

CANAVERAL COUNCIL OF TECHNICAL SOCIETIES

Articles of Incorporation and Bylaws

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ARTICLE I

NAME AND TERRITORY

1. The name of this organization shall be "Canaveral Council of Technical Societies," hereinafter referred to as "Council".
2. The territorial area for membership shall be east central coast of the State of Florida, which includes the following counties: Brevard, Orange, Osceola, Seminole, Volusia, and Indian River.

ARTICLE II

MISSION, VISION, AND OBJECTIVES

1. The mission of the Council is to educate professionals and students and to foster professional development on technical and professional topics of interest and relevance to the member societies that are prevalent in the Council's territorial area for membership.
2. The vision of the Council is to become a major educational organization that will provide professional development opportunities for the member societies.
3. The mission and vision of the Council will be carried out through the following objectives:
 - A. To increase the scope and availability of technical information and professional development to individual member societies;
 - B. To educate the public in technical and/or professional matters of interest and relevance to the member societies;
 - C. To coordinate and support projects of education and professional development where the capabilities of the member societies and technical community would be of value; and
 - D. To publish information of value to the member societies.
4. Section 3 of this article shall be construed as statements both of purposes and powers, and the statements contained in each clause of said paragraphs shall not be limited or restricted by reference to, or from the provisions of, any other clause. However, the Council shall have no jurisdiction over the facilities, meetings, or activities of any of its Member or Associate Member Societies, either individually or jointly; and no Member or Associate Member Society shall be committed to any action by the Council that is in conflict with the charter, constitution, or bylaws of the Member or Associate Member Society.
5. The objectives and purposes of the Council shall not include promoting propaganda or otherwise influencing legislation except as it may bear on the welfare of the technical or professional community. The Council shall not participate in or intervene in any political campaign in any manner on behalf of or against any candidate for public office or any political party. In general, the purposes and objectives of the Council are for such educational and scientific purposes as are within the meaning of section 501(c)3 of the Internal Revenue Code.

ARTICLE III

MEMBERSHIP AND ADVISOR ORGANIZATIONS

1. There shall be two membership categories: Member Societies and Associate Member Societies.
 - A. Member Societies
 - i. Membership shall consist of professional, technical, scientific, and engineering organizations that are organized and active in the territorial area as defined in Article I, whether or not such organizations are chapters of regional or national organizations.
 - ii. To qualify for membership, a component Society must be composed predominantly of persons engaged in engineering, technical, or scientific work and which Society principal aim must be to further the interest of the specific field that it represents. Recognizing the unique economy of the Council area, management clubs and societies which are associated with or linked to USAF and NASA contractors or to other high technology organizations in the area may be deemed by the Executive Board to meet these requirements.
 - B. Associate Member Societies
Associate Member Societies shall consist of professional, technical, scientific, and engineering organizations not meeting the requirements of Section 1(A) of this Article, as well as be educational, civic, or other interested, recognized groups active within the territorial area as defined in Article I that, by associate membership in the Council, may contribute to and be helped by the purposes of the Council.
2. Admission to membership shall be by group admission only, such groups to consist of organizations as defined in Section 1, paragraphs A and B of this article, and shall be known as "Member Societies" or "Associate Member Societies" respectively. Individual members of both categories are welcome to attend meetings of the Executive Board.
3. Withdrawal from membership may be made by a Member or Associate Member Society in good standing by serving notice of its intention to withdraw. The Council shall remove the Society from the roster upon receipt of the Society's notice.
4. Any organization requesting membership or associate membership in the Council shall file with the chairman of the Council a formal letter of application, signed by its presiding officer and secretary. Such application shall include the number of members in the local chapter and should be accompanied by a current mailing list of the officers in the area chapter, a copy of its constitution and bylaws, and dues payment for the current Council business year. The payment will be held until full membership is approved by the Executive Board or returned if membership is rejected.
5. Upon receipt of an application for membership or associate membership in the Council and the accompanying chapter officer list, constitution, and bylaws, the same shall be referred to the Membership, Management, and Budget Committee for consideration and recommendation. The Membership, Management, and Budget Committee shall make its recommendations through its

chairman, to the Executive Board, at any meeting of the Executive Board provided that notice of this recommendation report has been contained in the call for the meeting. The Executive Board shall then vote on admission of the applicant organization. In the event that an application for membership is rejected, the organization so rejected may, upon satisfactorily showing that it can meet the Council's membership requirements, make a new application for membership at any time. The organization rejected shall be notified in writing by the Council Secretary.

