Form **990**

Department of the Treasury
Internal Revenue Service

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)

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

OMB No 1545-0047

2010

Open to Public Inspection

A For the 2010 calendar year, or tax year beginning , 2010, and ending ,

B Check if applicable
- [ ] Address change
- [ ] Name change
- [ ] Initial return
- [ ] Terminated
- [ ] Amended return
- [ ] Application pending

MINING & METALLURGICAL SOCIETY OF AMERICA
P.O. BOX 810
BOULDER, CO 80306-0810

D Employer Identification Number: 13-1958474

E Telephone number: 303-444-6032

G Gross receipts $ 106,940.

F Name and address of principal officer: SAME AS C ABOVE

H(a) Is this a group return for affiliates? [ ] Yes [X] No

H(b) Are all affiliates included? [ ] Yes [ ] No
If 'No,' attach a list (see instructions)

I Tax-exempt status [ ] 501(c)(3) [X] 501(c) (6)◄ (insert no) [ ] 4947(a)(1) or [ ] 527

J Website: ► WWW.MMSA.NET

H(c) Group exemption number ►

K Form of organization [X] Corporation [ ] Trust [ ] Association [ ] Other ►

L Year of Formation 1908

M State of legal domicile CO

Part I Summary

Activities & Governance

1 Briefly describe the organization's mission or most significant activities THE PURPOSE OF THE SOCIETY IS TO FURTHER THE TECHNICAL AND SCIENTIFIC ADVANCEMENT OF THE MINING, METALLURGICAL, AND GEOLOGICAL PROFESSIONS.

2 Check this box ► [ ] if the organization discontinued its operations or disposed of more than 25% of its net assets.

3	Number of voting members of the governing body (Part VI, line 1a)	3	5
4	Number of independent voting members of the governing body (Part VI, line 1b)	4	5
5	Total number of individuals employed in calendar year 2010 (Part V, line 2a)	5	0
6	Total number of volunteers (estimate if necessary)	6	0
7a	Total unrelated business revenue from Part VIII, column (C), line 12	7a	0.
b	Net unrelated business taxable income from Form 990-T, line 34	7b	0.

			Prior Year	Current Year
Revenue	8	Contributions and grants (Part VIII, line 1h)		40,488.
	9	Program service revenue (Part VIII, line 2g)		
	10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)		20,652.
	11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)		-15,450.
	12	Total revenue — add lines 8 through 11 (must equal Part VIII, column (A), line 12)		45,690.
Expenses	13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)		75,000.
	14	Benefits paid to or for members (Part IX, column (A), line 4)		
	15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)		17,500.
	16a	Professional fundraising fees (Part IX, column (A), line 11e)		
	b	Total fundraising expenses (Part IX, column (D), line 25) ►		
	17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24f)		26,599.
	18	Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25)		119,099.
	19	Revenue less expenses Subtract line 18 from line 12		-73,409.

			Beginning of Current Year	End of Year
Net Assets or Fund Balances	20	Total assets (Part X, line 16)	1,096,385.	1,120,559.
	21	Total liabilities (Part X, line 26)	8,103.	15,531.
	22	Net assets or fund balances Subtract line 21 from line 20	1,088,282.	1,105,028.

RECEIVED
OCT 20 2011
OGDEN, UT
IRS-OSC

SCANNED NOV 10 2011

Part II Signature Block

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

Sign Here

Signature of officer: Betty Gibbs — Date: Oct 17, 2011

BETTY GIBBS — EXECUTIVE DIRECTOR
Type or print name and title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check [ ] if self-employed	PTIN
LEONARD R. JOHNSON, CPA	LEONARD R. JOHNSON, CPA	10/12/11		N/A

Firm's name ► JOHNSON KIGHTLINGER & COMPANY

Firm's address ► 2300 BROADWAY, BOULDER, CO 80304-4107

Firm's EIN ► N/A

Phone no (303) 449-3830

May the IRS discuss this return with the preparer shown above? (see instructions) [X] Yes [ ] No

10 R

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response to any question in this Part III ☐

1 Briefly describe the organization's mission:

THE PURPOSE OF THE SOCIETY IS TO FURTHER THE TECHNICAL AND SCIENTIFIC ADVANCEMENT OF THE MINING, METALLURGICAL, AND GEOLOGICAL PROFESSIONS.

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? ☐ Yes ☒ No

If 'Yes,' describe these new services on Schedule O

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? ☐ Yes ☒ No

If 'Yes,' describe these changes on Schedule O

4 Describe the exempt purpose achievements for each of the organization's three largest program services by expenses Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported

4a (Code) (Expenses $ including grants of $) (Revenue $)

TO INCREASE PUBLIC AWARENESS AND UNDERSTANDING ABOUT MINING AND WHY MINED MATERIALS ARE ESSENTIAL TO MODERN SOCIETY AND HUMAN WELL-BEING.

4b (Code) (Expenses $ including grants of $) (Revenue $)

4c (Code) (Expenses $ including grants of $) (Revenue $)

4d Other program services (Describe in Schedule O)

(Expenses $ including grants of $) (Revenue $)

4e Total program service expenses ► 0.

