

CLUTCH FACING AND BRAKE LINING STANDARDS INSTITUTE, INC.
370 LEXINGTON AVENUE, NEW YORK 17, NEW YORK

FIRST ANNUAL MEETING

OF THE

CLUTCH FACING AND BRAKE LINING STANDARDS INSTITUTE, INC.

NOW KNOWN AS

FRICTION MATERIALS STANDARDS INSTITUTE, INC.

THURSDAY, JUNE 23RD, 1949 AT 10 A.M.

AT THE

HOTEL COMMODORE, NEW YORK, N. Y.

THE PRESIDENT CALLED THE MEETING TO ORDER AT 10.00 A.M. AND ACTED AS CHAIRMAN.

MR. STICKLES WAS REQUESTED TO ACT AS SECRETARY.

THE CHAIRMAN CALLED UPON THE ACTING SECRETARY TO CALL THE ROLL AND REPORT THE NUMBER OF PERSONS PRESENT IN PERSON OR BY PROXY.

THE ACTING SECRETARY ANNOUNCED THAT THERE WERE SIX MEMBERS PRESENT IN PERSON AND FIVE REPRESENTED BY PROXY AS FOLLOWS:

MEMBER

FIBRE & METAL PRODUCTS, INC.
GRIZZLY MANUFACTURING COMPANY
LASCO BRAKE PRODUCTS CORPORATION, LTD.
MARSHALL-ECLIPSE DIVISION,
BENDIX AVIATION CORPORATION
MOLDED MATERIALS DIVISION,
CARLISLE CORPORATION
RAYBESTOS-MANHATTAN, INC.
RUSSELL MANUFACTURING COMPANY
SCANDINAVIA BELTING COMPANY
SOUTHERN FRICTION MATERIALS COMPANY
WELLMAN COMPANY, THE S. K.
WORLD BESTOS CORPORATION

REPRESENTATIVE

BEN FREIBAUM (PROXY)
JOSEPH G. BROWN
WILLIAM H. DUNN (PROXY)
WRIGHT TISDALE (PROXY)

GEORGE E. RITTER

FRANK MILLER
AMOR P. SMITH
VINCENT A. SPINA
WILLIAM H. DUNN (PROXY)
T. A. NOVOTNEY (PROXY)
DONALD H. SPICER

OTHERS PRESENT

RAYBESTOS-MANHATTAN, INC.
RUSSELL MANUFACTURING COMPANY

WILLIAM H. DUNN
LEO S. SULLIVAN
LESTER D. STICKLES
(LEGAL COUNSEL)

THE CHAIRMAN THEREUPON ANNOUNCED THAT A QUORUM OF THE MEMBERSHIP WAS PRESENT.

THE CHAIRMAN THEN APPOINTED MESSRS. BROWN, SPINA AND SPICER AS THE NOMINATING COMMITTEE TO PRESENT NOMINATIONS FOR THE ELECTION OF THE MEMBERS TO THE BOARD OF DIRECTORS.

ON THE REPORT OF THE OFFICERS, THE PRESIDENT INFORMED THE MEETING THAT THE SOLE AND SINGLE PURPOSE OF THE INSTITUTE WAS TO SEE THAT SERVICE WAS RENDERED TO THE MEMBERS BY THE PUBLICATION OF THE DATA BOOK, ALONG WITH BULLETINS PERTAINING

THERETO, AND SERVICES RENDERED TO THE MEMBERS BY THE STAFF OF THE INSTITUTE CONCERNING PARTICULAR INFORMATION AS TO SIZES AND SPECIFICATIONS. HE FURTHER REQUESTED FULL COOPERATION OF ALL MEMBERS TOWARD THE END OF MAKING THIS SERVICE OUTSTANDING.

