

THE 3900 CLUB INC. CONSTITUTION

ARTICLE I: NAME

- A. The name of the organization shall be The 3900 CLUB INCORPORATED, hereafter known as THE CLUB.

ARTICLE II: PURPOSE

- A. The purpose of THE CLUB shall be:
1. to promote all facets and concepts of the Amateur Radio service,
 2. to encourage its members in the full use of Amateur Radio privileges,
 3. to provide a forum for discussion and action, when indicated, for its members on Amateur Radio and related matters,
 4. to encourage and to provide, where possible, support for improving member skills relating to Amateur Radio,
 5. to provide a forum for individual members to share experiences and to communicate, establishing a closer bond of friendship for their own benefit and the edification of the Amateur Radio service,
 6. not to be involved in any political, religious or spurious activities, excepting those which relate to the health, welfare, and legitimate promotion, expansion, protection or survival of the Amateur Radio service,
 7. to support, where possible, the national organizations and publication in Amateur Radio whose many efforts serve to preserve and enhance the Amateur Radio service.

ARTICLE III: ORGANIZATION STATUS

- A. THE 3900 CLUB INC is chartered as a non-profit corporation, operating under the laws of the State of Iowa.. Its tax status with Iowa and with the Internal Revenue Service is fully non-profit.

ARTICLE IV: Mailing Address

- A. The official mailing address of THE CLUB shall be the address of the current Secretary-Treasurer of THE CLUB.

ARTICLE V: MEMBERSHIP

- A. Any amateur holding a valid Amateur Radio license is eligible and may apply for membership in THE CLUB. Said

amateur license may be an issue from any country which is currently on the approved list of the American Radio Relay League.

- B. All members are expected to be ladies and gentlemen, Conducting themselves properly in the best tradition of the Amateur Radio Service.
- C. An initial and sustaining membership fee shall be a one-time charge to be determined by the Board of Directors. When received, the Secretary-Treasurer shall return at no charge to the new member:
 - 1. a lifetime membership card,
 - 2. other documents and information as determined by the Board of Directors.
- D. Members shall be honorable citizens of the country of their registry.
- E. There shall be no restriction of membership because of race, creed, sex, political affiliation or national origin.
- F. A member may be suspended from membership for failure to maintain the accepted standards of conduct of bona fide licensees of the Amateur Radio Service or for willfully disregarding the rules and regulations of THE CLUB.
 - 1. Such action may be instituted by any member filing a signed, formal complaint with the Secretary-Treasurer.
 - 2. Said affected member shall be informed of such occurrence by the Secretary-Treasurer.
 - 3. The complaint shall be investigated by a three (3) person peer review committee appointed by the President. This committee shall report its findings in a timely manner to the entire Board of Directors for its consideration and action.
 - 4. The Secretary-Treasurer shall inform the member of any decision rendered by the Board of Directors.
- G. Any suspended member shall have the right of appeal to the Board of Directors whose decision shall be final.
- H. The Board of Directors shall have the right to modify or formulate rules and regulations to determine eligibility and continuing membership in THE CLUB.

ARTICLE VI: MEMBERSHIP PARTICIPATION

- A. All members, when possible, are expected to participate in and to support THE CLUB's activities.
- B. Attendance credits shall be given to any member who

participates in THE CLUB's scheduled Sunday meeting or other Nets and activities Approved by the Board of Directors for attendance credit.

- C. A member shall be on ACTIVE STATUS, be listed on the current Sunday ROLL CALL and may formally participate in any CLUB business or activity providing he does not miss any two consecutive Sunday meetings.
- D. An ACTIVE STATUS member may serve notice IN ADVANCE to any Net Control or officer of THE CLUB of an intended absence. In such event, attendance credit shall be given for the length of the reported absence, continuing that member's ACTIVE STATUS.
- E. When an ACTIVE STATUS member fails to maintain his ACTIVE STATUS, he shall be transferred to an INACTIVE STATUS.
- F. An INACTIVE STATUS member may return to ACTIVE STATUS by participating in THE CLUB's scheduled Sunday meeting or other Nets and activities approved by the Board of Directors for attendance credit.
- G. THE CLUB is under no obligation to inform a member of transfers to and from ACTIVE STATUS membership.
- H. Only ACTIVE STATUS members may serve as officers, net controls, chairmen of or participate in CLUB committees or other formal CLUB activities.
- I. Unless otherwise provided, a member may use any means of communication for interchanges concerning any activities with THE CLUB.

