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

October 14, 1978

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 of otherwise, and consent and agree that such Annual Meeting of the Board of Directors shall be held at the First National Bank Building, Joplin, Missouri, the 14th day of October,

1978, at the hour of 2:00 p.m.

BESS SPIVA TIMMONS

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PATRICIA P. TIMMONS

Polest J. TIMONS

Deorge S. Jim

GEORGE S. TIMMONS

JUDITA T. SPEARS

MONTTA D. TIMMONS

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HARRY A. MORRIS

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

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

October 14. 1978

The Annual Meeting of the Board of Directors of BESS SPIVA TIMMONS FOUNDATION, INC., a Missouri Not-For-Profit Corporation, was held at the First National Bank Building, Joplin, Missouri, on the 14th day of October 1978, 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 Patricia P. Timmons
Robert L. Timmons Dr. Joe L. Spears
Judith T. Spears Monita D. Timmons
George S. Timmons Harry A. Morris

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 October 15, 1977, were read and approved.

The Chairlady presented a financial statement of the assets and operations of the Corporation, for the calendar year of 1977.

The Chairlady called for nominations of 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 Harry A. Morris

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 Vice-President Treasurer Secretary

Bess Spiva Timmons Robert L. Timmons George S. Timmons Judith T. Spears

It was brought to the attention of the Board of Directors by the Chairlady that 12 grants were made during the course of 1977 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 \$5,000 to the Menninger Clinic; \$1,800 to the School of the Ozarks; \$5,000 to the Committee to Combat Huntington's Disease; \$5,655 to Project Hope; \$1,000 to Cumberland College; \$5,000 to Lakeway Center; \$2,000 to American Foundation for the Blind; \$1,000 to Ducks Unlimited: \$2,500 to School of the Ozarks: \$2,000 to Baptist Friendship Center; \$3,011 to Freeman Hospital and \$3,000 to Child World School made on behalf of the Corporation by its officers at various times during the calendar year 1977 and hereby ratified and confirmed by the Board of Directors."

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

PIMMONS

RPROVED: