

Minutes of the COIN-OR Foundation, Inc.  
Strategic Leadership Board Conference Call  
2006 June 27

## 1 Scheduled Agenda

The call was scheduled to begin at 3:30 PM Eastern Time.

1. Motion to amend Bylaws to allow contributions other than money to be recognised with associate membership bylaw.assocmem.060627.
2. Procedure for Associate Memberships assocmemproc.pdf. Minor revisions from previous draft discussed at the June 13th meeting.
3. Appreciation of the TLC.

## 2 Minutes of the Meeting

**Present:** Robin Lougee-Heimer, Matt Saltzman, Brady Hunsaker, Lou Hafer, Ted Ralphs. A quorum was present.

**The President was present and presiding. Meeting called to order at 3:39 PM.**

### 2.1 Associate Member bylaws changes

[See the proposal in the Appendix.]

Brief explanation of the rationale by the author of the proposed bylaws change.

Motion by Lou Hafer to amend the bylaws as indicated in document. The motion was approved.

### 2.2 Associate Member procedures changes

[Since no action was taken on this document, it is not included here.]

Brief explanation of rationale by the author of the proposed procedures document. Formal approval from the SLB is not necessary for a procedures document.

### 2.3 Appreciation of TLC

Motion by Matt Saltzman that the SLB appreciates the recent efforts and accomplishments of the TLC and that the President will draw up more formal wording to this effect. The motion was adopted.

### 2.4 Post-agenda discussion

Discussion of legal documentation. Followed up on previous meeting. The Secretary will now work on language for formal changes to policy and/or by-laws.

Discussion of recruiting volunteers to help with small tasks that come up. Consensus that this makes sense.

The meeting was adjourned at 4:12 PM.

### **3 Summary of Resolutions**

- Motion by Matt Saltzman that the SLB appreciates the recent efforts and accomplishments of the TLC and that the President will draw up more formal wording to this effect. The motion was adopted.

This appendix contains relevant material that was distributed to board members prior to the meeting.

## A Proposed Amendment to the Bylaws

Resolved that the following change be made to the Bylaws of the COIN-OR Foundation, Inc.:

### Section 1, Associate Members

Associate membership in the Foundation for a fixed term is available to any individual in return for a nominal donation to the Foundation. The length of the term and amount of the donation will be as determined from time to time by the Strategic Leadership Board. The Foundation will provide an electronic news service for associate members and such other benefits as may be set by the Strategic Leadership Board.

is changed to

### Section 1 - Associate Members

Associate membership in the Foundation for a fixed term is available to any individual in return for a nominal contribution to the Foundation. The length of the term and the nature of the contribution will be as determined from time to time by the Strategic Leadership Board. The Foundation will provide an electronic news service for associate members and such other benefits as may be set by the Strategic Leadership Board.

The purpose of the amendment is to allow greater flexibility in the type of contribution which the Foundation can recognise with associate membership.