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## **FY23 BOARD OF GOVERNORS**

Wednesday, April 19, 2023 - 12:00 PM – 1:45 PM (EDT)  
New York, NY

### **FINAL MINUTES**

Attendance during the open session was as follows:

#### Board of Governors

President: Karen Ohland  
Immediate Past President: Mahantesh Hiremath  
Governors: Andy Bicos, Thomas Gardner, Susan Ipri Brown, Thomas Kurfess, Richard Marboe, Jared Oehring, Paul Stevenson, Patrick Vieth, Wolf Yeigh  
Sam Korellis (absent)

Executive Director/CEO: Thomas Costabile

#### Other Officers

Senior Vice Presidents/Elects: Rick Cowan, Elect, Member Development and Engagement  
Nicole Kaufman Dyess, Student and Early Career Development  
Thomas Pastor, Standards and Certification Sector  
Michael Roy, Member Development and Engagement  
Lester Su, Public Affairs & Outreach  
Tom Vogan, Elect, Standards and Certification Sector

Secretary and Treasurer: John Goossen

Ass't Secretary/General Counsel: John Delli Venneri, Esq. (absent)

Chief Financial Officer: William Garofalo

Corporate Counsel: John Sare, Esq.

Governors-Elects: Kathryn Jablow, Kelly McGrath, Monica Moman-Saunders, Dave Schlesinger

#### Guests

Frank Adamek Chair, ASME Foundation  
Charbel Bou-Mosleh Nominating Committee  
Emily Boyd Chair, COR  
Bryan Erler Past President, 2020-2021  
Hind Hajjar BOG ECLIPSE Intern  
Alexander Hoffs Chair, Industry Advisory Board  
Amos Holt Past President, 2009-2010  
Said Jahanmir Past President, 2018-2019  
Omar Kheir SECD, Nominating Committee  
Madiha Kotb Past President, 2013-2014  
Clark McCarrell BOG Candidate  
Frank Michell Nominating Committee  
Joseph Milton BOG candidate

## FY23 Board of Governors Meeting Minutes

April 19, 2023

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Keith Roe	Past President, 2016-2017
Terry Shoup	Past President, 2006-2007
Bob Sims	Past President, 2014-2015
David Smith	Nominating Committee
Rick Swayne	Nominating Committee
Beth Todd	Nominating Committee
Callie Tourigny	Chair, VOLT Academy
Charla Wise	Past President, 2017-2018

### Staff

Iana Aranda	Director, Engineering Global Development
RuthAnn Bigley	Manager, Governance Programs
Keith Bloesch	Sr. Managing Director, Business & Technology Solutions
Susie Cabanas	Manager, Global Alliances & Board Operations
Arin Ceglia	Managing Director, Learning & Development
Chandra Clouden	Chief Human Resources Officer
Gerry Eisenberg	Managing Director, Standards and Engineering Services
John Hasselmann	Managing Director, Global Public Affairs
Josh Heitsenrether	Sr. Managing Director, Marketing & Digital Standards
Michael Johnson	Chief Strategy Officer
Robert Karmelich	Sr. Managing Director, Corporate Sales
Andrea Mahoney	Managing Director, Marketing & Digital Operations
Colin McAteer	Managing Director, Publishing
Tom Meehan	Controller
Steven Papaganeres	Managing Director, Financial Reporting
Jeff Patterson	Chief Operating Officer
Allian Pratt	Chief Leadership Engagement Officer
Christine Reilley	Managing Director, Strategy & Innovation
Karen Russo	Director, Executive Operations
Anand Sethupathy	Managing Director, Strategy & Programs
Luwisa Smart	Coordinator, Constituent Engagement & Experience
David Soukup	Managing Director, Governance
Stephanie Viola	Managing Director, Philanthropy

## **1. Opening of Meeting**

- 1.1 Call to Order: On April 19, 2023, a meeting of the FY23 Board of Governors of the American Society of Mechanical Engineers was held at 2 Park Avenue, New York and simultaneously via the Zoom application. The following board members were present at 2 Park Avenue: Karen Ohland, Mahantesh Hiremath, Andy Bicos, Thomas Gardner, Susan Ipri Brown, Thomas Kurfess, Richard Marboe, Jared Oehring, Paul Stevenson, Patrick Vieth, Wolf Yeigh, Kathryn Jablokow, Kelly McGrath, Monica Moman-Saunders, Dave Schlesinger. A quorum was present, and the meeting was called to order by President Ohland at 12:01 PM EDT.
- 1.2 Adoption of the Agenda: A request was made for an item of New Business on Committee of Sustainability. The Board voted and the motion passed to adopt the amended agenda originally circulated on April 5, 2023.

- 1.3 President's Remarks: President Ohland welcomed all to the meeting and reminded everyone that during the month of April two values are honored that are critical to ASME's success: Celebrate Diversity Month and Global Volunteer Month. Celebrate Diversity Month is about learning and honoring things that make us different and provides us with the opportunity to explore other cultures. Global Volunteer Month is a time to recognize those volunteer individuals who give back to the community. President Ohland is proud to continue that volunteer tradition with ASME today and recognize all her fellow volunteers in the boardroom and on Zoom for their contributions of time, energy, and expertise that they have made to ASME over the years.

Fulfilling ASME's mission requires diverse engineers who will help transform the world. ASME reaffirmed its commitment to building a more inclusive community and implemented a Society-wide and multi-year DEI roadmap. DEI is at the heart of ASME's mission, vision and core values and adheres to three principles: being a global diverse and inclusive Society, a Society that adheres to the highest ethical standards, and a Society that is focused on the next generation. ASME's DEI toolkit and podcast are creating opportunities to continue the conversation to support ASME's efforts.

This week challenges everyone to do better and look for ways to be active participants and she invites others to join. Service is about helping others, but its benefits include learning new skills, increased social interaction and increased self-confidence. This month we show appreciation for the lifesaving and tireless service of volunteers.

Peer recognition of an engineer's work is a great symbol of accomplishments. President Ohland invited Governor Tom Kurfess to the front of the room to award the Fellow membership of distinction to Governor Andy Bicos. President Ohland congratulated Governor Bicos and thanked him for his contributions to ASME.

- 1.4 Executive Director/CEO's Remarks: Mr. Costabile congratulated Governor Bicos and welcomed all to the fifth Board of Governors meeting for FY23. Addressing the attendees via Zoom, Mr. Costabile advised that the Governors were all at the New York headquarters in the main boardroom on the 6th Floor. He thanked everyone for their support as he will shortly begin his sixth year as ED/CEO. Mr. Costabile remains pleased with the growth of ASME and together we are assuring the longevity of ASME's mission.

ASME's conference season has begun with the first event being the Joint Rail Conference in Baltimore, MD. The Joint Rail leadership team is in the rebuilding phase, and they are looking at options as they are having difficulties getting attendees. Typically, they have approximately 200 attendees, but this event garnered only about 101 people. Mr. Costabile remains optimistic as the conference did a bit better than breakeven. Next week, Chair Alexander Hoffs kicks off the IAB meeting in Washington, D.C. followed by the Offshore Technology Conference in Houston, which is running ahead of plan, budget and almost sold out.

The Government Relations team continues to plan for the Policy Impact virtual event on May 10 and 11, 2023 which parallels the ASME 2023 Legislative Plan aligned with our strategy. There are two tiers to the Legislative Plan. Tier One includes climate, open access/IP, clean energy, and standards. Tier 2 includes bioengineering, Engineer's Lifelong Journey, STEM and manufacturing. This information can be found on ASME.org.

Planning continues for the June 4, 2023 and June 6, 2023 Board Meetings in St. Louis, MO. The venue is one of the last rebooks from COVID and space is limited. Hotels continue to raise prices and associated expenses are high. For those unable to attend, a Zoom link will be available for the open portion of both meetings. One of the highlights this year of this year's Annual Meeting is the 100<sup>th</sup> anniversary of the Auxiliary. Planning for IMECE in New Orleans in October and OMAE in Melbourne, Australia is also progressing.

Innovation Week India was recently held in Bangalore, India. This inaugural event combined MEEed, iShow/E4C, EFX, and an Early Career Engineering social. This first-time event attracted approximately 600 participants comprised of students, faculty and industry representatives. Mr. Costabile is very pleased with the India team and supporting staff. Dr. Somanath, keynote speaker and big supporter of ASME, is Chairman of the Indian Space Research Organization, equivalent to NASA.

The final part of the trip included a series of meetings in Singapore to refine ASME's engagement plan for utilizing Singapore as an operational hub throughout Asia. Details will be shared at the June Annual Board meeting. ASME hosted a dinner at the ASME Singapore professional section with four awards being presented including a distinguished service award to Desmond Chong, a longtime member.

