

FIRST AND ORGANIZATION MEETING OF THE MEMBERS
OF THE
LEAD INDUSTRIES ASSOCIATION

The first and organization meeting of the members of the Lead Industries Association was held at the Roosevelt Hotel, New York City, on November 14th, 1923, at 1:30 o'clock P. M.

Present:

Alumata Lead Co.
American Metal Co.
Andreas Lead Co.
American Smelting and Refining Co.
Bingham Mines Co.
Bunker Hill and Sullivan Mining and Concentrating Co.
Eagle-Picher Lead Co.
General Cable Corp.
Glidden Co. (Easton Lead Co.)
Metals Refining Co.
National Lead Co.
Park-Utah Consolidated Mines Company
Remington Arms Co.
Sheridan-Williams Co.
Silver King Coalition Mines Co.
St. Joseph Lead Co.

Represented by:

J. W. Allen, Asst. Sec'y
C. M. Lieb, Pres.
Bob Andreas, Pres.
H. M. Bruch, Vice Pres.
L. A. Dyer, Asst. Sales Mgr.
E. K. Billings, Sec'y
I. H. Cornell, Sales Repr.
R. H. Roosevelt, Vice Pres.
C. J. Marsh, Asst. Mgr.
W. E. Sprague, Gen. Mgr.
J. H. Hilde, Jr., Pres.
F. M. Carter, Vice Pres.
M. S. Beschermer, Vice Pres.
C. W. Lambourne, Pres.
Charles Lange, Director.
W. E. Chollar, Asst. Mgr.
Wm. B. Wise, N. Y. Repr.
M. J. Dailey, Gen. Mgr.
Clinton A. Crane, Pres.
C. Merrill Coughlin, Jr., Asst. Sec'y
I. H. Cornell, Vice Pres.

International Smelting Co.;	
United Metals Smelting Co., Agt.	J. A. McCarthy, Vice Pres.
Anacosta Lead Products Co.	F. O. Cate, Mgr.
U S L Battery Corp.	N. W. Salady, N. Y. Repr.
United States Smelting	
Refining and Mining Co.	F. Y. Robertson, Vice Pres.
Winchester Repeating Arms Co.	R. C. Shannon, Pur. Agt.
M. C. Fleming, Attorney	
F. E. Hornser, Acting Secretary	

Absent:

American Lead Co.
 Cerro de Pasco Copper Corporation
 Chief Consolidated Mining Co.
 Consolidated Mining and Smelting Co. of Canada, Ltd.
 El Potosi Mining Co.
 Evans-Mellower Lead Co.
 Federal Mining and Smelting Co.
 Federated Metals Corp.
 Flick Bros. Co.
 W. F. Fuller & Co.
 Hecla Mining Co.
 J. J. Day and Associates
 Northwest Lead Co.
 Rochester Lead Works
 Tintic Standard Mining Co.
 Utah-Apex Mining Co.
 Utah Copper Co.

Mr. Clinton H. Crane acted as temporary chairman
 and Mr. F. E. Hornser as temporary secretary.

A proposed Constitution, a copy of which is
 hereby annexed, marked "A", was submitted to the meeting
 by the Chairman and unanimously approved and accepted.

A proposed set of By-Laws, a copy of which is
 hereto annexed, marked "B", was submitted to

Bingham Mines Co.	J. P. Graves
United Metals Corporation	T. Lewin
American Metal Co., Ltd.	Carl Loeb
Hosco Mining Co.	J. F. McCarthy
General Cable Corporation	C. I. Marsh
Federated Metals Corporation	Ivan Reitler
Tintic Standard Manufacturing Co.	E. J. Radtatz
Metals Refining Co.	W. Wilke, Jr.

President Clinton H. Crane in the chair.

The Chairman stated it was in order to elect a board of directors for the ensuing year.

Moved and seconded that the Secretary cast one ballot for the outgoing board of directors, who being eligible, offer themselves for re-election. Motion carried.

There being no further business the meeting adjourned.

Clinton H. Crane

President.

J. E. Atman

Secretary.

