SALT FOUNDATION (Pty) LTD
36th BOARD MEETING

MINUTES OF THE 35rd BOARD MEETING HELD ON 18th & 19th NOVEMBER 2014 IUCAA, PUNE, INDIA.

PRESENT:

Prof. E Wilcots (EW)* Chair
Prof. M. Shara (MSh)*
Prof. B. Chaboyer (BC)*
Prof. J. Hughes (JH)*
Prof. M Sarna (MS)*
Prof W Kollatschny (WK)*
Dr D O"Donoghue (DOD)*
Prof A. Kembhavi (AK)*

Proxies
Prof. N. Chetty (NC) proxy for Dr A.van Jaarsveld (AvJ)*
Prof. B. Chaboyer (BC) proxy for Prof M. Albrow (MA)*
Prof B Chaboyer (BC) proxy for Prof L Ramsey (LR)*
Prof PA Charles (PAC) proxy for Prof G. Bromage (GB)*
Dr D O'Donoghue (DOD) proxy for Prof C.Clemens (CC)*

IN ATTENDANCE:

Dr Thomas Auf de Heyde (TadH), DDG, Department of Science & Technology, South Africa
Prof. T. Williams (TW), Director SAAO
Dr. D. Buckley (DB), SALT Science Director
Mr. C. Coetzee (JCC), SALT Technical Operations Manager
Ms. L. Labuschagne (LL), SALT Chief Financial Officer
Mr. I. Osman (IO), SALT Finance & Administration Manager

APOLOGIES:

Dr. A van Jaarsveld (AvJ)*, Prof C. Clemens (CC)*,
Prof M Albrow (MA)*, Prof G Bromage (GB)*, Prof L Ramsey (LR)*

**denotes Board Member at time of meeting*

NEXT MEETING: MAY 2015, CAPE TOWN, SOUTH AFRICA

CHAIRMAN: Prof. E. Wilcots (EW)

1. OPENING **ACTION**

1.1 Welcome

EW welcomed everyone to the 36th Board meeting.

1.2 Apologies and Register of Proxies

Prof. N. Chetty (NC) proxy for Dr A.van Jaarsveld (AvJ)*
Prof. B. Chaboyer (BC) proxy for Prof M. Albrow (MA)*
Prof B Chaboyer (BC) proxy for Prof L Ramsey (LR)*
Prof PA Charles (PAC) proxy for Prof G. Bromage (GB)*
Dr D O'Donoghue (DOD) proxy for Prof C.Clemens (CC)*

1.3 Approval of Minutes of the 35th Board meeting

Corrections-None

Motion 1 - To approve the minutes of the 35th Board meeting.
Passed unanimously.

The NRF raised the issue of more detail in the minutes around the financial aspects of the telescope, especially the development fund. It was noted that the relevant aspects around financial decisions taken regarding the telescope was minuted in full and detailed discussions that did not impact on decisions were omitted. Other partners expressed support for the current format with one partner requesting a summary of the discussions rather than ascribing comments to partners. This was noted. The Chair was then to interact with the NRF representative about how additional details were to be provided where there was such a request from the NRF, including additional note taking, an addendum etc

1.4 Additional items for agenda

-The SALT Science workshop in June 2015 to be discussed under the section 14 - Next Meetings
-The South East USA consortium to be discussed under section 5.3 - New Partners.

2. TELESCOPE STATUS

2.1 Actions from previous meetings

Item 2.3 – TW to come to BEC with suggestions for handling toil. Concluded. TW further commented that toil was having a downward trend going forward and will report in future when paid off.

2.2 SAAO Director's report

Report by TW - Refer Board meeting 36 papers.
Update:
TW referred to the differing reports from the Minister of Science & Technology on the one hand and from DST/NRF on the other. The Minister wanted to double the science budget over the next few years whereas a report from DST/NRF indicated constrained budgets over the next few years.

TadH from DST provided background by saying that the prospects of increased budgets were remote as additional monies would be going to projects but not in the field of astronomy. Priority was therefore to safeguard infrastructure investment for now and into the future for SKA, Meerkat, SAAO in general and broader interests of the NRF. Also, to protect programs against budget cuts as likelihood of increased budgets were small.

