

UNIVERSITY CORPORATION FOR ATMOSPHERIC RESEARCH

Minutes of the Board of Trustees
October 11, 1960
Boulder, Colorado

The fourth meeting of the Board of Trustees of the University Corporation for Atmospheric Research was called to order by Chairman Houghton on Tuesday, October 11, 1960 at 9:15 a.m. (M.S.T.) in Memorial Center, University of Colorado, Boulder, Colorado.

Present were the following members of the Board of Trustees: W. A. Baum, G. S. Benton, L. E. Berkner, R. A. Bryson, J. C. Calhoun, P. E. Church, W. B. Harrell, J. W. Hastie, R. R. Heinrich, Rev. R. J. Henle, S. L. Hess, E. W. Hewson, A. R. Kassander, G. L. Lee, D. F. Leipper, T. F. Malone, J. L. McCarthy, M. Neiburger, H. Neuberger, B. Nicols, D. L. Patrick, J. E. Spar and S. K. Work. Also present, officers of the Corporation H. G. Houghton, chairman, W. O. Roberts, Director, H. R. Byers, Vice Chairman, M. A. Farrell, Secretary-Treasurer and R. Low, Assistant Secretary-Assistant Treasurer. By invitation John L. J. Hart, Colorado Counsel, E. F. Osborn, P. Thompson, Associate Director and R. L. Wilkinson, Corporation Counsel.

Absent: C. F. Floe, G. W. Peterson, J. M. Corey.

Chairman Houghton opened the meeting and introduced the new members of the Board who were present, J. H. Hastie of Cornell and R. R. Heinrich of St. Louis University. Also, he welcomed back M. Neiburger and J. E. Spar who have returned to the Board. In addition, he welcomed John L. J. Hart, Colorado legal counsel, R. Low, Assistant Secretary-Assistant Treasurer, P. Thompson, Associate Director and E. F. Osborn, Vice President for Research at Penn State.

The minutes of the previous meeting of the Board were approved as distributed with the correction on page 2 that Wendell Hewson and not H. K. Work had been named chairman of the nominating committee.

1. REPORT OF THE NOMINATING COMMITTEE

Chairman Houghton called for the report of the Nominating Committee. E. Wendell Hewson as chairman, presented the report shown below:

Report of the Nominating Committee

October 1960

The Nominating Committee wishes to place the following names before the Board of Trustees.

John C. Calhoun of Texas A. and M. is nominated for membership on the Executive Committee to fill the unexpired term of Dr. T. P. Wright of Cornell whose retirement caused a vacancy on the Committee. This unexpired term ends in April 1962.

Judge William S. Jackson, President of the Board of Trustees of the High Altitude Observatory, is nominated as Trustee-at-Large for a three-year term. This nomination is initiated at this time in the light of a statement made by the Nominating Committee and approved by the Board of Trustees at its 26 April 1960 meeting in Chicago. This statement is as follows, from page 2 of the Minutes: "It was stated that no nomination for a Trustee-at-Large was being made at this time. Stommel's term expires and he does not want to stand for re-election. It seems advisable to defer action on his replacement in case it should be decided to elect one of the HAO Board members to UCAR."

Reid A. Bryson
Harold K. Work
E. Wendell Hewson, Chairman

Chairman Houghton called for nominations from the floor. There were none. It was regularly moved and seconded that the nominations be closed. Motion carried.

It was regularly moved and seconded that the Secretary be instructed to cast a unanimous ballot for J. C. Calhoun to complete the unexpired term of T. P. Wright on the Executive Committee. Motion carried

Chairman Houghton indicated that in nominating Judge Jackson for Trustee-at-Large we were implementing the first step of the unification of HAO into UCAR. Also, he pointed out Judge Jackson is an eminent citizen of Colorado and the Nation,

It was regularly moved and seconded that the report of the Nominating Committee placing the name of Judge W. S. Jackson before the Board for Trustee-at-Large of UCAR be accepted, and that Judge Jackson be elected Trustee-at-Large. Motion carried unanimously.

2. REPORT OF THE TREASURER

The treasurer distributed copies of the audit of the Corporation's accounts for the period April 21, 1959 to April 25, 1960 and accountants opinion, as requested at the last meeting and in conformity with the by-laws.

