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Form **990-EZ**

Short Form
Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

► Sponsoring organizations of donor advised funds and controlling organizations as defined in section 512(b)(13) must file Form 990 All other organizations with gross receipts less than $500,000 and total assets less than $1,250,000 at the end of the year may use this form

► *The organization may have to use a copy of this return to satisfy state reporting requirements*

Department of the Treasury
Internal Revenue Service

OMB No 1545 1150

2009

Open to Public Inspection

A **For the 2009 calendar year, or tax year beginning , 2009, and ending ,**

B Check if applicable
- Address change
- Name change
- Initial return
- Termination
- Amended return
- Application pending

Please use IRS label or print or type. See Specific Instructions.

C
IRON RANGE PIPING INDUSTRY DEV. FUND, INC
P.O. BOX 1083
VIRGINIA, MN 55792

D Employer identification number
41-0919056

E Telephone number
218-741-4949

F Group Exemption Number ►

• *Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ).*

G Accounting method. [X] Cash [ ] Accrual
Other (specify) ►

I **Website:** ► N/A

H Check ► [X] if the organization is **not** required to attach Schedule B (Form 990, 990-EZ. or 990-PF).

J Tax-exempt status (check only one) — [X] 501(c) (6) ◄ (insert no) [ ] 4947(a)(1) or [ ] 527

K Check ► [ ] if the organization is not a section 509(a)(3) supporting organization **and** its gross receipts are normally **not** more than $25,000. A Form 990-EZ or Form 990 return is not required, but if the organization chooses to file a return, be sure to file a complete return

L Add lines 5b, 6b, and 7b, to line 9 to determine gross receipts, if $500,000 or more, file Form 990 instead of Form 990-EZ ► $ 67,340.

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances (See the instructions for Part I.)

REVENUE	1	Contributions, gifts, grants, and similar amounts received	1	
	2	Program service revenue including government fees and contracts	2	
	3	Membership dues and assessments	3	66,564.
	4	Investment income	4	776.
	5a	Gross amount from sale of assets other than inventory — 5a		
	b	Less cost or other basis and sales expenses — 5b		
	c	Gain or (loss) from sale of assets other than inventory (Subtract ln 5b from ln 5a)	5c	
	6	Special events and activities (complete applicable parts of Schedule G) If any amount is from **gaming**, check here ► [ ]		
	a	Gross revenue (not including $ _____ of contributions reported on line 1) — 6a		
	b	Less direct expenses other than fundraising expenses — 6b		
	c	Net income or (loss) from special events and activities (Subtract line 6b from line 6a)	6c	
	7a	Gross sales of inventory, less returns and allowances — 7a		
	b	Less cost of goods sold — 7b		
	c	Gross profit or (loss) from sales of inventory (Subtract line 7b from line 7a)	7c	
	8	Other revenue (describe ► _____)	8	
	9	**Total revenue** Add lines 1, 2, 3, 4, 5c, 6c, 7c, and 8 ►	9	67,340.
EXPENSES	10	Grants and similar amounts paid (attach schedule)	10	
	11	Benefits paid to or for members	11	
	12	Salaries, other compensation, and employee benefits	12	
	13	Professional fees and other payments to independent contractors	13	1,125.
	14	Occupancy, rent, utilities, and maintenance	14	
	15	Printing, publications, postage, and shipping	15	
	16	Other expenses (describe ► SEE STATEMENT 1)	16	32,971.
	17	**Total expenses.** Add lines 10 through 16 ►	17	34,096.
NET ASSETS	18	Excess or (deficit) for the year (Subtract line 17 from line 9)	18	33,244.
	19	Net assets or fund balances at beginning of year (from line 27, column (A)) (must agree with end-of-year figure reported on prior year's return)	19	107,979.
	20	Other changes in net assets or fund balances (attach explanation)	20	
	21	Net assets or fund balances at end of year. Combine lines 18 through 20 ►	21	141,223.