NC mentioned the long term strategic plan which has been finalised with support from the astronomy community and there was an expectation that funding will be forthcoming.

2.3 Technical operations report

Report byJCC - Refer Board meeting 36 papers.

The issue of the ADC was discussed and DOD felt that taking out the existing ADC was a solution as the current ADC will not work with both arms of the RSS instrument. However, what to do when NIR comes along. 3 years ago a new ADC was designed which would have required a significant upgrade of the existing one by the addition of another calcium fluoride prism to complement the two.Ken Nordsieck said then that stress on the perimeters would affect polarimetry. This stalled the project, noting that atmospheric dispersion spreads out the light from the short wavelength of the visible instrument all the way to the infrared by 2 arc seconds and that seeing is typically $1^1/2$ arc seconds. This is marginal and taking out existing ADC will improve the throughput anyway. The only technical downside is that the SAC will have to move with respect to the rotating structure by 8mm to get the beam straight and this has its complexity but it is still the best way to go viz to take out the existing ADC.

EW -Action item: With NIR scheduled to deliver in 1 year, a sub committee needs to be put together and to work with DOD, DB, OS and JCC to figure out the pros and cons of moving the ADC - its impact on mass, baffling and ability to do science. Names to be put forward to form the sub committee which is to report back to the board. ALL

2.4 SALT Science Director's report

Report by DB - Refer Board meeting 36 papers.

Highlight since report was the stable functioning of HRS and the instrument was used successfully with RSS off. Satisfied with performance of the instrument. First version of HRS scheduling software to be released in the next few weeks.

Other issues include the fact that RSS throughput was not tested as yet; Statistics of completion of projects was 42% overall with 52% for P1, 36%-P2 and 37% P3. As part of maximising scheduling, an algorithm that was developed by Brent Mizalski et al for scheduling and prioritization will be presented to the BEC. B Mizalski

DOD raised the issue of the low completion rate of programs. If one looked at the stats of how many science slots are priority compared to the number of programs that a PI has to have in order to get an entire data set in its hand, the numbers are quite different. Each program has a number of different priorities and weighing this with when a target is accessible, visible etc - the chances for programs to be completed in their entirety are very low. At a perfect level, a 1/3 of programs can be completed per semester, but in terms of scientific output this is unsatisfactory. We are heading for a pile of publications of small projects but no scientific impact. This represents a risk to the company in terms of funding and respect from scientific peers.

A group of scientists are needed to address the implications of the above. One suggestion is for each program not to have multiple priorities. Every program is to have P0, P1, P2 and P3 and all targets are to have the same priority. The stats indicated that last semester, 50% of programs had 50% of their time completed and the problem with this was the supporting of different priority blocks and not a single priority. There have been comments however that programs were not to be completed in one semester.

2.4 SALT Science Director's report…continued

The issue of key projects was discussed at UNC but not a single key project was proposed in the last round because of the short time frame. There was still discussion amongst the TACs and the comment was that full use of all the instrumentation had to be learnt before partners could commit their time.

Another issue raised was the status of the HRS pipeline software and why the software developed by a UK partner was not used. It was noted that the UK software was for the assessment of data quality and not for user purposes. The spec for the pipeline software was reviewed by a sub committee of the Board.

2.5 SALT Safety

Report by TW (SAAO Directors Report)- Refer Board meeting 36 papers.

Various options to mitigate the remote site disadvantage of emergency care are being explored with ER24 in terms of the following:
-Providing a fully equipped ambulance on site
-A fully equipped first aid station
-An expansion on the community health facility in town

2.6 Protection of the Sutherland site

Ramotholo Sefako and Petri Vaisanen (in place of Peter Martinez) looked at the wind farms and found that the turbulence, wind degradation and warning light measurements were within the minimum that was specified as interference.

TadH referred to the DST task team that recommended control of fracking activities. The Department of Mineral Resources did not include the recommendations into the draft regulations and are currently trying to incorporate this. Licenses need to be vetted through DST and also adhere to the AA Act.

NC expressed gratitude to DST for their input and also mentioned that the Academy of Sciences was conducting a study on the impact of fracking in the area. (SAEON was doing this as well)

In terms of dust implications, there has been no quantitative study and TadH offered a joint study between SAAO,DST and NRF to do this.

