

Box #10

ANNUAL MEETINGS

MINUTES

1974-1981

BOK#10

MINUTESANNUAL MEETINGLEAD INDUSTRIES ASSOCIATION, INC.APRIL 4, 1974The Drake HotelChicago, Illinois

As provided in a notice of meeting and agenda mailed to each member on March 21, 1974, the regular Annual Meeting of the members of the Lead Industries Association, Inc., was held on Thursday, April 4, 1974, at The Drake Hotel, Chicago, Illinois. 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 at 10:05 a.m. 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 previous Annual Meeting had been sent to the members on May 24, 1973, and that no comments had been received. On motion made, seconded and unanimously approved, the Minutes of the meeting, April 4, 1973, were approved as written and a copy was ordered filed with the Official Minutes of the Association.

TREASURER'S REPORT

In the absence of the Treasurer, Mr. R. J. O'Hara, the Chairman called upon Mr. P. E. Robinson who gave the Treasurer's Report. On motion made, seconded and carried, the Treasurer's Report for fiscal year 1973, was accepted as read.

SECRETARY'S REPORT

The Secretary displayed a copy of the Annual Report of the Association for 1973, consisting of the Auditor's Report for 1973, a copy of the Annual Meeting Minutes for the regular Annual Meeting, April 4, 1973, a copy of the Board of Directors Minutes for the Budget Meeting, December 12, 1973, a copy of the Executive Committee Minutes, July 19, 1973, and a list of Members of the Association with their addresses. On motion made, seconded and carried, the report was approved and a copy was ordered filed with the official minutes of the Annual Meeting.

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REPORT OF NOMINATING COMMITTEE FOR DIRECTORS

The Chairman asked for the report of the Nominating Committee for Directors, and the Chairman, Mr. J. F. Rittenhouse gave the following report:

The Nominating Committee for Directors, composed of myself as Chairman and Messrs. R. O. Braendle, D. B. Craig, R. H. Ramsey, and R. Viener, recommend to the Membership the election of the following slate of 21 persons and place their name in nomination for a one year term for Director:

R. O. Braendle	E. I. du Pont de Nemours & Co.
D. Broward Craig	St. Joe Minerals Corporation
H. T. Fargy	Cominco Ltd.
R. A. Gardiner	Gardiner Metal Co.
K. C. Hendrick	Noranda Sales Corporation Ltd.
P. C. Henshaw	Homestake Lead Co. of Missouri
L. M. Hermes	Dresser Minerals Div. - Dresser Industries
	Federated Metals Div. - Asarco
R. A. Kankel	ESB Incorporated
R. J. Kenny	Ozark Lead Company
H. A. Krueger	Hecle Mining Company
W. H. Love	Cominco American Incorporated
J. C. MacLean	NL Industries, Inc.
J. A. Hardick	Amex Lead & Zinc, Inc.
J. G. McCullough	Broken Hill Associated Smelters
F. H. Osborn	Proprietary Ltd.
	Idarado Mining Corp.
R. H. Ramsey	C & D Batteries
J. F. Rittenhouse	Ethyl Corporation
T. M. Smylie	American Smelting & Refining Co.
S. D. Strauss	Hyman Viener & Sons
R. Viener	Hammond Lead Products, Inc.
W. P. Wilke III	

MOTION TO FIX 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 to 21.

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 slate, as proposed by the Nominating Committee, be elected to serve for one year.

AMENDMENT TO CERTIFICATE OF INCORPORATION

The Chairman explained that the members had approved certain changes in the Bylaws dating back to 1968 which were, in effect, inconsistent with the Certificate of Incorporation. Basically, this inconsistency dealt with the fact that the Bylaws were changed to permit 21 directors, but the original Certificate of Incorporation had specified 15. The Chairman noted that legal counsel had recommended that an amendment be made to the Certificate of

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Incorporation removing those sections dealing with limiting the number of directors, since such wording is already included in the Bylaws. Therefore, the Chairman read the following resolution:

Resolution for the Membership of
Lead Industries Association, Inc.
To Amend the Certificate of Incorporation

RESOLVED, that the officers of the Corporation be and they hereby are authorized and directed to take all such action and to file all such certificates necessary or appropriate to amend the Certificate of Incorporation of the Corporation so as to strike out Sections 5, 6, and 7 and so as to renumber Sections 8 and 9 as Sections 5 and 6 respectively.

On motion duly made, seconded and carried, it was unanimously agreed that the resolution be adopted.

PRESIDENT'S REPORT

The President, Mr. D. Broward Craig, gave the address, attached as Exhibit "A".

TECHNICAL PROGRAM

In addition to the President's report, the following technical program was presented:

ZALIS - IN THE WORLD OF LEAD

By R. L. Stubbs, Director General
Zinc Development Association/Lead Development Association

LEAD IN THE ENVIRONMENT

By J. F. Cole, Director, Dept. of Environmental Health
Lead Industries Association, Inc.

GOLIATH - THE VAN THAT RIDES ON BATTERIES

By C. A. Baker, Technical Engineer
Lead Industries Association, Inc.

LEAD IN THE WORLD OF CERAMICS

J. F. Smith, Secretary & General Manager
Lead Industries Association, Inc.

(NOTE: Copies of these presentations have been sent to those in attendance. Additional copies of most presentations are still available for those who wish).

REPORT ON MEMBERSHIP

The Secretary reported that since the last Board Meeting, no companies had withdrawn from membership, and that he had received, and the Board had balloted favorably upon, thirteen applications for new membership.

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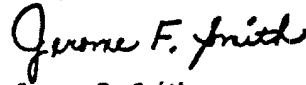
The following thirteen companies were elected to membership in the Lead Industries Association since the last Annual Meeting, April 4, 1973:

Bow Solder Products, Inc.
Canada Metal Company, Ltd.
M. C. Canfield Sons
Daelco, Inc.
The M. W. Dunton Company
Hester Battery Company
Industrial Metals Alloy Company
Memphis Lead Company
Oxide & Chemical Company
Powerlab Inc.
Pure Alloys, Inc.
Quenell Enterprises, Inc.
U.S.S. Lead Refinery, Inc.

ADJOURNMENT

In the absence of other matters to come before the Business Meeting, it was duly adjourned at 11:55 a.m., and the remainder of the technical program followed in the afternoon.

Respectfully,



Jerome F. Smith
Secretary & General Manager

JFS:ls
Attachment
8-7-74