THE TREASURER THEN PRESENTED HIS REPORT AND SHOWED A BALANCE IN THE BANK AS OF JUNE 23RD, 1949 OF \$3, 041.73. HE THEN PRESENTED A GENERAL STATEMENT AS TO THE ITEMS OF EXPENSE FOR THE ENSUING YEAR, AND FURTHER REQUESTED THAT HE BE GIVEN THE AUTHORITY TO EXPEND \$150 TO HAVE THE BOOKS OF THE INSTITUTE AUDITED. IN ADDITION HE REQUESTED THAT A PROPOSED BUDGET BE PREPARED COVERING THE FIRST QUARTER OF THE ENSUING YEAR AND THAT IT BE SENT TO THE MEMBERS FOR THEIR CONSIDERATION AND APPROVAL. AFTER DISCUSSION, UPON MOTION DULY MADE, SECONDED AND UNANIMOUSLY PASSED, IT WAS

RESOLVED, THAT THE TREASURER'S REPORT BE ACCEPTED AS WRITTEN AND THAT HE SHALL BE AUTHORIZED TO EXPEND \$150.00 FOR THE AUDIT OF THE BOOKS OF THE INSTITUTE FOR THE ENSUING YEAR AND THAT HE PREPARE A TENTATIVE BUDGET COVERING THE FIRST QUARTER OF THE YEAR, WHICH HE WILL SEND TO THE MEMBERSHIP FOR THEIR CONSIDERATION AND APPROVAL.

MR. DUNN, AS CHAIRMAN OF THE DATA BOOK COMMITTEE, REPORTED THAT AT A MEETING OF THE COMMITTEE HE WAS AUTHORIZED TO CONTRACT FOR THE PRINTING OF THE DATA BOOK. THIS CONTRACT WAS PREPARED FOR 75,000 COPIES OF THE SAME AND THE ORDER WAS PLACED WITH THE CAREY PRESS OF NEW YORK CITY, WHO WERE THE LOW BIDDERS FOR THE WORK. UPON MOTION DULY MADE, SECONDED AND UNANIMOUSLY PASSED, IT WAS

RESOLVED, THAT THE CONTRACT WITH THE CAREY PRESS FOR THE PUBLICATION OF 75, 000 COPIES OF THE DATA BOOK IS HEREBY RATIFIED AND APPROVED.

MR. STICKLES WAS THEN CALLED UPON BY THE CHAIRMAN TO REPORT AS COUNSEL UPON THE DISSOLUTION OF THE BRAKE LINING MANUFACTURERS' ASSOCIATION, INC. AND THE ACQUISITION OF THE ASSETS BY THE INSTITUTE. THE MEETING WAS INFORMED THAT ON SEPTEMBER 23RD, 1948 BRAKE LINING MANUFACTURERS' ASSOCIATION, INC. WAS OFFICIALLY DISSOLVED. THE BOARD OF DIRECTORS ACTING AS TRUSTEES IN WINDING UP THE BUSINESS OF THE ASSOCIATION ATTEMPTED TO PRESERVE THE DATA BOOK INFORMATION BY KEEPING IT UP-TO-DATE AS FAR AS POSSIBLE. ON APRIL 27TH, 1949 A MEETING OF THE SAID BOARD OF DIRECTORS OF BLMA IN DISSOLUTION WAS HAD, AT WHICH TIME AN OFFER WAS MADE ON BEHALF OF THE INSTITUTE TO PURCHASE THE ASSETS OF THE ASSOCIATION WITH THE EXCEPTION OF THE CASH ON HAND AND U. S. SAVINGS BONDS, FOR THE SUM OF \$14,000. THIS OFFER BY THE INSTITUTE WAS ACCEPTED BY THE BOARD OF DIRECTORS OF BRAKE LINING MANUFACTURERS' ASSOCIATION, INC., ACTING AS TRUSTEES IN THE DISSOLUTION OF THE ASSOCIATION. AN ASSIGNMENT OF ALL COPYRIGHTS ISSUED TO BRAKE LINING MANUFACTURERS' ASSOCIATION, INC. FROM THE INCEPTION OF THE PUBLICATION OF THE DATA BOOK TO DATE WAS MADE TO THE INSTITUTE AND A BILL OF SALE WAS ALSO EXECUTED BY THE OFFICERS OF BRAKE LINING MANUFACTURERS' ASSOCIATION, INC. TRANSFERRING THE FIXTURES AND OTHER ASSETS TO THE INSTITUTE. IN COMPLETING THE TRANSACTION THE INSTITUTE ASSUMED A POSSIBLE CONTINGENT LIABILITY OF THE BRAKE LINING MANUFACTURERS' ASSOCIATION, INC. IN THE MAXIMUM PRINCIPAL SUM OF \$2,500.00. THE LIQUIDATION OF THE BRAKE LINING MANUFACTURERS' ASSOCIATION, INC. WAS COMPLETED AS OF APRIL 30TH, 1949. IT WAS FURTHER DISCLOSED THAT THE CONSIDERATION OF \$14,000 PLUS CASH ON HAND AND U. S. SAVINGS BONDS IN ITS POSSESSION, WAS SUFFICIENT TO ALLOW THE BRAKE LINING MANUFACTURERS' ASSOCIATION, INC. TO PAY OFF ITS OBLIGATION AND END UP WITH NOTHING IN THE

