

LOCKHEED MARTIN MANAGEMENT CLUB OF CENTRAL FLORIDA

CONSTITUTION

ARTICLE I (Name and Objectives)

Section 1. NAME: The name of this organization shall be LOCKHEED MARTIN MANAGEMENT CLUB OF CENTRAL FLORIDA

Section 2. OBJECTIVES: To strengthen Lockheed Martin Management through the interest and enthusiasm of the members in a combined effort of self-development, respect, understanding, confidence, and recognition.

ARTICLE II (Membership)

Section 1. MEMBERSHIP REQUIREMENTS: Any Lockheed Martin employee assigned to an organization or who is permanently residing in the Central Florida area and who meets the following qualifications shall be eligible for membership. The Membership Committee shall investigate eligibility for membership of the applicant and approve or disapprove the application.

a. **Full Member.** Full Members shall constitute the active club membership and shall have the right to vote and hold elective office.

1. Any salaried individual who actively contributes to the management objectives of Lockheed Martin Corporation.

b. **Retired Member.** Any Full member in good standing at the time of their retirement from employment by the Corporation may request the Membership Committee to be retained as a Retired Member. Nominal dues will be collected annually to cover administrative and communication costs. A Retired Member shall not vote nor hold elective office. He or she shall be eligible to serve on standing committees but may not chair any such committee. Retired Members shall not be included in the statistical makeup of the Club.

Section 2. ADMISSION TO MEMBERSHIP:

a. Any person desiring membership in the Club shall submit a properly completed application form to a member or the Chairman of the Membership Committee. The application shall be accompanied by a check for the initiation fee and the pro-rata share of the annual dues. The Membership Committee shall investigate the eligibility for membership of the applicant and take appropriate action as set out in Article II, Section 1. Notice of the approval or disapproval shall be given to the applicant in writing by the Secretary.

b. A member may reapply for membership into the Club after resignation or ineligibility when the conditions in Article II, Section 1, have been met. No additional initiation fee will be required.

- c. A member of the Club who leaves the Corporation and is subsequently rehired, or a member who transfers to another operating and subsequently relocates to Orlando be transfer, is eligible to rejoin the Club by making application to the Membership Committee. No additional initiation fee shall be required with such application, but the application shall be accompanied by a check for the pro-rata share of the annual fees.

Section 3. ACKNOWLEDGMENT OF MEMBERSHIP: Upon approval of the application, the Secretary shall notify the applicant of his acceptance into Club membership. If approved, the new member shall be forwarded any club insignia, a copy of the Constitution, and his name shall be placed on the club membership and mail listing. Should the application be disapproved, the Secretary shall return any monies advanced by the applicant.

Section 4. RENEWAL OF MEMBERSHIP:

- a. Membership in the Lockheed Martin Management Club shall be renewed automatically at the beginning of each fiscal year upon payment of dues.
- b. A Full or Associate member shall retain membership at his or her option unless classified into an ineligible position or have his or her membership withdrawn for cause as determined by the Board of Directors of the Club.
- c. Any member not ineligible under b. above will be automatically retained in membership upon payment of dues in accordance with the requirements of Article II, Section 1.

Section 5. WITHDRAWAL FROM MEMBERSHIP:

- a. A member shall resign by writing a letter of resignation to the Chairman of the Membership Committee. Termination of employment from Lockheed Martin Corporation automatically cancels membership except for Article II, Section 1.c.
- b. A member becomes ineligible for continued membership upon failure to meet the criteria of Article II, Section 1

ARTICLE III (Dues)

Section 1. DUES:

- a. The initiation fee and the dues of all members shall be established by the Board of Directors annually and be payable in advance. The fiscal year shall begin the first day of February. The annual dues for the first year of a new member shall be prorated to the nearest quarter and shall be payable by check at the time the membership application is processed. Members shall pay subsequent dues by payroll deduction.
- b. A member who resigns or becomes ineligible, shall upon his request be refunded any advance dues he has paid other than for the fiscal quarter in which the resignation or removal from eligibility status occurs.
- c. Past members shall be allowed to reapply and accept membership. No additional initiation fees will be required.
- d. Retired members' annual dues shall be percent of the regular members' dues as established by the Board of Directors annually. Retired members will be notified in February, the first month of the fiscal year, by the Treasurer and collection will be monitored by the Membership Chairman.