The Capital Campaign continues with positive momentum. A fundraising event is being held next week in Washington, D.C. ASME will honor Dr. Gwendolyn Boyd and present her with the ASME Fitzroy Medal. Mr. Costabile introduced Keith Roe, Chair of the Foundation Philanthropy Committee, who addressed today's attendees. Mr. Roe spoke of the upcoming Foundation event and declared it the biggest and most public declaration of diversity and sustainability. He acknowledged that the Board of Governors has been pivotal in helping to lead ASME to this moment and asked everyone for their support by purchasing tickets and making contributions.

Mr. Costabile provided an update on the continued discussions regarding the subleasing of the 6<sup>th</sup> floor at 2 Park Avenue. The uncertain economy remains an issue with most who have expressed interest in subleasing space.

The Executive and Operations team has met and presented a two-year balanced budget. Mr. Costabile also advised that Form 990 for FY22 will be shared with the Board as required by NYS law. The Board only need acknowledge receipt with no formal approval required.

Mr. Costabile concluded by giving a brief overview of the upcoming topics of today's meeting and thanked everyone for their continued support and commitment to ASME.

- 1.5 Consent Items for Action: No requests were received to remove any items from the Consent Agenda. Governor Marboe abstained from voting as his name is mentioned in 1.5.2 as a proposed appointee.

The Board voted (10-0) to approve 1.5.1 through 1.5.7 on the Consent Items for Action:

- 1.5.1. Approval of Minutes of January 31, 2023
- 1.5.2. Proposed Appointments
- 1.5.3. 2023-2024 Membership Dues

- 1.5.4. Selection of Senior Vice Presidents - Proposed Changes to B5.3, B5.4, B5.5, B5.6 and B5.7, first reading
- 1.5.5. History and Heritage Committee, Old Guard Committee and Scholarship Committee – Proposed Changes to B5.2 and B5.6, first reading
- 1.5.6. Proposed Changes to By-Law B5.4, first reading
- 1.5.7. Changes to Society Policy P-5.2

## **2. Open Session Agenda Items**

- 2.1 YTD Financial Update: Bill Garofalo presented a high-level financial review for FY23 March YTD. Revenue remains in line with the budget and forecast FY23 YTD March. Net results were favorable to budget through March, nearly all driven by expense favorability as revenues were flat overall to budget. There was an increase in Standards revenues from higher publications sales and stronger royalties. This revenue increase was offset by declines within constituent engagement from lower membership dues and lower affinity plan revenue.

The markets were volatile in FY23, however, the FY23 YTD March results increased by 6.4%. The portfolio remains diversified with a mix of 68% in equities and 32% fixed income. The Executive Committee, Committee on Finance and the Executive Team met with the team at BDO in early April for a review of the market conditions and ASME's portfolio. The group decided not to make any changes to the portfolio.

As per ASME policy, the contingency reserve approved target is 60%. ASME ended FY22 with a contingency reserve of 82%.

- 2.2 ECLIPSE Intern Report: Intern Hind Hajjar presented the FY23 ECLIPSE Intern class group project regarding capturing the volunteering landscape at ASME to lower barriers to volunteering. ASME relies on volunteers to share their expertise and while ASME has a committed network of volunteers serving across the organization, it is not always easy for prospective volunteers to find a way in. The purpose of the project was to identify and interview currently engaged and past volunteers who have stopped being active and to map volunteer pathways and increase volunteer engagement. The group's desired outcome is to share recommendations on how to promote opportunities, share best practices for retaining volunteers and identify top barriers.

Ms. Hajjar's individual project is regarding the transition for international members from students to ECE membership challenges and best practices. Active students to early career volunteers are being interviewed about what has been motivating them to stay with ASME or what the challenges are that made them stop being engaged. There are a lot of parallels between the group and individual project. Ms. Hajjar will share the results of both projects at the June Annual Meeting.

- 2.3 Membership & Engagement Update: Governor Ipri Brown reported that the Board is working through strategic discussions related to engagement. Bringing in the computer program Salesforce will build up an interconnected data set. The Engineer's Lifelong Journey uses data to create forward looking programs to serve engineers at all stages. The Board is focused on a deeper engagement strategy to bring it into play, looking at patterns to create best practices across the Society. Upcoming reports will provide more details.

- 2.4 Climate Change – Committee on Sustainability: Tom Costabile stated that progress continues to be made and interest is being gained regarding the Committee on Sustainability. Forty-one volunteers have voiced their desire to join the committee. The Board met earlier today to discuss the development of a committee on sustainability and during the New Business portion of today's meeting, the recommendation will be to proceed to create a Committee on Sustainability.
- 2.5 Liaison Report – VOLT: Governor Marboe began by presenting the VOLT charter, sharing the list of VOLT's Executive Committee members, including its Subcommittees and Programs: ECLIPSE Internship Committee, ECLIPSE Alumni Group (specifically, how can ASME keep the Alumni engaged), Cross-Sector Collaboration Accelerator, New Chair Orientation & Training and Volunteer Leadership Pathway.

Governor Marboe briefly reviewed the functions and ongoing work of the subcommittees. He stated that VOLT is in the process of reassessing the workshops.

- 2.6 FY23 Q3 Enterprise Goals Performance: Jeff Patterson stated that all current FY23 Enterprise Goals are on track through Q3. Those include Culture & Workforce Transformation (WfX), Customer Experience: Engineer's Lifelong Journey (CX); Digital Transformation (DX); Diversity, Equity, and Inclusion (DEI); and Financial Sustainability. There are approximately 150 staff members working in 35 work streams.

Mr. Patterson then introduced a "special" guest in the form of Emma, a virtual avatar, who provided a preview of the FY24 Enterprise Goals which include those noted above, as well as a new goal named Portfolio Development and Management (PD&M). Financial Sustainability will change to Financial and Business Acumen (FBA). Detailed information will be discussed with EDESC in preparation for the final presentation in June.

- 2.7 July Planning Meeting: Michael Johnson gave a brief overview of the preliminary schedule for the Planning Meeting to be held in San Diego July 9, 2023 through July 11, 2023. The sessions will include various scenarios developed by the Gartner Group describing the future state for ASME in 2035, i.e., what should ASME look like, where should ASME be, and what should ASME be delivering as an organization with respect to technology shifts, demographic changes, macroeconomic drivers, etc. The main objective of the day is to craft two or three plausible scenarios that ASME can consider.

The Board will be provided with updates on programs including Engineering for Change and Engineering Education, among others, as it is important to see how they tie into ASME's climate action plans. Also, as part of the agenda will be strategic priorities information on revenue drivers, DEI, and DX for FY24 and FY25. There will be some pre-read materials provided in advance.

3. **New Business**: As discussed during the Board's Information Session earlier in the day, a motion was made to add the Committee on Sustainability reporting to the Board to By-Law B5.2

On the motion made and seconded, the Board of Governors voted 11-0 for the Motion:

To approve the first reading of changes to By-Law B5.2. To include the additions of B5.2.14.1 and B5.2.14.2 in Sectors and Committees Reporting to the Board of Governors.

On a separate topic, Past President Hiremath inquired about the status of several technology groups and whether there is the possibility that they will be made into full-fledged divisions. Mr. Costabile replied that there is progress being made in each group with the most advanced one being Space. Under the current leadership, things are moving quickly with more being done in the last six months than in the previous two years.

**4. Open Session Information Items**

4.1 Dates of Future Meetings

DATE	DAY	TIME	LOCATION
May 5, 2023	Friday	2:00 pm – 3:30 pm	Virtual Information Session
June 4, 2023	Sunday	8:30 am – 3:00 pm	St. Louis, MO
June 6, 2023*	Tuesday	8:30 am – 3:00 pm	St. Louis, MO
July 9, 2023*	Sunday	6:00 pm – 8:30 pm	San Diego, CA
July 10-11, 2023*	Monday-Tuesday	8:30 am – 3:00 pm	San Diego, CA

\*FY24 Board of Governors

**5. Adjournment** – The meeting adjourned on Wednesday, April 19, 2023 at 1:35 PM EDT.




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John E. Goossen  
 Secretary/Treasurer

**List of Appendices**

- 1.5.2. Proposed Appointments
- 1.5.3. 2023-2024 Membership Dues
- 1.5.4. Selection of Senior Vice Presidents - Proposed Changes to B5.3, B5.4, B5.5, B5.6 and B5.7, first reading
- 1.5.5. History and Heritage Committee, Old Guard Committee and Scholarship Committee – Proposed Changes to B5.2 and B5.6, first reading
- 1.5.6. Proposed Changes to By-Law 5.4, first reading
- 1.5.7. Changes to Society Policy P-5.2
- 2.2. ECLIPSE Intern Report
- 2.5. Liaison Report – VOLT
- 2.6. FY23 Q3 Enterprise Goals Performance
- 3. Additional Proposed Changes to By-Law 5.2., adding the Committee on Sustainability, first reading



**ASME Board of Governors  
Agenda Item  
Cover Memo**

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**Date Submitted: March 29, 2023  
BOG Meeting Date: April 19, 2023**

**To: Board of Governors  
From: Committee on Organization and Rules  
Presented by: Emily Boyd  
Agenda Title: Proposed Appointments**

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**Agenda Item Executive Summary:**

Proposed appointments reviewed by the COR on March 22, 2023.

