



Two Park Avenue

New York, NY

10016-5990 U.S.A.

tel 1.212.591.7000

fax 1.212.591.7674

www.ASME.org

## 2020-2021 BOARD OF GOVERNORS

Tuesday, December 15, 2020

3:00 PM – 5:00 PM (EST)

### FINAL MINUTES

Attendance during the open session was as follows:

#### Board of Governors

President: Bryan Erler  
President Elect: Mahantesh Hiremath  
Immediate Past President: Richard Laudenat  
Governors: Todd Allen, Andy Bicos, Joe Fowler, Laura Hitchcock, Thomas Kurfess, Richard Marboe, Michael Molnar, Karen Ohland, Paul Stevenson  
Executive Director/CEO: Thomas Costabile

#### Other Officers

Senior Vice Presidents/Elects: Nicole Dyess, SVP Elect, Student and Early Career Development  
Kalan Guiley, Public Affairs and Outreach  
Thomas Pastor, Standards and Certification Sector  
Michael Roy, Member Development & Engagement  
Lester Su, SVP Elect, Public Affairs and Outreach  
Callie Tourigny, Student and Early Career Development  
Secretary and Treasurer: Rob Pangborn  
Ass't Secretary/General Counsel: John Delli Venneri, Esq.  
Chief Financial Officer: William Garofalo  
Corporate Counsel: John Sare, Esq.  
Governors Elect: Thomas Gardner, Sam Korellis, Wolf Yeigh

#### Staff

RuthAnn Bigley Manager, Governance Programs  
Susie Cabanas Manager, Global Alliances and Board Operations  
Tim Graves Managing Director, Technology & Engineering Committee  
Michael Johnson Chief Strategy Officer  
Jeff Patterson Chief Operating Officer  
Allian Pratt Managing Director, Global Alliances & Board Operations  
Karen Russo Director, Global Outreach and Board Operations  
David Soukup Managing Director, Governance

#### Guests

Mahesh Aggarwal Chair, Diversity & Inclusion Strategy Committee  
Betty Bowersox Chair, Committee on Finance  
Todd Fegan Techstreet  
Amos E. Holt Past President, 2009-2010  
Said Jahanmir Past President, 2018-2019  
Daniel Peters Energy Sources and Processing Segment  
Keith Roe Chair, Philanthropy Committee, Past President, 2016-2017

Victoria Rockwell	Past President, 2011-2012
Wes Rowley	Chair, Committee on Organization & Rules
Robert Sims	Past President, 2014-2015
Susan Skemp	Past President, 2002-2003
Scott Stallard	Chair, Industry Advisory Board
William Weiblen	Past President, 2001-2002

## 1. **Opening of Meeting**

- 1.1 **Call to Order:** On December 15, 2020, a meeting of the 2020-2021 Board of Governors of the American Society of Mechanical Engineers was held using the Zoom communications application. A quorum was present, and the meeting was called to order by President Erler at 3:03 PM Eastern Standard Time.
- 1.2 **Adoption of the Agenda:** President Bryan Erler asked that an addition be made to the agenda. Accordingly, the open session items will be as follows:
- 2.1 - Expansion of ASME Board of Governors.
  - 2.2 - Board Selects a President
  - 2.3 - TEC Organization
  - 2.4 - ISIE/Techstreet Update

The Board voted to adopt the agenda as circulated on December 1, 2020 with the revisions stated above.

Prior to President Erler's remarks, Tom Costabile took a few minutes to introduce Todd Fegan, Vice President and General Manager of Techstreet. Mr. Costabile asked all the Governors to introduce themselves to Mr. Fegan. Mr. Fegan thanked everyone for welcoming him and stated that he is excited to be part of the ASME family.

- 1.3 **President's Remarks:** Mr. Erler began by thanking everybody who took the time to prepare for and participate in this meeting and remarked that this has been a very busy first six months for ASME. There have been major accomplishments despite the pandemic. When COVID hit, Bill Garofalo and his team did a great job allowing us to survive the pandemic. Another accomplishment was the successful rolling out of ASME Anywhere. ASME did not miss a beat in terms of meetings and conferences. Other major milestones include the acquisition of a for profit entity and the initiation of a \$50 million capital campaign.

