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2019-2020 BOARD OF GOVERNORS

Conference Call

September 25, 2019 – 10:00 am – 12:00 pm (EDT)

MINUTES

Attendance during the open session was as follows:

Board of Governors

President: Richard Laudenat

President Nominee: Bryan Erler

Immediate Past President: Said Jahanmir

Governors: Todd Allen, Stuart Cameron, Joe Fowler, Robert E. Grimes, Laura Hitchcock, Thomas Kurfess, Michael Molnar, and Mary Lynn Realf

Absent: Karen Thole

Governors-Elect: Andy Bicos, Rick Marboe, Paul Stevenson

Executive Director/CEO: Thomas Costabile

Other Officers

Senior Vice Presidents: Kalan Guiley, Public Affairs and Outreach
Sam Korellis, Standards and Certification Sector
George Papadopoulos, Technical Events and Content
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.

Other Guests

Betty Bowersox Chair, Committee on Finance and Investments
Victoria Rockwell Past President, 2011-2012
Keith Roe Past President, 2016-2017
Lorna Holt BOG ECLIPSE Intern
Bob Sims Past President, 2014-2015

Staff

Susie Cabanas Manager, Global Alliances and Board Operations
Jeff Patterson Chief Operating Officer
Allian Pratt Managing Director, Global Alliances & Board Operations
Laurel Raso Associate Executive Director, Human and Capital Resources
Karen Russo Director, Global Outreach and Board Operations

1. **Opening of Meeting**

- 1.1 **Call to Order:** On September 25, 2019, a telephonic meeting of the 2019-2020 Board of Governors of the American Society of Mechanical Engineers was held at the offices of ASME in New York City. A quorum was present, and the meeting was called to order by President Laudenat at 10:00 AM Eastern Daylight Time.
- 1.2 **Adoption of the Agenda:** The Board voted to adopt the agenda as circulated on September 11, 2019.
- 1.3 **President's Remarks:** President Laudenat welcomed all to the meeting. He remarked on several meetings he attended and commented that the Boston Offshore Wind Conference and the Advanced Clean Energy Summit were both overwhelming successes.

President Laudenat also attended the IAB meeting in Washington, D.C. this week. He noted more energy at the meeting than he has seen in a long time. The event was focused on digital transformation, which is the same theme for the near-term future to keep the conversations focused on how ASME can best serve engineers who work in the industry. There were also some L&D key message points from IAB. He reiterated that the new reporting structure whereby IAB reports to the Board of Governors is working well.

- 1.4 **Executive Director/CEO's Remarks:** Mr. Costabile thanked everyone for attending and expressed his appreciation for the honor of serving as Executive Director and that he appreciates everyone's support. A lot has been accomplished and he feels positive about the environment, noting that industry related events are gaining momentum and his satisfaction with fundraising and the restructuring of the Foundation.

Mr. Costabile announced that his top three goals are membership, organizational structure, and global strategy. He is happy with the progress of the website, web tool, conference app, CA Connect and IT in general now managed by Bill Garofalo and Frank Giannelli.

On the staff side, Mr. Costabile stated that the hiring plan is on schedule. In addition, the completed culture survey is being reviewed by the Directors and MD's. Every area of the culture survey has shown improvement based on the previous survey conducted on 2017, but a little work is still needed from the Directors and below. The MD's bought into this in a big way so he expects to see greater results this year.

Membership continues with a lot of input from Andy Bicos. The first major roll out will be later this year. There will be more information on this in November.

- 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 agenda:

- 1.5.1 Approval of Minutes from June 2, 2019 Meeting
- 1.5.2 Approval of Minutes from June 5, 2019 Meeting
- 1.5.3 Audited Financial Statements

- 1.5.4 Change to Society Policy P-15.4 and First Reading for By-Laws B-3.1.14 and B-3.3
- 1.5.5 Acceptance of Sole Membership of ASME Foundation
- 1.5.6 Proposed Appointments

2. **Open Session Agenda Items**

- 2.1 April 2019 Board Motions Update: President Laudenat informed the Board that the motions previously scheduled to be heard at this meeting were postponed until the November meeting.
- 2.2 Group Engagement Committee Activity Update: Mr. Mulvihill provided an update on the activities of GEC with respect to the new MDE Sector. (Minutes Appendix 2.2)
- 2.3 TEC organization: President Laudenat gave an overview of the progress of the TEC re-organization. He walked through the current situation, a commentary and anticipated outcomes. (Minutes Appendix 2.3).

Mr. Jahanmir mentioned that he has had discussions with the robotics committees. Everyone is in favor of having a division on robotics. He made an offer two months ago to have someone identified as a champion to get the ball rolling for a new division and he hasn't heard back.

- 2.4 Nominating Committee: A brief presentation was made by President Laudenat on suggestions for changes to the Nominating Committee process. These suggestions came from two volunteers, Nicole Kaufman Dyess and Jared Oehring, who served on the Nominating Committee last year. Some highlights were listed by President Laudenat with the assurance that the Board will discuss them during the November meeting. (Minutes Appendix 2.4)
- 2.5 Planning Meeting Follow Up: Michael Johnson presented a summary of the leadership planning meeting. There were two specific action steps--the need to recraft the mission and vision statements and to develop a plan going forward for continuous Board engagement.

The mission and vision statement were recrafted along with a review of the BOG Transition Plan. The suggested statements are as follows:

Vision - Current

ASME aims to be the essential resource for mechanical engineers and other technical professionals throughout the world for solutions that benefit humankind.

Recommendation

ASME's vision is to be the premier resource for the engineering community globally.

Mission - Current

ASME's mission is to serve diverse global communities by advancing, disseminating, and applying engineering knowledge for improving the quality of life; and communicating the excitement of engineering.

Recommendation

ASME's mission is to advance engineering for the benefit of humanity.

The Board is asked to send to Tom and Rich, in advance, any comments and/or edits on the statements before further consideration in November. (Minutes Appendix 2.5).

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

4. **Open Session Information Items**

4.5 Dates of Future Meetings

DATE	DAY	TIME	LOCATION
November 10, 2019	Sunday	8:30 AM - 4:30 PM	Salt Lake City, Utah
January-February 2020	TBD	TBD	Conference Call
April 2020	TBD	TBD	Conference Call
June 14, 2020	Sunday	8:30 AM – 4:30 PM	Boston, Massachusetts
June 17, 2020*	Wednesday	10:00 – 3:00 PM	Boston, Massachusetts

*2020-2021 Board of Governors

5. **Adjournment:** The meeting adjourned on Wednesday, September 25, 2019 at 12:03 PM Eastern Daylight Time.



Robert N. Pangborn
Secretary

List of Appendices

- 1.5.3 Audited Financial Statements
- 1.5.4 Change to Society Policy P-15.4 and First Reading for By-Laws B-3.1.14 and B-3.3
- 1.5.5 Acceptance of Sole Membership of ASME Foundation
- 1.5.6 Proposed Appointments
- 2.2 Group Engagement Committee Activity Update
- 2.3 TEC Organization
- 2.4 Nominating Committee
- 2.5 Planning Meeting Follow Up