

AGENDA
MEETING OF THE MCA BOARD OF DIRECTORS
4:00 p.m. (EST), Monday, November 19, 1962
Board Room, American Iron and Steel Institute
150 East 42nd Street, New York City

I. MINUTES OF OCTOBER 19, 1962, MEETING.

II. REPORT OF THE TREASURER.

- (a) Financial Report for Period June 1 - October 31, 1962. (Enclosure)
- (b) Removal from Membership Roster of The Marlette Corporation.

III. BOARD OF DIRECTORS.

- (a) Appointment of Alternate -- W. Cooper Willits for William P. Drake.
- (b) Appointment of Pension Committee.
- (c) March 11-12, 1963, Regional Meeting (Houston).
- (d) Program Committee -- Nov. 20, 1962, Semi-Annual Meeting. (Enclosure)
- (e) Policy Study Committee.
- (f) Membership Committee -- Application of Monsanto Canada Limited.

IV. APPOINTMENTS TO TECHNICAL AND FUNCTIONAL COMMITTEES.

- (a) Committee on Tank Cars, Tank Trucks, and Portable Tanks.
J. F. Wohlfahrt, U. S. Industrial Chemicals Co., Division of National Distillers and Chemical Corporation, as Chairman.
J. C. Zercher, Celanese Corporation of America, as Vice Chairman.
- (b) Industrial Relations Advisory Committee.
W. R. Boester, Vanadium Corporation of America.
- (c) Mechanical Technical Committee.
W. G. Canham, Monsanto Chemical Company, as Vice Chairman.
Boyd Christensen, Continental Oil Company.
R. O. Ruff, Pilot Chemical Company.
- (d) Tax Policy Committee.
John L. McGailey, Allied Chemical Corporation.
- (e) Traffic Committee.
John P. Fitzgerald, Merck & Co., Inc., replacing Harry F. Suiter.

V. STAFF REPORTS AND MISCELLANEOUS ITEMS.

(Enclosures)

Next regular meeting of the Directors will be held at 11:00 a.m., December 11, 1962, Union Club, New York City.

CMA 068076

MINUTES of the one hundred twenty-second meeting of the Directors of the Manufacturing Chemists' Association, Inc., held in the Board Room of the American Iron and Steel Institute, located on the 38th floor of the Socony Mobil Building, New York City. The meeting was convened at 4:00 p.m. (EST), November 19, 1962.

There were present:

Chester M. Brown	Harry B. Marshall
F. L. Bryant	H. E. Martin
Bennett S. Chapple, Jr.	R. C. McCurdy
David H. Dawson	W. Kenneth Menke
Leland I. Doan	Warren H. Moyer
William P. Drake	Charles S. Munson
D. S. Frederick	J. A. Neubauer
Ralph K. Gottshall	Thomas S. Nichols
William B. Graham	Robinson Ord
Kenneth H. Hannan	G. L. Weissenburger
John A. Hill	W. N. Williams
John E. Hull	Robert I. Wishnick
Richard W. KixMiller	John E. Wood, III
Kenneth H. Klipstein	M. F. Crass, Jr.

Alternates:

Henry Avery (for W. Kenneth Menke)
 C. W. Baldwin (for Bennett S. Chapple, Jr.)
 Arthur C. Emelin (for William B. Graham)
 Harry S. Ferguson (for Chester M. Brown)
 John L. Gillis (for Charles H. Sommer)
 Edward J. Goett (for Ralph K. Gottshall)
 J. D. Gunther (for John A. Hill)
 John C. Haas (for D. S. Frederick)
 H. E. Hirschland (for H. E. Martin)
 J. A. Hughes (for Raymond F. Evans)
 John O. Logan (for Thomas S. Nichols)
 Max A. Minnig (for Robert I. Wishnick)
 Jack M. Pope (for W. N. Williams)
 W. T. D. Ross (for Robinson Ord)
 Thomas F. Willers (for F. L. Bryant)
 Donald Williams (for Leland I. Doan)
 W. Cooper Willits (for William P. Drake)
 James H. Worth (for Richard W. KixMiller)

