Bess Spiva Timmons Foundation, Inc.

Executive Board Meeting October 26, 1996.

The Executive Board of the Bess Spiva Timmons Foundation, Inc., met in New York City, on the 26th of October, 1996. Those present were JoAnn Kimball, George S. Timmons, Monita D. Timmons, Joe L. Spears, Judith T. Spears, Robert L. Timmons, and Patricia P. Timmons.

Among the matters discussed was the future leadership of the Foundation.

It was decided that the present officers would bow to the next generation and not seek reelection in 1997.

Present officers will conduct the Friday night business meeting followed by the election of new officers.

The newly elected officers will conduct the Saturday meeting and will serve in those offices for the ensuing year.

Sincerely yours,

Robert L Timmons

A. Jimmono

Secretary

Bess Spiva Timmons Foundation, Inc.

Priday Meeting July 19, 1996, 7:00 p.m.

First Session

George S. Timmons, President, opened the Priday evening meeting with greetings and called on JoAnn Kimball to report on activities planned for our meetings and for other recreation activities for the children and for family participation following our 29th annual meeting on Saturday.

Jo Ann Kimball reported on "Council of Foundations" and submitted the following report:

"The Council on Foundations has a new president, Dorothy S. Ridings, succeeding James A. Joseph, who has become the new ambassador to South Africa. Because of the government drawing back, there is a need for tax reform to encourage 'a renaissance for private giving.' Mrs. Ridings hopes to encourage a greater public appreciation for the role of philanthropy and to encourage a better communication with public journalism and philanthropy so as to make society more aware.

"In regard to generational succession, the consultant, Alison Wheeler, recommends in considering a third generation who has become of age:

- Invite as observers to board meeting
- Appoint focus group or committee from board to discuss and recommend policies and procedures for generational succession.

A number of issues to be considered which would be clarified by some research and consultation as to successful methods experienced by other similar family foundations.

Some immediate suggestions in general:

- 1. Send one delegate from each family to the Interactive Retreat in Menlo Park, California, in October.
- Subscribe to 'Family Matters' newsletter for each household represented on the board.
- Ask focus committee for the third goal to meet as needed before next board meeting and make recommendations which can be discussed and acted upon at next board meeting.
- Continue to have education as to board participation.

A discussion was held concerning third generation attendance of the Bess Spiva Timmons Foundation at the Council of Foundations annual meeting on October 17 to 19, 1996, in Menlo Park, California. A motion was made, seconded, and unanimously passed that there would be three representatives sent to that meeting with registration transportation and hotel expenses paid by the Bess Spiva Timmons Foundation

Duane D. Lawellin indicated that the State of Missouri passed a new law in 1995 related to Foundations and that he checked this out with the Harry Monis offices in Kansas City to be sure our foundation is in compliance.

After discussion, upon motion made, seconded, and unanimously passed, Article VIII of the By-laws was amended to read as follows:

AKTICLE VIII AMENDMENTS

An amendment to the Foundation's By-laws, in order to be adopted, must be approved in the following manner:

- (1) By the Board of Directors provided that the amendment does not relate to the number of directors, the composition of the Board, the term of office of directors, or the method or way in which directors are elected or selected, in which case the amendment need not be approved by the Board of Directors; and
- (2) By the members of the Foundation by two-thirds of the votes cast or by a majority of the voting power of the members, whichever is lesser.

In addition to the Foundation giving notice to its members in accordance with these By-laws and with law of the membership meeting in which the amendment is to be approved by the membership, the notice must also state that the purpose, or one of the purposes, of the meeting is to consider the proposed amendment and shall contain or be accompanied by a copy or summary of the amendment. If the amendment is to be approved by the members by written consent or written ballot, the material soliciting the approval shall contain or be accompanied by a copy or summary of the amendment.

George S. Timmons proposed that we select the Stillwell Hotel in Pittsburg, Kansas, as the site for the 1997 annual meeting. Since no other sites were nominated, a motion to that affect was made, seconded, and unanimously passed.

Duane D. Lawellin volunteered to check out housing arrangements.

On checking with the only adequate housing in Pittsburg, Holiday Inn, 316 231-8700, it was found that there were conflictions that would prevent us from staying there the weekend of July 18 and 19. So, the next weekend of July 25, 26, and 27, was decided upon. Tentative reservations were made for 16 rooms and approximately 35 people.

Because of difficulty in making housing reservations on short notice, it was decided that site selection should be made two years in advance. San Diego and San Francisco, were nominated with San Diego being selected for our 1998 annual meeting by the vote of the membership. JoAnn S. Kimball volunteered to arrange for the meeting site in San Diego.

