

CHANGES TO THE NPGA RULES AND PROCEDURES

PROPOSED LANGUAGE

1. MEMBERSHIP

a. Active Members

- i. Each Active member of the Association shall receive a plaque or certificate of membership.
- ii. Lawyers, law firms and consultants whose primary business is to provide expert testimony are ineligible for membership.
- iii. Government-subsidized monopolies—and their subsidiaries and affiliates—that leverage that monopoly in the retail propane market are ineligible for membership.
 - A. Leveraging a government-subsidized monopoly in the retail propane market includes, but is not limited to the following anticompetitive practices: cross subsidization, cost-shifting, consumer misinformation, and/or attempted monopoly of markets for home and water heating fuels.
 - B. Any subsidiary or affiliate of a government-subsidized monopoly that is deemed ineligible for membership by this requirement may appeal to the Board of Directors and shall be afforded a reasonable opportunity to demonstrate that its operations in the retail propane market do not include, and are not benefited by, any anticompetitive practices as proscribed by this section. Appeals of determinations of ineligibility for membership shall be reviewed by the Executive Committee prior to being addressed by the Board.

b. Honorary Members

- i. A former member of the Board of Directors who has served as a director for a period of not less than ten (10) years shall be eligible to be an Honorary member of the Association.
- ii. To be considered for election as an Honorary member, an eligible nominee must submit a statement of qualification and receive the recommendation of at least two accredited representatives of Active members.
- iii. An Emeritus Director shall be considered an Honorary member.
- iv. All recipients of the Distinguished Service Award shall be considered an Honorary member.
- v. An Honorary member shall be extended an invitation to attend meetings of the Board of Directors and, when in attendance, shall be granted the privilege of the floor but no vote.

CURRENT LANGUAGE

9. MEMBERSHIP

- 1) Applicants for membership may be accepted by the executive offices of the Association, providing they meet all membership requirements as set forth in the Association's Constitution. They shall be submitted to the Board of Directors for formal approval at the next succeeding meeting of the Board.
- 2) Each member of the Association shall receive a membership plaque or a certificate of membership.
- 3) Election to honorary membership shall require nomination and a statement of qualification and recommendation by the accredited representative of two (2) member companies from within the state or residence of the nominee.
- 4) Chairmen of the Association shall be granted honorary membership upon completion of their term.
- 5) Lawyers, law firms and consultants who are primarily in business to provide expert testimony will not be eligible for membership.
- 6) Government-subsidized monopolies—and their subsidiaries and affiliates—that leverage that monopoly in the retail propane market are ineligible for membership.
 - A. Leveraging a government-subsidized monopoly in the retail propane market includes, but is not limited to the following anticompetitive practices: cross subsidization, cost-shifting, consumer misinformation, and/or attempted monopoly of markets for home and water heating fuels.
 - B. Any subsidiary or affiliate of a government subsidized monopoly that is deemed ineligible for membership by this requirement may appeal to the Board of Directors and shall be afforded a reasonable opportunity to demonstrate that its operations in the retail propane market do not include, and are not benefited by, any anticompetitive practices as proscribed by this section. Appeals of determinations of ineligibility for membership shall be reviewed by the Executive Committee prior to being addressed by the Board.

c. Applicants for membership may be accepted by the Association, providing they meet all membership requirements as set forth in the Association's *Constitution*. They shall be submitted to the Board of Directors for formal approval at the next succeeding meeting of the Board.

2. DUES

- a. Honorary members shall be exempt from the payment of dues.
- b. Dues shall become due on the first day of January of each year. The annual dues and time or times for payment shall be fixed by the Board of Directors, provided that the rates shall be uniform between members of the same class. Affiliate member dues shall be established by the Board of Directors under an affiliation plan.
- c. An applicant for any type of Active membership shall include in its application its divisions, parent, subsidiary and affiliated companies, conducting operations in or involved with the same commodity, product or service of the applicant's Association section, and the dues or contribution schedule shall be applied against the combined operations of such companies, except that the operations of subsidiary and affiliated companies in a country other than that wherein the parent company is located shall not be included or considered in computing or applying the dues or contribution schedule. Where substantial common ownership exists within multiple corporations of the same Association section, such corporations shall be required to maintain a membership or memberships covering and including all such companies and pay dues or contributions based on total operations.
- d. Any member may resign from membership by giving written notice to the Corporate Secretary.
- e. Any member who is in arrears 60 days after any due date for payment of dues may be dropped from membership. A member dropped for nonpayment of dues may upon payment of all delinquencies be reinstated. The Board of Directors may temporarily continue membership of a member whose dues are in arrears.
- f. The Board of Directors may designate a firm of certified public accountants to act as agents for the Association in the collection, receipt and temporary safekeeping of contributions or dues.
- g. Active members joining after April 1 shall pay a full year's dues with their application or upon acceptance. However, such amount received shall be pro-rated over the balance of the year; dues in excess of the prorated amount shall be applied on the following year.
- h. The Board of Directors shall establish a process through which disputes over membership classifications, dues underpayments, and non-certifications will be resolved.
- i. Subject to subsection 5(o), the dues schedule for all membership categories of the Association shall be established by the Board of Directors.
- j. A certification as to the accuracy of dues classification shall be provided by each member. Disputes over the accuracy of membership classifications shall be reviewed by the Executive Committee prior to being addressed by the Board.
- k. Dues categories for all members will be shown in the annual membership directory.

5. DUES

1. The dues schedule for active non-marketer members will be as established by the Board of Directors. This schedule will be based on the dollar volume of total sales in the LP-gas industry for the previous year.
2. The dues schedule for marketers will be as established by the Board of Directors. It will be based on the member's total number of utilized bulk plants as defined in the 2004 edition of NFPA 58. For the purposes of the annual dues assessment, the term "bulk plant" is not intended to include dispensing stations as defined in NFPA 58-2004.
3. Dues for all individual and retired members (if required) will be based on a flat rate established by the Board of Directors.
4. Dues for International Section members shall be based on sales in the LP-gas industry for the previous year according to a schedule set by the Board of Directors.
 - a) Members located outside the United States and Canada and those located within the United States and Canada engaged solely in international commerce will be required to pay their dues based on total sales.
 - b) NPGA members within the United States and Canada not solely engaged in international commerce who wish to join the International Section will be required to pay \$119.00 dues annually. These dues shall be in addition to those required for NPGA membership.
5. A certification as to the accuracy of dues classification shall be provided by each member. Disputes over the accuracy of membership classifications shall be reviewed by the Executive Committee prior to being addressed by the Board.
6. Dues categories for all members will be shown in the annual membership directory.