Part IV | Checklist of Required Schedules

			Yes	No
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? *If 'Yes,' complete Schedule A*	1		X
2	Is the organization required to complete Schedule B, Schedule of Contributors? (see instructions)	2		X
3	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*	3		X
4	**Section 501(c)(3) organizations** Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? *If 'Yes,' complete Schedule C, Part II*	4		
5	Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? *If 'Yes,' complete Schedule C, Part III*	5		X
6	Did the organization maintain any donor advised funds or any similar funds or accounts where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? *If 'Yes,' complete Schedule D, Part I*	6		X
7	Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas or historic structures? *If 'Yes,' complete Schedule D, Part II*	7		X
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? *If 'Yes,' complete Schedule D, Part III*	8		X
9	Did the organization report an amount in Part X, line 21, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? *If 'Yes,' complete Schedule D, Part IV*	9		X
10	Did the organization, directly or through a related organization, hold assets in term, permanent, or quasi-endowments? *If 'Yes,' complete Schedule D, Part V*	10		X
11	If the organization's answer to any of the following questions is 'Yes', then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.			
a	Did the organization report an amount for land, buildings and equipment in Part X, line 10? *If 'Yes,' complete Schedule D, Part VI*	11a		X
b	Did the organization report an amount for investments— other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? *If 'Yes,' complete Schedule D, Part VII*	11b		X
c	Did the organization report an amount for investments— program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? *If 'Yes,' complete Schedule D, Part VIII*	11c		X
d	Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? *If 'Yes,' complete Schedule D, Part IX*	11d		X
e	Did the organization report an amount for other liabilities in Part X, line 25? *If 'Yes,' complete Schedule D, Part X*	11e		X
f	Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? *If 'Yes,' complete Schedule D, Part X*	11f		X
12a	Did the organization obtain separate, independent audited financial statements for the tax year? *If 'Yes,' complete Schedule D, Parts XI, XII, and XIII*	12a		X
b	Was the organization included in consolidated, independent audited financial statements for the tax year? *If 'Yes,' and if the organization answered 'No' to line 12a, then completing Schedule D, Parts XI, XII, and XIII is optional*	12b		X
13	Is the organization a school described in section 170(b)(1)(A)(ii)? *If 'Yes,' complete Schedule E*	13		X
14a	Did the organization maintain an office, employees, or agents outside of the United States?	14a		X
b	Did the organization have aggregate revenues or expenses of more than $10,000 from grantmaking, fundraising, business, and program service activities outside the United States? *If 'Yes,' complete Schedule F, Parts I and IV*	14b		X
15	Did the organization report on Part IX, column (A), line 3, more than $5,000 of grants or assistance to any organization or entity located outside the United States? *If 'Yes,' complete Schedule F, Parts II and IV*	15		X
16	Did the organization report on Part IX, column (A), line 3, more than $5,000 of aggregate grants or assistance to individuals located outside the United States? *If 'Yes,' complete Schedule F, Parts III and IV*	16		X
17	Did the organization report a total of more than $15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? *If 'Yes,' complete Schedule G, Part I (see instructions)*	17		X
18	Did the organization report more than $15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? *If 'Yes,' complete Schedule G, Part II*	18		X
19	Did the organization report more than $15,000 of gross income from gaming activities on Part VIII, line 9a? *If 'Yes,' complete Schedule G, Part III*	19		X
20 a	Did the organization operate one or more hospitals? *If 'Yes,' complete Schedule H*	20		X
b	If 'Yes' to line 20a, did the organization attach its audited financial statements to this return? **Note.** Some Form 990 filers that operate one or more hospitals must attach audited financial statements (see instructions)	20b		

Part IV **Checklist of Required Schedules** *(continued)*

			Yes	No
21	Did the organization report more than $5,000 of grants and other assistance to governments and organizations in the United States on Part IX, column (A), line 1? *If 'Yes,' complete Schedule I, Parts I and II*	21	X	
22	Did the organization report more than $5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? *If 'Yes,' complete Schedule I, Parts I and III*	22		X
23	Did the organization answer 'Yes' to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? *If 'Yes,' complete Schedule J*	23		X
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than $100,000 as of the last day of the year, and that was issued after December 31, 2002? *If 'Yes,' answer lines 24b through 24d and complete Schedule K If 'No,'go to line 25*	24a		X
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b		
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c		
d	Did the organization act as an 'on behalf of' issuer for bonds outstanding at any time during the year?	24d		
25a	**Section 501(c)(3) and 501(c)(4) organizations.** Did the organization engage in an excess benefit transaction with a disqualified person during the year? *If 'Yes,' complete Schedule L, Part I*	25a		
b	Is the organization 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*	25b		
26	Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? *If 'Yes,' complete Schedule L, Part II*	26		X
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor, or a grant selection committee member, or to a person related to such an individual? *If 'Yes,' complete Schedule L, Part III*	27		X
28	Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):			
a	A current or former officer, director, trustee, or key employee? *If 'Yes,' complete Schedule L, Part IV*	28a		X
b	A family member of a current or former officer, director, trustee, or key employee? *If 'Yes,' complete Schedule L, Part IV*	28b		X
c	An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? *If 'Yes,' complete Schedule L, Part IV*	28c		X
29	Did the organization receive more than $25,000 in non-cash contributions? *If 'Yes,' complete Schedule M*	29		X
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? *If 'Yes,' complete Schedule M*	30		X
31	Did the organization liquidate, terminate, or dissolve and cease operations? *If 'Yes,' complete Schedule N, Part I*	31		X
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? *If 'Yes,' complete Schedule N, Part II*	32		X
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301 7701-3? *If 'Yes,' complete Schedule R, Part I*	33		X
34	Was the organization related to any tax-exempt or taxable entity? *If 'Yes,' complete Schedule R, Parts II, III, IV, and V, line 1*	34		X
35	Is any related organization a controlled entity within the meaning of section 512(b)(13)?	35		X
a	Did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? *If 'Yes,' complete Schedule R, Part V, line 2* ☐ Yes ☒ No			
36	**Section 501(c)(3) organizations.** Did the organization make any transfers to an exempt non-charitable related organization? *If 'Yes,' complete Schedule R, Part V, line 2*	36		
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? *If 'Yes,' complete Schedule R, Part VI*	37		X
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11 and 19? **Note.** All Form 990 filers are required to complete Schedule O	38	X	

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response to any question in this Part V ☐

			Yes	No
1a Enter the number reported in Box 3 of Form 1096 Enter -0- if not applicable	1a 2			
b Enter the number of Forms W-2G included in line 1a Enter -0- if not applicable	1b 0			
c Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?		1c	X	
2a Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	2a 0			
b If at least one is reported on line 2a, did the organization file all required federal employment tax returns?		2b		
Note. If the sum of lines 1a and 2a is greater than 250, you may be required to *e-file* (see instructions)				
3a Did the organization have unrelated business gross income of $1,000 or more during the year?		3a		X
b If 'Yes' has it filed a Form 990-T for this year? *If 'No,' provide an explanation in Schedule O*		3b		
4a 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)?		4a		X
b If 'Yes,' enter the name of the foreign country ►				
See instructions for filing requirements for Form TD F 90-22 1, Report of Foreign Bank and Financial Accounts				
5a Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		5a		X
b Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		5b		X
c If 'Yes,' to line 5a or 5b, did the organization file Form 8886-T?		5c		
6a Does the organization have annual gross receipts that are normally greater than $100,000, and did the organization solicit any contributions that were not tax deductible?		6a		X
b If 'Yes,' did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		6b		
7 Organizations that may receive deductible contributions under section 170(c).				
a Did the organization receive a payment in excess of $75 made partly as a contribution and partly for goods and services provided to the payor?		7a		
b If 'Yes,' did the organization notify the donor of the value of the goods or services provided?		7b		
c Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		7c		
d If 'Yes,' indicate the number of Forms 8282 filed during the year	7d			
e Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		7e		
f Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		7f		
g If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?		7g		
h If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?		7h		
8 Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		8		
9 Sponsoring organizations maintaining donor advised funds.				
a Did the organization make any taxable distributions under section 4966?		9a		
b Did the organization make a distribution to a donor, donor advisor, or related person?		9b		
10 Section 501(c)(7) organizations. Enter				
a Initiation fees and capital contributions included on Part VIII, line 12	10a			
b Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b			
11 Section 501(c)(12) organizations. Enter				
a Gross income from members or shareholders	11a			
b Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them)	11b			
12a Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?		12a		
b If 'Yes,' enter the amount of tax-exempt interest received or accrued during the year	12b			
13 Section 501(c)(29) qualified nonprofit health insurance issuers.				
a Is the organization licensed to issue qualified health plans in more than one state?		13a		
Note. See the instructions for additional information the organization must report on Schedule O.				
b Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	13b			
c Enter the amount of reserves on hand	13c			
14a Did the organization receive any payments for indoor tanning services during the tax year?		14a		X
b If 'Yes,' has it filed a Form 720 to report these payments? *If 'No,' provide an explanation in Schedule O*		14b		