TREASURY, AND FURTHER THAT THIS \$14,000 WAS RAISED FROM MEMBERS OF THE INSTITUTE BY ASSESSMENT AND PAID TO THE OLD ASSOCIATION.

THE BOARD OF DIRECTORS AT A SPECIAL MEETING HAD AUTHORIZED THE OFFER ABOVE SET FORTH FOR THE ASSETS OF THE BRAKE LINING MANUFACTURERS' ASSOCIATION, INC. AND THE CHAIRMAN REQUESTED THAT THE RESOLUTIONS PASSED BY THE BOARD OF DIRECTORS BE PRESENTED TO THE MEETING IN ORDER THAT THE MEMBERSHIP WOULD HAVE AN OPPORTUNITY OF RATIFYING THE SAME.

THE ACTING SECRETARY READ THE SAID RESOLUTIONS AND THEY WERE ACTED UPON IN THE FOLLOWING ORDER.

UPON MOTION DULY MADE, SECONDED AND UNANIMOUSLY PASSED THE FOLLOWING RESOLUTIONS ADOPTED AT THE SPECIAL MEETING OF THE BOARD OF DIRECTORS ON APRIL 27TH, 1949, WERE RATIFIED AND CONFIRMED:

WHEREAS, BLMA HAS FOR A NUMBER OF YEARS PUBLISHED A DATA BOOK WHICH HAS BEEN AN IMPORTANT FACTOR IN STANDARDIZING SPECIFICATION AND SIZES IN THE INDUSTRY; AND

WHEREAS, SAID BLMA IS NOW IN DISSOLUTION AND HAS DISCONTINUED THE PUBLICATION OF THE DATA BOOK; AND

WHEREAS, IT IS THE CONSENSUS OF OPINION OF THIS BOARD OF DIRECTORS THAT THE INTEREST OF THE MEMBERS OF THE INSTITUTE AND THE INDUSTRY AT LARGE WILL BEST BE SERVED BY PURCHASING THE PUBLICATION RIGHTS TO THE DATA BOOK AND CONTINUING ITS PUBLICATION; AND

WHEREAS, THE PRESIDENT OF THE INSTITUTE HAS MADE AN OFFER ON THE INSTITUTE'S BEHALF FOR THE PURCHASE OF CERTAIN OF THE ASSETS OF BLMA, INCLUDING PUBLICATION RIGHTS TO THE DATA BOOK; AND

WHEREAS, THE ASSOCIATION HAS ACCEPTED THE OFFER OF THE INSTITUTE WITH THE CONDITION THAT THE INSTITUTE SAVE HARMLESS THE MEMBERS OF THE BOARD OF DIRECTORS OF THE ASSOCIATION, IN DISSOLUTION, OF AND FROM ANY LIABILITIES OF THE ASSOCIATION NOT NOW PROVIDED FOR, UP TO AN AGGREGATE PRINCIPAL SUM OF \$2,500;

NOW THEREFORE, BE IT

RESOLVED, THAT IT IS TO THE BEST INTERESTS OF THE MEMBERS OF THE INSTITUTE AND OF THE INDUSTRY AT LARGE THAT CERTAIN ASSETS OF BLMA, IN DISSOLUTION, AS SET FORTH ABOVE, BE ACQUIRED; AND BE IT FURTHER

