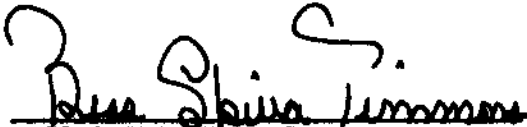


CALL AND WAIVER OF NOTICE OF
ANNUAL MEETING OF BOARD OF DIRECTORS OF
BESS SPIVA TIMMONS FOUNDATION, INC.

January 8, 1973

We, the undersigned, being all the Directors of BESS SPIVA TIMMONS FOUNDATION, INC., A Missouri Not-For-Profit Corporation, hereby call the Annual Meeting of the Board of Directors of said corporation, waive any and all notice thereof, whether provided by statute or otherwise, and consent and agree that such Annual Meeting of the Board of Directors shall be held at First National Bank Building, Joplin, Missouri, on the 8th day of January, 1973, at the hour of 2:00 p.m.

Dated: January 8, 1973.


BESS SPIVA TIMMONS


PATRICIA P. TIMMONS


ROBERT L. TIMMONS


DR. JOSEPH L. SPEARS


GEORGE S. TIMMONS


MONITA D. TIMMONS


JUDITH T. SPEARS

CHARLES E. BYRD

Being all of the Directors of
Bess Spiva Timmons Foundation, Inc.

MINUTES OF ANNUAL MEETING OF
BOARD OF DIRECTORS OF
BESS SPIVA TIMMONS FOUNDATION, INC.

January 8, 1973

The Annual Meeting of the Board of Directors of BESS SPIVA TIMMONS FOUNDATION, INC., a Missouri Not-For-Profit Corporation, was held at First National Bank Building, Joplin, Missouri, on the 8th day of January, 1973, at the hour of 2:00 p.m., pursuant to Call and Waiver of Notice by all the Directors of the corporation.

Directors of the corporation present in person were:

BESS SPIVA TIMMONS
ROBERT L. TIMMONS
JUDITH T. SPEARS

PATRICIA P. TIMMONS
DR. JOSEPH L. SPEARS
CHARLES E. BYRD

Bess Spiva Timmons acted as Chairlady of the meeting, and Judith T. Spears served as Secretary.

The Secretary reported that six of the eight Directors of the corporation were present in person; two directors, George S. Timmons and Monita D. Timmons being out of the country at the time and unable to attend, and that the meeting could proceed to the transaction of business.

The minutes of the last meeting of the Board of Directors, held January 10, 1972, were read and approved.

The Chairlady presented a financial statement of the assets and operations of the Corporation for the calendar year 1972.

After a full discussion, participated in by all, it was unanimously accepted and ordered made a part of the minutes of this meeting and is hereto attached in compliance with such order.

The Chairlady called for nominations to the Board of Directors to serve until the next Annual Meeting of the Corporation or until their successors were duly elected and had qualified.

The following persons were duly nominated:

Bess Spiva Timmons	Patricia P. Timmons
Robert L. Timmons	Dr. Joseph L. Spears
George S. Timmons	Monita D. Timmons
Judith T. Spears	Charles E. Byrd

six of whom were present and on motion duly made and seconded were unanimously elected to the Board of Directors to serve until the next Annual Meeting or until their successors were duly elected and had qualified.

Thereupon on motion duly made and seconded the following officers were elected to serve until the next Annual Meeting of the Corporation or until their successors were elected and had qualified.

President	Bess Spiva Timmons
Vice-President	Robert L. Timmons
Treasurer	George S. Timmons
Secretary	Judith T. Spears

It was brought to the attention of the Board of Directors by the Chairlady that fifteen grants were made during the course of 1972 by the officers of the Corporation, and the officers wished to have the giving of such grants to various qualified organizations ratified by the Board of Directors. Therefore, upon motion duly made and seconded, the following resolution was unanimously adopted;

"RESOLVED, that cash grants of \$1,000 to Boy Scouts of America for Camp Arrowhead Capital Fund; \$1,000 to Ross Hanna - Indian Assistance; \$1,000 to Mayors Committee for Tornado Alert; \$1,500 to Joplin Area Council for Missouri Association for Children with Learning Defects; \$2,000 to Project Hope; \$1,000 to American Foundation for the Blind; \$2,000 to the Menninger Foundation; \$1,000 to Ducks Unlimited, Inc.; \$1,000 to The Hebrew Academy; \$1,000 to Missouri Southern College - Zella Spiva Fund; \$1,000 to Child World Nursery;

\$3,000 to Endowment Association of University of Kansas; \$1,000 to Ross Hanna Friendship House; \$6,000 to Freeman Hospital Building Fund; and \$3,000 to Drury College made on behalf of the Corporation by its officers at various times during the calendar year 1972 are hereby ratified and confirmed by the Board of Directors."

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


JUDITH T. SPEARS, Secretary

APPROVED:


BESS SPIVA TIMMONS


ROBERT L. TIMMONS


GEORGE S. TIMMONS


PATRICIA P. TIMMONS


DR. JOSEPH L. SPEARS


MONITA D. TIMMONS

CHARLES E. BYRD