Missing

1972

1933-1944

1955-1960

1905-1910

Benton Club Minutes

9 Minutes / loose pages in letter-size folder / May 18, 1998 to Nov. 1, 1999.

10 Benton Club Minutes Summary page / 8½ x 11 / list years covered in minutes.

11 List of years of missing Benton Club minutes / 4 x 6

THE BENTON CLUB MINUTES

June 14, 1887 (First Meeting)

1887 - 1904

1911 - 1932

1932 - 1945

1945 - 1954

1954 - 1961 *

1961 - 1968

1968 - 1971 *

1973 - 12/17/79

Jan 1980 thru Dec 1999 (except 1987-1988) ready to be bound

* Same Book

HOUSE COMMITTEE 1998 ANNUAL REPORT

Robin Findly has been instrumental in the decorating of this building. He has done little things like adding a front door knocker and painting the door to supervising the redecorating of the formal dining room. It was his idea to open the windows of the dining room exposing the ballroom as it was in days past. He supervised the decorating of the front hallway and added the pillars. Several members have donated furniture which Robin has arranged to match this old building. We want to recognize Robin for his many contributions to our Club.

Our manager, Bessie Anderson, has done an outstanding job this year as in the past. Bessie is totally devoted to the Benton Club, and we are fortunate to have her. I would like Bessie to introduce her staff.

The door prize drawing will be done by Bessie.

One reason for the growing popularity of the Benton Club is the food. In close to two years that Diane Peterson has been our chef, our food is second to none in St. Joseph. I would like to introduce Chef Diane who will introduce her staff.

We are going to have someone remove the trash from the second floor. From June 4 through June 21, if anyone wants to claim anything, please do so. After June 21, it will be removed.

Are there any questions or comments?

MINUTES OF A MEETING OF THE DIRECTORS OF THE BENTON CLUB

HELD OCTOBER 28, 1999

President Charles Larson opened the meeting at 5:30 p.m. at the Club House.

PRESENT WERE:

R. Philip Acuff	William P. Mytton
Thomas Corso	George Richmond
Joseph K. Houts, Jr.	Randy S. Schultz
Charles B. Larson	Robert L. Simpson
C. Gregg Larson	Max Wyeth
Frank Leone	

ABSENT WERE:

James F. Burnham	Jonathan Lehr

Minutes of the September 16, 1999 board meeting were approved.

TREASURER'S REPORT: Leone

The Profit & Loss shows income of $28,780. September was a good month because there were lots of parties, which helps the cash flow. Net Ordinary Income was $2,080. Receivables on the Assessment are $40,000. The checking account is $4,635 in the hole, and the Club used assessment monies to keep the cash flow. An additional $20,000 was borrowed to cover renovation bills, because the expenses are present while receipts are slow coming in. The Club is on budget as far as the assessment is concerned. The kitchen renovation is the only area off target because of acute needs.

Projects to be completed were discussed at length. Leading the discussion was President Larson. Projects were divided into three phases: Phase I - projects that have to be completed, Phase II - optional projects and Phase III - future projects. The Board voted to proceed on Phase I in the order of 1) Board Room, 2) Card Room, 3) Office and 4) Hall to Men's Bar, all estimated to cost $5,000. Phases II and III will be deferred.

MEMBERSHIP COMMITTEE: Houts, Jr.

Resignation: Bart Thedinger - Intermediate

Passed for membership after posting were:

Regular - Robert Farley, Larry Hausman, Larry Morrow and Pat Nerney
Junior - Eric Farley
Non-Resident - Matt Ruark

Passed for posting were:

Regular - Gary Winters, Jim Van Proodsy, John Ratcliff, Lance Davis and Bob Fay

A motion was made and the Board passed that a resigned member who rejoins the Club must pay all unpaid assessments pending at the time of resignation.

ENTERTAINMENT COMMITTEE: Wyeth

A Smoker on Quantrill Raiders given by Joe Houts, Jr. received many raves.

The Octoberfest was attended by 56 compared to 70 a year ago.

The upcoming Lobster Tail Dinner will be held November 20th.

Interest in the New Year's Eve event is waning. The Board voted to cancel the event.

The Christmas Formal will be held December 18th and a Children's Christmas Party (First Annual) will be held December 12th.

A subcommittee has been established to look at all facets of food service, especially when it comes to parties. The Club will have set menus for parties.

HOUSE COMMITTEE: Schultz

There was nothing more to report other than what was discussed during the Treasurer's Report.

PERSONNEL COMMITTEE: Acuff

It was noted that the dishwasher resigned and that a salad chef was hired.

BUILDING AND GROUNDS COMMITTEE: Schultz

President Larson brought the Board up-to-date on the Brunner matter. A meeting of the key parties involved was held and all four sides supposedly agreed to share the $3,300 Roberts Roofing bill, equally. Brunner subsequently reneged. Roberts has already paid its $825. A motion was made to send a letter to Bill Brunner reciting the history of the project and the shortcoming of his plan, and that he has been paid for his service and more than deserved, and that a problem arose and all parties agreed to share the expense, and that he reneged on his verbal agreement as gentleman; the letter subject to Attorney Joseph Houts, Sr. scrutinization. The Board unanimously approved.

STRATEGIC PLANNING COMMITTEE: Simpson

As to Foundation activities, the Eckel-Ellis Lecture by Dean Domer from the University of Kansas to be held Friday, October 29th, is going to be rescheduled in 2000. Also, a "Robidoux Town" lecture by Robert Willaby will be held in 2000.

As to the liquor license, the sales tax issue should be no problem because the Club is a not for profit organization. The Committee will report on all liquor license issues at the next board meeting. The Committee will have the City do a preliminary inspection to be sure the bars and the like are in compliance with City code.

Corso reported that he had mentioned a possible reciprocity agreement to members of the University Club in Kansas City and they were all for it. The Benton Club Board voted to have reciprocity with the University Club.

There being no further business, the meeting adjourned at 7:35 p.m.

Respectfully submitted,

William P. Mytton
Secretary

Randy - to call John Rosendale.

BENTON CLUB

BOARD OF DIRECTORS NOVEMBER 23, 1999

1. Call to Order

Approval of minutes- directors meeting, October 28, 1999 — Mr. Larson

2. Treasurer's Report — Mr. Leone
   - A. Insurance up-date
   - B. Fiscal year change

3. Membership Report — Mr. Houts

4. Entertainment Committee — Mr. Wyeth
   - A. Special sub-committees report
   - B. Up-coming events

5. House Committee — Mr. Schultz

6. Personnel Committee — Dr. Acuff

7. Building & Grounds Committee — Mr. Schultz
   - A. Status of Phase II renovation
   - B. Brunner/Roberts matter

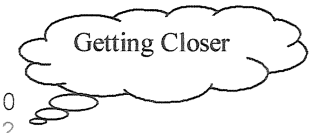
8. Strategic Planning Committee — Mr. Simpson
   - A. Liquor license consideration
   - B. Foundation activities

9. President's Report — Mr. Larson

Note: At the conclusion of Director's meeting, please be certain all material related to Director activities, are removed.

Benton Club of St. Joseph
Balance Sheet
As of November 1, 1999

	Nov 1, '99
ASSETS	
Current Assets	
Checking/Savings	
101 · Petty Cash	8.00
102 · Checking	-1,533.62
104 · Schwab	13,613.78
Total Checking/Savings	12,088.16
Accounts Receivable	
1200 · Accounts Receivable	
120 · Dues Receivable	11,103.70
121 · House Receivable	20,088.84
122 · 1999 Assessment	4,815.00
Total 1200 · Accounts Receivable	36,007.54
Total Accounts Receivable	**36,007.54**
Other Current Assets	
126 · Cafe Inventory	6,606.04
127 · Set Up Inventory	3,620.09
Total Other Current Assets	10,226.13
Total Current Assets	**58,321.83**
Other Assets	
156 · Buildings	20,874.76
162 · Improvements	55,150.55
166 · Furnitures & Fixtures	29,834.31
170 · Kitchen Equipment	17,258.00
Total Other Assets	123,117.62
TOTAL ASSETS	**181,439.45**
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Other Current Liabilities	
202 · Accounts Payable	8,239.18
203 · A/P Remodeling	32,055.91
219 · Accured payroll taxes	2,590.91
223 · Accrued Property Taxes	576.00
230 · Note Payable Commerce...	27,500.00
Total Other Current Liabilities	70,962.00
Total Current Liabilities	70,962.00
Total Liabilities	**70,962.00**
Equity	
Opening Bal Equity	136,101.32
Net Income	**-25,623.87**
Total Equity	**110,477.45**
TOTAL LIABILITIES & EQUITY	**181,439.45**



Benton Club of St. Joseph
Profit and Loss
October 2 through November 1, 1999

	Oct 2 - Nov 1	May 1 - Nov 1
Ordinary Income/Expense		
Income		
327 · Cafe-Member Parties	840.00	17,737.95
328 · Cafe-Sales	6,788.65	50,026.27
338 · Set-up Sales	298.25	1,797.30
348 · Party-Sales	10,778.66	13,434.27
407 · Dues	10,086.00	63,268.50
409 · Checking Interest	0.00	11.58
410 · Penalties	57.15	299.15
Total Income	**28,848.71**	**146,575.02**
Cost of Goods Sold		
5000 · Cost of Goods Sold		
401 · Cafe Costs	2,962.50	22,035.11
405 · Party Costs	4,935.00	19,105.34
Total 5000 · Cost of Go...	7,897.50	41,140.45
Total COGS	**7,897.50**	**41,140.45**
Gross Profit	**20,951.21**	**105,434.57**
Expense		
502 · Salaries	8,756.75	50,957.86
528 · Accounting & Legal	75.74	539.77
534 · Insurance	2,407.49	9,496.23
535 · House Maintenance	576.34	6,180.49
536 · Entertainment	0.00	835.00
557 · Electricity	463.61	4,631.38
558 · Water & Sewer	63.50	1,117.16
559 · Fuel	50.07	50.07
561 · Laundry	1,385.00	5,976.67
562 · Telephone	260.70	1,396.57
567 · Property Taxes & License	45.00	702.76
568 · Payroll Taxes	3,000.00	16,714.08
570 · Postage	200.25	943.77
572 · Subscriptions	127.94	287.64
573 · Office Expense	171.19	2,121.86
574 · Miscellaneous	36.75	274.69
576 · Supplies	330.00	849.83
6999 · Uncategorized Expense	0.00	0.00
Total Expense	**17,950.33**	**103,075.83**
Net Ordinary Income	**3,000.88**	**2,358.74**
Other Income/Expense		
Other Income		
349 · Christmas Pledge	1,087.15	1,087.15
611 · Assessment	2,430.00	107,242.50
612 · Interest Income	22.20	581.72
Total Other Income	**3,539.35**	**108,911.37**
Other Expense		
616 · Renovation	21,995.79	136,893.98
Total Other Expense	21,995.79	136,893.98
Net Other Income	**-18,456.44**	**-27,982.61**
Net Income	**-15,455.56**	**-25,623.87**

BRUNNER & BRUNNER

Architects & Engineers
George T. Hopkins III, A.I.A., President
106 South 7th Street
St. Joseph, Missouri 64501

Telephone (816) 279-0809
Fax (816) 279-1191

BENTON CLUB

1998-1999 MINUTES

May 4, 1999

Benton Club of St. Joseph
402 North Seventh Street
St. Joseph, Missouri 64501

Attention: Dr. Phil Acuff, President

RE: Benton Club Roofing and Roof Repairs.
Ballroom Roof Truss Repairs.

Dear Phil:

As per our examination on Friday, August 7th, the two main trusses over the Ballroom roof that support the roof joists have been structurally repaired.

The longer truss was headed towards probable failure because of forces of torsion from buckling due to a lack of lateral bracing in the weak axis points. The bottom chord of the truss has ceiling joists fastened perpendicular to it which holds it in a proper and fixed position. The top chord; however, was not supported in the horizontal position and was twisting because there was no bracing to secure it properly.

Bob Poirier (president of St. Joseph Truss Company), Jon Lehr and myself arrived at the solution to attach two angles to the top chord and to attempt to raise the bottom and top chord slightly with jacks to help bring it back to its original position. As you know, the raising of the truss did help bring it back with a straighter top chord; however, that was stopped because of fear of splitting the timber of the truss. Then the two angles were bolted to the top chord giving it lateral support to help hold it vertical. These angles are more than sufficient to hold the top chord in a true and straight plane and should help maintain the truss's stability.

The shorter truss which was made up of several 2-by members was found to be delaminating and was bolted together with through-bolts and large washers and it also appears to be now in a more stable position capable of supporting the load it was designed to carry. In light of the above described recent repair work, it is my opinion that the roof over the ballroom is presently structurally sound and in a safe condition to carry the roof load for which it was originally designed.

Both trusses are now encased in plywood and covered with roofing material. Since the roof now has easy access up the stairs from the second floor and through the man door, it would be prudent to check the trusses from time-to-time to make sure that they are staying in a stable, true and upright position.

The bearing walls for the trusses should be maintained in good condition. The west wall of the Ballroom which is masonry does need to be tuckpointed and made stable and secure for bearing of the west end of both trusses.

I believe we can all breath easier now and enjoy the club facilities knowing that this project has been successfully completed.

Very truly yours,

BRUNNER & BRUNNER
Architects & Engineers

William A. Brunner, P.E.

WAB:jas
cc: File.

April 27, 1999

Dear Benton Club member:

At the 110th Annual Meeting of The Benton Club on May 12, 1997, the membership reviewed the major repairs considered essential to the building, namely: a new roof, window replacement, electrical rewiring, exterior painting, tuck pointing and waterproofing. After the discussion the membership unanimously approved the following motion:

> *A motion to assess the entire membership, regardless of category, $1,000 to be paid either as one immediate lump sum or at $50 per month for two (2) years commencing June 1, 1997. New members joining the Club during the six (6) month period preceding the 1997 annual meeting were exempt from the assessment.*

As we are nearing the end of the assessment period and the aforementioned work has been completed, the Board of Directors wishes to report the following to the membership:

Assessment and Interest

May 12, 1997 through April 27, 1999	Assessment	$147,700.00
	Interest	3,222.86
	Total	$150,922.86

Expenditures

1) Roof, Roberts Roofing Company	$ 90,171.00
2) Windows, Evans Brothers, Inc.	$ 7,402.00
3) Electrical rewiring, Schultz Electric	$ 9,835.66
4) Exterior painting, Slawson Painting	$ 11,975.00
5) Tuck pointing and sealing, C & M Restoration, Inc.	$ 14,501.00
6) Architect, William Brunner	$ 6,564.00
7) Storm windows 2nd floor, Brandt's Fuel Savers Ordered for May installation	$ 3,079.00
Total	$143,527.66

Sincerely,

R. Philip Acuff, President
Benton Club Board of Directors

MINUTES OF A MEETING OF THE DIRECTORS OF THE BENTON CLUB

HELD APRIL 22, 1999

President Acuff opened the meeting at 5:30 p.m. at the Club House.

PRESENT WERE:

R. Philip Acuff	Frank Leone
L. Thomas Dunavant, Jr.	William P. Mytton
Joseph K. Houts, Sr.	E. Eugene Sanders
Joseph K. Houts, Jr.	Robert L. Simpson
Charles B. Larson	George H. Wood
Jonathan Lehr	Max Wyeth

ABSENT WAS:

James F. Burnham

Minutes of the March 18, 1999 meeting were approved.

TREASURER'S REPORT: Sanders

The Balance Sheet at this point shows very little cash. The outstanding balance due on the assessment is approximately $6,000. Discussion led to renovation and related expenses. It was noted that the Club owes Schultz Electric over $20,000 (walk-in cooler $15,850; freezer box $1,500; and men's dining room $3,559), which can be paid over several months. Storm windows costing $3,079 will be installed in May. A line of credit for $40,000 has been established at Commerce Bank. On the income side, dues are up $11,000 over a year ago.

The Brunner architect bill was discussed. Brunner has been paid $4,297. The Club believes he is still owed $1,072, but Brunner believes the amount to be $2,267. The Club had offered $1,672, which is splitting one-half the difference, as long as Brunner signs letter assuring that the roof is structurally sound and safe. Brunner has not signed a letter and still believes he is owed $2,267. Board approved paying Brunner $2,267 in return for an acceptable letter stating that "in his opinion the roof as repaired is structurally sound and the roof is safe."

An update of the assessment receipts versus the renovation and remodeling will be reported to the membership before the Annual Meeting in order to inform the membership prior to the meeting. Said report is to include a restatement of the motion for an assessment which was approved by the membership at the May 1997 Annual Meeting.

MEMBERSHIP COMMITTEE: Leone

Resignation: Mark Spencer - Junior

Approved for membership after posting:
Sustaining - Helen Gettys

Approved for posting for membership:
Regular - Douglas Biggs, Michael Nellenstein, Steve Clinch and Steve Rowe
Intermediate - Ron Beaver
Sustaining - Betty Bristow

ENTERTAINMENT COMMITTEE: Wyeth

A Smoker will be held either Tuesday or Thursday between the 20th and 29th of May. So far, 78 have signed up for the Spring Formal. A band has been lined up for New Year's Eve. It was noted that 97 attended the Easter Brunch compared to 130 a year ago.

HOUSE COMMITTEE: Dunavant

The Board had a walk through of the walk-in cooler prior to the meeting. There is a need to replace the ovens, which will be an immediate priority.

PERSONNEL COMMITTEE: Houts, Jr

A meeting was held with all employees who work over 25 hours a week and they were informed of the pay increase. A meeting was held with the two managers to discuss their increase. The health insurance package of $5,600 for Bessie and Diane turned out to be $8,900 for a year because of pre-existing condition and age. Sherry, temporary cook from Moila, was hired full-time as assistant chef. To cover increases, the kitchen crew will have to cut expenses across the board. Job descriptions have been formalized.

BUILDING AND GROUNDS COMMITTEE: Houts, Sr.

Houts, Sr. indicated that the topics of his report have been previously discussed in this meeting and that he had no further information to report.

STRATEGIC PLANNING COMMITTEE: Larson

The goals for the strategic plan were presented at last month's meeting, and the goals still stand.

The Board approved that at the Annual Meeting the Board will recommend to the membership a new assessment of up to $1,000 for Regular and Sustaining members, with special consideration for Junior, Intermediate, Non-Resident and those members joining the Club in the last six months, to cover current and upcoming repairs and renovation to the Club House.

There is a distinction between an assessment and a contribution to the foundation. One is immediate and the other long term. Paying an assessment through the foundation for a tax deduction will not fly from the I.R.S. standpoint.

NOMINATING COMMITTEE: Houts, Jr.

Those going off the Board are: Tom Dunavant, Joe Houts, Sr., Gene Sanders and George Wood.

The slate for Directors to commence serving a three year term are: Tom Corso, Greg Larson, George Richmond and Randy Schultz.

PRESIDENT'S REPORT: Acuff

The Board was reminded of the Annual Meeting to be held Monday, May 10th. An updated membership roster, including spouses and date of membership, will be presented at the meeting. Bessie is currently being trained on the computer.

There being no further business, the meeting adjourned at 8:00 p.m.

Respectfully submitted,

William P. Mytton
Secretary

April 1, 1999

Dear Benton Club member:

The Board of Directors is pleased to announce that the Edmond Jacques Eckels & Harvey Ellis Historical Foundation, a non-profit corporation formed last year, has received notification from the Internal Revenue Service that it is exempt from federal income tax under section 501 (c)(3) of the Internal Revenue Code.

This ruling provides:

"Donors may deduct contributions to you, as provided in section 170 of the Internal Revenue Code. Bequests, legacies, devises, transfers, or gifts to you or for your use are deductible for Federal estate and gift tax purposes if they meet the applicable provisions of sections 2055, 2210 and 2522 of the Code."

In other words, this means that all contributions to the foundation are fully deductible for tax purposes.

This represents an important step in the Board's strategic plan for the continuing Club improvements and of the Benton Club's commitment to the historical past of our community and the traditions of the Club.

You are encouraged to bring your questions regarding the Foundation to the annual meeting, May 10, 1999 in the newly redecorated ballroom at the clubhouse.

Sincerely,

R. Philip Acuff

R. Philip Acuff
President, Benton Club Directors

PROMISSORY NOTE

Principal	Loan Date	Maturity	Loan No	Call	Collateral	Account	Officer	Initials
$40,000.00	03-24-1999	01-05-2001	9001	4A0	0001	2719300	18172	

References in the shaded area are for Lender's use only and do not limit the applicability of this document to any particular loan or item.

Borrower: The Benton Club of St. Joseph (TIN: 44-0169430)
402 North 7th
St. Joseph, MO 64501

Lender: COMMERCE BANK, N.A.
PO Box 1119
St. Joseph, MO 64502-1119

Principal Amount: $40,000.00 **Initial Rate: 8.750%** **Date of Note: March 24, 1999**

PROMISE TO PAY. The Benton Club of St. Joseph ("Borrower") promises to pay to COMMERCE BANK, N.A. ("Lender"), or order, in lawful money of the United States of America, the principal amount of Forty Thousand & 00/100 Dollars ($40,000.00) or so much as may be outstanding, together with interest on the unpaid outstanding principal balance of each advance. Interest shall be calculated from the date of each advance until repayment of each advance.

PAYMENT. Borrower will pay this loan in accordance with the following payment schedule:

3 consecutive quarterly interest payments, beginning June 5, 1999, with interest calculated on the unpaid principal balances at an interest rate of 1.000 percentage points over the index described below; 4 consecutive quarterly principal payments of $10,000.00 each, beginning April 5, 2000, with interest calculated on the unpaid principal balances at an interest rate of 1.000 percentage points over the index described below; and 4 consecutive quarterly interest payments, beginning April 5, 2000, with interest calculated on the unpaid principal balances at an interest rate of 1.000 percentage points over the index described below. Borrower's final payment of $10,000.00 will be due on January 5, 2001. This estimated final payment is based on the assumption that all payments will be made exactly as scheduled and that the index does not change; the actual final payment will be for all principal and accrued interest not yet paid, together with any other unpaid amounts under this Note.

The annual interest rate for this Note is computed on a 365/360 basis; that is, by applying the ratio of the annual interest rate over a year of 360 days, multiplied by the outstanding principal balance, multiplied by the actual number of days the principal balance is outstanding. Borrower will pay Lender at Lender's address shown above or at such other place as Lender may designate in writing. Unless otherwise agreed or required by applicable law, payments will be applied first to accrued unpaid interest, then to principal, and any remaining amount to any unpaid collection costs and late charges.

VARIABLE INTEREST RATE. The interest rate on this Note is subject to change from time to time based on changes in an index which is the per annum rate from time to time announced by Lender at its main office as the prime rate, or as the case may be, the base, reference or other rate then in use for commercial loan reference purposes, not necessarily the lowest or even favored rate, which serves as the basis upon which effective rates of interest are calculated for those loans making reference thereto (the "Index"). The initial rate and current Index described above are based on information available as of the date of preparation of this note and is subject to change if there is any change in the Index between the note preparation date and the Loan Date and Date of Note recited above. Lender will tell Borrower the current Index rate upon Borrower's request. Borrower understands that Lender may make loans based on other rates as well. The interest rate change will not occur more often than each Day. Rates of interest tied to the Index shall change with and be effective on the date of each change in the Index. **The Index currently is 7.750% per annum. The interest rate to be applied to the unpaid principal balance of this Note will be at a rate of 1.000 percentage point over the Index, resulting in an initial rate of 8.750% per annum.** NOTICE: Under no circumstances will the interest rate on this Note be more than the maximum rate allowed by applicable law.