6. Any Member or Associate Member Society that has not paid its dues for the current year shall be subject to suspension from membership privileges by the Executive Board action until the Society's dues have been paid. If the dues of a suspended organization have not been paid by June 30 of the same year, such organization shall forfeit its membership. By June, the Representative and Alternate of the delinquent organization shall have been notified of its delinquency three (3) times by electronic mail or postal mail. One of those notifications shall be by certified mail with return receipt.
7. A Member or Associate Member Society that has not been represented at six (6) consecutive Executive Board meetings shall be sent a notification through certified mail with return receipt, by the Council Secretary to the presiding officer of the Society asking for a reason for nonattendance. Such notification shall be requested by the Membership, Management, and Budget Committee Chair. After one (1) year with no indication of participation, the Member or Associate Member Society shall forfeit the membership of the Society.
8. Any organization that has forfeited its membership in the Council by reasons of nonpayment of dues, per Section 6 of this article, or nonattendance, per Section 7 of this article shall, upon filing a new application for membership and payment of all dues in arrears at the time of forfeiture, be reinstated upon approval of the Executive Board.
9. A Member or Associate Member Society whose purpose, activities, or functions are determined to be no longer in accordance with the expressed limitations of membership under these Articles of Incorporation and Bylaws shall be liable to forfeiture of membership. The procedure for such expulsion is set forth below:
 - A. Charges against a Member or Associate Member Society, hereinafter referred to as the defendant, must be made in writing by another Member Society, hereinafter referred to as the plaintiff, through its duly authorized Representative and must be delivered to the Council Secretary who shall immediately furnish a copy to the defendant and the Membership, Management, and Budget Committee Chair. The Membership, Management, and Budget Committee shall investigate the charges on their merits; however, no action shall be taken by the Membership, Management, and Budget Committee until the defendant shall have had time for a hearing, not less than sixty (60) days after the presentation of the charges to the defendant.
 - B. Should the Membership, Management, and Budget Committee, after careful investigation and by majority vote, find that no cause of action exists at the time of the hearing, the complaint shall be dismissed by the Membership, Management, and Budget Committee; the action of the Membership, Management, and Budget Committee shall be final.

- C. Should a majority of the Membership, Management, and Budget Committee not dismiss the complaint, the committee shall order the case for hearing at a regular or special meeting of the Executive Board to be held within thirty (30) days after the Membership, Management, and Budget Committee hearing.
 - D. In all cases, the Membership, Management, and Budget Committee shall appoint a prosecutor for the case. The Council Chair shall preside at the hearing and shall rule on the evidence.
 - E. The Executive Board, after hearing all available evidence, shall take a secret written ballot to determine whether the defendant should be expelled. A finding for expulsion shall require a three-fifths (3/5) vote of the members of the Executive Board present, but not less than a majority of the number of Representatives.
 - F. A finding of expulsion shall result in the Council Secretary giving the defendant official notice of said expulsion within fourteen (14) days of the ballot by certified mail with return receipt. The effective date of expulsion shall be the date of the finding.
10. The expelled organization may reapply for membership in the Council as provided in Article III, Sections 4 and 5 herein, with written proof or evidence by the expelled organization that its purpose, activities, and functions are in accordance with the expressed limitations of membership under these Articles of Incorporation and Bylaws.
11. Advisor Organizations may be appointed by the Council Chair, with the concurrence of the Executive Board, from academic, government or business organizations in the territorial area. Said Advisor Organizations shall be named for the purpose of enhancing communication with the community and obtaining advice to aid the Council in its function of community service.

