

Constitution
of
the DELCON FOUNDATION
of
Rochester, Minnesota

SECTION 1

The sole purpose of this document is to clarify any questions and or disagreements among any of those so concerned.

SECTION 2

ARTICLE I. NAME

line 1 The name of this organization as
2 an overall is the "DELCON FOUNDATION" X
3 which may be refered to as "DELCON",
4 DELCON Has three divisions; the buisness
5 "POOLSIDE PLANTS", the "RESEARCH CENTER",
6 and "THE THESPIANS". POOLSIDE PLANTS
7 consists of the following subsidiaries: the
8 "Garden", the "POOLSIDE PLANTS main building
9 the "POOLSIDE PLANTS GARDEN CENTER", and
10 the "POOLSIDE PLANTS GARBAGE RECLAMATION
11 CENTER". The RESEARCH CENTER has two sub-
12 sidaries, "THE DELCON GARBAGE RECLAMATION
13 RESEARCH CENTER" which is affiliated with the
14 POOLSIDE PLANTS GARBAGE RECLAMATION CENTER

15 and "THE DELCON ALTERNATE HOME AND BUS-
16 NESS, POWER AND HEATING RESEARCH CENTER".
17 There is also the "DELCON BUSINESS OFFICE".

ARTICLE II. PURPOSE

line 1 The Purpose for this organization
2 shall be a buisness for the POOLSIDE PLANTS
3 section, researching toward answers in the live-
4 ~~search~~ section, and a non-profit entertainment X
5 for "THE THESPIANS" section. X

ARTICLE III. POOLSIDE PLANTS

line 1 POOLSIDE PLANTS consists of the main
2 POOLSIDE PLANTS building, the garden, the POOL-
3 SIDE PLANTS GARBAGE RECLAMATION CENTER,
4 in which organic compost matter is extracted
5 for use, and the other is removed of by out-
6 side sources, all on the parcel of land, loaned
7 for this purpose only, as outlined by five
8 physical stakes placed in the ground in the
9 Don Erdman Estate. Also it consists of
10 the POOLSIDE PLANTS GARDEN CENTER which
11 is located in the loaned South West corner
12 of the basement of Ruth Erdman which
13 is a unofficial measurement of thirteen feet
14 by thirteen feet. All of POOLSIDE PLANTS
15 possessions are fully accounted for in the
16 "red" account book labeled "POOLSIDE PLANTS".

2. private consolidated stock, donations, which
3 must be used for the pre determined pur-
4 pose only, receipt must be issued and the
5 money placed in the account until used,
6 POOLSIDE PLANTS, and the money received
7 from a show which must be spent on
8 theater only and must be spent within
9 ninety days after receipt. All money must
10 be accounted for in the "official" "CASH"
11 book labled DELCON. Cash may be kept in the
12 "register" in the main POOLSIDE PLANTS building,
13 the DELCON buisness office, and at a show for
14 no more than thirty-six hours prior and after
15 the show, the remainder of the money shall
16 be deposited in the checking account at
17 NORTHWESTERN NATIONAL BANK of Rochester
18 which is under the name of Peter D. Erdman
19 due to federal taxation purposes.

ARTICLE VIII, STOCK

line 1 The private consolidated stock is a
2 stock which is absolutely private. It may be
3 bought in any whole number lots at any-
4 time the DELCON buisness office is open,
5 which is the only place it may be bought,
6 at the current price. The price will change (If
7 heccessary) at one P.M. daily, seven days a
8 week and shall be posted in the buisness
9 office during all buisness hours. All profits
10 or disembursements will be divided equally
11 among all stock holders. A quarterly meeting
12 and progress report will be available to all

13 stock holders. ~~Two~~ hundred shares are now
14 available, until amended.

ARTICLE IX. FUNDING

line 1 All the current funding is made by;
2 as stated in Article ~~VII~~ and by a grant
3 from Peter Erdman, Ruth Erdman, and Don
4 Erdman which is as follows: the POOLSIDE
5 PLANTS building, garden, research center,
6 buisness office, and all other initial funding
7 as stated in the above articles including
8 the extreme majority of the current items
9 as described in the account book.