RESOLVED, THAT THE OFFICERS OF THE INSTITUTE BE AND THEY HEREBY ARE AUTHORIZED AND DIRECTED ON BEHALF OF THE INSTITUTE TO PURCHASE ALL OF THE ASSETS OF BLMA, IN DISSOLUTION, WITH THE EXCEPTION OF CASH IN BANK AND INVESTMENTS, AND INCLUDING ALL RIGHTS TO THE DATA BOOK, FOR THE SUM OF FOURTEEN THOUSAND (\$14,000) DOLLARS, AND WITH THE FURTHER PROVISION THAT THIS INSTITUTE SAVE HARMLESS THE MEMBERS OF THE BOARD OF DIRECTORS OF THE ASSOCIATION, IN DISSOLUTION, OF AND FROM ANY LIABILITIES OF THE ASSOCIATION, PAYMENT OF WHICH HAS NOT BEEN FULLY PROVIDED FOR, UP TO AN AGGREGATE PRINCIPAL SUM OF \$2,500; AND BE IT FURTHER

RESOLVED, THAT THE TREASURER OF THE INSTITUTE UPON DELIVERY TO THE INSTITUTE OF THE ASSETS ACCOMPANIED BY INSTRUMENTS OF TRANSFER AND ASSIGNMENT IN A FORM APPROVED BY COUNSEL TO THE INSTITUTE, SHALL PAY TO BLMA THE SUM OF FOURTEEN THOUSAND (\$14,000) DOLLARS; AND BE IT FURTHER

RESOLVED, THAT THE PRESIDENT OF THE INSTITUTE BE AND HE HEREBY IS AUTHORIZED TO EXECUTE AN INSTRUMENT WHEREBY THE INSTITUTE SAVES HARMLESS THE MEMBERS OF THE BOARD OF DIRECTORS OF THE ASSOCIATION, IN DISSOLUTION, OF AND FROM ANY LIABILITIES OF THE ASSOCIATION NOT NOW PROVIDED FOR, UP TO A MAXIMUM AGGREGATE SUM OF \$2,500.

RESOLVED, THAT THE ACTION OF THE PRESIDENT IN LEVYING AN ASSESSMENT UNDER DATE OF MARCH 23, 1949, AND A SUPPLEMENTAL ASSESSMENT UNDER DATE OF APRIL 20, 1949, IN ACCORDANCE WITH THE PROVISIONS OF SECTION 2 OF ARTICLE VIII AND SECTION 3 OF ARTICLE IX OF THE CONSTITUTION, FOR THE PURPOSE OF RAISING THE NECESSARY FUNDS WITH WHICH TO PURCHASE THE ASSETS OF BLMA, IN DISSOLUTION, BE AND THE SAME HEREBY IS APPROVED, RATIFIED AND CONFIRMED.

RESOLVED, THAT THE INSTITUTE PUBLISH A NEW EDITION OF THE DATA BOOK UNDER THE NAME FRICTION MATERIALS DATA BOOK, WITH PUBLICATION DATE OF JUNE 1, 1949, OR AS SOON THEREAFTER AS PRINTING AND DISTRIBUTION CAN BE ACCOMPLISHED, AND IT IS FURTHER

RESOLVED, THAT THE TREASURER OF THE INSTITUTE BE AND HE HEREBY IS AUTHORIZED AND DIRECTED TO ENTER INTO A CONTRACT, ON BEHALF OF THE INSTITUTE, FOR THE PRINTING OF THE NEW DATA BOOK, WITH SUCH PRINTING COMPANY AS HE MAY IN HIS DISCRETION SELECT.

RESOLVED, THAT MR. VINCENT A. SPINA BE AND HE HEREBY IS APPOINTED A COMMITTEE OF ONE TO TAKE SUCH STEPS AS HE DEEMS NECESSARY TO ANNOUNCE IN APPROPRIATE TRADE JOURNALS AND OTHER MEDIA, THE ORGANIZATION OF THE NEW INSTITUTE.

