Lead Industries Association, Inc.
292 Madison Avenue • New York, N.Y. 10017 • Telephone: (212) 679-6020

MINUTES

ANNUAL MEETING

LEAD INDUSTRIES ASSOCIATION, INC.

April 4, 1973

Sheraton-Cadillac Hotel — Detroit, Michigan

As provided in a notice of meeting and agenda mailed to each member on March 13, 1973, the regular Annual Meeting of the members of the Lead Industries Association, Inc., was held on Wednesday, April 4, 1973, at the Sheraton-Cadillac Hotel, Detroit, Michigan. Purpose of the meeting was to elect the Directors of the Association, as well as to transact other business.

CALL TO ORDER

The business session was called to order by the Chairman, Mr. D. Broward Craig.

QUORUM

The Secretary reported that a quorum was present.

APPROVAL OF MINUTES

The Chairman announced that the Minutes of the the previous Annual Meeting had been sent to the members on April 28, 1972, and that no comments had been received. On motion made, seconded and unanimously approved, the Minutes of the meeting, April 6-7, 1972, were approved as written and a copy was ordered filed with the Offical Minutes of the Association.

ANNUAL REPORT

The Chairman displayed a copy of the Annual Report of the Association for 1972, consisting of the Auditor's Report for 1972, a copy of the Annual Meeting Minutes for the regular Annual Meeting, April 6-7, 1972, and a list of the Member Companies of the Association with their addresses. The report was ordered filed with the Offical Minutes of the Annual Meeting.

TREASURER'S REPORT

The Chairman then called upon R. J. O'Hara, the Treasurer of LIA, who gave the Treasurer's Report for the fiscal year 1972. Motion was made, seconded and unanimously approved to accept the Treasurer's Report.

REPORT OF NOMINATING COMMITTEE FOR DIRECTORS

The Chairman called upon Mr. J. Gordon McCullough, Chairman of the Nominating Committee for Directors, to present the slate. Mr. McCullough gave

LIA21314

the following report:

The Nominating Committee for Directors, composed of myself as Chairman and Messrs. R. J. Kenny, J. A. Mardick, J. C. MacLean, and T. M. Smylie, recommend to the Membership the election of the following slate and place their names in nomination:

D. Broward Craig	St. Joe Minerals Corporation
R. O. Braendle	E. I. du Pont de Nemours & Co.
H. T. Fargey	Cominco Ltd.
R. A. Gardiner, Jr.	Gardiner Metal Company
Keith C. Hendrick	Noranda Sales Corporation, Ltd.
Paul C. Henshaw	Homestake Lead Co. of Missouri
Lawrence M. Hermes	Dresser Minerals Division Dresser Industries, Inc.
Robert A. Kenkel	Federated Metals Division American Smelting & Refining Co.
R. J. Kenny	ESB Incorporated
H. A. Krueger	Ozark Lead Company
W. H. Love	Hecla Mining Company
J. C. MacLean	Cominco American Incorporated
J. A. Mardick	NL Industries, Inc.
J. G. McCullough	Amax Lead & Zinc, Inc.
Frank H. Osborn	Broken Hill Associated Smelters Proprietary Ltd.
R. H. Ramsey	Newmont Mining Corp.
T. M. Smylie	Ethyl Corporation
Simon D. Strauss	American Smelting & Refining Co.
Reuben Viener	Hyman Viener & Sons

NUMBER OF DIRECTORS

As required in Section 3.02 of the Association's Bylaws, the Chairman requested that a motion be made to fix the number of Directors for the coming year. Motion was duly made, seconded and approved by the Membership to fix the number of Directors at 19.

ELECTION OF DIRECTORS

There were no nominations from the floor, and it was moved, seconded and unanimously approved that the nominations be closed and that the Secretary be instructed to cast one ballot for the slate as presented by the Nominating Committee.

OTHER BUSINESS: Bylaw Changes

The Chairman then stated that it would be appropriate to amend the Bylaws of the Corporation to reduce the quorum required for meetings of members, and to streamline the procedure for removal of a director to bring this wording in line with the New York State "Not For Profit Corporation" law. After discussion, on motion duly made and seconded, the following resolutions were adopted:

LIA21315

Resolved, that Section 2.05 of the Corporation's Bylaws be amended to read as follows:

> "2.05 Quorum. Except as at the time required by statute, the presence at any meeting of the members, in person or by proxy, of one third of the members entitled to vote shall be necessary and sufficient to constitute a quorum for the transaction of business. In the absence of a quorum, a majority of the members present in person or by proxy and entitled to vote may adjourn the meeting sine die or to another time or place. When a meeting is adjourned to another time or place, no notice need be given if such time or place is announced at the meeting at which the adjournment is taken. At any duly adjourned meeting at which a quorum is present, any business may be transacted which might have been transacted at the meeting as originally called."