X add
all
P.E.

ARTICLE X. VOTING

line 1 An official assembly of all voters will
2 be held at least thirty times each calendar X
3 year with at least two meetings each X
4 month, in accordance with article ~~VIII~~. All
5 fully registered DELCON members and
6 stock holders are eligable to vote. Each
7 member has one vote, while each stock
8 holder has one vote for every share he
9 presently owns, in adition to the above. The
10 stock certificate should be brought to
11 each voting assembly meeting. At least one
12 half of all members must be present, two-
13 thirds or more to pass a bill. X

ARTICLE XI. Print or non-print information

line 1 A paper and/or closed circuit radio

2 station in which publishes at least monthly
3 or broadcasts at least ten minutes each
4 week, respectively, must be had at all times,
ARTICLE XII. AMENDMENTS

line 1 Amendments to this constitution
2 may be made at any regular meeting
3 of the voters' assembly, provided that the
4 amendment had already been submitted
5 and read in two-consecutive meetings and
6 that two-thirds of the voters present cast
7 their vote in favor of such amendment.

SECTION 3

Dated this ninth day of
December in the nine-
teen hundred and
seventy-sixth year.

signed

Pete S. Erdman
PRESIDENT, FOUNDER and owner

X Joseph M. Dubin
Joseph Dubin, member

Scott Reynolds
Scott Reynolds, member

Mark Peterson
Mark Peterson, member

Jim Ganong
Jim Ganong, member

signitures -

All of the below peoples signatures ave
in accordance with the above^{said} constitution.

Rick Patrick

Rick Patrick, member

Andy Peterson

Andy Peterson

Dennis Deaser

Dennis Deaser, member

Chris Peterson

Chris Peterson, member

Greg, Dalton

Dawn Bradley

Bradley, Dawn

Kathryn a Hill

Hill, Kathy

Amendments
to
the DELCON FOUNDATION
constitution

Amendment I

There is now a theatre in which Delcon uses, free of charge (the building) located in the POOLSIDE PLANTS GARDEN CENTER doubly extended - Research will be conducted back stage - POOLSIDE PLANTS may book the theatre for its old Garden Center purposes. 12-16-76

Amendment II. Stock may be bought from Peter Erdman, when proper materials are available, only. 12-20-76.

Amendment III. Article XI need not be upheld - it is null and void 1-6-77.

Amendment IV. There is 200 additional shares of stock available, with a present total of 400 shares. - No member may possess more than 49% of all shares sold or still available.

Amendment IV.

The stock price, as of the ninth day of May in 1977, shall be figured by the following formula, from thence forth:
$$B = K \cdot (.31) \div (D + C)$$
 (add "C" only if it was not previously added). With "B" representing the I.P.M. stock price for the particular day; 'K' equaling the totals of lines 'F, G, H, I, J' in the 'DELCON STOCK INFORMATION' book; '.31' being the quotion to hold the stock price down; and 'D' and 'C' is stating the current total shares sold. ALL this information has been stated in the 'DELCON STOCK INFORMATION' book.

5-8-77

Amendment VI.

The 'FOUNDATION' part of the official title 'DELCON FOUNDATION', the official title of this organization, is, as of the below stated date, officially removed. The official title is only 'DELCON'.

7-6-77

By-Laws
of
the DELCON FOUNDATION
of
Rochester, Minnesota

SECTION I. MEMBERSHIP

1A. Entering and leaving

1A. Any person who willingly signs the constitution, after reading can and will become an official member with one (1) vote excluding share holders votes.

1A1. Requests for membership releases shall be granted by the President and shall be announced at the next voters assembly.

1A2. Removal of a member shall be carried out through court procedures, by the prosecutor.

SECTION 2. OFFICERS

2A. BOARD OF DIRECTORS

2A1. There will be one (1) board of director member for each division with a minimum of two (2). Any fully registered DELCON member may run in the annual election which runs.