3. VOTING RIGHTS OF MEMBERS

- (a) Each Active member may appoint an alternate accredited representative who shall be authorized to act in the absence of the accredited representative.
- (b) Each interstate marketer member operating in a state, Mexico (District), or Canada (District) in addition to the state of location of its principal office may appoint an accredited representative for each of these geographic areas. Such accredited representative shall be entitled to vote for their respective NPGA State Director, Mexico (District) Director, and Canada (District) Director, and on all other Association matters.
- (c) All votes cast by members of the Association for the election of members of the Board of Directors or Board Officers shall be tabulated by a committee of such members appointed by the Board Chair or under the supervision of the auditing firm hired by the Board of Directors to conduct the financial audit.
- (d) Each Individual/Employee member may only vote in sectional affairs.
- (e) Each Retired member shall be entitled to a single non-transferable vote in Association matters.

4. BOARD OF DIRECTORS ELECTION PROCEDURES

(a) Adherence to a Code of Conduct. Upon their election or appointment, all members of the Board of Directors shall abide by the Association's applicable code of conduct policy throughout the duration of their term. Such a policy shall be established by the Audit Committee and approved by the Board of Directors.

(b) Board Officer Nomination Procedures

i. On or before 90 days prior to the Annual Meeting, a special nominating committee composed of the five (5) immediate past Board chairs still engaged in the industry, the Board Officers, and the President and Chief Executive Officer may convene to consider and recommend nominees for the positions of Chair-Elect, Vice Chair, and Treasurer. The Immediate Past Board Chair shall preside over this committee.

ii. On or before sixty (60) days prior to the Annual Meeting, nominations for the positions of Chair-Elect, Vice Chair, and Treasurer must be filed with the Corporate Secretary. If the current Chair-Elect is unable to assume the position of Board Chair at the forthcoming Organization Meeting, the position of Board Chair will be included in the nominating process.

1. Nominations may be filed by Active members serving on the Board of Directors.

2. A nominee for a Board Officer position must have at least 2 years of service as a Director of the Board.

iii. Within five (5) business days of the filing deadline, the Corporate Secretary will notify the Board of Directors of the nominations received. This notice shall include a statement that any further nominations must be received within fifteen (15) days from the date of the notice.

iv. At least fifteen (15) days before the Organization Meeting, the Corporate Secretary shall furnish the Board of Directors for the ensuing Association year with a list of nominees so filed.

v. No nominations other than those so submitted shall be considered at the Organization Meeting. If no nomination is filed for a position, the Board of Directors may, at the time for election of Board Officers, accept qualified nominations for that office from the floor.

(c) Elected Directors

i. All elected positions to the Board of Directors shall be a two-year term.

ii. All candidates for an elected position, excluding the Individual/Employee Member Section Director, must be the accredited representative of an Active member company.

iii. Only the accredited representative of an Active member company may cast a vote in an election for a Board position. In the case of the

Individual/Employee Member Section Board Director, all eligible members of that section may cast a vote for that position.

- iv. All incumbent elected directors, and thereby the Active member they are employed by, must attend at least one Board meeting per association year to be eligible to seek reelection.
 1. **State Directors.** Each state will have a director. All eligible members within a state may submit a candidate for election and cast a vote. Eligible members for a state's director position include:
 - a. any intrastate marketer with their headquarter location within that state;
 - b. any interstate marketer doing business within that state;
 - c. any non-marketer member with their headquarter location within that state.
 2. **Canada (District) Director.** A member with a headquarter location within the country of Canada, and an interstate marketer doing business within the country of Canada, may submit a candidate for election and cast a vote.
 3. **Mexico (District) Director.** A member with a headquarter location within the country of Mexico, and any interstate marketer doing business within the country of Mexico, may submit a candidate for election and cast a vote.
 4. **District Directors (United States).** Directors shall be elected by the state directors serving on the Board at the time of the election whose states comprise the district. Eligible members for a district director position include:
 - a. any intrastate marketer with their headquarter location in a state within that district;
 - b. any interstate marketer doing business in any state within that district
 - c. any non-marketer member with their headquarter location in a state within that district.
 5. **Producer and Wholesalers Section Directors.** All members who pay dues as a producer or wholesaler may submit a candidate for election and cast a vote.
 6. **Manufacturer Section Directors.** All members who pay dues as a manufacturer may submit a candidate for election and cast a vote.
 7. **Dispenser Section Director.** All members who pay dues as a dispenser may submit a candidate for election and cast a vote.
 8. **Distributor Section Directors.** All members who pay dues as a distributor may submit a candidate for election and cast a vote.
 9. **Service Provider Section Directors.** All members who pay dues as a service provider company may submit a candidate for election and cast a vote.

10. **Transportation and Storage Section Director.** All members who pay dues as a transportation and/or storage company may submit a candidate for election and cast a vote.
11. **International Section Director.** All members with a headquarter location outside of the United States may submit a candidate for election and cast a vote.
12. **Individual/Employee Member Section Director.** All eligible employees of Active members may be a candidate for election and cast a vote.

v. Election Distribution.

- A. **Odd Calendar Year Elections.** Elections for the following Board positions shall occur during odd-numbered calendar years:
 - a. Directors for Districts 5,6,7,8
 - b. State Directors within Districts 5,6,7,8
 - c. Canada (District) Director
 - d. All sections with only one director.
- B. **Even Calendar Year Elections.** Elections for the following Board positions shall occur during even numbered calendar years:
 - a. Directors for Districts 1,2,3,4
 - b. State Directors within Districts 1,2,3,4
 - c. Mexico (District) Director
- C. Sections with an even number of Board positions shall elect half of their directors annually.
- D. Sections with an odd number of Board positions shall elect half of their directors annually, with an extra director to be elected on odd numbered calendar years.

(d) **Appointed Directors**

- i. Directors-at-Large shall be appointed by the Board Chair for a one-year term.
- ii. The PropanePAC Steering Committee Chair shall be appointed by the Board Chair for a one-year term.
- iii. The chairs of standing committees shall be appointed by the Board Chair for a one-year term, upon receiving approval from the NPGA Executive Committee.

(e) **Emeritus Directors:**

- i. Past Board Chairs shall be Emeritus Directors until their resignation from the Board or retirement from the industry.