ARTICLE IV

DUES AND FEES

1. The dues for each Member Society and each Associate Member Society shall be established by the Executive Board and payable by January 1 of each year. Dues shall not be required of Advisors Organizations. Dues notices will be sent by November 1 by the Membership, Management, and Budget Committee Chair to the presiding officer of each Member and Associate Member Society. Upon written request of the Council Chair, certain or all Member and/or an Associate Member Societies shall submit a statement of the number of current members within thirty (30) days of the written request.
2. Fees or Assessments
 - A. Fees or assessments may not be levied on any Member Society without its approval.
 - B. The collection of fees for specific services must be preceded by approval of the Council Executive Board.

ARTICLE V

PROFITS AND PROPERTY

1. The Council shall not distribute gains, profits, or dividends to the Member Societies, Associate Member Societies, or Advisor Organizations.
2. The property of the Council is irrevocably dedicated to the purposes set forth in Article II, and, upon the liquidation or dissolution of the Council, such property will not inure to the benefit of any private person or to any organization or association except a fund, foundation, organization, or association organized and operating as a 501(c)(3) scientific, technical, engineering, and mathematics (STEM) oriented institution. The Council is authorized to:
 - A. Receive property by devise or bequest, subject to the laws regulating the transfer of property by will, and otherwise acquire and hold property, real or personal including shares of stock, bonds, and securities of governmental units or corporations.
 - B. Act as trustee under any trust incidental to the principal objectives of the Council, and to receive, hold, administer, and expend funds and property subject to such trust.
 - C. Convey, exchange, lease, mortgage, encumber, transfer upon trust, or otherwise dispose of all property, real and personal.

ARTICLE VI

MANAGEMENT AND OFFICERS

1. Executive Board
 - A. Except as otherwise provided herein, the management and control of the Council shall be vested in an Executive Board consisting of one (1) duly designated Representative of each Member Society and the Council Officers. An Alternate may be designated by each society to attend and vote in the absence of the Representative.
 - B. Each Member Society in the Council shall annually select its Representative and Alternate to the Executive Board. It is recommended that the Council Representative selected be the current presiding officer, assistant presiding officer, or a former presiding officer of the Member Society. The Representative and Alternate shall be empowered by the organization to fully represent and commit the chapter to obligations, including those of a financial nature, of the Council.
 - C. The normal term of office for each Representative shall begin at the next meeting after the notice of that Representative's designation has been received, in writing, by the Council Secretary and expire when notice of a successor has been received or upon the withdrawal, forfeiture, or expulsion from the Council of the organization represented.

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The Council Secretary will annually request, in January, the new presiding officer of the Member Society to designate the Representative and Alternate.

- D. In questions before the Executive Board, each Member Society Representative, or Alternate in the Representative's absence, and Council Officer shall have one (1) vote. In no case may a Council Officer or Representative represent more than one Member Society. Decisions by the Executive Board shall be made by a majority of votes at a regular or special meeting with a quorum present, except as otherwise provided in these Articles of Incorporation and Bylaws.
 - E. Where immediate action is necessary, a two-thirds majority of Member Society Representatives present at an Executive Board meeting may approve a one-time waiver of the pertinent provision of these Articles and Bylaws.
- 2. Associate Member Societies shall provide a Representative and an Alternate to the Council for advisory, communication, or coordination purposes. Such Representative shall not have a vote in Executive Board affairs and is not eligible to hold an elected office.
 - 3. Advisor Organizations shall designate in writing a Representative to the Council to attend all regular meetings of the Executive Board. Said Representative designation will be honored until changed by the Advisor Organization in writing. Said Representative shall not have a vote in Executive Board affairs and is not eligible to hold an elected office. Removal of Advisor Organization shall be by written request for withdrawal from advisor status by the Advisor Organization or by the action of the Council Chair with the concurrence of the Executive Board.
- 4. Officers
 - A. The officers of the Council shall consist of a Chairman, a Vice Chairman, a Secretary, and a Treasurer.
 - B. The duties of the Chair are as follows.
 - i. Ensure that the provisions of these Bylaws of the Council are duly observed and executed;
 - ii. Preside at all meetings of the Executive Board;
 - iii. Appoint standing and special committee chairs in accordance with Article IX, with appointments normally made in July immediately following the induction of new officers for the year;
 - iv. Serve as or designate the Space Congress Advisor;
 - v. Establish a Special Committee per Article IX, Section 5, as needed, to create a three- to five-year long-range plan for the consideration of and approval by the Executive Board;
 - vi. Review annually the current Long Range Plan and provide a progress report on the plan to the Executive Board; and
 - vii. Suggest ways and means of accomplishing the long range goals recommended.
 - C. The duties of the Vice Chair are as follows.
 - i. Assume and execute the duties of the Chair; and
 - ii. Serve as or designate the Space Congress Finance Chair.