2A2. There will be a board meeting before each DELCON meeting to prepare and discuss topics in preparation for the upcoming meeting.

2A3. The job of the board of director member is as follows:

- 1.) to select his own cabinet to help fulfill his duties.
- 2.) to be in charge of, checking and submitting all book keeping to the auditor.
- 3.) to fill out, submit, and approve of requisitions or important money involved forms.
- 4.) to regularly attend board of director meetings informing about division progress.
- 5.) to prepare a presentation, beforehand, for each DELCON meeting on progress and other vital information in the division.
- 6.) Making any important decisions not involving quantities of money over the division expenditure, remodeling involving other divisions or permanent fixtures, removing

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members, or giving away DELCON property. All important decisions must be announced, before carried out.

- 7.) to make routine department checks.
- 8.) to budget his division.

2A4. All DELCON board of director members must be knowledgeable representatives of DELCON.

2B. CABINET MEMBERS

2B1. Cabinet members are totally selected by the Board of Director member to assist him in any reasonable way.

2B2. A cabinet member may not do the items listed in 2A3.1-8, he may only assist in book keeping or other jobs, so given to him, he will take the supervisors job if there is not one.

2C. SUPERVISORS.

2C1. Supervisors are selected by Cabinet members and must be approved of by board of director member.

2C2. Their job is to supervise a specific section of a department of a division of DELCON.

2C3. Their duties are most specifically to answer and transfer problems of members to the Cabinet Member. He is also in charge of the physical shape of the section.

2D. PRESIDENT

2D1. The President shall be PETER D. ERDMAN, vacancy to be filled by family.

2D2. His duties shall be as follows:

- 1) to preside at all meetings of the voters.
- 2) to act as ex-officio member of all committees.
- 3) to appoint committees unless otherwise directed by the voters.
- 4) to be certain that all the laws and functions of DELCON are being carried out.
- 5) to be in charge of security.
- 6) orienting new members and releasing old ones.
- 7) to be the judge (unless otherwise directed by the voters) at court proceedings.
- 8) to call all meetings.

2E. SECRETARY, ACCOUNTANT, TREASURER.

2E1. The above duties will be carried out by the President.

2E2. The President may appoint assistants to assist in the above work.

SECTION 3: MEETINGS

3A. ASSEMBLY OF THE VOTERS,

3A1. Meetings shall be held as often as stated in Article X. of the constitution.

3A2. Meetings shall be called by the President.

3A3. The order of business for all voting member meetings shall be as follows:

- 1) opening statement (President)
- 2) Reading of the minutes.
- 3) announce new members, releases.
- 4) treasurer's report
- 5) board of director reports
- 6) committee reports
- 7) unfinished business
- 8) new business
- 9) announcements.
- 10) adjournment motions

11.) closing Statement (President)

3B1. The convention, which consists of partying, speeches, cabinet nominations, and voting procedures is held on December 15 (plus or minus ten days). All voting will take place, for officers, at this time.

3B1.5 Vacancies are filled by the President

3C. ELECTION OFFICERS

3C1. All nominees must be placed and signed off within ten (10) days of the convention.

3C2. Pre elections at the conventions shall be individually announced.

3C3. The actual will be a private ballot.

3C4. In case of a tie, those tied will continue being voted for until it is broken.

3C5. Majority vote to win.

3D. VOTING

3D1. Two-thirds ($\frac{2}{3}$) or more to pass a bill of all voters present, or in proxy.

3D2. A person may vote in Proxy for another person if:

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- 1.) he swears to it, before each vote.
- 2.) he has informed the President before the meeting.

3.) a preferable signed agreement.

3D3, As by Article X of the constitution.

3D4. 1.) sealed votes shall be used when involving people.

2.) Individualized votes for when involving important issues.

3.) "Ayes" or "naes" for small matters or preliminary votes.

4.) When asking for an Individualized vote the President shall say:

- a) the persons name
- b) if he is a member
- c) share number
- d) vote number.