Resolved, that Section 3.06 of the Bylaws be amended to read as follows:

> "3.06 Removal. Any director may be removed at any time either for or without cause by the vote of a majority of all the members entitled to vote thereon given at any meeting of the members."

Resolved, that Section 3.07 of the Bylaws be amended to read as follows:

> "3.07 Vacancies. Whenever a vacancy shall occur on the Board of Directors because of the death, resignation or expiration of the term of office of a director who represented a member, such member may fill the vacancy with a new representative appointed by it. In all other cases, vacancies, unless theretofore filled by the members, may be filled by the Board of Directors."

Resolved, that the reference to the "New York Membership Corporation Law" in the first sentence of Section 9.01 be changed to refer to the "New York Not For Profit Corporation Law."

TECHNICAL PROGRAM

The Chairman announced that a technical program would immediately follow the Annual Meeting of Members (listed below):

SESSION

Lead In The Automobile Industry

Chairman: J. C. MacLean

***

Speaker: J. A. Peterson
Director Purchases
Prestolite Battery Div., Eltra Corp.
TITLE: "Outlook for Use of Lead in Automobile and Industrial Batteries"

***

Speaker: H. E. Hesselberg
Vice President & Director of Air Conservation
Ethyl Corporation
TITLE: "Status of Lead in Gasoline"

***

Speaker: P. E. Toth
Supervisor Industrial Hygiene Section
Ford Motor Company
TITLE: "Environmental Considerations on Continued Use of Lead in Automobiles"

SESSION

Joint LIA/ZI Morning Session

Chairman: K. C. Hendrick

***

Speaker: W. W. Marsh
President
American Society of Association Executives
TITLE: "The Association's Role in Lead and Zinc Industry's Future"

***

Speaker: R. A. Kilmarx
Research Principal
Center for Strategic & International Studies
TITLE: "Minerals Policy and World Supply Situation for Lead and Zinc Up to 1980"

SESSION

Joint LIA/ZI Afternoon Session

Chairman: J. C. Duncan

***

LIA21311

Speaker: Vernon Rose
Special Assistant
OSHA
U.S. Department of Labor
TITLE: "Implications of OSHA Regulations on the Lead and Zinc Industry"

***

Speaker: S. F. Radtke
Executive Vice President & Dir. of Research
International Lead Zinc Research Organization, Inc.
TITLE: "Research and Development in the Lead and Zinc Industry Over the Next Ten Years"

***

Speaker: G. C. Gambs
Vice President Special Projects
Ford, Bacon & Davis, Inc.
TITLE: "Implications of Energy Crisis to Lead & Zinc Industry"

***

Speaker: Nick Timenes
Office of Economic Analysis
U.S. Department of the Interior
TITLE: "Implications of Energy Crisis to Lead & Zinc Industry"

A transcript of the above program will be circulated to members.

ADJOURNMENT

In the absence of other matters to come before the meeting, it was duly adjourned April 4, 1973, 11:45 a.m.

Respectfully,

Jerome F. Smith

Jerome F. Smith
Secretary

JFS:lm
Attachments
5/24/73

ANNOUNCEMENT OF ELECTION OF LIA OFFICERS FOR THE YEAR 1973-74

On Thursday, April 5, 1973, the Chairman announced the election of the following Officers by the Board of Directors:

President & Chairman of the Board	-	D. Broward Craig St. Joe Minerals Corporation
Vice Presidents	-	J. G. McCullough Amax Lead & Zinc, Inc.
		J. F. Rittenhouse C & D Batteries
		T. M. Smylie Ethyl Corporation
Executive Vice President	-	Philip E. Robinson Lead Industries Association, Inc./ Zinc Institute, Inc.
Secretary	-	Jerome F. Smith Lead Industries Association, Inc./ Zinc Institute, Inc.
Assistant Secretary	-	Lewis E. Gage Lead Industries Association, Inc./ Zinc Institute, Inc.
Treasurer	-	R. J. O'Hara Amax Lead & Zinc, Inc.
Assistant Treasurer	-	Dorothy L. Moore Lead Industries Association, Inc./ Zinc Institute, Inc.

FUTURE ANNUAL MEETING DATES AND PLACES

The Board of Directors at its regular meeting approved the following dates and places for future Annual Meetings:

DATE	HOTEL	CITY
1974 - April 3-5	The Drake Hotel	Chicago, Illinois
1975 - April 1-3	Royal York Hotel	Toronto, Canada
1976 - April 5-7	Houston Oaks Hotel	Houston, Texas
1977 - April 13-15	(Not Selected)	Chicago, Illinois