations. Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35b, or 36

Note: Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule

1 During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?

- a** Receipt of (i) interest, (ii) annuities, (iii) royalties, or (iv) rent from a controlled entity
- b** Gift, grant, or capital contribution to related organization(s)
- c** Gift, grant, or capital contribution from related organization(s)
- d** Loans or loan guarantees to or for related organization(s)
- e** Loans or loan guarantees by related organization(s)
- f** Dividends from related organization(s)
- g** Sale of assets to related organization(s)
- h** Purchase of assets from related organization(s)
- i** Exchange of assets with related organization(s)
- j** Lease of facilities, equipment, or other assets to related organization(s)
- k** Lease of facilities, equipment, or other assets from related organization(s)
- l** Performance of services or membership or fundraising solicitations for related organization(s)
- m** Performance of services or membership or fundraising solicitations by related organization(s)
- n** Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)
- o** Sharing of paid employees with related organization(s)
- p** Reimbursement paid to related organization(s) for expenses
- q** Reimbursement paid by related organization(s) for expenses
- r** Other transfer of cash or property to related organization(s)
- s** Other transfer of cash or property from related organization(s)

	Yes	No
1a		X
1b	X	
1c	X	
1d	X	
1e	X	
1f		X
1g		X
1h		X
1i		X
1j		X
1k	X	
1l		X
1m		X
1n		X
1o	X	
1p		X
1q	X	
1r		X
1s		X

2 If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds

(a) Name of related organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved
(1) AFCEA EDUCATIONAL FOUNDATION	B	100,000. CASH	
(2) AFCEA BUILDING SERVICE CORPORATION	K	464,044. CASH	
(3) AFCEA EDUCATIONAL FOUNDATION	O	108,400. CASH	
(4) AFCEA BUILDING SERVICE CORPORATION	O	161,591. CASH	
(5) AFCEA EDUCATIONAL FOUNDATION	Q	135,963. CASH	
(6) AFCEA BUILDING SERVICE CORPORATION	Q	234,370. CASH	

Part VI Unrelated Organizations Taxable as a Partnership. Complete if the organization answered "Yes" on Form 990, Part IV, line 37

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue) that was not a related organization. See instructions regarding exclusion for certain investment partnerships.

Table with columns: (a) Name, address, and EIN of entity; (b) Primary activity; (c) Legal domicile (state or foreign country); (d) Predominant income (related, unrelated, excluded from tax under sections 512-514); (e) Are all partners sec. 501(c)(3) orgs? Yes No; (f) Share of total income; (g) Share of end-of-year assets; (h) Disproportionate allocations? Yes No; (i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065); (j) General or managing partner? Yes No; (k) Percentage ownership.



GOVERNMENT OF THE
DISTRICT OF COLUMBIA
MURIEL BOWSER, MAYOR

District of Columbia Government
Corporations Division

Articles of Amendment of Domestic Nonprofit Corporation
Form DNP-2, Ver. 4 April 2018

This form will allow for a domestic nonprofit corporation to amend its information reflected under original articles of incorporation or its amendments. Articles of amendment may not amend registered agent and/or incorporator.

ENTITY TYPE/AUTHORITY

FILING FEE

Domestic Nonprofit Corporation § 29-400.06

Refer to Corporate Fee Schedule posted online

Under the provisions of the Title 29 of D.C. Code (Business Organizations Act), the domestic filing entity listed below hereby applies for a Certificate of Amendment and for that purpose submits the statement below.

1. Corporation Name.

AFCEA International

2. The text of each amendment adopted. (may attach the statement)

The name of the Corporation is hereby changed from Armed Forces Communications and Electronics Association International to AFCEA International effective October 1, 2018.

3. If the amendment provides for an exchange, reclassification, or cancellation of memberships; provisions for implementing the amendment. (may attach the statement)

N/A

4. The date of each amendment's adoption.

9/20/2018.

5. Amendment has been adopted in the following manner. (select A or B)

(A) The amendment was adopted by the incorporators or by the board of directors or designated body, as the case may be; and that member approval was not required;

(B) the amendment was duly approved by the members in the manner required by this chapter and by the articles of incorporation and bylaws.

If you sign this form you agree that anyone who makes a false statement can be punished by criminal penalties of a fine up to \$1000, imprisonment up to 180 days, or both, under DCOC § 22-2405.

6. Name of the Governor or Authorized Person

De Ette Gray, Chairman

6A. Signature of the Governor or Authorized Person.

Mail all forms and required payment to:
Department of Consumer and Regulatory Affairs
Corporations Division
PO Box 92300
Washington, DC 20090
Phone: (202) 442-4432

Corporate Online Services Information:
Many corporate filings are available by using CorpOnline Service.
Go to CorpOnline site at <https://corponline-dcra.dc.gov>, create the profile, access the online services main page and proceed.
Online filers must pay by using the credit card.



BYLAWS

OCTOBER 2018

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ARTICLE I – NAME AND LOCATION

Section 1: Name

The name of this organization shall be the AFCEA International herein referred to as "AFCEA."

Section 2: Location

The International Headquarters of AFCEA shall be located in the Washington, DC Metropolitan Area. AFCEA is incorporated as a not-for-profit corporation in the District of Columbia.

ARTICLE II – VISION, MISSION AND CORE VALUES

Section 1: Vision

To be the premier information technology, communications, and electronics association for professionals in international government, industry and academia worldwide.

Section 2: Mission

AFCEA is an international organization that serves its members by providing a forum for the ethical exchange of information. AFCEA is dedicated to increasing knowledge through the exploration of issues relevant to its members in information technology, communications, and electronics for the defense, homeland security and intelligence communities, and other government entities with components supporting these missions.

Section 3: Core Values

Ethics: Insist on the highest ethics in everything we do.

Visionary Leadership: Apply visionary leadership in our community and encourage it from our chapters and members at every level.

1. **Commitment:** Consistently demonstrate commitment to continuous improvement of the Association and the services we provide our members.
2. **Quality:** Provide the highest quality in everything we do.
3. **Education:** Provide professional and technical education services consistent with AFCEA's Vision and Mission.
4. **Diversity:** Encourage, embrace and continually enlist the support and inclusion of all members of our diverse international community.

Section 4: Actions and Activities

AFCEA is organized to promote the common business interests of its members and operate for nonprofit educational, scientific, patriotic, and civic purposes. It has no political interests or alliances.

It is an international association.

Being incorporated in the United States, its actions and activities are intended to qualify AFCEA as a tax exempt, non-profit entity under Section 501(c)(6) of the U.S. Internal Revenue Code of 1986, as amended, or the corresponding provision of any future U.S. Internal Revenue Law and, in any other regions as may be applicable, under the revenue/charity laws of the various countries concerned.

Section 5: Certain Activities Prohibited

No part of the net earnings of AFCEA shall inure to the benefit of, or be distributed to, its members, Directors, Officers, or other private individuals. AFCEA shall neither lend any of its assets, nor guarantee to any person the payment of a loan, to or on behalf of any member, Director, or Officer. However, AFCEA shall be authorized and empowered to pay reasonable compensation for services rendered, and to make payments and distributions in furtherance of the objectives set forth in the approved AFCEA Strategic Plan.

AFCEA will not conduct lobbying activities.

AFCEA will not participate or intervene in any political campaign on behalf of any candidate for public office. AFCEA will not conduct any activities not permitted by an organization exempt from income tax under Section 501(c)(6) of the U. S. Internal Revenue Code, or any successor code, or the tax laws of the nations in which AFCEA operates its Chapters, Regional Offices, or International Headquarters.

Section 6: AFCEA Ethics and Standards of Conduct Policy

The continued success of AFCEA depends on the maintenance of high professional standards and behavior and observance of accepted standards of conduct and ethics. The manner in which individual and corporate members participate in the professional dialogue among government, industry and academia reflects the ethical reputation of AFCEA. AFCEA members shall follow the standards of conduct and ethics guidance of their appropriate government authorities.

ARTICLE III - MEMBERSHIP

Section 1: General.

Membership in AFCEA shall be open to all persons, without discrimination, and to government, industry and academic organizations interested in furthering the Vision and Mission of AFCEA, who are willing to subscribe to these Bylaws, and who are otherwise qualified under the provisions of these Bylaws. Membership may include individual citizens as well as academic, government and industry organizations of all nations demonstrating democratic intentions, respect for individual liberty, recognition of intellectual property rights, respect for human rights, opposition to international terrorism, and a commitment to regional and international peaceful coexistence. Membership in AFCEA is defined as membership in AFCEA International. Individual AFCEA members are affiliated with individual AFCEA Chapters.

Section 2: Classes of Membership

AFCEA shall be composed of the following classes of membership:

- A. Individual Membership** is open to all persons who meet the requirements stated in Section 1.
- B. Life Membership** is open to all persons who meet the requirements stated in Section 1. Life Membership is automatically granted to all Past Presidents of AFCEA and its former Chairmen of the Board. Life Membership shall continue during lifetime and is not transferable.
- C. Distinguished Life Membership** is granted to all persons who have forty years or those who have reached the age of sixty-five and have thirty years of continuous membership.
- D. Student Membership** is available to full-time primary and secondary school students, students of accredited institutions of higher learning and military service academies. The student rate does not apply to individuals receiving salary from full-time employment.
- E. Corporate Membership** is open to any company or organization that meets requirements stated in Section 1 above. The corporate member may appoint a specified number of corporate associates, who enjoy all the benefits of individual membership. The membership category of the corporate member determines the number of authorized corporate associates.

Section 3: Administration of Membership.

Subject to Sections 1 and 2, AFCEA membership shall be administered as follows:

- A.** The term "members," except where specifically stated otherwise in these Bylaws, shall mean individual and life members, and corporate associates. Members are entitled to vote in the elections of the Chapter with which they are affiliated, including elections of representatives to the

AFCEA BYLAWS June 2014

AFCEA Council.