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Part II Balance Sheets. If Total assets on line 25, column (B) are $1,250,000 or more, file Form 990 instead of Form 990-EZ

(See the instructions for Part II.)

		(A) Beginning of year		(B) End of year
22	Cash, savings, and investments	107,979.	22	141,223.
23	Land and buildings		23	
24	Other assets (describe ► _____)		24	
25	**Total assets**	107,979.	25	141,223.
26	**Total liabilities** (describe ► _____)	0.	26	0.
27	**Net assets or fund balances** (line 27 of column (B) **must** agree with line 21)	107,979.	27	141,223.

SCANNED JUL 06 2010

23 P

Part III Statement of Program Service Accomplishments (See the instructions.)

What is the organization's primary exempt purpose? DEVELOP PIPING INDUSTRY

Describe what was achieved in carrying out the organization's exempt purposes. In a clear and concise manner, describe the services provided, the number of persons benefited, or other relevant information for each program title.

Expenses (Required for section 501(c)(3) and (4) organizations and section 4947(a)(1) trusts, optional for others.)

28 TO PROMOTE AND DEVELOP THE PLUMBING AND PIPE FITTING INDUSTRY.

(Grants $) If this amount includes foreign grants, check here ► ☐ 28a

29

(Grants $) If this amount includes foreign grants, check here ► ☐ 29a

30

(Grants $) If this amount includes foreign grants, check here ► ☐ 30a

31 Other program services (attach schedule)

(Grants $) If this amount includes foreign grants, check here ► ☐ 31a

32 **Total program service expenses** (add lines 28a through 31a) ► 32

Part IV List of Officers, Directors, Trustees, and Key Employees. List each one even if not compensated (See the instrs.)

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-.)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account and other allowances
BRIAN HEISEL VIRGINIA, MN 55792	PRESIDENT 1.00	0.	0.	0.
MARK RODORIGO VIRGINIA, MN 55792	VICE PRESIDENT 1.00	0.	0.	0.
ELLWOOD YOUNG VIRGINIA, MN 55792	SEC.-TREAS. 1.00	0.	0.	0.

Part V Other Information (Note the statement requirements in the instrs for Part V.)

			Yes	No
33	Did the organization engage in any activity not previously reported to the IRS? If 'Yes,' attach a detailed description of each activity	33		X
34	Were any changes made to the organizing or governing documents? If 'Yes,' attach a conformed copy of the changes	34	X	
35	If the organization had income from business activities, such as those reported on lines 2, 6a, and 7a (among others), but **not** reported on Form 990-T, attach a statement explaining why the organization did not report the income on Form 990-T			
a	Did the organization have unrelated business gross income of $1,000 or more or was it subject to section 6033(e) notice, reporting, and proxy tax requirements?	35a		X
b	If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	35b		
36	Did the organization undergo a liquidation, dissolution, termination, or significant disposition of net assets during the year? If 'Yes,' complete applicable parts of Schedule N	36		X
37a	Enter amount of political expenditures, direct or indirect, as described in the instructions ► 37a 0.			
b	Did the organization file **Form 1120-POL** for this year?	37b		X
38a	Did the organization borrow from, or make any loans to, any officer, director, trustee, or key employee **or** were any such loans made in a prior year and still outstanding at the end of the period covered by this return?	38a		X
b	If 'Yes,' complete Schedule L, Part II and enter the total amount involved 38b N/A			
39	Section 501(c)(7) organizations Enter:			
a	Initiation fees and capital contributions included on line 9 39a N/A			
b	Gross receipts, included on line 9, for public use of club facilities 39b N/A			
40a	Section 501(c)(3) organizations Enter amount of tax imposed on the organization during the year under: section 4911 ► N/A, section 4912 ► N/A, section 4955 ► N/A			
b	Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in any section 4958 excess benefit transaction during the year or is it aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If 'Yes,' complete Schedule L, Part I	40b		
c	Section 501(c)(3) and 501(c)(4) organizations. Enter amount of tax imposed on organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 ► 0.			
d	Section 501(c)(3) and 501(c)(4) organizations. Enter amount of tax on line 40c reimbursed by the organization ► 0.			
e	All organizations. At any time during the tax year, was the organization a party to a prohibited tax shelter transaction? If 'Yes,' complete Form 8886-T	40e		X
41	List the states with which a copy of this return is filed ► NONE			

