

# **Minutes of the COIN-OR Foundation, Inc. Strategic Leadership Board Conference Call**

December 2, 2011

## **1 Scheduled Agenda**

1. Election of officers (President, Secretary, Treasurer)
2. Approval of minutes from the official meeting of September 8, 2011.
3. INFORMS Debrief
4. Server upgrade and relocation.
5. Developing a steady income stream to support hardware and software infrastructure maintenance.
6. Progress on web site.
7. Membership discussion.
8. Loose ends from legal policy discussion.
9. Cleaning up posted policies, *etc.*
10. Bringing the repository up-to-date.
11. What do we do about Cgl?

## **2 Minutes of the Meeting**

The meeting was called to order by the President at 2:20 pm ET. In attendance: Lou Hafer, Bill Hart, Randy Kiefer, Ted Ralphs, Paul Rubin, Matt Saltzman. Absent: Alan King. A quorum was present.

### **2.1 Election of Officers**

The current officers expressed their willingness to continue. There were no other nominations.

Motion to acclaim the existing officers for the coming year. (Rubin, Ralphs) adopted (unanimous).

Randy noted that while he was happy to continue as Treasurer, changes in his employment meant that he could not continue in the outreach role.

### **2.2 Approval of Minutes**

Motion to approve the minutes of the official meeting of September 8, 2011. (Hafer, Hart) adopted (unanimous).

## 2.3 Developing a Steady Income Stream

*« While waiting for other members to call in, members present began to discuss this agenda item. When the meeting was called to order, this discussion was interrupted for election of officers and approval of the minutes of September 8, 2011. »*

Ted opened the discussion by recounting a conversation with Bob Fourer in which Bob lamented that AMPL now provided fully functional software for students but this was not widely known. It occurred to them that the COIN web site might be a good place to advertise, mutually beneficial to both organisations. Bob volunteered to head up an effort to discuss a sponsorship initiative with the various modelling language vendors. Matt mentioned he'd talked again with AIMMS representatives at INFORMS and they were still interested in sponsorship for COIN. There was consensus that we should feature sponsors prominently on the web site.

Randy mentioned that, as a 401(c) non-profit, we needed to be clear that contributions are sponsorships, *not* paid advertising. Otherwise our taxes will become considerably more complicated.

Discussion continued on the subject of what COIN might provide as identifiable items for sponsorship. Bill noted that Sandia sometimes looks for service providers for services that it cannot provide from inside their firewall due to access restrictions. The Jenkins service that's being set up on the COIN server is an example of the type of service that might be useful.

Ted noted that contracts could also be handled through university faculty. Matt noted that the Foundation has already established precedents at Clemson for grants to a university for hosting services and for infrastructure development and maintenance. An extended discussion ensued. The conclusion was that the important distinction was taxable *vs.* non-taxable income. Income would be taxable if it came in return for doing work that benefits a specific organisation or that is not aligned with the Foundation's mission. Income would be non-taxable as long as the benefit was available to all and the work was aligned with the Foundation's mission. In general, one structures the agreement so that it's a donation, underwriting the costs of providing services aligned with the Foundation's mission. Even if the Foundation simply flows the money through to another organisation to provide the service, we might want to have our name on the agreement for control.

Ted pointed out that at present the Foundation does not develop or maintain software, only infrastructure. The Foundation does not hold copyright on any of the software that is hosted on the COIN server. It would be a significant change if we move to a model where the Foundation actually does software maintenance and/or development and holds copyright. The discussion came around to the perennial question "Can we identify specific tasks?" There remains considerable skepticism that we can accumulate a sufficient pool from small donations to fund serious work in this area.

An extended discussion of the mandate for DoE software maintenance monies was unpromising. It's unclear if we could make a successful case for our type of software.

At the end of the discussion, Bill agreed to take on the outreach role. Lou and Bill will try to work up a plan for infrastructure and software development and maintenance that identifies specific tasks that can be shopped for sponsorship.

### Other Items

There was no discussion of the other agenda items.

A quick poll of those present established the time for the next meeting as Friday December 16, 2011, 4:00 pm ET. Lou will run a full scheduling exercise to determine a new meeting time for January.

A motion to adjourn (Saltzman, Kiefer) was adopted (unanimous). The conference call ended at 2:58 pm ET.

### **3 Summary of Resolutions**

- \* Motion to acclaim the existing officers for the coming year. (Rubin, Ralphs) adopted (unanimous).
- \* Motion to approve the minutes of the official meeting of September 8, 2011. (Hafer, Hart) adopted (unanimous).