- B. The approval authority to grant membership status resides with AFCEA's President/CEO. The President/CEO may delegate authority to grant membership at the local level. In the event of such delegation, the President/CEO retains the right to revoke any locally granted membership as provided herein.
- C. Any member may be terminated for cause or reinstated by the vote of five members of the Executive Committee.

Section 4: Automatic Membership in Chapters

All members of AFCEA may choose the Chapter with which they will be affiliated. If a choice is not made they will be assigned as a member of the Chapter associated with the geographical area in which they reside. Any member not assigned to a Chapter (because of location) will be carried as a member "At Large." No person shall be a member of a Chapter who is not a member of AFCEA.

Section 5: Revocation

The AFCEA President/CEO may, with the approval of the Executive Committee, suspend or deny membership (individual or corporate) to individuals or to government, industrial or academic organizations of any nation involved in actions contrary to the Vision and Mission of AFCEA. Any member may be terminated for cause or reinstated by the vote of five members of the Executive Committee.

Section 6: Confidentiality

AFCEA will protect confidential Member information not otherwise publicly available. No Chapter, Officer, Director or Member may release member information to a 3rd party without the expressed written (email acceptable) approval of the AFCEA President/CEO.

ARTICLE IV – CHAPTERS

Section 1: Establishment

Chapters of AFCEA may be established. They shall be subject to the general supervision and control of AFCEA Headquarters.

Section 2: Incorporation

AFCEA Chapters are organized as affiliated operating bodies of AFCEA. If incorporation or formation as an independent legal entity is required in order to conduct or participate in certain activities in the state or country in which the Chapter operates, such action must be approved in advance by the AFCEA President/CEO, the Executive Committee and Board of Directors. The incorporated chapter must also enter into an affiliation agreement with AFCEA. Should provisions within the AFCEA Bylaws, affiliate agreements or other addendum be in conflict with local law, the local law will prevail.

Section 3: Purpose and Administration

It shall be the general purpose of the Chapters to provide their membership a common ethical forum consistent with the Vision, Mission, and Core Values stated in Article II.

- A. Upon receipt of a petition stating that no fewer than twenty-five members in a locality desire to form a Chapter, the AFCEA President/CEO may authorize the formation of a new Chapter, (including, as appropriate, a Student Chapter at any national service academy, college or university) if this appears to be in AFCEA's best interest.
- B. In a country where no Chapter exists, the establishment of a Chapter would require: (1) a petition of at least twenty-five members, (2) the recommendation of the Governance Committee, (3) the recommendation of the AFCEA President/CEO, and (4) the approval of the Executive Committee and Board of Directors (see Article IX, Section 4).
- C. Each new Chapter will receive an official charter, signed by the President/CEO and the Secretary of AFCEA, affixed by the Association seal.
- D. Each Chapter is empowered to choose its name and draft its own Bylaws, provided those Bylaws are consistent with the Articles of Incorporation, the AFCEA Bylaws and any applicable national requirements. Chapter Bylaws shall contain at least the following items and shall follow the format established in Appendix A, MODEL AFCEA CHAPTER BYLAWS:
 - 1. provision that the Chapter is not organized for profit, and that no part of its net earnings shall inure to the benefit of its members and no Chapter assets, loan, or loan guarantees shall be made to, or on behalf of, a member;

2. provision establishing the number of members or proportion of the Chapter membership entitled to convene a meeting;
3. provision specifying that advanced written notice of each meeting be given to each member (and, in the case of a special meeting, the purpose for which the meeting is called);
4. provision establishing whether and how members may vote;
5. provision establishing the number or percentage of members entitled to vote, represented in person, or the number or percentage of votes, represented in person, which shall constitute a quorum at a meeting of members;
6. provision establishing whether the members present at a duly organized meeting may continue to do business until adjournment, even if the number of members present has been reduced to less than a quorum;
7. provision for Chapter dissolution including a statement that any residual assets shall be distributed in a manner consistent with the applicable provisions of the U.S. Internal Revenue Code or other applicable national requirements.

Variations from or elimination of the provisions set forth in Section 3(D)(1) -(7) and the Model AFCEA Chapter Bylaws shall be approved in advance by the AFCEA President/CEO.

- E. Chapter Bylaws and all subsequent amendments shall be submitted to AFCEA, in advance and in English, for review, with final disposition by the AFCEA President/CEO, which shall not be unreasonably withheld.
- F. Each Chapter may select appropriate officers, each of whom must be a member of AFCEA.
- G. Each Chapter may arrange its own schedule of meetings and activities; however, the Regional Vice President shall be advised in advance of such meetings and activities (see Article X, Section 1).
- H. Each Chapter may collect annual dues, both initial and renewal, for all of its individual members. Such dues shall be sent to AFCEA as outlined in the Chapter Officers Handbook. A portion of these dues in an amount and manner prescribed by the AFCEA President/CEO and approved by the Executive Committee of the Board of Directors may be returned to the Chapter.
- I. The annual dues of corporate members shall be remitted to AFCEA. Any Chapter that recruits a new corporate member shall receive fifty percent of the first year annual dues paid by that corporate member using guidelines in the Chapter Officers Handbook. The Chapter shall receive no part of any dues paid thereafter by such corporate member, except that a portion of these dues, in an amount and manner to be prescribed by the AFCEA President/CEO, may be returned to the Chapter.
- J. Each Chapter shall file an annual report with AFCEA, at the time and in the form prescribed by the Chapter Officers Handbook. This annual report will describe the Chapter's activities, including all

financials, obligations, number of meetings held, scholarship and/or award programs, and other matters consistent with the Vision, Mission of AFCEA. Chapters may also be required to furnish special intermediate reports.

- K. Any Chapter, whose membership declines to less than ten members, upon thirty days' notice, may have its charter withdrawn by the AFCEA President/CEO. The members, however, will retain their memberships in AFCEA. The charter of any Chapter may be revoked or suspended by the AFCEA Board of Directors for conduct inconsistent with the Vision, Mission or policies of AFCEA, or upon recommendation by the President/CEO for lack of activity over an extended period of time.
- L. A Sub-chapter may be organized upon the recommendation of an AFCEA Chapter, with the approval of the AFCEA President/CEO. Sub-chapters require an initial membership of at least ten AFCEA members to be chartered. A Sub-chapter may apply for full Chapter status to the AFCEA President/CEO provided it meets the qualifications set forth in Article IV, Section 3A.

Section 4: Representations and Affiliations

AFCEA Chapters may not enter into any affiliation or representation agreement without the expressed approval of AFCEA Headquarters. The President/CEO has approval authority for all such agreements. These agreements may include co-sponsorship for the conduct of events, shared advertisement or any other representation which affiliates AFCEA with another organization or interest.

ARTICLE V - ORGANIZATIONAL OVERVIEW

Section 1: Organization

The organization of AFCEA shall be comprised a Council, a Board of Directors, an Executive Committee, a Young AFCEAN Advisory Council (YAAC), and the permanent Headquarters staff. The Officers of AFCEA shall include the Chairman of the Board of Directors, Vice Chairman, members of the Executive Committee, Directors-at-Large, Permanent Directors, Associate Directors, and Regional Vice Presidents, all of whom shall serve without pay, in addition to a General Counsel. Other Officers include the President/CEO, Secretary, and Treasurer, and such other officers as the Board of Directors deems necessary, who will support the Council, the Board and the Executive Committee, and who will be compensated for their services as members of the AFCEA Headquarters staff. All Officers and the YAAC shall be members of AFCEA during their entire terms of office.

Section 2: Composition of the Council

The Council of AFCEA shall consist of the Officers, the YAAC, plus one delegate for each one hundred members or fraction thereof in each Chapter, provided; however, that no Chapter shall have fewer than two Chapter delegates. Each member of the Council must be a member of AFCEA during his or her entire period of service on the Council (see Article VI, Section 2(A) for details of term).

Section 3: Composition of the Board of Directors

The Board of Directors shall consist of 40 to 100 members, who shall include the Chairman of the Board, the Vice Chairman, members of the Executive Committee, Directors-at-Large, the General Counsel, and one representative from each of the Regional Vice Presidents and the YAAC. All members of the Board of Directors shall be members of AFCEA during their terms of office. AFCEA will endeavor to ensure that the percentage of non-U.S. members of the Board of Directors will closely approximate the non-U.S. membership in the Association (see Article VII, Section 2(C) for details of term).

Section 4: Composition of the Executive Committee

The Executive Committee shall consist of 10 to 40 members, which shall include the Chairman of the Board, the Vice Chairman, the immediate Past Chairman, the General Counsel, and one representative from each of the Regional Vice Presidents and the YAAC. AFCEA will endeavor to ensure that the percentage of non-U.S. members of the Executive Committee will closely approximate the non-U.S. membership in the Association (see Article VII, Section 2 for details of term).

Section 5: Composition of the Young AFCEAN Advisory Council (YAAC)

The YAAC shall consist of two representatives from each of the AFCEA regions: one civilian representative and, where possible, one military/government (active or retired) representative. Each member of the YAAC shall be appointed for a two-year term by his or her Regional Vice President. Each member of the YAAC must be aged forty or under, when appointed to the YAAC, and must be a member of AFCEA during his or her entire period of service on the YAAC. The YAAC leadership shall

consist of two Co-Presidents elected from the membership of the council, one of which must be located in the greater Washington D.C. area. The Regional Vice President of the home region of each Co-President may name one additional YAAC representative to serve during the Co-President's 2 year term.

ARTICLE VI - THE COUNCIL

Section 1: Authority and Responsibility

The Council shall elect the Directors-at-Large.

Section 2: Chapter Delegates to the Council

Chapter delegates to the Council shall be elected or appointed by the Chapter for a term of one year. Chapters shall have the power to fill unexpired terms of their delegates to the Council. Each Chapter shall promptly notify the Secretary of AFCEA of the name and address of each Council member elected or appointed by it, and whether such election or appointment is for a full term or to fill an unexpired term. Any Chapter, by writing to the Secretary of AFCEA, may authorize its representative or representatives to cast the vote or votes of all its delegates.