**Proposed motion for BOG Action:**

To approve the attached appointments.

**Attachments:** Document attached.

**APRIL 2023 PROPOSED APPOINTMENTS TO ASME UNITS**

<b>Internal Unit</b>	<b>Nominee</b>	<b>Appointment Position/Title</b>	<b>Appointment Term/Category</b>	<b>Appointment Type</b>	<b>History</b>
TEC Sector	Thomas Lavertu	Vice Chair	July 2023 – June 2026	Reappointment	Chair, Internal Combustion Engine Division; Chair, Large Bore Engine Committee
TEC Sector	Damian Vogt	Member-at-Large	July 2023 – June 2025	Reappointment	Chair, IGTI; Chair, Structures and Dynamics Committee
Standards and Certification Sector	Michael McGettigan	Member-at-Large	March 2023 – June 2026	Initial	Chair, Nominating Committee; Member, Board on Safety Codes and Standards;
Committee on Organization and Rules	Leila Aboharb	Member-at-Large	July 2023 – June 2026	Reappointment	Member, Nominating Committee; Member, Student Programming Committee
Committee on Organization and Rules	Richard Marboe	Member-at-Large	July 2023 – June 2026	Initial	Current Governor; Senior Vice President TEC Sector
Committee on Organization and Rules	Richard Swayne	Member-at-Large	July 2023 – June 2024 (Filling unexpired term of Thomas Vogan, who is becoming SVP of Standards and Certification)	Initial	Member, Board on Nuclear Codes and Standards; Member, Nominating Committee
Committee on Philanthropy	Ying Feng Pang	Member-at-Large	May 2023 – June 2026	Initial	Chair, Santa Clara Valley Section
Committee on Philanthropy	Anita Rebarchak	Member-at-Large	May 2023 – June 2026	Initial	Member, General Awards Committee; Chair, ECE Programming Committee

## ASME Board of Governors Agenda Item Cover Memo

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**Date Submitted:** March 30, 2023  
**BOG Meeting Date:** April 19, 2023

**To:** Board of Governors (BOG)  
**From:** Executive Committee  
**Presented by:** Karen Ohland  
**Agenda Title:** 2023 – 2024 Membership Dues

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### **Agenda Item Executive Summary:**

The Executive Committee has reviewed the 2023-2024 membership dues information with staff who have recommended not to increase dues. The Executive Committee concurs that dues should not be adjusted for this next year, due to changes in the mix of new and renewing members.

The Executive Committee recommends that the Board of Governors not increase or decrease base membership dues for 2023-2024. The base membership dues would remain at \$158.00.

### **Proposed motion for BOG Action:**

To approve 2023-2024 membership dues of \$158.00.

**Attachments:** None



**ASME Board of Governors  
Agenda Item  
Cover Memo**

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**Date Submitted: March 29, 2023  
BOG Meeting Date: April 19, 2023**

**To: Board of Governors  
From: Committee on Organization and Rules  
Presented by: Emily Boyd  
Agenda Title: Selection of Senior Vice Presidents**

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**Agenda Item Executive Summary:**

The proposed changes to B5.3, B5.4, B5.5, B5.6, and B5.7 bring uniformity to how Senior Vice Presidents are selected.

**Proposed motion for BOG Action:**

To approve for first reading changes to By-Laws B5.3, B5.4, B5.5, B5.6 and B5.7.

**Attachments:** Document attached.

By-Laws Related to the Selection of Senior Vice Presidents

B5.3.1.3 The incoming Senior Vice President, Public Affairs and Outreach shall be nominated by the Public Affairs and Outreach Sector Council ~~from among its past or present volunteer members~~ for appointment by the Board of Governors for a term of three years. ~~In the event that a past or present volunteer member is not available from the Public Affairs and Outreach Council, then the Council shall defer to the Board of Governors for the selection. Chairs who have been elected to a term that extends more than one year into a new term of the Senior Vice President of Public Affairs and Outreach are not eligible to become the Senior Vice President.~~

B5.4.1.3 The incoming Senior Vice President of Standards and Certification shall be nominated by the ~~Council on~~ Standards and Certification Sector Council ~~from among its past or present Board Chairs and members-at-large~~ for appointment by the Board of Governors for a term of three years. ~~In the event that a past or present Board Chair or member-at-large is not available from the Council on Standards and Certification, then the Council shall defer to the Board of Governors for the Senior Vice President selection. Board Chairs who have been elected to a term that extends more than one year into a new term of the Senior Vice President of Standards and Certification are not eligible to become the Senior Vice President.~~

B5.5.1.3 The incoming Senior Vice President of the Technical and Engineering Communities Sector shall be nominated by the Technical and Engineering Communities Sector Council ~~from among its past or present volunteer members~~ for appointment by ~~vote of~~ the Board of Governors to a term of three years. ~~In the event that a past TEC Sector Council member is not available, then the Sector Council will make a recommendation for a qualified candidate to the Board of Governors for consideration.~~

B5.6.1.3 The incoming Senior Vice President, Member Development and Engagement shall be nominated by the Member Development and Engagement Sector Council ~~from among its past or present volunteer members~~ for appointment by the Board of Governors for a term of three years. ~~In the event that a past or present volunteer member is not available from the Member Development and Engagement Council, then the Council shall defer to the Board of Governors for the selection.~~

B5.7.1.3 The incoming Senior Vice President, Student and Early Career Development shall be nominated by the Student and Early Career Development Sector Council ~~from among its past or present volunteer members~~ for appointment by the Board of Governors for a term of three years. ~~In the event that a past or present volunteer member is not available from the Student and Early Career Development Council, then the Council shall defer to the Board of Governors for the selection. Chairs who have been elected to a term that extends more than one year into a new term of the Senior Vice President of the Student and Early Career Development Sector are not eligible to become the Senior Vice President.~~



**ASME Board of Governors  
Agenda Item  
Cover Memo**

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**Date Submitted: March 29, 2023  
BOG Meeting Date: April 19, 2023**

**To: Board of Governors  
From: Committee on Organization and Rules  
Presented by: Emily Boyd  
Agenda Title: History and Heritage Committee, Old Guard Committee and  
Scholarship Committee**

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**Agenda Item Executive Summary:**

The proposed changes to B5.2 and B5.6 have the History and Heritage Committee reporting directly to the Board of Governors, the Old Guard reporting to the Executive Committee rather than the MDE Sector, and to define the Scholarship Committee.

**Proposed motion for BOG Action:**

To approve for first reading changes to By-Law B5.2 and By-Law B5.6.

**Attachments:** Document attached.

**B5.2 SECTORS AND COMMITTEES REPORTING TO THE BOARD OF GOVERNORS**

B5.2.1 The sectors reporting to the Board of Governors shall be the Member Development and Engagement Sector, the Standards and Certification Sector, the Technical and Engineering Communities Sector, the Public Affairs and Outreach Sector and the Student and Early Career Development Sector.

Each sector shall be led by a council. The council of each sector shall consist of such voting members as specified in the sector By-Laws. Individuals, as may be required or designated pursuant to any statute, regulation, or court order or consent decree may also be voting or non-voting members of a sector council. A member of the senior staff of the sector, if any, may be a voting member of the sector council. The sector council may designate both volunteer and staff non-voting members.

The duties and responsibilities of the sectors shall be as designated from time to time by the Board of Governors. Each sector shall maintain its own operation guide as prescribed by Society Policy. Each sector shall be chaired by a senior vice president who shall serve a term of three years. Additional service as the same senior vice president may occur after an interruption of one or more years or following a partial term. Senior vice presidents shall attend meetings of the Board of Governors without vote.

B5.2.2 The following Standing Committees shall report to the Board of Governors and shall be appointed by the Board as determined in the By-Laws: Executive Committee, Committee on Organization and Rules, Committee on Finance, Audit Committee, Committee on Executive Director/CEO Evaluation and Staff Compensation, Committee on Honors, Committee of Past Presidents, Philanthropy Committee, Diversity, Equity and Inclusion Strategy Committee, Industry Advisory Board, Volunteer Orientation and Leadership Training Academy, and the History and Heritage Committee. Each Standing Committee shall maintain its own operation guide as prescribed by Society Policy. If a Standing Committee includes individuals who are not Governors, it is not a committee of the Board and may not bind the Board.