The auditor's report is shown below:

HASKINS & Sells
Certified Public Accountants

Land Title Building
Philadelphia 10

ACCOUNTANTS' OPINION

University Corporation for Atmospheric Research:

We have examined the statement of membership fund cash receipts and disbursements, and unexpended balances of cash and securities of the University Corporation for Atmospheric Research for the period from April 21, 1959 to April 25, 1960. Our examination was made in accordance with generally accepted auditing standards, and accordingly included such tests of the accounting records and such other auditing procedures as we considered necessary in the circumstances.

In our opinion, the accompanying statement presents fairly the membership fund cash receipts and disbursements and balances of cash and securities for the period from April 21, 1959 to April 25, 1960.

(Signed) Haskins & Sells

August 19, 1960

UNIVERSITY CORPORATION FOR ATMOSPHERIC RESEARCH
(A Membership Corporation)

STATEMENT OF MEMBERSHIP FUND CASH RECEIPTS AND DISBURSEMENTS
AND UNEXPENDED BALANCES OF CASH AND SECURITIES
FOR THE PERIOD FROM APRIL 21, 1959 TO APRIL 25, 1960

FUND BALANCE, APRIL 21, 1959 (See Note).....\$31,656.50

RECEIPTS:

From redemption of 91 day U.S. Treasury Bills due October 15, 1959	\$20,000.00	
From redemption of 91 day U.S. Treasury Bills due February 4, 1960	<u>21,000.00</u>	
Total		<u>41,000.00</u>

41,000.00
72,656.50

DISBURSEMENTS:

Securities purchased:		
\$20,000 91 day U.S. Treasury Bills due October 15, 1959	19,870.22	
\$21,000 91 day U.S. Treasury Bills due February 4, 1960	20,792.10	
\$21,000 91 day U.S. Treasury Bills due May 5, 1960.	20,785.59	

EXPENSES:		
Traveling	6,804.13	
Legal	300.00	
Organization.	155.60	
Miscellaneous	<u>79.41</u>	
Total		68,787.05
UNEXPENDED CASH BALANCE, APRIL 25, 1960.....		<u>3,869.45</u>
SECURITIES HELD (At Cost).....		<u>20,785.59</u>
FUND BALANCE, APRIL 25, 1960.....		<u>\$24,655.04</u>

NOTE - The fund balance at April 21, 1959 as transferred to the Treasurer by the Chairman of the Board of Trustees consisted entirely of cash in the amount of \$31,656.50 and was stated to represent membership fees received from thirteen member institutions less expense of initial meetings of trustees.

The Treasurer also reported he was receiving the management fee monthly in accordance with the provisions of the NSF Contract C-160.

3. REPORT OF THE ASSISTANT TREASURER

The assistant-treasurer distributed a balance sheet as of August 31, 1960 as well as a statement of expenditures for the period 1 June 1960 through August 31, 1960. Copies of these are reproduced below:

BALANCE SHEET

August 31, 1960

ASSETS

Cash		\$25,601.58
Equipment		<u>2,205.66</u>
	Total Assets	<u>\$ 27,807.24</u>

LIABILITIES

Accounts Payable		\$ 5,746.68
Payroll Taxes Payable		652.06
Payroll Benefits Payable		1,177.72
National Science Foundation Reserve:		
Accountable Funds	\$30,000.00	
Operating Expense for 3 Months		
Ended August 31, 1960	<u>9,769.22</u>	<u>20,230.78</u>
	Total Liabilities	\$ 27,807.24

Statement of Expenditures

June 1, 1960 Through August 31, 1960

ADMINISTRATION

Salaries and Employee Benefits	\$ 1, 528.79
Office Supplies	31.36
Allocated Expenses	<u>180.00</u>
Total	\$ 1,740.15

DIRECTOR'S OFFICE

Salaries	\$ 5,136.16
Employee Benefits	1,403.41
Office Supplies	178.22
Mailing	2.75
Travel	144.78
Telephone and Telegraph	33.75
Allocated Expenses	720.00
Consultation	357.00
Insurance	<u>53.00</u>
Total	\$ 8,029.07

4. REPORT OF COUNSEL

Roy Wilkinson, corporation counsel, briefly discussed the matter of indemnification under NSF Contract C-160. He indicated UCAR's research had the potential of being extra hazardous for which no insurance was available and our present indemnity was only the amount of the contract. Further protection had been provided for an interim period in a letter Dr. Waterman had given the Corporation at the time the contract was signed. A letter recently received gives us protection up to five hundred million dollars (\$500,000,000.00). (See item 2 of October 10, 1960 Executive Committee Minutes for more details).