Section 3: Procedures

The Council shall vote once each year prior to the annual meeting of AFCEA, during a period designated by the Chairman of the Board of Directors, to elect Directors-at-Large. A quorum of the Council shall consist of no less than one-third of Council members. A majority of the Council votes cast shall be necessary for election to the Board of Directors. Ties among candidates, nominations from the floor, and/or other pertinent issues which remain unresolved at the time of the annual meeting will be resolved by majority vote of the Council members present, including authorized proxies.

Section 4: Voting

Council members may vote in person. Voting on all matters may be conducted in person, by mail, telephone call, electronic mail, or any other means of electronic or telephonic transmission, provided, that the Council member shall state, or submit information from which it can be determined, that the method of voting chosen was authorized by the Council member.

ARTICLE VII - BOARD OF DIRECTORS

Section 1: Authority and Responsibility

The governing body of AFCEA shall be the Board of Directors. The Board of Directors shall have supervision, control, and direction over the affairs of AFCEA, its Committees, studies, and publications. The Board shall determine AFCEA's policies and any necessary policy changes. The Board shall actively pursue AFCEA's Vision and Mission and supervise the disbursement of its funds. The Board shall have the power to amend these Bylaws, to fill casual vacancies in its membership, and to fill vacancies among the AFCEA Officers above the Chapter level as they occur. The Board may adopt such rules, regulations and policies for the conduct of its business as shall be deemed advisable, and may, in the execution of the powers granted, delegate certain of its authorities and responsibilities to the Executive Committee. There are three categories of memberships for the Board of Directors: (1) Directors-at-Large who are elected by the Council and shall hereinafter be referred to as "Directors" (for election procedures see Article VII, Sect 2). (2) Former Chairpersons and former AFCEA President/CEO's are appointed Permanent Directors when they leave office. They provide long-term continuity for the Board of Directors and the Executive Committee. (3) Associate Directors are appointed by the Chairman upon recommendation of the President/CEO and confirmation by the Executive Committee. Associate Directors are non-voting members of the Board of Directors and are nominated based upon the experience and expertise they bring to the deliberations of the Board.

Section 2: Elections and Appointments.

- A.** At its annual meeting each year, the Board shall elect the following Officers when required: the Chairman of the Board, the Vice Chairman, members of the Executive Committee, and the General Counsel. These elected individuals shall take office at the end of the annual meeting at which they are elected, for a term of one or two years as specified in these Bylaws, or until their successors are elected and qualify. Newly elected Officers must accept their positions within thirty days of election in order to qualify. At the annual meeting each year, the Board shall confirm the appointment of the President/CEO, Secretary, Treasurer and such other officers as the Board of Directors deems necessary (the "AFCEA Executive Officers"). None of the AFCEA Executive Officers shall be a Director.
- B.** The normal term of office for the Chairman of the Board is two years. If warranted by extenuating circumstances, and if recommended by the Executive Committee, the Board of Directors may grant one extension of up to one year.
- C.** The normal term of office for the Vice Chairman of the Board is one year. If recommended by the Chairman and the Executive Committee, the Board of Directors may appoint the Vice Chairman for one additional one-year term. No Vice Chairman may serve more than two one year terms as Vice Chairman consecutively.
- D.** The normal term of office for members of the Executive Committee is two years. No individual may serve more than three two-year terms on the Executive Committee consecutively. Members who have served three consecutive two year terms on the Executive Committee may be re-nominated to the Board of Directors and may return to the Executive Committee after serving a minimum one-year term.

- E. All past Chairmen and Presidents/CEOs shall become Lifetime Advisors to the Executive Committee and Permanent Members of the Board of Directors.
- F. The Directors shall be divided into two classes of approximately equal size, each class elected for a two-year term. One class will retire at the end of the annual meeting each year, or upon the election and qualification of its successors. Newly elected Directors must accept their positions within thirty days of election in order to qualify.
- G. G Directors are elected on individual merits without regard to their corporate affiliation.

Section 3: Meetings of the Board

The Board of Directors shall hold an annual meeting (see Article XVI). Notice of this meeting shall be given to the Directors not less than thirty days before the meeting date. Special meetings of the Board may be called by the Chairman of the Board, President/CEO, or at the request of any three Directors. Notice of special meetings shall be mailed, delivered, telephoned, faxed or e-mailed to each member of the Board of Directors not less than seventy-two hours before the meeting date.

Section 4: Quorum of the Board

At any meeting of the Board of Directors, no less than one third of the members of the Board shall constitute a quorum for the transaction of the business of AFCEA. Any business transacted, unless otherwise specified in these Bylaws, shall be valid, providing it is affirmatively passed upon by a majority of those present. Members present at a Board meeting may continue to do business until adjournment, notwithstanding the withdrawal of enough members to have less than a quorum.

Section 5: Taking Action without Meeting

The Board of Directors may act without meeting if all Directors consent to the action in writing, and that written consent is filed with the minutes of the Board of Directors. Such consent will have the same force and effect as a unanimous vote of the Board of Directors.

Section 6: Duties of the Chairman.

- A. The Chairman of the Board of Directors of AFCEA shall have general oversight over the affairs of AFCEA, and shall perform the duties usual to this office. The Chairman shall preside at the meetings of the Council, the Board of Directors, and the Executive Committee. The Chairman shall be an ex-officio member of all Committees and Subcommittees, and shall serve as an ex-officio member of the Board of Directors of the AFCEA Educational Foundation and the Board of Directors of the AFCEA Building Service Corporation.
- B. If the Chairman is unable to attend a meeting of the Executive Committee, Board of Directors, or Council, the Vice Chairman shall preside at the meeting. If neither the Chairman nor the Vice Chairman is able to attend such meeting, the Chairman shall designate in writing another member of the Executive Committee to preside at the meeting. If the Chairman is unable to designate a

substitute, the Secretary shall convene the meeting. The first item of business at such meeting shall be the election of a member of the Executive Committee to preside as temporary Chairman for the meeting.

- C. The Chairman of the Board, by recommendation of the President/CEO, shall appoint (subject to confirmation by the Executive Committee) Associate Directors (see Article IX, Section 8).
- D. The Chairman of the Board, by recommendation of the President/CEO, shall appoint (subject to confirmation by the Executive Committee) Regional Vice Presidents.
- E. The Chairman of the Board, taking into consideration the recommendation of the Board of Directors of the AFCEA Educational Foundation, will appoint, subject to confirmation by the AFCEA Executive Committee, the succeeding President of the AFCEA Educational Foundation.
- F. The Chairman of the Board, taking into consideration the recommendation of the Board of Directors of the AFCEA Building Service Corporation, will appoint, subject to confirmation by the AFCEA Executive Committee, the succeeding President of the AFCEA Building Service Corporation.
- G. The Chairman of the Board, in consultation with the Executive Committee, shall be responsible for establishing general objectives and specific tasks and benchmarks to be met by the President/CEO and for reviewing the accomplishment of such objectives in advance of annual performance reviews.
- H. The Chairman of the Board, taking into consideration the recommendation of the President/CEO, will appoint a representative of each of the Regional Vice Presidents and the YAAC to the Board of Directors (see Article V, Section 3).
- I. The Chairman of the Board, taking into consideration the recommendation of the President/CEO, will appoint a representative from each of the Regional Vice Presidents and the YAAC to the Executive Committee (see Article V, Section 4).
- J. The Chairman of the Board may appoint a member to any Standing Committee (see Article X, Section 3).
- K. When a vacancy occurs in the position of the President/CEO, the Chairman of the Board will appoint a Search Committee to identify and interview replacement candidates. The Search Committee will recommend one candidate for appointment by the Board of Directors as President/CEO. The Search Committee shall include past Chairmen of the Board among its membership.

Section 7: Duties of the Vice Chairman

The Vice Chairman of the Board of Directors of AFCEA shall assist the Chairman in the performance of his/her duties including general supervision over the affairs of AFCEA. When the Chairman is unavailable, the Vice Chairman shall preside at the meetings of the Council, the Board of Directors, and the Executive Committee. The Vice Chairman shall serve as the Vice Chair of the Budget and Finance Committee. The Vice Chairman shall also be an ex-officio member of all governing committees except the Audit Committee, and shall serve as an ex-officio member of the Board of Directors of the AFCEA Educational Foundation and

the Board of Directors of the AFCEA Building Service Corporation. The Vice Chairman shall also perform other duties as prescribed by the Chairman of the Board.

Section 8: General Counsel

The General Counsel shall serve as legal counsel to the Board of Directors. International Headquarters may retain its own legal adviser. The General Counsel shall be elected annually at the annual meeting of the Board of Directors (see Article VII, Section 2(A)).

Section 9: Voting

Directors shall vote in person at any meeting conducted in a manner consistent with Article VII Section 3. While in person attendance at meetings is encouraged, by direction of the Chairman, meetings may be held by any electronic or telephonic means in which all persons participating are able to communicate directly with each other. Such electronic or telephonic participation shall constitute in person attendance for purposes of establishing a quorum and for voting.

Section 10: Vacancies and Removal

The Board of Directors shall fill any casual vacancy occurring on the Board between annual meetings by nominating and electing a new Director. A Director so elected to fill a vacancy shall serve the unexpired term of the predecessor. The Board of Directors may remove any Director for cause.

Section 11: Ethical Standards

- A. Directors shall be held to the highest ethical standards while performing their duties for AFCEA as documented in the Code of Ethics.
- B. Should a conflict of interest arise, Directors shall report the conflict as soon as it is discovered to the Chairman of the Board. The Director will refrain from voting on any matter pertaining thereto. The Chairman may refer the matter to the Governance Committee, Ethics Officer and/or General Counsel at his/her discretion.