President Erler also noted that in order to keep the momentum going, full BOG attendance at all meetings is critical, and all opinions are important. We are meeting more often during the pandemic and scheduling the meetings is a challenge. A quick response is requested when a survey is sent out for future meetings dates. Mr. Erler also reiterated that pre-reading all of the material prior to a meeting is equally important. He continued by thanking all for their work and wishing everyone a Happy Holiday and a Happy New Year.

- 1.4 Executive Director/CEO's Remarks: Mr. Costabile thanked everyone for taking the time to attend the meeting. He, once again, thanked and welcomed Mr. Fegan. As of the end of November, Techstreet has met and exceeded their business plan.

With respect to COVID, he mentioned that with the spread of the virus being at an all-time high, a decision has been made to continue to work from home in each location until April 5, 2021. The HR/Facilities team has developed procedures for returning to the office at each location based on the advice and mandates from local authorities. When the office does finally open, it will be a 3- or 4-phased approach based on local government guidelines. At that time, we will consider various options for a hybrid approach to working and evaluate what to do with existing leased spaces.

Mr. Costabile thanked Keith Roe for his continued efforts with the capital campaign. As of today, ASME has 90% support from the senior leadership team. He remains confident that we will soon get to 100%. Support from the leadership is critical in conversations with large foundations.

Mr. Costabile then addressed ASME's financial performance through November 30, 2020, stating that it continues as planned. The ability to review forecasting on a monthly basis is an important part of monitoring progress. He then asked Bill Garofalo for a brief overview of the ASME financials.

Mr. Garofalo reported that during the first five months, our investment return is up by 12.4 percent-18% from equities, and 2.6% from fixed income. ASME has also been accounting for business performance by cash flow, and since the PPP loan, our cash has been flat. This is the second year of the boiler code, and this year, we didn't have to draw down on the margin loan and the current forecast is that we won't have to until May. He stated that staff has done a good job of managing expenses. Regarding the PPP government loan, Mr. Garofalo stated that the government is not ready to receive forgiveness applications. There has been talk of 100 percent forgiveness by the federal government, which Mr. Garofalo feels is a strong possibility in the future.

Mr. Costabile continued by stating that the Technical Events and Conference and Industry Events teams have been collecting data on attendance for conferences and events held in 2020. The Executive Team is reviewing all the information and conversations are being held with the Executive Committee. Mr. Costabile then asked Jeff Patterson to summarize.

Mr. Patterson provided a quick overview and shared information regarding the IMECE 2020 data which compared virtual attendance, content, revenue, and expenses to the most recent face-to-face version. The most notable aspect of the data was the negative 43% in content this year versus content in 2019. The abstract deadline for IMECE was March 16, 2020, just when the COVID-19 Pandemic began, which could be a partial explanation for this number. Submission data for 2021 conference abstracts overall show that the number of submissions were down substantially. In discussions with Tim Graves, Phil DiVietro and Josh Heitsenrether, the cause or causes could be: the first virtual experience for authors, not enough time for Q&A, and/or limited time to network with others in a virtual environment. Some good news, however, is that the Robotics for Inspection & Maintenance meeting was held virtually on December 9 and 10 and the data show an 85% greater attendance growth with 26 countries represented. Of the number of people who registered, 87% of them showed up. This is the best performance to date for a virtual industry event. More will be forthcoming on developments and data for Technical Conferences and Industry Events.

Mr. Costabile thanked Mr. Garofalo and Mr. Patterson and concluded his remarks by stating that the process of developing a fiscal year 2022 business plan has begun, and he believes we have a path forward to 2022 that will continue to strengthen ASME's message throughout the world. He has met with the Operations Team to finalize the framework and will share a draft of the timeline in early January with the intent for the FY22 Business Plan to be finished sometime in early May. Mr. Costabile would like to get the FY22 Enterprise Objectives completed and approved by the Board of Governors in June 2021. This will allow the staff to begin the FY22 accordingly.

