

AGENDA
MEETING OF THE MCA BOARD OF DIRECTORS
11:00 a.m. (EST), Tuesday, February 12, 1963
The Union Club, New York City

I. MINUTES OF JANUARY 8, 1963, MEETING.

II. REPORT OF THE TREASURER.

Financial Report -- June 1 - January 31, 1963.

(Enclosure)

III. BOARD OF DIRECTORS.

- (a) Policy Study Committee Report.
- (b) Tax Policy Committee Recommendations.
- (c) FTC Proceeding.
- (d) Membership Committee -- Application of Washine Chemical Corporation.
- (e) March 11-12, 1963, Regional Directors Meeting at Houston.

IV. APPOINTMENTS TO TECHNICAL AND FUNCTIONAL COMMITTEES.

- (a) International Trade & Tariff Committee.
John M. Fasoli, American Cyanamid Company, replacing Allan B. Clow.
Antidumping Subcommittee.
Clint Allen, Wyandotte Chemicals Corporation.
- (b) Labels and Precautionary Information Committee.
Donald Smoot, Stauffer Chemical Company.
- (c) Tax Policy Committee.
Dane Benson, The B. F. Goodrich Company, replacing J. E. Carter.

V. STAFF REPORTS AND MISCELLANEOUS ITEMS.

- (a) Legislation.
- (b) Public Relations.
- (c) Technical.

(Enclosure)

CMA 068092

MINUTES of the one hundred twenty-fifth meeting of the Directors of the Manufacturing Chemists' Association, Inc., held at the Union Club, New York City, on February 12, 1963, at 11:00 a.m. (EST).

There were present:	Chester M. Brown F. L. Bryant David H. Dawson William P. Drake Raymond F. Evans D. S. Frederick Ralph K. Gottshall John A. Hill John E. Hull Richard W. KixMiller	Harry B. Marshall R. C. McCurdy W. Kenneth Menke Warren H. Moyer J. A. Neubauer Charles H. Sommer George R. Vila G. L. Weissenburger John E. Wood, III M. F. Crass, Jr.
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Alternates:	Henry Avery (for W. Kenneth Menke) C. W. Baldwin (for Bennett S. Chapple, Jr.) Carl A. Gerstacker (for Leland I. Doan) J. D. Gunther (for John A. Hill) William M. Haile (for Kenneth H. Hannan) H. E. Hirschland (for H. E. Martin) George E. Holbrook (for David H. Dawson) T. G. Hughes (for George L. Parkhurst) John O. Logan (for Thomas S. Nichols) A. C. McAuliffe (for Kenneth H. Klipstein) Max A. Minnig (for Robert I. Wishnick) W. T. D. Ross (for Robinson Ord) Thomas F. Willers (for F. L. Bryant) W. Cooper Willits (for William P. Drake)
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General Counsel:	Lloyd Symington - Fowler, Leva, Hawes & Symington
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Present by Invitation:	Howard S. Bunn - Union Carbide Corporation M. F. Granville - Texaco Inc. A. J. Greene - Chas. Pfizer & Co., Inc. Wm. M. Horne, Jr. - Olin Mathieson Chemical Corporation Donald D. Pascal - National Starch and Chemical Corporation Glen Perry - E. I. du Pont de Nemours & Co., Inc. George H. Decker - MCA James R. Carnes - MCA A. E. Settle - MCA
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Chairman Dawson welcomed the guests and invited them to take an active part in the discussion.

I. MINUTES OF JANUARY 8, 1963, MEETING.

The Minutes of this meeting were duly approved as submitted to the members.

II. REPORT OF THE TREASURER.

Financial Report -- June 1 - January 31, 1963. The financial report for the eight months ending January 31, 1963, was summarized by the Treasurer.

ON MOTION duly made and seconded, it was

VOTED: That the report be accepted and placed on file.

The Treasurer reported that letters had been sent to the Executive Contacts on January 21 requesting confidential chemical sales data for calendar 1962 to be utilized as a basis for membership fees for the forthcoming fiscal year. He urged the Directors whose firms had not yet submitted their data to do so promptly.

III. BOARD OF DIRECTORS.

(a) Appointment of Alternate. Chairman Dawson advised that George L. Parkhurst, California Chemical Company, had requested the appointment of T. G. Hughes as his alternate, replacing Fred Powell.