PREPAYMENT. Borrower agrees that all loan fees and other prepaid finance charges are earned fully as of the date of the loan and will not be subject to refund upon early payment (whether voluntary or as a result of default), except as otherwise required by law. Except for the foregoing, Borrower may pay without penalty all or a portion of the amount owed earlier than it is due. Early payments will not, unless agreed to by Lender in writing, relieve Borrower of Borrower's obligation to continue to make payments of accrued unpaid interest. Rather, they will reduce the principal balance due.

DEFAULT. Borrower will be in default if any of the following happens: (a) Borrower fails to make any payment when due. (b) Borrower breaks any promise Borrower has made to Lender, or Borrower fails to comply with or to perform when due any other term, obligation, covenant, or condition contained in this Note or any agreement related to this Note, or in any other agreement or loan Borrower has with Lender. (c) Any representation or statement made or furnished to Lender by Borrower or on Borrower's behalf is false or misleading in any material respect either now or at the time made or furnished. (d) Borrower becomes insolvent, a receiver is appointed for any part of Borrower's property, Borrower makes an assignment for the benefit of creditors, or any proceeding is commenced either by Borrower or against Borrower under any bankruptcy or insolvency laws. (e) Any creditor tries to take any of Borrower's property on or in which Lender has a lien or security interest. This includes a garnishment of any of Borrower's accounts with Lender. (f) Any guarantor dies or any of the other events described in this default section occurs with respect to any guarantor of this Note or any guarantor seeks, claims or otherwise attempts to limit, modify or revoke such guarantor's guarantee of this Note. (g) A material adverse change occurs in Borrower's financial condition, or Lender believes the prospect of payment or performance of the Indebtedness is impaired. (h) Lender in good faith deems itself insecure.

LENDER'S RIGHTS. Upon default, Lender may declare the entire unpaid principal balance on this Note and all accrued unpaid interest immediately due, without notice, and then Borrower will pay that amount. Upon default, including failure to pay upon final maturity, Lender, at its option, may also, if permitted under applicable law, do one or both of the following: (a) increase the variable interest rate on this Note to 4.000 percentage points over the Index, and (b) add any unpaid accrued interest to principal and such sum will bear interest therefrom until paid at the rate provided in this Note (including any increased rate). The interest rate will not exceed the maximum rate permitted by applicable law. Lender may hire or pay someone else to help collect this Note if Borrower does not pay. Borrower also will pay Lender that amount. This includes, subject to any limits under applicable law, Lender's attorneys' fees and Lender's legal expenses whether or not there is a lawsuit, including attorneys' fees and legal expenses for bankruptcy proceedings (including efforts to modify or vacate any automatic stay or injunction), appeals, and any anticipated post-judgment collection services. If not prohibited by applicable law, Borrower also will pay any court costs, in addition to all other sums provided by law. **This Note has been delivered to Lender and accepted by Lender in the State of Missouri. If there is a lawsuit, Borrower agrees upon Lender's request to submit to the jurisdiction of the courts of Buchanan County, the State of Missouri. This Note shall be governed by and construed in accordance with the laws of the State of Missouri.**

RIGHT OF SETOFF. Borrower grants to Lender a contractual security interest in, and hereby assigns, conveys, delivers, pledges, and transfers to Lender all Borrower's right, title and interest in and to, Borrower's accounts with Lender (whether checking, savings, or some other account), including without limitation all accounts held jointly with someone else and all accounts Borrower may open in the future, excluding however all IRA and Keogh accounts, and all trust accounts for which the grant of a security interest would be prohibited by law. Borrower authorizes Lender, to the extent permitted by applicable law, to charge or setoff all sums owing on this Note against any and all such accounts.

LINE OF CREDIT. This Note evidences a straight line of credit. Once the total amount of principal has been advanced, Borrower is not entitled to further loan advances. Advances under this Note may be requested orally by Borrower or by an authorized person. Lender may, but need not, require that all oral requests be confirmed in writing. All communications, instructions, or directions by telephone or otherwise to Lender are to be directed to Lender's office shown above. The following party or parties are authorized to request advances under the line of credit until Lender receives from Borrower at Lender's address shown above written notice of revocation of their authority: **R. Philip Acuff, Robert Simpson and Charles Larson.** Borrower agrees to be liable for all sums either: (a) advanced in accordance with the instructions of an authorized person or (b) credited to any of Borrower's accounts with Lender. The unpaid principal balance owing on this Note at any time may be evidenced by endorsements on this Note or by Lender's internal records, including daily computer print-outs. Lender will have no obligation to advance funds under this Note if: (a) Borrower or any guarantor is in default under the terms of this Note or any agreement that Borrower or any guarantor has with Lender, including any agreement made in connection with the signing of this Note; (b) Borrower or any guarantor ceases doing business or is insolvent; (c) any guarantor seeks, claims or otherwise attempts to limit, modify or revoke such guarantor's guarantee of this Note or any other loan with Lender; (d) Borrower has applied funds provided pursuant to this Note for purposes other than those authorized by Lender; or (e) Lender in good faith deems itself insecure under this Note or any other agreement between Lender and Borrower.

GENERAL PROVISIONS. Lender may delay or forgo enforcing any of its rights or remedies under this Note without losing them. Borrower and any other person who signs, guarantees or endorses this Note, to the extent allowed by law, waive presentment, demand for payment, protest and notice of dishonor. Upon any change in the terms of this Note, and unless otherwise expressly stated in writing, no party who signs this Note, whether as maker, guarantor, accommodation maker or endorser, shall be released from liability. All such parties agree that Lender may renew or extend (repeatedly and for any length of time) this loan, or release any party or guarantor or collateral; or impair, fail to realize upon or perfect Lender's security interest in the collateral; and take any other action deemed necessary by Lender without the consent of or notice to anyone. All such parties also agree that Lender may modify this loan without the consent of or notice to anyone other than the party with whom the modification is made.

Jury Waiver. Lender and Borrower hereby waive the right to any jury trial in any action, proceeding, or counterclaim brought by either Lender or Borrower against the other.

PRIOR TO SIGNING THIS NOTE, BORROWER READ AND UNDERSTOOD ALL THE PROVISIONS OF THIS NOTE, INCLUDING THE VARIABLE INTEREST RATE PROVISIONS. BORROWER AGREES TO THE TERMS OF THE NOTE AND ACKNOWLEDGES RECEIPT OF A COMPLETED COPY OF THE NOTE.

ORAL AGREEMENTS OR COMMITMENTS TO LOAN MONEY, EXTEND CREDIT OR TO FOREBEAR FROM ENFORCING REPAYMENT OF A DEBT INCLUDING PROMISES TO EXTEND OR RENEW SUCH DEBT ARE NOT ENFORCEABLE. TO PROTECT YOU (BORROWER(S)) AND US (CREDITOR) FROM MISUNDERSTANDING OR DISAPPOINTMENT, ANY AGREEMENTS WE REACH COVERING SUCH MATTERS ARE CONTAINED IN THIS WRITING, WHICH IS THE COMPLETE AND EXCLUSIVE STATEMENT OF THE AGREEMENT BETWEEN US, EXCEPT AS WE MAY LATER AGREE IN WRITING TO MODIFY IT.

BORROWER:

The Benton Club of St. Joseph

By: C O P Y
R. Philip Acuff

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MINUTES OF A MEETING OF THE DIRECTORS OF THE BENTON CLUB

HELD MARCH 18, 1999

President Acuff opened the meeting at 5:33 p.m. at the Club House.

PRESENT WERE:

R. Philip Acuff
James F. Burnham
L. Thomas Dunavant, Jr.
Joseph K. Houts, Sr.
Joseph K. Houts, Jr.
Charles B. Larson
Jonathan Lehr
Frank Leone
William P. Mytton
Robert L. Simpson
George H. Wood
Max Wyeth

ABSENT WAS:

E. Eugene Sanders

Minutes of the February 11, 1999 meeting were approved.

TREASURER'S REPORT: (Larson)

Slawson has been paid $8,404 for painting the Ballroom of which $7,500 was paid in February and the $904 balance in March. Outstanding bills include $980 for outside work and $3,559.19 to Schultz Electric for the men's dining room (Schultz said it was all right to pay bill over six months). Larson pointed out that for clarification going forward we need to have the person in charge of a project sign the invoice for the job before the Treasurer pays in order to have better control of bills. It was noted that the balance sheet shows $6,635 cash with $11,070 in accounts payable. A suggestion was made to take remodeling out of normal operations due to the size like that which was done with renovation, which is a mechanical matter that can be worked out.

MEMBERSHIP COMMITTEE: Leone

Resignations were Mrs. John Ayers (sustaining) and John Short (Non-Resident).

Approved for membership after posting were:
Regular - Bill Garvey and John Wray
Intermediate - Harry Roberts
Non-Resident - Jim Runyon
Sustaining - Janet Murphy

Approved for posting for membership was:
Sustaining - Helen Getty

ENTERTAINMENT COMMITTEE: Wyeth

Only 8 attended the Valentine function (way down from a year ago due to weather and painting fumes). The St. Patrick's party was attended by 61, which was way up. The Catholic Charities event held at the Club was attended by 201. The Easter buffet is coming up and a Smoker will be held in late May. Interest was expressed in having a New Year's Eve Party at the Club because of the millennium 2000.

HOUSE COMMITTEE: Dunavant

Work to install the walk-in cooler will start Monday, March 22nd and should be completed by next board meeting. Dunavant warned of necessary renovation to the kitchen that will or may have to be addressed soon. Cash authorized for work in the ballroom has been spent, which did not leave a sufficient amount to renovate the bar. The bar will have to be done at a later time.

BUILDING AND GROUNDS COMMITTEE: Houts, Sr.

Brunner was offered $1,072.36 definitely owed plus $600, which is about one-half of the balance of bill, as long as the Club received letter from Brunner approving the work completed. To date letter has not been received nor payment made. The blinds upstairs have been hung and paid. The storm windows upstairs is still a pending matter. In a conversation with Max Wyeth, next door neighbor Charlie Archibald expressed complaints against the Club and Wyeth wanted the board to be aware.

PERSONNEL COMMITTEE: Houts, Jr.

Assistant Chef John left. Club hired two fry cooks from 36th Street Food & Drink and a cook from Moila to pinch hit. John will not be allowed back. The Moila cook may be added permanently.

As to salary increases, Houts, Jr. met with Manager Bessie and Chef Diane to discuss. There has not been any salary increases in three years. Figures of $.25, $.35, and $.50 per hour were projected. Based on the current 106 hour week, for a month the additional expense would be $230, $325, and $460 and for a year the additional expense would be $2,760, $3,900, and $5,520. As to Bessie and Diane, rather than increase their current salaries of $21,000 and $23,600, it was suggested a health plan be added. Diane was elated because she does not have a health plan. Bessie does have a plan - so comparable compensation would be made. Overall increase in salary expense to the Club would amount to $8,376, $9,516 or $11,136 per year. The Board approved a $.50 per hour raise to all employees except for the special plan for Bessie and Diane.

STRATEGIC PLANNING COMMITTEE: Larson

Observations on strategic alternatives were made as to current operations, new operating revenue, restoration Phase II and financing (see attached). Preliminary plan for Phase II (see attached) was made with the purpose of having a plan for Phase II ready to be presented at the May Annual Meeting. At the annual meeting the members will be informed of what has been done with the $1,000 assessment, will be presented with Phase II and how it relates to the budget and, finally, informed of the methods of financing in hopes the membership will enthusiastically charge the Board with moving forward.

The Internal Revenue Service approved the Edmond Jacques Eckel and Harvey Ellis Historical Foundation tax exempt status. Now is the time to appoint trustees and to establish policies and procedures, which will be presented to the membership at the annual meeting.

The Board approved reinstatement of members, who resign because of assessment, who want to come back into the Club within five years of assessment as long as they pay the assessment and all interim assessments. They will be allowed to pay assessment(s) over two years.

PRESIDENT'S REPORT: Acuff

Updated membership roster will be printed to include name of spouse and date of membership.

Next board meeting will be held April 22nd.

There being no further business, the meeting adjourned at 7:45 p.m.

Respectfully submitted,
William P. Mytton
Secretary

BENTON CLUB

Strategic alternatives - Revenue

1. Current operations are relatively "neutral"

In 98-99 — We did absorb some costs of the red room & men's dining room
(Depending on the final accounting, some portion of these costs may have also come from the assessed funds which were in the regular fund)

Conclusion: — We can continue to maintain regular operations from the current level of dues.

2. New operating revenues for 99-00 may reasonably be anticipated

A. New members

B. Increased special events
- Organizations with whom members are affiliated .
- Community organizations – "the Arts"

Civic/Professional

C. Other ?

3. Restoration Phase II

Complete needed major items: HVAC / Kitchen

Complete renovation/refurbishing of the remainder of the Club
(No "tacky areas in the club)

4 Financing:

A. Regular dues – no increase for operations

B. New : special dues ($5) to fund "reserves" for maintenance of items that previously were allowed to slip away (roof....paint....etc.)
(These items would be defined...and a separate fund established with it's own budget & operating plan)
This would produce $830 per month / $9960 annually

C. An assessment to complete the restoration project:

Regular	113	@	$600	$ 67800
Intermediate	9	@	500	4,500
Junior	5	@	400	2,000
Non-Resident	20	@	500	10,000
Sustaining	19	@	600	11,400
Total available				$ 95,700

BENTON CLUB RENNOVATION – PHASE II

PRELIMINARY PLAN – ideas for consideration **(FIRST–*rough*-DRAFT)**

Cost Est

1. Overall - HVAC (Randy Schultz/Bud Fitzpatrick Joint Venture)

A. Electrical portion (Schultz)

B. HVAC (Fitzpatrick)

2. Outside

Brass lights by front door

Flower pots on corners – "Adopt a Pot"

Indirect lighting behind bushes, up the columns

Bronze plaque @ front door **"The Benton Club Established 1887"**

3. The ball room

Paint & patch as needed – see Slawson estimates
(Color – white +see Janice)
Wiring for "boom box"
Refinish floor (Check with Scott/Chris)
Ceiling - clean ? Sheet rock paint ?
Remove A/C from windows – re-do as needed
Replace mirrors on west wall
Re-do on stage including flooring
Remove piano
Sound system ?
Back bar – add glass shelves
Look into replacement of back bar (Classic Woodworking or G&L)
Brass on bar needs cleaning/polishing
Add brass as discussed
Benton Club medallion on floor
Re-do bar area – remove butcher block
Add cooler for key w/ pump
Other ?
Add crystal sconces on walls

4. Primary Hallway

Add pictures / other wall items

Box in A/C (or remove) in west hall or move upstairs

5. Hall to men's bar

Paint & patch (Slawson)
(Color ? – Janice)

Lighting

6. Liquor storage

Open doorway way between areas/close door to board room

Review lighting (hockey pucks ?)

7. Men's bar

Paint & Patch – (Slawson)

Can lights ? Hockey pucks on back bar ?

Tin ceiling ?

8. Storm windows up-stairs (Joe Houts/Geo Wood)

9. Men's John

Paint & patch (Strop/Craig ideas)
Reconsider lighting
Pictures ?
Brass plaque on door **"Men's lounge"**
Ceiling ?

10. Men's card room

Paint & Patch
Re-locate TV
Pictures – re-frame / add
Floor lamps ?
Remove A/C
Create the Eckles/Ellis "library area"

11. Office

Paint & patch (darker walls)
Replace drapes
Remove debris from walls
Expand office area to encompass copier
Repaint counter
Lighting fixtures
Built in bulletin board-south wall

12. Board room

Panel (Classic Woodworking – Dave)

Can lighting

Carpet

Plaque – "past presidents"

Remove/modify A/C vents

13. Kitchen

(Tom D)
Cooler/freezer

14. Other needs

Storage for chairs

Ash trays – consider smoke remover (s)

Somewhere – Benton mural – (Bob Simpson)

THIS PROJECT WILL RETURN THE ELEGANCE OF THE BENTON CLUB TO IT'S FORMER TRADITION

MINUTES OF A MEETING OF THE DIRECTORS OF THE BENTON CLUB

HELD FEBRUARY 11, 1999

President Acuff opened the meeting at 5:33 p.m. at the Club House.

Present were:

R. Philip Acuff	Frank Leone
James F. Burnham	William P. Mytton
L. Thomas Dunavant, Jr.	E. Eugene Sanders
Joseph K. Houts, Sr.	Robert L. Simpson
Joseph K. Houts, Jr.	George H. Wood
Charles B. Larson	Max Wyeth

Absent was:

Jonathan Lehr

Minutes of the January 21, 1999 meeting were approved as amended (Randy Schultz and not Larry Shultz in Paragraph 2, Page 3, under Strategic Planning Committee).

TREASURER'S REPORT: Sanders

Accounts Receivable look great. Current Assets to Current Liabilities is 2 to 1. Operating Statement shows a loss year-to-date of $6,900, mainly due to $6,000 more in remodeling compared to a year ago. Café sales are up to $88,000 from $82,000 a year ago while Café profits are down to $29,000 from $34,000 a year ago. Café operations needs to break even. Treasurer made reference to his January 26, 1999 letter (copy attached) as to status of Club's finances from now until annual meeting. A line of credit is needed and the Board approved a line of credit up to $40,000. Delinquencies were discussed, specifically Walter Findley, Mark Spencer and Tim Davis.

MEMBERSHIP COMMITTEE: Leone

Approved for membership after posting were:

Jeff Batsleer - Regular
David Bahner - Regular
Duane Cramer - Regular
Francis Lammoglia - Regular
Al Purcell - Regular
Dee Hurley - Sustaining

To: Benton Club Board Members

From: Gene Sanders, Treasurer

Date: January 26, 1999

RE: Finances

As of noon today the Benton Club was owed the following for the month of December:

Dues	$ 2,476
Assessment	1,550
House	2,106
Party	1,050
Current receivables	$ 7,182

This $7,182 includes the $1,609 owed by Spencer and Findley, which we discussed at the January meeting.

At this time, we have 55 members paying $50 a month or $2,750 on the assessment and one member who will pay $450. The last timely assessment payments will come in May.

February, March, April, May (4 x $2,750)	$ 11,000
Add the $450	450
Assessment receivable	$ 11,450

Since we can't expect to see a profit from our regular dues and food operation, we might see these funds available by the end of May.

Checking account balance 01-26-99	$ 1,385
Schwab account balance 01-22-99	2,924
Current receivables	7,182
Assessment	11,450
	$ 22,911

Approved for posting for membership were:

Bill Garvey - Regular
John Wray - Regular
Harry Roberts - Intermediate
Jim Runyon - Non-Resident
Janet Murphy - Sustaining

ENTERTAINMENT COMMITTEE: Wyeth

A Valentine's Dinner will be held February 13th and a St. Patrick's Party with electronic Irish music will be held March 13th.

PERSONNEL COMMITTEE: Houts, Jr.

Houts, Jr. noted a need to review salaries and will present recommendations to Board at next meeting.

HOUSE COMMITTEE: Dunavant

Installation of walk-in cooler for kitchen will start February 24th to 26th and installation will take two weeks to complete. A second cooler broke down and Schultz will patch until walk-in cooler installed.

Ballroom noise abatement was discussed. Acoustics on northside was especially noted. Committee will continue to work on matter and bring recommendation(s) to Board.

BUILDING AND GROUNDS COMMITTEE: Houts, Sr.

Storm windows and blinds for the upstairs are being worked on as approved at the January board meeting.

STRATEGIC PLANNING COMMITTEE: Larson

Game plan for Phase II of renovation and renewal is to be completed by this summer (see attached). Steps to be taken are 1) ideas; 2) cost estimates; 3) financial options; 4) adapt all of the above; and last 5) establish priorities. Committee wants to present plan to members for approval at May 10th annual meeting. Board approved proposed plan and for Larson and his Committee to proceed.

As to Foundation status, a FAX was received from I.R.S. February 6th before February 7th deadline with questions which had already been addressed in Foundation application. Approval should be received in a day or two.

Ballroom work done so far is only what has been committed. Mirrors, air conditioners and bar need attention beyond just the painting. Central air conditioning for the future is a must. Board gave approval to proceed with the extras up to $4,000.

PRESIDENT'S REPORT: Acuff

The computer is in.

Members with illnesses were reported.

Nominating Committee comprising of Joe Houts, Jr. (Chairman), Charles Larson and George Wood was appointed.

Club will close August 1st to August 15th.

Next board meeting will be held March 18th.

There being no further business, the meeting was adjourned at 7:15 p.m.

Respectfully submitted,

William P. Mytton
Secretary

By the end of February we might have:

Checking	$ 1,385
Schwab	2,924
Receivables	7,182
Assessment	2,750
February 1 payroll	(2,800)
	$ 11,441

At best, we will have $11,000 or $12,000 to pay for the walk-in cooler and painting the ballroom by the end of February, if we don't pay any renovation bills.

BENTON CLUB RENNOVATION & RENEWAL

PHASE II GAME PLAN

This plan is sequential...step by step and should be considered in that manner.

1. Solicitation of ideas & options Imput from members/Board/possible suppliers, contractors/others

2. Consideration of costs-develop estimates !

3. Development of financial options to include overall budget and options to provide funding.

4. Adapt overall ideas/costs to financial feasibility

5. Establish priorities

Board Approval of Project ***(April 22)***

6. Caveats:

   1. All financial commitments must be approved by the Board of directors, in advance.

   2. Any changes to financial dimensions of project must be approved by the Board *in advance*. Zero tolerance

   3. Renewal & refurbishing may proceed pursuant to plans outlined.

   4. Any modification or change in décor , style or "atmosphere" must be approved by the Board in advance.

   5. Board should be kept appraised of progress & development to the maximum extent possible

7. Negotiate costs/construction timetables with contractors & suppliers as appropriate.

Presentation to Members/Approval (May 10)

8. Authorize work – targeted commencement May 11 !

9. Schedule Grande celebration of the renewed elegance of the Benton Club !
   (Entertainment committee)

MINUTES OF A MEETING OF THE DIRECTORS OF THE BENTON CLUB

HELD JANUARY 21, 1999

President Acuff opened the meeting at 5:35 p.m. at the Club House.

PRESENT WERE:

R. Philip Acuff
James F. Burnham
L. Thomas Dunavant, Jr.
Joseph K. Houts, Sr.
Charles B. Larson
Frank Leone
William P. Mytton
E. Eugene Saunders
Robert L. Simpson
George H. Wood
Max Wyeth

ABSENT WERE:

Joseph K. Houts, Jr.
Jonathan Lehr

Minutes of the December 17, 1998 meeting were approved.

TREASURER'S REPORT: Sanders

Balance sheet shows 3 to 1 current assets to current liabilities. Café gross profit is up $5,000 for December and $13,000 for the year to date compared to a year ago. Dues are up because of annual billing of non-resident members. Delinquencies of $2,950 bad debt were written off. During December $17,000 was spent on renovation while collecting $3,000, thus lowering the assessment account $14,000 and leaving $5,300 in the account. As to Bill Brunner's architect bill of $6,645 of which $4,297 has been paid and $1,074.32 still owed, Board approved paying amount owed plus $600 or about one-half of the difference of $1,274.