RESOLVED, THAT THE OFFICERS OF THE INSTITUTE BE AND THEY HEREBY ARE AUTHORIZED AND DIRECTED TO TAKE OVER THE PREMISES NOW OCCUPIED BY BLMA AT 370 LEXINGTON AVENUE, NEW YORK 17, NEW YORK, AND TO PAY THEREFOR TO THE LANDLORD THE RENT OF \$149.50 PER MONTH.

RESOLVED, THAT THE OFFICERS OF THE INSTITUTE BE AND THEY HEREBY ARE DIRECTED TO PRESENT AT THE NEXT MEETING OF THE MEMBERSHIP A RESOLUTION AMENDING SECTION 1 OF ARTICLE IX OF THE CONSTITUTION SO AS TO READ AS FOLLOWS:

"SECTION 1, INITIATION FEE." THE INITIATION FEE PAYABLE UPON ADMISSION TO THE INSTITUTE SHALL BE \$1,000.00, EXCEPT THAT ANY MEMBER ELECTED TO MEMBERSHIP AS A CHARTER MEMBER BY THE INCORPORATORS AT THEIR FIRST MEETING, OR ANY MEMBER ELECTED TO MEMBERSHIP ON OR BEFORE JUNE 6TH, 1949, SHALL NOT BE REQUIRED TO PAY ANY INITIATION FEE."

RESOLVED, THAT AN ASSESSMENT BE LEVIED IN THE AMOUNT OF \$4,500.00 AND IN THE RATIO PRESCRIBED UNDER SECTION 2 OF ARTICLE IX OF THE CONSTITUTION, FOR THE PURPOSE OF CARRYING ON THE WORK OF THE INSTITUTE FOR THE BALANCE OF THE FISCAL YEAR ENDING JUNE 30, 1949, AND IT WAS FURTHER

RESOLVED, THAT THE TREASURER OF THE INSTITUTE BE AND HE HEREBY IS AUTHORIZED AND DIRECTED TO SEND OUT APPROPRIATE NOTICES OF ASSESSMENT TO EACH INDIVIDUAL MEMBER COVERING HIS PROPORTIONATE SHARE.

THE QUESTION AS TO WHETHER OR NOT THE DATA BOOK INFORMATION WOULD BE AVAILABLE FOR ANY CONCERNS NOT MEMBERS OF THE INSTITUTE WAS PRESENTED AND AFTER A LENGTHY DISCUSSION THE FOLLOWING RESOLUTION WAS DULY PRESENTED, SECONDED AND UNANIMOUSLY PASSED:

RESOLVED, THAT THE DATA BOOK INFORMATION PUBLISHED OR UNPUBLISHED, OR ANY SERVICES RENDERED THEREWITH BY THE STAFF OR THE MEMBERS OF THE INSTITUTE, WILL NOT BE FURNISHED TO ANY INDIVIDUAL, CORPORATION OR FIRM OUTSIDE THE MEMBERSHIP OF THE INSTITUTE EITHER GRATUITOUSLY OR FOR A CONSIDERATION, EXCEPT THAT COMPLIMENTARY COPIES OF THE DATA BOOK MAY BE FURNISHED TO INDIVIDUALS AND FIRMS APPROVED BY THE DATA BOOK COMMITTEE.

THE QUESTION AS TO THE PROPOSED CHANGE OF NAME OF THE INSTITUTE WAS THEN PRESENTED FOR CONSIDERATION AND AFTER DISCUSSION, THE FOLLOWING RESOLUTION WAS PRESENTED, SECONDED AND UNANIMOUSLY PASSED:

RESOLVED, THAT IT IS TO THE BEST INTERESTS OF THE INSTITUTE THAT ITS NAME BE CHANGED TO FRICTION MATERIALS STANDARDS INSTITUTE, INC., AND BE IT FURTHER

RESOLVED, THAT THE OFFICERS OF THE INSTITUTE BE, AND THEY HEREBY ARE, AUTHORIZED TO APPLY TO THE SECRETARY OF THE STATE OF NEW YORK, IN FORM APPROVED BY COUNSEL, FOR THE PURPOSE OF ACCOMPLISHING THE CHANGE OF NAME ABOVE SET FORTH.