Part VI **Governance, Management and Disclosure** *For each 'Yes' response to lines 2 through 7b below, and for a 'No' response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.*

Check if Schedule O contains a response to any question in this Part VI [X]

Section A. Governing Body and Management

			Yes	No
1a Enter the number of voting members of the governing body at the end of the tax year	1a 5			
b Enter the number of voting members included in line 1a, above, who are independent	1b 5			
2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee or key employee?		2		X
3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?		3		X
4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed? SEE SCH O		4	X	
5 Did the organization become aware during the year of a significant diversion of the organization's assets?		5		X
6 Does the organization have members or stockholders?		6		X
7a Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body?		7a		X
b Are any decisions of the governing body subject to approval by members, stockholders, or other persons?		7b		X
8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following				
a The governing body?		8a	X	
b Each committee with authority to act on behalf of the governing body?		8b		X
9 Is there any officer, director or trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? *If 'Yes,' provide the names and addresses in Schedule O*		9		X

Section B. Policies *(This Section B requests information about policies not required by the Internal Revenue Code.)*

		Yes	No
10a Does the organization have local chapters, branches, or affiliates?	10a	X	
b If 'Yes,' does the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with those of the organization?	10b		X
11a Has the organization provided a copy of this Form 990 to all members of its governing body before filing the form?	11a	X	
b Describe in Schedule O the process, if any, used by the organization to review this Form 990 SEE SCHEDULE O			
12a Does the organization have a written conflict of interest policy? *If 'No,' go to line 13*	12a		X
b Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b		
c Does the organization regularly and consistently monitor and enforce compliance with the policy? *If 'Yes,' describe in Schedule O how this is done*	12c		
13 Does the organization have a written whistleblower policy?	13		X
14 Does the organization have a written document retention and destruction policy?	14		X
15 Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?			
a The organization's CEO, Executive Director, or top management official SEE SCHEDULE O	15a	X	
b Other officers of key employees of the organization	15b		X
If 'Yes' to line 15a or 15b, describe the process in Schedule O (See instructions)			
16a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	16a		X
b If 'Yes,' has the organization adopted a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and taken steps to safeguard the organization's exempt status with respect to such arrangements?	16b		

Section C. Disclosure

17 List the states with which a copy of this Form 990 is required to be filed ► NONE

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection Indicate how you make these available Check all that apply

[ ] Own website [ ] Another's website [X] Upon request

19 Describe in Schedule O whether (and if so, how) the organization makes its governing documents, conflict of interest policy, and financial statements available to the public SEE SCHEDULE O

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization

► BETTY GIBBS P.O. BOX 810 BOULDER CO 80306 303-444-6032

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Check if Schedule O contains a response to any question in this Part VII ☐

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid
- List all of the organization's **current** key employees, if any See instructions for definition of 'key employee '
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than $100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than $100,000 of reportable compensation from the organization and any related organizations
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than $10,000 of reportable compensation from the organization and any related organizations

List persons in the following order individual trustees or directors, institutional trustees, officers, key employees, highest compensated employees, and former such persons

☐ Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position (check all that apply): Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
(1) JIM METSA PRESIDENT	1	X						0.	0.	0.
(2) MARK JORGENSEN VICE PRESIDENT	1	X						0.	0.	0.
(3) ANTHONY STALEY SECRETARY	1	X						0.	0.	0.
(4) PAUL JONES TREASURER	1	X						0.	0.	0.
(5) ROBERT V. WASHNOCK EX-OFFICIO	1	X						0.	0.	0.
(6) DAYAN ANDERSON COUNCILOR	1	X						0.	0.	0.
(7) ALAN K. BURTON COUNCILOR	1	X						0.	0.	0.
(8) JAMES L. HENDRIX C/O UN COUNCILOR	1	X						0.	0.	0.
(9) TERENCE P. MCNULTY COUNCILOR	1	X						0.	0.	0.
(10) MATT R. BENDER COUNCILOR	1	X						0.	0.	0.
(11) PAUL D. CHAMBERLIN COUNCILOR	1	X						0.	0.	0.
(12) RANDOLPH P. SCHNEIDER COUNCILOR	1	X						0.	0.	0.
(13) GENE MCCLELLAND COUNCILOR	1	X						0.	0.	0.
(14) MICHAEL K. MCCARTER COUNCILOR	1	X						0.	0.	0.
(15) BETTY GIBBS EXECUTIVE DIREC	15			X				17,500.	0.	0.
(16)										
(17)										

Part VII **Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees** *(cont)*

(A) Name and title	(B) Average hours per week (describe hours for related organizations in Sch O)	(C) Position (check all that apply): Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(D) Reportable compensation from the organization (W-2/1099 MISC)	(E) Reportable compensation from related organizations (W 2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
(18)										
(19)										
(20)										
(21)										
(22)										
(23)										
(24)										
(25)										
(26)										
(27)										
(28)										
(29)										
1 b Sub-total ►								17,500.	0.	0.
c Total from continuation sheets to Part VII, Section A ►								0.	0.	0.
d Total (add lines 1b and 1c) ►								17,500.	0.	0.

