FILE NAME: The Budd Company (BUD)

DATE: 1956 Nov 20

DOC#: BUD013

DOCUMENT DESCRIPTION: Meeting Agenda, Minutes & Attendees

MINUTES OF THE REGULAR MEETING
OF THE BOARD OF DIRECTORS OF
THE BUDD COMPANY
held at
PHILADELPHIA, PENNSYLVANIA
NOVEMBER 20, 1956
11:00 A.M.

The regular meeting of the Board of Directors of The Budd Company was held at the time and place indicated above. The following members, constituting a quorum, were present:

Donald Alexander
Griscom Bettle
Edward G. Budd, Jr.
Joseph L. Eastwick
John F. Headly
Ernest R. Schmidt
Charles R. Tyson
Paul Zens

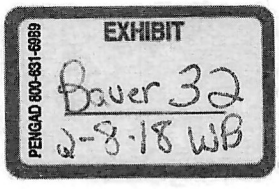
Mr. John Hihn, Jr. (Comptroller) also attended the Meeting.

The minutes of the previous meeting were read and approved. The President's Report for October was presented to the Board and approved.

Appropriations as listed below were approved by the Board.

Against Projects previously authorized	$196,000.
Regular appropriations	234,000.
Public Relations	55,000.
Research & Development	84,000.
Airframe	79,000.
Total	$648,000.

The President advised the Board of the establishment of the Tatnall Measuring Systems Company as a wholly owned subsidiary. He stated that it would be necessary for The Budd Company to assign to this new Corporation the option to purchase the Phoenixville property. After considerable discussion, the following Resolutions were approved:



CONFIDENTIAL-SUBECT TO PROTECTIVE ORDER

RESOLVED, that the proper officers of this Company be and they hereby are authorized to invest the sum of $250,000. in the purchase of all of the outstanding capital stock of Tatnall Measuring Systems Company.

RESOLVED, that the proper officers of the Company be and they hereby are authorized to assign to Tatnall Measuring Systems Company all right, title and interest of this Company in and to a contract between Frank G. Binswanger, Inc., Agent for Benjamin Hinerfeld and Anne, his wife, and Manor Real Estate Company dated September 27, 1956, subsequently assigned by Manor Real Estate Company to this Company under date of October 17, 1956, for the purchase of real estate situate partly in the Township of Schuylkill and partly in the Borough of Phoenixville, Pennsylvania, for the sum of $125,000.

The President also notified the Board that Messrs. Budd, Lallou, Schmidt and Tatnall had been elected Directors of this new subsidiary. The Board interposed no objection to the Directors as selected.

Mr. Budd discussed at considerable length with the Board the request of the Ford Motor Car Company that we establish a stamping plant in the area of Sao Paulo, Brazil. He stated that such an undertaking would require a considerable amount of capital expenditure and funds for working capital, and the Company was endeavoring to find out whether these funds could be raised in Brazil. He informed the Board that should we form a subsidiary Corporation in Brazil, it would be necessary that this Company purchase some proportion of the capital stock which could possibly be done by selling some of our equipment to the Brazilian corporation.

Mr. Budd advised the Board that he wished to appoint a Committee of the Board to consider changes in present Management Pension and Incentive Plan and to study the possibilities of a Stock Option Plan. He appointed a Committee of Messrs. Headly, Tyson and Zens and asked them to report to the Board at the December meeting.

CONFIDENTIAL-SUBECT TO PROTECTIVE ORDER

The Treasurer advised the Board that the Los Angeles and San Francisco Stock Exchanges had merged into the Pacific Coast Stock Exchange, and it was necessary for the Company to file a new listing application. The following Resolution was approved:

> RESOLVED, that the proper officers of the Corporation be and they are hereby authorized on behalf of the corporation to prepare, execute and file applications for listing on the Pacific Coast Stock Exchange, in which connection, George E. Lallou is hereby designated by the Company to appear before said exchange with authority to make such changes in said applications or in any agreements relating thereto as may be necessary to conform to the requirements for listing.

Mr. Budd presented to the Board Mr. Harry K. Collins, Vice President and General Manager of the Continental-Diamond Fibre Division of The Budd Company, Inc. Mr. Collins spoke to the Board in regard to the management set-up and business position of this subsidiary.

There being no further business to come before the meeting the same was, upon motion, adjourned.

George E. Lallou
Secretary

11/29/56

CONFIDENTIAL-SUBECT TO PROTECTIVE ORDER