It was regularly moved and seconded that the officers of the Corporation be authorized to accept and sign this new indemnification clause on behalf of UCAR.
Motion carried.

5. EMPLOYMENT OF LEGAL COUNSEL IN COLORADO

It was regularly moved and seconded that the firm of Holland & Hart, attorneys, represented by Mr. John L. J. Hart, be officially designated as Colorado legal counsel for UCAR. Motion carried.

6. BONDING OF OFFICERS

A brief discussion of the bonding of officers, the amount of this bond, the practices followed by similar corporations led to the following action:

It was regularly moved and seconded that the officers of UCAR give consideration to further bonding.
Motion carried.

7. REPORT OF THE COMMITTEE ON BY-LAWS

Chairman Houghton in calling for the report of the committee, pointed out the proposed changes had been circulated to Board members ahead of the meeting in conformance with the provision for changes in the by-laws.

Seymour Hess, chairman of the committee, stated G. S. Benton could not meet with them and it had been necessary to proceed without him and he should therefore be held harmless for the proposed changes. It was agreed that items should be considered separately.

- (1) Article III, Section 7. Insert the word "reasonable" before the words "out-of-pocket expenses".

It was regularly moved and seconded that Article ~~III~~, Section 7 as amended be adopted. Motion defeated.

- (2) Article IV, Section 4, first sentence. Following the words "but in any event", change the remainder of the sentence to read "at least one meeting shall be held in each quarter of the calendar year".

It was regularly moved and seconded that Article IV, Section 4 as amended be adopted. Motion defeated.

Several opinions were expressed:

- a. Meetings should be called when there is business to be done and should be left to the discretion of the chairman.
- b. Amendment is a protection for the Director in that he may not then feel hesitant to urge that a meeting be called.

- (3) Article IV, Section 5. Delete the words "and calling".

It was regularly moved and seconded that Article IV, Section 5 as amended be adopted. Motion carried unanimously.

- (4) Article V, Section 1. Delete the first two sentences and substitute: "The trustees shall have two regular meetings each year, one on the second Tuesday in April, which shall be the annual meeting, and one on the second Tuesday in October, at such place within or without the State of Delaware as they may determine. The date of any regular meeting may be altered by a majority vote of the trustees present at the preceding regular or special meeting".

It was regularly moved and seconded that Article V, Section 1, as amended be adopted. Motion carried unanimously.

- (5) Article V, Section 2, first sentence. Change "Thirty" to "ten".

It was regularly moved and seconded that Article V, Section 2, first sentence as amended be adopted.

Discussion on the motion led to the suggestion that 10 days was still too much time and proposed that the 10 be reduced to three. There was also an expression for as much notice as possible in view of the waiver provision. It was indicated that waivers need to be unanimous.

It was regularly moved and seconded that the amendment be amended to read "three" instead of "ten". Motion carried.

The amended amendment dealing with Article V, Section 2, first sentence was then voted on and carried unanimously.

- (6) Article V, Section 2, change last sentence to read: "Any trustee who is not given notice of the time, place and purpose of any meeting of the Board of Trustees may waive such notice in writing prior to or subsequent to the holding of such meeting".

It was regularly moved and seconded that Article V, Section 2, last sentence as amended be adopted. Motion carried unanimously.

- (7) Article V, Section 5. Change fourth sentence to read: "Any member who is not given notice of the time, place and purpose of any meeting of members may waive such notice in writing prior to or subsequent to the holding of such meeting."

It was regularly moved and seconded that Article V, Section 5, as amended be adopted. Motion carried unanimously.

It was pointed out that the last two amendments were essentially for purposes of clarification.

- (8) Article VI, Section 1, second sentence. Insert the words "more than" between "for" and "two".

It was regularly moved and seconded that Article VI, Section 1, second sentence as amended be adopted. Motion defeated. Votes for 13. Votes against 15.

This amendment which was unknown beforehand to Chairman Houghton or Director Roberts received some discussion with the following opinions expressed:

- a) This is a policy for the future and not pertinent to the present.
- b) There is need for a limitation. Wrong to have indefinite.
- c) The rotation of the chairmanship would be slow if each incumbent served six years.
- d) Amendment is permissive but does not require each chairman to serve two terms.
- e) It essentially means a six year term for each chairman.
- f) Director's job can become more difficult with frequent changes in chairman, particularly at this stage.
- g) It may be desirable to continue a man for more than six years if he is what the corporation needs.
- h) Present by-laws permit us to go in whatever direction we wish at any future date.
- i) Not worried about continuity. No one is indispensable and good men can always be found.