42a The organization's books are in care of ► ELLWOOD YOUNG, JR. Telephone no ► 218-741-4949

Located at ► VIRGINIA, MN ZIP + 4 ► 55792

			Yes	No
b	At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)?	42b		X
	If 'Yes,' enter the name of the foreign country: ►			
	See the instructions for exceptions and filing requirements for **Form TD F 90-22.1, Report of a Foreign Bank and Financial Accounts.**			
c	At any time during the calendar year, did the organization maintain an office outside of the U.S.?	42c		X
	If 'Yes,' enter the name of the foreign country: ►			

43	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-EZ in lieu of **Form 1041** – Check here ► ☐ N/A and enter the amount of tax-exempt interest received or accrued during the tax year ► 43 N/A			
			Yes	No
44	Did the organization maintain any donor advised funds? If 'Yes,' Form 990 must be completed instead of Form 990-EZ	44		X
45	Is any related organization a controlled entity of the organization within the meaning of section 512(b)(13)? If 'Yes,' Form 990 must be completed instead of Form 990-EZ	45		X

Part VI **Section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts only.** All section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts must answer questions 46-49b and complete the tables for lines 50 and 51.

		Yes	No
46	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If 'Yes,' complete Schedule C, Part I	46		
47	Did the organization engage in lobbying activities? If 'Yes,' complete Schedule C, Part II	47		
48	Is the organization a school as described in section 170(b)(1)(A)(ii)? If 'Yes,' complete Schedule E	48		
49a	Did the organization make any transfers to an exempt non-charitable related organization?	49a		
b	If 'Yes,' was the related organization a section 527 organization?	49b		

50 Complete this table for the organization's five highest compensated employees (other than officers, directors, trustees and key employees) who each received more than $100,000 of compensation from the organization If there is none, enter 'None.'

(a) Name and address of each employee paid more than $100,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account and other allowances

f Total number of other employees paid over $100,000 ►

51 Complete this table for the organization's five highest compensated independent contractors who each received more than $100,000 of compensation from the organization If there is none, enter 'None.'

(a) Name and address of each independent contractor paid more than $100,000	(b) Type of service	(c) Compensation

d Total number of other independent contractors each receiving over $100,000 ►

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge

► E.L. Younge Jr 5/10/10
Signature of officer Date

► E.L. Younge Jr SECTY/TREAS.
Type or print name and title

Paid Preparer's Use Only

Preparer's signature ► GARY E. GIROUX	Date 5-5-10	Check if self-employed ► ☐	Preparer's Identifying Number (See instructions) P00071339
Firm's name (or yours if self employed), address, and ZIP + 4 ► WALKER, GIROUX & HAHNE, LTD 225 1ST STREET N SUITE 2400 VIRGINIA, MN 55792		EIN ► 41-1359264 Phone no ► (218) 749-4880	

May the IRS discuss this return with the preparer shown above? See instructions ► ☒ Yes ☐ No

STATEMENT 1
FORM 990-EZ, PART I, LINE 16
OTHER EXPENSES

ADVERTISING AND PROMOTION	$	700.
BANK FEES		104.
CONFERENCES, CONVENTIONS, AND MEETINGS		3,866.
CONTRIBUTIONS		6,790.
INSURANCE		1,016.
MISCELLANEOUS		230.
TRAVEL		20,265.
TOTAL	$	32,971.

BYLAWS OF THE RANGE ASSOCIATION OF PLUMBING-HEATING-COOLING CONTRACTORS, INC.