MEMBERSHIP COMMITTEE: Leone

Approved for membership after posting:

Jim Ingle - Regular

Approved for membership for posting:

Jeff Batsleer - Regular
David Bahner - Regular
Duane Cramer - Regular
Francis Lammoglia - Regular
Al Purcell - Regular
Dee Hurley - Sustaining

Resignation:

Del Wood - Intermediate

Death:

Jake Ford - Regular (widow Hannah Ford became Sustaining).

ENTERTAINMENT COMMITTEE: Wyeth

Club was unable to engage Bob Reeder for St. Pat's Party. A smoker will be held in May to tie in with "Ride With The Devil" movie and the speaker will be Joe Houts, Jr. There might be another smoker in February or March, which is being looked into. A Valentine's Sweetheart Dance is set for February 13th.

HOUSE COMMITTEE: Dunavant

Work on the installation of the walk-in freezer is behind schedule due to workload of installers, but should start in February and may be $1,500 under estimated cost. A cooler went down, but Health Department understands that the soon-to-be walk-in cooler will replace it. Oven doors do not shut tightly and will eventually need repair, as do other items in the kitchen that need attention.

BUILDING AND GROUNDS COMMITTEE: Wood

Fuel Savers bid $2,464 plus tax on installing 24 storm windows on second floor ($102 per window) and the Board approved. Approval was also given to hang mini venetian blinds, especially made for tall windows, to block out warehouse look upstairs at a cost of $20 each. Sidewalk at East steps can be repaired for $750, but will wait until Spring to repair and also do the parkway at the same time.

STRATEGIC PLANNING COMMITTEE: Larson

The Club has not heard from the I.R.S. on the Eckels & Ellis Historical Foundation, but deadline is close for response.

On the long range plan, heating and air conditioning will be the #1 need. Larry Schultz and Bud Fitzpatrick are to work together and advise the Club on what to do with prices in mind. The Ball Room, which is the room the masses see, needs attention and will be addressed. The Committee is working up a financial plan to cover the cash needs.

Larson noted there is money in the Schwab assessment account and he would like to do initial inside painting now when the cost would be less and painters are available. Painting needs to be done in ballroom, hallway, bar, card room, office and the like. This would be preliminary to additional work that needs to be done that will be presented to general membership at annual meeting in May. The Board approved commencing with the painting, to start in the Ball Room and then other areas as needed in the judgment of Larson and his committee and to borrow from a bank, if necessary, to complete the work to be done this winter.

PRESIDENT'S REPORT: Acuff

Max Wyeth will move in computer on Monday, January 25th. Greg Larson and Pat Cargill will instruct Bessie on how to operate the computer.

Billings for the parties in December totaled $14,600. The Catholic Charities Party, when the entire Club House will be utilized, will be held March 16th.

Next Board meeting will be held February 11th.

There being no further business, the meeting adjourned at 7:15 p.m.

Respectfully submitted,
William P. Mytton
Secretary

MINUTES OF A MEETING OF THE DIRECTORS OF THE BENTON CLUB

HELD DECEMBER 17, 1998

President Acuff opened the meeting at 5:35 p.m. at the Club House.

Present were:

R. Philip Acuff
James F. Burnham
L. Thomas Dunavant, Jr.
Joseph K. Houts, Sr.
Joseph K. Houts, Jr.
Charles B. Larson
Frank Leone
William P. Mytton
E. Eugene Sanders
Robert L. ~~Sauders~~ Simpson
George H. Wood
Max Wyeth

Absent was:

Jonathan Lehr

Minutes of the November 12, 1998 meeting were approved.

TREASURER'S REPORT: SANDERS

Balance Sheet shows 3 to 1 current assets to current liabilities. The Schwab account has a $8,500 balance with all bills paid to date. The Schwab account should have $16,500, but monies were used for operations. November had five pay days which made the Profit and Loss statement not look good. December should be a good month, but receipts will trail expenses which means the Club may have to borrow to cover cash needs. The Christmas Fund has $4,957.10 in bank with $1,175.00 pledged outstanding.

HOUSE COMMITTEE: DUNAVANT

As reported at last Board meeting, there are problems with the freezers and the Board authorized replacing the freezers with a walk-in cooler not to exceed $10,000. Upon research a walk-in cooler will cost $16,661 which includes $3,331 electrical hookup. One walk-in cooler will replace five freezers the Club is now using and will create more room in kitchen. The walk-in cooler will comprise 550 cubic feet and is to be a built-on-sight fabricated cooler. It will take about a week to install. The Board approved expending $18,500 for the built in walk-in cooler and a commercial freezer ($1,800). The work will be done in January, 1999.

The cleanup of the upstairs and basement has come to a standstill. It should cost $250 to complete.

Mr. Wyeth reported on the murals in the Bar. After appraisal, the Board approved to conserve the murals. There are other paintings in the Bar which may have value that will need appraisals and preservation.

The subject of lockers for employees was raised. Wyeth will get estimate from Air Mart for uniforms, laundry and lockers for employees.

MEMBERSHIP COMMITTEE: LEONE

Approved for membership after first posting were:

Regular - Beverly Pitts and Bill Wyeth
Non-Resident - Dr. Newton Jones
Sustaining - Hilda Mollus and Alice Phelon

Approved for membership for posting was:

Regular - Jim Ingle

Resignation: Intermediate Member Tim Davis submitted his resignation and it was noted that he owed the Club $1,170.50. President Acuff will write a letter to Mr. Davis.

Joe Houts, Jr. reminded the Board that for new members invited to join the Club, who are taking membership under consideration, have until the Annual Meeting to make their decision. If a decision is not made by the Annual Meeting, the process for membership would have to start over again.

ENTERTAINMENT COMMITTEE: WYETH

Lobster Tail night had attendance of 100. Over 160 have already signed up for the Christmas Formal. The party held for Sheridan Logan's 98th birthday was attended by 75 to 100 and Mr. Logan's niece, Lisa, wrote a thank you note (copy attached). Wyeth is attempting to get Bob Reeder for a St. Patrick's celebration. A smoker with Joe Houts, Jr. as speaker on "Ride with the Devil" is pending for definite date. There are four engagements planned for January, 1999. The Board approved allowing a fund raiser for Catholic Charities sponsored by Fenton Malloy on Tuesday, March 16th whereby the entire Club House will be used.

PERSONNEL COMMITTEE: HOUTS, JR.

A meeting was held with Bessie and Karen to emphasize harmony and a similar meeting was held with Diane. Dismissal may be the answer if harmony is not achieved. It was noted that the dishwasher was arrested on a felony, but the Club cannot do anything unless there is a confession or conviction.

BUILDINGS AND GROUNDS COMMITTEE: HOUTS, SR.

Bids are being obtained for storm windows on the second floor (24 big windows and 2 small windows). The step to the front door is gray and blends with the gray porch which is hard to see. A yellow strip or something is needed. Lastly, the sidewalk at the east steps needs repair to eliminate a potential danger.

STRATEGIC PLANNING COMMITTEE: LARSON

The Foundation is still pending, which usually takes 150 days (began October 1998).

The planning process continues. All phases of the building are being considered - every room on the inside and the entire outside. The Club may want to consider inside painting this winter to save 25% to 35% on the expense for painting. The biggest single cost to the Club is going to be heating and air conditioning. The Committee will come up with a financial plan to cover the expenses of putting the Club into A-One shape.

PRESIDENT'S REPORT: ACUFF

The Club will close 2:00 p.m. Christmas Eve and will close January 1st, 2nd, 3rd, and 4th. Egg nog and Tom & Jerry's will be served during Christmas week.

The computer that was donated by a Club member was too outdated. Max Wyeth indicated that he has a computer he is willing to donate.

There being no further business, the meeting adjourned at 7:25 p.m.

Respectfully submitted,

William P. Mytton
Secretary

Dear Board of Directors 12/10/98
and Bessie, Kevin, & staff:

Thank you all so much for throwing such a wonderful birthday bash for my uncle Sheridan's 98th birthday. The party was a great success, and we shall all remember it for some time to come.

Even though the party began at 5:00, Sheridan was dressed up and ready to go at 3:00 pm, and the anticipation beforehand gave him a great deal of pleasure. Special thanks to Max Wyeth for being his chauffeur on the big day. My car has bucket seats which are difficult for an elderly man to negotiate, so I appreciated that extra gesture from Max.

Kevin did an excellent job as bartender, and he never seemed to have an idle moment or slack period! The food was great, and the B-B-Q sauce was especially outstanding. Bessie did a fabulous job, as always, of getting the whole thing organized and under control.

Sheridan selected the pictures he wanted on display at the sign-in table, but he wouldn't part with the photo of him in 1901, when he was one year old. Maybe next time.

Thanks again for having this great idea and acting on it. Sincerely, Lisa Logan

Good job!

Schultz Electric Inc.
Electrical Contractors
5112 King Hill Avenue
St. Joseph, Missouri 64504
(816) 238-3341 • FAX: (816) 238-9148

DECEMBER 14,1998

Benton Club
402 N. 7th
St. Joseph Mo. 64501

Attention: Tom Dunavant

Reference: New walk in cooler

Dear sir,

We are pleased to have this opportunity to summit to you our quote on the new cooler box and equipment. Our scope of work would be as follows.

1. Provide a new electrical service to the kitchen area from the basement service. This will also allow for the existing kitchen panel to be relieved from load with the installation of the new equipment.
2. Receive new equipment, offload, and assemble new cooler box.
3. Install all new refrigeration equipment located inside and outside.
4. Install all necessary drain lines to the evaporator.
5. Install power and control wiring to the new equipment and cooler box lighting.
6. Perform system startup and make all adjustments to make for a workable system.

Schultz Electric Inc. will provide a complete workable system without the need for any sub contractors of any type. Our staff can complete all aspects of this project.

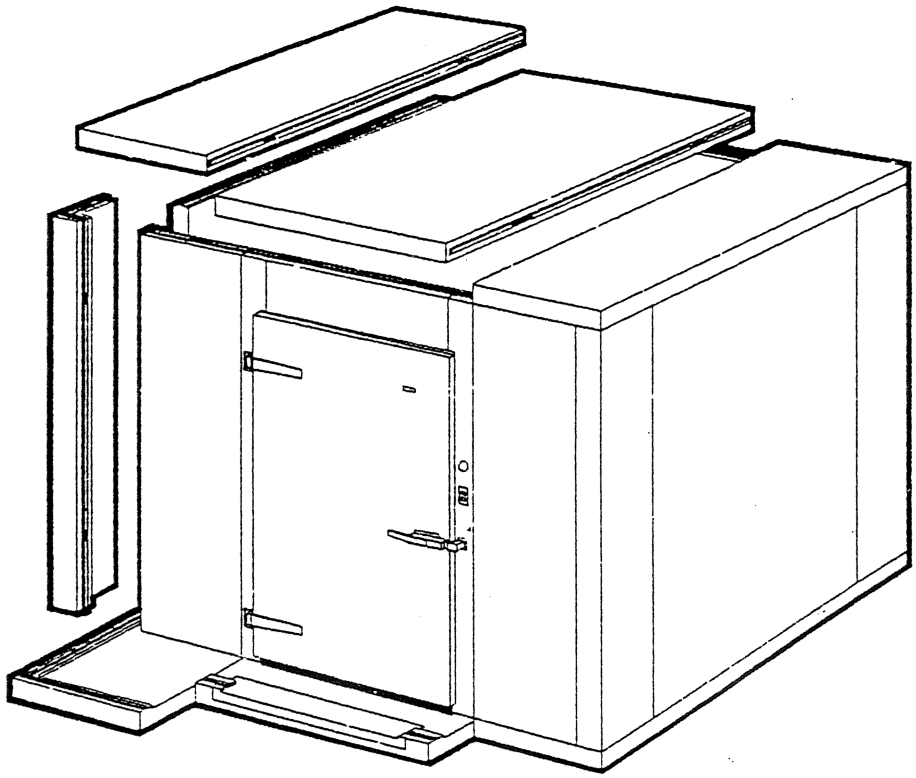
The electrical part of this project would be $3,331.20, refrigeration part $13,329.80 making a total job cost of $16,661.00 .

If you would happen to have any questions please do not hesitate to call me at 238-3341 or 390-4592 for questions. Thank you again for the opportunity for us to quote you on this project.

Respectfully yours,

SCHULTZ ELECTRIC INC.

John V. Markt
HVAC Estimator/Project Manager



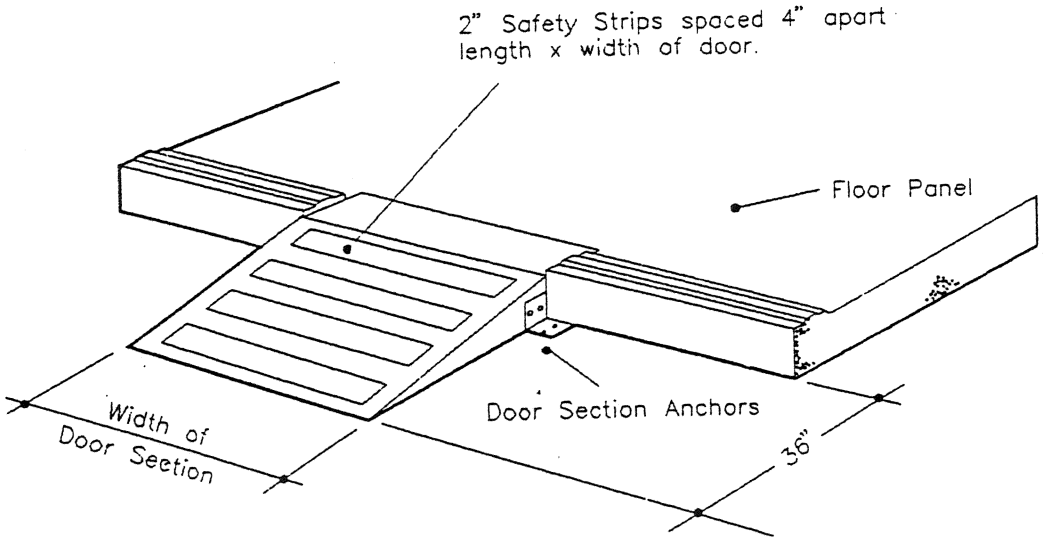
INSTALLATION and SERVICE MANUAL

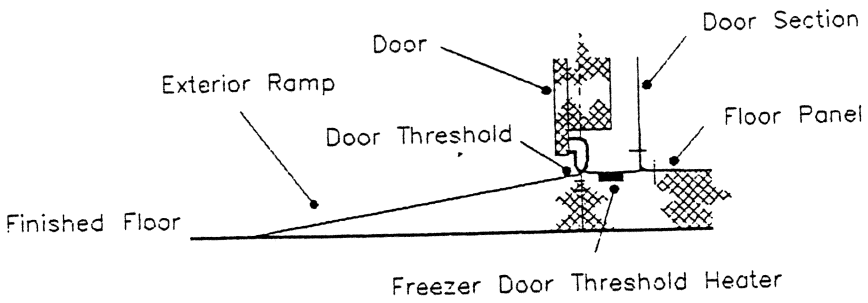
TYLER Refrigeration Corporation
Walk-In Cooler Division
Olive Branch, MS 38654

11042 Wildwood Drive, Olive Branch, MS 38654
Phone (601) 895-4455 / Fax (601) 895-3573

IML-00 - 10/93

FLOOR EXTERIOR RAMP ASSEMBLY





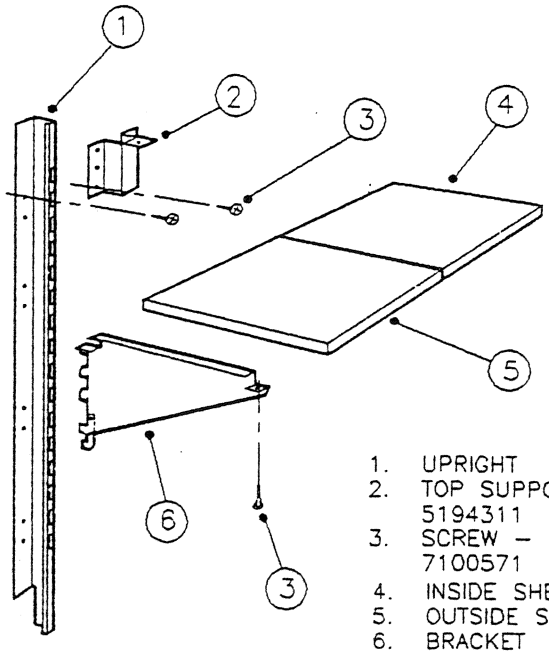
NOTE: COOLER DOOR WITHOUT HEATER

EXTERIOR RAMP @ FLOOR

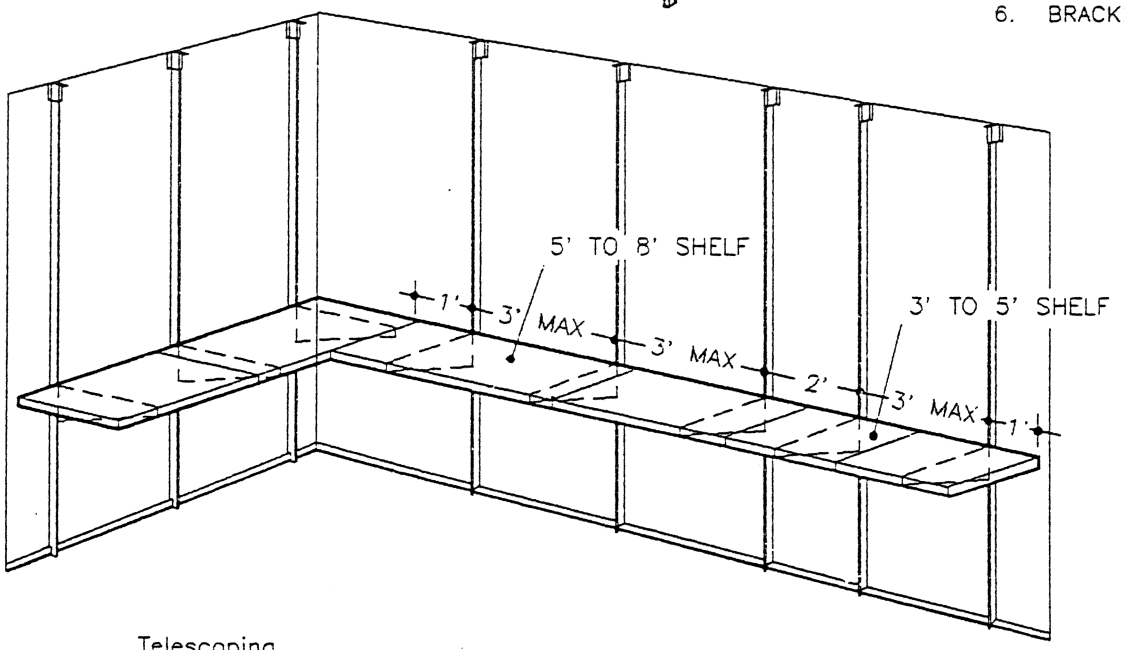
WALL SHELVING

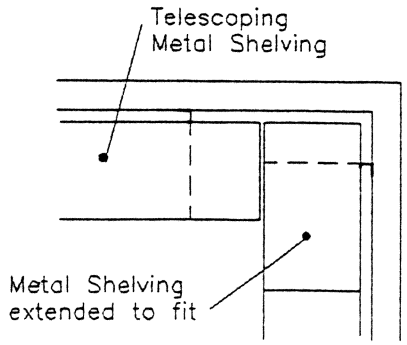
SPACING OF UPRIGHTS FOR SHELVING: Uprights should be spaced on 3' centers or less. Two uprights are shipped for each bay of 3' to 5' shelves with sufficient brackets and three uprights are shipped for each bay of 5' to 8' shelves.

INTERIOR ACCESSORIES: Shelving and meat rail installation is based on proper mounting of the shelving uprights to the refrigerator. Since National Sanitation Foundation requires removability of all these accessories, the shelving uprights are mounted to the wall panels with #10 THSMS.



1. UPRIGHT
2. TOP SUPPORT – 5194311
3. SCREW – 7100571
4. INSIDE SHELF
5. OUTSIDE SHELF
6. BRACKET





CORNER TREATMENT

NOTE:
PILOT DRILL FOR THE SCREWS WITH AN 1/8" BIT.

DO NOT OVERSIZE THE PILOT HOLES.

INSTALL SCREWS TIGHTLY, BUT DO NOT STRIP THREADS.

FAILURE TO COMPLY WITH THESE INSTRUCTIONS CAN MAKE A HAZARDOUS INSTALLATION.

TYLER

WALL PANEL ERECTION

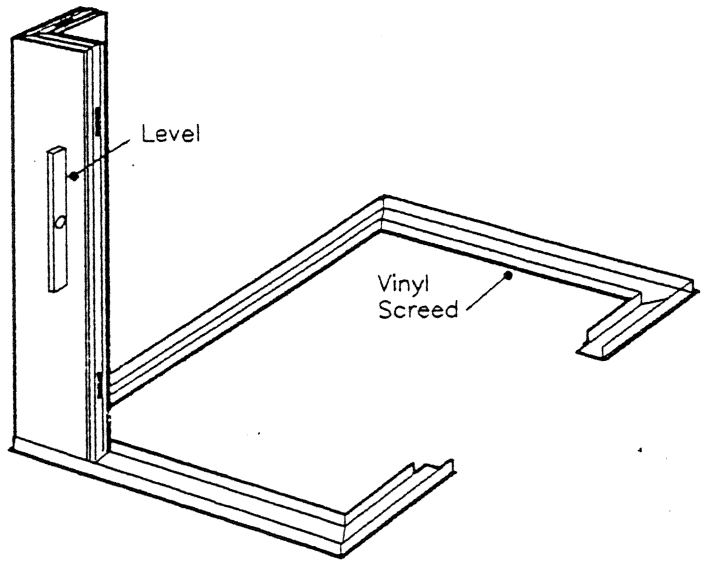


FIGURE 10

The Walk–In panel erection should first begin with the setting of the corner panel; after the screed or floor panels are set in place. Consult the Installation Drawings for the panel layout for proper locations.

NOTE: WALL PANELS MUST BE PLUMB.