THE NOMINATING COMMITTEE WAS ASKED BY THE CHAIRMAN TO REPORT PRIOR TO THE HOLDING OF THE ELECTION OF DIRECTORS. THE CHAIRMAN OF THE SAID COMMITTEE PRESENTED THE COMMITTEE'S REPORT AND NOMINATED THE FOLLOWING FOR MEMBERS OF THE BOARD:

THOMAS L. GATKE - DIRECTOR AT LARGE

CLASS I, TWO YEAR TERM - FRANK MILLER
CLASS II, " " " - FRED WEYBURNE
CLASS III, " " " - G. E. RITTER

CLASS I, ONE YEAR TERM - JOSEPH BROWN
CLASS II, " " " - AMOR P. SMITH
CLASS III, " " " - VINCENT SPINA

THE CHAIR CALLED FOR NOMINATIONS FROM THE FLOOR AND THERE WERE NONE PRESENTED. UPON MOTION DULY MADE, SECONDED AND UNANIMOUSLY ADOPTED, IT WAS

RESOLVED, THAT THE ACTING SECRETARY CAST ONE BALLOT EACH FOR MR. GATKE MR. MILLER, MR. WEYBURNE, MR. RITTER, MR. BROWN, MR. SMITH AND MR. SPINA, TO BE MEMBERS OF THE BOARD OF DIRECTORS IN ACCORDANCE WITH THE PROVISIONS OF THE CONSTITUTION AND BY-LAWS.

THE ACTING SECRETARY ANNOUNCED TO THE MEETING THAT HE HAD CAST ONE VOTE EACH FOR THE RESPECTIVE NOMINEES AND THE CHAIR ANNOUNCED THAT THEY HAD BEEN DULY ELECTED MEMBERS OF THE BOARD OF DIRECTORS.

(AT THIS POINT LUNCHEON RECESS WAS TAKEN)

THE MEETING WAS RESUMED AT 1:30 P.M.

THE QUESTION AS TO THE CONTINUATION OF FURNISHING COPIES OF THE DATA BOOK TO CERTAIN INDIVIDUALS EMPLOYED BY CAR, CLUTCH AND BRAKE MANUFACTURERS, WHO ASSISTED IN ASSEMBLING OF DATA BOOK INFORMATION WAS FULLY DISCUSSED AND UPON MOTION DULY MADE, SECONDED AND UNANIMOUSLY ADOPTED, IT WAS

RESOLVED, THAT THE DATA BOOK COMMITTEE ESTABLISH AN APPROVED LIST OF CAR, CLUTCH AND BRAKE MANUFACTURERS, BOTH AS TO COMPANIES AND INDIVIDUALS TO WHICH COMPLIMENTARY COPIES OF THE DATA BOOK BE SENT, TOGETHER WITH A LETTER FROM THE PRESIDENT OF THE INSTITUTE.

THE QUESTION AS TO WHAT HEADING WOULD BE USED IN DESIGNATING NUMBERS FOR DATA BOOK PUBLICATION WAS DISCUSSED AND UPON MOTION DULY MADE, SECONDED AND UNANIMOUSLY PASSED, IT WAS

RESOLVED, THAT THE LETTERS FIB BE USED IN ALL REFERENCE TO THE DATA BOOK INFORMATION.

CONSIDERATION WAS NEXT GIVEN TO THE REQUEST OF THE CANADIAN BLMA TO BECOME A MEMBER OF THE INSTITUTE. AFTER DISCUSSION THE FOLLOWING RESOLUTION WAS DULY MADE, SECONDED AND UNANIMOUSLY PASSED:

RESOLVED, THAT THE APPLICATION OF THE CANADIAN BLMA FOR MEMBERSHIP IN THE INSTITUTE BE REFERRED TO THE NEW BOARD OF DIRECTORS FOR INVESTIGATION AND REPORT BACK TO THE MEMBERSHIP AS TO ITS FINDINGS.