ARTICLE VIII - EXECUTIVE COMMITTEE

Section 1: Authority and Responsibility

The Executive Committee is empowered to act in place of the Board of Directors between Board meetings on all matters, except those specifically reserved for the Board by these Bylaws, pursuant to delegation of authority to such Committee by the Board of Directors. Actions of the Executive Committee shall be reported to the Board by mail or electronic means, as well as at the next Board meeting. The Executive Committee shall be responsible to the Board of Directors for ensuring proper management and operation of AFCEA Headquarters. If a majority of the Executive Committee members determine that the President/CEO, Secretary, or Treasurer is unable to perform effectively the duties of his or her office, they may make an appointment, pro tempore, to fill the unexpired term of such Officer. The Executive Committee may assign the duties and responsibilities of such Officer to a person selected by it for the duration of an Officer's incapacity.

Section 2: Quorum - Call of Meetings

The Executive Committee shall normally meet three times each year, and shall also meet at the call of the Chairman of the Board or any four Committee members. Notice in writing of the time and place of each meeting of the Executive Committee shall be sent to all members of the Committee at least ten days prior to the meeting date. In the event that exigent circumstances give rise for the need to have a special meeting with less than ten days' notice, members shall be provided as much advance notice as possible. The Chairman of the Board shall preside at the meetings of the Executive Committee. In the absence of the Chairman, the Vice Chairman shall preside. If neither the Chairman nor the Vice Chairman is able to attend the meeting, the Chairman shall designate in writing another member of the Executive Committee to preside at the meeting. A quorum of the Executive Committee shall consist of one more than one third of the total of its members plus the Chairman of the Board. Except where otherwise specified in these Bylaws, the act of the majority of the members of the Executive Committee present at a meeting at which a quorum is present shall be the act of the Executive Committee. Members present at an Executive Committee meeting may continue to do business until adjournment, notwithstanding the withdrawal of enough members to have less than a quorum.

Section 3: Vacancies and Removal

The Executive Committee shall be empowered to fill casual vacancies for unexpired terms in its own membership. The Chairman of the Board shall have the discretion to remove from the Executive Committee for the remainder of such Executive Committee member's term any Executive Committee member who is unable to participate (in person or by electronic or telephonic means directed by the Chairman as provided in Section 5 below) in at least 50% of the meetings in any year of their two-year term. Any Executive Committee member removed under this provision shall not be eligible for re-election to the Executive Committee for the next term unless the Chairman of the Board waives this restriction.

Section 4: Voting

Executive Committee members shall vote in person at any meeting conducted in a manner consistent with Article VIII, Section 2.

Section 5: Meetings

While in person attendance at meetings is encouraged, by direction of the Chairman, meetings may be held by any electronic or telephonic means in which all persons participating are able to communicate directly with each other. Such electronic or telephonic participation shall constitute in person attendance for purposes of establishing a quorum and for voting.

Section 6: Taking Action without Meeting

The Executive Committee may act without meeting if all Committee members consent to the action in writing, and that written consent is filed with the minutes of the Executive Committee. Such consent will have the same force and effect as a unanimous vote of the Executive Committee.

Section 7: Ex-officio Members

The President/CEO, Secretary, and Treasurer shall be present at Executive Committee meetings in an ex-officio, non-voting status to assist and advise the Committee as appropriate. Additionally, AFCEA General Managers are eligible and may participate in similar ex-officio, non-voting status. The Committee may exclude these ex-officio members when dealing with special matters.

ARTICLE IX - AFCEA EXECUTIVE OFFICERS

Section 1: Responsibilities of the President/CEO

The President/CEO shall be responsible to the Executive Committee for personnel matters, including employment and management of a salaried staff, as well as the overall management of the AFCEA operation. The President/CEO shall be responsible for establishing general objectives and specific tasks and benchmarks to be met by the AFCEA Executive Officers that report directly to him/her and for reviewing the accomplishment of such objectives in advance of annual performance reviews. In addition, the President/CEO shall carry out actions resulting from Executive Committee and Board decisions. The President/CEO shall report directly to the Chairman of the Board, and shall keep the Chairman informed in a timely manner of matters concerning personnel, finances, operations, management, and policy. The President/CEO shall perform such other duties and have such other responsibilities and authority as may be prescribed from time to time by the Executive Committee.

Section 2: Responsibilities of the Secretary

The Secretary shall report directly to the President/CEO. The Secretary shall be responsible for the proper and legal mailing of notices to members and Directors. The Secretary shall ensure the proper recording of the proceedings of the Board of Directors, Executive Committee, Council, and Committee meetings, and shall execute all orders, votes, and resolutions not assigned to others. The Secretary shall ensure that accurate records concerning membership in AFCEA are maintained. The Secretary shall keep the Seal of AFCEA. With the approval of the Board of Directors and the President/CEO, the Secretary may delegate specific duties to designated members of the AFCEA Headquarters staff. The Secretary shall act, with the President/CEO's approval, as the ex-officio, non-voting Headquarters representative to the AFCEA Awards and Governance Committees. The Secretary shall perform such other duties and have such other responsibilities and authority as may be prescribed from time-to-time by the Executive Committee. The Secretary is not precluded from being another Executive Officer.

Section 3: Responsibilities of the Treasurer

The Treasurer shall be the custodian of AFCEA's funds, under the direction of the President/CEO. The Treasurer shall deliver an annual fiscal report to the President/CEO for presentation to the Executive Committee, and other special fiscal reports requested by the Executive Committee. The Treasurer shall act as the ex-officio, non-voting International Headquarters representative to the Budget and Finance Committee. The Treasurer shall perform such other duties and have such other responsibilities and authority as may be prescribed from time to time by the Executive Committee.

Section 4: Responsibilities of Executive Committee Members

Executive Committee members, in addition to their responsibilities on the Executive Committee as outlined in Article VIII, may perform other duties as prescribed by the Chairman of the Board.

Section 5: Responsibilities of Directors-at-Large

The Directors-at-Large, in addition to their responsibilities outlined in Article VII, may perform other duties as prescribed by the Chairman of the Board.

Section 6: Responsibilities of Permanent Director

Permanent Directors, in addition to their responsibilities outlined in Article VII, may perform other duties as prescribed by the Chairman of the Board.

Section 7: Responsibilities of Associate Directors

Associate Directors are ex-officio members of the Board. Each Associate Director shall hold office from the time of appointment and confirmation until the next annual meeting of AFCEA. Associate Directors may perform duties as prescribed by the Chairman of the Board (see Article VII).

ARTICLE X - REGIONAL VICE PRESIDENTS AND GENERAL MANAGERS

Section 1: Responsibilities of Regional Vice Presidents

Regional Vice Presidents shall be assigned specific regional areas, and are responsible for maintaining regular contact with the chapters, chapter officers and membership within those respective regions. Regional Vice Presidents responsibilities include making recommendations to AFCEA Headquarters to help assure achievement of the Vision, Mission and Core Values established in Article II. Regional Vice Presidents representing regions outside the U.S. shall apply AFCEA policy as necessary to conform to the needs of their respective countries and/or the international regions in which they are located. Regional Vice Presidents shall be appointed by Chairman of the Board for a two-year term and may be reappointed for an additional term or terms. Each Regional Vice President must be a member of AFCEA during his or her entire period of service.

Section 2: Responsibilities of General Managers

AFCEA General Manger(s) assist the AFCEA Executive Officers and staff with coordination and implementation of AFCEA events and member services in his/her/their theater of operations (e.g., Europe) and such other activities as requested by the President/CEO or the Board of Directors to facilitate achievement of the goals set forth Mission and Core Values established in Article II.

ARTICLE XI - COMMITTEES

Section 1: Chairman Appointments

The Chairman of the Board may appoint a member to any Governing Committee. The appointee shall serve as a full member of the Committee, with all rights and privileges, for the duration of the appointing Chairman's term of service. Each Chairman of a Governing Committee must be a member of AFCEA during his/ her entire period of service as Chairman of the Committee.

Section 2: Governing Committees

The following committees shall be established and operate under the direction of the Chairman of the Board. Other Committees may be established at the direction of the Chairman of the Board.

- A. Audit Committee.** The Chairman shall appoint an Audit Committee to receive the report of the independent certified public accounting firm which has conducted the annual audit of the Association in accordance with Article XII, Section 4. The Chair of the Audit Committee shall report to the Chairman in writing on the results of the annual audit. The Committee is also responsible for selecting an independent certified public accounting firm to conduct the annual audit of the Association, as specified in Article XII, Section 4. The Committee may perform such other duties in connection with the audit of the Association as requested by the Chairman.
- B. Budget and Finance Committee.** The Chairman shall appoint a Budget and Finance Committee to advise the Board of Directors, the Executive Committee, and the President/CEO on the annual budget, and to make recommendations on financial matters. The Committee may perform such other duties in connection with the finances of AFCEA as requested by the Chairman.
- C. Compensation Committee.** The Chairman shall appoint a Compensation Committee to review annually the salary, benefits, and pension structure of the AFCEA Executive Officers and other Headquarters staff and recommend changes in same to the Chairman and the Executive Committee. The President/CEO has authority to implement the approved compensation plan.
- D. Governance Committee.** The Chairman shall appoint a Governance Committee to assist the Board on matters pertinent to the operation and governance of the Association, its chapters and other related organizational entities. The Governance Committee shall have a permanent subcommittee, the Nominating Committee, which shall be responsible for preparing a slate of candidates for election by the Board and Council at their annual meetings. In preparing this slate, the Committee will take into account the international and diverse nature of the AFCEA membership. Annually, the AFCEA Secretary shall notify all Officers and Council delegates (through the Chapter Presidents) that nominations are in order for the following positions: Chairman of the Board of Directors (when applicable); Vice Chairman of the Board of Directors (when applicable); members of the Executive Committee (when applicable); the entering class of Directors-at-Large, other Board vacancies, and the General Counsel. The Nominating Committee may recommend candidates for

any of the available positions. In order to avoid a conflict of interest or the appearance of a conflict of interest, while serving on the Nominating Committee, no member of the committee shall offer him

or herself up for nomination for any office and shall recuse him or herself from any vote on the nomination of any candidate who is employed by or affiliated with a firm or company with which the member is affiliated or with whom such member has close personal ties which could reasonably be perceived as affecting or influencing such member's personal or professional interests.