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B5.2.3.1 The Executive Committee shall act on behalf of the Board of Governors between Board of Governors meetings, its authority limited to those matters specifically provided for in these By-Laws and specifically delegated to it, consistent with applicable law, by the Board of Governors from time to time. All such actions shall be ratified by the Board of Governors at its next scheduled meeting. The Executive Committee shall have responsibility to accept grants, gifts or bequests in accordance with By-Law B4.4.4. The Executive Committee shall meet from time to time as deemed necessary by the Committee. The Executive Committee shall have responsibility for overseeing, the Scholarship Committee, and the Old Guard Committee.

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B5.2.3.2 The President will serve as Chair of the Executive Committee. One Elected Governor from each class, who is selected by closed written ballot by the Board of Governors at the Board's first meeting of the fiscal year, shall constitute the remaining voting members of the Executive Committee. If a round of closed written balloting shall fail to produce a majority vote of those present and constituting a quorum in support of a Governor, the lowest vote-getter shall be removed from the ballot for one or more subsequent rounds of closed written balloting until a single candidate shall receive a majority vote of those present and constituting a quorum. If a round of closed written balloting shall produce a tie, the tie shall be broken by a drawing of straws by the tied candidates, and the

candidate who draws the shorter or shortest straw shall be removed from the ballot for one or more subsequent rounds of closed written balloting until a single candidate shall receive a majority vote of those present and constituting a quorum. The Executive Director/CEO is a non-voting member of the Executive Committee.

B5.2.3.3 The Scholarship Committee, under the direction of the Executive Committee, shall have responsibility for selecting recipients of ASME scholarships, approving the establishment of new scholarships, and other activities related to ASME scholarships.

The Scholarship Committee shall consist of a Chair, a Vice Chair and a membership as determined by the Executive Committee.

B5.2.3.4 The Old Guard Committee, under the direction of the Executive Committee, shall have responsibility for administration of its competitions and awards.

The Old Guard Committee shall consist of a Chair, a Vice Chair and a membership as determined by the Executive Committee.

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B5.2.4.1 The Committee on Organization and Rules, under the direction of the Board of Governors, shall have responsibility for ensuring that the Society is organized and supplied with qualified leadership to serve the current and anticipated future needs of the membership, and shall reexamine regularly the Constitution, By-Laws and Policies of the Society.

B5.2.4.2 The Committee on Organization and Rules shall select its own Chair and Vice Chair. Its membership shall be determined by the Board of Governors. The President may select a Governor to serve as Liaison to the Committee during their Presidential term.

B5.2.5.1 The Committee on Finance, under the direction of the Board of Governors, shall have responsibility for supervising the financial affairs of the Society and supporting the Board and its committees by conducting an annual review of the Society's budgets.

B5.2.5.2 The Committee on Finance shall consist of four members-at-large (serving staggered terms on the Committee), the Treasurer, the Chief Financial Officer and the Assistant Treasurer, if any. At least one but not more than two at-large members shall have previously served on the Board of Governors. At the first meeting of the fiscal year, the Committee shall select its Chair from among its members-at-large.

The Treasurer shall be an ex officio member of the Committee with vote and shall serve as Vice Chair. The Chief Financial Officer and the Assistant Treasurer, if any, shall be ex officio members of the Committee without vote. The Committee shall nominate candidates for the member-at-large positions for appointment by the Board of Governors. The term of the members-at-large shall be three years. A member-at-large can serve no more than two consecutive terms (or a total of six years) without a break of at least two years. The President may select a Governor to serve as Liaison to the Committee during their Presidential term.

B5.2.6.1 The Committee on Executive Director/CEO Evaluation and Staff Compensation, under the direction of the Board of Governors, shall have responsibility for making recommendations to the Board regarding the Executive Director/CEO's performance planning and evaluation and for making recommendations to the Board regarding the Executive Director/CEO's compensation, including salary and bonus recommendations.

The Committee shall also have the responsibility to advise the Board of Governors on activities of the Society's staff regarding: staff compensation, including bonus programs; and staff and

retiree benefit programs. The Committee will also be responsible for staff related Society Policies P-7.1, (Recognition of Staff Members - 5 Years or More of Service) and P-7.2, (Staff Employment Guidelines).

In addition, the Committee has oversight responsibilities for the Retirement Plan Committee.

B5.2.6.2 The Committee on Executive Director/CEO Evaluation and Staff Compensation shall consist of the President, and three current Elected Governors (serving staggered terms on the Board). The President shall nominate an incoming first year Elected Governor for appointment by the Board. The President shall serve as an ex officio member of the Committee with vote.. The Chair shall be the senior Governor and the Vice Chair shall be the second-most senior Governor. The Elected Governors shall serve a three year term unless their term on the Board of Governors expires earlier than three years.

B5.2.6.3 The Retirement Plan Committee, under the direction of the Committee on Executive Director/CEO Evaluation and Staff Compensation, shall have responsibility, as specified in the ASME Thrift Plan, the ASME Defined Contribution (DC) Plan, the ASME 457(b) Plan, and the ASME 401(k) Plan documents, including to act as Plan Administrator and Named Fiduciary for such plans and assume such responsibilities as developing investment policy statements, selecting and monitoring investment choices, benchmarking Plan administration expenses and investment plan administrators performance and selecting, appointing and retaining plan investment, governance and plan administration compliance advisors, as well as having the power to make ministerial and technically required plan amendments.

The Retirement Plan Committee shall consist of four members: two members of the Executive Management Team, one member of the Human Resources Department and one Volunteer member selected by the EDESC. The three staff members will be nominated by the Executive Director/CEO and appointed at the discretion of the EDESC.

The ASME Staff members of the Committee may be members with vote for as long as they hold the positions described in this By-Law B5.2.6.3.

B5.2.7.1 The Committee on Honors, under the direction of the Board of Governors, shall have responsibility for recommending properly selected candidates for honors, medals, Honorary Members, and awards, and as required shall recommend recipients of joint awards, all subject to approval by the Board of Governors. However, the Board may delegate to the Committee on Honors the power to approve candidates for any honor, medal or award other than Honorary Member or ASME Medalist.

B5.2.7.2 The Committee on Honors shall select its own Chair and Vice Chair. Its membership shall be determined by the Board of Governors. The Chair of the General Awards Committee shall be an ex officio member with vote. The President may select a Governor to serve as Liaison to the Committee during their Presidential term.

B5.2.7.3 The General Awards Committee, under the direction of the Committee on Honors, shall seek candidates for all honors and awards except Honorary Members, the ASME Medal, and group-level awards, and shall screen nominations and make recommendations to the Committee on Honors.

The General Awards Committee shall consist of a Chair, a Vice Chair and a membership as determined by the Committee on Honors.

B5.2.7.4 Other Society award committees, including special award committees, shall in accordance

with the policies and procedures administered by the Committee on Honors, seek nominees for honors in their several areas of interest, shall screen nominations, and make recommendations to the Committee on Honors.

B5.2.8.1 The Committee of Past Presidents, under the direction of the Board of Governors, shall have responsibility for electing Fellows, overseeing the ethical practice of engineering, and providing guidance on matters where its experience may be useful, upon request by the President, Board of Governors, and other units of the Society.

B5.2.8.2 The Committee of Past Presidents shall select its own Chair and Vice Chair. Its membership shall consist of all living Past Presidents, unless the Board of Governors, Executive Committee or Ethics Committee makes a finding that results in the censure, expulsion, suspension or other disciplinary action of a Past President involving the following conduct:

(a) violation or attempted violation of the Society Policies with respect to Ethics, Code of Conduct or Discrimination and Discriminatory Harassment, knowingly assisting or inducing another to violate or attempt to violate the Society Policies with respect to Ethics, Code of Conduct, or Discrimination and Discriminatory Harassment, or doing so through the acts of another;

(b) illegal conduct that adversely reflects on the Past President's honesty, trustworthiness or fitness to serve ASME in a position of trust;

(c) conduct involving breach of fiduciary duty, dishonesty, fraud, deceit or misrepresentation; or

(d) other conduct that is or reasonably could be harmful to the reputation and administration of the Society.

Disciplinary action for conduct described in B5.2.8.2 (a) through (d) shall render a Past President ineligible for membership on the Committee of Past Presidents and shall result in the expulsion from the Committee of any current member of the Committee of Past Presidents.

B5.2.9.1 The Audit Committee, under the direction of the Board of Governors, shall have responsibility for overseeing the accounting and financial reporting process of the Society and the audit of its financial statements and report its activities to the Board. The Committee will be responsible for overseeing the adoption and implementation of, and compliance with, the Society Policies on whistleblowers and conflicts of interest. The Committee will annually consider the performance and independence of the independent auditor and recommend retaining or renewing the retention of the independent auditor to the Board. The Committee will liaise with the independent auditor prior to the commencement of the audit and upon completion of the audit, review and discuss the audit results and any related management letter with the auditor, including:

(a) any material risks and weaknesses in internal controls identified by the auditor;

(b) any restrictions on the scope of the auditor's activities or access to requested information;

(c) any significant disagreements between the auditor and management; and

(d) the adequacy of the Corporation's accounting and financial reporting processes.

