MINUTES OF THE ORGANIZATION MEETING
of

ASBESTOS TEXTILE INSTITUTE

Held at the University Club, New York, N. Y.,
at 10:00 A.M. on Thursday, November 16, 1944.

Present were:

Asbestos Textile Company
Thomas L. Gatke

J. Franklin Burke & Co.
J. Franklin Burke

Carolina Asbestos Company
C. H. Carlough

Garlock Packing Company
George Abbott

Johns-Manville Corporation
L. R. Hoff
F. J. Wakem
Arthur L. Fisk, Jr. (Attorney)

Keasbey & Mattison Company
E. Muehleck
Wm. C. Scott

Philadelphia Asbestos Company
E. R. Teubner, Jr.
A. J. Scanlon → (Should be A.J. Scanlan as "Scanlon" is incorrect spelling)

Raybestos-Manhattan, Inc.
George Marshall
J. F. D. Rohrbach

Southern Asbestos Company
G. S. Fabel
F. E. Schluter

Union Asbestos & Rubber Company
R. Wilde
L. L. Cohen

United States Rubber Company
H.G. Smith
H.E. Sunbury

EXHIBIT B-27

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Mr. Rohrbach was elected temporary chairman and Mr. Fisk was elected acting secretary of the meeting.

The proposed Constitution and By-Laws of the Institute were read and discussed, and changes were suggested in Article III and IV of the proposed Constitution and section 6 of the proposed By-Laws. The suggested changes were incorporated in the proposed Constitution and By-Laws. Mr. Muehleck moved the adoption of the Constitution and By-Laws as amended. Mr. Fabel seconded the motion. The following companies voted in favor of the motion:

Asbestos Textile Company
J. Franklin Burke & Co.
Carolina Asbestos Company
Garlock Packing Company
Johns-Manville Corporation
Keasbey & Mattison Company
Philadelphia Asbestos Company
Raybestos-Manhattan, Inc.
Southern Asbestos Company
Union Asbestos & Rubber Company
United States Rubber Company

The following companies voted in opposition: None.

The motion was carried.

The following companies then executed the membership agreement:

Asbestos Textile Company
J. Franklin Burke & Co.
Carolina Asbestos Company
Johns-Manville Corporation
Keasbey & Mattison Company
Philadelphia Asbestos Company
Raybestos-Manhattan, Inc.
Southern Asbestos Company
Union Asbestos & Rubber Company

The Garlock Packing Company and the United States Rubber Company reserved decision executing the membership agreement pending receipt by them of the Constitution and By-Laws in final form.

It was moved by Mr. Hoff and seconded by Mr. Carlough that a nominating committee composed of Mr. Muehleck, Mr. Schluter and Mr. Cohen be appointed and that they retire and bring in nominations for the Board of Governors. The following members voted in favor of the motion:

Asbestos Textile Company
J. Franklin Burke & Co.
Carolina Asbestos Company
Johns-Manville Corporation
Keasbey & Mattison Company
Philadelphia Asbestos Company
Raybestos-Manhattan, Inc.
Southern Asbestos Company
Union Asbestos & Rubber Company

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The following Members voted in opposition: None.

The motion was carried.

The committee retired and returned with the following nominations for the Board of Governors which were submitted to the meeting:

Mr. Fabel
Mr. Marshall
Mr. Scott
Mr. Teubner
Mr. Wakem

Mr. Hoff moved that the nominations for the Board of Governors be closed and Mr. Carlough seconded the motion. The following Members voted in favor of the motion:

Asbestos Textile Company
J. Franklin Burke & Co.
Carolina Asbestos Company
Johns-Manville Corporation
Keasbey & Mattison Company
Philadelphia Asbestos Company
Raybestos-Manhattan, Inc.
Southern Asbestos Company
Union Asbestos & Rubber Company

The following Members voted in opposition: None.

The motion was carried.

Mr. Hoff then moved, seconded by Mr. Muehleck, that the following be elected to the Board of Governors:

Mr. Fabel
Mr. Marshall
Mr. Scott
Mr. Teubner
Mr. Wakem

The following Members voted in favor of the motion:

Asbestos Textile Company
J. Franklin Burke & Co.
Carolina Asbestos Company
Johns-Manville Corporation
Keasbey & Mattison Company
Philadelphia Asbestos Company
Raybestos-Manhattan, Inc.
Southern Asbestos Company
Union Asbestos & Rubber Company

The following Members voted in opposition: None.

The motion was carried.

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Mr. Muehleck moved that the meeting be temporarily adjourned and reconvene after a meeting of the Board of Governors should have been held. The motion was seconded by Mr. Cohen and unanimously carried.

The meeting was reconvened and Mr. Fabel, on behalf of the Board of Governors, advised the meeting that the Board of Governors had unanimously elected the following officers of the Institute:

Mr. Carlough - President
Mr. Marshall - Vice President
Mr. Scott - Treasurer

Mr. Carlough then took the chair.

Mr. Carlough advised the meeting that the Treasurer had recommended to the Board of Governors, and that the Board of Governors recommended to the Members, that the initial budget of the Institute be fixed at the sum of $20,000. Mr. Cohen, seconded by Mr. Fabel, moved the adoption of the following resolution.

RESOLVED that the initial budget of the Asbestos Textile Institute be fixed at the sum of $20,000.

The following Members voted in favor of the resolution:

Asbestos Textile Company
J. Franklin Burke & Co.
Carolina Asbestos Company
Johns-Manville Corporation
Keasbey & Mattison Company
Philadelphia Asbestos Company
Raybestos-Manhattan, Inc.
Southern Asbestos Company
Union Asbestos & Rubber Company

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Mr. Carlough reported to the meeting that the Board of Governors recommended the employment of West Flint & Co. as the independent outside accountant with whom production figures should be filed in accordance with section 6 of the By-Laws. Mr. Teubner, seconded by Mr. Fabel, moved the adoption of the following resolution:

RESOLVED that the President of the Institute be authorized to employ the firm of West Flint & Co. as the independent accountant with whom the Institute Members shall file information on production pursuant to section 6 of the By-Laws.

The following Members voted in favor of the resolution:

Asbestos Textile Company
J. Franklin Burke & Company
Carolina Asbestos Company
Johns-Manville Corporation
Keasbey & Mattison Company
Philadelphia Asbestos Company
Raybestos-Manhattan, Inc.
Southern Asbestos Company
Union Rubber & Asbestos Company

The following Members voted in opposition: None.

The resolution was adopted.

Mr. Wakem, seconded by Mr. Fabel, moved the adoption of the following resolution:

RESOLVED that the following products be used for the purpose of determining the production figures on which Members' assessments shall be based in accordance with section 6 of the By-Laws: Roving, Laps, and Wick.

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The following Members voted in favor of the resolution:

Asbestos T xtile Company
J. Franklin Burke & Co.
Carolina Asbestos Company
Johns-Manville Corporation
Keasbey & Mattison Company
Philadelphia Asbestos Company
Raybestos-Manhattan, Inc.
Southern Asbestos Company
Union Rubber & Asbestos Company

The following Members voted in opposition: None.

The resolution was adopted.

The President then advised the meeting that he had appointed the members of the Board of Governors as a committee to investigate and report to him and the Institute on candidates for the position of Institute Manager. The President also requested that any Member of the Institute who knew of a capable person for such position advise him the name and qualifications of such person.

There being no further business to come before the meeting, on motion, duly made and seconded, the meeting was adjourned.

Arthur L. Fisk, Jr.
Acting Secretary

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