

SOUTHERN CALIFORNIA RAPID TRANSIT DISTRICT

Minutes of Special Meeting of
the Board of Directors of the District

July 11, 1968

Upon notice duly given, the Directors of the Southern California Rapid Transit District met at a special meeting in the District Board Room, 1060 South Broadway, Los Angeles, California, at 10:00 a.m. on July 11, 1968, at which time President Don C. McMillan called the meeting to order.

Directors Kermit M. Bill, Charles E. Compton, A. J. Eyraud, Jr., Leonard S. Gleckman, Gordon R. Hahn, David K. Hayward, Herbert H. Krauch, Michael E. Macke, Don C. McMillan and Douglas A. Newcomb were present. Director Norman Topping was absent.

Also present were General Counsel Milton McKay; Assistant General Manager Jack R. Gilstrap; Manager of Operations R. W. Gareau; Chief Engineer Richard Gallagher; Director of Rapid Transit Planning John Curtis; Director of Public Information R. O. Christiansen; Secretary Virginia L. Rees; and the public.

President McMillan announced that he had called the meeting at the request of Director Hahn, Chairman of the Personnel & Administrative Procedures Committee, for the purpose of considering personnel matters brought about by the resignation of Mr. Dale W. Barratt as General Manager of the District.

Recessed in Executive Session to Consider Personnel Matters

After discussion, upon motion of Director Krauch, seconded and unanimously carried, the Board recessed to consider personnel matters in executive session.

At 11:35 a.m. the Board of Directors returned to the Board Room and President McMillan announced that Director Hahn, Chairman of the Personnel & Administrative Procedures Committee, would report on the matters discussed.

Thereupon, Director Hahn presented the following motions:

Dale W. Barratt - Relieved of Duties as General Manager

Upon motion of Director Hahn, seconded and unanimously carried, it was

RESOLVED, that Dale W. Barratt be relieved immediately of his duties as General Manager of the District in view of his resignation causing a vacancy, the circumstances related thereto, and the needs of the District, and that the employment obligations of the District to Mr. Barratt be fulfilled.

Creation of Office of Acting General Manager

Upon motion of Director Hahn, seconded and unanimously carried, it was

RESOLVED, that the office of acting general manager be and hereby is created, being deemed necessary for the continued orderly administration of the affairs of the District during a period in which a vacancy in the office of general manager exists due to the resignation of the present General Manager Dale W. Barratt, the circumstances related thereto, and the period of time required to select a successor to fill the vacancy. The acting general manager shall exercise the powers

and the duties of the office of general manager during such vacancy. He shall be appointed or removed from office by an affirmative vote of a majority of the members of the board and shall serve at its pleasure. A vacancy in the office of acting general manager shall exist when the office of general manager is filled by appointment of the board. The person appointed may hold simultaneously another office at the District, but may receive salary from only one office. The acting general manager shall execute contracts, deeds or other documents of the District during such period as he holds office.

Appointment of Milton McKay as Acting General Manager

Upon motion of Director Hahn, seconded and unanimously carried, it was

RESOLVED, that Milton McKay be and he hereby is appointed Acting General Manager of the District, effective as of July 11, 1968, at a total annual salary of \$30,000.00, to serve at the pleasure of the Board of Directors.

Authorization to Sign Orders and Certificates

Upon motion of Director Hahn, seconded and unanimously carried, it was

RESOLVED, that Don C. McMillan, President, Herbert H. Krauch, Vice-President, Milton McKay, Acting General Manager, H. L. Black, Treasurer and J. L. Pujol, Assistant Treasurer, of the Southern California Rapid Transit District (successor to Los Angeles Metropolitan Transit Authority), be and each of them is hereby authorized - acting alone - to sign orders to the Bank of America National Trust and Savings Association as Trustee under the Trust Indenture dated as of January 1, 1958 for withdrawals from the Construction Fund and any and all other funds wherein the Bank of America requires an order from an authorized person of the District to prepare a check against any such fund, and to sign as Authorized Officer any certificate, report, or other document which may be required by the Bank of America in support of any such order and which under the provisions of the said Trust Indenture must be signed by

when bearing the facsimile signatures of the following, as indicated:

<u>Signed by:</u>	<u>Countersigned by any one of the following:</u>
H. L. Black, Treasurer	Don C. McMillan, President
J. L. Pujol, Assistant Treasurer	Herbert H. Krauch, Vice-President
T. V. Collins, Assistant Treasurer	Milton McKay, Acting General Manager
W. Taylor, Assistant Treasurer	

and the Bank of America National Trust and Savings Association (including its correspondent banks) shall be entitled to honor and to charge the District for all such checks, drafts or other orders for the payment of money, regardless of by whom or by what means the actual facsimile signature or signatures thereon may have been affixed thereto, if such facsimile signature or signatures resemble the facsimile specimens from time to time filed with the Bank of America National Trust and Savings Association by the Secretary or other officer of the District. That all previous authorizations for the signing and honoring of checks, drafts or other orders for the payment of money drawn on the said Bank of America National Trust and Savings Association by the District are hereby continued in full force and effect as amplified hereby.

There being no further business, the meeting adjourned.


Eugene L. Reed
Secretary