2 Total number of individuals (including but not limited to those listed above) who received more than $100,000 in reportable compensation from the organization ► 0

		Yes	No
3 Did the organization list any **former** officer, director or trustee, key employee, or highest compensated employee on line 1a? *If 'Yes,' complete Schedule J for such individual*	3		X
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than $150,000? *If 'Yes' complete Schedule J for such individual*	4		X
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? *If 'Yes,' complete Schedule J for such person*	5		X

Section B. Independent Contractors

1 *Complete this table for your five highest compensated independent contractors that received more than $100,000 of compensation from the organization*

(A) Name and business address	(B) Description of services	(C) Compensation

2 Total number of independent contractors (including but not limited to those listed above) who received more than $100,000 in compensation from the organization ► 0

Part VIII Statement of Revenue

Section	Line			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
CONTRIBUTIONS, GIFTS, GRANTS AND OTHER SIMILAR AMOUNTS	1a Federated campaigns	1a					
	b Membership dues	1b	36,168.				
	c Fundraising events	1c					
	d Related organizations	1d					
	e Government grants (contributions)	1e					
	f All other contributions, gifts, grants, and similar amounts not included above	1f	4,320.				
	g Noncash contributions included in lns 1a-1f: $						
	h Total. Add lines 1a-1f ►			40,488.			
PROGRAM SERVICE REVENUE		Business Code					
	2a						
	b						
	c						
	d						
	e						
	f All other program service revenue						
	g Total. Add lines 2a-2f ►						
OTHER REVENUE	3 Investment income (including dividends, interest and other similar amounts) ►			20,767.			20,767.
	4 Income from investment of tax-exempt bond proceeds ►						
	5 Royalties ►						
		(i) Real	(ii) Personal				
	6a Gross Rents						
	b Less: rental expenses						
	c Rental income or (loss)						
	d Net rental income or (loss) ►						
		(i) Securities	(ii) Other				
	7a Gross amount from sales of assets other than inventory	40,000.					
	b Less: cost or other basis and sales expenses	40,115.					
	c Gain or (loss)	-115.					
	d Net gain or (loss) ►			-115.	-115.		
	8a Gross income from fundraising events (not including $ of contributions reported on line 1c). See Part IV, line 18	a	5,625.				
	b Less: direct expenses	b	13,384.				
	c Net income or (loss) from fundraising events ►			-7,759.	-7,759.		
	9a Gross income from gaming activities. See Part IV, line 19	a					
	b Less: direct expenses	b					
	c Net income or (loss) from gaming activities ►						
	10a Gross sales of inventory, less returns and allowances	a	60.				
	b Less: cost of goods sold	b	7,751.				
	c Net income or (loss) from sales of inventory ►			-7,691.	-7,691.		
	Miscellaneous Revenue	Business Code					
	11a						
	b						
	c						
	d All other revenue						
	e Total. Add lines 11a-11d ►						
	12 Total revenue. See instructions ►			45,690.	-15,565.	0.	20,767.

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns
All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D).

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the U S See Part IV, line 21	75,000.	75,000.		
2 Grants and other assistance to individuals in the U S See Part IV, line 22				
3 Grants and other assistance to governments, organizations, and individuals outside the U S. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	17,500.	0.	0.	0.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	0.	0.	0.	0.
7 Other salaries and wages				
8 Pension plan contributions (include section 401(k) and section 403(b) employer contributions)				
9 Other employee benefits				
10 Payroll taxes				
11 Fees for services (non-employees)				
a Management				
b Legal	2,425.		2,425.	
c Accounting	1,365.		1,365.	
d Lobbying				
e Professional fundraising services See Part IV, line 17				
f Investment management fees				
g Other				
12 Advertising and promotion				
13 Office expenses				
14 Information technology				
15 Royalties				
16 Occupancy				
17 Travel	1,967.	1,967.		
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings				
20 Interest	819.		819.	
21 Payments to affiliates				
22 Depreciation, depletion, and amortization				
23 Insurance	1,039.		1,039.	
24 Other expenses Itemize expenses not covered above (List miscellaneous expenses in line 24f If line 24f amount exceeds 10% of line 25, column (A) amount, list line 24f expenses on Schedule O)				
a SYMPOSIUM EXPENSES	16,858.	16,858.		
b POSTAGE AND SHIPPING	601.		601.	
c TELEPHONE & COMMUNICATIONS	373.		373.	
d WEBSITE	339.	339.		
e SUPPLIES	302.	302.		
f All other expenses	511.	99.	412.	
25 Total functional expenses. Add lines 1 through 24f	119,099.	94,565.	7,034.	0.
26 **Joint costs.** Check here ► ☐ if following SOP 98-2 (ASC 958-720) Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation				

Part X Balance Sheet

			(A) Beginning of year		(B) End of year
ASSETS	1	Cash – non-interest-bearing	9,002.	1	-4,586.
	2	Savings and temporary cash investments	20,266.	2	
	3	Pledges and grants receivable, net		3	
	4	Accounts receivable, net	375.	4	
	5	Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees Complete Part II of Schedule L		5	
	6	Receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions)		6	
	7	Notes and loans receivable, net		7	
	8	Inventories for sale or use	9,638.	8	1,887.
	9	Prepaid expenses and deferred charges		9	
	10a	Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D — 10a			
	b	Less: accumulated depreciation — 10b		10c	
	11	Investments – publicly traded securities	1,057,104.	11	1,123,258.
	12	Investments – other securities. See Part IV, line 11		12	
	13	Investments – program-related. See Part IV, line 11		13	
	14	Intangible assets		14	
	15	Other assets See Part IV, line 11		15	
	16	**Total assets** Add lines 1 through 15 (must equal line 34)	1,096,385.	16	1,120,559.
LIABILITIES	17	Accounts payable and accrued expenses	4,428.	17	4,446.
	18	Grants payable		18	
	19	Deferred revenue	3,675.	19	11,085.
	20	Tax-exempt bond liabilities		20	
	21	Escrow or custodial account liability Complete Part IV of Schedule D		21	
	22	Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L		22	
	23	Secured mortgages and notes payable to unrelated third parties		23	
	24	Unsecured notes and loans payable to unrelated third parties		24	
	25	Other liabilities. Complete Part X of Schedule D		25	
	26	**Total liabilities.** Add lines 17 through 25	8,103.	26	15,531.
NET ASSETS OR FUND BALANCES		**Organizations that follow SFAS 117, check here ► [X] and complete lines 27 through 29 and lines 33 and 34.**			
	27	Unrestricted net assets	31,561.	27	10,701.
	28	Temporarily restricted net assets	1,056,721.	28	1,094,327.
	29	Permanently restricted net assets		29	
		Organizations that do not follow SFAS 117, check here ► [ ] and complete lines 30 through 34.			
	30	Capital stock or trust principal, or current funds		30	
	31	Paid-in or capital surplus, or land, building, or equipment fund		31	
	32	Retained earnings, endowment, accumulated income, or other funds		32	
	33	Total net assets or fund balances	1,088,282.	33	1,105,028.
	34	Total liabilities and net assets/fund balances	1,096,385.	34	1,120,559.

Part XI **Reconciliation of Net Assets**

Check if Schedule O contains a response to any question in this Part XI [X]

1	Total revenue (must equal Part VIII, column (A), line 12)	1	45,690.
2	Total expenses (must equal Part IX, column (A), line 25)	2	119,099.
3	Revenue less expenses. Subtract line 2 from line 1	3	-73,409.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	1,088,282.
5	Other changes in net assets or fund balances (explain in Schedule O) SEE SCHEDULE O	5	90,155.
6	Net assets or fund balances at end of year. Combine lines 3, 4, and 5 (must equal Part X, line 33, column (B))	6	1,105,028.