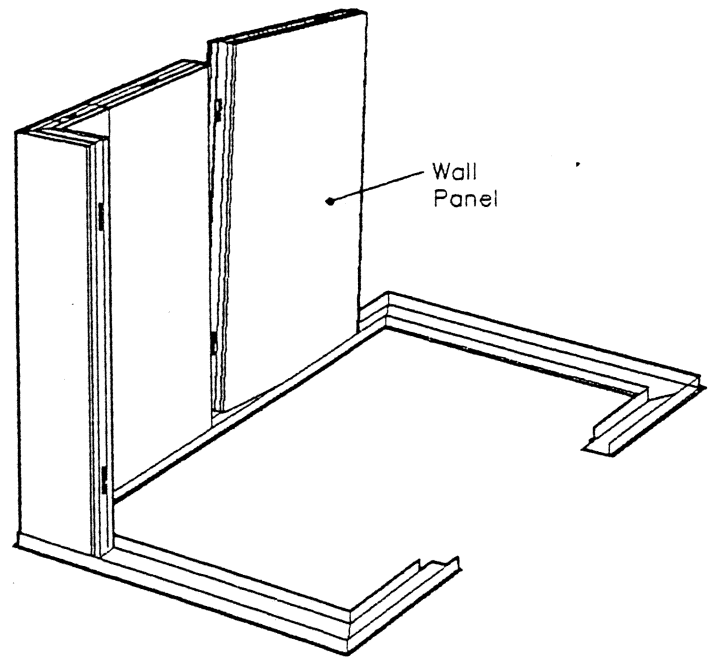
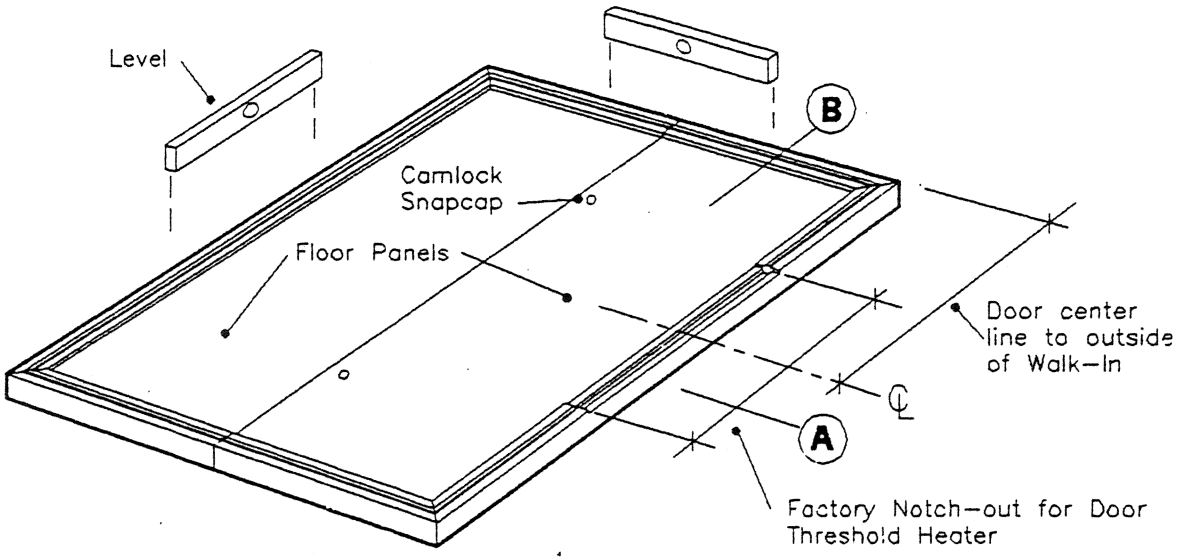
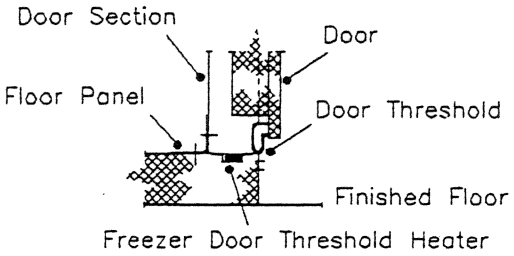


FIGURE 11

The panel assembly should move along rapidly if directions are followed. The Installation Drawings show panel locations and the panels are tagged to match. READ THE DRAWINGS CAREFULLY! All panels have factory installed panel gaskets on three sides. If gasket on panels is torn it must be repaired prior to erection. This is very important so that the panels are air tight after erection.

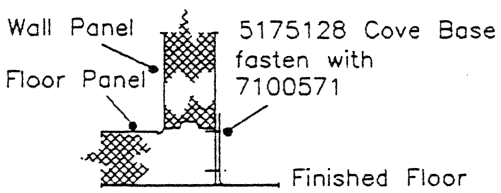
FLOOR TYPE WALK-IN





Note: Cooler Door without heater

(A) DOOR @ FLOOR



Option: Alum. Diamond Treadplate
with or without plywood backing.

(B) FLOOR PANEL

FIGURE 8

Shows a method of installing floor panels. Panels are set on a flat level concrete slab, making it possible for a floorless cooler to ajoin a floor type freezer. See Page 2 Figure 1 for details.

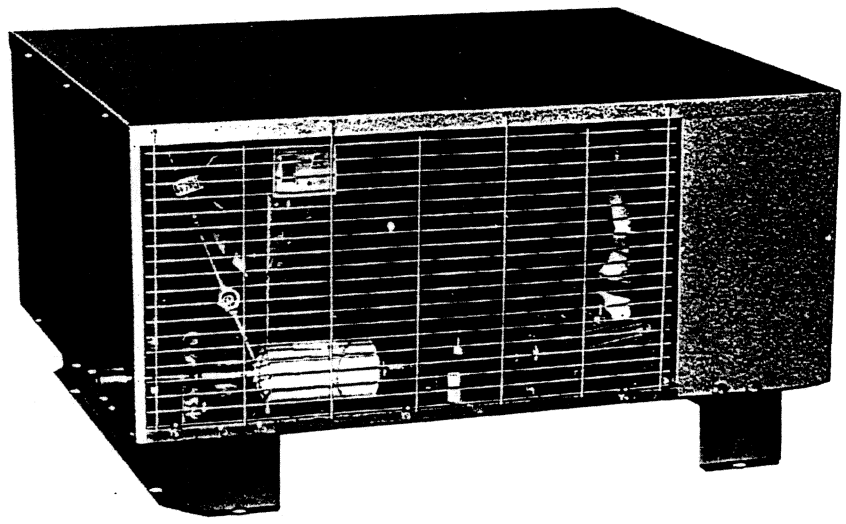
FLOOR SECTION LIMITATIONS: The floor sections are designed for loads of up to 300 lbs. per square foot when set on a smooth, LEVEL concrete slab not requiring shimming. If shimming is used to level the sections, the shims must extend under the whole sections, not just at the edges. Shimming will reduce the design load limitation. In either case, (shimmed or not), THIS EXCLUDES HEAVY ROLLING LOADS ENCOUNTERED WITH STOCK TRUCKS, FORK-LIFT OR PALLET TRUCKS. Foam floor sections are NOT RECOMMENDED for such usage unless special consideration is given to floor design and application.

BOHN®
The Cold Standard

BULLETIN 540.3
September, 1996
(Replaces 540.2, July, 1995)

INDOOR/OUTDOOR AIR-COOLED CONDENSING UNITS AND SYSTEMS SELECTION MANUAL

SB/SL 1/2 - 5 HP SEMI-HERMETIC COMPRESSORS
HB/HL 1/2 - 5 HP HERMETIC COMPRESSORS



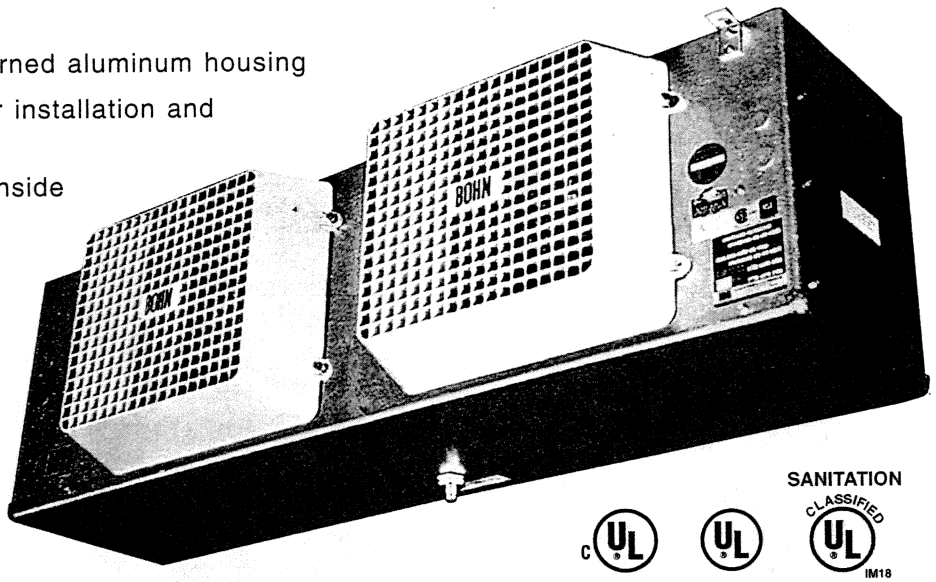
Bohn Refrigeration Products
Heatcraft Refrigeration Products Division
2175 West Park Place Blvd. Stone Mountain, GA 30087
(770) 939-4450 • Fax: (770) 908-5480

BULLETIN 304.8
(Replaces 304.7)
FEBRUARY 1995

BOHN®
The Cold Standard℠

AIR DEFROST UNIT COOLERS

Features



SANITATION CLASSIFIED
IM18
CLASSIFIED TO NSF C2-1983

- Low silhouette, compact
- Attractive light grain patterned aluminum housing
- Removable end panels for installation and service
- Expansion valve mounts inside unit cabinet
- Air baffles between fans
- Rustproof hardware and stainless steel screws
- Attractive guards decrease static and are easier to clean
- Thermal overload protected 115/60/1 or 208-230/60/1 motors
- Motors mounted inside unit cabinet
- Round corner drain pan for ease of cleaning
- Plate type aluminum fins with full collars with expanded copper tubes
- Fully factory wired for ease of field installation
- Interchangeable motors, fan blades, fan guards and motor mounts
- Moisture tight electrical harness
- Individual electrical plug for each motor
- Optional PSC motors available for additional energy savings

Bohn Refrigeration Products
A product line of Heatcraft Inc. Refrigeration Products Division
2175 West Park Place Blvd., Stone Mountain, GA 30087 • (770) 465-5600 • Fax: (770) 465-5990
Visit our web site at ***www.heatcraftrpd.com***

December 8, 1998

Nanette Corso
1125 Krug Park Place
St. Joseph, MO 64505

Re: The Benton Club

Dear Nanette:

On behalf of the Board of Directors and the membership of The Benton Club, we want to express our sincere appreciation to you and those who assisted you in decorating the Club House for the holiday season. The decorations are beautiful, in good taste and very economical. We are grateful for your service.

Appreciatively,

William P. Mytton
Benton Club Secretary

MINUTES OF A MEETING OF THE DIRECTORS OF THE BENTON CLUB

HELD NOVEMBER 12, 1998

President Acuff opened the meeting at 5:35 p.m. at the Club House.

Present were:

R. Philip Acuff	Jonathan Lehr
James F. Burnham	Frank Leone
L. Thomas Dunavant, Jr.	William P. Mytton
Joseph K. Houts, Sr.	George H. Wood
Joseph K. Houts, Jr.	Max Wyeth
Charles B. Larson	

Absent were:

E. Eugene Sanders	Robert L. Simpson

Minutes of the October 15, 1998 meeting were approved.

TREASURER'S REPORT: (SANDERS)

The Treasurer's report was accepted as presented. It was noted that there still is $15,000 in the assessment account.

PERSONNEL COMMITTEE: HOUTS, JR.

A lengthy discussion was held on a personnel matter, which was initiated by written complaints by both a member of the kitchen staff and a member of the serving staff. The discussion also centered around a complaint by two Club members instituted by information to them from management. Friction between the kitchen crew and management is noticeably high. Basic personnel policies and procedures need to be reconveyed to and adhered by all staff.

MEMBERSHIP COMMITTEE: (LEONE)

Passed for regular membership after posting were Lance Davis, Robert Orr and Mark Woodbury.

Passed for membership for first posting were regular membership Beverly Pitts and William Wyeth, sustaining membership Hilda Mollus and Alice Phelon, and non-resident membership Dr. Newton Jones.

The Board approved shifting Don Luboski temporarily from regular membership to non-resident membership because he was going to be out of the country on business for about ten months.

ENTERTAINMENT COMMITTEE: WYETH

Bob Reeder, a good Irish limericker and singer, is being engaged for a St. Patrick's night festivity if a mutual night can be confirmed. The Fall Smoker with Fred Slater as speaker was successful. A Smoker will be held in the spring with Joe Houts, Jr. as speaker. Octoberfest was also successful. Lobster Tail Night will be held November 20 and the Christmas Formal, December 19th. A Sheridan Logan birthday bash is being scheduled for Wednesday, December 9th between 5:30 to 6:30 p.m.

HOUSE COMMITTEE: DUNAVANT

Purchase of walk-in coolers is still pending, but plan to be ordered by December 1st after receiving the specs.

A holiday decorations committee will be formulated. The Board authorized a budget of $800 towards decorations.

Max Wyeth had four elongated 1917 French art works on history of the world reframed with new backing to protect them. He also displayed a framed glassed-in book on sailing ships for the men's lunch room that was built and donated by member Bill Strop. The President asked the Secretary to write a thank you letter to Mr. Stop.

BUILDING AND GROUNDS COMMITTEE: HOUTS, SR.

Porch repairs and painting cost $5,600 and the carpeting for the men's lunch room cost $1,234. The bill for the tuckpointing and waterproofing is on hold until Wayne Gunselman inspects the work. The Club needs to replace three or four window sashes, paint the woodwork and add aluminum storm windows. Bids will be taken and the work should last many years. It was suggested that flower pots (up to six) for the outside could be purchased now at bargain prices.

STRATEGIC PLANNING COMMITTEE: LARSON

There was no new information to report and the committee was still proceeding.

PRESIDENT'S REPORT: ACUFF

The President only received one response to his appeal letter on how to raise money to cover the Club's cash needs. It was suggested we prioritize the needs, then figure out the best ways to raise funds. The Club needs to build a "war chest" for unexpected expenses.

During the holiday season, the Club will be closed December 25th and January 1st, 2nd, and 3rd.

There being no further business, the meeting adjourned at 7:30 p.m.

Respectfully submitted,

William P. Mytton
Secretary

November 2, 1998

Dear Benton Club Member:

I hope you have visited the clubhouse recently and are aware of the repairs and painting being completed on the porch side of the building. The bright new appearance represents further use of your assessment money for long needed maintenance work. Tuck pointing and waterproofing is close to complete. Roof repairs, electrical updates, and window replacement on the Faraon Street side have been accomplished. At the same time interior redecorating in the Ladies' Card Room, Men's Lunch Room, Formal Dining Room, and East Hall have been carried out. I hope you are enjoying these improvements. The Club remains debt free at this writing. An urgent need to improve food cold storage facilities may change this status.

The Strategic Planning committee has been studying our maintenance problems and the possible means of future financing. This committee and the board are soliciting your solutions to these problems. Once we have a feeling for the membership's wishes concerning these problems, we will present possible options to you.

I hope that you are enjoying your membership in the Benton Club. Our staff of twelve does an excellent job of meeting our needs. Please take that into consideration in contributing to the Employee's Christmas Fund. Last year 99 members contributed $5 400.

Sincerely,

R. Philip Acuff

R. Philip Acuff, President
Benton Club Board of Directors

MINUTES OF A MEETING OF THE DIRECTORS OF THE BENTON CLUB

HELD OCTOBER 15, 1998

President Acuff opened the meeting at 5:33 p.m. at the Club House.

Present were:

R. Philip Acuff
James F. Burnham
L. Thomas Dunavant, Jr.
Joseph K. Houts, Sr.
Joseph K. Houts, Jr.
Charles B. Larson
Frank Leone
William P. Mytton
E. Eugene Sanders
Robert L. Simpson
George H. Wood
Max Wyeth

Absent was:

Jonathan Lehr

Minutes of the September 17, 1998, meeting were approved.

Treasurer's Report: Sanders

The Club shows a good Current Ratio of 4 to 1. An inventory was taken on food. A profit of $1,900 was made on the Labor Day party. The Remodeling expense of $5,092 was for the men's lunch room. For the month, the Club had an Operating loss of $6,300. During the month, $2,750 was collected on the Assessment and $2,349 was spent on Renovation. The checking account has a $10,222 balance and the Schwab account has a $8,693 balance. The Assessment has a $15,061 balance with $28,000 outstanding. The Club needs to charge off the two delinquent accounts of terminated members in the amount of $4,400.

Membership Committee: Leone

Regular membership - Carroll Cathy passed after posting. Mark Woodbury, Robert W. Orr and Lance Davis passed for posting.

Entertainment Committee: Wyeth

Octoberfest will be held October 16th and 70 have already signed up to attend. Background music is planned. A Fall Smoker with Fred Slater as speaker will be held October 29th, a Lobster Tail night on November 20th and the Christmas formal on December 19th.

House Committee: Dunavant

The City Health Department inspected and found the kitchen out of code. Four refrigerators tested under specification on temperature. The Club needs a walk-in cooler to replace all refrigerators. A new cooler/freezer would cost approximately $9,000. A motion was made and the Board approved to expend up to $10,000 for a cooler/freezer system whether new or used, to pass inspection and avoid a shut down. IHP has been paid some $24,000 between 1994 and 1998 for work in the kitchen and Club air conditioning units.

Carpeting was installed in men's lunch room at a cost of $1,234, which was much lower than the carpeting suggested at an earlier Board meeting. The carpet in the red room is in poor condition and needs replacing from a safety standpoint. The Board approved to replace the red room carpet.

Building and Grounds Committee: Houts, Sr.

Tuck pointing, waterproofing, exterior painting and repairs are being worked on at this moment.

Brunner Architect's statement indicates total billing of $6,500 of which $4,297.50 has been paid. Club believes total billing should be $5,361.62 with an outstanding balance due in the amount of $1,074.32. The difference is $1,150. The Board approved issuing a check to Brunner Architect for $1,074.32 and have Brunner sign a certification letter that the work on the roof over the Ball Room in their opinion is structurally sound and is safe.

Personnel Committee: Houts, Jr.

An employee meeting was held and the meeting was very good. The employees were informed that there will be no tips for parties, but a salary review will be held and parties will be taken into consideration. There is a need for a food station or a solid piece buffet to hold meals and drinks for men's lunch room and red room, and the Board approved. The employees proposed that they clean the carpets for time and a half pay, which would be cheaper than hiring a professional service. The Board approved having employees clean the carpets within a maximum of $200. Employees will now wear name tags.

Strategic Planning Committee: Larson

A non-for-profit corporation has been formed and plans are moving along.

Additional projects to those in progress and those already approved at this meeting were noted as well as options/alternatives for financing, such as internal promotion, new members, dues increase and contributions/memorials (see attached Strategic Planning outline).

The Board approved expanding the Strategic Planning Committee from three to five members to address the issues. In early 1999, the Committee will present a plan which will be finalized before the annual meeting in May.

President's Report: Acuff

Acuff reported on illnesses of our members.

There being no further business, the meeting was adjourned at 7:40 p.m.

Respectfully submitted,

William P. Mytton
Secretary

BENTON CLUB STRATEGIC PLANNING

DISCUSSION OUTLINE *To establish a sense of direction & establish parameters for the development of financial plans*

Phase I - "Putting out fires" – projects which were financed by the May 96assessment

Phase II – Additional projects which are obvious needs or have been suggested by members. They include:

1. HVAC	$50,000
2. Carpet in Red room/Men's dining room	3,000
3. Up-grades/redecorating in bar	1,500
4. " " " hallway to bar	500
5. Men's card room	2,500
6. Office/sitting room	750
7. Pool room	—
8. Private card room up-stairs	—
9. Kitchen	?
10. Other (s) ?	

Options/Alternatives for financing (Strategic alternatives)

1. Internal promotion

- **A) Members who are not active**
- **B) Group functions – member activities**
  member sponsored activities
  civic & professional groups
- **C) Promotion of week nights**
- **D) Additional events, perhaps for more specialized groups**
- **E) Outside catering**

2. New members

3. Dues increase

- **A) Permanent dues increase**
- **B) Temporary sur-charge**
- **C) Assessment**

4. Contributions/Memorials

- **A) Should we name a room after someone (anyone) How much $$$**
- **B) Should we "adopt a room—table—flower pot—etc.)**
- **C) Chairs with donors name / school emblems / etc.**
- **D) Other ideas – other recognition**

5. Other ideas ?

MINUTES OF A MEETING OF THE DIRECTORS OF THE BENTON CLUB

HELD SEPTEMBER 17, 1998

President Acuff opened the meeting at 5:45 p.m. at the Club House.

Present were:

R. Philip Acuff
L. Thomas Dunavant, Jr.
Joseph K. Houts, Sr.
Joseph K. Houts, Jr.
Charles B. Larson
Frank Leone
William P. Mytton
E. Eugene Sanders
Robert L. Simpson
George H. Wood

Absent were:

James F. Burnham
Jonathan Lehr
Max Wyeth

Minutes of the August 13, 1998 meeting were approved.

TREASURER'S REPORT: SANDERS

Balance Sheet looks good with $46,000 Current Assets vs $9,000 Current Liabilities. The café inventory was taken September 1st. Café costs were 71% for the month. The Club shows a loss for the bar. Party income is great. Service charge for delinquencies is being taken. Remodeling expense was moved to renovation, which now shows a $9,352 deficit (Schultz Electric and Evans Bros.). Remodeling will show zero. From now on inside repairs will be under remodeling and building repairs will be under renovation. The assessment account reflects a balance of $15,000. Because Reeves and Wilson did not respond to President Phil's letter, their memberships were considered terminated.

MEMBERSHIP COMMITTEE: LEONE

Resignations were submitted by Dr. Robert Milby and John Crouch.

Regular membership proposal of Carroll Cathy was passed for posting.

ENTERTAINMENT COMMITTEE: (WYETH)

Labor Day Picnic was held September 5th and 170 attended. Scheduled are Octoberfest on October 16, Lobster Tail Night on November 20 and Christmas Formal on December 19. Date for the Fall Smoker is pending.

STRATEGIC PLANNING COMMITTEE: LARSON

For long term Larson envisioned a beautiful garden on north side of building and parking with a drive-up entrance on west side of building. To be more realistic the Club needs discipline planning with the gathering of data for projects with financial alternatives. A pool room would be a typical project. The Club needs to get to a level of elegance so that members will be proud and the membership will build.

As to the Benton Club Foundation, filing the necessary papers with the State for approval is close. The Club needs an outside entity for 501c(3) tax exemption for monies to be contributed. The "Edmond Jacques Eckel and Harvey Ellis Architectural Foundation" was approved as the entity name.

HOUSE COMMITTEE: DUNAVANT

The men's dining room (Blue Room) renovation has cost $5,744 versus a bid of $5,500 for the renovation. The room still needs carpet. A carpet at $1,938 by Heckman Carpet was suggested. The Board decided to delay for a better bid, otherwise the Heckman bid of $1,938 was to be accepted.

Upstairs and basement cleanup is near completion. The ovens in the kitchen are shot and the Club is looking for used equipment that is in better shape.

BUILDING AND GROUNDS COMMITTEE: HOUTS, SR.

Slawson will be doing the outside painting and C & D Restoration will be doing the tuck pointing. The Club is looking into flower pots for the outside grounds.

PERSONNEL COMMITTEE: HOUTS, JR.

The Committee refined the job descriptions and the rules and regulations.

John Morgan has been hired as an assistant chef.

