Corporate Resolutions by Isabel Drummond

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BOOK REVIEWS


This book is, as its title indicates, a form book of corporate resolutions. Miss Drummond has written a worthwhile analysis of eleven pages on the distinctions between resolutions and contracts, between charters and bylaws, and between the latter and resolutions.

The forms cover the various aspects of (a) stockholders' resolutions, covering some eight types; (b) directors' resolutions (twelve types), various kinds of notices; forms for minutes of stockholders' and of directors' meetings; affidavits, proxies, etc. Altogether there are 1094 different forms.

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NEW YORK UNIVERSITY SIXTH ANNUAL INSTITUTE ON FEDERAL TAXATION, 1948; pp. xvi, 1260; Matthew Bender and Company, Albany, New York.

The volume containing the lectures given at the Sixth Annual Institute on Federal Taxation held under the auspices of New York University is larger than any of the preceding volumes published during the past five years. There are seventy-one papers in all, two-thirds of which are comparable to articles published in law reviews put out by the leading law schools of this country, and the other third, consisting of short talks delivered at the evening sessions, may be compared to the notes appearing in such law reviews.

One of the contributors has well expressed the importance of the subject-matter of the volume (Carbery O'Shea, p. 1034) when he says:

"Tax advice to the individual is essential before he makes his will, sells or rents his home, makes a gift to a member of his family, buys insurance or an annuity, sells securities, gets divorced, creates a trust, dissolves his partnership, enters into a business arrangement, and becomes a party to any of a thousand other ordinary transactions which may arise at any time."

The theme running through all the lectures is minimizing taxes. Tax minimization and not tax evasion is sought. In quoting from Fortune (February 1947, p. 108), the chairman, Mr. J. K. Lasser,