PLAINTIFF'S EXHIBIT
TPI-466

ACTIONS TAKEN BY
TYLER CORPORATION BOARD OF DIRECTORS

I. December 18, 1973

A. Approve 1974 Annual Plan

B. Approve Capital Expenditures for 1974

C. Approve the Execution of Equipment Financing Agreement dated as of December 1, 1973

D. Approve the prepayment of all Notes outstanding under the Revolving Credit Agreement

E. Approve the Restructuring of Tyler Pipe

F. Declare Dividend

G. Approve and Adopt the Tyler Corporation Pooled Investment Trust

H. Adopt resolution to qualify Atlas Powder Company for facility security clearance

I. Approve the Second Amendment to Tyler Corporation Savings and Investment Plan

J. Approve the Execution of a Subordination Agreement for Tyler Fuel Corporation

K. Approve payment of an annual fee to Mr. Corn for serving on the Board of Directors

II. January 31, 1974

A. Elect D. C. Kline Vice President - Finance

B. Ratify the Organization of Tyler Ammonia Alberta Ltd. and Tyler Ammonia Co.

C. Ratify and Approve the Execution of Agreements with PanCanadian Petroleum Ltd.

II. January 31, 1974 continued

D. Resolutions in connection with Annual Meeting

E. Approve Organization of Kinetics Overseas International, Inc. and Execution of Agreements in connection therewith

F. Approve Filing of Registration Statement on Form S-8 covering Employee Participations in Tyler Corporation Savings and Investment Plan and the Tyler Corporation Stock Option Plan

III. March 19, 1974

A. Declare Dividend

B. Approve Working Capital Line

C. Grant Authority to Officers to Execute Agreements and Take Action Necessary to Carry Out Program with PanCanadian

D. Approve the Execution of an Indemnity Agreement to Argonaut Insurance Company (SWE)

IV. April 24, 1974

A. Election of Officers

B. Appointment of Members to the Executive Committee

C. Appointment of Members to the Compensation Audit Committee

D. Election of Subsidiary Directors

E. Approve additional borrowing from Prudential

F. Approve Application to NYSE for listing of 100,000 additional shares of Common Stock to increase shares authorized under Stock Option Plan

G. Resolutions in connection with Replacement of Debenture Certificates

V. June 18, 1974

A. Increase Board of Directors to 10

B. Elect Max E. Colson to Board

C. Declare Dividend

D. Authorize Additional Contribution to Tyler Corporation Savings and Investment Plan

E. Confirm Contribution to The Tyler Foundation

F. Approve Policy for Replacement of the 5% Convertible Subordinated Debenture issued to Gerald L. Hurst

G. Approve Advance Commitments on Tyler Pipe's 1975 Capital Expenditures

VI. September 17, 1974

A. Declare Dividend

B. Approve Purchase of 73 Tank Cars from Richmond Leasing Company

C. Approve additional borrowing from Prudential

D. Approve Guarantee of Letters of Credit on behalf of Southwestern Engineering Company

VII. December 17, 1974

A. Increase number of members of Compensation Audit Committee to four and appoint Max E. Colson as a member of the committee

B. Declare dividend

C. Approve 1975 Annual Plan

D. Approve 1975 Capital Expenditures Budget

E. Ratify Adoption of LIFO at Tyler Pipe

VII. December 17, 1974 (continued)

F. Ratify Write-off of KIC Patents

G. Approve Changes to Tyler Corporation Savings and Investment Plan

H. Prudential Loan

VIII. January 31, 1975

A. Increase number of directors to 11 and elect D. C. Kline a director

B. Declare dividend

C. Annual Meeting Resolutions

D. Approve Filing of Registration Statements on Form S-8 covering Tyler Corporation Stock Option Plan and Tyler Corporation Savings and Investment Plan

E. Approve Working Capital Line

F. Approve Amendments to Tyler Corporation Savings and Investment Plan

G. Adopt Tyler Corporation Pension Plan

H. Authorization of Bank Account at Capital National Bank in Austin

IX. April 23, 1975

A. Declare dividend

B. Increase compensation of outside directors

C. Amend Section 9 of Article III of Bylaws

D. Election of officers

E. Appointment of members of Executive Committee

F. Appointment of members of Compensation Audit Committee

G. Appointment of independent accountants

IX. April 23, 1975 (continued)

H. Election of directors of Company's subsidiaries

I. Review of subsidiary expenditures or commitments in excess of $1,000,000

J. Ratify settlement between Richard W. Forsythe, Tyler Holding Company and Tyler Corporation

K. Establish guidelines for directors' responsibilities under employee benefit plans of Tyler Corporation and subsidiaries

L. Wish to Mr. Harvey for a speedy recovery from recent illness

M. Acknowledgment of certificate executed by Max E. Colson that he will not disclose classified information to Tyler Corporation

X. July 29, 1975

A. Declare Dividend

B. Authorize additional employer contribution to S&I Plan for all participating employers other than Southwestern Engineering

C. Adopt and approve Tyler Corporation Retirement Income Plan

D. Accept resignation of D. C. Kline as a member of Tyler Corporation Pooled Investment Trust Investment Committee and appoint Bob G. Norvell to serve.

E. Approve execution of a Guaranty Agreement with North Dallas Bank & Trust Company in connection with Bank's loan to Dr. Cooper in the amount of $425,000.

IX. April 23, 1975 (continued)

H. Election of directors of Company's subsidiaries

I. Review of subsidiary expenditures or commitments in excess of $1,000,000

J. Ratify settlement between Richard W. Forsythe, Tyler Holding Company and Tyler Corporation

K. Establish guidelines for directors' responsibilities under employee benefit plans of Tyler Corporation and subsidiaries

L. Wish to Mr. Harvey for a speedy recovery from recent illness

M. Acknowledgment of certificate executed by Max E. Colson that he will not disclose classified information to Tyler Corporation

X. July 29, 1975

A. Declare Dividend

B. Authorize additional employer contribution to S&I Plan for all participating employers other than Southwestern Engineering

C. Adopt and approve Tyler Corporation Retirement Income Plan

D. Accept resignation of D. C. Kline as a member of Tyler Corporation Pooled Investment Trust Investment Committee and appoint Bob G. Norvell to serve.

E. Approve execution of a Guaranty Agreement with North Dallas Bank & Trust Company in connection with Bank's loan to Dr. Cooper in the amount of $425,000.

XI. October 28, 1975

A. Declare Dividend

B. Approve Term Loan Agreement dated as of October 1, 1975

C. Adopt the Amended and Restated Tyler Corporation Savings and Investment Plan and Amended Tyler Corporation Savings and Investment Trust Agreement

XI. October 28, 1975 (continued)

D. Authorize additional contribution to the Tyler Corporation Savings and Investment Plan for 1975

E. Approve the offering of the Guaranteed Investment Annuity (GIA) Account to all participants of the Tyler Corporation Savings and Investment Plan

F. Ratify the execution of a Continuing Guaranty to Bank of America on behalf of Southwestern Engineering Company