

23 OCT 1922

STATE OF TEXAS)
) KNOW ALL MEN BY THESE PRESENTS:
COUNTY OF BEXAR)

That inasmuch as the Charter, Constitution and By-laws of the Old Spanish Trail Association do not definitely state the powers to be exercised and the duties to be performed by the various officers of the Old Spanish Trail Association, and

WHEREAS this condition has resulted in uncertainty as to the duties to be performed and the powers to be exercised by the undersigned officers of the Old Spanish Trail Association, and

WHEREAS the interests of the Old Spanish Trail Association, and of ourselves as officers of said association, demand that neither of the undersigned officers of the said Association shall perform any duties or exercise any powers which he has not the authority to perform or exercise, and

WHEREAS it is the intention of the undersigned officers of the Old Spanish Trail Association to work toward the end of amending the Charter, Constitution and By-laws of said Association so as to establish certainty as to the questionable points as above stated, but as such amendment can only be made in due course and by a convention of the Association properly convened, and considerable time will elapse before such a convention can be convened.

NOW, THEREFORE, we the undersigned, Dr. Fred B. Johnston, president and Herral B. Ayres, managing director of the Old Spanish Trail Association, for and in consideration of the promotion of the interests of the Old Spanish Trail Association and of the good will that will result to said Association and to ourselves as officers of said Association from the making and execution of the terms of the following agreement and contract do hereby covenant and agree by, between and with each other that we will exercise the powers and duties of our respective office under the direct control and supervision of an executive committee of five citizens appointed by the acting chairman of the Advisory Board of the Old Spanish Trail Association at a meeting of said board held on the 17th day of October, 1922, the members of said executive committee being Kenneth Wimer, Leon Walthall, W. H. Furlong, Henry Matthews and *Chas. W. Wuest*, that we do hereby covenant and agree that the said executive committee shall have the power and authority to determine what powers shall be exercised and what duties shall be performed by each of us in our respective offices; and that we shall exercise such powers and perform such duties in such manner as directed by such executive committee.

We further agree that in the event of a vacancy or vacancies occurring in the personnel of said executive committee above mentioned, that the president of the Advisory Board of the Association may appoint other persons to fill such vacancy or vacancies and that such proceeding will have no effect upon this agreement.