An employee meeting was held. At large parties the employees want gratuities. The Board said no. Self-maintenance for better appearance was emphasized. The next news letter will disclose to the membership the personnel profiles.

PRESIDENT'S REPORT: ACUFF

A memorial was sent to King Hill Baptist Church in memory of Chef Diane Peterson's father.

A computer was donated to the Club by member Vance Leininger.

Requested board meeting dates were 1/14/99 to 1/21/99 and 2/18/99 to 2/11/99.

There being no further business, the meeting was adjourned at 7:30 p.m.

Respectfully submitted,

William P. Mytton
Secretary

September 3, 1998

Dear Benton Club Member:

A new committee of the Board of Directors was created this year to handle personnel matters such as hiring, firing, job descriptions, employee rules and regulations and disciplinary problems. After establishing job descriptions, club operations are divided into an area overseen by Chef Diana to include: menu planning, food procurement, food preparation and hiring kitchen staff. The second area, for which Club Manager Bessie is responsible includes: general accounting, scheduling, hiring food and beverage servers, and janitorial/ maintenance personnel.

The Personnel Committee has established a set of rules and regulations for all employees. A copy is included for your review.

A contract for tuck pointing has been let and work should be starting soon. We are close to awarding the contract for outside repairs to wood structures and painting. It is planned to begin that work on the east or porch side of the clubhouse.

I will again appeal to any members that might have extra suitable furniture for use in the Club, to consider donation. A buffet for the newly redecorated men's lunch room is a special need. A used computer would be a tremendous aid in the office.

The Club owes thanks to a number of willing men who in one way or another are working to improve the Club: Robin Findlay, for his decorating skills; Boomer Schreiber, for organizing the cleanup of the basement and second floor; Wayne Gunsleman, for continuing to help on building projects; Greg Larson, for preparing mailing labels and the member roster; and Tom Corso for consulting on various building projects. Board Committee chairmen listed on the bulletin board in the south hall deserve your thanks for jobs being done with great skill.

Sincerely,

R. Philip Acuff

R. Philip Acuff
President, Board of Directors
Benton Club

BENTON CLUB

RULES AND REGULATIONS

In any organization, it is necessary to have certain rules and regulations. They are not meant to restrict the rights of any individual, but are to protect the rights of all employees in a fair and consistent manner. It is extremely difficult to establish policies and guidelines in areas of personal matters, because many times, they are a matter of taste and discretion. The following are intended to aid in establishing behavioral standards and are not intended to be all inclusive. Depending upon the severity of the violation, the disciplinary action taken will be based on the facts and circumstances. The following constitutes unacceptable conduct:

1. Misrepresentation or falsifying company reports or records.

2. Threatening, intimidating, use of profane or abusive language, fighting/scuffling or interfering with employees, supervisors or club members and guests at any time.

3. Use of racially abusive or implicit language to another employee(s).

4. Engaging in discriminatory action toward another employee(s) regarding race, color, religion, ethnic or national origin, physical or mental disability, sex or age.

5. The consumption of alcohol or the use of illegal drugs.

6. Frequent tardiness or days absent from work.

7. Any other unreasonable personal conduct on the job which adversely affects the interest of the club.

GRIEVANCE

An employee having a grievance will submit in writing the nature of the complaint. The employee should outline the circumstances and date of the incident, signing and dating the statement at the bottom. All grievances are to be submitted to the Chairperson of the Personnel Committee within ten (10) days of the incident or within ten (10) days of the employee becoming aware of the situation. All grievances will be handled in a timely manner depending upon the Personnel Committee's ability to conduct an investigation. The Personnel Committee will respond to all grievances upon completion of its investigation and review with the Board of Directors.

HOURS OF OPERATION

1. The club manager and chef are salaried employees, independently responsible for their respective hours of operation.

2. Employee hours are dependent upon the operations of the club; primary scheduling will be through the supervisor, subject to the personnel committee.

3. All employees may be required to work any day of the week and certain holidays when necessary.

VACATION/UNCOMPENSATED LEAVE

1. All employees will receive two (2) weeks paid vacation after one (1) full year of employment.

2. An employee will be allowed one (1) week per year of uncompensated leave at their election by submitting such a request in writing to and upon approval of their supervisor.

DRESS CODE

All employees should be properly attired in the performance of their duties. On some occasions, employees may be required to wear uniforms. The Personnel Committee will direct appropriate attire as implemented by employee supervisors.

Dear Board of Directors 12/10/98
and Bessie, Kevin, & staff:

Thank you all so much for throwing such a wonderful birthday bash for my uncle Sheridan's 98th birthday. The party was a great success, and we shall all remember it for some time to come.

Even though the party began at 5:00, Sheridan was dressed up and ready to go at 3:00 pm, and the anticipation beforehand gave him a great deal of pleasure. Special thanks to Max Wyeth for being his chauffeur on the big day. My car has bucket seats which are difficult for an elderly man to negotiate, so I appreciated that extra gesture from Max.

Kevin did an excellent job as bartender, and he never seemed to have an idle moment or slack period! The food was great, and the B-B-Q sauce was especially outstanding. Bessie did a fabulous job, as always, of getting the whole thing organized and under control.

Sheridan selected the pictures he wanted on display at the sign-in table, but he wouldn't part with the photo of him in 1901, when he was one year old. Maybe next time.

Thanks again for having this great idea and acting on it. Sincerely, Lisa Logan

Good job!

Schultz Electric Inc.
Electrical Contractors
5112 King Hill Avenue
St. Joseph, Missouri 64504
(816) 238-3341 • FAX: (816) 238-9148

DECEMBER 14,1998

Benton Club
402 N. 7th
St. Joseph Mo. 64501

Attention: Tom Dunavant

Reference: New walk in cooler

Dear sir,

We are pleased to have this opportunity to summit to you our quote on the new cooler box and equipment. Our scope of work would be as follows.

1. Provide a new electrical service to the kitchen area from the basement service. This will also allow for the existing kitchen panel to be relieved from load with the installation of the new equipment.
2. Receive new equipment, offload, and assemble new cooler box.
3. Install all new refrigeration equipment located inside and outside.
4. Install all necessary drain lines to the evaporator.
5. Install power and control wiring to the new equipment and cooler box lighting.
6. Perform system startup and make all adjustments to make for a workable system.

Schultz Electric Inc. will provide a complete workable system without the need for any sub contractors of any type. Our staff can complete all aspects of this project.

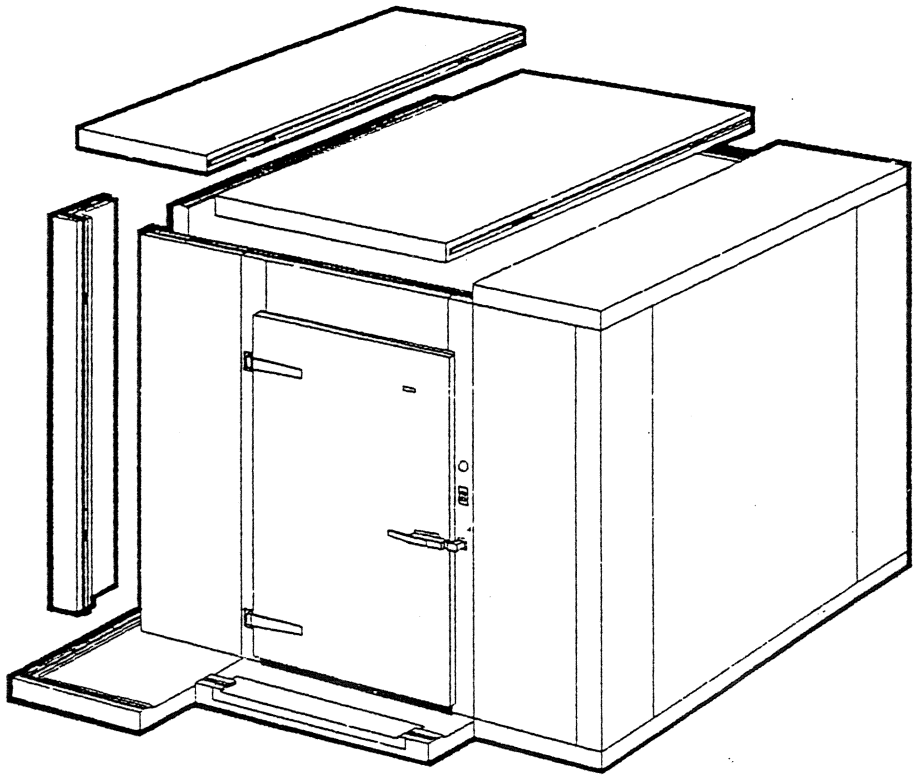
The electrical part of this project would be $3,331.20, refrigeration part $13,329.80 making a total job cost of $16,661.00 .

If you would happen to have any questions please do not hesitate to call me at 238-3341 or 390-4592 for questions. Thank you again for the opportunity for us to quote you on this project.

Respectfully yours,

SCHULTZ ELECTRIC INC.

John V. Markt
HVAC Estimator/Project Manager



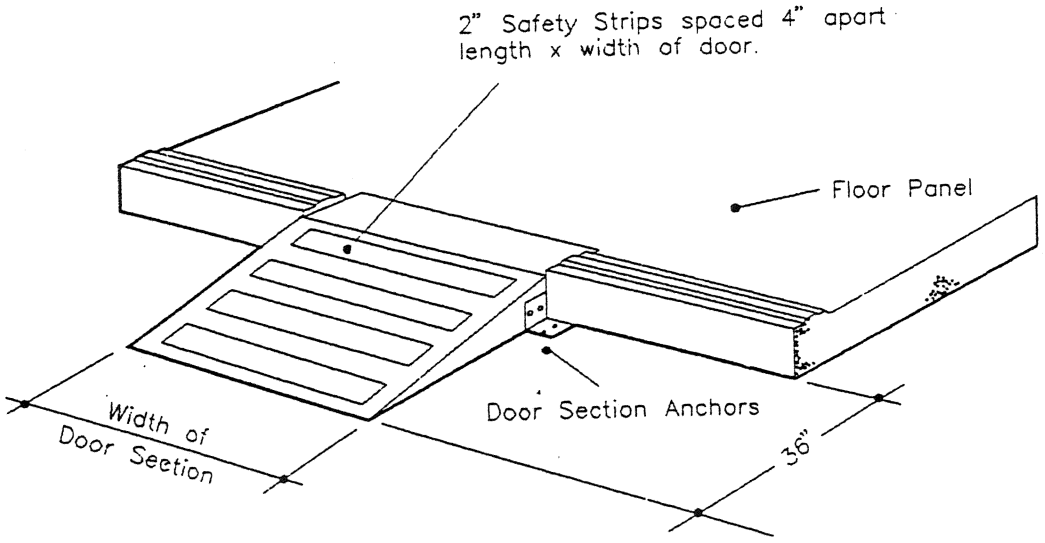
INSTALLATION and SERVICE MANUAL

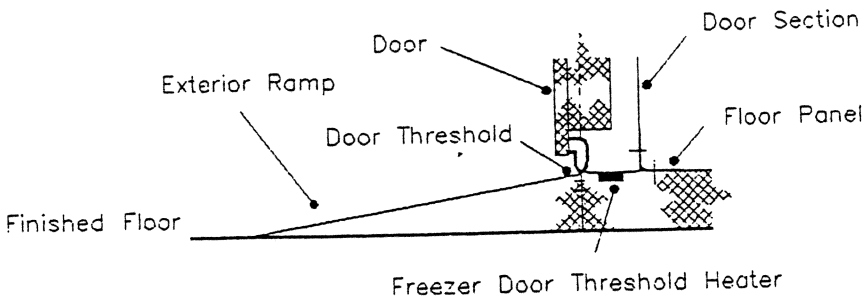
TYLER Refrigeration Corporation
Walk-In Cooler Division
Olive Branch, MS 38654

11042 Wildwood Drive, Olive Branch, MS 38654
Phone (601) 895-4455 / Fax (601) 895-3573

IML-00 - 10/93

FLOOR EXTERIOR RAMP ASSEMBLY





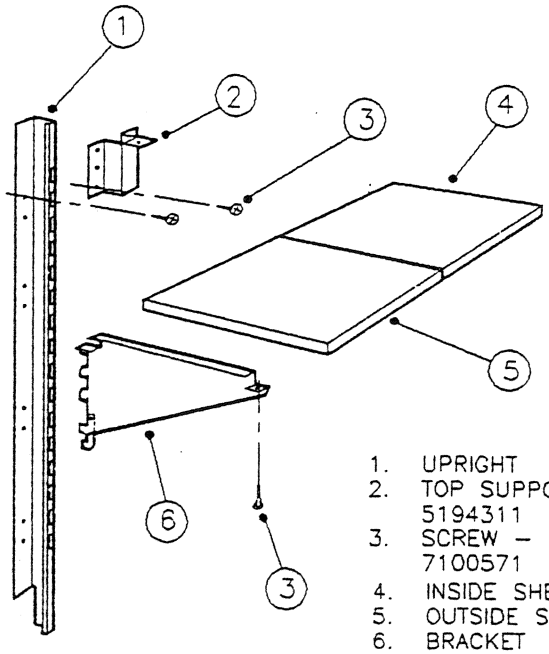
NOTE: COOLER DOOR WITHOUT HEATER

EXTERIOR RAMP @ FLOOR

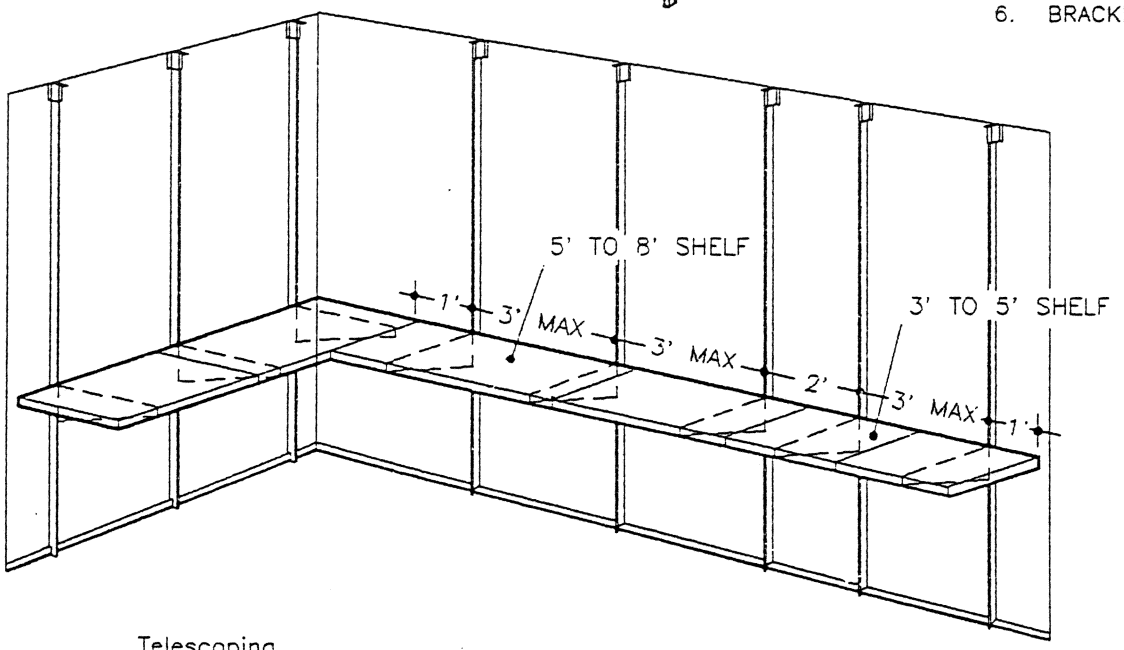
WALL SHELVING

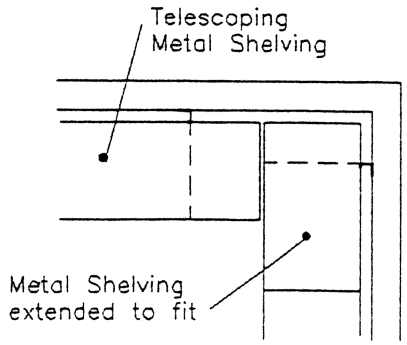
SPACING OF UPRIGHTS FOR SHELVING: Uprights should be spaced on 3' centers or less. Two uprights are shipped for each bay of 3' to 5' shelves with sufficient brackets and three uprights are shipped for each bay of 5' to 8' shelves.

INTERIOR ACCESSORIES: Shelving and meat rail installation is based on proper mounting of the shelving uprights to the refrigerator. Since National Sanitation Foundation requires removability of all these accessories, the shelving uprights are mounted to the wall panels with #10 THSMS.



1. UPRIGHT
2. TOP SUPPORT – 5194311
3. SCREW – 7100571
4. INSIDE SHELF
5. OUTSIDE SHELF
6. BRACKET





CORNER TREATMENT

NOTE:
PILOT DRILL FOR THE SCREWS WITH AN 1/8" BIT.

DO NOT OVERSIZE THE PILOT HOLES.

INSTALL SCREWS TIGHTLY, BUT DO NOT STRIP THREADS.

FAILURE TO COMPLY WITH THESE INSTRUCTIONS CAN MAKE A HAZARDOUS INSTALLATION.

TYLER

WALL PANEL ERECTION

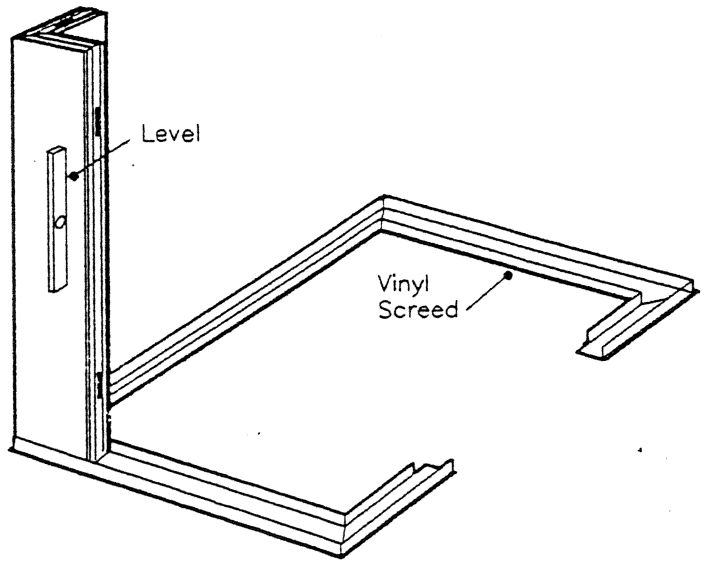


FIGURE 10

The Walk–In panel erection should first begin with the setting of the corner panel; after the screed or floor panels are set in place. Consult the Installation Drawings for the panel layout for proper locations.

NOTE: WALL PANELS MUST BE PLUMB.

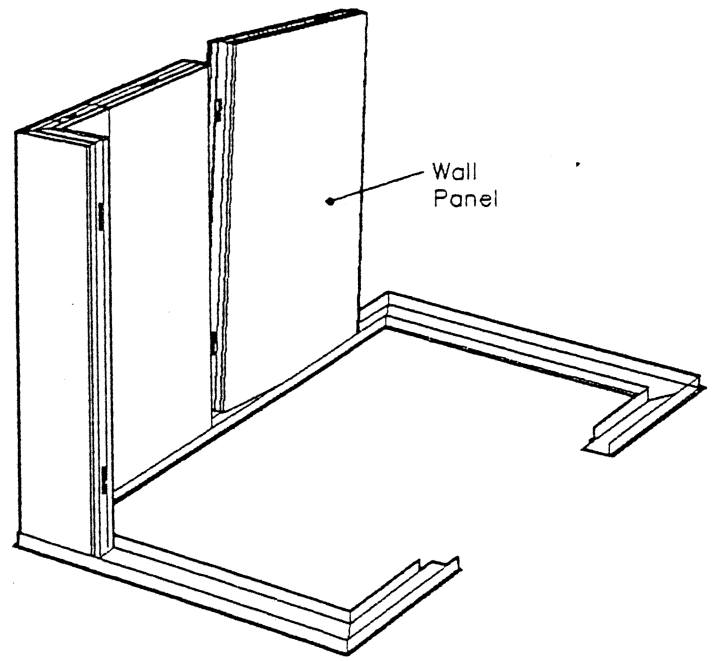
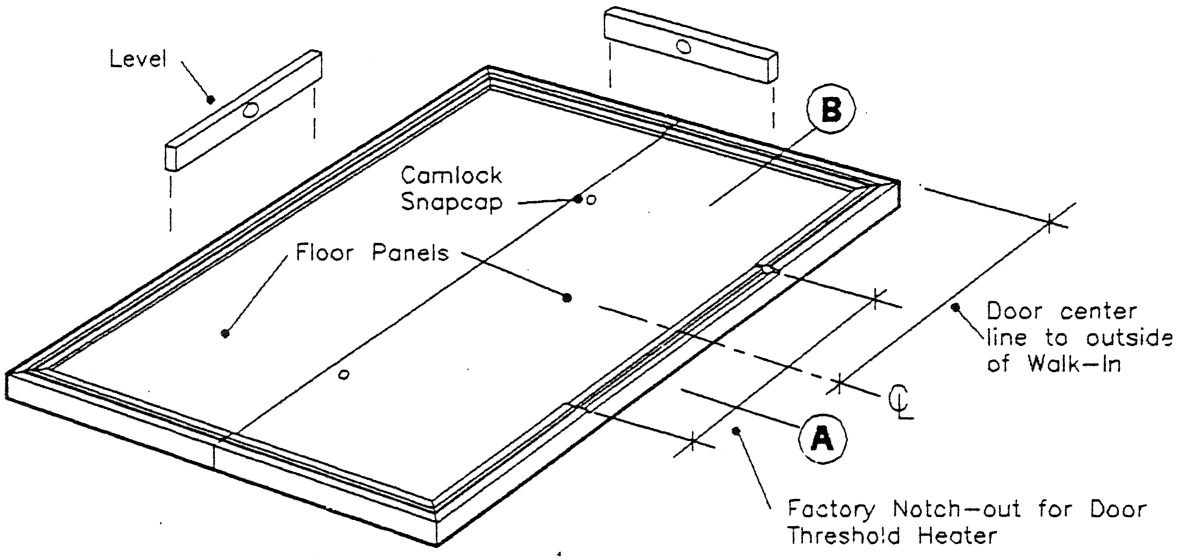
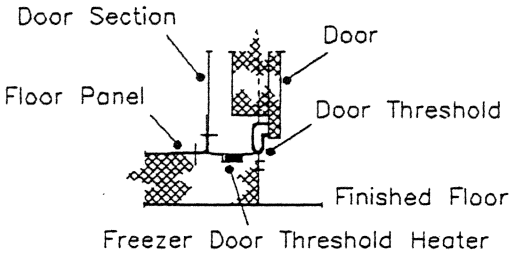


FIGURE 11

The panel assembly should move along rapidly if directions are followed. The Installation Drawings show panel locations and the panels are tagged to match. READ THE DRAWINGS CAREFULLY! All panels have factory installed panel gaskets on three sides. If gasket on panels is torn it must be repaired prior to erection. This is very important so that the panels are air tight after erection.