In addition, any group of three or more members of AFCEA may propose a candidate(s) for the vacant Director-at-Large positions. These nominations must be received by the Nominating Committee at least ninety days before the annual meeting. If the Nominating Committee does not include in the slate it submits to the Council a candidate who was nominated by petition, then any member of the group who proposed such person(s) may place the name(s) of that candidate(s) in nomination. No other nominations will be accepted.

- E. Awards Committee.** The Awards committee will be responsible for preparing a call for award nominations and determining award winners.
- F. Membership Committee.** The Membership Committee will be responsible for developing strategies for individual and corporate membership growth and retention and enhancing AFCEA's outreach to members.
- G. Strategy and Innovation Committee.** The Strategy Committee will develop AFCEA International's long-term, association-wide Strategic Plan. The Committee supports the organization by meeting regularly and offering consultation on specific topics or areas of interest.

Section 3: Management Committees, Special Committees and Task Forces

The Chairman with the approval of the Board of Directors and/or the Executive Committee may appoint management committees, special committees or Task Forces as necessary. When established the Chairman will prescribe the duties, operating policy and criteria for termination of said committee.

Section 4: Limitation on Responsibilities

No Governing Committee, Management Committee, Special Committee or Task Force may undertake actions that would impose mandatory expenses or workloads on the AFCEA membership unless authorized by the Chairman and approved by the Board of Directors.

Section 5: AFCEA Membership Requirement

Each Chairman of a Governing or Management Committee must be a member of AFCEA during his or her entire period of service as Chairman of the Committee.

Section 6: DOD Members serving on AFCEA Committees

DOD members serving on an AFCEA Governing Committee, Management Committee, Special Committee or Task Force do so as liaisons under the provisions of The Joint Ethics Regulation, DOD 5500.7(series). Citation from current regulation is at Appendix A.

ARTICLE XII – FINANCE

Section 1: Fiscal Period

The fiscal period of AFCEA shall be prescribed by the Budget and Finance Committee with the approval of the Board of Directors.

Section 2: Bonding

Trust or surety bonds shall be furnished to cover the President/CEO, Secretary, Treasurer, and other Officers and employees of AFCEA, as the Board of Directors shall direct. The amount of such bonds shall be determined by the Board, and the cost paid by AFCEA.

Section 3: Budget

Annually, at the annual meeting of the Board of Directors, the Board may adopt a resolution delegating to the Executive Committee the authority to review and adopt, in advance of the next fiscal period, and with the recommendations of the Budget and Finance Committee, the annual budget covering all activities of AFCEA.

Section 4: Audit

The accounts of AFCEA shall be audited at least once a year by a certified public accounting firm that is independent of AFCEA affiliation (see Article XI, Section 2A). Within sixty days following the end of each annual audit, the Treasurer shall furnish the Board of Directors a financial report for the year just completed.

Section 5: Corporate Obligations

No obligation shall be incurred on behalf of AFCEA except by the Board of Directors acting through its Executive Committee, and such person or persons as may be designated by the Executive Committee. All obligations incurred by AFCEA shall be solely Association corporate obligations and no personal liability whatsoever shall attach to, or be incurred by any member, Officer, or Director of AFCEA by reason of any such Association obligation.

No Chapter shall have signatory authority to obligate AFCEA International or the Chapter on any contractual obligation in excess of \$25,000. Any contract with a value or expense in excess of \$25,000 must be reviewed and executed by AFCEA International.

Section 6: Checks, Drafts, Etc.

All checks, drafts or orders for the payment of money, notes or other evidences of indebtedness which are issued in the name of AFCEA and which exceed an amount as determined from time-to-time by resolution of the Board of Directors shall be signed by any two of the officers or employees of the AFCEA designated by the Board. Any such instrument in a lesser amount may be signed by any such officer or employee of AFCEA, and in such manner, as shall from time to time be determined by resolution of the Board of Directors.

ARTICLE XIII - INDEMNIFICATION OF OFFICERS AND DIRECTORS

All Directors, Officers, or employees of AFCEA, including Chapter Officers and employees of the Chapter, shall be indemnified by AFCEA. This indemnification applies to expenses actually and necessarily incurred by AFCEA's Directors, Officers, and employees in connection with the defense of any action, suit, or proceeding in which they are made a party by reason of being or having been such Director or Officer or employee. This indemnification will not apply to matters in which they are adjudged and all appeals exhausted in such action, suit, or proceeding to be liable for gross negligence or willful misconduct in the performance of a duty. Such indemnification shall not be deemed exclusive of any other rights to which such Director or Officer or employee may be entitled, under any bylaw, agreement, or vote of the Board of Directors. The President/CEO is responsible to ensure that AFCEA maintain a current directors and officers' insurance policy with copies available to any officer or director upon request.

ARTICLE XIV – DUES

Section 1: Establishment of Dues

Dues for all classes of individual and corporate membership shall be established by the Board of Directors.

Section 2: Delinquency

The AFCEA President/CEO may suspend or cancel membership if dues are deemed delinquent according to AFCEA collection policies.

Section 3: Refunds

Annual dues shall not be refunded to any member whose membership terminates for any reason except for partial refund of individual membership dues requested by an individual member who is subsequently designated a corporate associate for an overlapping period under a corporate sponsorship.

ARTICLE XV – EVENTS

Section 1: Quality

AFCEA is committed to delivering the highest quality discussion among industry, academia and government, through AFCEA sponsored events such as conferences and workshops. This requires thoughtful planning and execution across the organization in accordance with AFCEA policies and with clear lines of responsibility and accountability as defined in sections 2 and 3. To ensure legal and fiduciary compliance, contractual protection for the Chapters, and consistency in representation of the AFCEA brand, AFCEA Headquarters will provide standards and guidelines for the delivery of high quality events.

Section 2: Planning and Coordination

Chapters shall provide notice to AFCEA Headquarters for all events as delineated within AFCEA policy. Headquarters will reconcile association-wide schedule and speaker conflicts.

Section 3: Event Management

AFCEA Headquarters maintains significant resources for the planning and conduct of events. AFCEA Headquarters reserves the right to bid for the management of locally sponsored events as delineated within AFCEA policy.

ARTICLE XVI - ANNUAL MEETING

Section 1: Annual Meeting

AFCEA shall hold an annual meeting which, unless otherwise designated in a properly issued meeting notice, shall be held in May. The Secretary, in coordination with the President/CEO, and Chairman, shall designate the time and place, and shall prepare an appropriate agenda. Notices of the meeting shall be issued in accordance with the provisions of Article VII, Section 3.

ARTICLE XVII - OFFICIAL INSIGNIA, FLAG, AND LOGO

Section 1: AFCEA Insignia

The official insignia reflecting the history and heritage of the Association is described in Appendix C.

Section 2: AFCEA International Flag

The official flag of AFCEA is described in Appendix C.

Section 3: AFCEA International Logo

The official logo reflecting the international scope of the Association is described in Appendix C.

Section 4: Restrictions

Modifications to the AFCEA International insignia, logo or flag are prohibited without prior written approval from the AFCEA President/CEO.

ARTICLE XVIII – AMENDMENTS

Section 1: Amendments or Repeal

These Bylaws may be amended or repealed by the Board of Directors by a majority vote of those present at any annual or special meeting of the Board at which a quorum is present.

ARTICLE XVIII – DISSOLUTION

Section 1: Dissolution

Upon the dissolution of AFCEA, the Board of Directors shall, after paying or making provision for the payment of liabilities and legal obligations of AFCEA, dispose of all the remaining assets of AFCEA. These assets will be transferred to an organization(s) selected by the Board of Directors that is organized exclusively for charitable, educational, or scientific purposes. The organization(s) shall at that time qualify as tax-exempt under applicable provisions and regulations of the U.S. Internal Revenue Service Code and in other regions as may be applicable under the revenue laws of the respective countries.

APPENDIX A: MODEL AFCEA CHAPTER BYLAWS

**BYLAWS OF THE
XYZ CHAPTER**

AFCEA International

(AFCEA)

BYLAWS OF THE XYZ CHAPTER

AFCEA International (“AFCEA”)

ARTICLE I - NAMES AND LOCATIONS

Section 1: Name.

The name of the Chapter shall be the XYZ Chapter, AFCEA International (“AFCEA”), hereinafter referred to as "The Chapter".

Section 2: Location.

The Headquarters of the Chapter shall be in or near the cities of _____.

ARTICLE II – GUIDING PRINCIPLES

Section 1: Vision, Mission and Core Values of AFCEA International

A: Vision.

To be the premier information technology, communications, and electronics association for professionals in international government, industry and academia worldwide.

B: Mission.

AFCEA is an international organization that serves its members by providing a forum for the ethical exchange of information. AFCEA is dedicated to increasing knowledge through the exploration of issues relevant to its members in information technology, communications, and electronics for the defense, homeland security and intelligence communities, and other government entities with components supporting these missions.

C: Core Values

1. **Ethics:** Insist on the highest ethics in everything we do.
2. **Visionary Leadership:** Apply visionary leadership in our community and encourage it from our members at every level.
3. **Commitment:** Consistently demonstrate commitment to continuous improvement of the Association and to improvement of service to our members.
4. **Quality:** Provide the highest quality in everything we do.

5. **Education:** Commit to do everything possible to further the education of our members and the communities we serve.
6. **Diversity:** Encourage, embrace and continually enlist the support and inclusion of all members of our diverse international community.

Section 2: Actions and Activities.