Grant requests totaling ninety-three were selected by the members for presentation on Saturday.

Bess Spiva Tirrenous Foundation, Inc.

Annual Meeting Saturday, July 20, 1996, 830 a.m.

Second Session

The 29th Annual Meeting of the Board of Directors and the meeting of the Bess Spiva Timmons Foundation, Inc., a Missouri Not-For-Profit Corporation, was held in The Lodge at Jackson Hole, Jackson, Wyoming 83001, on Friday and Saturday, July 19-28, 1996.

The following directors and members of the corporation were present,

Catherine S. Spillman JoAnn S. Kimball Darci Larson Kevin G. Spillman Bryna Timmons Darwin G. Larson fill T. Larson Gary E Timmons Duane D. Lawellin George S. Timmons Elizabeth J. Spears Monita Timmons Joe L Spears Patricia E Timmons Judith T. Spears Pumpen Timmons Louise L Spears Priscilla P. Timmons Timothy J. Spears Robert L Timmons

George S. Timmons, President, opened the 8:30 a.m. Saturday meeting with a request for prayer from Patricia P. Timmons. Pat thanked the Lord for His guidance in past meetings and for wisdom and discernment in making decisions for our 1996 meeting.

George welcomed everyone and told the membership about the ninety-three grant requests that met the guideline criteria for consideration and possible acceptance.

Having sent a second copy of the 1995 minutes of the Annual Meeting to the membership one month prior to our 1996 meeting, Robert L Timmons, Secretary, asked for corrections to those minutes. No corrections were made. A motion was made, seconded, and the 1995 minutes report was unanimously approved.

Judith T. Spears gave the treasurer's report. A motion was then made, seconded, and passed for the approval of the report.

Duane D. Lawellin, Financial Advisor and board member, reported on the financial picture of the Foundation as of July 10, 1995. He reviewed the most current financial statement of the Foundation which showed the market value to be \$4,479,534. He estimated that annual income available for distribution at the 1996 Annual Meeting to be in the range of \$215,000.

Duane reminded the members again that the government requires, through its tax laws, that 5% of the net value of the Foundation's assets, averaged for the year, be made available to the grant applicants.

A motion was made, seconded, and passed to approve the Pinancial Advisor's Report.

Bess Spiva Timmons Foundation, Inc. Financial Advisor's Report

Asset Values .	
12-31-95 12-31-94	\$ 4,471,985 3,684,992
Increase	\$ 736,993 (20%)
Amounts paid out	183,776
Amount Total Increase	\$ 920,769 = 24.99% total return

Expenses = .0034% of average fund assets during 1995

Rate of return currently (6-30-96) = 4.19% on market value, 6.83% on cost.

After discussion upon a motion made and seconded and unanimously passed, the persons names on page nine were elected as members of the Bess Spiva Timmons Foundation, Inc., and are to serve until their successors are elected.

Procedures used in 1996 for Selection and Awarding of Grants

- George Timmons collected, organized and alphabetized all applications and printed a composite form for each member.
- It included addresses, contact person, plus a short thumbnaft sketch concerning each request.

- Members selected applications Friday evening for presentation at the Saturday meeting.
- 4. Each was presented in alphabetical order by the presenter who expressed his or her opinion as to whether it should be accepted or not.
- Each member recorded his or her own preliminary note as applications were presented.
- A running tally of the vote was kept. These votes were recorded yes, no, or undecided.
- 7. The amount to be awarded was then determined for those requests receiving a definite majority of yes votes.
- 8. A revote by show of hands on those that would have a possible majority yes vote if undecided votes were changed to a yes vote. Two requests were awarded funds in that manner.
- 9. The amount of the awards was totaled and a reconsideration for increasing or decreasing the amount of the award was made to comply with government policies which require awarding 5% of the net value of the Foundation assets, averaged for the year distributed.

Reaffirmed Policies

The Foundation requests that school scholarship students acknowledge their receipt and the amount of their scholarship by letter to Bob Timmons, 2006 Kasold, Lawrence, Kansas 66047.