(f) **Election Procedures**

- i. The Corporate Secretary shall send a ballot to all accredited representatives and qualified individuals and directors for the election of directors for which they are eligible no less than forty (40) days prior to the Annual Meeting.
- ii. Ballots must be received by the NPGA Secretary no later than twenty (20) days prior to the Annual Meeting to be valid and counted. The ballots shall be presented to an independent auditing firm for tabulation. The Board Chair may also appoint a Board of Election Officials for this purpose. The count shall be completed no later than fifteen (15) days

prior to the Annual Meeting and the elected members notified by the Corporate Secretary.

- iii. The new Board shall take office at the Organization Meeting.

(g) Board Vacancies

- i. Candidates to fill vacant elected positions on the Board shall meet the qualification requirements defined for that position.
- ii. In the event an elected Board position becomes vacant due to personal ineligibility created by a change in employer, retirement, or incapacity, the Active member holding the position shall first be given the option to appoint a new accredited representative to complete the unexpired term.
- iii. An election to fill a vacancy not filled by 4(h)(ii) will be conducted as soon as practical.
- iv. In lieu of an election, the Board of Directors, when it meets, may vote to fill vacancies of elected positions from nominations submitted on the floor. The nominee must meet eligibility requirements in order to receive a vote.
- v. The term of an interim director shall commence at the next Regular Meeting of the Board, or upon receiving approval from the Board. It shall conclude at the expiration of the term.

5. EXECUTIVE COMMITTEE

(a) Membership and Election

- i. Membership on the committee shall include:
 - A. 4 Board Officers, including the Board Chair, Chair-Elect, Vice Chair, and Treasurer;
 - B. The Immediate Past Board Chair (emeritus director);
 - C. 3 Board directors employed by interstate marketer companies;
 - D. 3 Board directors employed by intrastate marketer companies;
 - E. The Chair of the Distributors Section;
 - F. The Chair of the Manufacturers Section;
 - G. The Chair of the Propane Suppliers Section;
 - H. The Chair of the Services Section.
 - I. 2 Board directors representing any membership section (at-large) to be determined by the Board Officers.
 - ii. The election of section representatives to the committee shall be as follows:
 - A. Interstate Marketers. The Interstate Marketer Caucus shall select two representatives on even-numbered years and one representative on odd-numbered calendar years.
 - B. Intrastate Marketers. The Intrastate Marketer Caucus shall select two representatives on odd-numbered years, and one representative on even-numbered calendar years.
 - C. Manufacturers Section and Wholesaler and Producer Section representatives shall be selected on odd-numbered calendar years.
 - D. Distributor Section and Service Provider Section Directors shall be selected on even-numbered calendar years.
 - E. Two at-large members shall be appointed annually.
- (b) The Chair-Elect shall be the Executive Committee Chair.
 - (c) The Executive Committee shall have general supervision of the affairs of the Association in the interim between Board meetings and at such times shall have all the powers of the Board of Directors. It shall meet upon call of the Executive Committee Chair.
 - (d) Board Officers, the Immediate Past Board Chair, and at-large members will serve a one-year term. All other committee members will serve a two-year term.
 - (e) An emeritus director must be employed by, or hold a position with, an Active member company in order to be eligible to be considered for any other position on the committee other than the Immediate Past Board Chair position.
 - (f) Except for the positions of a Board Officer or Immediate Past Board Chair, a member company may not hold more than one position on the committee.
 - (g) Vacancies occurring in the Executive Committee, other than Board Officer members or the Immediate Past

Board Chair, shall be filled through the following procedures:

- i. **Sectional Vacancies.** The vice chair of a section shall assume the role of section chair and serve the remainder of the term. If there is no vice chair or the vice chair cannot or will not assume this role, the Executive Committee Chair shall appoint an eligible director representing that section.
 - ii. **Interstate Marketer Vacancies.** Within fourteen (14) days of a vacancy occurring, an Interstate Marketer Caucus shall vote to select an eligible director to serve the remainder of the term. Current interstate marketer directors on the committee shall not vote.
 - iii. **Intrastate Marketer Vacancies.** Within 14 days of a vacancy occurring, an Intrastate Marketer Caucus shall vote to select an eligible director to serve the remainder of the term. Current intrastate marketer directors on the committee shall not vote.
 - iv. **At-large Vacancies.** Within 14 days of a vacancy occurring, the Board Officers shall select an eligible director to serve the remainder of the term.
- (h) Meetings of the Executive Committee may be called with at least five (5) days written notice to each member of the Executive Committee. Neither the business to be transacted nor the purpose of any meeting need be specified in the notice, unless specifically required by law or the Association *Constitution*.
- (i) A majority of Executive Committee members present at any committee meeting shall constitute a quorum for the transaction of business. If less than a majority of committee members are present at such a meeting, a majority of those present may adjourn the meeting without further notice.
- (j) If a quorum is present at a meeting, the act of a majority of committee members shall be the act of the Executive Committee, except where otherwise provided by law or the Association *Constitution*.
- (k) Any member of the Board of Directors may submit in writing a petition for a matter to be considered by the Executive Committee and may attend the meeting to present the matter to be considered.
- (l) The Executive Committee shall have the authority to amend the investment policy of the association. The Executive Committee shall notify the Board of Directors of any such changes.
- (m) The Executive Committee shall serve as the Board of Trustees for the National Propane Gas Foundation.
- (n) The Executive Committee shall establish a Finance Subcommittee which will oversee the management of the investments under the investment policy adopted by the Board of Directors.
- i. The subcommittee will be chaired by the Treasurer. The subcommittee has the authority to expand or redefine the stated goals and objectives to reflect changing funding requirements, capabilities, or purposes. It also has the responsibility of administering invested funds in accordance with each fund's purpose or restrictions.

- ii. The subcommittee is authorized to delegate certain responsibilities to professional experts in various fields. All expenses for such experts must be customary and reasonable.
 - iii. The responsibility for investment of Association funds shall be that of Treasurer, Assistant Treasurer, or President and Chief Executive Officer.
- (o) The Executive Committee shall have the authority to raise membership dues rates up to 3% annually. The Executive Committee shall notify the Board of Directors of any such change prior to enactment.