Lastly, Mr. Costabile wished everyone a happy holiday season and looks forward to seeing everyone in the new year.

1.5 Consent Items for Action: No requests were received to remove any items from the Consent Agenda.

The Board voted to approve the items on the Consent Items for Action:

1.5.1. Retirement Plan Amendment

**2. Open Session Agenda Items**

2.1 Expansion of ASME Board of Governors: Mr. Erler stated that the purpose of this action is to develop rules to allow ASME's BOG to expand the number of Governors for a specific purpose. The Executive Committee has been reviewing a variety of practices. The proposal is not to increase or decrease the size of the Board, but rather to have the ability within the constitution, bylaws, and operating procedures to be able to make adjustments in the number of governors on the board when it becomes necessary. (Minutes Appendix 2.1)

After some discussion, the Board:

VOTED to approve the following motions:

- Authorize the Executive Director/CEO to draft ASME Constitutional changes to provide for the Board of Governors to expand the number of Governors on the BOG for a specific reason.
- Authorize the Executive Director/CEO to draft Bylaw and Operating Guide changes to reflect the Board of Governors expansion of the number of Governors on the BOG.

2.2 Board Selects President: Mr. Laudenat thanked the staff and volunteers for their hard work on this topic. A lot of research has gone into this, and he thanked Rick Marboe and Paul Stevenson for their perseverance and comprehensive work with the Board and the past presidents.

Mr. Laudenat stated that he believed that due diligence has been completed and it is incumbent on the Board to take a leadership position and move forward on the selection of the president topic. He further stated that by using the input from the Board, the Committee of Past Presidents, and BoardSource, the desired end state remains a proactive decision by this Board to provide for the Board to select its leader. Finally, he pointed out that the BOG is the only operating unit of ASME that does not select its own leader. (Minutes Appendix 2.2)

After discussion, the Board:

VOTED to approve the following Motions:

- Request the Executive Director/CEO to draft ASME Constitutional changes to provide for the Board of governors to select the President from any Corporate Member.
- Request the Executive Director/CEO to draft Bylaw and Operating Guide changes to reflect the Board of Governors selecting the President.

2.3 TEC Organization: Mr. Laudenat stated that the Executive Committee has been receiving comments from volunteer leaders on the TEC transition after the last BOG meeting. The purpose of this discussion is to share that with the Board and offer comments. In addition, sunseting the transition team as of this meeting seems appropriate.

One of the repeated comments received is that ASME is constantly reorganizing TEC. Mr. Laudenat offered that every organization needs to reevaluate itself on a continuous basis. The changes approved by the Board in May are intended to create a simplified organization, increasing the relevance of TEC activities while exciting new groups of volunteers to participate.

Mr. Laudenat then asked Michael Johnson to share the path forward for TEC. Mr. Johnson stated that a few things need to be done to move the TEC sector along. They include the need to coordinate activities of the Strategy Team and Technology Groups; to accelerate ASME engagement of digital and emerging technologies; to adopt a more outcome-focused methodology; and to leverage both internal and external intellectual capital. He explained that we don't have the expertise sitting inside ASME at this point in time and stressed the need to figure out how to leverage external intellectual capital.

Mr. Johnson concluded by discussing the recommended engagement strategy for the Strategy Team, the Technology Sector and the Technical Divisions and suggested these to the Board as a means to move forward.

The TEC transition team was sunset. (Minutes Appendix 2.3)

2.4 ISIE/Techstreet Update: Michael Johnson provided a brief update noting ISIE's key accomplishments to date. As of November 6, 2020, the corporate structure has been put in place; the governance structure has been developed and is being implemented; the senior management team has been engaged and is on board; and the transition team activities are on track and ahead of schedule. Each of the entities on ISIE will be Member managed.