The Recipients Chosen and Amounts Granted for 1996

Arthur & Allera, Doundation of America Olivette Miccouri	2,500
Asthma & Allergy Foundation of America, Olivette, Missouri A-T Medical Research Foundation, Los Angeles, California	5,000
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Camp Penuel, Ironton, Missouri Caring Ministries, Inc., Tucson, Arizona	8,833 8,874
Christian Berets, Modesto, California	2,50B
Cumberland College, Williamsburg, Kentucky	10,000
Donnelly College, Kansas City, Kansas	5,250
Ducks Unlimited, Joplin, Missouri	1,500
The Family Resource Center, Pittsburg, Kansas	5,000
Friends of Southeast Kansas Symphony, Pittsburg, Kansas	4,000
Eco-Home Network, Los Angeles, California	1,000
Goodwill Industries, Tulsa Oklahoma	10,000
Howard Park Early Intervention Center, Ellisville, Missouri	3,500
Huntington's Disease Society of America, New York, New York	10,000*
)cfferson County Rescue Mission, Inc., Pevely, Missouri	2,000
Kansas Wildscape, Lawrence, Kansas	5,000*
Lafayette House, Joplin, Missouri	5,000
Lions Camp Tatiyee, Inc., Phoenix, Arizona	5,000
Little Balkans Heritage Preservation Guild, Pittsburg, Kansas	10,000
Lives Under Construction, Lampe, Missouri	5,000*
The Marine Mammal Center, Sausalito, California	2,000
Missouri Center for the Book, Jefferson City, Missouri	2,000
Missouri Colleges Fund, Inc., Jefferson City, Missouri	1,000
Mount Carmel Foundation, Pittsburg, Kansas	10,000*
The Nature Conservancy, Kansas Chapter, Topeka, Kansas	5,000
Navajo Nation Health Foundation, Ganado, Arizona	· 10,000
The Northern New Mexico, Taos, New Mexico	2,500
Park College, Parkville, Missouri	5,000
Pittshurg Arts Council, Pittsburg, Kansas	6,000
Pittsburg State University, Pittsburg, Kansas	20,000*
Shelter the Children, St. Louis, Missouri	3,000
The Shelter, Inc., Lawrence, Kansas	3,200
Stilwell Heritage and Educational Foundation, Pittsburg, Kansas	10,000
St. Joseph's Indian School, Chamberlain, South Dakota	2,000
St. Patrick Center, St. Louis, Missouri	1,000
Talking Tapes for the Blind, St. Louis, Missouri	3,500
Tueson Arizona Boys Chorus, Tueson, Arizona	2,000
Tucson Botanical Gardens, Tucson, Artzona	1,000
University of Arizona, Tucson, Arizona	10,000*
The Vanderschmidt School, St. Louis, Missouri	1,000
Wat That of Los Angeles, North Hollywood, California	5,000
Young Audiences, Tucson, Arizona	4,000

President Timmons requested suggestions for future policies related to the selection of recipients for financial grants in the future.

- Check out organizations involved with doing beneficial projects in each member's home community.
- Visit areas and projects of known past or possible future recipients so there is more awareness of their worthiness for future grants.
- 3. No organization should be awarded a grant of \$5,000 or more without at least one visitation by a board member.
- 4. Concerning selection procedure, it might be best to select and determine the amount of financial awards to known requestors prior to determining awardees and financial committments to those in which there is no personal knowledge about that organization by any member of our foundation. (Numbers 3 and 4 were not discussed at meeting, but submitted by Robert L. Timmons.)

George S. Timmons thanked JoAnn S. Kimball for the well-planned activities she organized in Jackson Hole.

The Nomination Committee proposed that the following slate of officers be nominated for the coming year of 1997. There being no further nominations from the floor, a motion was then made as read, seconded, and unanimously approved by the membership:

George S. Timmons Robert L. Timmons Judith T. Spears Duane D. Lawellin

President
Vice President/Secretary
Treasurer
Financial Advisor

The membership congratulated George on his continuing outstanding leadership as president of the Foundation.

A motion was made, seconded and passed that the Foundation meeting adjourn.