ON MOTION duly made and seconded, it was

VOTED: That the appointment be approved.

(b) Policy Study Committee Report. Mr. McCurdy stated that copies of the Policy Study Committee's final report had been mailed to individual Directors on January 25. The Committee's deliberations over a period of six months resulted in more than 20 recommendations, and work has been completed on all but two items -- those relating to Public Relations budget and continuation of the Texas A&M Physical Properties Research Project. A questionnaire will shortly be sent to the membership on the latter subject. In behalf of his Committee, Mr. McCurdy answered several questions raised during the ensuing discussion. He stated that, should there be any differences in views or additional comments, they be submitted to him as early as possible.

Mr. Sommer stated that the report had received the consideration of the Executive Committee, which presented the following recommendations for Board consideration:

1. That the Policy Study Committee be discharged with the deep appreciation of the Directors for a job well done.
2. That the Committee report be approved in principle, subject to later action on the specific recommendations.

3. That the subject matter be referred back to the Executive Committee and staff for the preparation of specific resolutions to the extent that the report should be implemented at the present time; such resolutions to be presented for Board consideration prior to the close of the fiscal year.

ON MOTION duly made and seconded, it was unanimously

VOTED: That the Executive Committee's recommendations be approved.

(c) Report of the Tax Policy Committee. Under date of February 1, the Washington office sent to Board members for advance consideration a proposed MCA position on tax reductions, a summary of proposed tax revisions, and a detailed statement on each revision. Chairman Dawson invited William M. Horne, Jr., Chairman of the Tax Policy Committee, to discuss the Committee's proposals and to answer questions relating to them. Mr. Horne did this in detail stating that, if the Board approved, it was proposed to adopt the recommendations presented as MCA policy and then to testify on them before the House Ways and Means Committee and later on the Senate Finance Committee, referring only to the points mentioned in the President's proposals. Those items for changes in the law not included in the President's message, but contained in the MCA Committee's proposals, would be filed as supplemental memoranda and discussed informally with staff members of the Congressional committees. An appearance before the Ways and Means Committee has been requested for early March.

Following conclusion of Mr. Horne's remarks, General Hull expressed the need for flexibility in the MCA position to permit prompt decisions on changes that will undoubtedly be forthcoming in Administration proposals and policy. He urged that the Board grant approval of the proposals on a broad basis in order to provide such flexibility at the proper time. Any proposals involving major new policy decisions, or major changes in existing MCA policy, would still be subject to Board approval.

ON MOTION duly made and seconded, it was unanimously

VOTED: That the recommendations of the Tax Policy Committee, as presented by Mr. Horne, be approved, with the understanding that minor changes in policy would be permitted, as outlined above, to assure the flexibility required.

(d) Federal Trade Commission Proceeding Re TSP. Mr. Symington reported that the FTC Consent Order on TSP was formally issued by the Commission on January 9, 1963, and that it requires all the respondents, including MCA, to file a report of compliance by March 10, 1963. Drafts of a proposed compliance report had been prepared, together with a proposed letter of transmittal, which had been considered in detail by the Legal Advisory Committee and the Executive Committee. The purpose of the covering letter would be to set forth on the record a general description of MCA's policies and activities, as a means of confirming oral discussions with the FTC staff attorneys to the effect that the Association's

activities were proper, and that no modifications were necessary in order to comply with the Order. We would also hope, by such a letter, to prevent FTC accusations against MCA in the future which might be based upon erroneous or incomplete information as to MCA's policies and activities.

Earlier during the day the Executive Committee had voted to recommend approval of a relatively short form of compliance report for filing, together with the detailed letter of transmittal. Mr. Symington said that he planned to discuss these papers informally with FTC attorneys to assure suitability, after which the final papers would be filed and copies sent to all Board members. The Executive Committee had also recommended that an explanatory letter, incorporating background material, be sent to the Executive Contacts of member firms, together with copies of the final report. At the Chairman's suggestion, Mr. Symington then read to those present the draft of the short form of report as recommended by the Executive Committee for approval. Following discussion,

ON MOTION duly made and seconded, it was unanimously

VOTED: That the above recommendations of the Executive Committee be approved.