LIA20494

EXHIBIT "A" and "B" Annual Meeting Nov. 14, 1928

(Tentative Draft)

CONSTITUTION

AND

BY-LAWS

LEAD INDUSTRIES ASSOCIATION

Dated as of _____, 1928

N 2391.01

CONSTITUTION
of the
LEAD INDUSTRIES ASSOCIATION

WE, the undersigned subscribers, being severally identified with the lead mining, smelting, refining and or manufacturing industries, mutually agree to form an association for the object, and under the plan, set forth below. By causing our names to be subscribed thereto we agree to the provisions of this

CONSTITUTION.

ARTICLE 1

Name

The name of this association shall be the LEAD INDUSTRIES ASSOCIATION.

ARTICLE 2

Object

The purpose of the Lead Industries Association shall be:

To collect and publish statistical information relating to the production, distribution, marketing, consumption and use of lead and lead products;

To disseminate accurate information regarding lead products and how they best may be used;

To develop methods for the improvement of the welfare of those engaged in the lead industries, or in

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the use of its product; and for such other purposes as, from time to time, may be of benefit to the lead industries.

In general to promote the serviceability of the lead industries to the community at large.

ARTICLE 3

Limitations

No agreement, understanding, combination or arrangement or any form of concerted action to curtail production, fix prices, suppress competition, or in any other manner to restrain trade or commerce, or to monopolize, or attempt to monopolize any part of the trade or commerce of the country shall be permitted in the Lead Industries Association, nor any other act or acts which may be in contravention of law or good business practice. Each member of the association shall be wholly free to conduct its business without legal or moral accountability to the association or to any member thereof.

ARTICLE 4

Inspection of Records

The books and records shall reflect the complete details of all the activities of the Lead Industries Association, and shall be open to inspection at all times by the departments or bureaus of government interested. All reports of general interest distributed to the members shall be furnished to others desiring them for such consideration as may be regularly established by the association.

ARTICLE 5

Non-Profit Organization

The affairs of the Lead Industries Association shall not be conducted for profit.

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ARTICLE 6

Membership

Any individual, company, firm or corporation, engaged in the mining, smelting, refining and/or manufacturing of lead or lead products, or using lead products, is eligible for membership. Acceptance of election to membership shall imply subscription to the provisions of this constitution.

ARTICLE 7

Management

The management and control of the Lead Industries Association shall be vested in a board of directors, and in an executive committee of the board of directors empowered to act, ad interim, in accordance with the provisions of the by-laws.

ARTICLE 8

Officers

The officers of the Lead Industries Association shall be a president, one or more vice-presidents, and a chairman of the board of directors, all elected by the board of directors, and a secretary and a treasurer appointed by the executive committee. The same person may be both secretary and treasurer. The duties and powers of the officers shall be defined in the by laws.

ARTICLE 9

Expenses

The expenses of the Lead Industries Association shall be borne by contributions from the members apportioned according to the provisions of the by-laws.

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ARTICLE 10

By-Laws and Amendments

The by-laws of the Lead Industries Association shall provide the rules and regulations governing the management and conduct of the organization not otherwise provided by the constitution. This constitution, and the by-laws, may be amended at any meeting of the board of directors by a majority vote in person or by written consent, provided two (2) weeks' notice of the meeting shall have been given together with a copy of the proposed amendment. Until amended the by-laws shall be of the terms and tenor of the by-laws attached hereto, bearing even date herewith.

IN WITNESS WHEREOF, we have caused our names to be subscribed hereto, by our respective proper officers thereunto duly authorized, as of the _____ day of _____, 1928.

BY - LAWS
of the
LEAD INDUSTRIES ASSOCIATION

Dated as of _____, 1928

ARTICLE I

Membership

SECTION 1. Application for membership shall be in writing on forms provided by the Secretary, duly executed by the applicant, and shall state:

- (a) The name of the individual, firm, company or corporation applying;
- (b) The branch of the lead mining, smelting, refining and/or manufacturing or consuming industry in which the individual, firm, company or corporation is engaged;
- (c) The name of the applicant's representative.

Applications for membership in the Lead Industries Association shall be acted upon, following their receipt, at the next meeting of the board of directors or the executive committee. A majority vote shall elect

an applicant to membership. (The applicant shall signify acceptance of election by subscribing his or its name to the Constitution and By-Laws.)