AFCEA is organized to promote the common business interests of its members and operate for nonprofit educational, scientific, patriotic, and civic purposes. It has no political interests or alliances. It is an international association. Being incorporated in the United States, its actions and activities are intended to qualify AFCEA as an exempt organization under Section 501(c)(6) of the U.S. Internal Revenue Code of 1986, as amended, or the corresponding provision of any future U.S. Internal Revenue Law and, in any other regions as may be applicable, under the revenue/charity laws of the various countries concerned.

Section 3: Certain Activities Prohibited.

No part of the net earnings of The Chapter shall inure to the benefit of, or be distributed to, its members, Directors, Officers, or other private individuals. The Chapter shall neither lend any of its assets, nor guarantee to any person the payment of a loan, to or on behalf of any member, Director, or Officer. However, The Chapter shall be authorized and empowered to pay reasonable compensation for services rendered, and to make payments and distributions in furtherance of the objectives set forth in Article II. The Chapter will not conduct lobbying activities.

The Chapter will not participate or intervene in any political campaign on behalf of any candidate for public office. The Chapter will not conduct any activities not permitted by an organization exempt from income tax under the tax laws of the states and/or nations in which The Chapter operates.

Section 4: AFCEA Ethics and Standards of Conduct Policy

The continued success of AFCEA depends on the maintenance of high professional standards and behavior and observance of accepted standards of conduct and ethics. The manner in which individual and corporate members participate in the professional dialogue among government, industry and academia reflects the ethical reputation of AFCEA. AFCEA members shall follow the standards of conduct and ethics guidance of their appropriate government authorities.

ARTICLE III - MEMBERSHIP

Section 1: General.

Membership in the Chapter shall be open to all citizens and industrial organizations of the free world that are interested in furthering the objectives of AFCEA and the Chapter as set forth in the AFCEA Articles of Incorporation and Bylaws and the provisions of the Chapter Bylaws.

Section 2: Classes of Membership.

The classes of membership of the Chapter shall conform to those outlined in the AFCEA Bylaws Article III; i.e., Individual, Life, Distinguished Life, Student, and Corporate.

Section 3: Membership Dues.

Membership Dues shall conform to the dues as outlined in the AFCEA Bylaws. Additional funds for Chapter activities may be raised by appropriate means commensurate with AFCEA and Chapter status as a non-profit organization.

ARTICLE IV - ORGANIZATION AND STRUCTURE

Section 1: Organization.

The Chapter shall consist of members as described in Article III and be governed by a Board of Directors, Chapter Officers, and an Executive Committee.

ARTICLE V - BOARD OF DIRECTORS

Section 1: Authority and Responsibilities.

The Board of Directors will have supervision, control, and direction of the affairs of the Chapter, its committees, and publications, and is empowered to act on the part of the membership by these Bylaws. The Board shall determine Chapter policies and change thereto and shall fill casual vacancies in its membership and those of Chapter Officers.

Section 2: Composition.

The Board of Directors shall consist of the following Chapter Members: President, Treasurer, and Secretary, a maximum of ____ members elected at-large and Past Chapter Presidents so long as they maintain continuous membership

Directors, with the exception of Past Presidents, will be elected annually. The current Chapter President serves as the Chairman of the Board of Directors. An Advisory Committee consisting of key personnel designated by the Chapter President may assist the Board of Directors. The Committee should meet with the Board of Directors/Executive Committee periodically to discuss planned programs and events, and exchange general information and suggestions regarding the Chapter activity.

Section 3: Meetings.

The full Board of Directors shall meet at the call of the President at least each year. The President, as required, may call additional meetings. Notifications of meetings shall be made to each Board member at

least one week prior to each meeting to include place, date, hour, and major agenda items that will require Board approval. While in person attendance at meetings is encouraged, meetings may be held by any electronic or telephonic means in which all persons participating are able to communicate directly with each other. Such electronic or telephonic participation shall constitute in person attendance for purposes of establishing a quorum and for voting.

Section 4: Procedures.

At any meeting of the Board of Directors, no less than one-half of the represented members of the Board shall constitute a quorum for the transaction of Chapter business. For purposes of this section, a quorum of one-half shall refer to the number of officers and members of the Board except Past Presidents, as this number may vary. Any business transacted shall be valid, providing it is passed by a majority of those represented. Should representation fall below a quorum during the conduct of a meeting, no further business shall be transacted.

ARTICLE VI - CHAPTER OFFICERS

Section 1: Chapter Officers shall consist of at least a President, Secretary and Treasurer.

Officers shall be elected for one-year terms by a majority vote of the Chapter membership. No member may hold more than one office during the Chapter year, which will run from June 1 until May 31 of the succeeding year. Officers may be appointed to fill unexpired terms by vote of the Board of Directors. No officer may hold the same office for more than two consecutive years, unless no one has been submitted as a potential candidate for election and the re-appointment is approved by a majority of the Board of Directors.

Section 2: Responsibilities of the President.

The President shall have general supervision of the affairs of the Chapter and shall perform the duties usual to the office. The President shall preside at the meetings of the Chapter and Board of Directors and shall be an ex-officio member of all committees and all sub-committees thereof.

Section 3: Responsibilities of the Secretary.

The Secretary shall prepare, publish, and maintain minutes of Chapter meetings, Board of Director meetings, and committee meetings prepared and published by those committees, maintain a role of Chapter membership to include the address and status of each member and maintain official records. The Secretary shall provide notice of any special meetings at the direction of the President. The Secretary shall distribute minutes to members of the Board of Directors with an information copy to the AFCEA Director of Chapter Affairs and to interested Chapter members.

Section 4: Responsibilities of the Treasurer.

The Treasurer shall be comptroller of the finances and accounts of the Chapter under the direction of the President and the Executive Committee, and shall prepare an annual budget and render an annual statement of accounts and such special reports as may be called for by the Board of Directors.

Section 5: National Council Delegates.

In accordance with Article V, Section 2, of the AFCEA Bylaws, each Chapter is entitled to designate delegates to the National Council (total number depends on the membership strength of the Chapter). The Board of Directors shall appoint Chapter Delegates to the National Council from Chapter members who expect to attend the Annual International AFCEA Convention.

ARTICLE VII - EXECUTIVE COMMITTEE (Optional)

Section 1: Authority and Responsibilities

The Executive Committee is empowered to act on behalf of the Board of Directors between Board meetings on all matters except those specifically reserved for the Board or membership by these Bylaws.

Section 2: Composition.

The Executive Committee shall consist of the Chapter Officers and the immediate preceding Past Chapter President residing in the area. The Chapter President shall preside at Executive Committee meetings.

Section 3: Meetings.

The Executive Committee shall meet at the call of the President and shall have the power to take actions on behalf of the Board of Directors as prescribed in these Bylaws. Notification of Executive Committee meetings shall be provided at least four days prior to the meeting. While in person attendance at meetings is encouraged, meetings may be held by any electronic or telephonic means in which all persons participating are able to communicate directly with each other. Such electronic or telephonic participation shall constitute in person attendance for purposes of establishing a quorum and for voting.

Section 4: Procedures.

At any meeting of the Executive Committee no fewer than four members must be represented to constitute a quorum for the conduct of business. Any business transacted shall be valid provided it is passed upon by a majority of those represented. Should representation fall below a quorum during the conduct of a meeting, no further business shall be transacted.

ARTICLE IX - FINANCE

Section 1: Fiscal Period.

The fiscal period of the Chapter shall be a 12-month period, from ____ to ____ .

Section 2: Financial Obligation.

No financial obligations shall be incurred on behalf of the Chapter except by the approval of the Executive Committee or as covered in these Bylaws. Expenditures of less than one hundred dollars (\$100.00) may be authorized by the President to be subsequently approved by the Board of Directors.

Section 3: Annual Budget and Statement of Accounts.

The Annual Budget and Statement of Accounts prepared by the Treasurer will be approved by the Executive Committee and reviewed by the members of the Board of Directors. Chapter members at the first Chapter meeting of each year will review this budget.

Section 4: Audit.

The accounts of the Chapter shall be audited annually by the Audit Committee consisting of two Chapter members, who are not current officers, as appointed by the Board of Directors.

ARTICLE X - CHAPTER MEETINGS

Section 1: Annual/Special Meeting.

The Chapter shall hold an Annual Meeting each year. The purpose of the Annual Meeting shall be the election of Officers and Directors of the Chapter, the submission of reports by the Officers and such other matters as decided upon by the Board of Directors or Executive Committee. Written or printed notification will be provided to all members at least thirty (30) days prior to the Annual/Special Meeting. Information provided shall include the place, date, and hour of the meeting, and in the case of a Special Meeting, the purpose(s) for which it is called.

One third of active members represented shall constitute a quorum for the conduct of business. Any business transacted shall be valid provided it is affirmatively passed upon by a majority of those present. Should representation fall below a quorum during the conduct of the meeting, no further business shall be transacted. While in person attendance at meetings is encouraged, meetings may be held by any electronic

or telephonic means in which all persons participating are able to communicate directly with each other.

Such electronic or telephonic participation shall constitute in person attendance for purposes of establishing a quorum and for voting.

Section 2: Regular Meetings.

Regular meetings of the Chapter shall be held throughout the year, the time and place to be designated by the President to be devoted to discussions of scientific, industrial, and military issues and such other subjects as approved by the Board of Directors.

ARTICLE XI - NOMINATIONS AND ELECTIONS

Section 1: The Nominating Committee.

As selected by the current President, shall present their report at the April Chapter Meeting; elections shall be held at the Annual Meeting in May; and the newly elected members of the Board of Directors shall be installed at the May Luncheon Meeting and shall assume their duties following the June Board of Directors meeting. Any group of five (5) or more active members of the Chapter may submit by written petition the name(s) of candidate(s) for office to the Nominating Committee. Such a petition shall be in the hands of the Nominating Committee prior to its report being presented to the Chapter members at the April Chapter Meeting. Petitions submitted after the April Meeting shall be provided to the Secretary prior to the opening of the Annual Meeting. Nominations may be accepted from the floor during a Chapter meeting assuming at least five (5) members will support such nomination. Any person nominated must be a member of the Chapter, in good standing.