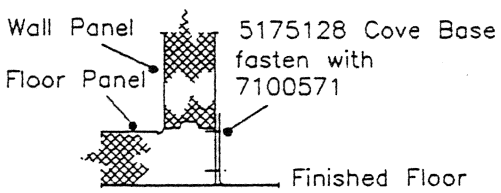
FLOOR TYPE WALK-IN





Note: Cooler Door without heater

(A) DOOR @ FLOOR



Option: Alum. Diamond Treadplate
with or without plywood backing.

(B) FLOOR PANEL

FIGURE 8

Shows a method of installing floor panels. Panels are set on a flat level concrete slab, making it possible for a floorless cooler to ajoin a floor type freezer. See Page 2 Figure 1 for details.

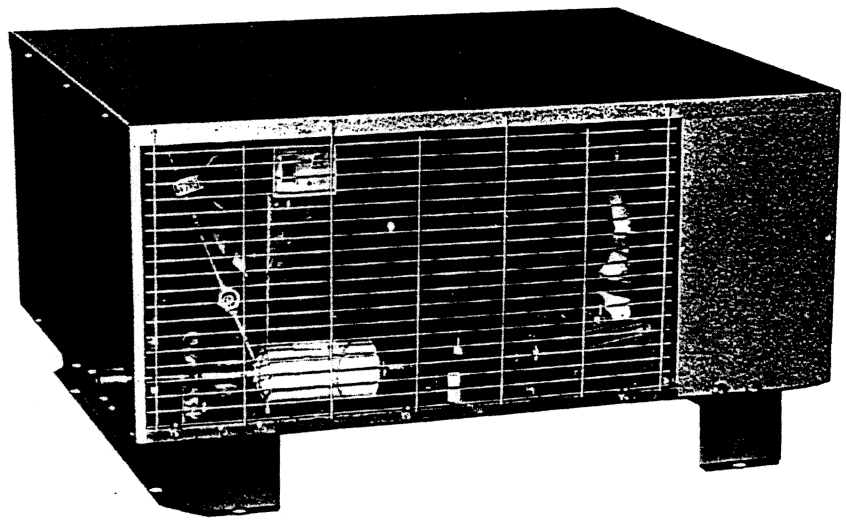
FLOOR SECTION LIMITATIONS: The floor sections are designed for loads of up to 300 lbs. per square foot when set on a smooth, LEVEL concrete slab not requiring shimming. If shimming is used to level the sections, the shims must extend under the whole sections, not just at the edges. Shimming will reduce the design load limitation. In either case, (shimmed or not), THIS EXCLUDES HEAVY ROLLING LOADS ENCOUNTERED WITH STOCK TRUCKS, FORK-LIFT OR PALLET TRUCKS. Foam floor sections are NOT RECOMMENDED for such usage unless special consideration is given to floor design and application.

BOHN®
The Cold Standard

BULLETIN 540.3
September, 1996
(Replaces 540.2, July, 1995)

INDOOR/OUTDOOR AIR-COOLED CONDENSING UNITS AND SYSTEMS SELECTION MANUAL

SB/SL 1/2 - 5 HP SEMI-HERMETIC COMPRESSORS
HB/HL 1/2 - 5 HP HERMETIC COMPRESSORS



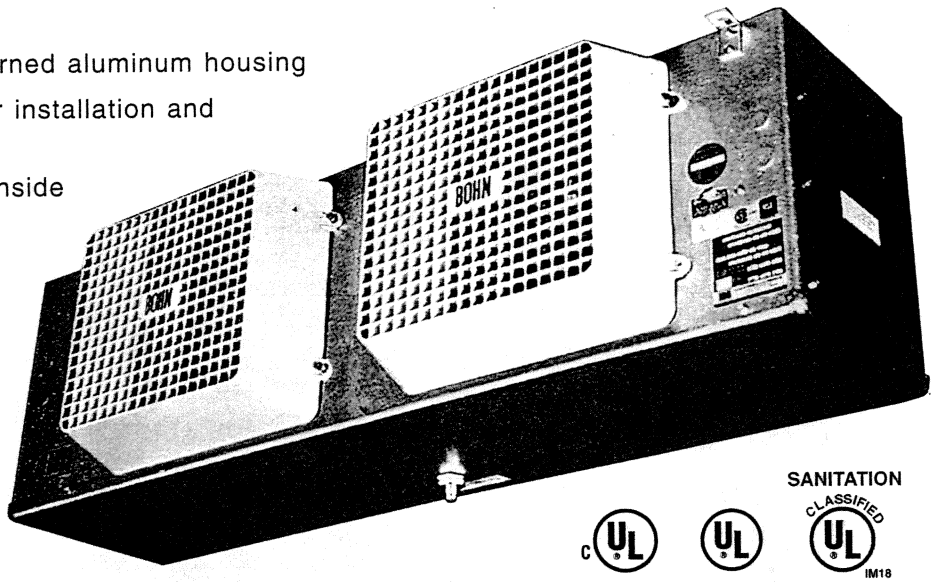
Bohn Refrigeration Products
Heatcraft Refrigeration Products Division
2175 West Park Place Blvd. Stone Mountain, GA 30087
(770) 939-4450 • Fax: (770) 908-5480

BULLETIN 304.8
(Replaces 304.7)
FEBRUARY 1995

BOHN®
The Cold Standard℠

AIR DEFROST UNIT COOLERS

Features



SANITATION CLASSIFIED
IM18
CLASSIFIED TO NSF C2-1983

- Low silhouette, compact
- Attractive light grain patterned aluminum housing
- Removable end panels for installation and service
- Expansion valve mounts inside unit cabinet
- Air baffles between fans
- Rustproof hardware and stainless steel screws
- Attractive guards decrease static and are easier to clean
- Thermal overload protected 115/60/1 or 208-230/60/1 motors
- Motors mounted inside unit cabinet
- Round corner drain pan for ease of cleaning
- Plate type aluminum fins with full collars with expanded copper tubes
- Fully factory wired for ease of field installation
- Interchangeable motors, fan blades, fan guards and motor mounts
- Moisture tight electrical harness
- Individual electrical plug for each motor
- Optional PSC motors available for additional energy savings

Bohn Refrigeration Products
A product line of Heatcraft Inc. Refrigeration Products Division
2175 West Park Place Blvd., Stone Mountain, GA 30087 • (770) 465-5600 • Fax: (770) 465-5990
Visit our web site at ***www.heatcraftrpd.com***

December 8, 1998

Nanette Corso
1125 Krug Park Place
St. Joseph, MO 64505

Re: The Benton Club

Dear Nanette:

On behalf of the Board of Directors and the membership of The Benton Club, we want to express our sincere appreciation to you and those who assisted you in decorating the Club House for the holiday season. The decorations are beautiful, in good taste and very economical. We are grateful for your service.

Appreciatively,

William P. Mytton
Benton Club Secretary

MINUTES OF A MEETING OF THE DIRECTORS OF THE BENTON CLUB

HELD NOVEMBER 12, 1998

President Acuff opened the meeting at 5:35 p.m. at the Club House.

Present were:

R. Philip Acuff	Jonathan Lehr
James F. Burnham	Frank Leone
L. Thomas Dunavant, Jr.	William P. Mytton
Joseph K. Houts, Sr.	George H. Wood
Joseph K. Houts, Jr.	Max Wyeth
Charles B. Larson	

Absent were:

E. Eugene Sanders	Robert L. Simpson

Minutes of the October 15, 1998 meeting were approved.

TREASURER'S REPORT: (SANDERS)

The Treasurer's report was accepted as presented. It was noted that there still is $15,000 in the assessment account.

PERSONNEL COMMITTEE: HOUTS, JR.

A lengthy discussion was held on a personnel matter, which was initiated by written complaints by both a member of the kitchen staff and a member of the serving staff. The discussion also centered around a complaint by two Club members instituted by information to them from management. Friction between the kitchen crew and management is noticeably high. Basic personnel policies and procedures need to be reconveyed to and adhered by all staff.

MEMBERSHIP COMMITTEE: (LEONE)

Passed for regular membership after posting were Lance Davis, Robert Orr and Mark Woodbury.

Passed for membership for first posting were regular membership Beverly Pitts and William Wyeth, sustaining membership Hilda Mollus and Alice Phelon, and non-resident membership Dr. Newton Jones.

The Board approved shifting Don Luboski temporarily from regular membership to non-resident membership because he was going to be out of the country on business for about ten months.

ENTERTAINMENT COMMITTEE: WYETH

Bob Reeder, a good Irish limericker and singer, is being engaged for a St. Patrick's night festivity if a mutual night can be confirmed. The Fall Smoker with Fred Slater as speaker was successful. A Smoker will be held in the spring with Joe Houts, Jr. as speaker. Octoberfest was also successful. Lobster Tail Night will be held November 20 and the Christmas Formal, December 19th. A Sheridan Logan birthday bash is being scheduled for Wednesday, December 9th between 5:30 to 6:30 p.m.

HOUSE COMMITTEE: DUNAVANT

Purchase of walk-in coolers is still pending, but plan to be ordered by December 1st after receiving the specs.

A holiday decorations committee will be formulated. The Board authorized a budget of $800 towards decorations.

Max Wyeth had four elongated 1917 French art works on history of the world reframed with new backing to protect them. He also displayed a framed glassed-in book on sailing ships for the men's lunch room that was built and donated by member Bill Strop. The President asked the Secretary to write a thank you letter to Mr. Stop.

BUILDING AND GROUNDS COMMITTEE: HOUTS, SR.

Porch repairs and painting cost $5,600 and the carpeting for the men's lunch room cost $1,234. The bill for the tuckpointing and waterproofing is on hold until Wayne Gunselman inspects the work. The Club needs to replace three or four window sashes, paint the woodwork and add aluminum storm windows. Bids will be taken and the work should last many years. It was suggested that flower pots (up to six) for the outside could be purchased now at bargain prices.

STRATEGIC PLANNING COMMITTEE: LARSON

There was no new information to report and the committee was still proceeding.

PRESIDENT'S REPORT: ACUFF

The President only received one response to his appeal letter on how to raise money to cover the Club's cash needs. It was suggested we prioritize the needs, then figure out the best ways to raise funds. The Club needs to build a "war chest" for unexpected expenses.

During the holiday season, the Club will be closed December 25th and January 1st, 2nd, and 3rd.

There being no further business, the meeting adjourned at 7:30 p.m.

Respectfully submitted,

William P. Mytton
Secretary

November 2, 1998

Dear Benton Club Member:

I hope you have visited the clubhouse recently and are aware of the repairs and painting being completed on the porch side of the building. The bright new appearance represents further use of your assessment money for long needed maintenance work. Tuck pointing and waterproofing is close to complete. Roof repairs, electrical updates, and window replacement on the Faraon Street side have been accomplished. At the same time interior redecorating in the Ladies' Card Room, Men's Lunch Room, Formal Dining Room, and East Hall have been carried out. I hope you are enjoying these improvements. The Club remains debt free at this writing. An urgent need to improve food cold storage facilities may change this status.

The Strategic Planning committee has been studying our maintenance problems and the possible means of future financing. This committee and the board are soliciting your solutions to these problems. Once we have a feeling for the membership's wishes concerning these problems, we will present possible options to you.

I hope that you are enjoying your membership in the Benton Club. Our staff of twelve does an excellent job of meeting our needs. Please take that into consideration in contributing to the Employee's Christmas Fund. Last year 99 members contributed $5 400.

Sincerely,

R. Philip Acuff

R. Philip Acuff, President
Benton Club Board of Directors

MINUTES OF A MEETING OF THE DIRECTORS OF THE BENTON CLUB

HELD OCTOBER 15, 1998

President Acuff opened the meeting at 5:33 p.m. at the Club House.

Present were:

R. Philip Acuff
James F. Burnham
L. Thomas Dunavant, Jr.
Joseph K. Houts, Sr.
Joseph K. Houts, Jr.
Charles B. Larson
Frank Leone
William P. Mytton
E. Eugene Sanders
Robert L. Simpson
George H. Wood
Max Wyeth

Absent was:

Jonathan Lehr

Minutes of the September 17, 1998, meeting were approved.

Treasurer's Report: Sanders

The Club shows a good Current Ratio of 4 to 1. An inventory was taken on food. A profit of $1,900 was made on the Labor Day party. The Remodeling expense of $5,092 was for the men's lunch room. For the month, the Club had an Operating loss of $6,300. During the month, $2,750 was collected on the Assessment and $2,349 was spent on Renovation. The checking account has a $10,222 balance and the Schwab account has a $8,693 balance. The Assessment has a $15,061 balance with $28,000 outstanding. The Club needs to charge off the two delinquent accounts of terminated members in the amount of $4,400.

Membership Committee: Leone

Regular membership - Carroll Cathy passed after posting. Mark Woodbury, Robert W. Orr and Lance Davis passed for posting.

Entertainment Committee: Wyeth

Octoberfest will be held October 16th and 70 have already signed up to attend. Background music is planned. A Fall Smoker with Fred Slater as speaker will be held October 29th, a Lobster Tail night on November 20th and the Christmas formal on December 19th.

House Committee: Dunavant

The City Health Department inspected and found the kitchen out of code. Four refrigerators tested under specification on temperature. The Club needs a walk-in cooler to replace all refrigerators. A new cooler/freezer would cost approximately $9,000. A motion was made and the Board approved to expend up to $10,000 for a cooler/freezer system whether new or used, to pass inspection and avoid a shut down. IHP has been paid some $24,000 between 1994 and 1998 for work in the kitchen and Club air conditioning units.

Carpeting was installed in men's lunch room at a cost of $1,234, which was much lower than the carpeting suggested at an earlier Board meeting. The carpet in the red room is in poor condition and needs replacing from a safety standpoint. The Board approved to replace the red room carpet.

Building and Grounds Committee: Houts, Sr.

Tuck pointing, waterproofing, exterior painting and repairs are being worked on at this moment.

Brunner Architect's statement indicates total billing of $6,500 of which $4,297.50 has been paid. Club believes total billing should be $5,361.62 with an outstanding balance due in the amount of $1,074.32. The difference is $1,150. The Board approved issuing a check to Brunner Architect for $1,074.32 and have Brunner sign a certification letter that the work on the roof over the Ball Room in their opinion is structurally sound and is safe.

Personnel Committee: Houts, Jr.

An employee meeting was held and the meeting was very good. The employees were informed that there will be no tips for parties, but a salary review will be held and parties will be taken into consideration. There is a need for a food station or a solid piece buffet to hold meals and drinks for men's lunch room and red room, and the Board approved. The employees proposed that they clean the carpets for time and a half pay, which would be cheaper than hiring a professional service. The Board approved having employees clean the carpets within a maximum of $200. Employees will now wear name tags.

Strategic Planning Committee: Larson

A non-for-profit corporation has been formed and plans are moving along.

Additional projects to those in progress and those already approved at this meeting were noted as well as options/alternatives for financing, such as internal promotion, new members, dues increase and contributions/memorials (see attached Strategic Planning outline).

The Board approved expanding the Strategic Planning Committee from three to five members to address the issues. In early 1999, the Committee will present a plan which will be finalized before the annual meeting in May.

President's Report: Acuff

Acuff reported on illnesses of our members.

There being no further business, the meeting was adjourned at 7:40 p.m.

Respectfully submitted,

William P. Mytton
Secretary

BENTON CLUB STRATEGIC PLANNING

DISCUSSION OUTLINE *To establish a sense of direction & establish parameters for the development of financial plans*

Phase I - "Putting out fires" – projects which were financed by the May 96assessment

Phase II – Additional projects which are obvious needs or have been suggested by members. They include:

1. HVAC	$50,000
2. Carpet in Red room/Men's dining room	3,000
3. Up-grades/redecorating in bar	1,500
4. " " " hallway to bar	500
5. Men's card room	2,500
6. Office/sitting room	750
7. Pool room	—
8. Private card room up-stairs	—
9. Kitchen	?
10. Other (s) ?	

Options/Alternatives for financing (Strategic alternatives)

1. Internal promotion

- **A) Members who are not active**
- **B) Group functions – member activities**
  member sponsored activities
  civic & professional groups
- **C) Promotion of week nights**
- **D) Additional events, perhaps for more specialized groups**
- **E) Outside catering**

2. New members

3. Dues increase

- **A) Permanent dues increase**
- **B) Temporary sur-charge**
- **C) Assessment**

4. Contributions/Memorials

- **A) Should we name a room after someone (anyone) How much $$$**
- **B) Should we "adopt a room—table—flower pot—etc.)**
- **C) Chairs with donors name / school emblems / etc.**
- **D) Other ideas – other recognition**

5. Other ideas ?

MINUTES OF A MEETING OF THE DIRECTORS OF THE BENTON CLUB

HELD SEPTEMBER 17, 1998

President Acuff opened the meeting at 5:45 p.m. at the Club House.

Present were:

R. Philip Acuff
L. Thomas Dunavant, Jr.
Joseph K. Houts, Sr.
Joseph K. Houts, Jr.
Charles B. Larson
Frank Leone
William P. Mytton
E. Eugene Sanders
Robert L. Simpson
George H. Wood

Absent were:

James F. Burnham
Jonathan Lehr
Max Wyeth

Minutes of the August 13, 1998 meeting were approved.

TREASURER'S REPORT: SANDERS

Balance Sheet looks good with $46,000 Current Assets vs $9,000 Current Liabilities. The café inventory was taken September 1st. Café costs were 71% for the month. The Club shows a loss for the bar. Party income is great. Service charge for delinquencies is being taken. Remodeling expense was moved to renovation, which now shows a $9,352 deficit (Schultz Electric and Evans Bros.). Remodeling will show zero. From now on inside repairs will be under remodeling and building repairs will be under renovation. The assessment account reflects a balance of $15,000. Because Reeves and Wilson did not respond to President Phil's letter, their memberships were considered terminated.

MEMBERSHIP COMMITTEE: LEONE

Resignations were submitted by Dr. Robert Milby and John Crouch.

Regular membership proposal of Carroll Cathy was passed for posting.

ENTERTAINMENT COMMITTEE: (WYETH)

Labor Day Picnic was held September 5th and 170 attended. Scheduled are Octoberfest on October 16, Lobster Tail Night on November 20 and Christmas Formal on December 19. Date for the Fall Smoker is pending.

STRATEGIC PLANNING COMMITTEE: LARSON

For long term Larson envisioned a beautiful garden on north side of building and parking with a drive-up entrance on west side of building. To be more realistic the Club needs discipline planning with the gathering of data for projects with financial alternatives. A pool room would be a typical project. The Club needs to get to a level of elegance so that members will be proud and the membership will build.

As to the Benton Club Foundation, filing the necessary papers with the State for approval is close. The Club needs an outside entity for 501c(3) tax exemption for monies to be contributed. The "Edmond Jacques Eckel and Harvey Ellis Architectural Foundation" was approved as the entity name.

HOUSE COMMITTEE: DUNAVANT

The men's dining room (Blue Room) renovation has cost $5,744 versus a bid of $5,500 for the renovation. The room still needs carpet. A carpet at $1,938 by Heckman Carpet was suggested. The Board decided to delay for a better bid, otherwise the Heckman bid of $1,938 was to be accepted.

Upstairs and basement cleanup is near completion. The ovens in the kitchen are shot and the Club is looking for used equipment that is in better shape.

BUILDING AND GROUNDS COMMITTEE: HOUTS, SR.

Slawson will be doing the outside painting and C & D Restoration will be doing the tuck pointing. The Club is looking into flower pots for the outside grounds.

PERSONNEL COMMITTEE: HOUTS, JR.

The Committee refined the job descriptions and the rules and regulations.

John Morgan has been hired as an assistant chef.

An employee meeting was held. At large parties the employees want gratuities. The Board said no. Self-maintenance for better appearance was emphasized. The next news letter will disclose to the membership the personnel profiles.

PRESIDENT'S REPORT: ACUFF

A memorial was sent to King Hill Baptist Church in memory of Chef Diane Peterson's father.

A computer was donated to the Club by member Vance Leininger.

Requested board meeting dates were 1/14/99 to 1/21/99 and 2/18/99 to 2/11/99.

There being no further business, the meeting was adjourned at 7:30 p.m.

Respectfully submitted,

William P. Mytton
Secretary

September 3, 1998

Dear Benton Club Member:

A new committee of the Board of Directors was created this year to handle personnel matters such as hiring, firing, job descriptions, employee rules and regulations and disciplinary problems. After establishing job descriptions, club operations are divided into an area overseen by Chef Diana to include: menu planning, food procurement, food preparation and hiring kitchen staff. The second area, for which Club Manager Bessie is responsible includes: general accounting, scheduling, hiring food and beverage servers, and janitorial/ maintenance personnel.

The Personnel Committee has established a set of rules and regulations for all employees. A copy is included for your review.

A contract for tuck pointing has been let and work should be starting soon. We are close to awarding the contract for outside repairs to wood structures and painting. It is planned to begin that work on the east or porch side of the clubhouse.

I will again appeal to any members that might have extra suitable furniture for use in the Club, to consider donation. A buffet for the newly redecorated men's lunch room is a special need. A used computer would be a tremendous aid in the office.

The Club owes thanks to a number of willing men who in one way or another are working to improve the Club: Robin Findlay, for his decorating skills; Boomer Schreiber, for organizing the cleanup of the basement and second floor; Wayne Gunsleman, for continuing to help on building projects; Greg Larson, for preparing mailing labels and the member roster; and Tom Corso for consulting on various building projects. Board Committee chairmen listed on the bulletin board in the south hall deserve your thanks for jobs being done with great skill.

Sincerely,

R. Philip Acuff

R. Philip Acuff
President, Board of Directors
Benton Club

BENTON CLUB

RULES AND REGULATIONS

In any organization, it is necessary to have certain rules and regulations. They are not meant to restrict the rights of any individual, but are to protect the rights of all employees in a fair and consistent manner. It is extremely difficult to establish policies and guidelines in areas of personal matters, because many times, they are a matter of taste and discretion. The following are intended to aid in establishing behavioral standards and are not intended to be all inclusive. Depending upon the severity of the violation, the disciplinary action taken will be based on the facts and circumstances. The following constitutes unacceptable conduct:

1. Misrepresentation or falsifying company reports or records.

2. Threatening, intimidating, use of profane or abusive language, fighting/scuffling or interfering with employees, supervisors or club members and guests at any time.

3. Use of racially abusive or implicit language to another employee(s).

4. Engaging in discriminatory action toward another employee(s) regarding race, color, religion, ethnic or national origin, physical or mental disability, sex or age.

5. The consumption of alcohol or the use of illegal drugs.

6. Frequent tardiness or days absent from work.

7. Any other unreasonable personal conduct on the job which adversely affects the interest of the club.

GRIEVANCE

An employee having a grievance will submit in writing the nature of the complaint. The employee should outline the circumstances and date of the incident, signing and dating the statement at the bottom. All grievances are to be submitted to the Chairperson of the Personnel Committee within ten (10) days of the incident or within ten (10) days of the employee becoming aware of the situation. All grievances will be handled in a timely manner depending upon the Personnel Committee's ability to conduct an investigation. The Personnel Committee will respond to all grievances upon completion of its investigation and review with the Board of Directors.

HOURS OF OPERATION

1. The club manager and chef are salaried employees, independently responsible for their respective hours of operation.

2. Employee hours are dependent upon the operations of the club; primary scheduling will be through the supervisor, subject to the personnel committee.