ARTICLE 1 - NAME

This Association shall be known as the "Range Association of Plumbing-Heating-Cooling Contractors, Inc." Hereinafter any reference to the Association in these Bylaws refers in particular to the Range Association of Plumbing-Heating-Cooling Contractors, Inc.

ARTICLE II - SEAL

The corporation seal of this Association shall be a facsimile of that impressed upon this page adjacent hereto.

ARTICLE III - LOCATION OF OFFICE

The principal office of the Association shall be 1012 8th Street South, Virginia, Minnesota.

ARTICLE IV - OBJECTS AND PURPOSES

The objects and purposes of the Association are the following:

1. The practical application of scientific knowledge to the preservation of public health as applied to water supply, plumbing, sanitation and related endeavors.

2. The encouragement of sanitary laws and the better enforcement thereof.

3. The improvement of plumbing systems and the applied elements thereof; plumbing and related materials, fixtures, and appliances for the improvement of heating and cooling equipment, accessories and related work.

4. The education of members of the craft in sanitation and in the practice of plumbing-heating-cooling.

5. The encouragement of education of the members of the craft in the economical and reasonably profitable carrying on of the trade of plumbing-heating-cooling as a business and in accordance with sound business principles.

6. The establishment of harmonious relations between members of the craft and their employees, architects and mechanical engineers.

7. The establishment, furtherance, and improvement of an apprentice system.

8. The education of apprentices and other employees.

9. The promotion of technical studies, education, public relations, research and other activities of Industry Development.

No other object, purpose, or business of the Association shall be carried on or agreed upon, or shall be an authorized, valid, lawful purpose or action of the Association without the vote of a two-thirds (2/3) majority at an annual meeting.

ARTICLE V - MEMBERSHIP

Section 1. Classes of Members. This association shall have two (2) classes of members, namely, (1) active and (2) honorary, the eligibility for which and the rights and privileges of which shall be as hereinafter respectively provided in this Article.

Section 2. Eligibility for Membership. Memberships in this Association shall be limited to those corporations, firms, proprietorships and such other organizations and individuals which qualify as follows within the membership classes indicated.

(a) Active Member - Shall be (1) substantially and regularly engaged in the operation of a plumbing-heating-cooling-pipefitting contracting business within the territory encompassed by this Association; (2) a member in good standing of this Association; and (3) must also be a member in good standing of the State and National PHCC Associations. Where a corporation, firm, proprietorship or other organization has more than one eligible member, that organization shall appoint a representative as an active member acceptable to this Association.

(b) Honorary Member - Shall be an individual who has (1) performed a conspicuous service to this Association, and (2) upon the recommendation of

the Board of Directors, been elected to honorary membership at an annual meeting of this Association.

Section 3. Right to Hold Office. Active members and no other class of members may hold office.

Section 4. Right to Vote. Active members and no other class of members are entitled to vote and each member shall have one vote.

Section 5. Application for Membership. Application for active membership shall be made to this Association and, when accompanied by payment of the applicable dues, shall constitute an application for active membership.

Section 6. Action on Application. The President and Secretary of this Association may, under decision of this Association, accept or reject any application for membership however submitted and may prescribe the proper form for application, or may suspend or withhold action thereon pending an investigation by them or their designates.

Section 7. Certificate of Membership. A certificate of membership in such form as may be prescribed by the Board of Directors may be issued to members of this Association.

Section 8. Suspension or Expulsion of Membership. The Board of Directors, for good cause shown and with or without notice or hearing, may suspend or expel any member if, in the opinion of the Board of Directors, such suspension or expulsion is necessary either (a) to keep the Association out of legal entanglements, or (b) to preserve the good name of the Association and of plumbing-heating-cooling contractors in general. Such good cause shall include the conviction of a member with any violation of any law or any decree of any court pertaining to the plumbing-heating-cooling business or to the affairs of the Association.

Section 9. Authority of Members. No member, of any class, shall have any power or right to act or speak for the Association, unless such member is an officer, director or other authorized representative, acting in the course, and within the scope, of his authority as such officer, director or other authorized representative.