5.) He shall respond:

- a) name
- b) vote number
- c) answer.

6.) For "Ayes" or "Nae's" it shall be called by saying, "All in favor... all opposed..."

3E. AGENDA

3E1. An agenda must be filled out and observed of by members prior to each meeting.

3F1, Visitors to a meeting is to the discretion of the President.

SECTION 4. COURT PROCEDURES

4A. Procedure

4A1. Any injustice in DELCON may be tried.

4A2. The prosecutor shall inform the President, if necessary a trial will be scheduled.

4B. ^{DUTIES}

4B1. The judge shall be the President unless he is involved, in which the judge will be selected by the board of directors.

4B3. Members may attend and comment.

4B4. Outsiders (non-members) will be admitted at the judges discretion and may not speak.

4B5. The judge will make the decision.

4C. ~~REPEALS~~

4C1. Repeals will be directed to the board of directors.

4C2. Their decision is final.

*

→ 4B2. The infernial jury shall be the board of directors.

4D1. A date shall be set to suit the prosecutor and the defendant by the judge.

4D2. If no date can be set within two (2) months, there can either be a person in Proxy or he must forfeit his side and its consequences.

SECTION 5. PAPER WORK

5A. FORMS

5A1. All official papers or forms must be registered with the business office. All surplus forms shall be stored in the business office.

5A2. New forms will be voted upon at a regular meeting.

5B. LISTING

5B1. Below is a complete listing of all forms and their descriptions.

- 5B2. 1) checks - for buying things with.
2) ledger / cover, for checks - check book keeping.
3) Tryout forms - for tryouts.
4) statements - for sending out bills.
5) Sales Slip - for all cash or charge transactions.
6) Money Receipts - for grants or receipt of cash from the business office.

- 7.) Poolside Plants order forms.- for an order for plants or a requisition for DELCON.
 - 8.) Poolside Plants catalog- Advertizing.
 - 9.) Delcon Division Expenditures Record- for keeping tract of how much each division has spent and how much more they have left,
 - 10.) Greenhouse registration cards- for R'ling ill plants
 - 11.) Envelopes- printed- either self addressed or return.
 - a. letter size, (white) Penworthy
 - b. legal size,
 - 12.) Memo pads- "from the desk of..." printed.
 - a. 3X5 (white or coloured)
 - b. 4X6 (white) Penworthy
 - 13.) Letter pads- "Delcon Foundation" printed
 - a. 6X9 linen finish- (white) PENWORTHY
 - b. 8½ X 11 white Erasable Parchment bond
 - 14.) Business cards- personalized.
 - 15.) Pens- printed "DELCON"
 - 16.) Pencils- printed "DELCON"
 - 17.) Stock certificates- certificate to prove sale of stock.
- 5C. RECORDING
- 5C1. All money transactions shall be recorded in the "DELCON" book.

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5C2. All items shall be listed in the proper division book.

5D. LEGAL DOCUMENTS

5D1. All legal documents must be hand written in their original, signed form.

SECTION 6. AMENDMENTS

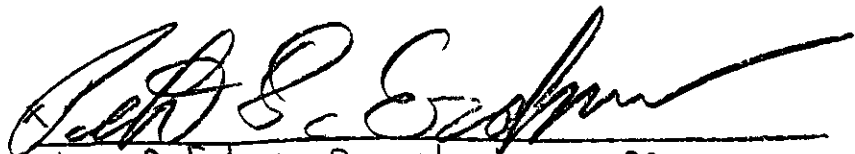
4A. ~~AMENDMENTS~~ AMENDMENTS AND REPEAL

4A1: Amendments to the By-laws may be made at any regular meeting of the voters' Assembly provided that the amendment has been submitted in writing and read at the previous meeting and that two-thirds ($\frac{2}{3}$) of the voting members present cast their votes in favor of such amendment.

4A2. Definition of By-Laws:

By laws are detailed regulations for carrying out the provisions and purposes of the Constitution, to which they are supplemental.