Tom Costabile pointed out that the Techstreet transition team, in conjunction with the new ISIE CFO, is developing the chart of accounts and formal reports for reporting financial and business performance. Once complete, he will call for a special information meeting of the Board sometime in February to provide an update.

There may also be a position in this entity for an immediate past president. By way of example, when Rich Laudenat steps down as Immediate Past President of the ASME Board, it is proposed that he have a role on the ISIE advisory board for a one-year term. . (Minutes Appendix 2.4)

**3. New Business:** No new business was discussed.

3.1 Dates of Future Meetings

<b>DATE</b>	<b>DAY</b>	<b>TIME</b>	<b>LOCATION</b>
January 20, 2021	Wednesday	2:00 PM – 4:00 PM	Zoom Conference Call
April 14, 2021	Wednesday	2:00 PM – 4:00 PM	Zoom Conference Call
June 14, 2021	Monday	1:00 PM – 4:00 PM	Zoom Conference Call
June 15, 2021*	Tuesday	1:00 PM – 3:30 PM	Zoom Conference Call

\*2021-2022 Board of Governors

**4. Adjournment** – The meeting adjourned on Tuesday, December 15, 2020 at 5:02 pm.



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Robert N. Pangborn  
Secretary

**List of Appendices**

- 1.5.1 Retirement Plan Amendment
- 2.1 Expansion of ASME Board of Governors.
- 2.2 Board Selects a President
- 2.3 TEC Organization



**Board of Governors Meeting  
Closed Session  
Agenda Item  
Cover Memo**

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Date Submitted:	November 20, 2020
BOG Meeting Date:	December 15, 2020
To:	Board of Governors
From:	Peter Cestaro
Presented by:	Michael Johnson
Agenda Title:	Retirement Plan Amendment

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Agenda Item Executive Summary:

The 401k Retirement Plan is being amended to reinstate the previously suspended 4% base contribution to employees. The reinstatement of the 4% Base contribution will be effective January 1, 2021.

This will also include a one-time retroactive payment to cover the 4% contributions for the period from July 1, 2020 through December 31, 2020.

This has been approved by the Retirement Plan Committee and supported by the Executive Committee.

Proposed motion for BOG Action:

Approved the proposed Resolutions and Amendment

**The American Society of Mechanical Engineers  
Retirement Plan Committee**

**Resolutions Regarding the 401(k) Plan**

**WHEREAS**, The American Society of Mechanical Engineers (“ASME”) sponsors and maintains the American Society of Mechanical Engineers 401(k) Plan (the “401(k) Plan”) for the benefit of its eligible employees; and

**WHEREAS**, the Retirement Plan Committee (the “Committee”) has been designated to carry out certain functions with respect to the retirement plans maintained by ASME, including the 401(k) Plan; and

**WHEREAS**, ASME desires at this time to amend the 401(k) Plan to resume making the fixed employer nonelective contribution equal to four percent (4%) of compensation, which was previously suspended effective July 1, 2020; and

**WHEREAS**, ASME also desires to make up the fixed employer nonelective contributions that were not made due to the suspension of such contributions, with such make up contribution to be made in on or about January 1, 2021; and

**WHEREAS**, the Committee has considered the foregoing changes and has concluded that such changes are in the best interests of ASME;

**NOW, THEREFORE, BE IT RESOLVED**, that the Committee recommends to the Board of Governors of ASME (the “Board”) that the 401(k) Plan be amended, effective December 15, 2020, to resume making the fixed employer nonelective contribution equal to four percent (4%) of compensation, as set forth in Section 29.A.d of the 401(k) Plan’s adoption agreement; and be it further

**RESOLVED**, that the Committee recommends to the Board that the 401(k) Plan be further amended to allow ASME to make up the fixed employer nonelective contributions that were not made due to the suspension of such contributions; and be it further

**RESOLVED**, that the Committee recommends to the Board that the authorized officers and employees of ASME be authorized and empowered to take such actions, and to prepare and execute such agreements, documents and instruments, as they, in their sole judgment, deem necessary or desirable to effectuate the intent of the foregoing resolutions, including, without limitation, approving and adopting the final form of an Amendment to the 401(k) Plan and communicating the terms of such amendment to 401(k) Plan participants.