Section 10. Resignation. The obligation to pay any dues or other charges which have accrued and are unpaid shall survive the resignation of a member.

ARTICLE VI - BOARD OF DIRECTORS

Section 1. Number and Term of Directors. The Board of Directors shall consist of five (5) active members who shall serve for one (1) year or until succeeded by duly qualified or elected members. All members of the Association to serve upon the Board of Directors until such time as the Association membership reaches ten (10) and thereafter the provisions herein contained shall apply.

Section 2. Ex-Officio Members. The ex-officio members of the Board of Directors shall be the President, the Vice-President and the Secretary -Treasurer.

Section 3. Nomination and Election of Members. - A Nominating Committee composed of the President and immediate Past President shall nominate candidates for the Board of Directors. All nominees shall be active members of the Association. The Nominating Committee shall submit a slate of 10 candidates to the Association for election at their general membership meeting to be held on the second Tuesday after the First Monday in January of each given year. From the list of 10 nominees the top five vote-getters shall be elected to the Board of Directors.

Section 4. Powers and Duties of Board of Directors. The Board of Directors shall have and exercise general supervision of, and control over, the business, property and affairs of the Association, shall have full power and authority to act for and represent the Association and shall have and exercise all powers granted by or permissible under the Certificate of Incorporation and any amendments or supplements thereto. The Board of Directors shall specifically determine by resolution the authority for signing and countersigning checks on all association accounts.

Section 5. Meetings of Board of Directors. An annual meeting of the Board of Directors shall be held each year on the day following the close of the Association's annual meeting. Notice of this meeting in accordance with the requirements of Section 6 of this Article shall not be required. Directors elected at the annual meeting preceding the annual meeting of the Board shall attend the meeting, although they may not take

office until the beginning of the next fiscal year. Other meetings of the Board may be held at the call of the President, upon notice in the manner hereinafter provided.

Section 6. Notice of Meetings. Notice of each meeting, except the annual meeting, of the Board of Directors of the Association shall be given by the Secretary of the Association upon the written request of the President of the Association, or upon the written request of not less than three (3) members of the Board of Directors. Such notice shall specify the time and place of each such meting and shall be either (1) mailed or telephoned to each member of the Board of Directors at his address as it appears on the books of the Association by registered mail deposited in the Post Office or any branch post office in the city where the Executive Office of the Association shall be located not less than ten (10) days prior to the date of such meeting or (2) given to each member of the Board of Directors personally by telephone not less than five (5) days prior to the date of such meeting.

Section 7. Waiver of Notice of Meeting. Notwithstanding any provision of these Bylaws, a meeting of the Board of Directors of this Association may be held at any time and at any place without notice, provided notice and lapse of time be waived in writing by each member of the Board of Directors.

Section 8. Action by Written Consent. Any resolution in writing, agreed to in writing by all members of the Board of Directors, shall have the same force and effect as if the same had been duly passed by a majority of the Board of Directors at a meeting of the Board of Directors.

Section 9. Quorum of Board of Directors. A majority of the members of the Board of Directors shall constitute a quorum at any meeting of the Board of Directors.

Section 10. Vacancies in Board of Directors. In case of the death, resignation, disqualification, or removal of any elected member of the Board of Directors, the remaining members of said Board shall fill said vacancy for the balance of the term.

Section 11. Removal of Directors. Any member of the Board of Directors may be removed from membership on said Board by the vote of two-third (2/3) of all members of the Board of Directors, for such cause as they deem sufficient.

Section 12. Executive Committee of Board of Directors. There shall be an Executive Committee of the Board of Directors which shall consist of the President, Vice-President and Secretary-Treasurer. The President shall be the chairman of said committee.

Section 13. Power and Duties of Executive Committee. The Executive Committee shall serve in an advisory capacity to the President, for his counsel and guidance.

Section 14. Meetings of Executive Committee. The Executive Committee shall meet at least once in each semi-annual fiscal period, or at the call of the President, or of two (2) of its members.