General Counsel:

Alexander B. Hawes - Fowler, Leva, Hawes & Symington
 Lloyd Symington - Fowler, Leva, Hawes & Symington

Present by Invitation:

L. G. Bliss - Foote Mineral Company
 Howard S. Bunn - Union Carbide Corporation
 R. L. Cunningham - Ohio Ferro-Alloys Corporation
 Lee V. Dauler - Neville Chemical Company
 Fred J. Emmerich
 A. J. Greene - Chas. Pfizer & Co., Inc.

Present by Invitation:
(Cont'd.)

R. F. Huntley - Cowles Chemical Company
Harry B. McClure - Union Carbide Corporation
S. B. Penick, Jr. - S. B. Penick & Company
R. B. Semple - Wyandotte Chemicals Corporation
Hans Stauffer - Stauffer Chemical Company
C. Y. Thomas - Spencer Chemical Company
Jesse Werner - General Aniline & Film Corporation
James C. White - Tennessee Eastman Company

In calling the meeting to order, Chairman Dawson welcomed Past Directors, Alternates, and guests and invited them to participate in the discussion.

I. MINUTES OF OCTOBER 10, 1962, MEETING.

The Minutes of this meeting were duly approved as submitted to members.

II. REPORT OF THE TREASURER.

(a) Financial Report -- Period June 1 - October 31, 1962. The financial report for the five months ending October 31, 1962, was summarized by the Treasurer.

ON MOTION duly made and seconded, it was

VOTED: That the report be accepted and placed on file.

(b) The Marblette Corporation. At the October 10, 1962, meeting of the Directors, the Treasurer reported that one member firm had not paid its membership fee and had been notified in accordance with the By-Laws. On his recommendation, the Directors approved an additional grace period of 30 days and the member, The Marblette Corporation, was so advised. The Treasurer reported that, inasmuch as the period of grace had expired without action on the part of Marblette, he had, under terms of the By-Laws, removed the Corporation's name from the Association's records. Marblette has been so advised.

III. BOARD OF DIRECTORS.

(a) Appointment of Alternate. Mr. Dawson advised that the following Board member had requested the appointment of an alternate:

<u>Board Member</u>	<u>Alternate and Company</u>
William P. Drake	W. Cooper Willits, Pennsalt Chemicals Corporation

ON MOTION duly made and seconded, it was

VOTED: That the appointment be approved.

(b) Appointment of Pension Committee. Mr. Dawson stated that, subject to approval by the Directors, he had appointed a Pension Committee consisting of Messrs. Robert I. Wishnick, Chairman; W. N. Williams, and John E. Wood, III.

ON MOTION duly made and seconded, it was

VOTED: That the appointments be confirmed.

(c) Regional Meeting at Houston, March 11-12, 1963. Those present agreed that the next Regional Meeting of the Association should be held at Houston on Monday and Tuesday, March 11-12, 1963. Arrangements will be made for plant visitation tours to nearby chemical manufacturing areas. The Texas Chemical Council will be invited to participate in the over-all meeting.

(d) November 20, 1962, Semi-Annual Meeting. Those present were handed copies of the printed program and attendance list covering the 12th Semi-Annual Meeting and Midyear Conference to be held the next day. Mr. Neubauer reported briefly on program details for the all-day meeting. The Secretary stated that over-all registration as of noon that day totalled 1045 from 138 member companies. He also reported attendance figures for the various panel sessions. The Secretary reminded those present that the special reception for honored guests, Directors, and alternates would be held in Parlors B and C of the Commodore beginning at 5:45 p.m. the next day. Also invited to this function were a number of Government officials and officers from prospective membership applicants.