**The American Society of Mechanical Engineers  
Board of Governors**

**Resolutions Regarding the 401(k) Plan**

**WHEREAS**, The American Society of Mechanical Engineers (“ASME”) sponsors and maintains the American Society of Mechanical Engineers 401(k) Plan (the “401(k) Plan”) for the benefit of its eligible employees; and

**WHEREAS**, the 401(k) Plan provides that ASME, by action of its Board of Governors (the “Board”), may amend the Plan at any time; and

**WHEREAS**, ASME desires at this time to amend the 401(k) Plan to resume making the fixed employer nonelective contribution equal to four percent (4%) of compensation, which was previously suspended effective July 1, 2020; and

**WHEREAS**, ASME also desires to make up the fixed employer nonelective contributions that were not made due to the suspension of such contributions, with such make up contribution to be made on or about January 1, 2021; and

**WHEREAS**, the ASME Retirement Plan Committee has considered the foregoing changes and has recommended that the Board adopt such changes; and

**WHEREAS**, the Board has considered the foregoing changes and has concluded that such changes are in the best interests of ASME;

**NOW, THEREFORE, BE IT RESOLVED**, that the Board hereby approves the adoption of an Amendment to the 401(k) Plan, effective December 15, 2020, substantially in the form attached hereto in Exhibit A, to resume making the fixed employer nonelective contribution equal to four percent (4%) of compensation and to make up such contributions that were not made while such contributions were suspended, and be it further

**RESOLVED**, that the authorized officers and employees of ASME shall be, and hereby are, authorized and empowered to take such actions, and to prepare and execute such agreements, documents and instruments, as they, in their sole judgment, deem necessary or desirable to effectuate the intent of the foregoing resolutions, including, without limitation, approving and adopting the final form of an Amendment to the 401(k) Plan and communicating the terms of such amendment to 401(k) Plan participants.

**EXHIBIT A**

**Amendment to  
The American Society of Mechanical Engineers  
401(k) Plan**

The Adoption Agreement to The American Society of Mechanical Engineers 401(k) Plan, effective as of January 1, 2020, is hereby amended as follows:

1. Subparagraph 29.A.d of the Adoption Agreement is amended in its entirety, effective December 15, 2020, to read as follows:

“Other: Fixed contribution equal to 4% of Compensation of Participants eligible to share in allocations; provided that such fixed contribution shall only apply to Compensation attributable to service with respect to periods ending on or before June 30, 2020 (the “Suspension Date”), and to periods beginning on and after January 1, 2021 (the “Resumption Date”). Additionally, the Employer shall make one or more additional contributions for the 2020 Plan Year to make up for the fixed contributions that were not made with respect to Compensation attributable to the period between the Suspension Date and the Resumption Date (the “Suspension Period”) on behalf of Participants who would have been eligible to share in allocations of the fixed contribution during the Suspension Period if such contributions had not been suspended. A Participant’s allocation of such make-up contributions shall be based on the Participant’s Compensation during the Suspension Period to the extent such Compensation has not been previously considered for purposes of allocating the Participant’s fixed contribution. The foregoing make-up contributions shall be considered Code section 415 annual additions for the 2020 Plan Year. Additionally, a tiered transition benefit shall be contributed for the benefit of employees who were participants in the American Society of Mechanical Engineers Pension Plan (the “Pension Plan”) as of December 31, 2016, to help offset a reduction in projected retirement benefits at Normal Retirement Date under the Pension Plan. The transition benefit is based in part on how many years away the Pension Plan participant is from Normal Retirement Date under the Pension Plan as of January 1, 2017 (the “Date”) when such participant could anticipate being eligible to receive a full unreduced (for any early