B5.2.9.2 The Audit Committee shall consist of three current Elected Governors- (serving staggered terms on the Board) who serve as voting members. The Committee membership is determined by the Board of Governors and consists solely of "independent" members of the

Board as defined under Section 102(a) (21) of the New York Not-for-Profit Corporation Law. The Chair shall be the senior Governor and the Vice Chair shall be the second-most senior Governor.

The Treasurer shall be an ex officio member of the Committee without vote. The Chief Financial Officer and the Assistant Treasurer shall be ex officio members of the Committee without vote. The President shall nominate an incoming first-year Elected Governor for appointment by the Board. The Governors shall serve a three year term unless their term on the Board of Governors expires earlier than three years.

- B5.2.10.1 The Philanthropy Committee, under the direction of the Board of Governors, shall have responsibility for advising the Board of Governors and assisting the Society in connection with fundraising activities and philanthropic programs carried out using the Society's name or other resources.
- B5.2.10.2 The Philanthropy Committee shall select its own Chair and Vice Chair. The ASME Executive Director/CEO, the ASME Managing Director of Philanthropy and the ASME Managing Director of Programs shall be ex officio members of the Committee without vote. Other members shall be determined by the Board of Governors. The President may select a Governor to serve as Liaison to the Committee during their Presidential term.
- B5.2.11.1 The Diversity, Equity and Inclusion Strategy Committee, under the direction of the Board of Governors, shall have responsibility for providing insight and advice into promoting diversity, equity and inclusion within ASME and mechanical engineering.
- B5.2.11.2 The Diversity, Equity and Inclusion Strategy Committee shall select its own Chair and Vice Chair. Its membership shall be determined by the Board of Governors. The President may select a Governor to serve as Liaison to the Committee during their Presidential term.
- B5.2.12.1 The Industry Advisory Board, under the direction of the Board of Governors, shall have responsibility for providing a voice for industry within ASME through the communication of the needs of engineers that are engaged in industry.
- B5.2.12.2 The Industry Advisory Board shall select its own Chair and Vice Chair. Its membership shall be determined annually by the Board of Governors. The President may select a Governor to serve as Liaison to the Board during their Presidential term.
- B5.2.13.1 The Volunteer Orientation and Leadership Training Academy, under the direction of the Board of Governors, shall have responsibility for developing ASME's volunteer leadership. VOLT's programmatic offerings extend to volunteers serving throughout the Society at all levels.
- B5.2.13.2 The Volunteer Orientation and Leadership Training Academy shall select its own Chair and Vice Chair. Its membership shall be determined by the Board of Governors. The President may select a Governor to serve as Liaison to the Academy during their Presidential term.

B5.2.14.1 The History and Heritage Committee, under the direction of the Board of Governors, shall have responsibility for the Historic Mechanical Engineering Landmark Program, maintaining records of notable mechanical engineering achievements and personalities, and other history and heritage activities within ASME and mechanical engineering.

B5.2.14.2 The History and Heritage Committee shall select its own Chair and Vice Chair. Its membership shall be determined by the Board of Governors. The President may select a Governor to serve as Liaison to the Committee during their Presidential term.

#### **B5.6 MEMBER DEVELOPMENT AND ENGAGEMENT SECTOR**

B5.6.1.1 The Member Development and Engagement Sector, under the direction of the Board of Governors, is responsible for providing governance for professional sections, student sections, and membership development. ~~The Member Development and Engagement Sector will maintain a current Sector Operation Guide that will contain operational details of the Member Development and Engagement Sector that are not in these By-Laws.~~

Deleted: , and the Old Guard Committee

B5.6.1.2 The Member Development and Engagement Sector shall be led by a Council that consists of the following voting membership: a Senior Vice President as Chair; Chair, North American Regions; Chair, International Regions; Chair, Student Sections; Communications and Tools Coordinator; Membership Development Coordinator; Finance Coordinator; and up to two members-at-large. The Director, Section Support is a non-voting member of the Council.

Deleted: Chair, Old Guard Committee;

B5.6.1.3 The incoming Senior Vice President, Member Development and Engagement shall be nominated by the Member Development and Engagement Council from among its past or present volunteer members for appointment by the Board of Governors for a term of three years. In the event that a past or present volunteer member is not available from the Member Development and Engagement Council, then the Council shall defer to the Board of Governors for the selection.

B5.6.2.1 The following Committees will report directly to the Member Development and Engagement Council: the North America Regions Committee, the International Regions Committee, and the Student Sections/Early Career Engagement Committee.

B5.6.2.2 The North American Regions Committee, under the direction of the Member Development and Engagement Council, is responsible for the activities of the North American Sections. The Committee shall consist of the Chair, North American Regions, appointed by the Senior Vice President to a term of three years and the Northeast, Southeast, Midwest, Northwest, and Southwest Region Leaders.

B5.6.2.3 The International Regions Committee, under the direction of the Member Development and Engagement Council, is responsible for the activities of the Sections outside North America. The Committee shall consist of the Chair, International Regions, appointed by the Senior Vice President to a term of three years and the Asia-Pacific; Europe; Latin America and Caribbean; and Middle East and Africa Region Leaders.

B5.6.2.4 The Student Sections/Early Career Committee, under the direction of the Member Development and Engagement Council, is responsible for coordinating the Sector's activity with the Student and Early Career Development Sector. The Committee shall consist of the Chair, Student Sections, appointed by the Senior Vice President to a term of three years, and the Student Section Advisory Committee Chair, the Student Leader Training Chair, and the Early Career Programs Chair.

B5.6.2.5 The members-at-large shall be appointed by the Board of Governors as recommended by the Member Development and Engagement Sector Council. The term of the members-at-large shall be up to three years.



**ASME Board of Governors  
Agenda Item  
Cover Memo**

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**Date Submitted: March 29, 2023  
BOG Meeting Date: April 19, 2023**

**To: Board of Governors  
From: Committee on Organization and Rules  
Presented by: Emily Boyd  
Agenda Title: Proposed Changes to By-Law B5.4**

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**Agenda Item Executive Summary:**

The proposed changes to B5.4 reflect the merger of two advisory bodies: the Energy and Environmental Standards Advisory Board (EESAB) and the Board on Strategic Initiatives (BSI). The merged group will be the Technical and Strategic Advisory Board (TSAB).

**Proposed motion for BOG Action:**

To approve for first reading changes to By-Law B5.4.

**Attachments:** Document attached.

### B5.4 STANDARDS AND CERTIFICATION SECTOR

B5.4.1.1 The Standards and Certification Sector, under the direction of the Board of Governors, is responsible for the activities of the Society relating to codes and standards, including related conformity assessment programs. The Standards and Certification Sector will maintain a current Sector Operation Guide that will contain operational details of the Standards and Certification Sector that are not in these By-Laws.

B5.4.1.2 The Standards and Certification Sector shall be led by a Council on Standards and Certification (CSC) that consists of the following voting membership: a Senior Vice President as Chair; ~~a~~ Vice Chair; no more than twelve members-at-large; the Chairs for the following Boards: Standardization and Testing, Nuclear Codes and Standards, Pressure Technology Codes and Standards, Safety Codes and Standards, Conformity Assessment, ~~Hearings and Appeals~~ and the ~~Technical and Strategic~~ Advisory Board. The nonvoting membership of the Council shall include ASME staff as appointed by the Executive Director/CEO.

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**Deleted:** Energy and Environmental Standards

**Deleted:** consist of the Associate Executive Director and the Managing Directors, Standards and Certification.

B5.4.1.3 The incoming Senior Vice President of Standards and Certification shall be nominated by the Council on Standards and Certification from among its past or present Board Chairs and members-at-large for appointment by the Board of Governors for a term of three years. In the event that a past or present Board Chair or member-at-large is not available from the Council on Standards and Certification, then the Council shall defer to the Board of Governors for the Senior Vice President selection. Board Chairs who have been elected to a term that extends more than one year into a new term of the Senior Vice President of Standards and Certification are not eligible to become the Senior Vice President.

B5.4.1.4 The twelve members-at-large and the CSC Vice Chair, shall be appointed by the Board of Governors, as recommended by the Council on Standards and Certification. The term of each member-at-large and CSC Vice Chair, shall be three years, with the terms of one-third of the members-at-large ending at the close of the second Business Meeting of the fiscal year.

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B5.4.2.1 The following Boards will report directly to the Council on Standards and Certification: Board on Standardization and Testing, Board on Nuclear Codes and Standards, Board on Pressure Technology Codes and Standards, Board on Safety Codes and Standards, Board on Conformity Assessment, ~~Technical and Strategic~~ Advisory Board, Board on ~~Council~~ Operations, and the Board on Hearings and Appeals.

