

AMERICAN AIRLINES, INC.

100 Park Avenue

New York, N. Y.

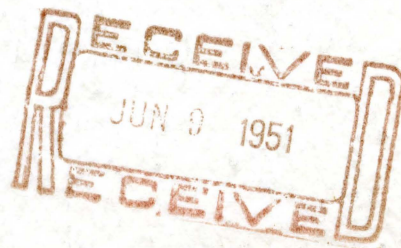
June 7, 1951

TO THE DIRECTORS OF AMERICAN AIRLINES, INC.:

I am attaching a copy of the draft of the minutes of the Board of Directors' meeting held May 16, 1951.

A stamped addressed envelope is enclosed for your convenience in returning the minutes with your comments.

C. W. Jacob  
Vice President





MINUTES OF THE ANNUAL MEETING  
OF THE BOARD OF DIRECTORS  
OF AMERICAN AIRLINES, INC.

The annual meeting of the Board of Directors of American Airlines, Inc. was held in Room 142 of the Biltmore Hotel, Madison Avenue and Forty-Third Street, on Wednesday, May 16, 1951 at 10:00 o'clock a.m., Eastern Daylight Saving Time, pursuant to due notice to all of the directors of the corporation in accordance with the by-laws.

There were present at the meeting:

Harold T. Ames  
Harry E. Benedict  
James Bruce  
Edward H. Butler  
Amon G. Carter  
Charles S. Cheston  
Thomas M. Conroy  
Charles T. Fisher, Jr.  
James A. Jackson  
Edgar M. Queeny  
C. R. Smith

being a quorum of the Board of Directors.

Also present at the request of the directors were W. J. Hogan, Vice President and Treasurer, and Mr. M. A. MacIntyre of General Counsel for the corporation.

Directors Douglas, Evans, Farley, Kemp, Miller and Mosier were unable to attend the meeting.



1. On motion duly made and seconded, Mr. Harry Benedict was elected temporary chairman and Mr. Jacob as Secretary of the meeting.

2. Mr. Benedict read the report of the Proxy Committee in respect to the action taken at the annual meeting of stockholders held the previous day in Wilmington, Delaware. Such report was ordered filed as a part of the minutes of the meeting.

3. The temporary chairman suggested that the election of officers be held. Mr. Smith then discussed certain management recommendations with respect to officers for the ensuing year. He stated that it was desirable, in his opinion, to constitute the Secretary as a separate office and designate for that office Walter Johnson, present Regional Vice President, who would then undertake the secretarial duties formerly handled by Mr. Jacob in order that Mr. Jacob would be more able to carry the increasing other responsibilities that had been assigned to him. Mr. Johnson would take on certain new responsibilities that would be assigned to him in addition to the secretarial duties. A general discussion then ensued, whereupon by motion duly made, seconded and carried, it was

RESOLVED that the following are hereby duly elected to hold the respective offices set opposite their respective names during the pleasure of the Board until the next annual election or until their successors may be duly elected and qualified:



C. R. Smith	President
G. J. Brandeweide	Vice President
R. E. S. Deichler	" "
L. G. Fritz	" "
G. K. Griffin	" "
W. J. Hogan	" " and Treasurer
C. W. Jacob	" "
Wm. Littlewood	" "
O. M. Mosier	" "
R. W. D. Smith, Jr.	" "
W. H. Johnson, Jr.	Secretary
Glenn H. Markt	Assistant Vice President
Carlene Roberts	" " "
T. L. Boyd	" 2 "
C. R. Speers	" " "
Marvin Whitlock	" " "
P. G. Larie	Assistant Treasurer & Comptroller
V. J. Long	Assistant Secretary and Assistant Treasurer
W. L. McMillen	Assistant Secretary and Assistant Treasurer
T. O. English	Assistant Treasurer
L. E. Glasgow	Assistant Treasurer and Assistant Comptroller
A. A. Paradis	Assistant Secretary
A. R. Bone, Jr.	Regional Vice President
W. Nelson Bump	" " "
Theodore P. Gould	" " "
Stanley G. King	" " "
M. D. Miller	" " "

and further

RESOLVED that salaries in respect to the officers of the Corporation are approved at the following respective rates effective May 16, 1951 except to the proportionate extent, if any, as may be determined by the President, by and with advice of counsel, and any such proportion so deferred may, be hereafter made effective, in whole or in part, at such time or times as the President may determine by and with advice of counsel:

