

CANAVERAL COUNCIL OF TECHNICAL SOCIETIES

Articles of Incorporation and Bylaws

CCTS 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" or "CCTS".
2. The territorial area for membership shall be the east central of the State of Florida, which includes the following counties: Brevard, Orange, Osceola, Seminole, Volusia, and Indian River.
3. This Canaveral Council of Technical Societies (CCTS) shall have fictitious names registered for "Space Congress" and shall utilize this fictitious name as permitted by law.

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

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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, national or international organizations.
 - ii. To qualify for membership, a component Society must be composed predominantly of persons engaged in engineering, technical, educational 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 the Department of Defense and NASA, including contractors or to other high technology organizations in the area who may be deemed by the Executive Board to meet these requirements.
 - B. Associate Member Societies:
 - i. Associate Member Societies shall consist of professional, technical, educational, 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, including corporations, in-kind donors, and sponsors, 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 inclusion as a Member or Associate Member Society in the Council shall file with the Chair 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

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payment will be held until membership is approved by the Executive Board or returned if membership is rejected.

5. Upon receipt of an application for inclusion as a Member or Associate Member Society 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 chair, 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. The organization shall be notified in writing by the Council Secretary of the results of the vote (admission or rejection). 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.
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 and postal mail.
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 electronic mail and/or postal 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 current year, 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

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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 electronic mail and/or postal 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 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 Society. Upon written request of the Council Chair, certain or

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all 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.

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- 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. 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.
 - F. Should a State or Federal emergency be declared and persist beyond a calendar month, the Board of Directors of CCTS is authorized to enact temporary amendments to the bylaws. These amendments should be directly pertinent to facilitating the organization's effective response to the emergency and the continuation of its operations.
 - i. All temporary modifications will take effect immediately upon approval by the Chair and either the Secretary or Treasurer. If the Chair is unavailable, the Vice Chair, in conjunction with either the Secretary or Treasurer, can approve these amendments.
 - ii. These changes will stay in effect only for the duration of the declared emergency. Once the emergency is over, the bylaws will return to their original form. However, if the Board opts to make the changes permanent, they must adhere to the standard amendment process as stipulated in the bylaws.
2. Associate Member Societies shall provide a Representative and an Alternate to the Council for advisory, communication, or coordination purposes. Such Representative and alternates shall not have a vote in Executive Board affairs and are 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 Representatives shall not have a vote in

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Executive Board affairs and are 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 Chairperson, a Vice Chair, a Secretary, and a Treasurer.
 - i. Attendance is required at the Executive Board meetings. After three or more consecutive absences, the Council can vote for removal and appointment of new Officers.
- B. The duties of the Chairperson are as follows.
 - ii. Ensure that the provisions of these Bylaws of the Council are duly observed and executed.
 - iii. Preside at all meetings of the Executive Board.
 - iv. 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.
 - v. Serve as or designate the Space Congress Advisor.
 - vi. 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.
 - vii. Review annually the current Long-Range Plan and provide a progress report on the plan to the Executive Board; and
 - viii. 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 as required; and
 - ii. Serve as or designate the Space Congress Finance Chair; and
 - iii. Chair meetings of the Executive Board in the absence of the Chair.
- D. 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 acceptance and/or 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 Archive and Electronic Communications Committee for archive; and
 - viii. Chair meetings of the Executive Board in the absence of the Chair and Vice Chair.

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- E. 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.
 - x. The Treasurer is responsible for the budget and operation of all accounts.
- F. Conflict of Interest - The roles of Chair, Vice Chair, Treasurer, and Secretary on the CCTS board are critical for the governance and ethical oversight of the organization. As volunteers, these officers carry the responsibility of steering CCTS in accordance with its mission and values. It is essential that they uphold the highest standards of integrity, avoiding any personal financial gain from the organization's partnerships or agreements. This ensures that the CCTS remains focused on its community-driven goals and mission, fostering trust and transparency within the organization and with its collaborators. For violation of Conflict of Interest, the Council can vote for removal and appointment of new Officers.

5. Employees

The Executive Board may authorize the use of 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 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

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and passed to the Archive and Electronic Communications 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/electronic 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 upon request of the Member Society Representative.
4. Electronic and/or 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 chairperson 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 is 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 third 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 by request of the Chairperson through electronic mail of at least four (4) Representatives. The purpose of such a meeting must be stated in the request.
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 three (3) day 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 always be open to the individual members of Member Societies and Associate Member Societies.
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.

