



**CONSTITUTION  
OF  
THE 3905 CENTURY CLUB, INC.**

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## **PREAMBLE:**

We the members of the 3905 Century Club, Inc., extending the hand of fellowship to all licensed amateur radio operators, everywhere, who hold operating privileges in the portions of the radio spectrum in which this club conducts net operations, desiring to establish an organization to set policy and adjudicate conflicts that may, from time to time, occur; wishing to preserve and enhance the basic simplicity of the original 3905 Century Club net; and forever DO ORDAIN THIS CONSTITUTION FOR: THE 3905 CENTURY CLUB, INC.

## **ARTICLE I – EXECUTIVE**

- A.** The basic executive authority for the 3905 Century Club, Inc. shall repose with a Board of Directors. The Board of Directors may from time to time, decide to delegate its authority to persons or groups, on either an ad hoc or permanent basis, as it finds proper, but it shall retain the overall responsibility for any such delegated authority.
- B.** An individual director may appoint assistant directors to serve at his pleasure in his stead. One such appointee may be designated, by his sponsoring director, to vote for the latter in the latter's absence.
- C.** Issues properly brought before the Board of Directors shall be decided by a vote of one vote, one half or more of the Club Officers eligible to vote participating in the vote, and shall become effective on the first day of the month (UTC) which begins 15 days or more following the date of the vote; However, a member of the Board of Directors elected by special election or appointed, to fill a vacancy on the board, shall become eligible to vote on issues brought before the board immediately after confirmation by the Board of Directors, of his or her election or appointment.
- D.** A regular meeting of the Board of Directors shall be deemed to have a quorum when one half or more of the Club Officers eligible to vote, including assistant directors active for their respective directors, are present.

## **ARTICLE II – ADMINISTRATIVE**

- A.** The Club shall be administered by a group of officers as
  - (1)** There shall be a President, who shall represent the club administration before the Board of Directors, and who shall have one vote with that Board, exactly as if he/she were an elected director.
  - (2)** There shall also be:
    - a.** a Club Vice-President who shall act in the President's stead, in his absence. The Vice-President shall have one vote on the Board of Directors.

- b. a Club Secretary.
  - c. a Club Treasurer, who may be the same person as the Club Secretary.
  - d. (Deleted)
  - e. Eleven Area Directors consisting of one representing each US call area and one representing DX, each having one vote on the Board of Directors.
  - f. Other officers, as the Board of Directors, from time to time, may appoint.
- (3) (Deleted).
- (4)
- a. Any Club officer appointed or elected under Articles I and II above, may be further elected or appointed to any other Club office, BUT, in no case shall one person retain more than one voting office.
  - b. The Board of Directors shall not appoint any of their own members to a position whose term continues beyond the expiration date of the Board which makes the appointment.
- B. Other Necessary Functions**
- (1) A Club Registered Agent, who shall reside in and provide the registered office in the state of Florida, wherein the Club is Incorporated.

### **ARTICLE III – ADJUDICATION**

- A.** The adjudication of the validity of QSOs and associated questions shall be the function of (1) The call area awards manager, (2) The call area director, or (3) The full Board of Directors, in that order.
- B.** All other conflicts shall be brought before the Board of Directors for adjudication.
- C.** The decision of the Board of Directors is final.

### **ARTICLE IV – NET CONTROL STATIONS**

- A.** The Net Control Stations, and their alternates, are dedicated volunteers and their real-time policy decisions on the nets shall be considered to stem from the Board of Directors.

### **ARTICLE V – MEMBERSHIP**

- A.** Membership in The 3905 Century Club, Inc. is open to all properly licensed amateur radio operators who have privileges in the portions of the radio spectrum in which the Club conducts operations.
- B.** Charter members of the Club are those members whose participation and financial support in the early days of the Club resulted in its success. A list of charter members shall be maintained, in perpetuity, by the Club Secretary. Charter members are encouraged to include an appropriate notation of their status on their QSL cards.

- C. Club members who are elected or appointed to Club office are encouraged to so note on their QSL cards.

#### **ARTICLE VI – AFFILIATION**

- A. The 3905 Century Club, Inc. is not affiliated.

#### **ARTICLE VII – BYLAWS**

- A. Bylaws of The 3905 Century Club, Inc. will be separately promulgated, by the Board of Directors. Amendment to the Bylaws will carry on the basis of a simple majority of the Board of Directors meeting under the provisions of Article I of the constitution.

#### **ARTICLE VIII – ELECTION OF DIRECTORS, PRESIDENT and VICE PRESIDENT**

- A. The election of Area Directors, President and Vice President shall be conducted as set forth in the Bylaws.
- B. As soon as practicable after their election, the Board of Directors shall elect one of their members as Chairman. Thereafter, he shall preside over the meetings of the Board of Directors, for the term of that Board.
- C. The term of office and dates of election of the Area Directors, President and Vice President shall be as set forth in the Bylaws.

#### **ARTICLE IX – FISCAL YEAR**

- A. The fiscal year of The 3905 Century Club, Inc. shall begin on the 1st day of March and terminate on the last day of February next following.

#### **ARTICLE X – GENERAL**

- A. The 3905 Century Club, Inc., its nets, officers and members shall scrupulously observe all applicable laws and regulations, and shall utilize good operation practices, at all times.

#### **ARTICLE XI – AMENDMENT**

- A. Proposed amendments to this Constitution shall be moved and seconded and then tabled at a meeting of the Board of Directors. Such proposed amendments shall then be posted on the Club's official website and notice that an amendment is posted on the Club's website shall be announced on each of the club's phone nets for a period of 3 weeks before being considered by the Board of Directors. During this time period, the Club Information Officer shall provide a hard copy of the proposed amendment to members by mail at club expense upon request. Thereafter, an amendment shall become part of this Constitution upon approval by a two-thirds majority vote of the entire Board of Directors.

Changes:	
December 22, 2015 – edited by WB5FDP	
Proposed November 6, 2015 and approved December 12, 2015	
Article II, A, (2)	Item e added.
Article II, A, (2) e	Renumbered to f
Article II, A, (3)	Deleted
Article VIII	Added Election of ... President and Vice President
Article VIII, A	Replace contents
Article VIII, C	Add Area to Directors, President and Vice President
Article XI, A	Strike “in writing”
Article XI, A	Added a missing paragraph at “Proposed amendments to this Constitution ...” approved May 14, 2016.