commencement factors) retirement pension. The schedule for such transition benefit is as follows: More than 25 years from Normal Retirement Date and pension eligibility under the Pension Plan as of such Date: 0.5%; More than 20 years from Normal Retirement Date (but less than 25) and pension eligibility under the Pension Plan as of such Date: 1.0%; More than 15 years from Normal Retirement Date (but less than 20) and pension eligibility under the Pension Plan as of such Date: 3.0%; More than 10 years from Normal Retirement Date (but less than 15) and pension eligibility under the Pension Plan as of such Date: 6.5%; Between 10 years and one month from Normal Retirement Date and pension eligibility under the Pension Plan as of such Date: 8.0%. Such contributions shall be made commencing January 1, 2017 and continuing through the month that the participant reaches Normal Retirement Date under the Pension Plan. Although ASME anticipates being able to make such contributions as described above through the participant's Normal Retirement Date, ASME, for calendar years following 2017, reserves the right to modify prospectively the transition contributions."

2. Save and except as herein expressly amended, the Adoption Agreement shall continue in full force and effect.

This Amendment is hereby adopted this 15th day of December, 2020.

**THE AMERICAN SOCIETY OF  
MECHANICAL ENGINEERS**

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

**EXHIBIT A**

**Amendment to  
The American Society of Mechanical Engineers  
401(k) Plan**

The Adoption Agreement to The American Society of Mechanical Engineers 401(k) Plan, effective as of January 1, 2020, is hereby amended as follows:

1. Subparagraph 29.A.d of the Adoption Agreement is amended in its entirety, effective \_\_\_\_\_, 20\_\_\_\_, to read as follows:

“Other: Fixed contribution equal to 4% of Compensation of Participants eligible to share in allocations; provided that such fixed contribution shall only apply to Compensation attributable to service with respect to periods ending on or before June 30, ~~2020, and also excluding any bonuses or incentive compensation payable after June 30, 2020 but attributable to service on or before June 30, 2020-2020~~ (the “Suspension Date”), and to periods beginning on and after \_\_\_\_\_, 2020 (the “Resumption Date”). Additionally, the Employer shall make one or more additional contributions for the 2020 Plan Year to make up for the fixed contributions that were not made with respect to Compensation attributable to the period between the Suspension Date and the Resumption Date (the “Suspension Period”) on behalf of Participants who would have been eligible to share in allocations of the fixed contribution during the Suspension Period if such contributions had not been suspended. A Participant’s allocation of such make-up contributions shall be based on the Participant’s Compensation during the Suspension Period to the extent such Compensation has not been previously considered for purposes of allocating the Participant’s fixed contribution. The foregoing make-up contributions shall be considered Code section 415 annual additions for the 2020 Plan Year. Additionally, a tiered transition benefit shall be contributed for the benefit of employees who were participants in the American Society of Mechanical Engineers Pension Plan (the “Pension Plan”) as of December 31, 2016, to help offset a reduction in projected retirement benefits at Normal Retirement Date under the Pension Plan. The transition benefit is based in part on how many years away the Pension Plan participant is from Normal Retirement Date under the Pension Plan

as of January 1, 2017 (the “Date”) when such participant could anticipate being eligible to receive a full unreduced (for any early commencement factors) retirement pension. The schedule for such transition benefit is as follows: More than 25 years from Normal Retirement Date and pension eligibility under the Pension Plan as of such Date: 0.5%; More than 20 years from Normal Retirement Date (but less than 25) and pension eligibility under the Pension Plan as of such Date: 1.0%; More than 15 years from Normal Retirement Date (but less than 20) and pension eligibility under the Pension Plan as of such Date: 3.0%; More than 10 years from Normal Retirement Date (but less than 15) and pension eligibility under the Pension Plan as of such Date: 6.5%; Between 10 years and one month from Normal Retirement Date and pension eligibility under the Pension Plan as of such Date: 8.0%. Such contributions shall be made commencing January 1, 2017 and continuing through the month that the participant reaches Normal Retirement Date under the Pension Plan. Although ASME anticipates being able to make such contributions as described above through the participant’s Normal Retirement Date, ASME, for calendar years following 2017, reserves the right to modify prospectively the transition contributions.”