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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.
9. Ethics and Code of Conduct. The CCTS Board and its members uphold a commitment to professionalism and civility, ensuring that all interactions and communications are free from insulting or derogatory remarks. This includes a strict policy against the use of politically charged, racially insensitive, sexist, religiously intolerant, or otherwise disgraceful comments, images, or examples. The organization fosters an inclusive environment, actively working to prevent discrimination, harassment, bullying, or any form of retaliation. This ethos is maintained consistently across meetings, events, and activities, promoting respect and equality as foundational principles. For violation, the Council can vote for removal and appointment of new Officers.

ARTICLE IX

COMMITTEES

1. Each committee chair shall be appointed by the Council Chair at his or her discretion. Each committee chair 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 Archive and Electronic Communications 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

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required. Employees hired per Article VI shall act as observers in the committee. 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 reports and balance sheets prepared by the Treasurer, the annual financial records of the Space Congress or/and all other events organized by the Council, and perform any other audits required by law.

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 other committees to prevent any conflicts between sponsorship pursuits. When conflicts arise in sponsorship pursuits, the committee will defer to the other committees.

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 Event 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, "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 designee shall be the Space Congress Advisor, and the current Council Vice Chair or the Vice Chair's designee 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

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Council. All of the funds and property belonging to the committee shall be returned to the Council.

Any and all agreements made by CCTS with third parties with respect to Space Congress are contained in Appendix B of this document.

D. Office Committee

This committee shall consist of a chair the Council Secretary, and such members as required. The duties of the committee are as follows.

- i. Maintain the Council office in a clean, organized state for use by the Council, Member Societies, and Associate Member Societies.
- ii. Maintain electronic and physical calendars of reservations of office spaces owned by the Council; and
- iii. Execute other duties as necessary for proper function and maintenance of the Council Office.
- iv. The committee shall be responsible for maintaining relationships and engaging with other stakeholders affecting its properties, including, but not limited to, commercial condominium associations, businesses, and not-for-profit organizations.

E. Publicity & Archive and Electronic Communications Committee

This committee shall consist of a chair, the Council Secretary, and such members required. The duties of the committee are to keep Member and Associate Member Societies, Advisor Organizations, and the public apprised of local Society and affiliated non-profit organization meetings, opportunities, 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.

The committee shall be responsible for maintaining the files and history of the Council archived and available for access on electronic storage. As required, paper files shall be kept in an archive as required by law. These files shall include, but not be limited to, the following:

- i. The Summary Report of Committee Operations, per Article VI.
- ii. The Summary Report of Committee Accomplishments, per Article IX.
- iii. Council budgets and documentation maintaining the 501(c)(3) status, tax-related status, and any other incidental status of the Council.
- iv. Executive Board meeting minutes, proceedings, and documents reflecting financial or planning decisions.
- v. Governing documents of the Council.
- vi. Historical documentation describing past events and actions of the Council; and
- vii. All other documents of importance for the Council.

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The committee, at the request of a Member Society, Associate Member Society, or Advisor Organization, may archive that organization's historical documents on electronic storage.

F. STEM Committee

This committee shall consist of a chair and such members as required. The duties of this committee are to organize events that promote STEM (Science, Technology, Engineering, and Math) professions, industries, and fields to primary, secondary, and post-secondary students and to engage professionals in promoting STEM professions, industries, and fields through recognition, awards, and other means.

The committee shall have the power to establish, publicize, and announce awards and other honors to recognize contributions in technical, scientific, engineering, and professional fields.

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

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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 the 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 and agreements for Space Congress are the responsibility of the CCTS. The Space Congress Committee shall be responsible for negotiating contracts and agreements for the Space Congress event. Such contracts and agreements shall be presented to the CCTS Chairperson and the Executive Board for ratification.
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 Bylaws may be proposed at any time by any Member Society through its Representative or Alternate to the Executive Board. All such proposed amendments shall be submitted in writing to the Bylaws Committee Chair and shall be signed or emailed by the person or persons submitting the proposal.
2. All proposed amendments properly submitted shall be periodically consolidated for a proposed Bylaws change and submitted by the Bylaws Committee to the Executive Board for the approval of submitting a ballot.

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3. The proposed changes to the 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 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 Bylaws shall be declared adopted if it receives the affirmative votes of a majority of the Member Societies in good standing. The announcement of the adoption of the amendment shall be appended to these Bylaws.
6. A revision, incorporating several proposed amendments or extensive changes to 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 Bylaws Committee shall prepare the new version of the 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 Bylaws within thirty (30) days after the approval of the Bylaws to all Member and Associate Member Societies. The Council Secretary shall issue copies of all amendments or revisions to these 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
Revision 7	Adopted 10 May 1995
Revision 8	Adopted 11 October 2000

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Revision 9	Adopted 4 August 2005
Revision 10	Adopted 13 August 2007
Revision 11	Adopted 13 October 2010
Revision 12	Adopted 30 June 2017
Revision 13	Adopted 19, February 2020
Revision 14	Adopted XX, Month 2024

Appendix A Articles of Incorporation Document No.708641 – (03/1965)

ARTICLES OF INCORPORATION

We, the undersigned natural persons of the age of twenty-one years or more, acting as incorporators of a corporation under Florida Statutes 617, adopt the following articles of incorporation for such corporation:

I

The name of the corporation is: CANAVERAL COUNCIL OF TECHNICAL SOCIETIES, INC.

