MINUTES OF MEETING

of the

BOARD OF DIRECTORS

Thursday, June 20, 1985

at

Dunfey-Hyannis Resort, Hyannis, Massachusetts

DIRECTORS PRESENT

Robert E. Nelson	Abex Corporation Friction Products Group
Francis E. Messier	Allied Automotive Bendix Aftermarket Brake Division
Larry Mintman	Certified Brakes Lear-Siegler Company
W. Max Sleeth	Virginia Friction Products, Inc.

OTHERS PRESENT

Stuart Comins, President	P.T. Brake Lining Company
Edward W. Drislane, Secretary	Friction Materials Standards Institute
David F. McBride	Legal Counsel

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Mr. F. E. Messier, acting as Chairman, called the meeting to order at 8:25 AM, June 20, 1985.

ELECTION OF OFFICERS

Mr. Messier called for nominations for the office of President. The name of Mr. Stuart Comins was presented for President. The nomination was seconded.

Upon motion duly made, seconded and unanimously passed, it was:

RESOLVED: That the nominations for the office of President be closed.

Whereupon the Secretary was instructed to cast one ballot for the election of Mr. Stuart Comins as President. The Secretary advised that the ballot had been cast.

Mr. Messier then called for nominations for the office of Vice President. Mr. F. William Barton was nominated and seconded for the office of Vice President.

Upon motion duly made, seconded and unanimously passed, it was:

RESOLVED: That the nominations for the office of Vice President be closed.

Whereupon the Secretary was directed to cast one ballot for the election of Mr. F. William Barton as Vice President. The Secretary advised that the ballot had been cast.

For the office of Treasurer, the name of Mr. W. Max Sleeth was presented and seconded.

Upon motion duly made, seconded and unanimously passed, it was:

RESOLVED: That the nominations for the office of Treasurer be closed.

Whereupon the Secretary was directed to cast one ballot for the election of Mr. W. Max Sleeth as Treasurer. The Secretary advised that he had cast such ballot.

For the office of Secretary, the name of Mr. Edward W. Drislane was presented and seconded.

Upon motion duly made, seconded and unanimously passed, it was:

RESOLVED: That the nominations for the office of Secretary be closed.

Whereupon the Secretary was instructed to cast one ballot for the election of Mr. Edward W. Drislane as Secretary. The Secretary advised that the ballot had been cast.

Whereupon the following persons are duly elected as officers of the Institute for the ensuing year:

Stuart Comins	-	President
F. William Barton	-	Vice President
W. Max Sleeth	-	Treasurer
Edward W. Drislane	-	Secretary

RETENTION OF COUNSEL

The Secretary advised that, according to ARTICLE VII of the By-Laws, legal counsel shall be retained at each annual meeting.

Upon motion duly made, seconded and unanimously passed, it was:

RESOLVED: That Mr. David F. McBride, of the Harwood, Lloyd, Ryan, Coyle and McBride Law Firm be retained as Counsel for the Institute.

RETENTION OF AUDITORS

The Chairman, on recommendation of the Secretary, suggested the retention of auditors for the Institute.

Upon motion duly made, seconded and unanimously passed, it was:

RESOLVED: That Marshall Granger & Co., Certified Public Accountants, be retained as auditors for the Institute.

BUDGET - JULY 1, 1985 THROUGH JUNE 30, 1986

A preliminary expense budget of $119,980 was approved by the Board of Directors at its meeting on June 18, 1985. Because of changes voted by the Board, there were three increases in line items as follows:

Expense	Preliminary	Final Budget	Increase
Salaries	$68,500	$71,000	$2,500
Pension	10,275	10,650	375
Meeting-Travel	1,000	1,500	500

With these increases, the final expense budget was $123,355. Upon motion duly made, seconded and unanimously passed, it was:

RESOLVED: That an expense budget of $123,355 be approved for the July 1, 1985-June 30, 1986 fiscal year.

FEE FORMULA - JULY 1, 1985 TO JUNE 30, 1986

The new Board of Directors was asked to approve the Fee Formula adopted earlier at the June 18, 1985 Board Meeting. Mr. Nelson asked that this be considered further, as the Board had asked that fee formula changes be studied. It was noted that the fee formula had been voted for the July 1, 1985 - June 30, 1986 fiscal year, and that the "changes" to the formula were strictly under consideration for the future. They would not affect the 1985-86 fiscal year. Mr. Messier was to chair a committee (with Mr. Larry Mintman and Mr. Robert E. Nelson as Members) to consider possible changes to the fee formula in the future.

Upon motion duly made, seconded and unanimously passed, it was:

RESOLVED: To adopt the following fee formula for the 1985-86 fiscal year:

Active Members and Regional Members with Active Member rights: Basic Fee $1,150; Category Fee $700;
Regional Member (Regular): Fee $1,600;
Regional Member (Association): Fee $2,600;
Licensee: Fee $600.

MEETING OF THE BOARD OF DIRECTORS

The next meeting of the Board of Directors is scheduled for the week of June 16, 1986 at Port St. Lucie, Florida. If due to Committee action or other reasons an earlier Board Meeting must be called, the Directors will decide on a location and date at that time.

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There being no other business brought to the attention of the Board of Directors,

Upon motion duly made, seconded and unanimously passed, it was:

RESOLVED: To Adjourn

Adjourned at 8:30 AM

E. W. Drislane
Secretary