

MINUTES OF A SPECIAL MEETING  
OF  
RIVER SMELTING & REFINING COMPANY

A special meeting of the Board of Directors of River Smelting & Refining Company was held at the office of National Lead Company, 111 Broadway, New York City, New York, at ten o'clock A.M., on Thursday, January 30, 1919.

There were present Messrs. E. J. Cornish, Edwin S. Webster, Leonard B. Buchanan and J. A. Caselton, Directors, and Messrs. Henry A. Wentworth, John R. Wettstein and G. W. Thompson, by invitation.

The President, Mr. E. J. Cornish, acted as Chairman of the meeting, and Mr. J. A. Caselton acted as Secretary of the meeting.

Mr. Wentworth, who made an inspection of the Florence, Colorado and Keokuk, Iowa Plants of this Company in December, 1918, as consultant, and made a report thereon under date of January 5, 1919, was present at the meeting to answer questions propounded by the Directors, which were not fully explained in his written report.

Mr. Wentworth announced that all of the repairs and improvements authorized for the Florence, Colorado Plant at a Directors' meeting held on August 2, 1918, had been completed and in operation since October, and that the operating costs and metallurgical results expected to result from such repairs and improvements had been fully attained.

He also announced that the repairs and improvements authorized for the Keokuk, Iowa Plant at a Directors' meeting held on August 2, 1918, were well under way and that they would be completed about March 1st. While no actual results have been obtained from the Keokuk repairs and improvements, he stated that there was no reason at this time to believe that the operating costs and metallurgical results which it was estimated will result therefrom will not be fully accomplished.

Mr. Wentworth also stated that the Managers of both of the Plants hold with him full confidence in the ultimate success of the process.

He also announced that the present experimental Plants, being of such small capacity, could not be expected to operate on a profitable basis. He estimated that to continue the operation of the present Plants until June 30, 1919, the losses will amount to \$26,000.00 to \$35,000.00, and he strongly recommended that the operation of the Plants be continued until June 30, 1919, so that actual results may be obtained from the repairs and improvements about to be completed at the Keokuk Plant.

Upon motion, duly seconded, it was resolved to continue the operation of both the Florence and Keokuk Plants until such time as a practical demonstration run can be obtained at the Keokuk Plant with the repairs and improvements now under way, completed.

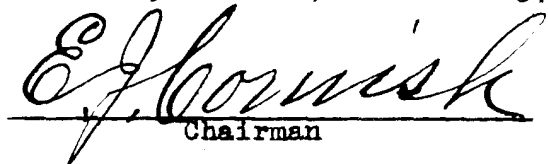
The financial status of the Company was considered. There appeared to be required approximately \$55,000.00 to put the Company on proper financial basis as of December 31, 1918. This in addition to \$50,000.00 of the amount which the Officers were authorized at the Directors' meeting on August 2, 1918, to borrow and which had not been borrowed to this date. There is also needed \$2,000.00 for the purchase of chemicals required at the Keokuk Plant when the repairs and improvements are put into operation.

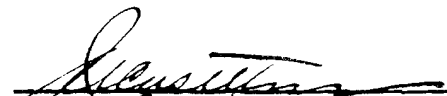
According to Mr. Wentworth's estimate there will also be required from \$26,000.00 to \$35,000.00 to cover operating losses to June 30, 1919.

On motion, duly seconded, it was resolved that the Officers be authorized to borrow not to exceed \$92,000.00 on the Company's notes to cover the requirements as above outlined; this in addition to the balance of \$50,000.00 authorized at the Directors' meeting held on August 2, 1918.

It was the sense of the meeting that the operation of the Company's Plants should be continued on a practical and economical basis, with the understanding that the whole question will be taken up for re-consideration at such time as, in the judgment of the Board, it may be deemed advisable.

There being no further business presented, the meeting, on motion, adjourned.

  
Chairman

  
Secretary.