Section 2: Elections.

One third of total Chapter members shall constitute a quorum for the election, which shall be valid provided it is affirmatively passed upon by a majority of those present.

ARTICLE XII - AMENDMENTS

Section 1: Amendment Proposals.

Amendments to these Bylaws may be proposed by a majority vote of the Board of Directors or of the Executive Committee or upon petition addressed to the President and signed by not less than five (5) percent of Chapter members.

Section 2: Amendment Approval.

Proposed amendments shall be submitted to the Chapter membership at least one month prior to being voted on at a regular Chapter meeting.

Section 3: Amendment Effective Date.

Amendments, which have been adopted by a majority of the Chapter membership voting at a regular Chapter meeting, shall become effective as specified in the amendment

ARTICLE XIII - DISSOLUTION

Section 1: Dissolution.

On dissolution of the Chapter, the Board of Directors shall pay or make provisions for the payment of all liabilities and legal obligations of the Chapter, then dispose of all remaining assets by transferring them to the International Headquarters of AFCEA.

APPENDIX B-1: U.S. CHAPTER AFFILIATE AGREEMENT

THIS AFFILIATION AGREEMENT is made this ___ day of _____, 20___, by and between the AFCEA INTERNATIONAL (“AFCEA”), a nonprofit corporation incorporated in the District of Columbia, and _____, a nonprofit corporation incorporated in _____ (hereinafter referred to as Chapter).

Whereas, AFCEA and Chapter desire to:

- A. Promote the common business interests of AFCEA members and AFCEA’s Vision, Mission, and Core Values.
- B. Operate for nonprofit educational, scientific, patriotic, and civic purposes;
- C. Develop and maintain an effective national and chapter network;
- D. Share information to preserve and advance member’s interests; and
- E. Promote and develop future Chapter and national AFCEA leaders.

In consideration of their mutual promises and commitment both parties hereby agree as follows:

I. TERM

This Agreement shall supersede any prior understandings and agreements between Chapter and AFCEA and shall expire December 31, 20___. The Agreement shall automatically renew for one year intervals unless AFCEA or Chapter provides the other with written notice of termination 60 days before the expiration date

II. PRIVILEGES OF AFFILIATED STATUS

- A. **Voting Representation:** Chapters holding affiliated status may be represented on the Council of AFCEA by one Chapter delegate per one hundred Chapter members, as set out in Article V of the AFCEA Bylaws. Council members will vote according to the procedures set forth in Article VI of the AFCEA Bylaws.
- B. **Promotional Materials & Logo:** A Chapter which has been granted affiliated status may identify itself as such on circulars, brochures and other such promotional materials related to solicitation of members, continuing education programs, or other such programs or materials. The official AFCEA insignia, flag, and logo described in Appendix C of the AFCEA Bylaws may be used by Chapter to integrate its unique local or national image with AFCEA, providing they are used in such a way that does not state nor imply endorsement of services or products. Chapter shall not modify or alter the insignia, flag, and logo in any way without the prior written permission of AFCEA.
- C. **Member Lists:** Affiliated Chapters shall be provided with the names and addresses of AFCEA members who are not affiliated with a chapter.

III. RESPONSIBILITIES OF AFFILIATED CHAPTERS

- A. Membership in AFCEA:** Chapter shall operate in accordance with applicable AFCEA Bylaws at all times. In particular, Chapter agrees to operate in accordance with AFCEA's Vision, Mission, Core Values, and Ethics and Standards of Conduct Policy as set out in Article II of AFCEA's Bylaws. Chapter expressly acknowledges and understands that it shall be subject to the general supervision and control of AFCEA.
- B. Self-Governance:** Chapter hereby understands and agrees that Chapter is a legal entity which must not only observe all AFCEA affiliated status obligations, but also discharge legal obligations incumbent upon any self-governing organization.
- C. Nonprofit activities:** All Chapters applying for affiliated status shall obtain tax-exempt status from the Internal Revenue Service and from their jurisdiction of incorporation or operation. Upon executing the Affiliation Agreement, Chapter will provide AFCEA with a copy of its Internal Revenue Service exemption determination letter and documentation of state tax-exempt status. Both parties shall operate and conduct their business and affairs in accordance with the generally accepted principles of nonprofit business organizations. Chapter shall notify AFCEA of a substantial change or revocation in the Chapter's tax-exempt status.
- D. State Corporate Laws:** Chapter understands and agrees that it is the sole responsibility of Chapter to examine and comply with laws relating to incorporated associations in the state where Chapter is located, the filing requirements of non-profit corporations, and the maintenance of its corporate status in good standing as required by state law.
- E. Annual Reporting.** Chapter shall submit an Annual Chapter Report to AFCEA containing an outline of Chapter activities for the past year, anticipated activities for the upcoming year, any other information it considers relevant, and the following attached documents: current Bylaws, current officers, a current membership roster, an affirmation of current good standing of incorporation, an affirmation that Chapter has retained its tax exempt status and does not anticipate losing such status, Certificates of Insurance for General Liability and Directors and Officers, and a financial summary or copy of Form 990, if filed.
- F. Chapter Bylaws:** Chapter Bylaws shall be consistent with the Articles of Incorporation, the AFCEA Bylaws, and any state or national requirements. Chapter Bylaws shall follow the model contained in Appendix A of the AFCEA Bylaws. AFCEA, at its sole discretion, will determine acceptability of Chapter Bylaws with regards to admission as an affiliated chapter.
- G. AFCEA Ethics and Standards of Conduct Policy:** Chapter shall follow the AFCEA Code of Ethics as well as any standards of conduct and ethics guidance of local, state, or federal government authorities.

- H. Insurance:** The Chapter shall procure insurance coverage for its operation, activities and conduct to include but not limited to; premises, operations, property, personal injury, special events, and directors and officers' liability. A certificate of insurance shall be provided to AFCEA with the annual report confirming a minimum of \$500,000 in general liability and directors and officers' coverage. Each chapter shall consult its insurance agent to determine the amount of coverage necessary for its operation.
- I. Dual Membership:** No person shall be a member of a Chapter who is not a member of AFCEA. Affiliated Chapters have a responsibility to ensure that members comply with the dual membership requirement. Chapter will ensure that members comply with AFCEA as well as Chapter rules and policies.
- J. Representation:** AFCEA Chapters may not enter into any affiliation or representation agreement without the express approval of AFCEA.
- K. Participation in Council:** If Chapter fails to send a member delegate to two consecutive Council meetings, the Chapter's right to vote at the next meeting shall be suspended. A letter will be sent to all eligible voting members of Chapter, notifying them that their Chapter lost its privilege to vote on behalf of its members at the next Council meeting.

IV. PROBATION, SUSPENSION AND REVOCATION OF AFFILIATED STATUS

- A. Authority and Events:** The affiliated status granted to Chapter and all of the rights and obligations created hereunder shall remain in full force and effect through the expiration of this Agreement unless placed on probation, suspended or revoked for the grounds set out in Paragraph B, below. AFCEA shall have the authority to place on probation, suspend or revoke the affiliated status granted to Chapter if the Board of Directors determines the conduct of Chapter to be in violation of the Affiliation Agreement.
- B. Grounds for Probation, Suspension or Revocation:** AFCEA shall have the right to place on probation, suspend or revoke a Chapter affiliated status if the chapter:
- C. Fails or refuses to comply with the Affiliation Agreement and/or AFCEA Bylaws;
- D. Knowingly and willfully violates any law;
- E. Chapter and/or its officers, directors or employees, willfully and/or maliciously undermine the objectives, reputation and/or goodwill of AFCEA and/or its officers, directors and employees;
- F. Officers, directors or employees of the Chapter willfully violate the AFCEA Code of Ethics; or
- G. Fails to comply with the annual affiliation requirements.

H. **Reapplication:** Any Chapter that has been revoked may reapply for affiliated status one (1) year after the date of revocation. A Chapter shall pay \$500.00 when reapplying for affiliated status.

V. MISCELLANEOUS PROVISIONS

- A. **Confidentiality:** AFCEA will hold and will cause its officers, directors and employees to hold in strict confidence, unless compelled to disclose by judicial or administrative process or, in the opinion of its counsel, by other requirements of law or as necessary, all documents and information provided to AFCEA as required by this agreement.
- B. **Severability:** In the event any part of this agreement is found to be illegal, in violation of public policy, or otherwise unenforceable in law, such finding shall not invalidate any other part(s) of this Agreement.
- C. **Choice of Law:** The parties acknowledge that this Agreement shall be governed by and construed under the laws of the District of Columbia.
- D. **Amendments:** This agreement may be amended by the AFCEA Board of Directors at any time, with 90 days' written notice of the proposed change provided to the affiliated chapters.

IN WITNESS THEREOF, the parties hereto have caused this Affiliation Agreement to be executed by their duly authorized officers, effective as of the day and year first written above.

[Chapter]	[AFCEA]
By: _____	By: _____
Title: _____	Title: _____
Date: _____	Date: _____

APPENDIX B-2: NON-U.S. CHAPTERS AFFILIATE AGREEMENT

THIS AFFILIATION AGREEMENT is made this ___ day of _____, 20___, by and between the AFCEA INTERNATIONAL (“AFCEA”), a nonprofit corporation incorporated in the District of Columbia, and _____, a nonprofit corporation incorporated under the laws of _____ (Hereinafter referred to as Chapter).

Whereas, AFCEA and Chapter desire to:

- A. Promote the common business interests of AFCEA members and AFCEA’s Vision, Mission, and Core Values.
- B. Operate for nonprofit educational, scientific, patriotic, and civic purposes;
- C. Develop and maintain an effective national and chapter network;
- D. Share information to preserve and advance member’s interests; and
- E. Promote and develop future Chapter and national AFCEA leaders.