- D. The duties of the Treasurer are as follows.
- i. Take care and custody of, and be responsible for, the funds and securities of the Council;
 - ii. Provide a report of current financial activity at each Executive Board meeting;
 - iii. Deposit such funds in the name of the Council in such banks, trust companies, or vaults as the Executive Board may designate;
 - iv. Post bond if required by the Executive Board at the Council's expense;
 - v. Serve as a member of the Membership, Management, and Budget Committee in accordance with Article IX;
 - vi. Prepare, for the annual Executive Board meeting, an Annual Report and a consolidated financial report with balance sheet that is provided to the Membership, Management, and Budget Committee for audit;
 - vii. Ensure that the Federal Income Tax reports and the Florida intangible tax reports are prepared and submitted;
 - viii. With the concurrence of the Membership, Management, and Budget Committee, plan and implement Council investments; and
 - ix. If in the role as retiring Treasurer, close the books on June 30.
- E. The duties of the Secretary are as follows.
- i. Record, maintain and publish Minutes of all proceedings of the Executive Board;
 - ii. Attend to all the general correspondence of the Council;
 - iii. Prepare and send rejection letters in accordance with Article III;
 - iv. Prepare disciplinary material for distribution to the affected societies in accordance with Article III;
 - v. Send out dues notices in accordance with Article IV;
 - vi. Request designations of Representatives and Alternates from Member and Associate Member Societies;
 - vii. Provide records and documentation to the History and Office Committee for archive; and
 - viii. Chair meetings of the Executive Board in the absence of the Chair and Vice Chair.

5. Employees

The Executive Board may authorize the use of the employees to advance the mission, vision, and objectives of the Council per Article II, Section 1 through 3. The Executive Board may also authorize the dismissal of employees on grounds of lack of performance, lack of funding, or a change of priorities of the Council. Employees may include the following:

- A. An executive director may be contracted to assist the Council Officers in carrying out the business of the Council and to be responsible to the Council Chair.
- B. Other services may be contracted, with duties and responsibilities defined by the Council Chair, with service providers being responsible to the Council Chair.

6. The Council Officers are responsible for producing a "Summary Report of Committee Operations" at the end of each fiscal year. This report shall be submitted to the Council Chair

and passed to the History and Office Committee Chair no later than the September meeting of the Executive Board.

ARTICLE VII

ELECTIONS AND VACANCIES

1. The Council's Officers shall be elected by the Executive Board, by means of written ballot. The candidates for office shall be selected from the Council membership by a Nominating Committee of three (3) members, representing three (3) different Member Societies, appointed by the Council Chair by the March meeting. The Nominating Committee Chair must have served as a Council Chair.
2. The Nominating Committee shall nominate at least one (1) but not more than two (2) candidates for each of the offices of the Council, consent of the nominees having been obtained in advance, and present its slate at the May meeting. No individual may be nominated for more than one (1) office.
3. Nominations, including those from the floor at the May meeting, will be accepted up to forty-eight (48) hours after the May meeting, consent of the nominee having been obtained in advance by the nominator. The Nominating Committee shall prepare a ballot listing these nominees and electronically mail it to the Representative of each Member Society within three (3) days. A paper ballot may be provided by request of the Member Society Representative.
4. Electronic and paper ballots shall be submitted to a Teller, who shall be appointed by the Council Chair by the March meeting and may be a member of the Nominating Committee. When the ballots are returned, the Teller shall determine results by majority vote and announce the results at the June meeting.
5. Any person who is a member in good standing of any Member Society and who has served at least six (6) months on the Executive Board or as a standing committee chairman is eligible for nomination for any office of the Council. Such service need not be immediately prior to the date of nomination.
6. The officers shall be elected for a term of one (1) year, or until their successors are elected, and shall be installed at the annual meeting as provided in Article VIII, Section 6. An individual may serve as Council Chair and Vice Chair no more than two (2) terms consecutively.
7. An office shall be declared vacant due to the death, disability, resignation, or removal from office by reason of nonperformance of duties. This nonperformance may be defined as absence from three (3) or more consecutive Executive Board meetings during the officer's term of office or the withdrawal, dismissal, or expulsion from the Council of the Member Society in which an officer holds membership. Except for the Vice Chair who shall succeed the Chair, a new officer to complete the term shall be selected by the Executive Board, by majority vote at the next regular or special meeting, from persons nominated from the floor. Consent of these nominees shall have been obtained in advance by the nominators.