THE QUESTION AS TO THE METHOD OF RAISING DUES AND ASSESSMENTS WAS THEN FULLY DISCUSSED, AND IT WAS THE CONSENSUS OF OPINION OF THOSE PRESENT THAT THE NEW BOARD OF DIRECTORS SHOULD CONSIDER THE ENTIRE SITUATION AS TO DUES AND ASSESSMENTS AND REPORT ITS FINDINGS TO THE MEMBERSHIP FOR ACTION.

A LETTER FROM THE INLAND MANUFACTURING DIVISION OF GENERAL MOTORS CORPORATION, DATED JUNE 6TH, 1949 WAS READ BY THE ACTING SECRETARY, UPON REQUEST OF THE CHAIRMAN. THIS COMMUNICATION REFERRED TO A DECLARATION POLICY OF THE INSTITUTE. AFTER A PROLONGED DISCUSSION THE FOLLOWING RESOLUTION WAS DULY PRESENTED, SECONDED AND UNANIMOUSLY ADOPTED:

WHEREAS, THIS INSTITUTE IS DEDICATED TO THE PUBLIC SERVICE AND DEVOTED TO THE RENDERING OF TECHNICAL ASSISTANCE TO ITS MEMBERS; AND

WHEREAS, THESE PURPOSES OF THE INSTITUTE CAN BEST BE ACCOMPLISHED THROUGH THE COOPERATIVE EFFORTS OF ALL OF THE MEMBERS OF THE INDUSTRY; AND

WHEREAS, IT IS THE CONSENSUS OF OPINION OF THE MEMBERS OF THE INSTITUTE GATHERED AT THIS ITS FIRST ANNUAL MEETING THAT A CLEAR STATEMENT OF PURPOSES AND ACTIVITIES BE ADOPTED;

NOW, THEREFORE, BE IT

RESOLVED. THAT THE OBJECT OF THIS INSTITUTE IS TO RENDER TECHNICAL ASSISTANCE TO ITS MEMBERS THROUGH THE PUBLICATION OF DATA RELATING TO DETAILED SPECIFICATIONS OF BRAKES AND CLUTCHES; BY SUPPLYING TO THEM ENGINEERING DATA AS TO SIZES, TYPES AND DRILLING PATTERNS WHERE REQUIRED OF BRAKE LININGS AND CLUTCH FACINGS AS FURNISHED BY CAR, IMPLEMENT, BRAKE AND CLUTCH MANUFACTURERS. THIS INFORMATION AND DATA TO BE SUPPLIED TO MEMBERS IN THE FORM OF BLUE PRINT SPECIFICATION, DATA BOOK PUBLICATIONS AND SPECIAL BULLETINS; AND BE IT FURTHER

RESOLVED, THAT THE FOREGOING OBJECT SHALL BE ACCOMPLISHED THROUGH THE FOLLOWING ACTIVITIES;

- (1) BY MAINTAINING A SMALL STAFF FOR THE PURPOSE OF COLLECTING DETAILED SPECIFICATIONS RELATING TO FRICTION MATERIALS TO BE USED IN CONJUNCTION WITH BRAKES, CLUTCHES AND OTHER EQUIPMENT.
- (2) BY HAVING SUCH STAFF EDIT AND ARRANGE THE TECHNICAL DATA FOR PUBLICATION AND DISTRIBUTION TO MEMBERS.
- (3) BY PUBLISHING PERIODIC EDITIONS OF THE FRICTION MATERIALS DATA BOOK CONTAINING THE TECHNICAL AND ENGINEERING DATA ASSEMBLED BY ITS STAFF AND PUBLISHING FROM TIME TO TIME SUPPLEMENTS AND BULLETINS TO SUCH ANNUAL DATA BOOK IN ACCORDANCE WITH THE REQUIREMENTS OF THE MEMBERS

- (4) TO MAKE AVAILABLE THE DATA BOOK, BLUE PRINTS AND BULLETINS TO MEMBERS OF THE INSTITUTE; AND BE IT FURTHER

RESOLVED, THAT THE FOREGOING SHALL CONSTITUTE THE SOLE OBJECT AND ACTIVITIES OF THE INSTITUTE AND THAT THE DIRECTORS AND OFFICERS ARE HEREBY RESTRICTED FROM DEVIATING FROM OR EXTENDING THE FOREGOING OBJECT AND ACTIVITIES WITHOUT THE PRIOR CONSENT OF THE MEMBERSHIP GIVEN AT A MEETING PROPERLY CALLED FOR THAT PURPOSE.