Robert L. Timmons, Secretary

BESS SPIVA TIMMONS FOUNDATION

GRANTS MADE

1967 THROUGH 1996

TEN LARGEST	
Hunnington's Disease Committe/Society	\$180,000
Cumberland College	126,800
Ross Hanna Baptist Friendship Center	
and Sharing Ministries	118 ,168
Mt. Carmel Medical Center	89,754
Haskell Institute	88,400
Menninger Foundation	82,000
Navajo Nation Health Foundation	75,000
Chila World	71,500
Stillwell Heritage and Educational Foundation	50,000
Pittsburg State University Technology Center	<u>40,000</u>
ranna.	\$921,622
OTHERS Adoption Center Of NE Oklahoma, Tulsa, OK.	1,000
ALOHA, Tuscon, AZ.	5.000
Alzheimers Asociation, Springfield, MO.	2,500
American Foundation For The Blind	3,000
Anti Drug Abuse Foundation, St. Louis, MO.	2,000
Arizona Arthritis Center	12,000
Assoc. Of Midwest Disadvantaged, Hazelton, MO.	1,000
Asthma And Allaergy Foundation, Olivetta, MO.	3,500
A-T Medical Research Foundation, Los Angeles, CA.	5,000
Avian Companions, Tuscon, AZ.	11,750
Bacone College , Muskogee, OK.	10,000
Paptist Hospitals Foundation	3,000
Bemillo Public Schools, Bemillo, NM.	2,000
Bellevue College Foundation, Bellevue, NB.	3,000
Bethany College Scholarship Fund	3,000
Big Brutus, Pittsburg, KS.	18,000
Bootstraps To Share, Tuscon, AZ.	8,650
Boy Scouts of America Camp Arrowhead	3,000
Boy Scouts of America, MoKan Council, Joplin, MO.	12,500
Brick Mountain Creative Arts Center, Arcadia, KS.	13,000
Buckley School	2,000
Cabool Nursing Home, Cabool, MO.	250
Camp Penuel, Irontown, MO.	24,600
Carondolet Community Betterment, Carondolet, MO.	1,000
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Childhelp, USA Christian Berets, Modesta, CA. City of Galena, KS. City of Joplin, MO. College of The Ozarks, Point Lookout, MO. Colorado Springs Fine Arts, Colorado Springs, CO. Colorado State University Community Information Resources, Tuscon, AZ. Crewford County Red Cross, Pittsburg, KS. Creative Arts Therapy Association, Arma, KS. Crowder College, Neosho, MO.	2,000 2,500 3,000 1,000 13,800 2,000 4,500 3,190 12,000 9,500 5,000
DARE House, Joplin, MO. Desert Springs Childrens Center, Tuscon, AZ. Bevelopment Center for Appropriate Technology, Tuscon, AZ. Donnely College, Kansas City, KS. Drury College, Springfield, MO. Ducks Unlimited, Joplin MO. Easter Seals Society of Arizona Easter Seals Society of Missouri Eco-Homo Network, Los Angeles, CA.	11,500 2,000 1,500 13,250 3,000 28,600 1,440 2,000 1,000
Elm Acres Youth Home, Columbus, KS. Evergreen Residental Care, Billings, MN. Family Counseling Agency, Tuxcon, AZ. Fellowship of Christian Athletes, Kansas City, MO. Flying Samaritans, Tuscon, AZ. Fredericktown Rotary, Fredericktown, MO. Freeman Hospital, Joplin, MO. Friends of SE Kansas Symphony, Pittsburg, KS. Friendship Center of Tuscon, Tuscon, AZ. Glenhaven Youth Ranch, Plainvieww, AK.	5,000 5,000 18,650 2,000 7,000 5,000 23,346 4,000 1,000 14,500
Goodwill Industries, Tulsa, OK. Hanibal Salvation Army, Hanibal, MO. Hebrew Academy Helen Messenger Phys. Ed Scholarship, PSU. Hepler Community Recreation Fund, Hepler, KS. Homo Tohans Oldham Nation Hosana (People Helping People) Springfieeld, MO. Hospice of The Flint Hills, Emporia, KS. Howard Park Early Intervention Center, Ellisville, MO.	10,000 10,000 8,000 10,000 2,000 6,000 2,000 5,000 3,500