ARTICLE VIII

MEETINGS OF THE EXECUTIVE BOARD

1. Regular Meetings of the Executive Board shall be held on the second Wednesday of each month, except December. As an exception, the Council Officers may vote to change the date of or cancel any meeting.
2. Special meetings of the Executive Board may be held at any time on call by the Chair or by request through electronic mail of at least four (4) Representatives. The purpose of such a meeting must be stated in the call in either case.
3. Notice of Regular Meetings of the Executive Board shall be deemed to be given to the Member and Associate Member Societies by notices through electronic mail to the Representative and Alternate of each organization at least one (1) week prior to the Regular Meeting provided the Regular Meetings are held on the dates established in Section 1 of this article. Notices of Special Meetings shall be supplemented by notices through electronic mail to each Representative and Alternate at least one (1) week prior to the meeting date. Each Special Meeting notice through electronic mail as provided herein shall contain a detailed statement of the purpose for which the Special Meeting was called.
4. A minimum of one-fourth (1/4) of the officially designated Representatives or Alternates of the Member Societies represented in the Council shall constitute a quorum. A quorum must be present at any meeting in order to conduct official business requiring a vote of the Council.
5. All meetings of the Executive Board shall be open to the individual members of Member Societies and Associate Member Societies at all times.
6. The Annual Meeting of the Executive Board shall be held in the month of July. The business of the Annual Meeting shall include, but not be limited to, the following:
 - A. Reading of minutes of previous meeting;
 - B. Reading of Treasurer's Annual Report;
 - C. Business of urgent nature; and
 - D. Installation of new officers.
7. Council Officers shall have the rights of members of the Executive Board to speak and vote, but only a Member Society Representative, or Alternate in the Representative's absence, shall have the right to make a motion. Standing Committee Chairs shall have the right to speak and present motions concerning the business of their committee for consideration by the Executive Board. No right to vote is extended to any committee chair who is not a Member Society Representative.

8. The latest revision of Robert's Rules of Order shall be the parliamentary standard of the Council on all points not otherwise provided for by these Articles of Incorporation and Bylaws, and shall be adhered to as far as practical and applicable. A Parliamentarian shall monitor the procedures.

ARTICLE IX

COMMITTEES

1. Each committee chairman shall be appointed by the Council Chair at his or her discretion. Each committee chairman shall appoint that committee's members.
2. Each standing committee shall render a report of their activities at each regular Executive Board meeting by the committee chair, or the chair's appointee, or in writing to the Council Chair. Additionally, at the end of each fiscal year, each committee chair is responsible for submitting a written Summary Report of Committee Accomplishments, titled as such, to the Council Chair and History and Office Committee Chair. The Executive Board shall have the right of review and approval over all committee activities.
3. Composition and Duties of Standing Committees

- A. Articles and Bylaws Committee

This committee shall consist of a chair and such members as required. The duties of the committee shall be to maintain surveillance over the Council Articles of Incorporation and Bylaws and recommend revisions or amendments as required. No more than one revision annually shall normally be processed. Changes by amendment or revision shall be processed in accordance with Article XI. The Articles and Bylaws Committee Chair or the Chair's designee shall serve as Parliamentarian.