3. DEVELOPMENT PROJECTS

3.1 Actions from previous meetings

3.3 - Action on DB to provide status of acceptance plan for the first phase of SAMS. Done.

3.2 Tracker Upgrade

Report by Raoul v d Bergh - Refer Board meeting 36 papers.

First phase of the anti gravity drive completed. Busy with the factory acceptance test of the rho drive. Cashflow is on target and delivery expected in December next year.

3.3 SAMS

Report by DB, Hitesh Gajjar & John Menzies - Refer Board meeting 36 papers.

The sensors are working reliably and to specification except for the global rate of curvature (groc) which is a problem and the problem is in the software. The difference in the tip and tilt between what the system thought and the actual movement is under reported by 15%. The interfaces in terms of the different software has been tested and the mathematical problem is suspected within the software.

As the groc problem is in the software which is a SALT problem, it was suggested that since the sensors do meet spec, we should move into mass procurement of the rest of the sensors and bypass the atp for the first phase in order to reduce the 16 months till the end of the contract to7 months by combining phase 2 & 3, depending on sub contractors. This would need the contract to be revised and would incur some cost savings. Both Hitesh Gajjar and John Menzies felt more comfortable if the current mathematical problem was solved and the long term temperature test in terms of the ATP was done. Hitesh et al were then given a few more weeks to solve the groc problem and the temperature test in terms of the ATP and a decision would be taken at the next BEC.

The issue of an IP policy came up in the light of the SAMS development and the DOD's spectrograph design. TadH noted that it was good corporate governance and also from a multiwavelength astronomy aspect, the development of astronomy linked technologies may have applications beyond astronomy. It was also noted that Fogale owned the IP for the sensors.

An action item was noted on TW and IO to develop an IP policy for SALT , with the software development of SAMS to be included. TW noted that this was a board issue and not part of the SAAO contract. TadH referred to the NRF IP policy and the National IP management office as valuable resources. TW,IO

3.4 New Spectrograph Designs

Report by DOD - Refer Board meeting 36 papers.

The first spectrograph is expected in the middle of next year on the 1.9m telescope. Other interested parties include Goettingen (Monet) , SAAO (1m) and a proof concept for the auxiliary port on SALT.

DOD and Mathew Bershady of UW exploring IFU concepts. Looking at a more ambitious design than the current 2 or 3 arcseconds of sky covered (one for star and one for sky).

3.5 Smaller Projects

Report by DOD - Refer Board meeting 36 papers.

All the parts for a new calsys has been received and some rework required on the smaller components. New calsys is therefore imminent.

3.6 New Instruments + White Paper

Report by WK - Refer Board meeting 36 papers.

In 10 yrs SALT's role will become very important , because of LSST etc and important areas will be planets for life-like gravitational waves, spectroscopy, high spatial resolution, dark matter, dark energy, fast tracking of the pointing system and adaptive optics for images

3.6 New Instruments + White Paper…continued

of 0.6 arc seconds.

The whitepaper was a natural outcome of the analysis of the risks of the company a year ago and the development of a strategic plan. It is extremely important to have this in place for all of the stakeholders to understand what SALT is trying to achieve.

Action on WK to circulate the white paper to members and continuous input to be provided. WK

3.7 The Future of SALT-New Instrument Investments

Deferred.

3.8 Development Fund

Financial Report - Refer Board meeting 36 papers

Shortfall of R5m over the period of the projects but cashflow is sufficient for the current year. The budget proposed for the next financial year deals with this deficit. The FAC report will provide further recommendations on how to address this.

The NRF has contributed thus far to the development fund with reports on the other partner contributions as follows:

IUCAA- willpay half shortly

UW-money committed to finishing RSS-NIR. Will also contribute to pipeline software with post doc

AMNH-private funding initiatives for this

DARTMOUTH- contributions earmarked for 2017 and results will have an impact.

RUTGERS-new deputy dean and the funding model is changing. positive feedback so far. also pushing for fund raising outside the university.

UKSC-funding model has changed. Nottingham officially withdrawing from UKSC due to Peter Sarre's retirement 1 year from now. rest of UKSC partners to pick up shortfall. At last week's UKSC meeting, everyone is committed to SALT for reasons beyond astronomy as well. 2 UKSC partners want to see spectropolarimetry, therefore in 1 year will review this.