6. COMMITTEES

(a) The following standing committees are established by the Executive Committee:

- i. AUDIT COMMITTEE: Whose charge shall be to consider the scope of the annual audit and tax filings, review the auditor's findings and periodically review accounting practices, controls, reports, for their adequacy and accuracy.
- ii. CONVENTIONS COMMITTEE: Whose scope shall be jurisdiction over all Association trade shows and conventions.
- iii. DISTINGUISHED SERVICE AWARD COMMITTEE: Whose scope shall be to consider nominations for *Distinguished Service Life Membership Award* and determine recipients of this award.
- iv. GOVERNMENTAL AFFAIRS COMMITTEE: Whose scope shall be to maintain liaison with and furnish industry information and cooperation to governmental agencies, to consider and recommend policy on legislation affecting the industry, to maintain liaison with other organizations and associations in the field of governmental relations, and to formulate and recommend model laws and ordinances for Association sponsorship.
- v. PROPANE SUPPLY AND LOGISTICS COMMITTEE: Whose scope shall be to increase the awareness of all Association members to the globalization of the propane gas industry and to the opportunities this presents, to recommend policy regarding international issues, to facilitate the exchange of information and knowledge among propane gas industry members throughout the world, and to foster a partnership with other propane industry associations.
- vi. MEMBER SERVICES COMMITTEE: Whose scope shall be to provide assistance to the Board of Directors in determining the services appropriate to satisfy the needs of the members, and to formulate and carry out membership promotion and retention programs and other member services as may be assigned by the Board of Directors.
- vii. TECHNOLOGY, STANDARDS, AND SAFETY COMMITTEE: Whose scope shall be to consider and recommend proper standards for the storage, transportation and utilization of propane gas, including pertinent equipment and appliances; to consider and recommend proper propane gas specifications; and to maintain liaison with technical societies and the technical activities of associations in related fields.

(b) Specialized committees established by the Executive Committee, including:

- i. PROPANEPAC STEERING COMMITTEE. Whose scope shall be to support the election of congressional candidates who advance the propane gas industry and the policy priorities of the Association.

(c) Committee Membership

1. COMMITTEES

1) The following standing committees are established:

- (a) AUDIT COMMITTEE: Whose scope shall be to consider the scope of the annual audit and tax filings, review the auditor's findings and periodically review accounting practices, controls, reports, for their adequacy and accuracy.
- (b) CONVENTIONS COMMITTEE: Whose scope shall be jurisdiction over all Association trade shows and conventions.
- (c) DISTINGUISHED SERVICE AWARD COMMITTEE: Whose scope shall be to consider nominations for Distinguished Service Life Membership and determine recipients of this award as is prescribed in NPGA's Constitution.
- (d) GOVERNMENTAL AFFAIRS COMMITTEE: Whose scope shall be to maintain liaison with and furnish industry information and cooperation to governmental agencies, to consider and recommend policy on legislation affecting the industry, to maintain liaison with other organizations and associations in the field of governmental relations, and to formulate and recommend model laws and ordinances for Association sponsorship.
- (e) INTERNATIONAL COMMITTEE: Whose scope shall be to increase the awareness of all NPGA members to the globalization of the LP-gas industry and to the opportunities this presents, to recommend policy regarding international issues, to facilitate the exchange of information and knowledge among LP-gas industry members throughout the world, and to foster a partnership with other LP-gas industry associations.
- (f) MEMBER SERVICES COMMITTEE: Whose scope shall be to provide assistance to the Board of Directors in determining the services appropriate to satisfy the needs of the members and to formulate and carry out membership promotion and retention programs and other member services as may be assigned by the Board of Directors.
- (g) TECHNOLOGY, STANDARDS, AND SAFETY COMMITTEE: Whose scope shall be to consider and recommend proper standards for the storage, transportation and utilization of LP-gas, including pertinent equipment and appliances; to consider and recommend proper LP-gas specifications; and to maintain liaison with technical societies and the technical activities of associations in related fields.

2) Membership on committees shall be distributed through districts and sections to secure adequate representation, except as otherwise provided herein. Advisory members, without vote, may be appointed to committees from outside the membership of the Association, provided they are not eligible for membership.

3) Committees will be assisted by the Association staff in their functioning. The Association offices shall perform all secretarial work required. An Association staff member shall be assigned to each committee as secretary.

- i. The chairs of standing committees and specialized committees shall be appointed by the Board Chair for a one-year term, upon receiving approval from the NPGA Executive Committee.
 - ii. Within twenty (20) days after appointment, a committee chair shall communicate with the Association their recommendations as to committee appointments.
 - iii. Advisory members, without vote, may be appointed to committees from outside the Association, provided they are not eligible for membership.
 - iv. All members of committees shall be appointed for a one-year term. The term shall begin at the Organization Meeting.
- (h) Committees may create ad-hoc committees within their membership and may add thereto representatives of cooperating organizations or specialists from outside the Association. Such ad-hoc committees shall report to the parent committee.
- i. Ad-hoc committees shall continue until discharged or consolidated with other committees, providing that they shall automatically terminate two (2) years after the date of establishment unless continued by the Executive Committee.
- (i) Committees may take action in the name of the Association within the scope of established Association policy and after consulting with the President and Chief Executive Officer. On all matters where policy has not been established, committees shall report to the Board of Directors.
- (j) Members desiring consideration of any matter may, by written communication, submit it to the President and Chief Executive Officer, who shall refer such matters to the committee(s) having jurisdiction. All matters coming within the jurisdiction of a committee shall be referred to such committee before presentation to the Board of Directors, unless such matters be of such an urgent nature that the President and Chief Executive Officer deems immediate presentation to the Board of Directors is necessary.
- (k) Questions of jurisdiction between two or more committees shall be subject to determination by the Board of Directors. When considering matters related to the work of another committee, each committee should consult with such other committee in order to avoid duplication or overlapping of effort.
- (l) Committees shall submit written reports of their actions and recommendations to the Board of Directors at all regular meetings. Reports requiring action by the Board of Directors should be submitted fifteen (15) days in advance of such meetings. Copies of such reports should be submitted to Board
- a) Chairmen and members of standing committees shall be appointed for a one-year term coinciding with the Association's operating year. They shall continue in office and function until their successors are duly appointed.
 - (b) Special committees shall continue until discharged or consolidated with other committees, providing that they shall automatically terminate two (2) years after the date of establishment unless continued by the Executive Committee.
- 4) Chairmen of standing committees shall, within twenty (20) days after appointment, communicate with the executive offices, giving their recommendations as to committee appointments.
 - 5) Committees may create subcommittees, or conference committees, within their membership and may add thereto representatives of cooperating organizations or specialists from outside the membership. Such subcommittees shall report to the parent committee.
 - 6) Committees may take action in the name of the Association within the scope of the established Association policy through the staff and offices of the Association. On all matters where policy has not been established, committees shall report to the Board of Directors.
 - 7) Members desiring consideration of any matter may, by written communication, submit it to the executive offices of the Association. The executive offices shall refer such matters to the committees having jurisdiction. All matters coming within the jurisdiction of a committee shall be referred to such committee before presentation to the Board of Directors, unless such matters be of such an emergency nature that the executive offices shall deem immediate presentation to the Board of Directors necessary. Questions of jurisdiction between two or more committees shall be subject to determination by the Board of Directors. When considering matters related to the work of another committee, each committee should consult with such other committee in order to avoid duplication or overlapping of effort. Any member of the Board of Directors may submit in writing a petition for a matter to be considered by the Executive Committee and may attend the meeting to personally present the matter to be considered.
 - 8) Committees shall submit written reports of their actions and recommendations to the Board of Directors at all regular meetings. Reports requiring action by the Board of Directors should be submitted fifteen (15) days in advance of such meetings. Copies of such reports should be submitted to Board members ten (10) days in advance of such meetings.
 - 9) Committees may set up their own internal organizational procedure, within the scope of these regulations and subject to the action of the Board of Directors. Such organizational procedure shall be established so as to insure the handling of matters expeditiously and with a minimum of delay.
 - 10) Committee chairmen shall call meetings when necessary or convenient for the transaction of committee business. Committees will meet at least once annually.