- B. Membership, Management, and Budget Committee

This committee shall consist of at least three (3) Member Society Representatives, one of whom serves as committee chair, the Council Treasurer, and such members as required. The duties of the committee shall be to review new proposals to the Council outside of existing committee budgets for funding of programs, accomplish the purposes and intent of Article III, and make recommendations to the Executive Board on actions. Recommendations will include all cogent pro and con considerations of the issues. The committee will review the present budget, prepare the new budget, and present the new budget at the June meeting to the Executive Board for approval. The committee will establish guidelines for proposal submissions to the Council for the support of new program initiatives. The Committee shall audit the consolidated financial report and balance sheet prepared by the Treasurer and the annual financial records of the Space Congress.

The committee shall be responsible for maintaining relationships with sponsors supporting the pursuit of the Council's mission and vision and will coordinate with the

Space Congress Committee to prevent any conflicts between sponsorship pursuits. When conflicts arise in sponsorship pursuits, the committee will defer to the Space Congress Committee.

At the direction of the Chair, the committee will address the issue of competence of any Officer to hold office. The committee will thoroughly investigate the issues causing concern and render a report directly to the Council Chair.

C. Space Congress Committee

This committee shall consist of a chair and such members as required. The duties of the committee are to organize and direct an annual nationally recognized broad-spectrum technical symposium named, "Canaveral Council of Technical Societies Space Congress," addressing topics including but not limited to space, aerospace, manufacturing and infrastructure. The committee shall have the power to establish, publicize, and announce awards and other honors to recognize contributions to the symposium and achievements in technical, scientific, engineering, and professional fields.

The chair of this committee for the succeeding Space Congress shall be appointed by the current Council Chair no later than one (1) month prior to the upcoming Space Congress. The committee chair should be chosen from the technical and management community of the Council territory, not limited to individual members of the Member or Associate Member Societies.

The current Council Chair or the Chair's designate shall be the Space Congress Advisor, and the current Council Vice Chair or the Vice Chair's designate shall be the Space Congress Finance Chair.

Within four (4) months after each Space Congress, the current committee shall be automatically dissolved and succeeded by its appointed replacement committee. At that time, all records, Space Congress proceedings, and other documentation and information belonging to the committee shall revert to the records and property of the Council. All or some of the funds and property belonging to the committee may remain intact for the succeeding Space Congress or return to the Council at the decision of the Executive Board.

D. History and Office Committee

This committee shall consist of a chair, the Council Secretary, and such members as required. Employees hired per Article VI shall act as observers in the committee. The duties of the committee are as follows.

- i. Receive and file the Summary Report of Committee Operations, per Article VI;
- ii. Receive and file the Summary Report of Committee Accomplishments, per Article IX;
- iii. Maintain files and the history of the Council;
- iv. Maintain the Council office in a clean, organized state for use by the Council, Member Societies, and Associate Member Societies;

- v. Maintain electronic and physical calendars of reservations of office spaces owned by the Council; and
- vi. Execute other duties as necessary for proper function and maintenance of the Council Office.

E. Publicity & Electronic Communications Committee

This committee shall consist of a chair and such other members as may be needed. The duties of the committee are to keep Member and Associate Member Societies, Advisor Organizations, and the public apprised of local society chapter meetings and other activities through electronic correspondence, operating and maintaining the website and social media representing the Council, and maintaining electronic calendars of events accessible by the public.

4. Composition and Duties of Subcommittees

- A. Subcommittees may be formed by any of the standing committees. The committee chair may appoint one (1) of the committee members as subcommittee chair and specify the number of members to serve on the subcommittee. The subcommittee chair shall select the members of the subcommittee.
- B. Any Member or Associate Member Society may request to have a member of its organization added to any subcommittee.

5. Composition and Duties of Special Committees

Special committees may be formed when recommended by any of the following: the Executive Board, the Council Chair, or any standing committee. The duties, tenure, and number of members of the special committee shall be clearly defined when the name of the special committee chair is presented by the Council Chair.

ARTICLE X

FINANCE

1. The fiscal year of the Council shall begin on July 1 and end on June 30 of the following calendar year.
2. The Executive Board shall have control of all Council funds.
3. General Fund
 - A. Income

All accruing receipts from Council activities shall be placed in the general fund unless otherwise indicated by these Articles of Incorporation and Bylaws.