Part XII **Financial Statements and Reporting**

Check if Schedule O contains a response to any question in this Part XII [ ]

			Yes	No
1	Accounting method used to prepare the Form 990: [ ] Cash [X] Accrual [ ] Other ____ If the organization changed its method of accounting from a prior year or checked 'Other,' explain in Schedule O			
2a	Were the organization's financial statements compiled or reviewed by an independent accountant?	2a		X
b	Were the organization's financial statements audited by an independent accountant?	2b		X
c	If 'Yes' to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?	2c		
	If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O			
d	If 'Yes' to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a separate basis, consolidated basis, or both [ ] Separate basis [ ] Consolidated basis [ ] Both consolidated and separate basis			
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?	3a		X
b	If 'Yes,' did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits	3b		

Mining and Metallurgical Society of America

Constitution and By-Laws

Amendment to March 25, 2011

CONSTITUTION

Amended 1919, 1921, 1923, 1926, 1938, 1953, 1966, 1987, 1988, 2005, 2007, 2011

Article I - Name

The name of the association shall be MINING AND METALLURGICAL SOCIETY OF AMERICA.

Article II - Objectives

The Society shall seek as its primary objective to serve the National Welfare of the United States of America as it relates to the Mineral Industries. Without limiting the generality of the foregoing, this may involve such collateral fields as: (1) the conservation of mineral resources, (2) the advancement of the Mining and Metallurgical Industries, (3) the better protection of mining and metallurgical investors and workers, (4) the increase of scientific knowledge in fields related to the Mineral Industries, (5) the encouragement of high professional ideals and ethics.

Article III - Membership

Both the regular membership of the Society and Qualified Professional (QP) members shall consist of individuals qualified by knowledge, experience and honorable standing to advance the objectives of the Society, who shall be proposed for, and elected to, membership in accordance with the provisions of the By-Laws of the Society. There shall also be a limited Honorary Membership, pursuant to the provisions of the By-Laws. Membership shall become effective on the date of election as certified by the Secretary upon receipt of the requisite affirmative votes of the Councilors, and shall be contingent upon the expressed agreement of the Applicant to conform to the Constitution and By-Laws of the Society.

Article IV - Rights of Members

All interests in the property of the Society of persons resigning, or otherwise ceasing to be members, shall vest in the Society. No member or officer shall receive salary, compensation, or emolument unless authorized by the By-Laws, or by concurring vote of two thirds of the Council

Article V - Council

The affairs of the Society, subject to the provisions of the Constitution and By-Laws, shall be managed by a Council composed of the Executive Committee and Councilors elected in accordance with the provisions of the By-Laws.

Article VI - Officers

The executive officers of the Society shall be a President, a Vice President, a Secretary and a Treasurer, whose duties shall be such as usually attach to the respective offices, or as may be prescribed in the By-Laws, or as authorized by the Council.

Article VII - Corporate Meetings

The Annual Meeting of the Society shall be held within three months following the close of its fiscal year. Special Corporate Meetings may be called when authorized by a majority vote of the Council or of the Executive Committee. Notice of Meeting must be mailed at least thirty days in advance of the Meeting date to all members entitled to vote, accompanied by a suitable proxy covering specifically all questions known to be on the agenda. Twenty percent of the members entitled to vote present in person or by proxy shall constitute a quorum for the transaction of business, except as provided by Article IX for amendment of this Constitution. Except as otherwise specified in the Constitution and By-Laws, matters of Society business will be voted upon at the Annual Meetings and shall require a simple majority of those present , in person or by proxy, for passage.

Article VIII - By-Laws

The Society may adopt By-Laws to govern the conduct of its business and activities, provided that these are in harmony with this Constitution.

Article IX - Amendments

A proposal for the amendment of this Constitution may be formulated by the Council, and upon an affirmative vote of a majority of the Councilors shall be submitted to the membership of the Society at a regular or special Corporate Meeting, or by letter-ballot.

A proposal for amendment of this Constitution may also be presented to the Council by petition signed by twenty-five or more regular members in good standing. The Council shall submit such proposal to the membership of the Society at a regular or special Corporate Meeting, or by letter ballot, together with such comment and recommendation as it may determine upon by an affirmative vote of a majority of the Councilors

The adoption of an amendment to this Constitution shall require an affirmative vote of a majority of the Membership in person, by proxy or by letter-ballot of those members entitled to vote.

A proposed amendment, which fails of adoption because of a negative vote of a majority of the members entitled to vote, may not be resubmitted within one year after the date of such negative vote.

BY-LAWS

Amended Sept 5 and Oct 4, 1911, March 13, 1913, July 19, 1919, Jan 24, 1921, Jan. 9, 1923, Dec 20, 1926, Feb. 28, 1927, Jan. 10, 1938, May 20, 1953, June 1, 1966, February 25, 1987, Jan. 26, 1988, Feb. 26, 2002, June 6, 2002, September 22, 2005, June 10, 2007 and March 25, 2011

Section 1 – Admission to Regular Membership

A candidate for regular membership shall submit an application in such form and detail as may be prescribed from time to time by the Council, and to include a record of his training and practice.

To qualify for regular membership, a candidate shall have had 10 years of practical or professional experience, including five years in positions of responsibility, in mining, metallurgical or allied lines of work. The holding of a degree from an accredited college or university may be accepted at the discretion of the Executive Committee or the local Section recommending the Candidate in lieu of four of the 10 years of experience. Exceptional candidates failing to meet the full experience qualifications may nevertheless be accepted to membership, subject to a two thirds favorable vote of the full Council.

Candidates for regular membership may be nominated by any current Member supported by no fewer than two other current members in good standing, who shall certify as to his qualifications, based upon long and/or personal knowledge.

The qualifications of Candidates shall be judged by the Executive Committee or by any Local Section according to the standards set forth in the By-Laws, and if approved, they shall become Candidate Members with all of the rights and obligations of Members.

When, in the judgment of the Committee on Admissions, the foregoing requirements have been met, the candidate's name and record shall be submitted to the membership, through publication in the Society's Newsletter, or by other means, with the request that any objections to the election of said candidate be transmitted within 30 days of the date of such publication to the Secretary of the Society. Objections by members shall be sufficient to defer the election of any candidate and refer his application back to the Committee on Admissions which shall then send the objections to the Council for its decision. The Council will review the objections and its decision by majority vote as to confirmation or rejection shall be final. Unless objections are filed within 30 days, a Candidate member shall be deemed confirmed as a member.

The publication shall contain the names of the sponsoring members and authority of the Local Section or Executive Committee.