- (9) Article VII, Section 4. Change third and fourth sentences to read: "The Board of Trustees or the Executive Committee may authorize any one or more of the officers or employees of the corporation, in addition to the Treasurer, to draw checks and to disburse the funds of the corporation under such terms and conditions as may be specified.
The Treasurer shall, if required "

It was regularly moved and seconded that Article VII, Section 4 as amended be adopted. Motion carried unanimously.

In addition to recommending the above amendments, the committee feels that contractual relations (the subject of the old Article VIII) should be left to the discretion of the Board of Trustees or the Executive Committee, under general powers given elsewhere in the By-Laws, and recommends that no replacement for the old Article VIII be provided. However, on the advice of legal counsel, this recommendation constitutes notice adequate to permit amendment of the By-Laws in this respect at the October 1960 meeting of the Board of Trustees.

The report of the Committee on By-Laws, as circulated, is attached to the Secretary's minutes.

Other items considered by the committee but which are not recommended for action included:

- a) The possibility of having trustees serve for a definite period with reappointment permitted.
- b) Article III, Section 6, dealing with the removal of trustees was discussed as requested by the board at the Tucson meeting. No recommendation but recognize that such a matter probably would be handled by informal means.
- c) The feasibility of making the Secretary a member of the Executive Committee was considered and rejected in view of the probability that in the future the secretary would not be a member of the Board.
- d) Holding only one meeting of the Board of Trustees each year.

e) Article V, Section 5, last sentence. The words "in person" were discussed but retained since it is physically possible in some cases for the corporate member(s) to appear personally.

f) Article VI, Section 1. Dual status of a Director who is a trustee was permitted to stand to cover interim situations.

8. WELCOME AND REMARKS BY PRESIDENT QUIGG NEWTON OF THE UNIVERSITY OF COLORADO

Chairman Houghton welcomed President Newton to the meeting of the Board of Directors of UCAR and thanked him for graciously relinquishing the services of Dr. Roberts so he could become Director of UCAR. President Newton responded to Dr. Houghton that he hadn't graciously released Dr. Roberts' services and would say more about it later. He then made the following comments and thoughtfully turned his typed copy over to the secretary. His talk is reproduced below:

TALK TO UCAR BOARD OF TRUSTEES, OCTOBER 11th.

Members of the Board of Trustees of UCAR: It is with greatest pleasure that I welcome you to the campus of the University of Colorado. I trust your deliberations today will be profitable and that the extremely important task you have undertaken will be materially advanced.

The University of Colorado is honored to be able to extend to you the use of our campus. And at the same time I want to take the occasion to tell you how very much we applaud the activities that you now pursue. We of the University of Colorado have learned partly through examination of the "blue book", and partly through discussions with Dr. Roberts and various members of his scientific group, of the enormous potentialities that lie before UCAR in creation of the National Center for Atmospheric Research. It is an enterprise that must be conducted with boldness, and with imagination. And it holds untold benefits for the nation and for the entire world.

Many of you will be wondering what the position of the University of Colorado is with respect to UCAR, since we have had close bonds with Dr. Robert over these past years and also close, if informal, ties with the High Altitude Observatory. We understand that even stronger lines are being forged between the High Altitude Observatory and UCAR. These will, to a material extent, weaken the bonds that have existed between the University and the High Altitude Observatory. We want you to know that we view the weakening of these bonds with no little disappointment. We have taken pride in the activities of the High Altitude Observatory and believe that our campus and our students have materially benefitted from this association.

At the same time we believe that the even greater potentialities ahead fully justify the measure of sacrifice involved for us. And we would be less than honest if we did not state that we expect to gain certain compensating benefits as the contributions of the New National Laboratory are realized by university science in general.

We know that it is inevitable that the special position that the University of Colorado has held with respect to HAO cannot be maintained in our association with UCAR itself. This will be true even if UCAR locates its permanent central facilities in the Boulder area.