ARTICLE IV (Officers)

Section 1. OFFICERS: The officers of the Club shall be a President, Vice President, Secretary, Treasurer, Chairman of the Board of Directors, and six (6) directors.

Section 2. PRESIDENT: The President shall preside at all meetings of the club. He or she shall appoint the chairman of all standing committees and special committees, and the President shall, with the Treasurer, sign all written contracts or other financial obligations of the organization authorized by the Board of Directors, and in accordance with Article IX.

Section 3. VICE PRESIDENT: In the absence of the President, these duties shall be performed by the Vice President. The Vice President shall also supervise the work of all committees, and see that the committees function properly.

Section 4. SECRETARY: The Secretary shall keep the necessary minutes of the meetings of the organization. In the Secretary's absence, the Assistant Secretary or an alternate acting Secretary appointed by the President shall serve. The Secretary shall perform such other duties pertaining to the office as may be designated by the President or by the Board of Directors, acting through the President.

Section 5. TREASURER: The Treasurer shall receive all monies taken in by the Club and shall deposit same to the credit of the Club at such depositories as may be approved by the Board of Directors. The Treasurer will be responsible for the preparation and timely filing of the Club's annual federal income tax statement prior to the expiration of his term of office. Book accounts of all receipts and expenditures shall be open at all times for inspection by the Board of Directors. A current financial report will be presented to each monthly officers' meeting by the Treasurer, and said report will be incorporated into the published minutes of the meeting. Independent audits may be designated by the Board of Directors from time to time, but a close-out audit will be required and conducted as change of Treasurers takes place.

Section 6. BOARD OF DIRECTORS: The Board of Directors shall consist of the Chairman, the President, the Vice President, the Secretary and the Treasurer, together with six (6) members hereinafter referred to as Directors. The Directors shall be elected from the active membership of the Club and shall serve for two (2) years after being elected in accordance with Article V, Section 2. The absence of any director from three (3) consecutive meetings of the Board of Directors shall constitute an automatic resignation, subject to the approval of the Board of Directors. The Board of Directors shall constitute the governing body of the Club. The Chairman of the Board of Directors shall have served as the President of the Club for the previous year of operation. In the event of his failure to serve, the next previous President available shall serve as chairman.

ARTICLE V (Election of Officers)

Section 1. NOMINATION: The President, with the approval of the Board of Directors, shall annually appoint a Nominating Committee of not less than seven (7) members. The Nominating Committee shall nominate three (3) candidates for the office of Vice President, two (2) candidates each for Secretary and Treasurer, and at least six (6) candidates for the office of Director, and submit their names to the entire membership by mail in the month of November.

Section 2. ELECTION: The election of officers shall be held annually by mail ballot in November. The Full Members shall elect, by secret ballot, a Vice President, a Secretary, and a Treasurer each to serve one (1) year terms, and three (3) Directors to each serve for a term of two

(2) years. The Chairman of the Board and two other board members shall preside over the tallying of votes.

Section 3. INSTALLATION: The new officers shall be installed and the installation shall take place at the Annual Meeting.

Section 4. REQUIREMENTS: All officers shall have been members in good standing for at least one (1) year, and nominees for the office of Vice President must have previously served as an elected officer, a member of the Board of Directors, or a chairman of a full time committee.

Section 5. SUCCESSION: The President shall not be eligible to succeed himself in office. The President shall succeed to Chairman of the Board of Directors immediately following the term as President, and the Vice President shall succeed to the office of President immediately following the term as Vice President.

