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

November 2, 1974

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 2nd day of November, 1974, at the hour of 2:15 P.M.

PESS SPIVALTIMONS

PATRICIA P. TIMMONS

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DR. JOE L. SPEAKS

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

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

November 2, 1974

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 2nd day of November, 1974, at the hour of 2:15 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
GEORGE S. TIMMONS

PATRICIA P. TIMMONS DR. JOE L. SPEARS MONITA D. TIMMONS

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

The Secretary reported that all Directors of the corporation were present and that the meeting could proceed to the transaction of business.

The minutes of the last meeting of the Board of Directors, held January 8, 1973, were read and approved.

The Chairlady presented a financial statement of the assets and operations of the Corporation for the calendar year 1973 including the purchase of \$35,000 worth of Federal Home Loan Bank Bonds.

The Chairlady noted the death of director Charles E. Byrd and upon motion duly made, seconded and unanimously carried it was

"RESOLVED, that the Board of Directors of Bess Spiva Timmons Foundation, Inc. express their appreciation of Mr. Burd's services and loyalty to the Foundation." Nominations were received for the position on the Board of Directors to succeed Charles E. Byrd. The following person was nominated:

HARRY A. MORRIS 2420 Pershing Road Kansas City, Missouri 64108

There were no other nominations. Upon motion duly made, seconded and unanimously carried, the nominations were closed and the above nominee was unanimously elected to hold office until the next annual meeting, or until his successor is elected and has qualified.

The Secretary was instructed to notify the newly elected member of the Board of Directors of his election.

A discussion concerning sending copies of the 1973 and 1974 minutes of the foundation meetings to the children of the Directors was initiated by Bess Spiva Timmons. After a full discussion participated in by all, it was indicated that the members, individually, felt this to be advisable. Thereupon, on motion duly made, seconded and unanimously carried, it was

"RESOLVED, that copies of the minutes of the 1973 and 1974 Annual Meetings of the Board of Directors of the Bess Spiva Timmons Foundation, Inc. be sent to the children of the board members."

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. Joe L. Spears
George S. Timmons Monita D. Timmons
Judith T. Spears

all 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 nine grants were made during the course of 1973 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; \$5,000 to Project Hope; \$5,000 to Lincoln University; \$1,000 to Ducks Unlimited; \$1,000 to Menninger Foundation; \$1,000 to Child World Nursery and Kindergarten; \$1,000 to Hebrew Academy; \$1,000 to School of the Ozarks; and \$1,000 to Ross Hanna Friendship House made on behalf of the Corporation by its officers at various times during the calendar year 1973 and 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.

APPROVED:

APPROVED:

BESS SPIVA TIMMONS

ROBERT L. TIMMONS

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