

**CHARTER
OF
The Manufacturing Division
OF
THE NATIONAL DEFENSE INDUSTRIAL ASSOCIATION
(NDIA)**

Original Date: 16 March 2007
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Revision 1 Date: 24 June 2009
Revision 2 Date: _____
Revision 3 Date: _____

Manufacturing Division Charter

ESTABLISHMENT

The Manufacturing Division was established in January 2006.

DIVISION OBJECTIVES

The primary objective of the Manufacturing Division of NDIA is to enhance the security of the United States by promoting communications and interaction between defense industry, government and military in the area of manufacturing.

The specific charter of the Manufacturing Division is to facilitate industry/government/academia interaction in technology areas directly related to manufacturing research, design, development, test and production. Such interaction is intended to promote the development of advanced technology for the war fighter and provide for an exchange of information and an interchange of views between defense industry, university, government and military representatives. The effective cooperation between these three groups is vital to our defense effort in the manufacturing area. Each group brings unique inputs to such interaction. No one group can function at maximum effectiveness without the others.

Specific Objectives:

- Advocate national support for defense manufacturing.
- Promote defense manufacturing excellence.
- Support promising technologies, processes, and implementation methodologies.
- Support efforts to educate, recruit and train a highly skilled defense manufacturing workforce.
- Conduct research and analysis on manufacturing trends and policies.
- Conduct government-industry forums focused on defense manufacturing.

MISSION RESPONSIBILITY

To promote national exchanges between the Defense Department, government agencies, universities, and industry, of information relating to the design, development, acquisition and support of military systems.

ORGANIZATION

The Manufacturing Division shall be managed by an Executive Board. It will be headed by a Chair and a Vice Chair elected by the members. A supporting Director shall be assigned from the NDIA staff by the Vice President, Operations, of NDIA.

Executive Board

The Executive Board shall consist of those Manufacturing Division members who serve on standing committees and who are reflected as members on the most current Manufacturing Division roster.

Manufacturing Division Charter

Only corporate, individual, honorary, and/or life members may be appointed to the Manufacturing Division Executive Board.

Persons who are not regular corporate members or individual members of the Association may be invited by the Chair to serve with the Division on specific projects or in other capacities when it is considered that their special knowledge and talents can be of significant value to the work of the group.

Representatives of the U.S. Government may be invited to serve as liaisons to the Board and to participate in meetings and serve on committees as appropriate. In this capacity, U.S. Government representatives may contribute to the achievement of the Division Objectives, but will not participate in any way, directly or indirectly, in activities to influence congressional action on any legislation of appropriation matters pending before the Congress.

The Executive Board shall

- Determine the objectives, policies, and major courses of action of the Manufacturing Division.
- Approve, direct and coordinate all phases of the Division's work, arranging for supporting work by other NDIA committees and Divisions on matters within their jurisdiction and expertise.
- Establish Standing Committees and Chairs as approved by the Manufacturing Division Chair.
- Establish Ad Hoc Committees or Task Groups to carry out the Division's work program, where the requirement cannot effectively be met through existing Standing Committees.
- Periodically survey the Division's organization and work program, consider new opportunities, and recommend to the Vice President Operations NDIA such actions as are deemed appropriate to achieve the goals of the Division.
- Maintain proper liaison with appropriate officials in government agencies concerned.
- Coordinate Division activity with that of other industry groups concerned with manufacturing issues and programs.
- Appoint an interim Chair or Vice Chair to complete an unexpired term if this should occur.

Manufacturing Division Charter

Executive Committee

An Executive Committee shall be established and consist of the Chair and Vice Chair, Committee Chairs and Immediate Past Chair of the Manufacturing Division, plus other members as recommended by the Chair

The Executive Committee shall

- Be chaired by the Chair of the Executive Board.
- Provide regular reviews of the actions and activities of current Standing Committees and Ad-hoc Committees.
- Monitor the effectiveness of the Division relative to its stated goals. Provide suggestions and recommendations to the Executive Board regarding the overall operation of the Division.
- Provide regular reports to the Executive Board of actions and activities of committee meetings.

Standing Committees

Standing Committees shall consist of a Committee Chair and other Manufacturing Division members who are willing to engage in activities and support the charter of the Committee. The Chair of the Executive Board will assign standing Committee Chairs.

Standing Committees will be responsible for:

- Analyzing and developing methods of approach to problems within the scope of Manufacturing Division activities. Problems for study may be submitted to the Executive Board by any member of the Manufacturing Division or by appropriate government agencies. Any problems undertaken by a Standing Committee on its own initiative or requested by a government agency must be approved by the Executive Board on the recommendation of the Chair of the Manufacturing Division.
- Drafting replies to requests for assistance from governmental establishments, which are included in the scope of the Association's activities. Drafts shall be coordinated with the Chair of the Manufacturing Division and approved by the Executive Board, with information copies provided to other interested committees or groups and appropriate NDIA Directors.
- Preparing final reports when approved by the Executive Board on the recommendation of the Chair of the Manufacturing Division. These reports will be signed by the Standing Committee Chair. Those that involve policy or criticism and purport to represent an NDIA position shall be forwarded for approval to the Vice President of Operations NDIA and transmitted through him to the appropriate establishment. A copy of each report will be kept on file at NDIA Headquarters.
- Preparing status reports. When requested, status reports shall be available at scheduled meetings of the Manufacturing Division Executive Board.