(e) Report of the Membership Committee. In the absence of Chairman Wishnick, the Secretary reported that an application had been received from

Washine Chemical Corporation

and that, in the opinion of the Membership Committee, the applicant was qualified for membership under the Association's By-Laws.

ON MOTION duly made and seconded, it was

VOTED: That the applicant be approved, subject to the 30-day notification to members provided under Article III, Section 4, of the By-Laws.

(f) March 1963 Regional Directors Meeting at Houston. The Secretary reviewed arrangements for the Regional MCA Directors Meeting, jointly sponsored by the Texas Chemical Council, to be held at Houston and Freeport, Texas, on March 11 - 12, 1963. He stated that, on the basis of reservations received so far, the meeting will probably be the largest regional Directors meeting held by the Association to date. He urged those Directors who had not yet returned reservation forms to do so promptly.

IV. APPOINTMENTS TO TECHNICAL AND FUNCTIONAL COMMITTEES.

The following committee appointments were approved:

- (a) International Trade & Tariff Committee.
John M. Fasoli, American Cyanamid Company, replacing Allan B. Clow.
Antidumping Subcommittee.
Clinton J. Allen, Jr., Wyandotte Chemicals Corporation.

(b) Labels and Precautionary Information Committee.

Donald P. Smoot, Stauffer Chemical Company.

(c) Tax Policy Committee.

Dane Benson, The B. F. Goodrich Company, replacing J. E. Carter.

V. STAFF REPORTS AND MISCELLANEOUS ITEMS.

(a) Public Relations Emergency Program. Those present were handed copies of a proposed public relations emergency program, recommended for adoption by the PR Steering Committee, calling for the expenditure of an additional \$66,000 to complete this fiscal year's special pesticides program developed following publication of the Rachel Carson book "Silent Spring." Chairman Dawson invited Glen Perry, Chairman of the Public Relations Committee, to discuss the proposal in detail.

Following conclusion of Mr. Perry's remarks, Mr. Sommer stated that the emergency program had been considered earlier that day by the Executive Committee. He pointed out that a supplemental PR appropriation of \$75,000 apart from the budget had been authorized by the Board for this work last fall and that a further dip into surplus was not recommended, due to depletion of the Association's Reserve Fund. He pointed out, however, that the \$66,000 request would be the final one of PR nature which would come before the Board during the current fiscal year and that a continuation of the activity during the forthcoming fiscal year would be taken care of by appropriations within the regular budget. In behalf of the Executive Committee he recommended that the emergency program go forward but that the necessary funds be obtained by solicitation of those members of MCA which produce pesticidal chemicals (insecticides, herbicides, fungicides, miticides) with such solicitation being worked out by MCA staff on a proportionate basis related to the Association's membership fee structure; further, that the problem be presented by the staff to the National Agricultural Chemicals Association and that body be requested to contact its non-MCA members for supplemental funds as well. It was pointed out that seven MCA members have already agreed to underwrite up to \$53,000 of the requested amount if necessary.

ON MOTION duly made and seconded, it was unanimously

VOTED: That the recommendations of the Executive Committee be approved.

(b) Washington Regional Directors Meeting and Reception. General Hull referred to the Regional Directors Meeting to be held in Washington on April 9 and the Governmental reception scheduled for the previous evening. He urged the Directors to supply the staff with the names of Senators and Congressmen from their districts, preferably those holding important posts on Congressional committees, in order that the necessary reception invitations could be sent.

(c) Air Pollution Abatement Committee. The Secretary reported that this Committee urgently needs as a member one who is also an attorney, in view of the proposed legislation in the air pollution abatement field which is expected to

be introduced both in the Congress and in many state legislatures this year. As part of his regular duties, it would be advisable that the attorney have had some experience in counselling his company on legislative matters pertaining to air pollution. Directors whose firms have on their legal staffs an attorney with such experience and who would be willing to serve as a member of the Air Pollution Abatement Committee were urged to get in touch with either General Hull or the Secretary at the earliest possible date.

(d) Federal Legislation. Those present were handed copies of a Federal Legislative Report summarizing action of the Senate and House to date on matters of interest to the chemical industry.

(e) Technical Report. A brief summary covering certain current matters relating to the Association's technical program was distributed to those present.

There being no further business to come before the meeting, it was unanimously resolved to adjourn.

M. F. Crass, Jr.
Secretary

APPROVED: David H. Dawson
Chairman