B. Disbursement

All normal expenses incurred by the Council shall be disbursed from the general fund and shall be limited to those provided for in the approved budget. Any additional expenditures from the general fund shall require authorization of the Executive Board.

4. The Executive Board may authorize establishment of special funds.

5. Miscellaneous

A. With the approval of the Executive Board, the Council may borrow money; contract debts; issue bonds, notes and debentures; secure the payment or performance of its obligations; make contracts; and perform other acts necessary or expedient for the administration of the affairs and the attainment of the purposes of the Council.

B. The Chair or Vice Chair is authorized to sign contracts for the Council.

C. When appropriate, one of the Council Officers shall be designated as contract administrator for a contract by the Council Chair.

D. The Chair will be chief negotiator for contracts, assisted as necessary by legal counsel and/or the other Council Officers.

E. Contracts of the Space Congress Committee are the responsibility of the Space Congress Committee. The Space Congress Committee shall contract for no expenditures greater than the total of either of the following:

(1) Uncommitted funds provided to the committee by the Council.

(2) The committee's own accounts receivable.

6. Members of the Council shall not receive any part of the net earnings of the Council.

ARTICLE XI

AMENDMENTS AND REVISIONS

1. An amendment to these Articles of Incorporation and Bylaws may be proposed at any time by any Member Society through its Representative or Alternate to the Executive Board or by the Articles of Incorporation and Bylaws Committee. All such proposed amendments shall be submitted in writing to the Articles of Incorporation and Bylaws Committee Chair and shall be signed by the person or persons submitting the proposal.

2. All proposed amendments properly submitted shall be periodically consolidated for a proposed Articles of Incorporation and Bylaws change and submitted by the Articles and Bylaws Committee to the Executive Board for the approval of submitting a ballot.

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3. The proposed changes to the Articles of Incorporation and Bylaws shall have one (1) reading at two (2) subsequent meetings of the Executive Board, permitting time for the Member Society Representatives to solicit feedback from their respective Member Societies for approval. The Council Secretary shall issue copies of these changes to the Articles of Incorporation and Bylaws no earlier than ten (10) days prior to the first meeting to all Representatives and Alternates of Member and Associate Member Societies.
4. At the second Executive Board meeting, after the second reading of the proposed Bylaws change, the Executive Board shall vote on the change. Tellers, as appointed by the Council Chair, shall be responsible for collecting and tallying votes.
5. A proposed amendment to these Articles of Incorporation and Bylaws shall be declared adopted if it receives the affirmative votes of a majority of the Member Societies in good standing. Announcement of the adoption of the amendment shall be appended to these Articles of Incorporation and Bylaws.
6. A revision, incorporating several proposed amendments or extensive changes to the Articles of Incorporation and Bylaws, will be processed in the same fashion as an amendment. A revision will be so identified and shall be dated as of the date of adoption.

ARTICLE XII

DISTRIBUTION

The Articles of Incorporation and Bylaws Committee shall prepare the new version of the Articles of Incorporation and Bylaws as amended by the procedure of Article IX and furnish the Secretary with said new version for distribution and inclusion in the minutes of the current meeting. The Council Secretary shall issue copies of these Articles of Incorporation and Bylaws within thirty (30) days after the approval of the Articles of Incorporation and Bylaws to all Member and Associate Member Societies. The Council Secretary shall issue copies of all amendments or revisions to these Articles of Incorporation and Bylaws within thirty (30) days after the adoption of the amendments or revisions to all Member and Associate Member Societies.

Original Issue	1965
Revision 1	Adopted 14 October 1970
Revision 2	Adopted 8 November 1972
Revision 3	Adopted 12 September 1973
Revision 4	Adopted 9 April 1980
Revision 5	Adopted 9 February 1983
Revision 6	Adopted 6 November 1991

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Revision 7	Adopted 10 May 1995
Revision 8	Adopted 11 October 2000
Revision 9	Adopted 4 August 2005
Revision 10	Adopted 13 August 2007
Revision 11	Adopted 13 October 2010
Revision 12	Adopted 30 June 2017