**Deleted:** Energy and Environmental Standards

**Deleted:** Codes and Standards

**Deleted:** , Board on Strategic Initiatives

B5.4.2.2 The Boards on Standardization and Testing; Nuclear Codes and Standards; Pressure Technology Codes and Standards; Safety Codes and Standards; and Conformity Assessment shall supervise the development of codes and standards within their respective charters, including the development of conformity assessment criteria for applicable codes and standards. The Board on Conformity Assessment shall also supervise the administration of conformity assessment programs. The ~~Technical and Strategic~~ Advisory Board, ~~under the direction of the Council on Standards and Certification, will consider and evaluate products and services and make recommendations to the relevant Boards and business units~~

**Deleted:** Energy and Environmental Standards

[while collaborating with the Strategy Office.](#) The Board on **Council** Operations shall approve on behalf of the Council, matters of procedures and personnel, and shall advise the Council on operational matters, including honors, information services, legal considerations, continuous improvement, and planning. The Board on Hearings and Appeals shall be a forum for appeals resulting from grievances related to procedural due process in codes, standards, accreditation, registration, and certification activities.

**Deleted:** shall coordinate initiation of new Standards and Certification products and services addressing global energy and environmental needs

**Deleted:** Codes and Standards

**Deleted:** The Board on Strategic Initiatives shall advise the Council on trends, implications, strategic issues and planning.

B5.4.2.3 The Boards on Standardization and Testing; Nuclear Codes and Standards; Pressure Technology Codes and Standards; Safety Codes and Standards; **Conformity Assessment and the Technical and Strategic Advisory Board** shall each consist of a Chair; one or more Vice Chairs, and a membership, as determined by the Council on Standards and Certification. The Board on **Council** Operations shall consist of the Vice Chair of the Council on Standards and Certification as Chair, the Chair of the Board on Hearings and Appeals as Vice Chair, and a membership, as determined by the Council on Standards and Certification. The Board on Hearings and Appeals shall consist of a Chair, and a membership as determined by the Council on Standards and Certification.

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**Deleted:** The Energy and Environmental Standards Advisory Board shall consist of a Chair, a Vice Chair, and a membership, as determined by the Council on Standards and Certification.

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**Deleted:** , Operations

**Deleted:** The Board on Strategic Initiatives shall consist of the Vice Chair, Strategic Initiatives of the Council on Standards and Certification as Chair, a Vice Chair, and a membership, as determined by the Council on Standards and Certification.



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

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Date Submitted:	March 29, 2023
BOG Meeting Date:	April 19, 2023
To:	Board of Governors
From:	Committee on Organization and Rules
Presented by:	Emily Boyd
Agenda Title:	Changes to Society Policy P-5.2

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Agenda Item Executive Summary:

Modifications to Society Policy P-5.2 reflect current practices.

Proposed motion for BOG Action:

To approve changes to Society Policy P-5.2

Attachment(s): Society Policy changes.



P-5.2  
2/15

## SOCIETY POLICY

### STUDENT MEMBERSHIP AND ESTABLISHMENT OF ASME STUDENT SECTIONS

#### I. PREFACE

- A. Article C3.1.7 of the Constitution states: "A Student Member shall be a student regularly enrolled and working towards a degree in an approved curriculum, or towards an engineering degree in a regionally accredited institution."
- B. By-Law B3.1.7 states: "An approved curriculum is one which leads to a degree in engineering or engineering technology."
- C. The Member Development and Engagement Council (MDE) may authorize the organization of a student section in any school having an approved curriculum and upon completion of the required documents as part of the student section application.

Deleted: Student Section Enterprise Committee (SSEC)

Deleted: Startup

#### II. PURPOSE

- A. Policies.
  - 1. To define the policy of ASME relating to student membership.
  - 2. To define the policy of ASME relating to student sections.
- B. Procedures.
  - 1. To establish the procedure for attaining student membership.
  - 2. To establish the procedure for establishing student sections.
  - 3. To establish the procedures for appointment of advisors for student sections.
  - 4. To establish the procedures for the selection of student section leaders.
  - 5. To establish the procedures for suspension or withdrawal of student section charter.

Commented [DJS1]: The use of the term "officers" is reserved for ASME Society-level officers.

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III. POLICY

A. Attainment of Student Membership

1. A student regularly enrolled in an approved curriculum is eligible for student membership.
2. Any student regularly enrolled in a two-year pre-engineering curriculum which is equivalent to the pre-engineering part of an approved curriculum is eligible for student membership.

B. Establishment of student sections

1. An ASME student section may be established in any school having an approved curriculum leading to a degree in engineering or engineering technology.
2. An ASME student section may be established in any school having a two-year regionally accredited pre-engineering curriculum which is equivalent to the pre-engineering part of an approved curriculum.

IV. PROCEDURE

A. Attainment of Student Membership

1. A student enrolled in an approved curriculum may submit an application for student member status. Once approved by the ASME Membership Staff, the student's name will be placed on the rolls of the Society, and the student will be informed of the membership status.

B. Establishment of Student Sections

1. Procedures for the establishment of a student section at a school are available in the current Student Section Handbook.

C. Student Section Governance

1. Student Section Leaders  
Annually, each student section shall select leaders including a chair and a governing body of at least three Student Members. Additional leaders may be selected or appointed by the governing body.

2. Student Section Advisors

Upon the recommendation of a student section, the Mechanical Engineering Department Head shall designate a student section advisor (SSA). In instances where the SSA is unable to continue their term, a new

Commented [DJS2]: There will be a hyperlink in the document

Deleted: shall be described in the Board on Student Programs Operation Guide and also in the Student Section Enterprise (SSE) document on Startup student section applications available on ASME.org.

Deleted: Officers

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Deleted: The term of the SSA will be three years and renewable upon recommendation by the Student Section Enterprise leadership and the ME Department Head. In

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SSA will be appointed by the ME Department Head. The student section advisor is a member ex officio of the governing body of the student section.

**Deleted:** for a renewable term of three years

**Deleted:** Upon the concurrence of the Chair of the Board on Student Programs and the ASME staff, a corporate member of the Society can be appointed as SSA for a one-year term, renewable at the discretion of the SSEC for up to a three-year term. The student section advisor is a member ex officio of the

If the institution does not have a department of mechanical engineering, the academic administrator in charge of the mechanical engineering program shall assume the department head's responsibilities described above.

**Deleted:** In the event neither a corporate ASME member nor a faculty member can be found to serve as student section advisor, the ME Department Head may request a one-year waiver of this requirement from the Board on Student Programs.

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D. Suspension or Withdrawal of Student Section Charters

1. The MDE shall have the authority to suspend the student section if the student section is inactive for three consecutive years.

**Deleted:** Student Section Enterprise Committee

**Deleted:** make a recommendation through its Chair to the Board on Student Programs to suspend the student section if

2. A student section will be considered inactive if it meets the following conditions: 1) No student section activity report is received at the end of the school year and 2) the student section does not update the student section leadership by the end of the school year.

**Deleted:** in any 5 years

After three consecutive years if there is no response to correspondence from ASME headquarters from an SSA, department head or student section leader, the student section will be considered inactive.

**Deleted:** A warning will be issued to the student section leadership (SSA, student section chair and ME Department Head) after one year of inactivity. A follow-up letter suggesting possible suspension of the student section charter will be sent to the student section leadership (Chair and the student section advisor) with a copy to the ME Department Head. If no corrective action is taken by the end of the third year, the section will be suspended for a year or until a startup application is submitted again with the required documents. Any deactivated section that applies for re-activation will not be eligible for the startup student section grant.

3. ASME may withdraw the charter of a student section for cause by the Board of Governors for a specified period of time, including but not limited to failure to abide by ASME By-Laws and Society Policies. At the end of that specified period of time the student section could be reinstated using the provisions in the Student Section Handbook.