2. Save and except as herein expressly amended, the Adoption Agreement shall continue in full force and effect.

This Amendment is hereby adopted this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_.

**THE AMERICAN SOCIETY OF  
MECHANICAL ENGINEERS**

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

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Document 2 ID	interwovenSite://DMS-EAST/DMEAST/42555628/3
Description	#42555628v3<DMEAST> - ASME: 401(k) Amendment (restoration of employer 4% basic nonelective contribution)
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# Expansion of ASME Board of Governors

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Bryan Erler





# Purpose of This Action

- Develop the rules to allow the ASME BOG to expand the number of governors for a specific purpose and a limited time.
- This could be to accommodate the desire of a major donor or to fill the gap of a specific expertise on the board.
- Reflects the “best practice” of many boards

# Motion

- Authorize the Executive Director/CEO to draft ASME Constitutional changes to provide for the Board of Governors to expand the number of governors on the BOG for a specific reason.
- Authorize the Executive Director/CEO to draft Bylaw and Operating Guide changes to reflect the Board of Governors expansion of the number of governors on the BOG.

# Board Selection of the ASME President

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Rich Laudenat



# Desired Outcomes

- **Brief Description** – This discussion will focus on the Board’s Direction on the next steps regarding the self-selection of the ASME President
- **Desired Outcome** – The Board will vote on the two items in the Motion
- **Questions** – The meeting will be held in an open discussion format to facilitate input from the Board to aid in decision making.
- **Duration** – 45 Minutes have been allocated to this discussion

# What are we trying to solve?

- ASME continues with a model where the President of the Society is selected by an independent committee who have no experience with the candidate
- The BOG has no input into the process and in reality the BOG is the best judge of demonstrated leadership skills for Governors who aspire to be President
- Best Practice in most Boards is they select their own members and leader

# Where Are We?

- Several expansive Board discussions have been held around the principles around the change in approach
- Each Governor has completed an in-depth interview which focused on options to consider for both Board leadership and President selection
- The Committee of Past Presidents has completed discussions on various options and provided recommendations on President Selection



# What do we know?

- Selection of the President by the BOG ... to date there is no consensus
- There is no preference for a separate Chair
- A second BOG term is not recommended
- Immediate Past President remains a member of EC and is a voting member of the Board
- SVPs report to the President to keep the Board Strategic

# What is the desired end state?

- Adopt “Best Practices” ... Board Selects President



# How do we get there?

- Begin with Constitutional changes necessary to allow this change
- Draft Bylaw changes to reflect this approach
- Discuss expectations with the Nominating Committee
- Socialize changes with COR, CPP and SVPs

# Motion

- Request the Executive Director/CEO to draft ASME Constitutional changes to provide for the Board of Governors to select the President from any Corporate Member.
- Request the Executive Director/CEO to draft Bylaw and Operating Guide changes to reflect the Board of Governors selecting the President.

# TEC Organization

Rich Laudenat



# Technology Sector Update

## Proposed Technology Sector Engagement

## Observations

- Need to coordinate activities of Strategy team and Technology Groups
- Need to accelerate ASME engagement of digital and emerging technologies
- Enhance approach to a more outcome focus methodology
- Leverage both internal and external intellectual capital

# Recommended Engagement Strategy

## ASME Strategy Team

- Identification of key technologies and industries
- Directional white papers or guidance documents
- Bi-monthly meeting with TEC leadership
- Staff lead incubator pilots

## Incubator Pilots

- Intelligent Manufacturing
- Digital Engineering
- Robotics
- Clean Energy
- Space



## ASME Technology Sector

- Communication of ASME strategic directions to Technology groups
- Ensure collaboration amongst Technology Groups



## Technical Divisions

- Shape activities and events to conform with strategic direction