Approved of and
Submitted on this fifth
day of February in nine-
teen hundred and seventy-
six year. Written 2/10/77


Peter D. Erdman, President, owner.

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Section 5. 5B2. 1-17 *

Amendments as in accordance to the above by-Law, amendments to this is standardized procedures.

Amendment.

18. Delcon stock information sheet-Procedures and records of figuring stock.
19. New revised stock sheets-certificate to prove sale of shares.
20. Granters Certificate-agreement and receipt of granted items.

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Section 5, 5C 1, 2
adding 5C 3

Amendment.

All grants shall be filled out on a 'Granter's Certificate' which shall state the following along with the date, value, division designation, item name along with both parties signatures:

(Granter's name) ^(above) has granted the below merchandise to DELCON in trust that they will use it strictly as the prescribed purpose, and that the merchandise will still be owned by the granter. For the granter to reobtain his merchandise he must take it through DELCON court proceedings in accordance with the DELCON constitution. If DELCON should ever be desolved the granted merchandise shall be returned to its original owner first.

Transaction amount		Department	Supplies OR Loan OR PROFIT	item	date	running expenditure total	DELCON DIVISION EXPENDITURES RECORD	
auditors initial	\$						official initials	
P.E.	15.00	Admin.	Loan	Libr. Dep.	11-17-76	0.00	P.E.	DIVISION: THE THEATER
P.E.	2.85	conces.	Loan	Candy-Pop	12-16-76	-2.85		
P.E.	1.59	conces.	PROFIT	sales	12-16-76	-1.59		
P.E.	4.79	conces.	Loan	Candy-Pop		-4.79		Total amount of abated money: \$ _____ per _____
P.E.	.56	conces.	Profit	sales		+ .56		
P.E.	6.30	conces.	Profit	sales		+ 6.30		
P.E.	.93	conces.	Profit	sales	1-9-77	+ 1.74		standard expenditures: item cost
P.E.	1.09	general	supply	label tape		+ 1.09		1)
P.E.	.10	general	supply	check charge		+ .10		2)
P.E.	4.50	conces.	Loan	candy-pop		- 4.50		3)
P.E.	.10	conces.	Loan	check charge		- .10		4)
P.E.	.01	conces.	Profit	sales		- .01		5)
P.E.	.43	conces.	Profit	sales		- .43		6)
P.E.	1.03	light/sound	supplies	300 watt bulb	1-29-77	- 1.03		7)
P.E.	10.40	general	loan	movie proj. rent.	1-22-77	- 10.40		8)
P.E.	1.10	general	Profit	sales-donation	1-22-77	+ 1.10		9)
P.E.	.10	general	loan	check charge	1-22-77	- .10		10)
P.E.	1.00	conces.	supplies	candy		- 1.00		
							Department: Administrative. FINAL TOTAL	
							Department: concessions. FINAL TOTAL	
							Department: general FINAL TOTAL	
							Department: Lighting/Sound. FINAL TOTAL	
							DIVISION: FINAL TOTAL	
							FROM 11/17/76 TO _____	
							Department's initials: _____	
							Division board of Director: _____	
							President: _____ Auditor: _____	

Transaction			Department	Supplies OR Loan Profit	Item	Date	Money Exp. Inc. Total	DILCON DIVISION EXPENDITURES RECORD	
Initial	Final								
P.E.	5.33		Stock	Profit	stock-port.	12-12-76	+ 5.33	eff. and	DIVISION DELCON.
P.E.	3.70		Printing	Supplies	constitutions		+ 1.63	initial	
P.E.	5.00		stock	Profit	stock payment		+ 6.68		
P.E.	1.11		stock	Profit	stock payment		+ 7.74		Total amount of abated money
P.E.	6.03		Printing	Supplies	business cards		+ 1.71		\$ _____ per _____
P.E.	2.40		Printing	Supplies	paper		- .69		
P.E.	5.73		Printing	Profit	paper		+ 5.04		
P.E.	3.00		Printing	Profit	paper		+ 8.04		Standard expenditures: cc 1
P.E.	3.25		Printing	Supplies	paper		+ 4.79		1)
									2)
									3)
									4)
									5)
									6)
									7)
									8)
									9)
									10)
								Department stock sales	
								FINAL TOTAL	
								Department: Printing	
								FINAL TOTAL	
								Department:	
								FINAL TOTAL	
								Department:	
								FINAL TOTAL	
								DIVISION:	
								FINAL TOTAL	
								FROM 12 12 76	
								month day year	
								TO	
								month day year	
								Departments initials: _____	
								On behalf of Director: _____	
								President: _____ Auditor: _____	