ARTICLE VI (Standing Committees and Their Functions)

Section 1. APPOINTMENT: All standing committee chairmen shall be appointed by the President and shall report to the Board of Directors at such times as the Board of Directors may designate.

Section 2. FINANCE COMMITTEE: The Board of Directors shall constitute the committee on finance and shall have supervision over the financial affairs of the organization.

Section 3. MEMBERSHIP: Committee members shall be selected by the committee chairman. Committee chairman will keep a record of events and accomplishments and submits complete report of committee activities to the appropriate Directors in December of each year. Each Director will file this report with the Secretary in duplicate for later provision to newly appointed chairman.

Section 4. STANDING COMMITTEES: The standing committee shall be as follows:

- a. Membership Committee
- b. Education Committee
- c. Program Committee
- d. Award Committee
- e. Recreation Committee
- f. Publicity Committee
- g. Special Projects Committee
- h. Hospitality Committee
- i. Ticket Sales Committee
- j. Planning Committee
- k. Boosters Committee
- l. Historian
- m. Dinner Dance Committee

Section 5. MEMBERSHIP COMMITTEE: The Membership Committee shall receive all applications for membership, verify eligibility and approve or disapprove all applications. Any

exceptions to the Constitution regarding membership qualifications will be submitted to the Board of Directors for resolution. It shall also be the function of the Membership Committee to advise the Board of Directors when any member becomes ineligible for continued membership pursuant to the requirements of Article II, Section 1. The Membership Committee shall maintain lists of members by category and records of past club activities performed by each member. It shall also serve as the agency for individual contact of each member when desired by the Board of Directors.

Section 6. EDUCATION COMMITTEE: The Education Committee shall plan and arrange all educational activities of the Club.

Section 7. PROGRAM COMMITTEE: The Program Committee, with the advice of the President, shall plan the program and conclude all arrangements for each regular and special meeting of the organization that is not handled by the Education or Recreation Committee.

Section 8. AWARDS COMMITTEE: The Awards Committee shall investigate and determine the Club members who shall receive the Manager-of-the-Year award, or any similar awards as may be established by the Board of Directors. The giving of awards is not mandatory for any award or period. Selection of member for the award shall be approved by the Board of Directors prior to making the award. The Awards Committee shall also administer the G.T. Willey Scholarship awards in conjunction with the University of Central Florida.

Section 9. RECREATION COMMITTEE: The Recreation Committee shall maintain the current year's activity report and draft a plan of all recreational events for the next year. Normally, the plan will include one (1) event per month, excluding July or August. It shall also establish a budget and obtain Committee Director and Board approval; select event chairman and consider cross-division committee member participation; meet regularly and phase plan all events with defined responsibilities; submit monthly Progress Reports to the Recreation Director and financial reports to the treasurer after each event to assure payment of obligations; and record all data to compile an annual report of activities so that quantitative guidelines are available to subsequent committees.

Section 10. PUBLICITY COMMITTEE: The Publicity Committee shall publish a newsletter and all special bulletins to all members, arrange for photographs at club activities as budget allows, and submit noteworthy news to the Lockheed Martin newspaper and other news media as appropriate.

Section 11. SPECIAL PROJECTS COMMITTEE: The Special Projects Committee shall be responsible for activities not assigned to a chartered committee. Projects will be of a special nature in support of LMMC, the Company, and the Community. The Chairman will draw upon the membership's talent as required. All projects will receive approval of the Board of Directors.

Section 12. HOSPITALITY COMMITTEE: The Hospitality Committee shall perform functions such as:

- a. Provide for visual aid needs and refreshments.
- b. Request facilities, flag, security, parking, etc.
- c. Provide place cards for head tables as planned by Program Chairman.
- d. Send a card to a member who is hospitalized.
- e. Provide flowers or equivalent respect for a deceased member.