II

The purposes for which the corporation is organized are:

The CANAVERAL COUNCIL OF TECHNICAL SOCIETIES, INC. is a non-profit volunteer association of engineering, technical and scientific societies in the Cape Canaveral area. This corporation shall not engage in any form of trade or commerce, or carry on any activity which will result in a remunerative profit to the corporation or to its members. Subject to the foregoing limitations, purposes of this corporation shall be as follows:

- (a) To provide a medium for cooperative action by the delegates of the engineering, technical and scientific societies in the Cape Canaveral area.
- (b) To increase the awareness of the public to the outstanding services which scientists, engineers and technologists have rendered in the interest of human welfare.
- (c) To provide means for more effective service by the member societies to their membership and to the general public.
- (d) Promote the engineering profession through the achievements of engineers.

The objectives are to:

- (a) Encourage the preparation of original papers on engineering topics.

(b) Holding meetings for the presentation and discussion of original papers and participating in international engineering congresses.

(c) Publishing papers and reports and disseminating knowledge and experience of value to engineers. To print, publish, distribute, buy, sell, acquire rights to, and generally deal in technical books, periodicals, and other publications dealing in or having to do with technical subjects of all kinds, character, and description and in connection therewith to do any and all acts or things as may from time to time be deemed needful, necessary, or required.

(d) Offer awards and other honors to encourage contributions to engineering; conferring awards and other honors in recognition of meritorious contributions to engineering.

(e) Encourage intercourse among engineers for the mutual exchange of knowledge and experience.

(f) Co-operate with educational institutions in the maintenance of high standards of engineering education.

(g) Hold annual conferences and seminars in connection with the foregoing.

(h) To own grounds, erect and maintain buildings and improvements thereon, for the purposes of lecture halls, seminars, exhibits, and housing of scientific and educational facilities as may be utilized by the membership.

The purposes specified herein shall be construed both as purposes and powers and shall be in no wise limited or restricted by reference to, or inference from, the terms of any other clause in this or any other articles, but the purposes and powers specified in each of the clauses herein shall be regarded as independent purposes and powers, and the enumeration of specific purposes and powers shall not be construed to limit or restrict in any manner the meaning of general terms or of the general powers of the corporation; nor shall the expression of one thing be deemed to exclude another, although it be of like nature not expressed.

III

Membership shall consist of professional, technical, Scientific and engineering organizations, organized and active in the central East coast area of Florida, whether or not such organizations are chapters of regional or national like organizations.

Members shall be admitted upon satisfying the following qualifications and in the following manner:

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 which it represents; Canaveral area colleges and universities will be invited to join the Council as Academic Advisors.

A Society fulfilling the above qualifications may be elected to membership in the Council by the majority of the members of the Executive Board present at any meeting of the Board provided that notice of the election shall have been contained in the call for the meeting.

Membership of any Society in the Council may be cancelled by an affirmative vote of the majority of all Society representatives provided written notice of the proposed action shall have been submitted to the affected Society at least sixty (60) days prior to the submission of the matter at a regular meeting of the Board and the matter shall have been included in the call of the meeting.

An elected official of each member Society shall be its official representative on the Executive Board. Any member society shall appoint a representative to substitute for the elected official.

IV

The term for which this corporation is to exist is to be unlimited with respect to time.

V

The names and residences of the subscribers are:

E.R. Branlitt
A.E. Schuman

P.O.Box 83, Cocoa Beach, Florida
320 Danbar Avenue Melbourne, Florida

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M. E. McLouth 1720 Yates Drive Merritt Island, Florida
R. E. Marquand 212 Country Club Drive Melbourne, Florida

VI

Management of the corporation shall be by the following, and hold tenure as indicated:

The Officers of the Council shall serve for a one (1) year term starting on January 1 (one), and be comprised of a Chairman, Vice-Chairman, Secretary, and Treasurer.

Any person who is a member in good standing of any member Society and who has served at least six months on the Council Executive Board is eligible for nomination for any office of the Council. Such service need not be immediately prior to the date of nomination.