transaction amount		Department	Supplies OR Loan OR PROFIT	item	date	running expen- diture total	DELCON DIVISION EXPENDITURES RECORD	
auditors initial							official initials	DIVISION:
								The Research center.
							Total amount of abted money \$ _____ per _____	
							Standard expenditures: cost	
							1) item	
							2)	
							3)	
							4)	
							5)	
							6)	
							7)	
							8)	
							9)	
							10)	
							Department	
							FINAL TOTAL	
							Department:	
							FINAL TOTAL	
							Department:	
							FINAL TOTAL	
							Department:	
							FINAL TOTAL	
							DIVISION:	
							FINAL TOTAL	
							FROM month day year	
							TO month day year	
							Departments initials: _____	
							Division board of Director: _____	
							President: _____ Auditor: _____	

GRANTERS CERTIFICATE FILE FORM

NAME _____ member
 ADDRESS _____ non-member
 CITY STATE _____ soon to be member
 PHONE(_____) _____

date items granted value purchased for us? division other

_____ has granted the above merchandise to DELCON in trust that they will use it strictly as the provided purpose, and that the merchandise will still be owned by the grantor. For the grantor to re-obtain the merchandise he must take it through DELCON court procedures in accordance with the DELCON constitution. If DELCON should ever be dissolved the grant of merchandise shall be returned to its original owner first.

Grantor -

date

PRESIDENT,

By law 5C3

DELCON

Grantor's Certificate of DELCON

Delcon

NON-



TRANS- has granted the below merchandise to DELCON
 FERABLE in trust that they will use it strictly as the provided purpose, and that the merchandise will still be owned by the grantor. For the grantor to re-obtain the merchandise he must take it through DELCON court procedures in accordance with the DELCON constitution. If DELCON should ever be dissolved the grant of merchandise shall be returned to its original owner first. - By-law 5C3

Grantor

date

President DELCON

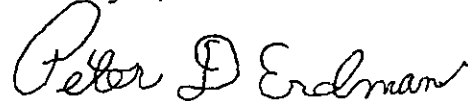
The DELCON Hearings

The hearing of the future and existance of DELCON as prosecuted by Peter Daniel Erdman with defending chairman Dawn Bradley is herewith announced.

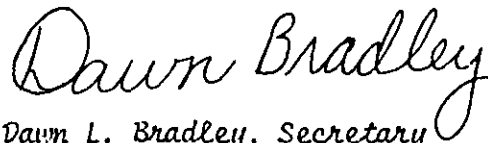
**This is an invitation to the interested party or parties to be present and voice their opinions on the very major matters at hand. Any co-operation and involvement would be greatly appreciated.*

The above hearing is scheduled for April 24, 1978 at 11:00 with an hour recess at noon.

Thank you,



Peter D. Erdman, President



Dawn L. Bradley, Secretary

April 27, 1978

DLB/dlb

STOCK CERTIFICATE

NON-
LEGAL

NON-
TRANSFERABLE

The above stated person holds _____
official share(s) in

the DELCON FOUNDATION

This certificate gives full stock holder rights to the holder.

The current price for each share of stock on this
purchase date of

|PRIVATE| is \$_____. |PRIVATE|

not official
until
signed

Above stated Person

PRESIDENT and OWNER
PETER D. ERDMAN

THIS CERTIFICATE IS UNDER ALL RULES AND REGULATIONS OF THE DELCON FOUNDATION