Section 2 – Admission to Qualified Professional (QP) Membership

a.) A candidate for membership as a QP member must first have met all the requirements and have been fully accepted as a regular member of the Society. Such regular member may then request recognition as a QP member from the QP Committee.

b.) A QP member is a member who has been engaged in the minerals and extractive industries, or in government, education or research organizations that are concerned with those industries for at least 10 years, during which time they shall have occupied a position of responsibility for at least 5 years.
c.) The QP member holds qualified technical expertise to evaluate, interpret, inform, advise, or present recommendations to corporate management, clients or the public regarding scientific or technical qualities, features, or operations relating to materially significant aspects of a minerals related scientific, operational or business activity. This class of member is bound by and subject to the Code of Ethics of MMSA, as a practicing professional to act and report only within the specific areas of expertise that the Qualified Professional possesses.

Section 3 – Admission to Honorary Membership

Honorary Membership may be accorded to individuals who are not Members in recognition of outstanding achievement and service in fields related to the objectives of the Society. Nomination for Honorary Membership may be made by the Executive Committee or by at least 25 Members, subject to ratification by majority vote of the Council, provided that the total number of living Honorary Members shall not exceed 10. Honorary Members shall not be permitted to vote or hold office, and will not be required to pay dues or fees. The Executive Committee shall be empowered to present a suitable Letter or Certificate in recognition of Honorary Membership.

Section 4 – Annual Dues and Initiation Fees

Initiation Fees shall be established by the Council and may be changed by the Council at any time, subject to 90 days notification to the Membership. Annual Dues may be changed on recommendation of the Council,

The calendar year shall be the fiscal year of the Society, and Annual Dues shall be payable on or before January 1 of the fiscal year to which they apply. Any Member in arrears of Dues or other financial obligations to the Society for more than six months shall be deemed not in good standing, not entitled to vote and shall be withdrawn from active membership. The Council may in its discretion and for cause deemed sufficient remit the Dues of any Member in whole or in part. The Council may also in its discretion drop from Membership any Member in arrears for more than one year, but may reinstate such Member at its discretion and under its specified conditions.

Persons elected to Membership after June 30 shall be liable for only one-half of the annual dues for that year and for those elected after September 30, no current years dues will be assessed.

Section 5 – Resignation and Discipline

Section 5.1 – Resignation

Resignation. Any member, not in arrears in payment of Annual Dues or financial obligations, may terminate his Membership in the Society by sending his resignation in writing to the Secretary. Members resigning after February first shall be considered obligated for the full amount of Annual Dues for that year.

Section 5.2 - Discipline

(a) *Obligation of Self Reporting.* In each instance where a Member is the subject of discipline administered by a licensing body, certifying or chartering professional association, or other disciplinary authority for the Member's profession, that Member shall, in a timely manner, provide to the Executive Committee a written statement of the nature of the misconduct that resulted in such disciplinary action and a copy of any finding of misconduct issued by the licensing body, certifying or chartering professional association, or other disciplinary authority. At the request of the Executive Committee or of a committee appointed by the Executive Committee under this Section, a Member who has been subjected to disciplinary action shall execute such authorization as is necessary to permit the Executive Committee to procure or receive from a licensing body, certifying or chartering professional association, or other disciplinary authority that has disciplined the Member whatever additional information with respect to the disciplinary action the Executive Committee deems necessary. Failure of the Member to execute such authorization shall be grounds for reprimand, censure, suspension, expulsion, or other disciplinary measures.

(b) *Automatic Termination Upon Suspension or Termination of a License to Practice, Certification or Chartered Professional status, or other action for Disciplinary Reasons.* A Member whose license to practice, professional certification or chartered professional status or other disciplinary action is suspended or terminated for disciplinary reasons is automatically expelled from Qualified Professional Membership in the Society. Upon receipt of an authenticated copy of a final order of suspension or termination from practice, the Secretary shall remove the Member's name from the Roll of Qualified Professional Members.

(c) *Action Based Upon Other Determinations of a Disciplinary Authority.* When charges of ethical or professional misconduct against a Member have been the subject of a final finding or determination by a licensing body, certifying or chartering professional association, or other disciplinary authority, but have not resulted in the Member's suspension or termination from practice, the Executive Director shall refer the matter to the Ethics Committee of the Society with instructions that it conduct such further inquiry, investigation, and hearings as set out in the Society's Disciplinary Procedure. Such action upon the recommendation may be taken as is authorized by Subsection (e) of this Section.

(d) *Ethics Committee.* The Society's President shall appoint an Ethics Committee consisting of Members who have QP status and who are not Members of the Executive Committee. The Ethics Committee is charged with conducting inquiries into allegations of ethical and professional misconduct of Members pursuant to the Disciplinary Procedure and is responsible for bringing formal charges of ethical or professional misconduct and recommending the appropriate sanction as set out in these Bylaws and the Disciplinary Procedure. The activities of the Ethics Committee shall be administered by its Chairman, who shall be appointed by the Society's President.

(e) *Allegations and Possible Disciplinary Actions.* Members and non-member interested parties may file a written allegation of ethical or professional malpractice against a Member with the Executive Director, who shall forward the allegation to the Chairman of the Society's Ethics

Committee. The Ethics Committee shall pursue the allegations as set forth in the Society's Disciplinary Procedure. Following the Disciplinary Procedure, the Ethics Committee may recommend that the respondent Member voluntarily resign, be reprimanded, censured, be suspended, be terminated, or otherwise discipline a Member for conduct which the Ethics Committee, following the Disciplinary Procedure finds to be inconsistent with the Constitution or Bylaws or with the MMSA Ethical Guidelines and their Interpretations; conduct which injures or brings discredit to the Society; or conduct inconsistent with the purposes and objectives of the Society as set forth in the Constitution and Bylaws and MMSA Ethical Guidelines.

(f) *Other Reports or Charges of Misconduct.* When a report of alleged ethical or professional misconduct by a Member has come to the attention of the Executive Director, but charges have not been brought before a licensing body, certifying or chartering professional association, or other disciplinary authority, or when formal charges have been brought and are still pending, but undetermined, or have been dismissed, the fact of the alleged ethical or professional misconduct shall be forwarded to the Ethics Committee for action pursuant to the Disciplinary Procedure. The Ethics Committee may in its discretion: (1) await the outcome of any charges pending before the licensing body, certifying or chartering professional association, or other disciplinary authority; (2) proceed to conduct its own inquiry and, if warranted, investigation into the allegations.

(g) *Procedure for Inquiries, Investigation, and Hearings.* The procedure for conducting inquires and, when warranted, investigations and hearings into allegations of ethical or professional misconduct by a Member shall be described in the Disciplinary Procedure. These procedures are to be enforced by the Chairman of the Ethics Committee as set out in the Disciplinary Procedure.