C. R. Smith	\$60,000
G. J. Brandeweide	27,500
R. E. S. Deichler	35,000
L. G. Fritz	35,000
G. K. Griffin	20,000
W. J. Hogan	35,000
C. W. Jacob	35,000
O. M. Mosier	35,000
R. W. D. Smith	25,000
W. H. Johnson, Jr.	15,000
T. L. Boyd	20,000
G. E. Markt	12,000
Carlene Roberts	25,000
C. R. Speers	20,000
Marvin Whitlock	16,500



P. G. Larie	\$17,500
V. J. Long	15,000
W. L. McMillen	15,000
T. O. English	10,200
L. E. Glasgow	16,500
A. A. Paradis	10,000
A. R. Bone	15,000
W. N. Bump	15,000
T. P. Gould	15,000
S. G. King	15,000
M. D. Miller	15,000

and further

RESOLVED that the salary of William Littlewood be and hereby is set at such annual rate of not more than \$30,000 as may be determined by the President, and the President and the Treasurer be and each hereby is authorized to enter into such amendment of the employment contract of William Littlewood as will reflect his salary rate as herein authorized and his employment rate on a full-time basis but otherwise leave his contract unchanged.

Thereupon Mr. Smith assumed the office of the Chairman of the meeting.

4. The matter of the amount of fees to be paid to directors for attendance at directors' meetings was next brought before the meeting and discussed. Upon motion duly made, seconded and unanimously carried, the following resolution was adopted:

RESOLVED that the proper officers of this corporation be and they hereby are authorized and directed to disburse \$100 as a fee to each directors, excluding salaried directors, attending any meeting of the Board of Directors, and in addition thereto, \$200 in reimbursement of expenses incurred in attending said meeting; provided that, where any such director is required to incur expenses in excess of \$200 on account of the purchase of transportation to or from said meeting, such director shall be reimbursed for his total expenses, including transportation.

5. The Secretary stated the minutes of the previous meeting, held April 18, 1951, had been mailed to each director and presented a summary of action taken at such meeting. Thereupon, upon motion duly made and seconded, the minutes of the meeting of April 18, 1951 were approved.



7. The Treasurer next presented a statement of capital expenditures authorized by the management since the last meeting of the Board of Directors, totaling \$106,195 for American Airlines, Inc. and \$42 for American Airlines de Mexico.

At the request of the Chairman the Directors approved an expenditure of \$379,000 for installation of new exhaust stacks on the Convair fleet.

8. The Chairman brought up for consideration the declaration of a dividend on the corporation's \$1 par value Common Stock and recommended payment of 35¢ per share during the Month of June, 1951.

The Treasurer presented to the meeting a certification, the original of which is attached to these minutes, showing that as of April 30, 1951 cash and equivalent amounted to \$24,312,096 of which \$10,351,715 was available for dividends on the common stock.

After discussion the following resolutions were adopted:

RESOLVED THAT a dividend of \$0.25 per share is hereby declared and ordered paid upon the outstanding common stock of this corporation, such dividend to be payable June 20, 1951 to the holders of the common stock of this corporation of record at the close of business on June 1, 1951; and be it further

RESOLVED that the Treasurer of this corporation be and is hereby instructed to deposit with the Schroder Trust Company, as Dividend Disbursing Agent, on or before June 20, 1951, the moneys required to pay the dividend hereby declared upon the common stock of this corporation payable on said date, and that Schroder Trust Company, as such dividend disbursing agent, shall be and is hereby instructed to disburse the dividend upon the outstanding Common Stock of this corporation to the stockholders entitled to receive the same in accordance with the foregoing resolution.

9. There followed a general discussion of the affairs of the corporation.

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

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