We expect to continue the operation of the Department of Astro-Geophysics as a function of the Graduate School of the University. And we also hope that it will be possible to preserve our present associations with various members of the High Altitude Observatory staff, even under a possible merger of UCAR and the High Altitude Observatory. At the same time we recognize that the position of the University of Colorado with respect to the facilities and the scientific programs of the National Center for Atmospheric Research must not be a special one. We hope to participate in the benefits of association with UCAR in exactly the same way as would any other university of the nation with interests in the research of UCAR. And we hope to be able to play our part, likewise, in helping to make the UCAR ideal a success. We expect our relationship to the Center to be exactly parallel to that of other institutions. We do want you to know that we are eager to learn about your work, and that we want to help in furtherance of your goals in every way that you may wish to call upon us.

I would be less than frank with you if I did not convey to you the disappointment of the Regents of the University of Colorado that it has been necessary for Dr. Roberts to leave active status on our faculty. And there are many members of our Board of Regents who would like me to seek, from UCAR, status as a member of the UCAR management group. However, I feel that it is wiser, in the present instance, for us to set no conditions or specifications. We are prepared to accept certain sacrifices in the interest of broader goals, as many of the present members of UCAR have likewise done. And we see the overall goal of UCAR as an ultimate benefit to the universities of the nation, and thus to us as well. So we express our willingness to help in every possible way, at your suggestion. And with it, our firm good wishes for your prosperity.

Please call on me personally if there is anything further I can do to make your visit to the campus a success. I expect to be here on the campus the next two days, and would be glad to welcome any of you if you have time to call upon me for business, or for informal conversation.

9. REPORT OF THE SITE COMMITTEE

Chairman Houghton in introducing the report of the Site Committee reminded the trustees that the reactivation of this committee was authorized at the July 18, 1960 Executive Committee meeting. At this same meeting Director Roberts had indicated a gift of a site in the Boulder area was a possibility. For this reason the Site Committee was charged with visiting sites in the Boulder area, employing engineering and architectural consultants to study and assess the areas as sites for UCAR needs and to make a report at meetings of the Executive Committee and the Board at the October meetings in 1960.

The Site Committee and chairman Houghton and Roy Wilkinson visited the sites last Sunday (October 9, 1960) and met with the engineering and architectural consultants.

Chairman Houghton pointed out the need to obtain the approval of NSF and since such approval has not yet been secured we cannot take definitive action at this time. However, we can adopt the action taken yesterday on this matter by the Executive Committee. Dr. Waterman has been contacted and he has said that action on this matter would need to be taken by the National Science Board.

Governor McNichols of Colorado in a letter to Dr. Waterman has indicated that they will undertake to provide a site selected in the Boulder area.

Chairman Houghton also pointed out that while Dr. Roberts had not made the location of a site in the Boulder area a condition to his acceptance of the position of Director, he had indicated that if the site finally selected was not in the Boulder area he would resign.

Chairman Houghton called for the report of the Site Committee.

Dr. Baum, as chairman of the committee, distributed copies of the Engineering and architectural consultants reports and assessments of five sites in the Boulder area. He discussed the "Table Mountain" and "Shanahan Hill" sites by examining the last page map in the report of the engineering consultant and pointed out the situation with respect to water, sewage, gas, electricity and roads and some of the problems requiring solution in connection with these.

Director Roberts discussed the Table Mountain site and pointed out various features by having the Board examine the map in front of page 15 of the Engineering consultant's report. He stated: 1) An endeavor would be made to obtain land to the north of this site, abutting on property owned by the National Bureau of Standards (NBS). 2) An effort would be made to obtain the land to the west of the site abutting on Boulder city park land. 3) Directly east is land that is platted for housing. 4) A tentative but as yet preliminary plan is that public spirited citizens will attempt to obtain all land south of the site including the Shanahan Hill site and make it a public park or else preserve it for research organizations, but it would not be available for industry or private housing.

Following this presentation there were questions, answers and comments including the following:

- a) I assume the NBS has been taken into our confidence? Yes, they have and they strongly support our program and see mutual advantages that will accrue to both parties i.e. roads.
- b) Does the #1 site have limited land for buildings? No, the Mesa top has 28 acres, and out of the total of 400 acres of land on this site, about 200 acres could be used for buildings. The buildings in the "Blue Report" can be placed on mesa top as shown in architects drawing.
- c) To whom does this land (site #1) belong? To three individuals. They will sell at a price to be determined by three independent appraisors. Of all the sites considered this one is the most expensive.
- d) How about the cost of developing sites? The engineers have considered this and assured us that the development costs of site #1 will be about the same as the others and in any event the difference in such cost will not be more than about 5.0%.