ARTICLE VII: OFFICERS AND ORGANIZATION STRUCTURE

- A. The President, Vice-President, Secretary-Treasurer and two (2) At-Large Directors shall comprise a Board of Directors which group shall constitute the officers of THE CLUB.
- B. The President, Vice-President and Secretary-Treasurer shall comprise an Executive Committee.

ARTICLE VIII: ELECTIONS

- A. Elections for officers shall be held in odd-numbered years.
- B. Nominating Committee:
 - 1. A Nominating Committee shall be appointed by the

- President in the odd-numbered years prior to the first of November.
2. It shall consist of three (3) ACTIVE STATUS members, one (1) of which shall be designated as chairman by the President.
 3. In the event any of the appointees are unable or are ineligible to serve, the President shall appoint the person or persons needed to complete the committee.
 4. Current officers shall not serve on this committee.
 5. The committee shall make its report to the President or his designate no later than the fifteenth (15th) of November of the concurrent year.
- C. Upon receipt of the Nominating Committee's report, the Secretary-Treasurer or his designate shall present the slate of proposed officers during the business part of the next two Sunday meetings. He shall, at those times, request additional nominations. Nominations shall be automatically closed following the second week's business meeting.
- D. The election process shall occur over the time period beginning on the next Sunday ROLL CALL meeting following the close of nominations and be completed by the fifteenth (15th) of December of the concurrent years. Votes received after this period shall not be valid.
- E. If the election process is conducted by means of radio, it is important that propagation conditions permit adequate, two-way communications between the Secretary-Treasurer or his designate and the voting member. A relay communication is permitted.
- F. Proxy votes in the election of officers shall not be permitted.
- G. Only ACTIVE STATUS members may vote for officers of THE CLUB.
- H. Opportunity shall be given each ACTIVE STATUS member as of the date of commencement of the voting process to cast his vote during the Sunday ROLL CALL meeting or at any formal meeting of THE CLUB during the voting period. However, a member may use any means to communicate his vote to the Secretary-Treasurer or his designate during the voting period.
- I. The terms of the Board of Directors shall be for a period of two (2) consecutive years.
- J. Terms shall commence on the first (1st) of January of the next

year following the election.

- K. Officers of THE CLUB may succeed themselves.
- L. In the event the President cannot fulfill his term of office, the Vice-President shall assume his duties.
- M. In the event, the Vice President cannot fulfill his duties or ascends to the Presidency, the Board shall elect from within itself one of its members to this position. The President shall then appoint a new At-Large Director to the Board.

ARTICLE IX: VOTING

- A. Each member shall have one vote in the conducting of CLUB business.
- B. Unless otherwise provided, a voting member need not be on current ACTIVE STATUS.
- C. A quorum shall exist when 25% of the current ACTIVE STATUS membership is present and two (2) members of the Board of Directors are present. The term "present" shall include those members who are able to communicate in any manner with those members who are able to communicate in any manner with the Secretary-Treasurer or his designate during the meeting period.
- D. A quorum shall exist during meetings of the officers if three (3) of the five (5) members are present.
- E. Unless otherwise provided, proxies are not permitted for voting on CLUB business.
- F. Unless otherwise provided, a majority vote on all issues and in all organizational procedures of THE CLUB shall apply.
- G. It shall be the responsibility of each member to become informed concerning the business and activities of THE CLUB.

ARTICLE X: OFFICER AND COMMITTEE DUTIES

- A. The duties of the President:
 - 1. To call to order and preside over meetings of the Executive Committee, the Board of Directors and general meetings of THE CLUB.
 - 2. To appoint a HAMBOREE chairperson annually to orchestrate and manage this prestigious event.