Section 13. TICKET SALES COMMITTEE: The Ticket Sales Committee shall be responsible for the distribution and sale of tickets for all functions of the Club requiring tickets. This committee shall turn over all funds collected from ticket sales, with an accounting of the number of tickets sold, to the Club Treasurer as soon as possible, preferably with one (1) week after the meeting for which the tickets were sold.

Section 14. PLANNING COMMITTEE: The Planning Committee shall be responsible for the preparation and maintenance of an annual master plan of events which coordinates the individual committee plans.

Section 15. BOOSTERS COMMITTEE: The Boosters Committee shall work directly with the Vice President and with the Publicity Committee and shall be responsible for the distribution and posting of all notices and posters on club events and the promotional efforts necessary to encourage members to attend events. In addition, Boosters shall be responsible for distribution of the newsletter.

Section 16. HISTORIAN: The Historian is a "Committee of One" appointed to collect, process, catalog and store information, books, photographs, films, records, and committee notes which may be of historical importance to the club. The Historian shall also be responsible for maintaining the Club's exhibits in the Memorabilia Room.

Section 17. DINNER DANCE COMMITTEE: The Dinner Dance Committee shall be responsible for the planning and conduct of an annual Dinner Dance to include an annual meeting of the Club, if applicable.

ARTICLE VII (Meetings)

Section 1. ANNUAL MEETING: An Annual Meeting shall be held at the end of each fiscal year. The date of the Annual Meeting shall be determined by the Board of Directors. It may, at the discretion of the Board, coincide with the Annual Dinner Dance.

Section 2. SPECIAL MEETINGS: Special meetings may be called at the discretion of the Board of Directors or by written petition to the Board of Directors of five (5) percent of the total membership. All members shall be notified in writing of the purposes for which any special meeting is called.

Section 3. MEETINGS OF THE BOARD OF DIRECTORS: Regular meetings of the Board of Directors and all standing committee chairman shall normally be held the first Thursday of each month or as otherwise scheduled by the Board of Directors.

ARTICLE VIII (Amendments)

Section 1. SUBMISSION AND APPROVAL: Amendments must be proposed in writing to the Board of Directors for approval. If the Board approves a proposed amendment, it must be submitted in writing in advance to the entire membership before it is presented for a vote of the Full Members present in person or by proxy.

Section 2. VOTING: In voting on any article or amendment, each section shall be voted separately.

ARTICLE IX (Disbursements)

Section 1. LIMITATION: Disbursements will be authorized by the Board of Directors. The Board will approve a budget for the Club each Spring which will be the basis for this authorization. Individual disbursements will not need further approval if they are within the guidelines of the approval budget.

Section 2. AUTHORITY: All orders for disbursement shall be signed by the Treasurer, or Assistant Treasurer in the Treasurer's absence, and countersigned by the President, or the Vice President in the President's absence. All payments shall be made by check.

ARTICLE X (Quorums)

Section 1. CLUB MEETING: Twenty (20) percent of all the total voting membership of the Club as listed on the Secretary's roster shall constitute a quorum for the transaction of business at any annual and/or special meeting. A quorum may include both Full Members and proxy voters. A proxy voter must be a Full Member in good standing specified in writing by the absentee.

Section 2. MEETING OF THE BOARD OF DIRECTORS: A majority of the Board of Directors present shall constitute a quorum at any annual and/or special meeting of the Board of Directors.

ARTICLE XI (Filling Unexpired Terms of Officers)

Section 1. REPLACEMENT: In the event it becomes necessary to fill an office for an unexpired term, such vacancy shall be filled by appointment by the Board of Directors. In such cases, the appointed officer shall hold office until the next regular election.

ARTICLE XII (Distribution of Club Funds Upon Dissolution)

Section 1. DISSOLUTION: In the event it becomes necessary to dissolve the club, any funds remaining in the club treasury on the date of dissolution, after all outstanding obligations have been accounted for, shall be donated in the name of the club, to an educational or other worthy institution selected by a majority vote of the Board of Directors.