IT WAS STATED THAT IT WOULD BE ESSENTIAL TO SEND OUT STATEMENTS COVERING DUES FOR THE FIRST QUARTER, IN VIEW OF THE FACT THAT A FULL BUDGET HAD NOT BEEN PRESENTED FOR CONSIDERATION BY THE MEMBERSHIP, AND UPON MOTION DULY MADE, SECONDED AND UNANIMOUSLY PASSED, IT WAS

RESOLVED, THAT THE DUES FOR THE FIRST QUARTER OF THE ENSUING YEAR FOR MEMBERSHIP BE ARRIVED AT BY THE SAME FORMULA AS THAT USED IN FIXING THE ASSESSMENT THAT WAS PAID BY MEMBERS OF THE INSTITUTE FOR THE PURCHASE OF THE ASSETS OF THE BRAKE LINING MANUFACTURERS' ASSOCIATION, INC.

THE QUESTION AS TO WHETHER OR NOT THE INSTITUTE WOULD MAKE ANY CONTRIBUTIONS TO THE PUBLIC ROADS ADVISORY COMMITTEE OR THE NATIONAL SAFETY COUNCIL WAS DISCUSSED, AND UPON MOTION DULY MADE, SECONDED AND UNANIMOUSLY ADOPTED, IT WAS

RESOLVED, THAT THE QUESTION OF CONTRIBUTIONS BE REFERRED TO THE NEW BOARD OF DIRECTORS FOR THEIR DETERMINATION AND WITH THE POWER TO ACT THEREON FOR THE INSTITUTE.

UPON THE REQUEST OF THE CHAIRMAN THE ACTING SECRETARY THEN READ A LETTER FROM ASBESTOS MANUFACTURING COMPANY, DATED JUNE 6TH, 1949, TENDERING ITS RESIGNATION AS A MEMBER OF THE INSTITUTE TO TAKE EFFECT IMMEDIATELY. THIS COMMUNICATION WAS REFERRED TO THE NEW BOARD OF DIRECTORS FOR CONSIDERATION AS TO WHETHER OR NOT THE REQUIREMENTS OF THE CONSTITUTION AND BY-LAWS OF THE INSTITUTE HAD BEEN COMPLIED WITH, AND WITH AUTHORITY TO ACT UPON THE REQUEST. FURTHER LETTERS FROM ASBESTOS MANUFACTURING COMPANY UNDER DATE OF JUNE 16TH, (2) AND JUNE 17TH, REQUESTING PARTICULAR INFORMATION ABOUT SPECIFICATIONS AND BRAKE LININGS WERE THEN READ.

MR. STICKLES, AS COUNSEL WAS REQUESTED TO REPORT ON THE APPLICATION FOR THE ADOPTION OF RULES OF FAIR PRACTICE, NOW PENDING BEFORE THE FEDERAL TRADE COMMISSION. AFTER A REPORT WAS PRESENTED, AND THE MATTER FULLY DISCUSSED, UPON MOTION DULY MADE, SECONDED AND UNANIMOUSLY ADOPTED, IT WAS

RESOLVED, THAT NO FURTHER ACTION BE TAKEN BY THE INSTITUTE FOR HAVING CONFERENCES TOWARD THE END OF ADOPTING RULES OF FAIR PRACTICE.

THERE BEING NO FURTHER BUSINESS TO COME BEFORE THE MEETING, UPON MOTION DULY MADE AND SECONDED, IT WAS

A D J O U R N E D

LESTER D. STICKLES
(ACTING SECRETARY)