3. To appoint chairpersons of and, at his election, members to such committee as needed.
 4. To appoint members to serve as Net Controls.
 5. To appoint at the close of each fiscal year an Auditing Committee. Present officers may not serve on this Committee.
- B. The duties of the Vice-President:
1. To conduct the duties of the President in his absence or at his election.
- C. The duties of the Secretary-Treasurer:
1. Keep an accurate record of CLUB activities.
 2. Keep accurate minutes of CLUB meetings.
 3. Maintain an accurate and up-to-date roster of the ACTIVE STATUS members and their attendance credits.
 4. Maintain an accurate and up-to-date accounting of all monies involving the business activities of THE CLUB.
 5. Present to the Executive Committee and the Board of Directors at their meetings and at other times at the discretion of the President an accurate synopsis of THE CLUB's finances.
 6. Present to the membership at the ANNUAL MEETING a complete accounting of THE CLUB's finances.
 7. Purchase, inventory, utilize and be responsible for the software and other office supplies needed to conduct THE CLUB's business affairs.
 8. Receive all statements of financial obligations of THE CLUB and pay them in a timely manner.
 9. Purchase, inventory, utilize and attend to the maintenance of THE CLUB's business hardware and equipment.
 10. Shall routinely inform the President and Vice-President of due and paid accounts payable for their information, perusal and approval.
 11. Unless otherwise determined by the President, the Secretary-Treasurer shall conduct the ROLL CALL portion of the weekly Sunday meeting.
- D. The duties of the Executive Committee:
1. Serve as an advisory and short-term planning group to the Board of Directors.
 2. Make and implement non-fiscal decisions on current operational needs in instances where the Board of Directors is not reasonably available.
- E. The duties of the Board of Directors:
1. Organize and present an ANNUAL MEETING of THE CLUB.
 2. Manage the fiscal and general operations of THE CLUB.
 3. Assume leadership roles in THE CLUB or helping to obtain such leadership as needed.
 4. Determine what services and benefits shall accrue to

- the membership.
5. Serve as a long-range planning group for THE CLUB.
 6. Unless otherwise defined, to establish rules for the determination of the ACTIVE or INACTIVE STATUS of members.
- F. The duties of Net Controls and Committee and Meeting Chairpersons:
1. Unless otherwise specified, the conduct and policies of these activities shall be as arranged and agreed upon by the involved persons and the officers of THE CLUB or their chairperson designates.
 2. Inform the Secretary-Treasurer of member meeting attendance credits, when indicated, so they may be properly recorded.
- G. The duties of the Nominating Committee:
1. Present to the President during odd-numbered years a complete slate of officers for membership voting.
- H. The duties of the Auditing Committee:
1. To inspect the books of THE CLUB to ascertain their accuracy, that proper accounting procedures are being used and all reports due to the various governmental agencies are being properly filed in a timely manner.
 2. To report to the Board of Directors no later than the first of February of the following year the results of the audit for the previous year.
- I. The duties of the HAMBOREE chairperson:
1. To appoint persons to his committee to be responsible for:
 - a. Publicity, advertising and public relations
 - b. Entertainment and prizes
 - c. Meeting, meal and lodging accommodations
 - d. Registration and finance
 - e. Printing
 - f. Flea market
 - g. Educational lectures and amateur examinations
 - h. Liaison to VIP's and participating organizations

ARTICLE XI: FISCAL YEAR

- A. The fiscal year of THE CLUB shall be the calendar year.

ARTICLE XII: MEETINGS

- A. Any officer or any group of five (5) ACTIVE STATUS members may call a meeting of THE CLUB.

- E. A quorum shall exist for a meeting of any form to be legal.
- C. The President shall call a meeting of THE CLUB on each Sunday which shall consist of a business portion followed by a ROLL CALL of the ACTIVE STATUS membership. This shall occur on or about 3900 Khz beginning on or about 0900 local time in the Central Time Zone. LSB shall be the preferred mode of communication. The Secretary-Treasurer may change radio frequency to permit more satisfactory two-way communication.
- D. Excepting the Sunday meeting, one week notice shall be given to the ACTIVE STATUS membership for any meetings scheduled for the conducting of CLUB business.
- E. In addition to the Sunday meeting, additional meetings, Nets or activities may be assigned to accommodate other modes of communication, to facilitate member abilities, availability and preferences or to provide training, communication and informational opportunities.
- F. The Board of Directors shall present an ANNUAL MEETING to fulfill the legal obligations of THE CLUB's charter, to give all members the opportunity to come together for the benefit of THE CLUB as well as the Amateur Radio Service and to receive an accurate and up-to-date accounting of THE CLUB's finances and operations. The Secretary-Treasurer shall inform the ACTIVE STATUS membership of said meeting. It shall be held during the annual HAMBOREE presentation
- G. Subject to the financial and overall control by the Board of Directors, the time, place, programming, operational details, assigned costs, securing of lecturers, committees, chairpersons, suppliers, entertainment, educational sessions, flea markets, additional inclusions, ancillary functions and all other details of the HAMBOREE shall be the responsibility of the HAMBOREE committee.
- H. Meetings scheduled may be conducted using any communication medium or technique which ensures successful interchanges.