- e) Will these be heavy roads with scenic cut-outs? The road to the north will eventually carry heavy traffic. To connect the proposed road with the #1 site will require construction of only a fraction of a mile of road.
- f) Is site in Boulder area a secret? Yes. I heard about it in Helsinki months ago. Action by UCAR regarding site is confidential. NSF approach essentially will be for a site in the Boulder area and the specific site may be no issue.
- g) There is need then to pinpoint reasons for Boulder area. Letter from Director Waterman indicates they will need supporting statement for locating site in Boulder area. The Executive Committee has asked Director Roberts and his staff to prepare these back-up papers which will be presented to NSF by Chairman Houghton.
- h) Should the staff prepare document or is it a responsibility of the Board? Board of 30 people can not write document.
- i) Shouldn't such a document be approved by the Board at a special meeting and precede action on a particular site? The earlier work of the Site Committee in delineating four broad areas (including Denver, Colorado) that would be acceptable as sites was reviewed.
- j) Do we need to go on record as a Board of Trustees in approving a Boulder site? Yes, although we essentially did this last October.
- k) I don't want to get crossed up with our congressmen. This matter has moved with considerable speed and it is complicated in the related assurances that both Governor McNichols and Dr. Waterman require in order to proceed with their separate actions.
- l) I submit we have all the elements of a report in hand now. When we selected the Director, we made the decision to locate the site for the Center in the Boulder area. We took action then and we should not apologize.
- m) I concur with comments in (l) above. In earlier considerations of site we recognized a number of possibilities and each had its drawbacks. It is a good thing we were forced to make the decision we have.
- n) What is the wording of the resolution?

The Executive Committee recommends the
"Table Mountain Site" south of Boulder, Colorado,
as the site for the National Center for Atmospheric
Research.

- o) Do our minutes show how we have progressed in reaching this decision? Yes, by implication. Minutes will show resolution but supporting document will introduce complete and detailed information for NSF.
- p) Shouldn't this document show justification for the site from the standpoint of scientific objectives? The report of the committee to nominate a director includes a statement regarding the suitability of the Boulder, Colorado area.

- q) We need two things. 1) Adopt the resolution and 2) need details for Board meeting and minutes.
- r) Including reasons would be a mistake. This would be a recapitulation of minutes of last 4 meetings. We had considered the Boulder area before W. O. Roberts for the directorship. In selecting him we made a decision about the site.
- s) Past minutes show development.
- t) The resolution proposed is intentionally worded in broad terms so the Director will have the utmost freedom in resolving the problems that involve local, state and other people.

It was regularly moved and seconded that the Executive Committee resolution recommending the "Table Mountain Site" south of Boulder, Colorado as the site for the National Center for Atmospheric Research be adopted and the necessary document supporting the recommendation of this site be prepared and forwarded to NSF.
Motion carried unanimously.

Chairman Houghton again emphasized the confidential nature of this site discussion. There is need to keep this matter administratively confidential. In reporting to our institutions we must be circumspect, and not endanger our hopes. We have the problem of the Governor of Colorado and the problem of NSF. Premature release of information could jeopardize our position and set us back months or years. Chairman stated he said he can't control actions of Board members and can't say more than he has.

It was regularly moved and seconded that the Site Committee be discharged with thanks. Motion carried.

Board members may wish to refer to item 4 in the Executive Committee minutes of October 10, 1960 for discussion of this same topic.

10. AUTHORIZATION OF A PLANNING COMMITTEE FOR THE CENTER

W. B. Harrell commented that the decision this Board has just taken regarding the site provides an opportunity to consider plans for the Center. It is recognized certain problems still remain to be resolved, but he hopes we won't make the mistakes which are often made in failing to plan wisely and well in advance, both engineering and architectural-wise. Aesthetic considerations are not necessarily in conflict with scientific objectives. A badly planned job will be conspicuous. He therefore hopes the Board will decide to place the Director and his staff in a position to plan by providing him with a committee of the Board, as well as an architect, to implement the necessary machinery as soon as a sound basis is reached to proceed with the planning for the Center.

It was regularly moved and seconded that a committee of three members of this Board be appointed by the chairman to assist the director as suggested above in the planning and construction of a National Center for Atmospheric Research. Motion carried.