ARTICLE VII - OFFICERS

Section 1. Association Officers. The officers of the Association shall consist of a President, Vice-President and Secretary-Treasurer.

Section 2. Election and Term of Officers. The officers shall be elected by a majority of the votes case at the annual meeting of the members. The person elected as Vice-President at the preceding meeting shall automatically become the President, except that in the event of death, resignation, disqualification or removal from office of such person, the annual meeting of the members shall elect the President by a majority of the votes cast. The incoming President shall nominate the Secretary for confirmation at the annual meeting of members and such confirmation shall constitute election.

Section 3. Appointive Officers. The Board of Directors may, in their discretion, appoint and remove such subordinate officers and agents, with such title and duties, as they may deem reasonable and proper.

Section 4. Temporary Officers. In the event the President or Secretary-Treasurer is unable to perform the duties of his office because of illness, absence, or other incapacity, the Board of Directors, by the vote of two-thirds (2/3) of its members, except the members involved, may appoint the Vice-President to act as President if the President is so incapacitated, or may appoint one of its members to replace the Secretary-Treasurer, with the title of Assistant Secretary. Such appointments shall empower the appointee to act temporarily

and perform all duties of the officer so incapacitated, until said officer is again able to perform his duties.

Section 5. Vacancies. In case of the death, resignation, disqualification or removal of the President, the Vice-President shall forthwith and automatically become the President, and in such event, or in case of any other vacancy in the office of Vice-President, the Second Vice-President shall forthwith and automatically become the Vice-President. Vacancy in the office of Second Vice-President shall be filled only by election at an annual meeting of the members.

The vacancy in the Chairmanship of the Membership Committee thus created shall be filled by appointment of the President.

Vacancy in the office of Secretary-Treasurer shall be filled by the majority vote of the remaining members of the Board of Directors for the balance of the term of such replaced officer.

Section 6. Removal. An annual meeting, by the vote of two-thirds (2/3) of the members present, may remove any officer from office, and a successor may be elected at such annual meeting.

ARTICLE VIII - DUTIES OF OFFICERS

Section 1. Powers and Duties of President. The President shall generally have and exercise all such powers and duties as are usually reposed in the chief officer of a Minnesota corporation or which are necessary and proper to carry out the orders and resolutions of meetings and the Board of Directors or to execute the Bylaws of the Association. In addition to such powers and duties as the Certificate of Incorporation or the Bylaws now or hereafter grant to or impose on him, the powers and duties of the President shall include presiding at the annual meeting, at meetings of the Board of Directors and at meetings of the Executive Committee; general supervision over and direction of affairs of the Association and over the officers of the association; execution of all deeds, mortgages, bonds, contracts and other documents in the name of the Association; appointment and discharge of employees and agents of the Association and determination of their compensation and terms of employment, with the approval of the Executive Committee; authority to take any action which the Board of Directors is empowered to take subject to review by said Board.

Section 2. Limitations on Power of President. The President shall have no power to act contrary to the orders or resolutions of the Board of Directors. He shall not enter into any contract or other commitment which is (1)to be in effect beyond his term of office, or (2) in an amount exceeding Three Thousand Dollars ($3,000.00)without the approval of a two-thirds (2/3) majority of the Board of Directors.

Section 3. Duties of Vice-President. The Vice-President shall have such powers and duties as shall be granted or imposed on him by the Bylaws, an annual meeting, the Board of Directors, or the President of the Association.