3. All employees may be required to work any day of the week and certain holidays when necessary.

VACATION/UNCOMPENSATED LEAVE

1. All employees will receive two (2) weeks paid vacation after one (1) full year of employment.

2. An employee will be allowed one (1) week per year of uncompensated leave at their election by submitting such a request in writing to and upon approval of their supervisor.

DRESS CODE

All employees should be properly attired in the performance of their duties. On some occasions, employees may be required to wear uniforms. The Personnel Committee will direct appropriate attire as implemented by employee supervisors.

MINUTES OF A MEETING OF THE DIRECTORS OF THE BENTON CLUB

HELD AUGUST 13, 1998

President Acuff opened the meeting at 4:53 p.m. at the Club House.

Present were:

R. Philip Acuff
James F. Burnham
L. Thomas Dunavant, Jr.
Joseph K. Houts, Sr.
Joseph K. Houts, Jr.
Charles B. Larson
Frank Leone
Jonathan Lehr
William P. Mytton
E. Eugene Sanders
Robert L. Simpson
George H. Wood
Max Wyeth

Absent were:

None

Minutes of the July 23, 1998 meeting were approved.

TREASURER'S REPORT: SANDERS

The Schwab account balance on July 31st was lowered this date by $6,500 in payment of the windows. There was no café inventory taken at the end of July. The café sales in July only shows the Club made 8% profit on selling $8,800 worth of food. It was noted that dues were up $2,000 in July compared to July, 1997. The Club needs to enforce the 5% delinquent dues charge. President Acuff wrote letters to Reeves and Wilson about their delinquent accounts with no response to date. The payroll was bigger in July due to five pay days. The Treasurer will move the $1,433 "remodeling" expense to "renovation". For July, the Club showed a net loss of $3,100. The assessments versus renovation expenses will be close. The Club may have to borrow until all assessment monies are received.

MEMBERSHIP COMMITTEE: LEONE

Leo Bowlin and Pat Dillon submitted their resignations. Richard Crumpton passed as a Non-Resident member after posting.

ENTERTAINMENT COMMITTEE: WYETH

The Board members were reminded of the annual Labor Day Picnic which will be held Sunday, September 6th.

HOUSE COMMITTEE: DUNAVANT

The renovation of the men's lunch room is near completion and should reopen Tuesday, August 18th. The upstairs and basement cleanup is still ongoing.

BUILDINGS AND GROUNDS COMMITTEE: HOUTS, SR.

Inspection of the roof was made by architect Bill Brunner and he gave the roof his approval. Tuck pointing at a bid of $14,500 will start mid August. Window replacement that has already cost $6,500 will have approximately $1,000 left to be done. Bids are still being taken for the exterior painting and repairs. The Board approved giving the Executive Committee and Building and Grounds Committee the authority to select the best bid and proceed in order to get the work under way.

PERSONNEL COMMITTEE: HOUTS, JR.

Houts, Jr. mailed to each Board member a copy of the job descriptions. The job descriptions are yet to be presented to the staff. The Personnel Committee will have monthly staff meetings. The chain of command is reflected in the job descriptions. Café inventory should be taken on the first of each month and this will be changed in the job descriptions. It was noted that an assistant chef is needed and soon. The Personnel Committee will settle any disputes between personnel. Ongoing communication is the key. Rules and regulations were also presented by Houts, Jr. An example would be the non-use of alcohol and drugs by staff. Presentable appearance should be included in the rules and regulations. The Board accepted both the job descriptions and the rules and regulations with the recommended changes and both are to go into effect by August 19th.

PRESIDENT'S REPORT: ACUFF

Acuff presented and the Board approved putting the call buzzers in working order.

Chef Diane Peterson's father died and the Board approved a $50 memorial, if appropriate upon inquiry.

There being no further business, the meeting was adjourned at 5:45 p.m.

Respectfully submitted,

William P. Mytton
Secretary

CLUB MANAGER

Job Description

1. It will be the Club Manager's responsibility to administer to the Club's operations as hereinsetforth. The Manager will oversee the purchasing of goods and materials for the Club, except food items. The Manager will also be responsible for billings, payroll and those duties customary in running the operations of the Club. This includes reviewing with the Chef the items needed in the kitchen.

2. The Club Manager will be in charge and responsible for hiring waitresses, waiters, bartenders, janitorial/maintenance personnel and any other employees of the Club, subject to the approval of the Personnel Committee.

3. The Club Manager will report any unsafe or dangerous condition to the Board of Directors. The Club Manager will be in charge of maintenance and repairs at which time the Manager will report to the Board of Directors the repairs needed to be made. The Board of Directors will advise the Club Manager on who to call for the repairs and/or what other necessary action should be taken.

4. The Club Manager will contact the President and/or Vice President, Treasurer and Secretary of the Board of Directors for any questions the Manager feels need to be reviewed. If these people cannot be contacted for any reason, it is the Manager's responsibility to contact at least one Board Member to review any problems.

5. The Club Manager will present a yearly schedule of events which would be the standard parties, plus any additional functions.

6. The Club Manager will not price any party or any function until reviewing with the Chef and, if necessary, the House Committee.

7. During assessed parties and other major Club functions, the Manager will be required to attend these events for the purpose of oversight and/or administration.

8. The Club Manager does not have the power to fire any employee, unless upon approval of the Personnel Committee.

9. The Club Manager will be under the direction of the Personnel Committee.

CLUB CHEF

Job Description

1. The Chef's responsibilities will be to plan menus, prepare and cook meals, order food supplies, maintain a sanitary work environment, assist in planning special events and parties, with members and the Club Manager. In addition, the Chef will have primary responsibility of pricing food items with the advise and consent of the Club Manager and House Committee.

2. The Chef will be in charge and responsible for hiring necessary and appropriate kitchen staff; specifically an Assistant Chef, diswashers and bus personnel, subject to the approval of the Personnel Committee.

3. The Chef will have the responsibility of collecting information for our monthly audit and/or inventory to be conducted by the tenth (10th) of the month.

4. For Club parties, it will be the Chef's responsibility to present a per-cost item for the food that will be served. The Chef, with the Club Manager, will price the party accordingly, subject to approval of the House Committee, when necessary, or at the committee's election.

5. The Chef will have the responsibility of ordering the food.

6. During assessed parties and other major club functions, the Chef will be required to attend these events for the purpose of oversight and/or administration.

7. The Chef does not have the authority to fire any employee, unless upon approval of the Personnel Committee.

8. The Chef will be under the direction of the Personnel Committee.

ASSISTANT CHEF

1. The Assistant Chef will be under the control and supervision of the Chef. In the Chef's absence, the Assistant Chef will be responsible to the Club Manager.

2. The Assistant Chef will perform those duties as outlined and as normally performed by the Chef. The Assistant Chef will be the acting Chef in the Club Chef's absence.

3. The Assistant Chef may be required to work during assessed parties and other Club functions in order to assist the Club Chef in the fulfillment of duties.

BARTENDER

Job Description

The responsibilities of the Bartender are as follows:

1. It will be the responsibility of the Bartender to provide libations in a timely and cordial manner and to keep the bar area clean and picked up.

2. It will also be the responsibility of the Bartender to have the condiments, mixers and associated sodas stocked in the bar area. If these need to be reordered, the Bartender will request them from the Club Manager.

3. The Bartender will be under the direction of the Club Manager.

WAITRESSES AND WAITERS

Job Description

The responsibilities of the Waitresses and Waiters are as follows:

1. The Waitresses and Waiters will be responsible to serve the members in a timely and respectful manner, which in turn means serving from the left and picking up from the right.

2. The Waitresses and Waiters will be responsible to clean and clear tables, if a Bus person is not available.

3. Waitresses and Waiters will be under the direction of the Club Manager.

4. It will also be the responsibility of the Waitresses and Waiters to provide ice and trash pickup from the bar area.

5. Waitresses and Waiters, on occasion, may be required to conduct other attendant duties upon the direction of the Club Manager and the Chef.

JANITORIAL/MAINTENANCE PERSONNEL

1. Janitorial and maintenance personnel will be responsible for the interior and exterior cleaning and general upkeep of the Club premises. The jobs may be one and the same.

2. The Club Manager will be in charge of janitorial/maintenance personnel.

BUS PERSONNEL/DISWASHER

The responsibilities of the Bus personnel are as follows:

1. Bus personnel will be responsible for the removal of used dishes, utensils, linens and other waste products from the dining or other Club areas. Removal will be in an orderly fashion so as not to be disruptive. Soiled articles will be taken to the kitchen for processing, either cleaning or disposal.

2. Dishwashing personnel will be responsible for the sanitary cleaning of used articles and the return of the items to proper storage.

3. Bus and Dishwasher personnel may be one and the same position under the Chef's supervision.

RULES AND REGULATIONS

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3. Use of racially abusive or implicit language to another employee(s).

4. Engaging in discriminatory action toward another employee(s) regarding race, color, religion, ethnic or national origin, physical or mental disability, sex or age.

5. The consumption of alcohol or the use of illegal drugs.

6. Frequent tardiness or days absent from work.

7. Any other unreasonable personal conduct on the job which adversely affects the interest of the club.

HOURS OF OPERATION

1. The club manager and chef are salaried employees, independently responsible for their respective hours of operation.

2. Employee hours are dependent upon the operations of the club; primary scheduling will be through the supervisor, subject to the personnel committee.

3. All employees may be required to work any day of the week and certain holidays when necessary.

VACATION/UNCOMPENSATED LEAVE

1. All employees will receive two (2) weeks paid vacation after one (1) full year of employment.

2. An employee will be allowed one (1) week per year of uncompensated leave at their election by submitting such a request in writing to and upon approval of their supervisor.

August 10, 1998

Mr. Jerry Reeves
724 Francis
St. Joseph, MO 64506

Dear Jerry:

Unless you make an effort, by September 1, 1998, to reduce your $2526.25 indebtedness to The Benton Club, the Board of Directors must enforce action under Article I, Section II. Arrears and Forfeiture of Membership. A copy of the Article is enclosed for your information.

Sincerely,

R. Philip Acuff, President
Board of Directors
Benton Club

August 10, 1998

Mr. J. E. Wilson
2811 Pembroke Lane
St. Joseph, MO 64506

Dear J. E.:

Unless you make an effort, by September 1, 1998, to reduce your $1883.69 indebtedness to The Benton Club, the Board of Directors must enforce action under Article I, Section II. Arrears and Forfeiture of Membership. A copy of the Article in enclosed for your information.

Sincerely,

R. Philip Acuff, President
Board of Directors
Benton Club

Benton Club
Balance Sheet
July 31, 1998

(Unaudited)

ASSETS

CURRENT ASSETS		
101	Petty Cash	$ 8.00
102	Checking account	12,800.46
104	Schwab	12,462.02
120	A/R-Dues	2,652.50
121	A/R-House	16,876.14
126	Inventory Cafe	3,944.23
127	Inventory Bar	927.00
	TOTAL CURRENT ASSETS	$ 49,670.35
PROPERTY AND EQUIPMENT		
156	Buildings	$ 20,874.76
162	Improvements	55,150.55
166	Furniture & Fixtures	29,834.31
	TOTAL PROPERTY AND EQUIPMENT	$ 105,859.62
OTHER ASSETS		
TOTAL ASSETS		$ 155,529.97

LIABILITIES AND OWNER'S EQUITY

CURRENT LIABILITIES		
202	Accounts Payable	$ 4,509.08
219	Accrued payroll taxes	2,949.30
223	Accrued Property Tax	2,086.41
	TOTAL CURRENT LIABILITIES	$ 9,544.79
	TOTAL LIABILITIES	$ 9,544.79
STOCKHOLDERS' EQUITY		
295	Retained Earnings	$ 140,119.75
	Current net income (loss)	5,865.43
	TOTAL STOCKHOLDERS' EQUITY	$ 145,985.18
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY		$ 155,529.97

These financial statements should be read only in connection with the accompanying accountant's report.

Benton Club
Statement Of Operations
July 31, 1998 and 1997

(Unaudited)

	1998 Month	Pct	1997 Month	Pct	1998 Year-To-Date	Pct	1997 Year-to-Date	Pct
CAFE INCOME								
327 Cafe-Member Parties	$ 5,302.05	59.72	$ 2,050.21	37.73	$ 14,387.90	51.54	$ 7,742.15	38.13
328 Cafe-Sales	3,575.40	40.28	3,384.20	62.27	13,527.65	48.46	12,562.11	61.87
	8,877.45	100.00	5,434.41	100.00	27,915.55	100.00	20,304.26	100.00
401 Cafe Costs	8,164.57	91.97	4,592.55	84.51	20,697.65	74.14	14,402.16	70.93
CAFE GROSS PROFIT	712.88	8.03	841.86	15.49	7,217.90	25.86	5,902.10	29.07
BAR INCOME								
337 Bar-Member Parties	609.00	80.96	30.00	14.02	2,282.49	79.38	692.10	52.37
338 Bar-Sales	143.25	19.04	184.00	85.98	592.75	20.62	629.50	47.63
	752.25	100.00	214.00	100.00	2,875.24	100.00	1,321.60	100.00
403 Bar Costs	616.82	82.00	182.91	85.47	2,296.05	79.86	1,007.70	76.25
BAR GROSS PROFIT	135.43	18.00	31.09	14.53	579.19	20.14	313.90	23.75
PARTY INCOME								
348 Party-Party Sales	0.00	0.00	0.00	0.00	11,502.40	100.00	3,550.00	100.00
	0.00	0.00	0.00	0.00	11,502.40	100.00	3,550.00	100.00
405 Party Costs	0.00	0.00	0.00	0.00	3,901.27	33.92	979.12	27.58
PARTY GROSS PROFIT	0.00	0.00	0.00	0.00	7,601.13	66.08	2,570.88	72.42
DUES								
407 Dues	9,508.50	78.52	7,608.00	83.01	27,926.00	57.52	25,077.00	68.21
409 Service Charges	1,412.20	11.66	684.28	7.47	4,555.35	9.38	2,900.44	7.89
410 Penalties	340.40	2.81	0.00	0.00	667.10	1.37	0.00	0.00
TOTAL DUES	11,261.10	92.99	8,292.28	90.48	33,148.45	68.28	27,977.44	76.10
TOTAL INCOME	$ 12,109.41	100.00	$ 9,165.23	100.00	$ 48,546.67	100.00	$ 36,764.32	100.00

Continued

Benton Club
Statement Of Operations
July 31, 1998 and 1997

(Unaudited)

	1998 Month	Pct	1997 Month	Pct	1998 Year-To-Date	Pct	1997 Year-to-Date	Pct
OPERATING EXPENSES								
502 Salaries	$ 10,748.57	111.62	$ 8,159.89	144.46	$ 29,416.36	69.55	$ 25,067.56	99.57
528 Accounting & Legal	250.00	2.60	250.00	4.43	750.00	1.77	750.00	2.98
534 Insurance	591.35	6.14	600.00	10.62	1,774.05	4.19	2,169.58	8.62
535 House Maintenance	718.56	7.46	1,846.88	32.70	4,079.92	9.65	6,873.04	27.30
536 Decorations	214.12	2.22	0.00	0.00	846.84	2.00	0.00	0.00
537 Remodeling	1,433.19	14.88	0.00	0.00	2,866.38	6.78	0.00	0.00
557 Electricity	1,494.47	15.52	1,038.74	18.39	2,977.97	7.04	2,246.67	8.92
558 Water & Sewer	0.00	0.00	39.08	0.69	298.05	0.70	372.77	1.48
559 Fuel	190.55	1.98	127.98	2.27	600.49	1.42	503.16	2.00
561 Laundry	862.60	8.96	411.64	7.29	2,404.33	5.68	2,075.87	8.25
562 Telephone	39.08	0.41	102.20	1.81	371.51	0.88	296.32	1.18
567 Property Taxes & Licenses	45.00	0.47	144.00	2.55	678.00	1.60	732.00	2.91
568 Payroll Taxes	1,343.16	13.95	1,461.65	25.88	2,820.62	6.67	2,759.85	10.96
570 Postage	284.89	2.96	0.00	0.00	625.92	1.48	256.00	1.02
571 Printing	212.15	2.20	9.69	0.17	506.70	1.20	132.71	0.53
572 Subscriptions	0.00	0.00	30.00	0.53	32.00	0.08	118.85	0.47
573 Office Expense	108.63	1.13	0.00	0.00	137.29	0.32	0.00	0.00
574 Miscellaneous	188.86	1.96	214.84	3.80	660.39	1.56	434.78	1.73
576 Supplies	133.33	1.38	8.51	0.15	598.96	1.42	61.71	0.25
TOTAL OPERATING EXP	$ 18,858.51	195.84	$ 14,445.10	255.74	$ 52,445.78	124.01	$ 44,850.87	178.15
OPERATING PROFIT OR (LOSS)	$ (6,749.10)	(70.09)	$ (5,279.87)	(93.48)	$ (3,899.11)	(9.22)	$ (8,086.55)	(32.12)
OTHER INCOME & EXPENSE								
611 Assessment	$ 3,550.00	36.87	$ 4,400.00	77.90	$ 9,600.00	22.70	$ 78,950.00	313.59
612 Interest Income	51.03	0.53	191.61	3.39	164.54	0.39	322.51	1.28
616 Renovation	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
TOTAL OTHER INCOME & EXPEN	$ 3,601.03	37.40	$ 4,591.61	81.29	$ 9,764.54	23.09	$ 79,272.51	314.88
NET INCOME(LOSS)	$ (3,148.07)	(32.69)	$ (688.26)	(12.19)	$ 5,865.43	13.87	$ 71,185.96	282.75

These financial statements should be read only in connection with the accompanying accountant's report.

Supplemental Information

OTHER INCOME AND EXPENSE FOR FISCAL YEAR 4-30-98

Assessment	$ 112,300.00
Interest	2,764.94
Renovation	(100,004.09)
Total	$ 15,060.85

Benton Club
402 N 7TH ST
ST JOSEPH, MO 64501

ACCOUNTANT'S REPORT

We have compiled the accompanying unaudited financial statements as of the dates and for the periods indicated on the statements, in accordance with Statements on Standards for Accounting and Review Services issued by the American Institute of Certified Public Accountants.

A compilation is limited to presenting in the form of financial statements information that is the representation of management. We have not audited or reviewed the accompanying financial statements and, accordingly, do not express an opinion or any other form of assurance on them.

Management has elected to omit substantially all of the disclosures and the statements of cash flows required by generally accepted accounting principles. If the omitted disclosures and statements of cash flows were included in the financial statements, they might influence the user's conclusions about the Company's financial position, results of operations, and cash flows. Accordingly, these financial statements are not designed for those who are not informed about such matters.

The supplemental information accompanying the financial statements is presented only for additional analysis purposes. We have not audited or reviewed the accompanying supplemental information and, accordingly, do not express an opinion or any other form of assurance on such information.

We are not independent with respect to Benton Club

CLIFTON GUNDERSON L.L.C.

St. Joseph, Missouri
August 12, 1998

MINUTES OF A MEETING OF THE DIRECTORS OF THE BENTON CLUB

HELD JULY 23, 1998

President Acuff opened the meeting at 5:33 p.m. at the Club House.

Present were:

R. Philip Acuff	William P. Mytton
Joseph K. Houts, Sr.	E. Eugene Sanders
Joseph K. Houts, Jr.	Robert L. Simpson
Charles B. Larson	George Wood
Jonathan Lehr	Max Wyeth

Absent were:

James F. Burnham	Frank Leone
L. Thomas Dunavant, Jr.	

Minutes of the June 18, 1998 meeting were approved.

TREASURER'S REPORT: SANDERS

The Schwab account has $8,860 of the $15,060 assessment, plus interest, on hand. Two large delinquent membership dues were noted and President Acuff will work with both. Ordinary net income year-to-date is $2,850. Inventory went from $5,500 to $3,900 on the balance sheet. For year-to-date Café profits are up $1,500.

HOUSE COMMITTEE: (DUNAVANT)

President Acuff invited member Robin Findey to present proposed renovations inside the Club House. Findey's estimates (copy attached) include the men's lunch room, ladies card room and red room. The Board approved a cap of $5,500 for work in the men's lunch room to include two chandeliers, wall sconces, electrical work, wallpaper and hanging, paint and painting, and plaster repair. All other work was put on hold. The House Committee will oversee this work.

Houts, Sr. indicated the Club had an offer of $1,000 for the books, bookcases and plumbing fixtures upstairs and the Board approved. A bid will be obtained for cleanup of the basement.

Acuff said there was no break in the Club's insurance premium for the new electrical work, but the improvement will result in no increase in premium. The Club did receive a slight break in its workmens compensation premium.

BUILDINGS AND GROUNDS COMMITTEE: HOUTS, SR.

Eleven windows will be installed by Evans Brothers beginning the week of July 26th. Waterproofing and tuck pointing by C & R at $14,500, more or less, was approved by the Board. As to the painting, which may include some carpentry work, bids are still being consummated. Final inspection of the roof is still pending, which will require a letter from architect and member, Bill Brunner.

MEMBERSHIP COMMITTEE: (LEONE)

Passed for membership after posting was Gary Fraser, Regular.

Passed for membership for posting was Richard Crumpton, Non-Resident.

Resignation was received from Kendall Randolph, Intermediate.

ENTERTAINMENT COMMITTEE: WYETH

Father's Day Brunch was attended by 51. The Annual Picnic will be held September 6th. Smokers and receptions are in the mill.

STRATEGIC PLANNING COMMITTEE: LARSON

The Committee is looking into an appropriate name for a tax-exempt foundation. Such a foundation will require it to be a not-for-profit organization and an application will have to be filed. The key will be how the monies are expended.

PERSONNEL COMMITTEE: HOUTS, JR.

Houts, Jr. reported that the assessments by the personnel of their respective jobs are back and that the Committee will now meet to work on job descriptions.

PRESIDENT'S REPORT: ACUFF

Summer vacations will be from July 26th to August 10th at which time the Club will be closed.

There being no further business, the meeting was adjourned at 7:00 p.m.

Respectfully submitted,

William P. Mytton
Secretary

Estimates

men's lunch room

two chandeliers.....450.00
wall sconces.....350.00
electrical work.....?
800.00 +..... 800.00

wall paper..... 350.00
hang.....210.00
painting.....840.00
paint.....200.00
repair plaster.....1800.00
3400.00.....3400.00

gas logs.....500.00
installation..... ?
500.00+..... 500.00

Carpet.....2000.00.....2000.00
6700.00.....6700.00

ladies card room

wallpaper.....200.00
installation..... 60.00
260.00.....260.00

gas logs.....500.00
installation..... ?
500.00+.....500.00
760.00.....760.00

red room

carpet.....1500.00.....1500.00

gas logs.....500.00
installation..... ?
500.00+.....500.00
2000.00.....2000.00

Total.....9460.00

MINUTES OF A MEETING OF THE DIRECTORS OF THE BENTON CLUB

HELD JUNE 18, 1998

President Acuff opened the meeting at 5:33 p.m. at the Club House.

Present were:

R. Philip Acuff
James F. Burnham
Joseph K. Houts, Sr.
Joseph K. Houts, Jr.
Charles B. Larson
Frank Leone
William P. Mytton
E. Eugene Sanders
Robert L. Simpson
George Wood
Max Wyeth

Absent were:

L. Thomas Dunavant, Jr.
Jonathan Lehr

Minutes of the May 18, 1998, meeting were approved.