Manufacturing Division Charter

- Preparing detailed minutes of meetings. Copies of minutes shall be prepared by the Standing Committees and distributed to members of the Committee, to the Chair of the Manufacturing Division and to members of the Executive Board.
- Preparing a suggested program of major meetings for the Chair of the Manufacturing Division and the Executive Board.

The Ad Hoc Committees

Ad-hoc Committees shall consist of an Ad-hoc Committee Chair and other Manufacturing Division members who are willing to engage in activities and support the charter of the Ad-hoc Committee. Given the temporary and specialized nature of the work, non-members of NDIA may, on an exception basis, be appointed to serve on these Committees. Ad-hoc Committees shall be formed by the Executive Board to handle special matters of temporary nature. These Committees shall be dissolved by the Executive Board upon accomplishment of the mission for which they were established. The Chairs shall be appointed by the Chair of the Executive Board.

Duties of the Chairs

The Chair of the Manufacturing Division and the Chairs of Committees shall, as appropriate:

- Approve or modify meeting agendas.
- Schedule and conduct meetings.
- Designate a member of the Division to record and report minutes of meetings.
- Safeguard the interests of the NDIA by carrying out the policies, aims and purposes as set forth in the Charter of the Manufacturing Division and the By-Laws of NDIA.

Meetings

The Manufacturing Division and the Executive Board will normally meet four times a year to conduct business, review the state of the Division, assess progress in meeting goals and objectives, plan activities as appropriate, and discuss any matters of general interest to the Division. These meetings will be held at the call of the Chair and on notice to all Manufacturing Division members.

The Manufacturing Division Director (NDIA Staff)

The Manufacturing Division Director shall be provided by the Association from its staff. The Director shall provide administrative services and advise and assist the Division as needed. The Director shall attend meetings when appropriate.

The Director shall be responsible for assuring that Division reports prepared for government agencies are in compliance with NDIA policy to include the paragraph herein entitled "Prohibited Practices".

NOMINATIONS & ELECTIONS

Nominating Committee

At least two weeks before an Executive Board meeting where annual election of officers is scheduled, the Chair of the Manufacturing Division shall appoint a Chair and members of a Nominating Committee to recommend candidates for the offices of Chair and Vice Chair of the Manufacturing Division. The NDIA Staff Director shall serve in an advisory capacity without voting privileges.

Election Procedure

The Chair and Vice Chair of the Manufacturing Division shall be elected at the meeting of the Executive Board where the nominating Committee presents its recommendations. Election will be by a majority vote of the voting members of the Manufacturing Division. Additional nominations from the floor shall be permitted. Proxy or absentee voting by authorized voting members shall be permitted when requested in writing. New officers will take office immediately following the meeting at which they are elected.

Terms of Office

The term of office of elected officers of the Manufacturing Division shall be for two years. In the absence, incapacity, or resignation of the Chair, the Vice Chair shall discharge the duties of that office. The Chair's term may be extended for an additional two years with the approval of the Executive Board and Vice President, Operations, of NDIA. In the event the Chair's term is extended, the Vice Chair's term will be automatically extended a like period, unless he/she otherwise declines. Subject to concurrence of the Executive Board, the Vice Chair will assume Chairmanship upon completion of the Chair's term of service.

GENERAL

Prohibited Practices

All activities or discussions are prohibited which:

- Promote a particular company's products or services or involve pricing.
- Allocate or limit markets, customers or production.
- Involve blacklist or boycott or any other actions in restraint of competition or in conflict with the anti-trust or related laws.
- Violate NDIA policy.

Communications with Congress

All communications with Members of Congress or with Congressional Committees or their staffs shall be conducted in conformity with rules and guidelines promulgated by the President of NDIA and will be coordinated with the Association's Legislative Affairs Section.

Manufacturing Division Charter

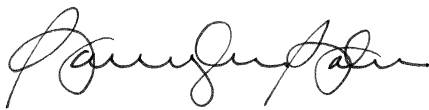
Procedure for Change

Recommendations for change to this document will normally originate in the Manufacturing Division's Executive Board. They may also be submitted by individual members of the Manufacturing Division in writing to the Manufacturing Division Chair. Upon approval by the Manufacturing Division's Executive Board, recommended changes to the document will be submitted to the Vice President, Operations, of NDIA for approval.

APPROVAL

This charter shall be effective upon the date of signature of the approving officers.

Approved:  Date: 24 June 2009
Manufacturing Division Chair

Approved:  Date: 13 July 2009
NDIA Vice President, Operations