

FRICION MATERIALS STANDARDS INSTITUTE, INC., E-210 ROUTE 4, PARAMUS, N. J. 07652

MINUTES OF MEETING

of the

BOARD OF DIRECTORS

Wednesday, June 28, 1978 at 4:30PM

at

Camelback Inn, Scottsdale, Arizona

Directors Present

F. E. Messier, President

R. R. Moalli, Vice President

R. L. Cutler

W. Simon

J. W. Greenen

G. A. Carrigan

Bendix Corporation

Automotive Aftermarket Operations

Raybestos-Manhattan, Inc.

MI International

Abex Corporation

Friction Products Group

Brassbestos Manufacturing Corporation

Muturn Corporation

S. K. Wellman Corporation

Director Absent

Stuart Comins

Auto Friction Corporation

Officers Present

R. P. Gorman, Legal Counsel

E. W. Brislane, Secretary

Gorman & Cole

Friction Materials Standards Institute, Inc.

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Mr. Messier, acting as Chairman, opened the meeting at 4:30PM.

ELECTION OF OFFICERS

Mr. Messier, President, asked Mr. J. W. Greenen to act as temporary chairman for the meeting.

Mr. Greenen called for nominations for the office of President. Mr. Francis E. Messier's name was presented and seconded for the office of President.

Upon motion duly made, seconded and unanimously passed, it was

RESOLVED: That the nominations for the office of President be closed.

Whereupon the Secretary was instructed to cast one ballot for the election of Mr. Francis E. Messier as President. The Secretary advised that the ballot had been cast.

Mr. Greenen called for nominations for the office of Vice President. Mr. Ronald R. Moalli was nominated and seconded for the office of Vice President.

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Upon motion duly made, seconded and unanimously passed, it was

RESOLVED: That the nominations for the office of
Vice President be closed.

Whereupon the Secretary was directed to cast one ballot for the election of
Mr. Ronald R. Moalli as Vice President. The Secretary advised that the ballot
had been cast.

For office of Treasurer, the name of Mr. William Messier, of the Bendix
Corporation, Friction Materials Division was presented and seconded.

Upon motion duly made, seconded and unanimously passed, it was

RESOLVED: That the nominations for the office of
Treasurer be closed.

Whereupon the Secretary was directed to cast one ballot for the election of
Mr. William Messier as Treasurer. The Secretary advised that he had cast such
ballot.

For the office of Secretary, the name of Mr. Edward W. Drislane was presented
and seconded.

Upon motion duly made, seconded and unanimously passed, it was

RESOLVED: That the nominations for the office of Secretary
be closed.

Whereupon the Secretary was instructed to cast one ballot for the election of
Mr. Edward Drislane as Secretary. The Secretary advised that the ballot had
been cast.

Whereupon the following persons are duly elected as officers of the Institute
for the ensuing year:

Francis E. Messier	- President
Ronald R. Moalli	- Vice President
William Messier	- Treasurer
Edward Drislane	- Secretary

RETENTION OF COUNSEL

Mr. Greenen continued as acting Chairman of the meeting. He advised that
according to Article VI of the By-laws, at each annual meeting legal counsel
shall be retained for the ensuing year.

Upon motion duly made, seconded and unanimously passed, it was

RESOLVED: That the Law firm of Gorman & Cole be
retained as Counsel for the ensuing
year.

RETENTION OF AUDITORS

The Chairman, on recommendation of the Secretary, suggested the retention of auditors for the ensuing year.

Upon motion duly made, seconded and unanimously passed it was

RESOLVED: That Marshall Granger & Co., Certified Public Accountants, be retained as auditors for the ensuing year.

BUDGET - JULY 1, 1978 THROUGH JUNE 30, 1979

The Chairman advised the meeting that the budget, as presented to the Annual Meeting had been adopted by the Membership.

Upon motion duly made, seconded and unanimously passed, it was

RESOLVED: That a budget of \$91,250 for the fiscal year starting July 1, 1978 be accepted.

FEE FORMULA - JULY 1, 1978 to JUNE 30, 1979

The meeting was advised that the Membership had been advised of the fee formula proposed for the fiscal year starting July 1, 1978.

Upon motion duly made, seconded and unanimously passed, it was

RESOLVED: That the annual fee for the Active Members for the fiscal year starting July 1, 1978 be a basic rate of \$1,050 and \$650 for each category in which engaged; for the individual Regional Member \$1,300; for trade groups holding Regional Membership \$2,200 and Licenses \$500.

DATE AND LOCATION OF NEXT BOARD MEETING.

The Directors stated that the next meeting may be held in the early Fall of 1978 when the Asbestos Study Committee has reviewed and made recommendations on a "Work Practices Booklet." Until such action is taken, the meeting cannot be scheduled.

1979 ANNUAL MEETING

Upon motion duly made, seconded and unanimously passed, it was

RESOLVED: That, affirming the outgoing Board of Directors decision at the June 27, 1978 meeting, the annual Board of Directors and Membership meetings be held at Ocean Reef Club, Key Largo, Florida, during the week of June 11, 1979.

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No further business was brought to the attention of the meeting. Upon motion duly made, seconded and unanimously passed, it was

RESOLVED: To Adjourn

Adjourned at 4:50PM

E.W. Drislane
Secretary

FMSI 04483