members ten (10) days in advance of such meetings.

- (m) Committees shall set up their own internal organizational procedures, within the scope of these regulations and subject to the action of the Board of Directors.
- (n) A committee chair shall call meetings when necessary or convenient for the transaction of committee business. Committees will meet at least once annually. Notice of any meeting should be made in advance and in consultation with the President and Chief Executive Officer.
- (o) The number of committee members present at any committee meeting shall constitute a quorum. The current edition of *Robert's Rules of Order* shall govern the conduct of the meetings of committees when not in conflict with the *Constitution* or these *Rules and Procedures*.
- (p) The Corporate Secretary shall file copies of all calls for committee meetings, minutes of the meetings, reports, and similar material.

- a) Chairmen shall issue calls for meetings at least ten (10) days in advance of the date for which the meeting is called, except in extraordinary circumstances as determined by the Chairman and stated in the call.
 - b) Prior to issuing calls for meetings, chairmen should consult with the executive offices, which will advise of pending meetings of other committees or other scheduled events affecting the attendance of the meeting under consideration.
- 11) The number of committee members present at any committee meeting shall constitute a quorum. Voting by proxy as defined by Robert's Rules of Order at meetings of committees other than the Executive Committee shall be permitted. Except as otherwise provided in these Rules and Procedures, Robert's Rules of Order shall govern the transaction of business at committee meetings
 - 12) Committee chairmen shall file with the Association's executive offices copies of all calls for meetings, minutes of the meetings, reports, and similar material.

7. DISTRICTS

- (a) The following Association United States districts are established, composed of the listed states:
- i. DISTRICT #1: (West & Pacific) Arizona, Alaska, California, Hawaii, Nevada, Oregon, Washington
 - ii. DISTRICT #2: (Rocky Mountain) Idaho, Montana, Utah, Wyoming
 - iii. DISTRICT #3: (Midwest - West) Iowa, Minnesota, Nebraska, North Dakota, South Dakota, Wisconsin
 - iv. DISTRICT #4: (South Central) Arkansas, Colorado, Kansas, Missouri, New Mexico, Oklahoma, Texas
 - v. DISTRICT #5: (Midwest - East) Illinois, Indiana, Kentucky, Michigan, Ohio
 - vi. DISTRICT #6: (Southeast) Alabama, Florida, Georgia, Louisiana, Mississippi, North Carolina, South Carolina, Tennessee
 - vii. DISTRICT #7: (Mid-Atlantic) Delaware, Maryland, New Jersey, New York, Pennsylvania, Virginia, West Virginia
 - viii. DISTRICT #8: (New England) Connecticut, Maine, Massachusetts, New Hampshire, Rhode Island, Vermont
- (b) The Association shall recognize the country of Mexico as being a district.
- (c) The Association shall recognize the country of Canada as being a district.

8. SECTIONS

- 2) All sections shall have a chair to be elected from and by the section directors. Section directors may elect other section officers and representatives to the Executive Committee, if applicable.
- 3) A section chair shall call meetings when necessary or convenient for the transaction of section business. Sections will meet at least once annually. Notice of any meeting should be made in advance and in consultation with the President and Chief Executive Officer.
- 4) The number of section members present at any section meeting shall constitute a quorum. The current edition of *Robert's Rules of Order* shall govern the conduct of all section meetings when not in conflict with the *Constitution* or these *Rules and Procedures*.
- 5) Sectional Procedures
 - i. The section chair is empowered to appoint standing committees as required to properly conduct the internal affairs of the section.
 - ii. The section chair may call meetings of section directors as deemed necessary to efficiently and effectively handle the internal affairs of the section.
 - iii. Internal affairs of sections shall be governed by its own procedures. Interpretation of any portion of these procedures shall rest with the sectional directors. In the case where a section has only one representative to the Board of Directors, the director shall consult the Executive Committee prior to making an interpretation.
 - iv. The procedures of a section may be amended by a two-thirds (2/3) vote of the section's membership present at a meeting or by a two-thirds (2/3) vote of the total membership answering a ballot, subject to approval by the NPGA Board of Directors.
- 6) The Corporate Secretary shall file copies of all calls for section meetings, minutes of meetings, reports and other similar material.
- 7) Section Membership
 - i. The membership of the **Distributors Section** shall be composed of any Active member engaged in the wholesale marketing of appliances designed for the utilization of propane gas, propane gas containers, and/or other products used in the propane gas industry. The accredited representative of the Active member shall be its official representative in sectional affairs.
 - A. Within five (5) business days following the Organization Meeting, the Distributors Section directors shall elect a chair and vice chair.
 - B. The Distributors Section shall adopt procedures necessary to handle the internal affairs and business of the section.

3. SECTIONAL PROCEDURES

The following sectional procedures and those set forth in the "SECTIONS" portion of the NPGA Rules and Procedures will govern the operation of Association sections.

