

Subject: Meeting of ALMA Agreement Working Group

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From: Paul Vanden Bout <pvandenb@NRAO.EDU>

To: Riccardo Giacconi <giacconi@ui.edu>, donahoe@ui.edu,
Bob Brown <rbrown@NRAO.EDU>

Highlights, good and bad:

Dickman took the lead and did a good job of representing our concerns and NSF's. Van Citters was supportive. Down side was that I was uninformed on several items of concern to NSF. I kept my mouth shut rather than ask questions of NSF that would make our side look disorganized and silly. Ian was helpful to both sides. Freytag and Koenig tended to be quiet, but were not obstructive. We made a lot of progress.

The statement on ESO doing all in Chile is out.

The Joint Project Office is in.

Key personnel are in.

ACC Board approval of contracts is changed.

Dollars vs. Euros is a compromise.

The motherhood re shared effort etc. is in.

One huge problem surfaced just before the meeting -- someone at the NSF, I do not know who, does not want an NRAO or AUI presence on the ALMA Board, arguing that this would represent a conflict of interest. I was told this privately just before the meeting started by Dickman. I objected strongly then and in the meeting and afterwards. I appeared to be preaching to the choir when discussing this with Dickman. He said he and Wayne realized the loss to the US side were the AUI President and NRAO Director, whoever they are, excluded. But the issue is very real to someone at the NSF.

Dickman explained this to the working group and said that NSF would expect some symmetry, that is, the ESO DG should also be excluded. The reaction was somewhat amusing - Koenig and Freytag were simply baffled. They could not comprehend what the conflict of interest issue was. After some discussion it emerged (RG - is this correct?) that the DG is present at Council meetings but is excused for budget votes. Would this be acceptable to NSF? It is all left hanging for now.

I pointed out that there is a conflict only if the ALMA Board decisions are binding on the NSF. Otherwise, it is simply a proposed ALMA program plan like any other NSF receives, and there is no conflict. So I asked, did they anticipate that the ALMA Board could compel the NSF to take action? Answer - no, of course not. The ESO crowd quickly pointed out that the same was true for them.

We need to work this one. Bob and Wayne are supportive but getting pressure from somewhere.

Dickmann is to produce the next draft. Next meeting in Europe, sometime.

Details:

Signatories on our side will include NSF and NRC (Canada), at both NSF and Canadian insistence. Euros will retain ESO only and maybe Spain. (Whole business of Spain joining seems to be in limbo.) This requires that the terminology of parties, partners, etc. be left in. After some discussion it was agreed that the signatories would be referred to as parties. The word partner will not appear. Rather, it will be explicit in listing NA and

Europe every time partner would appear. The executives remain ESO and AUI.

Freytag wants to downplay Japan (he must have woke up to this issue after Paris!). He cannot get ministerial approval for the Agreement if Japan looms large as a third partner - a delay will result. I proposed a toast to our new found solidarity on being cautious with Japan.

Document will be in pure (american) English. This helps Canada, which would otherwise have to translate it into French along with every other ALMA document.

If necessary, there will be recognition in the Agreement of the requirement on the US to observe ITAR and EAR.

On dollars vs. euros, it was decided to state the original valuation

(552.4M\$) in both dollars and euros as of the exchange rate at the time the ACC accepted the valuation. Each side will keep track of its business in its currency. When contracts are let by either side, the cost will be recorded in both currencies using the exchange rate at that time. As most contracts that might be joint between the two sides will be in Chile, a third currency or even bushels of wheat, this works for those too. There was a lot of discussion of how to handle contracts that get in trouble. It will clearly help is the risk as well as the value is evenly divided. There appeared to be consensus that the side with responsibility had the risk up to some intolerable level - some multiple of the contingency for that item.

NSF wants "\$552.4M" in the Agreement somewhere.

A motherhood environment statement is needed for US State Dept.

There will be a unified data archive, that is, all the data is in the archive, which can exist at multiple sites. Exclusive rights period to be decided.

Ian insisted on ALMA Board approval of contracts over \$10M and that the Board be informed of contracts between \$1-10M. It was argued that this was simply an additional step to the process now in place on each side: ESO DG needs Finance Committee approval just as AUI needs NSF approval for big contracts. The ESO people had little enthusiasm for this, but no strong objection. I got little support from NSF for "inform" rather than approve for all big contracts. It was pointed out that there are likely to be only a few such contracts.

Chile is to have voting rights on the ALMA Board only for matters of the scientific use of ALMA.

Dickman raised issue of equity of division of effort in Phase 1. Ian did not want to go there - to what end? This was dropped.

No one could explain what the clause re not establishing anything enforceable under International Law meant. It is a requirement of the US State Dept.

The rest of the details are too detailed to bother with.