VII

The following persons shall serve as the designated officers until the first elections under these Articles:

Chairman:	E. R. BRAMLITT
Vice-Chairman:	A. E. SCHUMAN
Secretary:	M. E. McLOUTH
Treasurer:	R. E. MARQUAND

VIII

The first Board of Directors shall consist of eighteen (18) in number and until the first election the following shall serve thereon:

Francis E. Meyer; James R. Jones; N. E. Wise; Bert Greenglass; John L. Horton; Malcolm E. McLouth; George H. Rosenfield; William Attridge; Joseph M. Haney; Richard H. Mock; Phil H. Betts; Robert E. Blue; Carlton Randall; V. D. Armstrong; R. P. Murkha; Thomas A. Lyons; William M. Webb.

IX

A Board member may move the by-laws shall be made, altered, or rescinded by any meeting of the Board, and if approved in principle by the Board members, they shall be prepared for inclusion as a part of the next regular Board Meeting at which time the amendment may be either passed or denied by a majority of those voting.

X

Amendments to the Articles shall be made by an affirmative vote of a majority of all Society representatives, provided written notice of the proposed action shall have been submitted to each society at least 60 (sixty) days prior to the submission of the matter at a regular meeting of the Board of Directors, and the matter shall have been included in the call of the meeting.

XI

The private property of the members of this corporation shall not be liable for its corporate debts. The corporation is not organized for pecuniary profit nor shall it have any power to issue certificates of stock or declare dividends, and no part of its net earnings shall inure to the benefit of any member, officer, director, or individual. The balance, if any, of all money received by the corporation from its operations, after the payment in full of all debts and obligations of the corporation of whatsoever kind and nature, shall be used and distributed exclusively for charitable, scientific and educational purposes.

XII

The corporation does not afford pecuniary gain to its members incidentally or otherwise, but members may be paid for services actually rendered to the corporation.

XIII

The private property of the members of this corporation shall not be liable singly or jointly for its corporate debts or liabilities.

XIV

In the event of the dissolution of this corporation, or in the event it shall cease to carry out the objects and purposes herein set forth, all the business, property and assets of the corporation shall go and be distributed to such non-profit charitable corporation, municipal corporation, or corporations, as may be selected by the Board of Directors of this

corporation so that the business properties and assets of this corporation shall in that event be used for, and devoted to, the purposes of carrying on a non-profit organization, and in no event shall any of the assets or property, in the event of the dissolution, thereof, go or be distributed to members, officers or director, either for the reimbursement of any sum subscribed, donated or contributed by such members, or for any other such purposes, it being the intent that the event of the dissolution of the corporation, or upon its ceasing to carry out the objects and purposes herein set forth, the property and assets then owned by the corporation shall be devoted to carrying on of the function and purposes of non-profit scientific endeavor as the Board of Directors shall determine and direct.

ER Brantitt (SEAL)
E. R. BRANTITT

A. E. Schuman (SEAL)
A. E. SCHUMAN

M. E. McLouth (SEAL)
M. E. McLOUTH

R. E. Marquand (SEAL)
R. E. MARQUAND

STATE OF FLORIDA
COUNTY OF BREVARD

Before me, a Notary Public for the State of Florida At Large, duly authorized to administer oaths, this day appeared, E. R. BRANTITT, A. E. SCHUMAN, M. E. McLOUTH, R. E. MARQUAND, and known to me to be the persons who signed the above ARTICLES OF INCORPORATION, and after first being duly sworn by me stated that they read the above and that same is true and correct, in witness whereof they then affixed their hands and seals in my presence.

DATED THIS 18th day of March 1965

James C. Hill
NOTARY PUBLIC
My Commission expires 12-25-66

APPENDIX II
CANALYRAL COUNCIL OF TECHNICAL SOCIETIES

FUNCTIONAL ORGANIZATION

EXECUTIVE BOARD

Treasurer	Chairman	Secretary
Representatives	Vice-Chairman	Committees
AFA	Standing	Special
AGA	Program Coord.	X
AIAA	Bylaws	Y
etc.	Publicity	Z
	Educ. & Voc. Guid.	etc.
	Membership	
	Space Congress	
	Long Range Planning	

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APPENDIX I
CANAVERAL COUNCIL OF TECHNICAL SOCIETIES

GENERAL ORGANIZATION CHART
CANAVERAL COUNCIL OF TECHNICAL SOCIETIES

Member Organizations	Reps	Assoc. Member Organizations	Reps	Advisors	Rep.
APA		X		HOLLINS	
ACA		Y		FIT	
ATAA		Z		GENESYS	
Etc.		Etc.		Etc.	