Treasurer's Report: Sanders

Net Operating Profit was $7,400 for May, which is good for one month. Current Assets over Current Liabilities is 5 to 1. Café Inventory shows $5,500 and the Treasurer expressed concern about the accuracy and timing of the inventory. The Schwab account has $16,000. Of the $155,200 assessment, $40,450 is still outstanding. Problem delinquent accounts are Jerry Reeves and J.E. Wilson. The President will call both members and follow with a letter.

Membership Committee: Leone

Passed for membership after posting were:
Regular - Donald Clark
Non-Resident-Charles Robertson

Passed for membership for posting was:
Regular - Gary Frazier

Resignation:
Regular - Brent Powers

A review of the membership status was made and six intermediate members will be elevated to regular members. The six will be notified.

House Internal Committee: Houts, Sr.

Allen Schreiber and Joe Houts, Sr. supervised cleaning out the upstairs and four truck loads were taken to the dump at a cost of $250. The basement is full of stuff (loose metal) that needs to be cleaned out. The Club's insurance coverage needs to be reviewed in light of the clean up to see if the premiums can be reduced, and the President has asked Jim Burnham to conduct this review. Health inspectors were here in May and the Club passed. Rental uniforms from Nuway will be worn by the help.

Building and Grounds Committee: Houts, Sr.

Electrical Repairs - Electrical work was done in the kitchen, men's bar and hall before the end of 1997 by Schultz Electric, after discussion between Randy Schultz and Robin Findlay, in the amount of $4,300 that needs to be paid. This bill is aside from the bargain amount paid to Schultz Electric for the kitchen work done according to the assessment for the kitchen. The Board approved paying the amount due Schultz Electric from assessment money over 90 days at one-third of the total each month.

Windows - Dillon Company bid $700 per window (and would not come down) and Evans Brothers bid $558 per window for eleven windows. The Board approved Evans Brothers bid which will total $6,138 plus tax.

Tuck Pointing - Commercial from Kansas City bid $10,840 for tuck pointing. The Committee will have member Tom Corso discuss project with Wayne Gunselman on overseeing project.

Painting - Painting of the outside of the Club House will involve a great deal of carpentry work and bids are now being accepted. One bid is in for $16,840. The Board approved up to this amount and authorized the Committee along with Gunselman to proceed with the painting.

Entertainment Committee: Wyeth

A band has been contracted for the Christmas Party. The Committee is attempting to get Irish singer Bob Reeder for St. Patrick's Day function. The Committee is also checking into specialty foods for various special occasions. Plenty of parties are planned for the year. The Club is expecting over 50 for Father's Day dinner.

Personnel Committee: Houts, Jr.

The Personnel Committee is embarking on new job descriptions for employees by first having a self assessment by each employee, then meeting with each employee individually, then meeting with the employees jointly, and finally establishing new job descriptions. Conduct policies and procedures will be established. Positive communication will be stressed between the help and they are to air their complaints to the Personnel Committee. It was noted that the chef needs additional help in the form of an assistant chef. As previously reported, the employees will wear uniforms.

Strategic Planning Committee: Larson

The Endowment Fund has no funding to date. The Committee is considering applying the Benton Club as a non-profit organization or establish a special non-profit foundation to accept tax free donations. The Board approved that the Strategic Planning Committee proceed in this regard.

President's Report: Acuff

Answering machines are in place. The summer vacation dates are July 26 to August 10 when the Club will be closed.

There being no further business, the meeting was adjourned at 7:15 p.m.

Respectfully submitted,

William P. Mytton
Secretary

RULES AND REGULATIONS

In any organization, it is necessary to have certain rules and regulations. They are not meant to restrict the rights of any individual, but are to protect the rights of all employees in a fair and consistent manner. It is extremely difficult to establish policies and guidelines in areas of personal matters, because many times, they are a matter of taste and discretion. The following are intended to aid in establishing behavioral standards and are not intended to be all inclusive. Depending upon the severity of the violation, the disciplinary action taken will be based on the facts and circumstances.

1. Misrepresentation or falsifying company reports or records.

2. Threatening, intimidating, use of profane or abusive language, fighting/scuffling or interfering with employees, supervision or club members and guests at any time.

3. Use of racially abusive or implicit language to another employee(s).

4. Engaging in discriminatory action toward another employee(s) regarding race, color, religion, national origin, sex or age.

5. Unreasonable personal conduct on the job which adversely affects the interest of the club.

BENTON CLUB 1998-99

EXECUTIVE COMMITTEE

Phil Acuff, President
Charles Larson, Vice President
Gene Sanders, Treasurer
Bill Mytton, Secretary

ENTERTAINMENT COMMITTEE

Max Wyeth, Chairman
Jim Burnham
Charles Larson

BUILDING AND GROUNDS COMMITTEE

Joe Houts, Sr., Chairman
Tom Dunavant
Jon Lehr
George Wood
Wayne Gunselman
Phil Acuff

MEMBERSHIP COMMITTEE

Frank Leone, Chairman
Bill Mytton
Joe Houts, Jr.

HOUSE COMMITTEE

Tom Dunavant, Chairman
Max Wyeth
Joe Houts, Sr.
Robin Findlay
Phil Acuff

HISTORICAL COMMITTEE

George Wood, Chairman
Sheridan Logan
Bill Mytton

SRATEGIC PLANNING COMMITTEE

Charles Larson, Chairman
Bob Simpson
Phil Acuff

PERSONNEL COMMITTEE

Joe Houts, Jr., Chairman
Tom Dunavant
Phil Acuff

Proposed Meeting Dates for Board of Directors:

June 18, 1998
July 23, 1998
August 13, 1998
September 17, 1998
October 15, 1998
November 12, 1998
December 17, 1998
January 14, 1999
February 18, 1999
March 18, 1999
April 22, 1999
May 17, 1999

May 26, 1998

Dear Benton Club Member:

The One-hundred Eleventh Annual Benton Club Meeting was attended by sixty-three members. Joe Houts, Jr., Frank Leone, Jim Burnham, Bob Simpson and Max Wyeth were elected as new directors. Total membership is presently 169 compared to 172 in May 1997. Needed roof repairs and electrical rewiring have been completed with the 1997 assessment funds. Tuck-pointing, window replacement, outside woodwork repair and painting will be addressed next, with every effort being made to effect these repairs without exceeding the balance of the assessment funds. Club needs include: good new members, furniture and furnishings that members care to donate, and monies to build up the endowment fund.

We plan to add a telephone answering machine in the near future to enhance communication. With this addition if, by chance, the Club will not be open for dinner service the evening of the call, the caller will know immediately.

Sincerely,

R. Philip Acuff

R. Philip Acuff
President, Board of Directors
Benton Club

MINUTES OF A MEETING OF THE DIRECTORS OF THE BENTON CLUB

HELD MAY 18, 1998

President Acuff opened the meeting at 8:35 p.m. at the Club House.

Present were:

R. Philip Acuff
L. Thomas Dunavant, Jr.
Joseph K. Houts, Sr.
Joseph K. Houts, Jr.
Charles B. Larson
Frank Leone
William P. Mytton
E. Eugene Sanders
George Wood
Max Wyeth

Absent were:

James F. Burnham
Jonathan Lehr
Robert L. Simpson

Membership:

Passed for membership after posting were:
Regular - Hugh Miner, Sr.
Non-Resident - David Geiman, Dean Reese and Wilbur Winter

Passed for membership for first posting were:
Regular - Donald Clark
Non-Resident - Charles Robertson

Resignations were:
Regular - John P. Beihl
Intermediate - Robert Sanders

Buildings and Grounds:

Wayne Gunselman gave an up-date on the building before going off the Board.

President's Report:

Acuff reported that a racial slur was made at the spring formal, but it was ambiguous as to what was really said. The slur was not direct. The Board addressed the issue and a written policy will be developed on racial and sexual behavior.

Acuff followed up on Chef Diane's resignation, which was previously put on hold. A problem still exists between the Chef and the help and a personality conflict between the Chef and Executive Director. Acuff and a couple of Directors will continue to alleviate the matter.

Board meeting dates were discussed.

Officer Nominations:

The following officers were elected to serve for the 1998-1999 year:

President - R. Philip Acuff
Vice President - Charles B. Larson
Secretary - William P. Mytton
Treasurer - E. Eugene Sanders

There being no further business, the meeting adjourned at 9:20 p.m.

Respectfully submitted,
William P. Mytton
Secretary

MINUTES OF ANNUAL MEMERSHIP MEETING
OF
THE BENTON CLUB MAY 18, 1998

The 111th Annual Meeting of The Benton Club membership was held at the Club House on the 18th of May, 1998. President Phil Acuff called the meeting to order at 7:35.

Minutes of the May 12, 1997, annual meeting were read by Secretary William Mytton and approved.

Treasurer Gene Sanders gave the Treasurer's Report (copy attached).

Scott Hillyard presented the Nominating Committee's recommended ballot of candidates for Board of Directors for a three year term commencing May, 1998 (James F. Burnham, Joseph K. Houts, Jr., Frank Leone, Robert L. Simpson and Max Wyeth) and the nominating ballot unanimously became the elective ballot.

The following committee reports were made:

Membership by Scott Hillyard (copy attached)
Entertainment by Charles Larson (copy attached)
House Interior by Tom Dunavant (copy attached)
Building and Grounds by Wayne Gunselman

Acuff had Charles Larson report on the Long Range Planning Committee with a computer slide presentation, that was in depth and well received.

Acuff recognized those members going off the Board.

There being no further business, the meeting adjourned at 8:25 p.m.

Respectfully submitted,
William P. Mytton
Secretary

Benton Club
Balance Sheet
April 30, 1998

(Unaudited)

ASSETS

CURRENT ASSETS		
101	Petty Cash	$ 8.00
102	Checking account	6,472.80
104	Schwab	10,213.26
120	A/R-Dues	1,801.50
121	A/R-House	17,677.59
126	Inventory Cafe	5,499.80
127	Inventory Bar	927.00
	TOTAL CURRENT ASSETS	$ 42,599.95
PROPERTY AND EQUIPMENT		
156	Buildings	$ 20,874.76
162	Improvements	55,150.55
166	Furniture & Fixtures	29,834.31
	TOTAL PROPERTY AND EQUIPMENT	$ 105,859.62
OTHER ASSETS		
TOTAL ASSETS		$ 148,459.57

LIABILITIES AND OWNER'S EQUITY

CURRENT LIABILITIES		
202	Accounts Payable	$ 4,430.41
219	Accrued payroll taxes	2,111.00
223	Accrued Property Tax	1,798.41
	TOTAL CURRENT LIABILITIES	$ 8,339.82
	TOTAL LIABILITIES	$ 8,339.82
STOCKHOLDERS' EQUITY		
295	Retained Earnings	$ 130,730.63
	Current net income (loss)	9,389.12
	TOTAL STOCKHOLDERS' EQUITY	$ 140,119.75
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY		$ 148,459.57

These financial statements should be read only in connection with the accompanying accountant's report.

Benton Club
Statement Of Operations
April 30, 1998 and 1997

(Unaudited)

	1998 Month	Pct	1997 Month	Pct	1998 Year-To-Date	Pct	1997 Year-to-Date	Pct
CAFE INCOME								
327 Cafe-Member Parties	$ 6,471.60	60.08	$ 2,736.40	35.28	$ 59,869.86	53.44	$ 40,580.71	41.63
328 Cafe-Sales	4,299.55	39.92	5,020.76	64.72	52,170.79	46.56	56,904.06	58.37
	10,771.15	100.00	7,757.16	100.00	112,040.65	100.00	97,484.77	100.00
401 Cafe Costs	6,140.56	57.01	3,439.34	44.34	66,859.78	59.67	53,912.42	55.30
CAFE GROSS PROFIT	4,630.59	42.99	4,317.82	55.66	45,180.87	40.33	43,572.35	44.70
BAR INCOME								
337 Bar-Member Parties	603.50	75.25	368.10	54.08	4,415.12	59.33	3,256.45	54.21
338 Bar-Sales	198.50	24.75	312.50	45.92	3,026.75	40.67	2,750.46	45.79
	802.00	100.00	680.60	100.00	7,441.87	100.00	6,006.91	100.00
403 Bar Costs	522.83	65.19	446.76	65.64	5,781.97	77.70	3,932.57	65.47
BAR GROSS PROFIT	279.17	34.81	233.84	34.36	1,659.90	22.30	2,074.34	34.53
PARTY INCOME								
348 Party-Party Sales	0.00	0.00	7,687.50	100.00	14,848.00	100.00	19,686.00	100.00
	0.00	0.00	7,687.50	100.00	14,848.00	100.00	19,686.00	100.00
405 Party Costs	0.00	0.00	2,969.75	38.63	5,892.03	39.68	8,856.08	44.99
PARTY GROSS PROFIT	0.00	0.00	4,717.75	61.37	8,955.97	60.32	10,829.92	55.01
DUES								
407 Dues	9,109.00	58.32	9,532.50	48.05	106,780.00	59.67	112,027.50	61.78
409 Service Charges	1,599.30	10.24	1,036.93	5.23	14,819.80	8.28	12,841.34	7.08
TOTAL DUES	10,708.30	68.56	10,569.43	53.28	121,599.80	67.95	124,868.84	68.86
TOTAL INCOME	$ 15,618.06	100.00	$ 19,838.84	100.00	$ 178,943.29	100.00	$ 181,345.45	100.00

Continued

Benton Club
Statement Of Operations
April 30, 1998 and 1997

(Unaudited)

		1998 Month	Pct	1997 Month	Pct	1998 Year-To-Date	Pct	1997 Year-to-Date	Pct
OPERATING EXPENSES									
502	Salaries	$ 8,339.25	72.06	$ 7,177.45	44.51	$ 101,467.43	74.68	$ 95,511.25	77.54
528	Accounting & Legal	250.00	2.16	250.00	1.55	3,000.00	2.21	3,250.00	2.64
534	Insurance	591.35	5.11	2,576.29	15.98	8,201.12	6.04	11,659.57	9.47
535	House Maintenance	780.59	6.74	1,193.92	7.40	18,862.30	13.88	22,647.19	18.39
536	Decorations	216.11	1.87	0.00	0.00	1,734.26	1.28	7,346.00	5.96
537	Remodeling	235.00	2.03	0.00	0.00	5,134.90	3.78	0.00	0.00
557	Electricity	415.80	3.59	407.00	2.52	7,378.56	5.43	5,900.95	4.79
558	Water & Sewer	0.00	0.00	0.00	0.00	1,420.47	1.05	1,119.47	0.91
559	Fuel	448.42	3.87	367.21	2.28	6,900.56	5.08	6,787.20	5.51
561	Laundry	821.60	7.10	620.27	3.85	9,101.29	6.70	7,601.30	6.17
562	Telephone	156.22	1.35	96.95	0.60	1,512.84	1.11	1,489.68	1.21
567	Property Taxes & Licenses	144.00	1.24	144.00	0.89	3,489.99	2.57	2,273.95	1.85
568	Payroll Taxes	1,247.89	10.78	1,359.21	8.43	9,948.02	7.32	9,921.22	8.05
570	Postage	15.63	0.14	64.00	0.40	1,155.69	0.85	832.00	0.68
571	Printing	69.60	0.60	40.87	0.25	502.77	0.37	674.74	0.55
572	Subscriptions	183.08	1.58	0.00	0.00	822.40	0.61	1,004.10	0.82
573	Office Expense	0.00	0.00	0.00	0.00	882.21	0.65	0.00	0.00
574	Miscellaneous	177.53	1.53	71.52	0.44	2,338.43	1.72	701.26	0.57
576	Supplies	69.66	0.60	96.09	0.60	761.78	0.56	615.33	0.50
	TOTAL OPERATING EXP	$ 14,161.73	122.37	$ 14,464.78	89.70	$ 184,615.02	135.87	$ 179,335.21	145.59
	OPERATING PROFIT OR (LOSS)	$ 1,456.33	12.58	$ 5,374.06	33.33	$ (5,671.73)	(4.17)	$ 2,010.24	1.63
OTHER INCOME & EXPENSE									
611	Assessment	$ 3,550.00	30.67	$ 0.00	0.00	$ 112,300.00	82.65	$ 0.00	0.00
612	Interest Income	75.72	0.65	15.47	0.10	2,764.94	2.03	321.82	0.26
616	Renovation	(12,426.30)	(107.37)	0.00	0.00	(100,004.09)	(73.60)	0.00	0.00
	TOTAL OTHER INCOME & EXPEN	$ (8,800.58)	(76.04)	$ 15.47	0.10	$ 15,060.85	11.08	$ 321.82	0.26
NET INCOME(LOSS)		$ (7,344.25)	(63.46)	$ 5,389.53	33.42	$ 9,389.12	6.91	$ 2,332.06	1.89

These financial statements should be read only in connection with the accompanying accountant's report.

Nominating Committee Report

Recommend the following slate of New Board Members:

Jim Burnham
Joe Houts Jr.
Frank Leone
Bob Simpson
Max Wyeth

RECOMMEND THE NOMINATIVE SLATE BE THE ELECTIVE SLATE

Moment of silence for members who passed away this past year

Mrs. J.R. Taliaferro
Mrs. Craig Garth
Lettie Enright
Conger Beasley
Richard Dickens
Gale Spargue
John "Buster" Roth

New Members during this past year

Regular

John Burns
John Josendale
Doug Esson
Reed Graves
Bill McMurray
Robert Miner
Robert Roth
Mark Wissehr
Donald Luboski

Intermediate

Pat Dillon
Joel Karaseh
Gregg Larson
Dr. Rob Melby
James Montee * newest Member
Robert Nordgen
Bart Thedinger
Del Wood

Junior

James Robinson

Jim Clayton

Sustaining

Suzanne Meierhoffer

Non Resident

Troy Braswell

Total 20 members in 1997-98

LONGEST- MEMBER JACK TOOTLE SINCE 1945 53 YEARS

This year the board changed membership by-laws relating to age catagories:

Junior	21-29
Intermediate	30-39
Regular	40 +

When sponsoring new members be sure to include age, occupation other info on back of sponsor card

HAVE A NEW MEMBER PROCEDURE —

Resignations

Regular	8
Intermed	3
Junior	2
Sustain	3
NonRes	5
Total	21

Total Membership by Catagory - AS OF MAY 1ST

Regular	110 vs 109	140
Inter	19 vs 11	25
Junior	6 vs 12	25
Sustain	18 vs 18	
NonRes	16 vs 22	50
Total	169 172	

Benton Club needs good new members

Great food service - Entertainment - Club Renovation

Issue Challenge - If everyone in this room sponsor at least 1 new member ---- Questions - Comments --- Thank your

THE BENTON CLUB

ENTERTAINMENT COMMITTEE

REPORT - 1997-1998

Members of the Committee:

Charles B. Larson, Chairman
James Bocell
Caroll Hicks
Frank Leone
Max Wyeth

During the 1997-1998 program year, the Trails West event was deemed to too closely duplicate activities developed by the Trails West program, and did not attract participation by Benton Club members, and accordingly this activity was discontinued.

The member "Smoker", a very well accepted and attended event was added to the schedule with two dates during this period. The first was held in October featuring Tony Beasley as the speaker, addressing his adventures in the Andes. The second, held in Febryary featured NFL Official George Hayward sharing his insights into life in the NFL.

During the year, the committee addressed pricing of events and enhancements to attract greater participation. Overall attendance for the year increased over prior periods.

THE BENTON CLUB CALENDAR

	1997	1998
1 Sweethearts Dance	February 14	February 13
2. St. Patricks Night	March 14	March 13
3. Easter Buffet	March 30	April 12
4. Spring Formal	April 26	May 1
5. Mothers Day	May 11	May 10
6. Annual Meeting	May 12	May 11
7. Fathers Day	June 13	June 19
8. Trails West	August 15	August 21
9. Annual Picnic	Sept. 1	Sept. 7
10. Octoberfeast	Oct 17	October 16
11. Lobster tail night	Nov 22	Nov 21
12 Christmas Formal	Dec 20	Dec 19

THE BENTON CLUB

ENTERTAINMENT COMMITTEE

Charles B. Larson, Chairman
James Bocell
Caroll Hicks
Frank Leone
Max Wyeth

PURPOSE & MISSION

The entertainment committee shall plan and oversee the social activities of the Club.

The committee shall be charged with the creative and innovative aspects of activities and shall provide innovation and imagination to the planning and conduct of the events.

BENTON CLUB
CALENDAR OF EVENTS
1998

1. Sweethearts Dance	**February 14**
2. Winter Smoker	**February 17**
3. St. Patrick's Night	**March 17**
4. Easter Buffet	**April 12**
5. Spring Formal (Assessed)	**May 1**
6. Mothers Day	**May 10**
7. Annual Members meeting (Assessed)	**May 11**
8. Father's Day	**June 19**
9. Annual Picnic (Assessed)	**September 6**
10. Fall Smoker	**To be announced**
11. Octoberfeast	**October 16**
12. Lobster tail night	**November 20**
13. Christmas Formal (Assessed)	**December 19**

TRADITION & ELEGANCE

THE BENTON CLUB - ENTERTAINMENT COMMITTEE

Meeting - September 17, 1997

Present: Charles B. Larson Caroll Hicks, Max Wyeth, Jim Bocell
Absent: Frank Leone

The meeting convened at 1:15 PM at the club.

The committee concluded that the primary thrust of this committee should be to make events fun and attractive to members so they want to participate. It was agreed that we should take advantage of the rich tradition of the Club and combine fun and elegance to make the events distinctive.

It was further concluded that communication with the members *& their wives* was important to be sure they are aware of the events and to impress the difference so they wish to participate.

We discussed the possibility of incorporating past traditions (such as Christmas "tea dance", Fathers & Sons get together, etc.) into our events & schedule. More details to follow.

The 1997-98 schedule of events was adopted subject to the following comments herein noted.

1997-98 Events:

1. Octoberfeast - Plan to have an "Oomph band" & German beer.

2. Lobster tail night - Theme party based on thanksgiving theme. Pilgrims & Indians. Max is checking on entertainer.

3. Christmas Formal will be black tie. Considering light string music to add elegance.

4. Spring party to be Mexican theme....casual with south of the border cocktail hour & music.

5. Fathers Day - Canceled

6. Mothers day - "gussie up" with flowers & music.

7. Trails West - Canceled

8. New Programs:

A. Ladies - Sustaining members ++ - Committee being formed to consider options & make suggestions.

B. Ladies program - less than "sustaining" - Committee being formed to consider options & make recommendations.

C. St. Patrick's Day - "Kicking off St. Patrick's Day" at the Club. Green beer & Irish food prior to "making the rounds".

D. Men's Smoker - Rousing get together in the next 60 days. Details working

E. Founder's Day - To emphasize Club's long tradition. Program to address our rich past & early members.

F. Private receptions, somewhat impromptu, for distinguished visitors to St. Joseph An opportunity for visitors to meet distinguished members & for the members to meet distinguished visitors.

G. Special speak easy - casual evening @ the Club. Details being developed.

The committee is seeking volunteer wives to assist with decorations and other planning for these events. **Directors are asked to spread the word.**