11. REPORT OF THE CHAIRMAN

A. Relation of UCAR and HAO.

Chairman Houghton indicated he would report to the Board from time to time and made the following comments. An important item before us is the relationship of HAO to UCAR. At the Chicago meeting there was a concurrent resolution to the one appointing Dr. Roberts director which in effect said we would work out this relationship to the satisfaction of all concerned. I wish to report on the status of this matter today. It was reviewed and discussed by the Executive Committee yesterday but no action was taken or can be taken.

HAO is a corporate entity in its own right and our local counsel, John L.J. Hart, Esq. is a member of its Board, and we have elected their Board chairman as a trustee of UCAR.

A close scientific relationship between the University of Colorado and HAO was mutually helpful and beneficial. HAO and UCAR are separate corporations. Following the meeting last Sunday evening between Judge Jackson and Jerry Hart and Chairman Houghton and Roy Wilkinson, it was suggested we proceed to bring HAO under UCAR as a separate arm and on a par with the center. At the scientific level we would want it as simple as possible between the two and this should be our goal. Since HAO is an independent corporation we can't decide here and now to take them over. There are many problems in the merger we are considering. The Executive Committee thinks we should work toward a merger with HAO as a separate arm of UCAR financially, but that when certain activities of HAO are also goals of UCAR there should be no difficulty in shifting these from the HAO division to the Center division - or vice versa.

He reported the meeting with the HAO Board members was extremely pleasant and friendly. There was recognition of the complex problems confronting us and they gave consideration to the legal connotations of a merger, as we must. They are willing to take any and all steps that are in the interest of a merger and this is considerable progress.

What will happen is that this kind of contact will be maintained between us and recommendations will be made to both Boards for approval. This is what is happening. There is no need for action at this time. There is complete agreement in principle on what we propose to do and it will be followed by implementation.

We may ask ourselves -- why two arms of UCAR or phasing-in if they are essentially the same? There are two reasons for this. 1) Financially HAO is supported primarily with grants from Federal agencies and with private funds as we have at our own institutions. Our contract document with NSF is differen

So HAO may wish to be in a position to extend its grants on its own. 2) The very close relationship between the University of Colorado and HAO. These ties were strengthened a year or so ago when the Department of Astro-geophysics was established. Until he submitted his resignation, Dr. Roberts was head of this department and director of HAO. This has been a highly desirable relationship for HAO, but UCAR has felt it should not have such ties with a single university. We do not wish to impose restrictions that might destroy the Department of Astro-geophysics. So, it appears there is a necessary distinction between HAO and UCAR at present. However, at scientific levels there are no barriers at all. And I predict that in time there will be no reason for the above distinction and it will be erased.

B. Status of HAO Personnel

Director Roberts stated that the HAO staff recognizes this step as offering great potentiality and challenge. They expect it will be worked out satisfactorily and that they will participate in the challenging future of UCAR. HAO offers UCAR an opportunity to start running and not walking scientific-wise.

This point was discussed by several board members who emphasized this joining of skills of the two corporations represents the scientific significance of the merger in that this combination of skills will permit UCAR to do things that could not be achieved alone for a few years and permits us to mount a scientific attack we could not have started on our own. The secretary was asked to have the minutes show the above as the consensus of the group.

C. UCAR Payment for Space in HAO Building

It has been mentioned that UCAR personnel are using space and other facilities of HAO. It was agreed this is a charge against the contract and the following action taken.

It was regularly moved and seconded that we ask Director Roberts to work out appropriate charges for space and other facilities used by UCAR in the HAO Building.
Motion carried.

12. REPORT OF THE DIRECTOR

Dr. Roberts in giving his report commented as follows:

- a. Assumed office as director July 1, 1960.
- b. Resigned from University of Colorado. Board had refused to accept his resignation and given him an indefinite leave.
- c. Thanked the Board for their aid in selecting the Associate Director.
- d. Has explored other staff for the Center. Program will be the Research program of those people who join the Center. Emphasis will be on interdisciplinary objectives. About 50% of staff will be outside area of meteorology and about 50% will be meteorologists. Many people are interested in joining UCAR.

e. Made an effort to survey areas of research for UCAR to undertake. These can be guideposts for the director and the corporation.

See item 6 of Executive Committee minutes of October 10, 1960 for more details on above comments by Dr. Roberts.