DISTRIBUTORS SECTION

1. The name of the organization shall be the Distributors Section of the National Propane Gas Association.
2. The membership of the Distributors Section shall be composed of any person, firm, corporation or association engaged in the wholesale marketing of appliances designed for the utilization of LP-gas, LP-gas containers, and/or other products used in the LP-gas industry. The NPGA accredited representative of the member shall be its official representative in sectional affairs.
3. Within 5 business days following the conclusion of the NPGA annual meeting, the Distributors Section directors shall elect a chairman. The chairman shall also serve as the section's representative on the NPGA Executive Committee.
4. The Distributors Section may adopt additional operating procedures necessary to handle the internal affairs and business of the section. Any such procedures must be consistent with the NPGA Constitution and Rules and Procedures.

MANUFACTURERS SECTION

1. The name of the organization shall be the Manufacturers Section of the National Propane Gas Association.
2. The membership of the Manufacturers Section shall be composed of any person, firm, corporation or association engaged in the manufacture, assembling and marketing of products used in the LP-gas industry. Its membership shall include manufacturers and assemblers of components becoming part of the final product. The NPGA accredited representative of the member shall be its official representative in sectional affairs.
3. The Manufacturers Section is permitted up to 15 members to represent the Section on the Board of Directors

One-third of the section's directors shall be elected each year for a three-year term.
4. Within 10 business days following the conclusion of the NPGA annual meeting, the Manufacturers Section directors shall elect a chairman and vice chairman. The chairman and vice chairman shall also serve as the section's representatives to the NPGA Executive Committee.
5. The Manufacturers Section may adopt additional operating procedures necessary to handle the internal affairs and business of the section. Any such procedures must be consistent with the NPGA Constitution and Rules and Procedures.

ii. The membership of the **Dispensers Section** shall be composed of any Active member which provides onsite propane refill services for customers but which neither delivers propane nor operates a bulk plant.

A. The director representing the Dispensers Section on the Board of Directors shall be the section chair.

B. The Dispensers Section shall adopt procedures necessary to handle the internal affairs and business of the section.

iii. The membership of the **International Section** shall be composed of Active members located outside the United States and Canada and members within the United States and Canada engaged in international commerce. The accredited representative of the Active member shall be its official representative in sectional affairs.

A. The director representing the International Section on the Board of Directors shall be the section chair.

B. The International Section shall adopt procedures necessary to handle the internal affairs and business of the section.

iv. The membership of the **Manufacturers Section** shall be composed of any Active Member engaged in the manufacture, assembling and marketing of products used in the propane gas industry. Its membership shall include manufacturers and assemblers of components becoming part of the final product. The accredited representative of the Active member shall be its official representative in sectional affairs.

A. Within five (5) business days following the Organization Meeting, the Manufacturers Section directors shall elect a chair and vice chair.

B. The Manufacturers Section shall adopt procedures necessary to handle the internal affairs and business of the section.

v. The membership of the **Marketers Section** shall be composed of Active members primarily engaged in the retail sale of propane gas, its appliances and equipment. A Marketer Section member shall be further categorized as either an interstate marketer or an intrastate marketer.

A. An interstate marketer is defined as a member having at least fifteen (15) retail outlets, with at least seven (7) of those outlets located in a state or states other than the state wherein its principal office is located.

B. An intrastate marketer is defined as any marketer member not meeting the definition of an interstate marketer.

C. The accredited representative(s) of the Active member shall be its/their official representative(s) in section affairs.

INDIVIDUAL/EMPLOYEE MEMBER SECTION

1) The name of the organization shall be the Individual/Employee Member Section of the National Propane Gas Association.

2) Individual/Employee membership is open to any full-time employee of an active member company of NPGA. The NPGA accredited representative of the member company must provide permission to each employee wishing to become an Individual/Employee member.

3) The director representing the Individual/Employee Member Section on the Board of Directors shall be the section chairman.

4) The Individual/Employee Member Section may adopt additional operating procedures necessary to handle the internal affairs and business of the section. Any such procedures must be consistent with the NPGA Constitution and NPGA Rules and Procedures.

INTERNATIONAL SECTION

1. The name of the organization shall be the International Section of the National Propane Gas Association.

2. The membership of the International Section shall be composed of NPGA members located outside the United States and Canada and members within the United States and Canada engaged in international commerce. The NPGA accredited representative of the member shall be its official representative in sectional affairs.

3. The director representing the International Section on the Board of Directors shall be the section chairman.

4. The International Section may adopt additional operating procedures necessary to handle the internal affairs and business of the section. Any such procedures must be consistent with the NPGA Constitution and Rules and Procedures.

MARKETERS SECTION

1. The name of the organization shall be the Marketers Section of the National Propane Gas Association.

2. The membership of the Marketers Section shall be composed of those members primarily engaged in the retail sale of LP-gas, its appliances and equipment. The NPGA accredited representative of the member shall be its official representative in section affairs.

3. Within 5 business days following the conclusion of the NPGA annual meeting, the Marketers Section directors shall elect a chairman, vice chairman, and the section's representatives to the NPGA Executive Committee.

D. Within five (5) business days following the Organization Meeting, the Marketers Section directors shall elect a chair and vice chair.

E. The Marketers Section shall adopt procedures necessary to handle the internal affairs and business of the section. Interstate marketer directors shall caucus to handle internal affairs concerning their membership category. Intrastate marketer directors shall caucus to handle internal affairs concerning their membership category.

vi. The membership of the **Producers and Wholesalers Section** shall be composed of Active members owning one or more petroleum refinery, natural gasoline, cycle or other gas processing plant wherein liquid hydrocarbons are recovered or extracted from natural gas, or owning a participating interest therein. Additional members may include partnerships, associations, firms or corporations that are engaged in wholesale propane supply.

A. The accredited representative of the Active member shall be its official representative in section affairs.

B. Within five (5) business days following the Organization Meeting, the Producers and Wholesalers Section directors shall elect a chair and vice chair.

C. The Producers and Wholesalers Section shall adopt procedures necessary to handle the internal affairs and business of the section.

vii. The membership of the **Services Providers Section** shall be composed of any Active member providing services to the propane gas industry and supporting the purposes of the Association. The accredited representative of the Active member shall be its official representative in sectional affairs.

A. Within five (5) business days following the Organization Meeting, the Services Providers Section directors and other Board directors classified as Services Providers Section members shall elect a chair and vice chair.

B. The Services Provider Section shall adopt procedures necessary to handle the internal affairs and business of the section.

viii. The membership of the **Transportation and Storage Section** shall comprise any Active member doing business as a for-hire carrier with published tariffs on file with state or federal regulatory agencies. The accredited representative of the Active member shall be its official representative in sectional affairs.

A. The director representing the Transportation and Storage Section on the Board of Directors shall be the section chair.