GOETTINGEN-Funding for ops levies but not development fund in the short term. Political intervention required.

CAMK-depends on political decision at government level.

4. INSTRUMENT STATUS

4.1 Actions from previous meetings

Item 4.2-action item on DB for HRS pipeline software. Completed with the first pipeline tested and used to extract data.

4.2 SALTICAM/BVIT

R*eport by DB - Board meeting 36 papers*

SALTICAM went through refurbishment while RSS was off telescope. Mechanisms are now working properly and the autoguider was reinstalled.

BVIT-Berkely have done some repairs to the operational system. One 30-40 minute observation done. New call for proposals has 2 programs in the current semester. MOU reaches end in December with both parties to agree on way forward. Spectrometer at end of April next year to be installed and therefore better not to touch the lenses at this stage for cleaning.

4.3 HRS

Report by Durham & LC - Refer Board meeting 36 papers.

Concern at this stage is that temperature stability is difficult to verify but data obtained in October looks quite good.

4.3 RSS Throughput

Report by OS - Refer Board meeting 36 papers.

Action item on DOD & OS to explore all the options for RSS throughput, the costs associated, the extent of the change in throughput and this to be discussed at the BEC. DOD,OS

4.4 RSS NIR

Report by Marsha Wolf(MW) - Refer Board meeting 36 papers.

Action item on Tech ops and RSS-NIR team to meet over the next few months regarding integration and manpower needed to put RSS-NIR on the telescope. JCC,MW

Question was raised as to whether the long wavelength was cut off with the de scoped items. The difference in between slit cooling and non-slit cooling was .2 magnitudes in sensitivity. Can go 1.67 microns without slit cooling. Also, with the 4 gratings de scoped, the grating chosen covers the biggest range and highest spectral resolution. Some partners felt the need for additional gratings and action item on MW to distribute the specs of the instrument so that the SALT community can see what science they can do with the instrument and particularly the gratings. MW

4.5 RSS-VIS

Report by KN - Refer Board meeting 36 papers

Beam splitter ready to be shipped and polarimetry can then be done. Polarimetric commissioning to take up 12 hours for 6 gratings and this can be absorbed in engineering time.

5 GENERAL

5.1 Actions from previous meetings

Action on SR and MSh to remind partners of submission to annual report. Done.

An electronic report will be designed by a contracted person and this will be distributed. A further request was made for names of papers published in conferences and other papers published. ALL

In the meeting of LL with NC and DST, there was a need for a video showcasing SALT with support from partners indicating what they have been doing and this to interact with other countries.

Action item on DB to produce a video for presentation at the SALT Science meeting with a budget request to the BEC. DB

5.3 New Partners

The Indians expressed an interest to buy additional shares in SALT but they would wait for a few years until specs are firm for the instruments on SALT. Also, the SE consortium interest in the US was stillborn and Israel are no longer interested.

Action item on TW,DOD and DB to put together a one page electronic brochure noting each of the instruments and the science results that came out of it eg RSS,HRS,SALTICAM etc. — TW,DOD, DB

Also, the issue of selling time on SALT required the presentation of different models and distinguishing between capital cost and operational cost. Action item therefore on TW and MSh to bring a written proposal of 2 or 3 options in front of the board. The cost of buying in has already been prepared by TW and this to be distributed. the model of buying time will be thought about, run by the BEC, generated internally and presented to the Board. — MSh,TW

6. Executive Session

7. Annual General Meeting

Refer AGM.

8. CORPORATE GOVERNANCE

8.1 Actions from previous meeting

Action on BC on a conflict of interest policy document. Ongoing — BC

7.2 Minutes of the Board Executive Committee

Refer BEC webpages.

Action on IO to put BEC minutes with Board papers. — IO

7.3 Finance and Audit Committee

The Chair of the FAC reported as follows:
Need to have an FAC meeting at least 2 weeks in advance of the board meeting and dates to be settled between EW and LL. The FAC also requested that the budgets be presented to the Board under the budget section with a relook at the project funding requirements included in the budget and noted that the surplus of 2014 had been applied to the capital reserves of the company.

It was also noted that because of the nature of the IP on SAMS, the FAC supported the recommendation that SALT develops an IP policy.