(h) The Council shall establish regulations entitled "Disciplinary Procedure" to provide for the implementation of this Section and, when necessary, from time to time revise the Disciplinary Procedure by a four-fifths vote of the Council

(i) *Removal of Officers and Councilors.* The tenure of any Officer or Councilor may be terminated if first recommended by a fourth-fifths vote of the Council and approved by a letter ballot of the Membership, a two-thirds vote of the Membership being required for approval. For the purpose of this clause it is understood that, in the case of an Officer, the Membership concerned is that of the entire Society, whereas in the case of a Councilor, the Membership concerned is that of the Local Section or at-large Membership which first elected him. In either case, the letter ballot shall be accompanied by statements by the Council and by the Officer or Councilor in question.

(j) *Confidentiality.* All deliberations of the Council, Executive Committee or a committee of the Executive Committee or of the Society, including the Ethics Committee, appointed under this Section, shall be treated as privileged and confidential, unless waived in writing or by operation of law by the Member being disciplined.

(k) Upon termination of a Member for nonpayment of dues pursuant to Section 4 or for any reason provided for in Section 5, the terminated Member shall have none of the rights and privileges of a Member and shall immediately discontinue representing himself as a Member of the Society.

Section 5.3 – Reinstatement or Re-election

The Council, upon a four-fifths vote of its members, in its discretion and unconditionally or upon any condition or conditions it determines may be appropriate, may take the following actions:

(a) It may reinstate a former Member who has been suspended or expelled as a Member or resigned pursuant to the call of the Ethics Committee or the Executive Committee.

(b) In accordance with Section 6.2 of this Disciplinary Procedure, it may re-elect as a Member a former Member who resigned.

Section 6 – Councilors

Councilors shall be elected from the Members of the Society as follows:

Each Section, and the Members-at-Large, may nominate and elect one Councilor for every 25 members. Approximately one-third of the Councilors shall be elected each year. At the first election of Councilors, individual Councilors shall be assigned terms of one, two or three years by lot, in numbers providing, as nearly as possible, equal thirds of the total number of Councilors in each of the one, two and three-year terms. If the total number of Councilors is not exactly divisible by three, the one-year class shall be first increased, followed by the two-year class.

When the number of Councilors must be increased or decreased due to changes in the numbers of locations of the Membership, the increases or decreases shall be made in such a way as to most nearly balance the numbers of one, two and three-year terms.

Section 7 – Council

The Council of the Society, pursuant to Article V of the Constitution, shall make such rules and regulations as may be necessary or desirable for the conduct of the business of the Society in accordance and harmony with the provisions of the Constitution and By-Laws. It may delegate its powers, except such as are expressly reserved by the Constitution and By-Laws, to committees or persons.

The President and Secretary of the Society shall act as President and Secretary, respectively, of the Council.

The Council may formulate Resolutions expressing the attitude and/or opinion of the Society on any subject of public interest related to the objectives of the Society as set forth in Article II of the Constitution. It may at its discretion, and if time permits, submit such Resolutions to the membership of the Society for a letter-ballot.

When a Resolution has been approved by three-quarters of the Council by letter-ballot, the Council shall take such action as it may deem desirable to promote the purpose of such Resolution, taking due cognizance of the results of the balloting (if any) of the membership.

When the Society is a member of a federated body, the Council may cast the vote of the Society on any question submitted by such federated body to its members.

Section 8 – Council Meetings

The Council shall meet at least once per year, in conjunction with the Annual Meeting and at other times if convened by the President. Councilors may petition the President to convene a Council meeting, and the President shall be obliged to convene a Council meeting if petitioned by at least one-third of the Councilors (to the nearest whole number).

A quorum of the Council shall consist of one-third of the Councilors, in person or by proxy, provided the quorum include at least one Councilor who is not a member of the Executive Committee.

The President, or a majority of the Executive Committee, may conduct letter ballots of the Council, and the President may conduct letter or telephone ballots of the Executive Committee. Actions of the Executive Committee shall require three or more votes in support.

Section 9 – Officers

The officers of the Society, as specified in the Constitution, shall be elected as hereinafter provided at the Annual Meeting of the Society for terms of two years each. In the event that a permanent vacancy occurs, it shall be filled until the next Annual Meeting, by a majority vote of the Council. The officers' terms of office shall begin at the close of the meeting at which they are elected, and they shall serve until the close of the second Annual Meeting or until their successors have been duly elected and assume their duties. Officers shall be elected by a simple majority.

The duties of the Officers shall be as follows:

Duties of the President

a) Act as Chief Executive Officer and as the Official Representative of the Society
b) Appoint Standing and Special Committees
c) Act as Chairman of the Regular Membership Committee
d) Appoint an independent Chairman of the Ethics Committee who is not a Councilor or serving as a member of the Executive Committee.

Duties of the Vice President:

a) Receive, respond to, or delegate response to correspondence.
b) Act as Chairman of the Goals Committee.
c) Act as Chairman of the Audit Committee.
d) Act as President in the absence of the President.

Duties of the Secretary:

a) Keep the Minutes and Records of the Society.
b) Conduct elections.
c) Arrange for the Annual Meeting, including mailing of proxies, agendas and dues notices.
d) Issue a Newsletter at least three times per year.

Duties of the Treasurer:

a) Collect Dues, establish bank accounts, keep financial records, and disburse funds to cover valid expenses.
b) Act as Chairman of the Investment Committee.
c) Arrange for audits, bonds and fees and file tax returns.
d) Report to the Membership no less often than annually as to the Society's finances and the state of the Jackling Fund.

In the event of the temporary inability of an officer to perform the duties of his office, one of the remaining officers shall act in his place; and the order to succession shall be the order in which the officers are specified in Article VI of the Constitution.

If there is question as to whether the inability of an officer to perform his duties is temporary or permanent, it shall be resolved by the Executive Committee, which may, however, at its discretion refer the matter to the Council for determination.

Section 10 – Committees

Immediately after the President takes office he shall appoint the following Standing Committees for terms which shall end concurrently with the election of a new President:

a) A Nominating Committee shall consist of five members. The President shall serve as Chairman.
b) A Regular Membership Committee consisting of at least five members. The President shall serve as Chairman.
c) A QP Membership Committee consisting of at least five members. The Immediate Past President shall serve as Chairman.
d) An Ethics Committee consisting of at least five members. The President shall serve as Chairman.
e) A Goals Committee consisting of at least five members. The Vice President shall serve as Chairman.
f) An Audit Committee consisting of three members. The Vice President shall serve as Chairman.
g) A Gold Medal Committee consisting of five members. If available, a Past President other than the immediate Past President will serve as Chairman. Otherwise, the President shall select a Chairman.

