

Buchanan Room, The Greenbrier
White Sulphur Springs, West Virginia
Wednesday, June 8, 1966

Mr. Brown called the meeting to order at 5:00 P.M. (EDT).

There were present:

Chester M. Brown	John L. Gillis
David H. Dawson	Wm. P. Marsh, Jr.
George H. Decker	Kenneth Rush
J. Robert Fisher	Robert B. Semple
Carl A. Gerstacker	Harry B. Warner
M. F. Crass, Jr.	

General Counsel: Lloyd Symington

Present by Invitation: Ralph K. Gottshall
Charles S. Munson

1. Report of the Secretary-Treasurer. Mr. Crass stated that the firm of Bond, Beebe, Bond and Bond had completed its independent audit of the Association's books on June 3 and had found the financial status and records of the Association to be satisfactory in all respects. Copies will be made available to the Association's officers and a summarization will be included in the informal report to be presented before the membership the next day.

Total income for the year was \$1,303,745, approximately 5.5% more than anticipated. Programed expenditures totaled \$1,199,760, approximately 2% or \$25,000 less than the \$1,220,730 budget. Excess of income over expense came to about \$103,000 which was reduced to \$48,000 after payment of the Employees' Pension Plan's unfunded liability of approximately \$56,000. Assets at the close of the year totaled \$983,620, up 11% from the previous year.

2. Amendment of the By-Laws. Present wording of Section 1 of Article V of the By-Laws provides that the President shall be a member of the Board of Directors. Present wording of Section 3 of the same Article provides that he be elected as a Director for a term of three years and reelected at the expiration of each three years in office. This appears to be redundant, and it would seem desirable to elect eleven Directors with the exception of the President each year and increase to thirty-four the total number of Directors making up the Board. Under such proposal, the President would automatically become a Director following his annual election to the presidency.

ON MOTION duly made and seconded, it was

VOTED: That the foregoing proposal to amend Sections 1 and 3 of Article V of the By-Laws be presented to the Board of Directors later in the day, with a recommendation for affirmative action.

3. Report of the Nominating Committee. Supplementing the report which he made in behalf of his committee at the May 10, 1966 meeting, Mr. Gillis presented the following slate of Directors, all for three-year terms, for submittal to and action by the membership at the 94th Annual Business Meeting the next day.

Donald K. Ballman, Vice President, The Dow Chemical Company
John Brooks, President, Celanese Corporation
E. E. Chipman, Chairman of the Board and President,
Productol Chemical Corporation
John L. Christian, Vice President, Monsanto Company
M. R. Clapp, President, The Lubrizol Corporation
L. K. Eilers, Executive Vice President, Eastman Kodak Company
Irb H. Fooshee, Executive Vice President, Allied Chemical
Corporation
John J. Powers, Jr., President, Chas. Pfizer & Co., Inc.
Edward R. Rowley, President, Titanium Metals Corporation
of America, Subsidiary of National Lead Company
Charles H. Rybolt, President, Wallace & Tiernan, Inc.
Thomas M. Ware, Chairman, International Minerals &
Chemical Corporation

4. 94th Annual Meeting of the Association. The Secretary-Treasurer reported that as of that day, 954 registrants from 176 firms were expected at the Annual Meeting. He described arrangements briefly and stated that a firm commitment had been made with The Greenbrier management for the 1967 Annual Meeting which will be held on June 8-10. The Association is protected for future years on a semi-commitment or informal basis.

5. Environmental Health Staff. General Decker reported on his efforts to secure environmental health staff. Although several prospects are under consideration, there have been no definite appointments as yet.

6. Administrative Matters.

(a) Salary Adjustments. Those present approved recommended staff salary adjustments, effective July 1, 1966 for Messrs. George E. Best and William E. Chace.

(b) Mr. Crass having left the meeting, General Decker reported Mr. Crass' request to be permitted to retire as of December 31, 1966, before his normal retirement age, for reasons of health. After discussion, the Committee regretfully agreed to recommend approval of this request to the Board, but with the hope that Mr. Crass could be persuaded to stay over until the 1967 Annual Meeting to help break in his successor. The question of finding a suitable successor was also discussed.

7. International Trade. Mr. Symington advised the Committee concerning a meeting to be held shortly in Canada by the recently formed U. S. - Canadian Subcommittee (ad hoc) of the International Trade Committee. This Subcommittee was proposing to look into whether the United States chemical industry might favor a limited free-trade agreement with Canada of the type recently negotiated on automotive equipment -- this being one of the questions raised by Secretary of Commerce Connor last November. Mr. Symington noted some policy and legal questions that might be presented by this proposed activity, which had not been submitted for approval by the Board, and which could lead into areas hitherto avoided by MCA committees. After discussion, the Executive Committee decided (1) that the Subcommittee should limit its current activities to an effort to define the questions and procedural steps likely to be involved in developing a U. S. position on this subject, after which, the Subcommittee could prepare for Board approval a specific proposal for any further MCA action it might wish to recommend; (2) that the Subcommittee should not compile data nor otherwise seek substantive answers to such questions without specific approval of the Board; (3) that General Counsel should attend the forthcoming meeting of the Subcommittee in Canada.

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

M. F. Crass, Jr.
Secretary-Treasurer

NOTE: Items 6(b) and 7 of these minutes
were prepared by Mr. Symington.