SEC. 2. Any member may withdraw at any time from membership in the Lead Industries Association by giving formal notice of such withdrawal to the Secretary, and fulfilling all obligations to the association incurred by that member to the time of withdrawal.

SEC. 3. Each member shall have one vote and all members shall have the same status.

ARTICLE II

Meetings of Members

SEC. 1. A regular meeting of the members shall be held annually on the _____ in _____ of each year for the purpose of electing directors and for such other business as shall be placed before the meeting. Special meetings may be called at any time by the President or the Chairman of the board of directors. Notice of the time and place of all meetings shall be given to each member in writing or by telegraph at least ten days before the meeting.

ARTICLE III

Board of Directors

SEC. 1. The board of directors of the Lead Industries Association shall consist of representatives of the members elected at the annual meeting and shall not exceed fifteen (15) in number. Representation by proxy is permissible.

SEC. 2. The board of directors shall have power to hold meetings at such times and places as it deems proper. It shall be empowered to elect new members; to appoint an executive committee, and other standing committees, with such duties, consistent with the Constitution and By-Laws, as it may prescribe; to elect officers; and to have such other functions and authority as may be necessary to carry out the purposes of this association.

SEC. 3. Regular meetings of the board of directors shall be held quarterly on the _____ of _____ of each year. Special meetings may be held upon the call of the Chairman at any time upon the expiration of two days' notice.

SEC. 4. Five (5) members of the board of directors shall constitute a quorum.

ARTICLE IV

Executive Committee

SEC. 1. The executive committee shall consist of five (5) directors elected by the board of directors. The executive committee may act on behalf of the association in any matter upon which the board of directors is qualified to act, when the board is not in session. The executive committee shall appoint the Secretary and Treasurer, and such clerks or other assistants required, and may provide in general for the detailed administration of the association. The board of directors in electing members of the executive committee shall designate one such member to serve as chairman of the executive committee.

SEC. 2. Directors who are not members of the executive committee shall have the privilege of attending in person, or by proxy, all meetings of the executive committee, and to join in discussions, but without vote.

SEC. 3. Meetings of the executive committee shall be at the call of the chairman upon at least one days' previous notice.

ARTICLE V

Officers

SEC. 1. The duties of the officers shall be those usually pertaining to their respective positions.

It shall be the special duty of the chairman of the board of directors to enforce Article 3 of the constitution.

SEC. 2. The Secretary shall represent the executive committee as an administrative official, and keep a complete and detailed record of all meetings of the board of directors and executive committee.

(A provision may be inserted here directing the Secretary not to divulge statistical information received from members, except when grouped and totaled, without the specific authorization of the member supplying these data. Or, if the members are so inclined, the Secretary may be directed to make all information received by him available to the members although no data shall be distributed to the public except in summarized form.)

SEC. 3. The treasurer may be required to give bond in such sum and with such sureties as the executive committee may require. He shall have custody of and shall receive and disburse all the funds of the association.

SEC. 4. The officers shall be elected annually at the first regular meeting of the board of directors.

SEC. 5. Any vacancy caused by disability, resignation or otherwise, may be filled at any time by the executive committee.

ARTICLE VI

Expenses and Assessments

SEC. 1. The expense of conducting the Lead Industries Association shall be apportioned among the members and shall be based upon the lead production or consumption of the members reduced to units of metallic lead. In the case of the mining, smelting and refining branches of the lead industries, the lead produced in ores and concentrates, or lead bullion and pig lead, respectively, shall be the basis of the assessment; in the case of the manufacturing, reselling or consuming branches of the lead industries, the lead consumed, whether virgin or secondary, shall be the basis. A schedule of assessments shall be drawn up based upon the four major divisions represented in the association, i.e., (a) mining, (b) smelting and refining, (c) manufacturers of lead products, (d) consumers of lead who do not sell their lead products. Assessments shall be levied on each of the above divisions according to the following ratio: (a) 4, (b) 1, (c) 2, (d) 1/2. Some members may be assessable in two or more divisions.

Foreign production or consumption to be assessed upon the same ratio but given a deduction of 50 per cent from the total assessment. Contributions shall be based upon the previous year's record of production and consumption, and shall be made quarterly.