(e) Policy Study Committee. Mr. McCurdy reported that subcommittees of the Policy Study Group had virtually completed their conferences with the chairmen and staff secretaries of the technical and functional committees. Additionally, the team of management experts which had been reviewing staff operations and interviewing staff members in Washington had concluded its study and had provided members of his committee with a preliminary report. It is still hoped that the Policy Study Committee's full report can be submitted to the Directors at the January meeting.

(f) Federal Trade Commission Proceeding Re TSP. The Chairman called on Mr. Symington for a status report. Mr. Symington reported that, in a letter addressed to him by FTC Assistant General Counsel for Consent Orders, dated October 7, the Association was advised that the Order which MCA signed last August had been rejected by the Commission but would be reconsidered if modified by a change in Section I(A), Subparagraph 6. This was a very minor change in language.

Following consultation with the Association's Officers and with the other respondents, it was agreed that the proposed amendment was inconsequential and of little substance. Hence, a revised Agreement was signed by the Association on October 25 and re-transmitted to the FTC. Since then, no further word has been received.

(g) Report of the Membership Committee. Mr. Wishnick reported that an application had been received from

Monsanto Canada Limited

and that, in the opinion of the Membership Committee, the applicant was qualified for membership under the Association's By-Laws.

ON MOTION duly made and seconded, it was

VOTED: That the applicant be approved, subject to the 30-day notification to members provided under Article III, Section 4, of the By-Laws.

IV. TECHNICAL AND FUNCTIONAL COMMITTEE APPOINTMENTS.

The following committee appointments were approved:

- (a) Committee on Tank Cars, Tank Trucks, and Portable Tanks.
J. F. Wohlfahrt, U. S. Industrial Chemicals Co., Division of
National Distillers and Chemical Corporation, as Chairman.
J. C. Zercher, Celanese Corporation of America, as Vice Chairman.
- (b) Industrial Relations Advisory Committee.
W. R. Boester, Vanadium Corporation of America.
- (c) Mechanical Technical Committee.
W. G. Canham, Monsanto Chemical Company, as Vice Chairman.
Boyd Christensen, Continental Oil Company.
R. O. Ruff, Pilot Chemical Company.
- (d) Tax Policy Committee.
John L. McGailey, Allied Chemical Corporation.
- (e) Traffic Committee.
John P. Fitzgerald, Merck & Co., Inc., replacing Harry F. Suiter.

V. STAFF REPORTS AND MISCELLANEOUS ITEMS.

(a) Legislation. Those present were handed copies of a Federal Legislative Report dealing principally with proposals for income tax reduction and revision of the tax Laws which the Administration now has under study. Also referred to was the probability of introduction of legislation during early 1963 creating a Federal Chemical Council to make studies and recommendations concerning agricultural chemicals; and the possibility of reintroduction of antitrust, patent, and compulsory licensing provisions which Congress rejected during its consideration of the Kefauver Bill this year.

General Hull then presented a recommendation of the Tax Policy Committee requesting authorization to engage on an interim basis a tax specialist or consultant to advise and assist with respect to the Association's study of Federal tax matters, in view of the present situation precluding General Counsel from any practice before the Treasury Department.

ON MOTION duly made and seconded, it was

VOTED: That, pending final recommendations by the Policy Study Committee and their approval by the Board of Directors, the employment of tax policy

consulting services by MCA is authorized for the remainder of the fiscal year on a retainer basis, together with authority to expend funds estimated to be not over \$10,000 for this purpose, to be taken from surplus as necessary.

(b) Public Relations. A Public Relations Activity Report was handed to those present, summarizing steps already taken or to be taken by MCA and allied groups with respect to the recently published book "Silent Spring". At the request of General Hull, Mr. Settle provided supplemental information and answered questions.

(c) Education. An Education Activities Report was handed to those present.

(d) Resolution of Appreciation.

ON MOTION duly made and seconded, it was unanimously

VOTED: That the Secretary be requested to transmit a letter to the American Iron and Steel Institute thanking that organization in behalf of MCA for the use of its Conference Room.

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

M. F. Crass, Jr.
Secretary

APPROVED: David H. Dawson
Chairman