Section 4. Duties of Secretary-Treasurer. The Secretary-Treasurer shall generally have all powers and duties normally vested in the secretary of a corporation subject to the control of the membership at the annual meeting and the Board of Directors and the President. He shall have such powers as may be assigned to him by the Board of Directors or President and shall supervise the keeping of the minutes of the annual meeting, Board of Directors and Executive Committee meetings and such other meetings as specified and shall attend to the giving and serving of notices required by the Bylaws. He shall sign and attest in the name of the Association, all deeds, mortgages, bonds required to be executed by the President, and shall affix the corporate seal of the Association thereto when proper. He shall have charge of all books, documents and papers of the Association. He shall have charge of the corporate seal of the Association. He shall keep all records under his jurisdiction open for the inspection of the officers and members of the Board of Directors. He shall make a full written report of all his official acts at the annual meeting. He shall furnish the Association, at its expense, a surety bond in the principal amount of One Thousand Dollars ($1,000.00) with such terms and such surety as may be approved by the Board of Directors. He shall have charge of and keep or cause to be kept, all financial records, accounts, funds, securities and evidences of indebtedness of the Association. He shall keep, or cause to be kept, books and accounts showing all funds, securities and evidences of indebtedness of the Association which come into his hands and all receipts and disbursements thereof; said records shall be open for inspection at all times to any member of the Board of Directors. He shall make monthly reports in writing to the Board of Directors of all monies received and disbursed; and such other reports as may be required by the Board of Directors or the President. He shall, at each annual meeting, make a full report of all monies received and disbursed by the Association.

He shall deposit or cause to be deposited, all monies of the Association in a bank or trust company in Virginia, Minnesota, approved by the President. He shall comply with the directions of the Board of Directors and the President.

ARTICLE IX - STANDING AND OTHER COMMITTEES

Section 1. Creation of Committees. An annual meeting or the Board of Directors may provide in the Bylaws for Standing Committees and the President may appoint Special Committees.

Section 2. Personnel of Committees. All Committeemen shall be members of the Association selected by the President, unless otherwise specified. The Chairman of Committees shall be named by the President and the President shall be entitled to attend all Committee Meetings, except those of the Auditing Committee, and participate in any Committee's activities and discussions, but shall not be a member of any Committees, except where otherwise specified.

Section 3. Committee Activities. Members of the Association, whether Committee members or not, may attend Committee meetings in which they are interested, may submit evidence or other data to committees, and shall have the benefit of the findings or other work of Committees. No meetings of any Standing Committee or any Special Committee shall be called by the Chairman thereof or by any member thereof, except in the case of the Finance Committee, and no expense shall be incurred by or on behalf of any such Committee, except with the approval of the President of this Association.

Section 4. Committee Authority and Reports. All Committees shall be responsible to and make their reports and recommendations, as directed, to the annual meeting, the Board of Directors, or the President, at the specified or appropriate time or times. No Committee is authorized to act for the Association without specific, written authority.

Section 5. Apprenticeship Committee. There shall be an Apprenticeship Committee of three (3) members, the duties of which shall be to foster and promote the training of apprentices to the plumbing-heating-cooling trade, through affiliated State and Local Associations, by investigating and recommending, the best methods of securing apprentices, instructing and examining them, and passing them to journeymanship, to take up such apprentice problems as are submitted to it by the Board of Directors or the President, or as otherwise arise, and make such

studies and collect information and data on apprentice matters of interest and benefit to the Association members, and to report its findings and its activities together with any recommendations which it may have.

Section 6. Scholarship Committee. There shall be a Scholarship Committee consisting of three (3) members, one of whom shall be the president. The Committee shall have, subject to the will of a meeting, full charge of activities of the scholarship program relating to the Association, except that, however, appropriations, conveying of property to the scholarship fund, custodian of the scholarship trust, and matters relating to finance, shall be the responsibility of the Finance Committee.

Section 7. Policy Committee. There shall be a Policy Committee of three (3) members, consisting of the Past President as Chairman, the Vice-President and one member chosen by the President for his experience and knowledge of the Association affairs and his known judgment in making sound decisions. Each member shall serve for one (1) year unless requalified or chosen for an additional term or until his successor is duly qualified or chosen. The duties of the Policy Committee shall be (1) to formulate definite and suitable statements of general policy for the Association and for "Plumbing-Heating-Cooling Business"; and to (2) study all matters or questions of policy submitted to it by the Board of Directors or the President, and render and transmit a decision thereon as promptly as possible; provided, that the Committee shall not establish any policy or render any decision on a policy question which is contrary to, or inconsistent with, the provisions of the Certificate of Incorporation or Bylaws of the Association, except that statements of policy or decisions may be conditioned upon appropriate lawful amendment of said Certificate or Bylaws, or both.