B. The Transportation and Storage Section shall adopt procedures necessary to handle the internal affairs and business of the section.

4. The Marketers Section may adopt additional operating procedures necessary to handle the internal affairs and business of the section. Any such procedures must be consistent with the NPGA Constitution and Rules and Procedures.

PROPANE SUPPLIERS SECTION

1. The name of the organization shall be the Propane Suppliers Section of the National Propane Gas Association.

2. The membership of the Propane Suppliers Section shall be composed of the membership as defined for the National Propane Gas Association under Membership, Section 6, and shall include:

a) Any individual, partnership, association, firm or corporation owning one or more petroleum refinery, natural gasoline, cycle or other gas processing plant wherein liquid hydrocarbons are recovered or extracted from natural gas, or owning a participating interest therein.

b) Such other individuals, partnerships, associations, firms or corporations that are engaged in wholesale propane supply.

3. The NPGA accredited representative of the member shall be its official representative in section affairs.

4. Within 5 business days following the conclusion of the NPGA annual meeting, the Propane Suppliers Section directors shall elect a chairman and vice chairman. The chairman and vice chairman shall also serve as the section's representatives on the NPGA Executive Committee.

5. The Propane Suppliers Section may adopt additional operating procedures necessary to handle the internal affairs and business of the section. Any such procedures must be consistent with the NPGA Constitution and Rules and Procedures.

TRANSPORTATION AND STORAGE SECTION

The name of the organization shall be the Transportation and Storage Section of the National Propane Gas Association.

2. The membership of the Transportation and Storage Section shall comprise any person, firm, corporation or association doing business as a for-hire carrier with published tariffs on file with state or federal regulatory agencies. The NPGA accredited representative of the member shall be its official representative in sectional affairs.

3. The director representing the International Section on the Board of Directors shall be the section chairman.

4. The Transportation and Storage Section may adopt additional operating procedures necessary to handle the internal affairs and business of the section. Any such procedures must be consistent with the NPGA Constitution and Rules and Procedures.

- ix. The membership of the **Individual/Employee Member Section** shall comprise of any full-time employee of an Active member. The accredited representative of the Active member must provide permission to each employee wishing to become an Individual/Employee member.
- a. The director representing the Individual/Employee Member Section on the Board of Directors shall be the section chair.
 - b. The Individual/Employee Member Section shall adopt procedures necessary to handle the internal affairs and business of the section.

SERVICES SECTION

1. The name of the organization shall be the Services Section of the National Propane Gas Association.
2. The membership of the Services Section shall be composed of any person, firm, or corporation providing services to the LP-gas industry and supporting the purposes of the Association. The NPGA accredited representative of the member shall be its official representative in sectional affairs.
3. Within 5 business days following the conclusion of the NPGA annual meeting, the Services Section directors and other Board directors classified as Service Section members shall elect a representative to the NPGA Executive Committee.
4. The Services Section may adopt additional operating procedures necessary to handle the internal affairs and business of the section. Any such procedures must be consistent with the NPGA Constitution and Rules and Procedures.

DISTRICTS

~~The following Association districts are established, composed of the listed states:~~

~~DISTRICT #1: (Northwest Pacific)~~

~~Alaska, Idaho, Oregon, Washington~~

~~DISTRICT #2: (Southwest Pacific)~~

~~Arizona, California, Hawaii, Nevada~~

~~DISTRICT #3: (Mountain States)~~

~~Colorado, Montana, Utah, Wyoming~~

~~DISTRICT #4: (North Central) Iowa, Minnesota, Nebraska, North Dakota, South Dakota, Wisconsin~~

~~DISTRICT #5: (Southwest) Arkansas, Kansas, Louisiana, New Mexico, Oklahoma, Texas~~

~~DISTRICT #6: (Mid Continent) Illinois, Indiana, Kentucky, Michigan, Missouri, Ohio~~

~~DISTRICT #7: (Mid South) Alabama, Mississippi, Tennessee~~

~~DISTRICT #8: (Southeastern) Florida, Georgia, North Carolina, South Carolina~~

~~DISTRICT #9: (East Central) Delaware, Maryland, New Jersey, New York, Pennsylvania, Virginia, West Virginia~~

~~DISTRICT #10: (New England) Connecticut, Maine, Massachusetts, New Hampshire, Rhode Island, Vermont~~

4. STAFF

~~1. The administrative staff organization shall be as set forth in an organizational chart.~~

~~2. Directors of Field Services may be established from time to time. In their functioning, they shall act as a branch of the executive offices. All regional offices shall make such periodic reports of their actions to the executive offices as the President may require. Regional offices shall not commit the Association to expenditures outside of their budget limitations.~~

~~3. Copies of correspondence relating to or pertaining to the scope of any committee or the functioning of any office of the Association shall be directed by the originator to such committee chairmen or Association office. In the discretion of the originator, copies of correspondence should also be sent to the Chairman, the district director, state director, or sectional chairmen where their interests are particularly involved. Staff personnel shall answer all correspondence promptly and promptly redirect correspondence reaching them when it more properly belongs to another department.~~

~~When delay is unavoidable in providing information, the correspondent shall be so notified and all possible effort made to expedite full reply. Staff personnel shall keep the executive offices informed as to their itineraries and locations so that they may be reached, when necessary, without undue delay.~~

12. FINANCE

- a. The Association's fiscal year for budget and expenditures shall begin on the first day of March of each year. Income shall be recorded on the calendar year dues basis.
- b. All monies due the Association shall be paid to the Treasurer or the Assistant Treasurer and deposited in a bank or banks designated by the Board of Directors. All checks, drafts, orders or documents for money and notes of the Association shall be signed by such office, officers or counter-signatures as the Board of Directors may from time to time designate.
- c. All requests for appropriations, except those recommended by the Executive Committee, shall be presented as the first order of business at any Board meeting, and such requests referred to the Executive Committee members present at such meeting, and to such other directors as the Board Chair may designate, for their immediate study and further report, such report to be presented prior to the termination of such meeting and to be considered in conjunction with the request.
- d. Funds held will be divided into three separate investment pools. The three investment pools shall be called the "Operating Fund", the "Short-Term Fund" and the "Long-Term Fund".