8.4 Risk Register and Report of the Risk Committee

DOD as chair of the risk committee reported that the first meeting of the risk committee took place about 10 days ago and 3 members were present with 2 unable to attend. IO and LL were also present.

The work in terms of the risk register was reviewed and the agreement was that additional strategic objectives may be added or edited. The committee was also happy to take forward the risks identified in the current risk register. Two meetings will be held going forward, with one being a workshop to get to grips with the risk register and an action plan to be put into place. The intention is also to produce a more comprehensive report that will be included in the board papers.

8.4 Risk Register and Report of the Risk Committee…continued

TadH of DST noted the need to develop the strategic objectives into a narrative so that there is structure and gives interpretation eg Human Capital Development is interpreted in a uniquely South African way. Once this is agreed upon, performance indicators can flow from this.

Motion 2: A motion of thanks to TadH, DST and the South African SALT Task Team for getting a strategic risk process up and going.

Passed unanimously.

It was noted that a summary of the strategic objectives be included in the white paper by WK and others. WK

8.5 Business Continuity Plan

Refer SAAO plan - Board meeting 36 papers

TW reported that under the auspices of the NRF , the SAAO has gone through an exercise with the assistance of Deloittes to develop a business continuity plan- a scheme to carry on essential business in the event of disasters. It was noted that the SALT Board was responsible for SALT and the offer of the template was given. The risk committee had to drive this.

8.6 BEC membership

With Larry Ramsey's membership of the BEC coming up for consideration, there was a need for an additional member of the BEC. EW was nominated and the following motion was passed

Motion 3: To accept Eric Wilcots as a member of the Board Executive Committee.

Passed with 1 abstention.

9 BUSINESS MANAGEMENT

9.1 Actions from previous meeting

None.

9.2 SALT Financial Status

Financial Report - refer Board meeting 36 papers

It was noted that the surplus arising out of contingencies had to be adjusted by the asset renewal surplus as well the hiring of 2 software personnel on a short term contract. The surplus would therefore be approximately R1.7m

9.3 Shareholding status

Financial Report - refer Board meeting 36 papers

9.4 VAT Status

Tax advisors have indicated that the argument in favour of the smaller amount of VAT to be claimed could have implications in terms of larger overall input VAT claimed during construction phase and the Board felt that the issue can be deferred at this stage.

9.5 Operations Budget and Financial reports

Budget report- Refer Board meeting 36 papers

The budget options were revised based on discussions at the FAC as well as developments surrounding the contribution of IUCAA to the development fund. The adjustments were mainly done to the projects line and the options were as follows:

Option 1 - Change the R7.5m to R5m due to the contribution of R2m to the development fund by IUCAA. Contingencies at R1.4m each and R2m for asset renewal-% increase 14.6%

Option 2 - Carry forward projected surplus of R1.6m - % increase 8.8%

Option 3 - Change asset renewal line to R1m - % increase 10.7%

Motion 4: to approve the budget for the 2015/2016 financial year of R30,8m.

Passed with one abstention.

9.6 Canterbury 2015 onwards

Due to infrastructure costs caused by the earthquake in New Zealand, UC has asked that half of its shares be sold and that they be able to pay half of next year's ops levy.

The Board then asked MSh to send UC a letter indicating their risk of default should they fail to sell their shares and time. MSh

9.7 Operations levies payments

All partners except for two have paid their ops levies viz UW and AMNH and these were imminent as reported by the two partners.

9.8 SALT 5 year Review Committee

Based on the results at Monday's science meeting, it was felt that the review of SALT operations after 5 years in terms of the shareholder's agreement was now due. More input was needed from the SALT Board with regard to the terms of reference, nomination of members and a draft budget to cover the cost. It was noted that until the names of the members were ratified by the Board, no one will be approached.

The report was to be received one to one and a half years from now and a draft document was to be tabled at the next board meeting with regard to terms of reference, names etc.

Action item on Board members to provide terms of reference , committee member nominations, etc to BC. ALL

8. SALT STRATEGIC PLANS

8.1 Actions from previous meetings

None.

8.3 Task Team Report

Task team report - refer Board meeting 36 papers.