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Responsibility: Member Development and Engagement Sector

Reassigned from Student and Early Career Development Sector- Board on Student Programs

Reassigned from Knowledge and Community Board

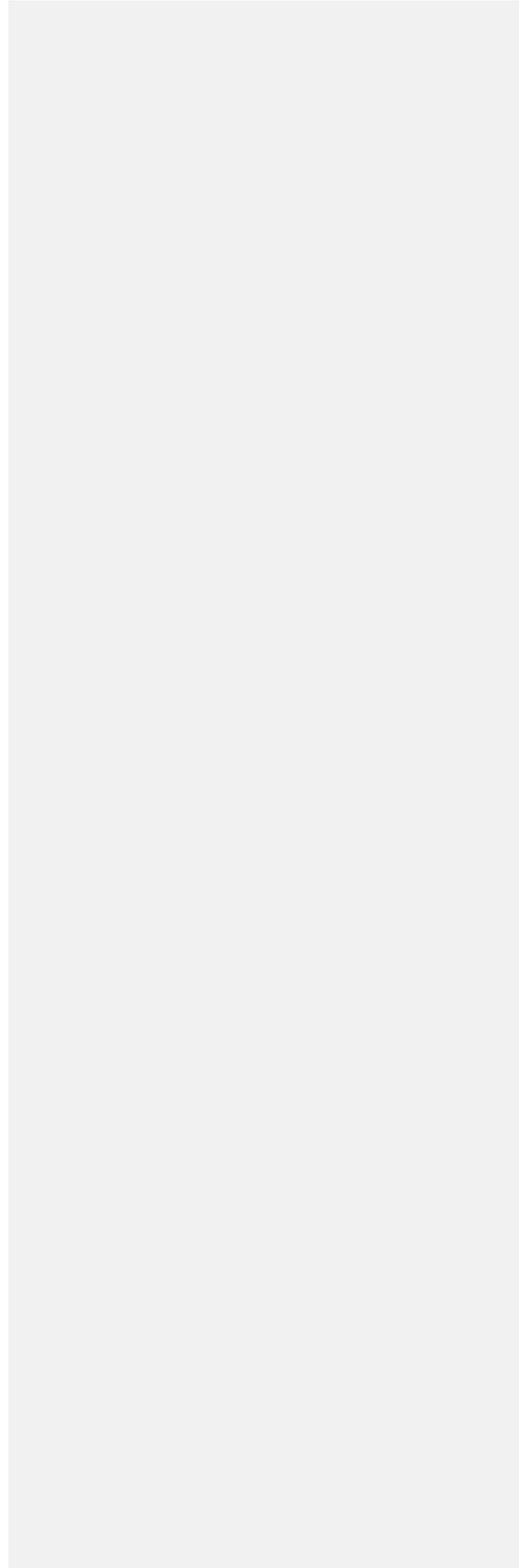
Adopted: June 10, 1963

Revised:  
December 3, 1970  
June 18, 1975  
February 23, 1978  
June 25, 1980  
December 13-14, 1984  
June 14, 1985  
(editorial changes 7/86)  
(editorial changes 4/89)  
(editorial changes 9/89)

4

P-5.2  
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March 15, 1991  
June 13, 1991  
June 18, 1992  
September 17, 1992  
November 10, 1994  
March 17, 1995  
June 9, 1999  
(editorial changes 11/01)  
(editorial changes 6/02)  
September 13, 2003  
June 1, 2005  
(Editorial Changes 7/2012)  
February 12, 2015





## Board of Governors Meeting Agenda Item Cover Memo

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Date Submitted:	March 23, 2023
BOG Meeting Date:	April 19, 2023
To:	Board of Governors
From:	William Garofalo, Chief Financial Officer
Presented by:	William Garofalo
Agenda Title:	YTD Financial Update

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Agenda Item Executive Summary:

A YTD financial update will be provided.

Proposed motion for BOG Action:

**None**

Attachment(s):

**None**



## Board of Governors Meeting Agenda Item Cover Memo

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<b>Date Submitted:</b>	March 30, 2023
<b>BOG Meeting Date:</b>	April 19, 2023
<b>To:</b>	Board of Governors
<b>From:</b>	Hind Hajjar, ECLIPSE Intern
<b>Presented by:</b>	Hind Hajjar
<b>Agenda Title:</b>	ECLIPSE Intern Report

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### Agenda Item Executive Summary:

Update on the Board of Governors ECLIPSE intern project and ECLIPSE class project.

**Proposed motion for BOG Action: None**

**Attachment(s):** PowerPoint Presentation

# Capturing the volunteering landscape at ASME to lower barriers to volunteering

ECLIPSE Class 2023

## Project



*ASME relies on volunteers to share their expertise in the service of standards development, dissemination of technical knowledge and improving safety and the quality of life.*

- ASME has a committed network of volunteers serving across the organization, but it's not always easy for prospective volunteers to find a way in.
- Meanwhile, some ASME volunteer units struggle to find new volunteers to serve in their committees and groups or to keep loyal volunteers engaged

## Purpose



Identify and interview currently engaged volunteers and past volunteers who stopped being active to map volunteer pathways and increase volunteer engagement

## Desired Outcome

- Map diverse volunteer pathways at ASME and new pathways if we come across them in our research/survey
- Share recommendations on how to promote opportunities to the right audiences
- Share best practices for retaining volunteers from successful groups
- Identify top barriers with respective ideas on how to address them

# Transition for international members from student to ECE membership Challenges & Best practices

Hind Hajjar, BOG ECLIPSE Intern  
ECLIPSE Individual Project



## Board of Governors Meeting Agenda Item Cover Memo

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Date Submitted:	March 23, 2023
BOG Meeting Date:	April 19, 2023
To:	Board of Governors
From:	Susan Ipri Brown, Andy Bicos and Wolf Yeigh
Presented by:	Susan Ipri Brown, Andy Bicos and Wolf Yeigh
Agenda Title:	Membership and Engagement Update

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Agenda Item Executive Summary:

Governors Ipri Brown, Bicos and Yeigh will provide information on current conversations about membership and engagement.

Proposed motion for BOG Action: **None**

Attachment(s): **None**



## Board of Governors Meeting Agenda Item Cover Memo

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Date Submitted:	March 30, 2023
BOG Meeting Date:	April 19, 2023
To:	Board of Governors
From:	Rick Marboe, BOG Liaison to the VOLT Committee
Presented by:	Rick Marboe
Agenda Title:	Report of the BOG Liaison to the VOLT Committee

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### Agenda Item Executive Summary:

At every Board meeting, a mini report will be provided from a committee that reports to the Board. The report is provided by the Board Liaison to that committee.

This 10-minute presentation will offer a high-level update/overview of the committee's work.

Proposed motion for BOG Action: None

Attachment(s): PowerPoint Presentation



# Update on Volunteer Orientation and Leadership Training (VOLT) Academy

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Rick Marboe, BOG Liaison to VOLT  
Board of Governors Meeting  
April 19, 2023

## B5.2.13.1

*“...responsibility for developing ASME’S volunteer leadership. VOLT’s programmatic offerings extend to volunteers serving throughout the Society at all levels.”*

### Executive Committee Members:

- Chair – Callie Tourigny
- Vice Chair, ECLIPSE - Emily Woodsby
- Vice Chair, Operations - Johné Parker
- Vice Chair, Programs - Marc Santos
- Members at Large (8)- Emily Boyd, Brandon Graham, Alma Martinez Fallon, Siddharth Jadeja, Mary Lynn Realff, Sam Sanders, Perry Wood, Merya Zogheib
- Immediate Past Chair – Howard Berkof
- Sr. Manager, Vol Leadership Development & Diversity – Clare Bruff

### Subcommittees & Teams:

- ECLIPSE Internship Committee
- ECLIPSE Alumni Group
- Program teams for:
  - Cross-Sector Collaboration Accelerator
  - New Chair Orientation & Training
  - Volunteer Leadership Pathway

# Volunteer Orientation & Leadership Training

Cross-Sector  
Collaboration  
Accelerator

ECLIPSE

New Chair  
Orientation &  
Training

Volunteer  
Leadership  
Pathway

Workshops

Other training  
offered on  
request

# Cross-Sector Collaboration Accelerator

- Held annually for approximately 20 emerging volunteer leaders – Nominated by SVPs - those likely to move into a leadership role within 2 years.
- Purpose is to expose these volunteers to the enterprise breadth of ASME and help them build connections across ASME's volunteer community
- Year 3 of reworked virtual program is scheduled for May 2023
- Blend of large group, small group, and asynchronous learning with group projects on ASME challenges

# Volunteer Leadership Pathway

- Guides ASME volunteers through a **leveled progression** for training, experience, and leadership development to enhance their preparedness as ASME volunteers and professionals
  - **Position-based** training to prepare for and succeed in specific volunteer roles
  - **Chronological** training tailored to where volunteers are in their life/career paths
  - **Competency-based** training to develop skills in specific areas
- Focus in first 2 years of pilot program has been on **mentoring** - 16 Mentee and 13 Mentor participants across two pilot years
- Looking to a full program launch in FY24
- NOTE - Other elements will not be as impactful for matching individual leadership capabilities and ASME needs until Salesforce is configured to **track individual accomplishments** in the member profile

# ECLIPSE

- Current class group project on understanding volunteer pathways and the volunteer landscape in ASME is aligned with other VOLT activities and BOG priorities
- Incoming class of 6 interns will begin the program at the Annual Meeting
- ECLIPSE Alumni group is encouraging continued engagement

# New Chair Orientation & Training

- The New Chair and Volunteer Leader Orientation and Training is held annually in late summer for incoming chairs/chairs elect of committees and divisions and other volunteer leaders across the society.
- The purpose is to orient volunteers on ASME and its structure and to provide them with training that will help them in their leadership roles.