International Center for Gibbon Studies	1,000
Intervarsity Christian Fellowship, Atlanta, GA.	5,000
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Intervarsity Christian Fellowship, Madison, WS.	2,500
Ironside Bird Rescue, Cody, WY.	2,500
Jefferson County Rescue Mission, Pevely, MO.	2,000
Joplin Association for the Blind, Joplin, MO.	1,000
Joplin Little Theatre, Joplin, MO.	10,000
Joplin Community Service Center, Joplin, 1 MO.	1,000
Joplin YWCA, Joplin, MO.	4,000
Kansas School for The Deaf	3,000
Kansas University Endowment and Development Fund	18,500
Kansas University, Jayhawk Track and Field	5,000
Kansas University, Kansas Relays	5,000
Kansas University Medical Center	11,000
Kansas Wildscape, Lawrence, KS.	10,000
Kingfisher Day Care Center, Kingfisher, OK.	650
KXCI Radio, T-PAK	4,000
The Company of Table	4,444
Lafayette House, Joplin, MO.	12,000
Lakeway Center	5,000
Lawrence Humane Society, Lawrence, KS.	2,500
Lawrence Red Cross, Lawrence, KS,	3,000
Leader Dogs of America	2,000
Lincoln University	10,000
Little Balkans Heritage Fund, Pittsburg, KS.	10,000
Lives Under Construction Ranch, Lampe, MO.	10,000
Livermore Elementary School, Fort Collins, CO.	5,000
Marine Mamal Center	2,000
Marygrove, Florissant, MO.	1,250
Mayors Committe for Tornado Alert	1,000
Meharry Medical College	8,000
Mennonite Church, Moundridge, KS.	12,000
Mid America Colleges Art Association	2,000
Midwest Braille Volunteers	2,000
Mo. Association for Children With Learning	2,000
Disabilities, Joplin, MO.	2,500
Mo. Center for The Book, Columbia, Mo.	2,000
Mo. Colleges Fund	2,000
Mo. Southern College, Int'l. Piano Competition	5,000
Mo.Southern College, Zella Spiva Fund	1,000
Monticello College	2,500
Mustard Seed Christian Fellowship, Lawrence, KS.	12,000
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Nature Conservancy, Topeka, KS.	5,000
Northern New Mexico Mid Wife Center, Taos, NM.	2.500
Northview Opprotunity Center	1,000
NOVA Center Inc., Grandview MO.	9.000
SHOAN CONTOL SHOT ATSUNATER NO.	31,000
OATS Inc., Columbia, MO.	8,400
OATS Inc., St. Louis, MO.	5,200
O'Connell Youth Ranch	5,750
Oklahoma City Community Foundation	•
Omaha Children's Museum. OPmaha. NB.	2,500
	4,000
Orthopedic Research Laboratory, Tuscon, AZ.	20,000
Oswego Public Library, Oswego, KS.	10,000
Ozanon Home for Boya	32,000
Ozark Actors Theatre	1,000
Ozark Area Girl Scout Council, Joplin, Mo.	1,000
Ozark Christian College, Joplin, MO.	10,500
Ozark National Council on Acholism	4,000
B 1 Callege Benjarilla NO	E 000
Park College, Parkville, MO.	5,000
Paraxis, Inc.	4,000
Pinney Wood School, Pinney Woods, MS.	35,000
Pitteburg Arts Council, Pittsburg, KS.	6,000
Pittsburg Public Library, Pittsburg, KS.	27,000
Pittsburg Family Resources Center	5,000
Pittsburg YMCA	4,000
Presbyterian Children's Services	5,000
Presbyterian Home for Children	7,000
Project Hope	25,6 55
Red Bud Trail Girl Scout Council	4,000
Red Feathers Elementary School, Fort Collins. CO.	5,000
Regional Girls Shelter, Springfield, MO.	13,600
Rocky Ridge Music Festival	1,000
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Sacred Heart Medical Center, Billings, MT.	10,000
Sage Memorial Hospital	10,000
Santa Clara County Community Fund, San Jose, CA.	10,000
St. Andrew's Episcopal Church, Sedona, AZ.	2,000
St. Anthony's Zuni Indian Mission	1,000
St. Joesph's Indian School, Chamberlain, SD.	2,000
St. Labre Indian Mission	9,000
St. Patrick's Center, St. Louis, MO.	1,000
Salvation Army, Pittsburg, KS.	6,000
Sandpoint Inc., St. Paul, KS.	2,000
Senior Gleaners Inc., North Highland, CA.	1,000
Shelter From The Storm, Palm Desert, CA.	2,500
Shelter The Children, St. Louis, MO.	3,000
Snap	1,000

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SEK Humana Society of Crawford County, KS. Southern Arizona Group Enterprises, Tuscon, AZ. Southminister Presbyterian Church Spiva Art Center, Joplin, MO. Sterling College	5,000 2,500 1,000 5,000 5,000
Tacoma Day Nursery, Tacoma, WA. Talking Tapes for The Blind, St. Louis, MO. The Shelter, Inc., Lawrence, KS. Tuscon Botanical Gardens, Tuscon, AZ. Tuscon Boys Choir, Tuscon, AZ. Tykes To Teens, Bethany, MO.	2,000 3,500 3,200 4,500 2,000 4,000
University of Arizona University of Worth Dakota	10,000 4,000
Vanderschmidt School, St. Louis, MO.	\$,000
Wat Thai of Los Angeles, North Hoollywood, CA. West Liberty Community School, West Liberty, IA. Wichita University, Wichita, KS. Willamette Institute of Science and Technology, Willamette, OR.	5,000 2,000 1,000
Young Audiences, Tuscon, AZ.	9,000
TOTAL	1,941.353