13. BUDGET PROPOSAL TO NSF FOR 1960-61

Chairman Houghton made inquiry about the financial plan to be submitted to NSF for fiscal year '61 at the end of this month. He pointed out that the Executive Committee felt yesterday that it would be considerable protection to the director and the corporation would be exercising its rights in approving such a budget today. (Ordinarily the Executive Committee would act on the budget)

Director Roberts said that Dr. Thompson the associate Director, appointed only yesterday had had only a brief opportunity to review the scientific plans and these had his concurrence. The Director said these plans are contingent on getting staff and other needs to do research. This is the type of information NSF must have for its budget planning. Phasing-in of HAO activities was not included in their budget.

Copies of a tentative budget estimate for fiscal year 1 July 1960 through 30 June 1961 were distributed to members of the Board and Director Roberts discussed these allocations and projected NSF budget plans and UCAR spending plans for fiscal years '60, '61, '62 and '63. (See item 6-h in Ex. Comm. minutes of October 10, 1960 for visual presentation).

This tentative budget estimate showed allocations in four general areas as follows:

Basic program in Boulder	\$212,250.00
Dynamical Meteorology & Atmospheric Physics	44,500.00
Balloon Program	187,000.00
Planning of High Altitude Flight Facility	24,000.00
Management Allowance	50,000.00
	<u>\$517,750.00</u>

Following some questions on this tentative budget, a suggestion was made that the program entitled "Dynamical Meteorology and Atmospheric Physics" include an additional sum of \$5000.00 for computer use, thus increasing the total for this program to \$49,500.00 and the total F.Y. 1961 budget to \$522,750.00

It was regularly moved and seconded that the Director be authorized to submit to NSF budget plans for fiscal year '61 in the amount of \$522,750.00 to carry out the scientific objectives of UCAR. Motion carried.

There followed a discussion of the sum of \$30,000.00 for design of laboratory facilities. The opinion was expressed that NSF might move much faster than we anticipate and we should therefore plan to get more funds for master planning. Director Roberts indicated in talks with NSF he had informed them he might be back next spring for an additional \$250,000.00 for planning the Center.

It was regularly moved and seconded that the Director be authorized to file with NSF supplementary budget plans including a sum up to \$250,000.00 for master planning and architectural developments at a time he deems appropriate. Motion carried.

14. INSURANCE

Robert Low, assistant secretary-assistant treasurer, reported he had taken care of insurance in accordance with the request of the Executive Committee last July.

There was discussion of accident insurance for members of the Board while on UCAR business. It was pointed out that AUI and AURA both carry blanket accident insurance policies on Board members.

It was regularly moved and seconded that accident insurance, similar to that carried by similar corporations be obtained for board members while they are in the service of UCAR. Motion carried.

15. FELLOWSHIP PROGRAM

Chairman Houghton reported he had written Dr. Arnold Zurcher of Sloan Foundation about the possibility of a further grant for UCAR fellowships and learned he was in Europe. He had heard from him two weeks ago at which time he said "let's talk about it". Dr. Houghton will follow up on this matter.

16. MISCELLANEOUS ITEM

a. Suggested that when scientific members get back home they make arrangements to send copies of all reprints, reports and articles to Dr. Roberts in order that reference materials will be available to UCAR scientists.

b. Suggest the Executive Committee formulate a policy statement regarding contracts and grants.

c. Are news releases contemplated following this meeting? No. Would just get us on the fire regarding site.

d. Board members do not mention any action regarding site.

e. Secretary is to revise by-laws and distribute revised by-laws.

f. Will all board members be kept informed of important developments?
Chairman will continue to do so. Need for news service in the future.

It was regularly moved and seconded that a resolution of thanks to the staff and the University of Colorado be spread on these minutes and these be duly transmitted by the secretary. Motion carried.

16. TIME AND PLACE OF NEXT REGULAR MEETING

The time of the next meeting of the board of trustees is scheduled for Tuesday, April 11, 1961.

In discussing the place of the next meeting of the board of trustees, Dr. Phil Church cordially invited UCAR to hold its next regular meeting at the University of Washington, Seattle, Washington, on Tuesday, April 11, 1961.

It was regularly moved and seconded that the next regular meeting of the Board of Trustees be held at the University of Washington at Seattle, Washington on Tuesday, April 11, 1961. Motion carried.

The meeting was adjourned at 3:40 p.m.

M. A. Farrell
Secretary-Treasurer