NC highlighted the fact that a lot of work was done in the past six months on the risk register and noted the excerpts from the NRF corp executive and noted with the levy shortfalls, the NRF supported the quest for a new shareholder. Also,the letter from the SKA office with regard to purchasing time on SALT needed a formal response with more information needed from TW for individual spectroscopic needs of the radio community and also, getting support from outside South Africa from a scientific view. The Board further congratulated NC on his

appointment as deputy CEO overseeing astronomy.

10.3 Operations Contract Renewal

TW reported that the contract was circulated to Board members for comments as well as the NRF and SALT lawyers. There were some insurance implications and comments from the insurers were included. The final approved contract is now awaiting review by the NRF Board in November after which the NRF CEO and SAAO director will sign.

10.4 Partner Deveopment Funding

Refer 3.8. Also, IUCAA has indicated that it will contribute R2m to the development fund and the Chair thanked the Indian colleagues for this.

10.5 Increased Operations Budget

Refer paper - Board meeting 36 papers.

EW noted that the reason for this request of a 30% increase in operations levy was to illustrate what the Board was not getting with the current operations levy eg non sidereal tracking.

It was noted that this report should be presented to the 5 year review committee as well as being included in the SALT strategic plan.

10.6 A 3 -year Rolling plan/Decadal Strategic Plan

The Board agreed that the white paper was to be renamed the SALT Strategic Plan.

TadH referred to the fact that SALT was now into science operations and had to know what it wanted to achieve with the telescope in the next 3/5 years. The financing needed over the next 3 to 5 years together with the white paper would help with formulating the annual business and performance plan.

The strategic level at which SALT operates as part of DST plan was illustrated. The biggest driver of the astronomy programme in South Africa was SKA by virtue of the size of its investment. However, this was in the context of a multi wavelength strategy.

Support for data science from Meerkat/SKA requires sufficient data storage and computational capacity. Over next 18 months, DST is investing R600m in additional broadband capacity and and establishing a national informatics initiative. This data science will require development of nano technology. SALT is operating in this context with synergies to latch onto eg SKA has developed ROACH boards which are reconfigurable processing boards for high speed data processing.

The fact that physics and astronomy has the highest impact in all fields of publication in South Africa and that the impact of highly cited papers in each of the fields is second to environmental science and ecology. This is 100% above the global average. The institute in Stellenbosch is doing more extensive analysis in the field of astrophysics and how this is related to investment over the years. We can think about performance indicators along this line.

MSh mentioned Steve Crawford's paper about SALT's impact of papers which is similar to the above and the need to incorporate this into the strategic plan.

10. CORPORATE/FINANCIAL DECISIONS

10.1 Actions from previous meetings

None.

10.2 Financial requests

None

10.3 Corporate decisions

RSS Throughput repair - the need for assessing the scientific benefits for the various levels of replacing the lenses on RSS vis a vis the costs necessitated the formation of a committee to evaluate this.

Action item on all to provide names to EW to form the committee to evaluate the RSS throughput repair. ALL

Vice Chair position - In view of the fact that the vice chair position did not have specific duties allocated to it by the Board as well the shareholders agreement not making specific reference to the function of this position, the Board felt it prudent to do away with this position.

Motion 5: To do away with the position of the vice-chair of the SALT Board of directors.
Passed with one abstention.

Operations Levies 2015/2016 -

Motion 6: All shareholders will be invoiced their operations levies for the 2015/2016 financial year according to their current shareholding and the budget approved at this meeting.
Passed unanimously.

HET participation -

Motion 7: A motion of sincerest and deepest thanks to Larry Ramsey for his tremendous service to SALT from its very inception and his colleagues at the HET for a very productive and fantastic collaboration over the last many years.
Passed unanimously.

Secondment - David Buckley

Motion 8: Not to renew the secondment contract of David Buckley to SALT by the SAAO with the contract ending 31March 2015.
Passed with one abstention.

Motion 9: The approval 8 months salary sabbatical costs for David Buckley effective 1st February 2015 being incurred by SALT.
Passed with 2 abstentions.

Secondment - Darragh O' Donoghue

Motion 10: To renew the secondment contract from SAAO to SALT of Darragh O'Donoghue for 5 years.
Passed with 2 abstentions.