ARTICLE XIII: FISCAL POLICY

- A. A checking account with a banking institution in the same city as the Secretary-Treasurer shall be opened and maintained for THE CLUB.
- B. The President and the Secretary-Treasurer shall be co-signer for this account.

- C. The Secretary-Treasurer shall have the right to effect an expenditure of no more than \$150.00 on any one item or issue without further approval of the Board of Directors.
- D. The office of the Secretary-Treasurer involves considerable time, effort, dedication, attention to detail and loyalties. It is the intent of THE CLUB to assist the office in every way possible. This includes to supply state-of-the-art equipment to better serve THE CLUB. The Secretary-Treasurer is encouraged to request those items needed.
- E. Fiscal Procedure:
 - 1. Fiscal responsibility is mandatory.
 - 2. Deficit accounting for THE CLUB is not permitted and, in this event, a voluntary request for donations from the membership is permitted to prevent or correct such occurrence in the amount of the deficit. No loss of membership or position and no penalties shall accrue to members not contributing.
 - 3. Members and officers of THE CLUB may not borrow from, encumber, loan to or otherwise involve themselves with THE CLUB's finances on a personal basis.
 - 4. THE CLUB may not borrow from, loan to, encumber or otherwise involve THE CLUB in any financial activities with companies, institutions, individuals, businesses or governmental entities.
 - 5. Excepted from this section are reasonable financial arrangements for the purchase of equipment and supplies approved by the Board of Directors for THE CLUB's needs.
 - 6. Excepted from this section are financial arrangements with groups necessary for the proper production of meetings such as the ANNUAL MEETING and HAMBOREE.
 - 7. Excepted from this section are THE CLUB's investments in bona fide savings institutions of surplus funds providing they are Certificates of Deposit and the like which are insured.
 - 8. Charitable contributions to worthy causes by THE CLUB are permitted providing each contribution is approved by a majority vote of the ACTIVE STATUS membership and providing each contribution or distribution does not violate the non-profit status of THE CLUB.
 - 9. In no event shall the financial obligations of THE CLUB exceed the reasonable expectation of monies available or to be received.

ARTICLE XIV: CONSTITUTIONAL CHANGES AND AMENDMENTS

- A. Articles and Sections of this Constitution may be amended, changed, deleted or added to.

- B. Changes and amendments may occur by:
1. 25 percent of the ACTIVE STATUS membership presenting an individually signed PETITION to the Secretary-Treasurer requesting such a procedure, or
 2. 60 percent of the Board of Directors presenting an individually signed PETITION to the Secretary-Treasurer requesting such procedure.
- C. Said changes and/or amendments shall be legal, presented in a specifically detailed form and not be in conflict with the Articles of Incorporation of THE CLUB.
- D. Voting shall be conducted according to ARTICLE IX, except that a 60 percent majority shall be required for the changes or amendment to pass.
- E. The Secretary-Treasurer shall announce the results of the voting at the next regularly scheduled Sunday meeting following the voting deadline.
- F. The changes or amendments listed in the PETITION shall take effect immediately upon passage.

ARTICLE XV: STATEMENT OF GENDER DISCLAIMER

- A. For easier style in writing sentence structure and providing a more consistent presentation, the male gender is used throughout this document to indicate the male or female modifiers. There is no intent to denigrate either of the existing genders.

ARTICLE XVI: STATEMENT OF DOCUMENT DISCLAIMER

- A. None of the above articles shall be in conflict with the Articles of Incorporation as filed for this organization. In such event, the Articles of Incorporation shall take precedence.

AMENDMENT CALENDAR:

1. ARTICLE VIII: B, 2, amended November 27, 1994.
2. ARTICLE XIV: D, E, F, G, H, I, and J, amended November 27, 1994.