In consideration of their mutual promises and commitment both parties hereby agree as follows:

VI. TERM

This Agreement shall supersede any prior understandings and agreements between Chapter and AFCEA and shall expire December 31, 20___. The Agreement shall automatically renew for one year intervals unless AFCEA or Chapter provides the other with written notice of termination 60 days before the expiration date

VII. PRIVILEGES OF AFFILIATED STATUS

- A. **Voting Representation:** Chapters holding affiliated status may be represented on the Council of AFCEA by one Chapter delegate per one hundred Chapter members, as set out in Article V of the AFCEA Bylaws. Council members will vote according to the procedures set forth in Article VI of the AFCEA Bylaws.
- B. **Promotional Materials & Logo:** A Chapter which has been granted affiliated status may identify itself as such on circulars, brochures and other such promotional materials related to solicitation of members, continuing education programs, or other such programs or materials. The official AFCEA insignia, flag, and logo described in Appendix C of the AFCEA Bylaws may be used by Chapter to integrate its unique local or national image with AFCEA, providing they are used in such a way that does not state nor imply endorsement of services or products. Chapter shall not modify or alter the insignia, flag, and logo in any way without the prior written permission of AFCEA.
- C. **Member Lists:** Affiliated Chapters shall be provided with the names and addresses of AFCEA members who are not affiliated with a chapter.

VIII. RESPONSIBILITIES OF AFFILIATED CHAPTERS

- A. Membership in AFCEA:** Chapter shall operate in accordance with applicable AFCEA Bylaws at all times. In particular, Chapter agrees to operate in accordance with AFCEA's Vision, Mission, Core Values, and Ethics and Standards of Conduct Policy as set out in Article II of AFCEA's Bylaws. Chapter expressly acknowledges and understands that it shall be subject to the general supervision and control of AFCEA.
- B. Self-Governance:** Chapter hereby understands and agrees that Chapter is a legal entity which must not only observe all AFCEA affiliated status obligations, but also discharge legal obligations incumbent upon any self-governing organization.
- C. Nonprofit activities:** All Chapters applying for affiliated status shall obtain tax-exempt status from the Internal Revenue Service and from their jurisdiction of incorporation or operation. Upon executing the Affiliation Agreement, Chapter will provide AFCEA with a copy of its Internal Revenue Service exemption determination letter and documentation of tax-exempt status in the Chapter's jurisdiction of incorporation and operation. Both parties shall operate and conduct their business and affairs in accordance with the generally accepted principles of nonprofit business organizations. Chapter shall notify AFCEA of a substantial change or revocation in the Chapter's tax-exempt status.
- D. Jurisdictional Corporate Laws:** Chapter understands and agrees that it is the sole responsibility of Chapter to examine and comply with laws relating to incorporated associations in the country or jurisdiction where Chapter is organized, the filing requirements of non-profit corporations, and the maintenance of its corporate status in good standing as required by the law of such country or jurisdiction.

Notwithstanding the forgoing, to the extent that relevant provisions of the applicable national law of the jurisdiction in which the Chapter is organized and operates conflict with AFCEA's bylaws, the national law of the Chapter's jurisdiction shall prevail. In such circumstances, the Chapter shall inform AFCEA about the conflict.

- E. Annual Reporting.** Chapter shall submit an Annual Chapter Report to AFCEA containing an outline of Chapter activities for the past year, anticipated activities for the upcoming year, any other information it considers relevant, and the following attached documents: current Bylaws, current officers, a current membership roster, an affirmation of current good standing of incorporation, an affirmation that Chapter has retained its tax exempt status and does not anticipate losing such status, Certificates of Insurance for General Liability and Directors and Officers, and a financial summary or copy of Form 990, if filed.
- F. Chapter Bylaws:** Chapter Bylaws shall be consistent with the Articles of Incorporation, the AFCEA Bylaws, and any mandatory requirements of the national laws of the jurisdiction in which the Chapter is organized. Chapter Bylaws shall follow the model contained in Appendix A of the AFCEA Bylaws. AFCEA, at its sole discretion, will determine and approve acceptability of Chapter Bylaws with regards to admission as an affiliated chapter.

- G. AFCEA Ethics and Standards of Conduct Policy:** Chapter shall follow the AFCEA Code of Ethics as well as any standards of conduct and ethics guidance of local, state, or federal government authorities and the national laws of the jurisdiction in which the Chapter is organized.
- H. Insurance:** The Chapter shall procure insurance coverage for its operation, activities and conduct to include but not limited to; premises, operations, property, personal injury, special events, and directors and officers' liability. A certificate of insurance shall be provided to AFCEA with the annual report confirming a minimum of \$500,000 in general liability and directors and officers' coverage. The Chapter shall consult its insurance agent to determine the amount of coverage necessary for its operation.
- I. Dual Membership:** No person shall be a member of a Chapter who is not a member of AFCEA. Affiliated Chapters have a responsibility to ensure that members comply with the dual membership requirement. Chapter will ensure that members comply with AFCEA as well as Chapter rules and policies.
- J. Representation:** AFCEA Chapters may not enter into any affiliation or representation agreement without the express approval of AFCEA.
- K. Participation in Council:** If Chapter fails to send a member delegate to two consecutive Council meetings, the Chapter's right to vote at the next meeting shall be suspended. A letter will be sent to all eligible voting members of Chapter, notifying them that their Chapter lost its privilege to vote on behalf of its members at the next Council meeting.

IX. PROBATION, SUSPENSION AND REVOCATION OF AFFILIATED STATUS

- A. Authority and Events:** The affiliated status granted to Chapter and all of the rights and obligations created hereunder shall remain in full force and effect through the expiration of this Agreement unless placed on probation, suspended or revoked for the grounds set out in Paragraph B, below. AFCEA shall have the authority to place on probation, suspend or revoke the affiliated status granted to Chapter if the Board of Directors determines the conduct of Chapter to be in violation of the Affiliation Agreement.
- B. Grounds for Probation, Suspension or Revocation:** AFCEA shall have the right to place on probation, suspend or revoke a Chapter affiliated status if the Chapter:

 - a. Fails or refuses to comply with the Affiliation Agreement and/or AFCEA Bylaws;
 - b. Knowingly and willfully violates the terms of this agreement, the AFCEA Bylaws, its own Chapter Bylaws or the national corporate laws of the country in which the Chapter has been organized and is compelled to follow.
 - c. Chapter and/or its officers, directors or employees, willfully and/or maliciously undermine the objectives, reputation and/or goodwill of AFCEA and/or its officers, directors and employees;

- d. Officers, directors or employees of the Chapter willfully violate the AFCEA Code of Ethics; or
 - e. Fails to comply with the annual affiliation requirements.
- C. **Reapplication:** Any Chapter that has been revoked may reapply for affiliated status one (1) year after the date of revocation. A Chapter shall pay \$500.00 when reapplying for affiliated status.

X. MISCELLANEOUS PROVISIONS

- A. **Confidentiality:** AFCEA will hold and will cause its officers, directors and employees to hold in strict confidence, unless compelled to disclose by judicial or administrative process or, in the opinion of its counsel, by other requirements of law or as necessary, all documents and information provided to AFCEA as required by this agreement.
- B. **Severability:** In the event any part of this agreement is found to be illegal, in violation of public policy, or otherwise unenforceable in law, such finding shall not invalidate any other part(s) of this Agreement.
- C. **Choice of Law:** The parties acknowledge that this Agreement shall be governed by and construed under the laws of the District of Columbia. Should provisions within the AFCEA Bylaws, affiliate agreements or other addenda be in conflict with the national law of the jurisdiction in which the Chapter is organized and operated, such national law will prevail.
- D. **Amendments:** This agreement may be amended by the AFCEA Board of Directors at any time, with 90 days' written notice of the proposed change provided to the affiliated chapters.

IN WITNESS THEREOF, the parties hereto have caused this Affiliation Agreement to be executed by their duly authorized officers, effective as of the day and year first written above.

[AFCEA]

[Chapter]

APPENDIX C (see Article XVI):
DESCRIPTION OF OFFICIAL AFCEA INSIGNIA, FLAG AND LOGO

Section 1: AFCEA Insignia

AFCEA's official insignia features an alert, powerful eagle as the central figure. Its talons are clutching lightning flashes, symbolic of strength insofar as national defense and especially modern communications, intelligence, and information systems are concerned. The border of the insignia consists of leaves of the olive branch of peace, showing that the object of military preparedness is to assure a lasting peace. In the background are signal flags - the first means of signaling in the military, and a method still used for special purposes by the navies. Just above the eagle, and between its outstretched wings, is a heavy bomber in flight, symbolizing both aeronautical and terrestrial telecommunications. Above the bomber is a radar antenna array and, at the very top, a radio relay antenna. In the color version, there are the traditional colors of the signal flags - dexter white flag with red center, and sinister red flag with white center - with a gold border around the entire emblem (see figure 1 below).

The official AFCEA insignia, with ribbon, and modifications of it in the form of pins, badges, buttons, and rings, shall be authorized by the Board of Directors for use by members. The ribbon shall be three equal stripes of dark blue, orange, and light blue with a total width of 1-3/8 inches. When facing the ribbon, the dark blue is on the left.



Figure 1 - Official AFCEA Insignia

Section 2: AFCEA International Flag

The official AFCEA Flag shall consist of the International Logo, executed in gold, superimposed upon a field of blue fabric (see figure 2 below).



Figure 2 Official AFCEA International Flag

Section 3: International Logo

The AFCEA International logo is a world globe with latitude and longitude grids, and the letters "AFCEA" inscribed in its center (see Figure 3 below).

The International logo may be used by all members desiring to integrate their unique local or national image with AFCEA, providing it is used in such a way that it does not state nor imply endorsement of services or products.



Figure 3 Official AFCEA International Logo