Section 8. Finance Committee. There shall be a Finance Committee, consisting of three members who shall be at all times the President and two members of the Association chosen by the President, who have not resigned from the Committee, become physically disabled from serving, or incapacitated to serve. The member who last served as President shall be the Chairman, and shall call all meetings of said Committee. The duties of the Finance Committee shall be to advise the President of the Association with respect to matters relating to finance. No bond, mortgage or other security owned by the Association shall be sold, exchanged, pledged or otherwise encumbered or conveyed,

without the written consent of a two-thirds (2/3) majority of the Finance Committee and this requirement of written consent shall not be eliminated or avoided in any way.

Section 9. Additional Committees. There shall be such additional Committees as the Board of Directors shall deem necessary. All additional committees as formed shall consist of three members, two as representatives and one as an alternate representative. The purposes for the committees shall be established by the Board of Directors upon forming a Committee.

ARTICLE X - FISCAL YEAR, FINANCES

Section 1. Fiscal Year. The fiscal year of the Association shall commence on the first day of July in each year and end on the last day of June in the following year.

Section 2. Compensation; Expenses. No Officer, Director or Committeeman shall receive any compensation from the Association for his services, but the Board of Directors may authorize the incurring, or payment of expenses, necessitated by activities of Officers, Directors or Committeemen on behalf of the Association, by either (1) prescribing a formula, rule or standard, or (2) specific authorization.

Section 3. Surety Bonds. Every person connected with the Association who has, or may be reasonably expected to have, funds of the Association under his control, may be required by the Board of Directors to furnish the Association, at its expense, a surety bond, with such terms, in such amount, and with such surety, as may be approved by the Board of Directors, except that the President, the Vice-President acting as President, the Secretary-Treasurer and the Assistant Secretary-Treasurer acting as Secretary-Treasurer, shall give the bond respectively prescribed in these Bylaws for the offices of President, Secretary and Treasurer.

ARTICLE XI - AMENDMENTS

Section 1. These Bylaws or any part thereof may be amended, altered, changed, supplemented, or repealed by a two-thirds (2/3) vote (except in case of Article IV) of any meeting of the Association, on the condition, which may not be waived, a copy of such proposal shall have been submitted in writing to the members of the Association at least fifteen (15) days before the meeting which acts, or seeks to act, thereon.

Section 2. The Bylaws of the Association shall be made available to the membership through publication in the Proceedings of the meetings of the Association. In each case where a Bylaw is changed in any way hereafter, the printed form of Bylaws shall indicate, in connection with each section, so changed, the effective date of the changed form of the Bylaws.

ARTICLE XII - MEMBERSHIP DUES

Section 1. Dues of Members. The dues payable to this Association shall be as follows:

(a) Active Members - At the rate of State and National dues per year, payable to the State Association on the first day of July of each and every year; plus $75.00 for local dues payable to the Range Association.

(b) Initiation fee for new members of $75.00.

(c) Honorary Members - No dues shall be payable by Honorary Members.

Section 2. Non-Payment of Dues. Should a member be in default in the payment of dues for a period of sixty (60) days, such member shall be notified in writing of such default by this Association's secretary. If such default is not cured within thirty (30) days after the date of mailing of such notice, the delinquent member will thereupon be suspended from membership in and shall be disentitled to receive any privileges or benefits of membership in this Association. Notice of such suspension shall be mailed to the member by this Association's secretary provided, however, that such membership may be reinstated upon the payment of all arrearages in dues to a current date, if paid within one (1) year from the date of suspension.

Section 3. Changes in Dues. The amount of dues shall not be changed, except at an Annual or Special Meeting of this Association.