8. FINANCE

- 1) The Association's fiscal year for budget and expenditures shall begin on the first day of March of each year. Income shall be recorded on the calendar year dues basis.
- 2) All monies due the Association shall be paid to the treasurer or assistant treasurer and by him deposited in a bank or banks designated by the Board of Directors. All checks, drafts, orders or documents for money and notes of the Association shall be signed by such office, officers or counter-signatures as the Board of Directors may from time to time designate.
- 3) All requests for appropriations, except those recommended by the Executive Committee, shall be presented as the first order of business at any Board meeting, and such requests referred to the Executive Committee members present at such meeting, and to such other directors as the Chairman may designate, for their immediate study and further report, such report to be presented prior to the termination of such meeting and to be considered in conjunction with the request.
- 4) Funds held will be divided into three separate investment pools. The three investment pools shall be called the "Operating Fund", the "Short-Term Fund" and the "Long-Term Fund".
- ~~5) Fiduciary responsibility. The Finance Subcommittee will oversee the management of the investments under the investment policy adopted by the Board of Directors on September 21, 2004. The Finance Subcommittee will be chaired by the NPGA Treasurer. The Finance Subcommittee has the authority to expand or redefine the stated goals and objectives to reflect changing funding requirements, capabilities, or purposes. The Finance subcommittee also has the responsibility of administering invested funds in accordance with each fund's purpose or restrictions.~~
- ~~6) The Executive Committee shall have the authority to amend the investment policy of the association. The Executive Committee shall also notify the Board of Directors of any changes.~~
- ~~7) The Finance Subcommittee is authorized to delegate certain responsibilities to professional experts in various fields. All expenses for such experts must be customary and reasonable.~~
- ~~8) An investment manager may not:
 - ~~(a) Purchase any private placements that may not be publicly sold without registration under the U.S. Securities Act of 1933;~~
 - ~~(b) Purchase any municipal or other tax exempt securities;~~
 - ~~(c) Purchase individual options contracts. However, to the extent that managers are used by the association, the managers may buy or sell option contracts for the purposes of managing portfolio risk;~~
 - ~~(d) Permit the mortgage, pledge, or hypothecation of any assets of the portfolio;~~
 - ~~(e) Make direct investments in commodities or commodity contracts;~~~~

~~(f) Make short sales;~~

~~(g) Make margin transactions or the use of leverage;~~

~~(h) Hold more than 25% of its portfolio in any one industry;~~

~~(i) Hold more than 5% of its portfolio in the securities of any one company at cost, as determined at the time of purchase, or 10% of market value: (this limitation does not apply to obligations issued or guaranteed by the United States Government);~~

~~(j) Loan money or securities to any individual or corporation from the assets of the portfolio other than through the purchase of marketable fixed income securities;~~

~~(k) Make any investments that may be precluded by any special instructions issued in writing from time to time by the Executive Committee.~~

~~9) The responsibility for investment of Association funds shall be that of the Association's Treasurer, President, or Vice President, Administration and Finance.~~

11. CONFIDENTIAL INFORMATION

- a. The following information and material shall remain confidential to members of the Board of Directors and Executive Committee, respectively, and shall not be made available to the membership or outside parties without prior authorization by the President and Chief Executive Officer:
 - i. Minutes (approved and unapproved) of the Board of Directors and/or any committee thereof;
 - ii. Reports and materials made for review and action by the Board of Directors and/or any committee thereof;
 - iii. Minutes (approved and unapproved) of the Executive Committee and/or any committee thereof;
 - iv. Reports and materials made for review and action by the Executive Committee
 - v. All memoranda, notes, emails, PowerPoints, correspondence, and other documents related to the work of the Board of Directors, the Executive Committee, any of the Board and Administrative Officers, and/or any committee of the forgoing.

~~10. HONORARY BOARD MEMBERSHIP~~

~~Former members of the Board of Directors who have served as NPGA directors for a period of not less than ten (10) years shall be considered as honorary members of the Board of Directors, until their resignation from the Board or upon retirement from the industry. Honorary Directors shall also be extended an invitation to attend meetings of the Board of Directors and, when in attendance, shall be granted the privilege of the floor but no vote.~~

~~11. BOARD OF DIRECTORS VACANCIES~~

~~In the event propane supplier directorship becomes vacant due to personal ineligibility created by change in member company/accredited representation, the successor accredited representative shall succeed to this membership on the Board of Directors and shall be considered as elected to complete the unexpired term.~~

~~12. NOMINATIONS FOR OFFICE~~

~~Statements of intent to nominate for Association office shall be accompanied by a statement by the nominee setting forth his willingness to serve.~~

13. AWARDS

a. Awards to be presented by the Association and to be made part of Association programs shall be:

- iii. Related to the propane gas industry in general.
- iv. Significant in content.
- v. Recommended by the committee in whose area of operation the award falls. Recipients shall be selected and the award presented in accordance with regulations created by such committee and approved by the Board of Directors.

A. The Governmental Affairs Committee shall establish procedures for awarding the *Bill Hill Memorial Award*.

B. The Technology, Standards, & Safety Committee shall establish procedures for awarding the *NPGA Safety Award*.

vi. Conducted in entirety by the Association. No sponsor involvement or tie-in shall be permitted.

b. Distinguished Service Life Membership Award

i. The *Distinguished Service Life Membership Award*, herein referred to as the DSA, is to be awarded to individuals who have made an outstanding contribution to the Association or to the industry.

ii. A committee of all emeritus directors shall select from the industry, from time to time, such individuals as they determine shall warrant such award.

iii. No more than one such award shall be made in any Association year, and it shall not be required that an award be given annually.

iv. The award shall be made at the Annual Meeting, and no public announcement as to the recipient shall be made beforehand.

v. All recipients of the DSA shall be made an Honorary member of the Association.

c. State Director of the Year Award

i. A committee comprised of all District (United States) Directors, the Board Chair, and the Immediate Past Board Chair may, from time to time, select current state directors as they determine shall warrant such award.

13. AWARDS

Awards to be presented by NPGA and to be made part of NPGA programs shall be

(a) Related to the LP-gas industry in general.

(b) Significant in content.

(c) Recommended by the committee in whose area of operation the award falls. Recipients shall be selected and the award presented in accordance with regulations created by such committee and approved by the NPGA Board of Directors.

(d) Conducted in entirety by NPGA. No sponsor involvement or tie-in shall be permitted.

The Distinguished Service Award is to be awarded to individuals who have made an outstanding contribution to the Association or to the industry. A Committee of all past chairmen of this Association active in the propane industry shall select from the industry, from time to time, such individuals as they determine shall warrant such award. No more than one such award shall be made in any Association year, and it shall not be required that an award be given annually. The award shall be made at the Association annual meeting, and no public announcement as to the recipient shall be made beforehand.