Darragh O Donoghue's position as SALT Board member

Motion 11:
The SALT Board re-affirms NRF's prerogative to determine its own Directors on the SALT Board. The SALT Board does not have a CEO, but the BEC acts as a collective CEO, where Dr Darragh O'Donoghue currently serves. Dr. O'Donoghue therefore has joint fiduciary responsibility over SALT, and his appointment as Executive Director on the SALT Board is not in contravention with the King III code. The Board greatly values Dr. O'Donoghue's contributions on the Board, and has never perceived any conflicts of interest on his part. Dr. O'Donoghue has always recused himself from discussions concerning himself, especially of a financial or human resource nature.
Passed with one abstention.

Appointment of Professor Nithaya Chetty to the Board

It was noted that Professor Nithaya Chetty was appointed to the SALT Board of Directors at the AGM to replace Dr Albert van Jaarsveld as the National Research Foundation representative with effect from 1 January 2015.

12. EXECUTIVE SESSION

13. REVIEW OF ACTION ITEMS AND DECISIONS

Refer appendices.

14. NEXT MEETINGS

14.1 Details of 37th meeting - Cape Town, South Africa 28/29 May 2015
- Science with SALT symposium - Stellenbosch 1 to 5 June 2015
-Venue:Stellenbosch Institute for Advanced Studies
-Formal invite to attendees

14.2 Venue & Schedule 38th meeting - Gauteng, South Africa
Venue & Schedule 39th meeting - AMNH, NY.

Close of meeting.

APPENDIX

SUMMARY OF MOTIONS: BOARD MEETING 36

Motion 1 - To approve the minutes of the 35th Board meeting.
Motion 2: A motion of thanks to TadH, DST and the South African SALT Task Team for getting a strategic risk process up and going.
Motion 3: To accept Eric Wilcots as a member of the Board Executive Committee.
Motion 4: to approve the budget for the 2015/2016 financial year of R30,8m.
Motion 5: To do away with the position of the vice-chair of the SALT Board of directors.
Motion 6: All shareholders will be invoiced their operations levies for the 2015/2016 financial year according to their current shareholding and the budget approved at this meeting.
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APPENDIX…continued

SUMMARY OF ACTION ITEMS - BOARD MEETING 36

1.	Action item: With NIR scheduled to deliver in 1 year, a sub committee needs to be put together and to work with DOD, DB, OS and JCC to figure out the pros and cons of moving the ADC - its impact on mass, baffling and ability to do science. Names to be put forward to form the sub committee which is to report back to the board.	ALL
2.	an algorithm that was developed by Brent Mizalski et al for scheduling and prioritization will be presented to the BEC.	B Mizalski
3.	An action item was noted on TW and IO to develop an IP policy for SALT	TW,IO
4.	Action on WK to circulate the white paper to members and continuous input to be provided.	WK
5.	Action item on DOD & OS to explore all the options for RSS throughput, the costs associated, the extent of the change in throughput and this to be discussed at the BEC.	DOD,OS
6.	Action item on Tech ops and RSS-NIR team to meet over the next few months regarding integration and manpower needed to put RSS-NIR on the telescope.	JCC,MW
7.	Action item on MW to distribute the specs of the instrument so that the SALT community can see what science they can do with the instrument and particularly the gratings.	MW
8.	A further request was made for names of papers published in conferences and other papers published for the purposes of the annual report.	ALL
9.	Action item on DB to produce a video for presentation at the SALT Science meeting with a budget request to the BEC.	DB
10.	Action item on TW,DOD and DB to put together a one page electronic brochure noting each of the instruments and the science results that came out of it eg RSS,HRS,SALTICAM etc.	TW,DOD,DB
11.	The model of buying time will be thought about, run by the BEC, generated internally and presented to the Board.	MSh,TW
12.	Action on BC on a conflict of interest policy document. Ongoing	BC
13.	Action on IO to put BEC minutes with Board papers.	IO
14.	That a summary of the strategic objectives be included in the white paper by WK and others.	WK
15.	MSh to send UC a letter indicating their risk of default should they fail to sell their shares and time.	MSh
16.	Action item on Board members to provide terms of reference , committee member nominations, etc to BC.	ALL
17.	Action item on all to provide names to EW to form the committee to evaluate the RSS throughput repair.	ALL