As soon as the President takes office an Executive Committee shall be formed. The Committee shall consist of five members; namely, the President, the Vice President, the Secretary, the Treasurer and the Immediate Past President. The Committee Members shall serve for two years, including the Immediate Past President who shall have full voting rights and his appointment to the Executive Committee shall be automatic. The Executive Committee shall be available to advise and assist the President and shall perform such duties as may be assigned by the Council. It shall also act as the Committee on Admissions, and for this purpose shall elect one of its members to serve as Admissions Chairman. In the event of the inability of any member of the Executive Committee to serve, a substitute may be appointed by the President or elected by a majority of the Executive Committee.

The Executive Committee shall approve all gifts, grants and expenditures from the Jackling Fund other than charges for investment administration. At least four votes shall be required for approval.

An Investment Committee shall be formed consisting of the President, the Vice President and the Treasurer to administer the Jackling Fund. The Investment Committee shall engage an Investment

Advisor, who may be (but shall not be required to be) a Member. The Investment Committee shall negotiate a suitable fee to be paid to the Investment Advisor and may also arrange a Bond on the Investment Advisor at least sufficient to cover the entire assets of the Jackling Fund at market value. It is the intent of this clause that the Investment Advisor, working with and through the Treasurer and the Investment Committee, shall undertake the day-to-day administration, investment and record-keeping of the Jackling Fund.

Section 11 – Annual Elections

On or about December 15th and in any event not less than 30 days prior to the ensuing Annual Meeting, the Secretary of the Society shall send to all members entitled to vote, the official ticket and any independent ticket properly nominated pursuant to Section 10 of these By-Laws. Members shall cast one vote each for President, Vice-President, Secretary, and Treasurer; and, in the case of members "at-large", one vote for each vacancy among the Councilors At-Large. Each member entitled to vote shall have the right of substitution of the name of any candidate.

The candidates for Officers and for Councilors, receiving the largest number of votes, shall be elected. In case of a tie, the President shall cast the deciding vote.

Councilors representing local sections shall be elected by the appropriate local section in accordance with Section 5 of these By-Laws.

Section 12 – Local Sections

Local Sections of members of the society may be organized for scientific and professional purposes in harmony with the Constitution and By-Laws of the Society. Such Local Sections shall function subject to the provisions of the Constitution and By-Laws and pursuant to such Rules and Regulations as may be prescribed by the Council. They shall report their activities and actions to the Council, through the Secretary of the Society. They shall not have the power to take any action or express any opinion on any public question on behalf of the Society, but may initiate and propose such action or expression of opinion by presenting such proposals to the Council for their consideration.

Local Sections may be formed by any reasonably identifiable geographic area, such as city, metropolitan area, state or region. "Layered" Sections will be permitted (i.e., a city and the state containing it) but no Member shall belong simultaneously to more than one Section. Local Sections are free to charge Local Dues and to use these funds for any purpose not in conflict with the Constitution, By-Laws or policies of the Society.

Members who do not reside within the boundaries of a Section, or who do not join a Section, shall be deemed Members-at-Large.

Section 13 – Amendments to By-Laws

A proposal to amend the By-Laws may be presented to the Council in writing by any three Councilors or by written petition signed by 25 or more Members of the Society. If such proposal is approved by a majority of the Council, it shall be submitted to the membership at a regular or special corporate meeting, called and conducted in accordance with Article VII of the Constitution, and providing that a majority vote of a quorum shall be sufficient for the adoption of an amendment to the By-Laws.

SCHEDULE I (Form 990)

Department of the Treasury Internal Revenue Service

Grants and Other Assistance to Organizations, Governments and Individuals in the United States

Complete if the organization answered 'Yes,' to Form 990, Part IV, lines 21 or 22.
► Attach to Form 990.

OMB No 1545 0047

2010

Open to Public Inspection

Name of the organization: MINING & METALLURGICAL SOCIETY OF

Employer identification number: 13-1958474

Part I General Information on Grants and Assistance

1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? ☐ Yes ☒ No

2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States

Part II Grants and Other Assistance to Governments and Organizations in the United States.

Complete if the organization answered 'Yes' to Form 990, Part IV, line 21 for any recipient that received more than $5,000. Check this box if no one recipient received more than $5,000. Part II can be duplicated if additional space is needed ► ☐

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
(1) CO MINING ASSOCIATION 216 16TH STREET, STE. 1 DENVER, CO 80202			25,000.	0.			MISSION SUPPORT
(2) MINERAL INFO. INSTIT. 8307 SHAFFER PKWY. LITTLETON, CO 80127			40,000.	0.			MISSION SUPPORT
(3)							
(4)							
(5)							
(6)							
(7)							
(8)							

2 Enter total number of section 501(c)(3) and government organizations ► 0

3 Enter total number of other organizations ► 2

Part III **Grants and Other Assistance to Individuals in the United States.** Complete if the organization answered 'Yes' to Form 990, Part IV, line 22. Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
1					
2					
3					
4					
5					
6					
7					

Part IV **Supplemental Information.** Complete this part to provide the information required in Part I, line 2, and any other additional information.

SCHEDULE O (Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on Form 990 or 990-EZ or to provide any additional information.
► Attach to Form 990 or 990-EZ.

OMB No 1545 0047

2010

Open to Public Inspection

Name of the organization	Employer identification number
MINING & METALLURGICAL SOCIETY OF AMERICA	13-1958474

FORM 990, PART VI, LINE 4 - SIGNIFICANT CHANGES TO ORGANIZATIONAL DOCUMENTS

SEE NEW CONSTITUTION AND BY-LAWS ATTACHED TO FORM 990.

FORM 990, PART VI, LINE 11B - FORM 990 REVIEW PROCESS

THE EXECUTIVE COMMITTEE OF THE BOARD REVIEWS AND APPROVES FORM 990 BEFORE FILING OF FORM 990.

FORM 990, PART VI, LINE 15A - COMPENSATION REVIEW & APPROVAL PROCESS FOR CEO, EXEC. DIR., OR TOP MGT

COMPENSATION FOR THE EXECUTIVE DIRECTOR IS APPROVED BY THE EXECUTIVE COMMITTEE OF THE BOARD OF DIRECTORS.

FORM 990, PART VI, LINE 19 - OTHER ORGANIZATION DOCUMENTS PUBLICLY AVAILABLE

DOCUMENTS AND DISCLOSURES ARE AVAILABLE UPON REQUEST.

FORM 990, PART XI, LINE 5
OTHER CHANGES IN NET ASSETS OR FUND BALANCES

UNREALIZED GAIN ON INVESTMENTS		$ 90,155.
	TOTAL	$ 90,155.