# Workshops

- VOLT offers periodic workshops on a range of topics of general interest to volunteers
- Workshops have been virtual only since June 2020
- Most recent workshop topic was "Making It Easier to Talk About Race," held in December 2022
- Committee is rethinking workshop format, topics, and offering frequency as many meetings are returning to in-person and Zoom fatigue is rising



## **ASME Board of Governors Agenda Item Cover Memo**

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**Date Submitted:** April 3, 2023

**BOG Meeting Date:** April 19, 2023

**To:** Board of Governors (BOG)

**From:** Jeff Patterson

**Presented by:** Jeff Patterson

**Agenda Title:** FY23 Q3 Enterprise Goals Performance

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### **Agenda Item Executive Summary:**

During the Open Session, Jeff Patterson will present an update on FY23 Enterprise Goals performance through Q3.

### **Purpose of the presentation:**

Information only.

### **Attachments:**

FY23 Q3 Enterprise Goals Performance Update

# FY23 Enterprise Goals Performance Through Q3

Jeff Patterson, Chief Operating Officer

Board of Governors Meeting

April 19, 2023

# FY23 Enterprise Goals Performance Through Q3

#	FY2023 Enterprise Goals	ET Owner	Q1	Q2	Q3	Q4	Executive Commentary
1	Culture & Workforce Transformation (WfX)	Johnson & Clouden	On Track	On Track	On Track		At the end of Q3, 11 workstreams focused on attracting, developing, retaining, and engaging a highly performing ASME staff are progressing well towards FY23 milestones. The Q3 efforts of these workstreams included the finalized recommendations for Hybrid Workplace, closeout of the Enterprise Training recommendations and roadmap, start of an RFP process for prospective Alternative Talent Sources vendors, trainings for Portfolio Rationalization and Sunsetting, onboarding of a vendor to support Strategic Communications, and continued progress across the other workstreams. Findings from the Voice of Employee workstream indicated a strong correlation between employee satisfaction and engagement on Enterprise Goals. The Central Transformation Function continues to make extensive progress on tools and processes to streamline enterprise goals formation and management. The Culture of Innovation workstream has completed the vast majority of its work for the FY after evaluating 10 accelerator submissions and selecting three to fund moving forward. This Enterprise Goals is currently projected to finish at Upper Threshold by the end of the FY.
2	Customer Experience (CX): Engineer's Lifelong Journey (ELJ)	Patterson	On Track	On Track	On Track		8 of 8 workstreams have completed Q3 deliverables and are forecasted to complete final FY23 deliverables on time. -The CX Steering team has submitted V1 of the draft budget, enterprise goals, and a project intake form. We have also scheduled all 25 current state documentation training workshops. -The digital badging pilot launched its first pilot badge to 53 ASME Educators (L&D instructors and course developers). -The credentials pilot team designed and launched the new and improved ASME.org page for the GDTP Personnel Certification Page on ASME.org and sent an email campaign to 1,378 previous L&D GD&T learners. -The community engagement center created process maps and clarified technology solutions. -The Membership Career Development Pilot, backed by a customer journey mapping project and a DX-enabled marketing campaign, launched paid digital campaigns and automated email nurture streams for the Career Guide; monitoring on-going campaign performance and site traffic via regular analytics reporting, and is researching customer behavioral and feedback data, including content, benefits, member conversions, and areas for improvement.
3	Digital Transformation (DX)	Patterson	On Track	On Track	On Track		Significant progress was made across all three goal areas in Q3, with 9 of 11 workstreams meeting quarterly milestones, including: Transformation Playbook: Template completed; Salesforce Release: Enhancements made to Donor Search & CIAM; Digital Commerce: Decision made to use the Salesforce platform, implementation vendor RFP created [accounts for 3 workstream milestones]; Committee Management: RFP & vendor selection; Data & Program Governance: Implementation of the tool to consolidate account information in progress; SF Adoption: Trailhead Training Tracker Tool selected, Trailhead curriculum by roles draft initiated,; Draft Business Continuity/Disaster Recovery plan document review in progress for Q4 finalization. Forecasting the overall Digital Transformation program as on track to hit "target" level for FY23.
4	Diversity, Equity & Inclusion (DEI)	Clouden	On Track	On Track	On Track		The DEI Goal comprises 5 workstreams. All workstreams are on track to meet the FY23 targets. Strategic Planning & Visioning is reporting slight delays to their Q3 goals but remains on track for the year. Training is being rolled out to the DEI workstreams and ambassadors, a 5-year training plan is being drafted and meetings are being kicked off to discuss DEI progress, themes, and challenges or opportunities with key business units. An Employee Resource Group (ERG) Workshop was held with 137 ASME staff participants. The Data Metric & Analytics completed its goal early and team members have been rolled into other workstreams.
5	Financial Sustainability	Costabile	On Track	On Track	On Track		Financial commentary to follow during the quarter close process



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

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Date Submitted:	March 23, 2023
BOG Meeting Date:	April 19, 2023
To:	Board of Governors
From:	Michael Johnson, Chief Strategy Officer
Presented by:	Michael Johnson
Agenda Title:	BOG Planning Meeting

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Agenda Item Executive Summary:

A brief overview will be provided regarding the content of the BOG Planning Meeting scheduled for July 2023.

Proposed motion for BOG Action: None

Attachment(s): None

**ASME Board of Governors  
Agenda Item  
Cover Memo**

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**Date Submitted: April 19, 2023  
BOG Meeting Date: April 19, 2023**

**To: Board of Governors  
From: Committee on Organization and Rules  
Presented by: Jared Oehring  
Agenda Title: Establishment of the Committee on Sustainability**

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**Agenda Item Executive Summary:**

The proposed change to B5.2 establishes the Committee on Sustainability.

**Proposed motion for BOG Action:**

To approve for first reading changes to By-Law B5.2.

**Attachments:** Document attached.

## B5.2 SECTORS AND COMMITTEES REPORTING TO THE BOARD OF GOVERNORS

B5.2.1 The sectors reporting to the Board of Governors shall be the Member Development and Engagement Sector, the Standards and Certification Sector, the Technical and Engineering Communities Sector, the Public Affairs and Outreach Sector and the Student and Early Career Development Sector.

Each sector shall be led by a council. The council of each sector shall consist of such voting members as specified in the sector By-Laws. Individuals, as may be required or designated pursuant to any statute, regulation, or court order or consent decree may also be voting or non-voting members of a sector council. A member of the senior staff of the sector, if any, may be a voting member of the sector council. The sector council may designate both volunteer and staff non-voting members.

The duties and responsibilities of the sectors shall be as designated from time to time by the Board of Governors. Each sector shall maintain its own operation guide as prescribed by Society Policy. Each sector shall be chaired by a senior vice president who shall serve a term of three years. Additional service as the same senior vice president may occur after an interruption of one or more years or following a partial term. Senior vice presidents shall attend meetings of the Board of Governors without vote.

B5.2.2 The following Standing Committees shall report to the Board of Governors and shall be appointed by the Board as determined in the By-Laws: Executive Committee, Committee on Organization and Rules, Committee on Finance, Audit Committee, Committee on Executive Director/CEO Evaluation and Staff Compensation, Committee on Honors, Committee of Past Presidents, Philanthropy Committee, Diversity, Equity and Inclusion Strategy Committee, Industry Advisory Board, ~~Volunteer Orientation and Leadership Training Academy~~, ~~and Committee on Sustainability~~. Each Standing Committee shall maintain its own operation guide as prescribed by Society Policy. If a Standing Committee includes individuals who are not Governors, it is not a committee of the Board and may not bind the Board.

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B5.2.3.1 The Executive Committee shall act on behalf of the Board of Governors between Board of Governors meetings, its authority limited to those matters specifically provided for in these By-Laws and specifically delegated to it, consistent with applicable law, by the Board of Governors from time to time. All such actions shall be ratified by the Board of Governors at its next scheduled meeting. The Executive Committee shall have responsibility to accept grants, gifts or bequests in accordance with By-Law B4.4.4. The Executive Committee shall meet from time to time as deemed necessary by the Committee. The Executive Committee shall have responsibility for overseeing ASME's scholarship program and history and heritage program.

B5.2.3.2 The President will serve as Chair of the Executive Committee. One Elected Governor from each class, who is selected by closed written ballot by the Board of Governors at the Board's first meeting of the fiscal year, shall constitute the remaining voting members of the Executive Committee. If a round of closed written balloting shall fail to produce a majority vote of those present and constituting a quorum in support of a Governor, the lowest vote-getter shall be removed from the ballot for one or more subsequent rounds of closed written balloting until a single candidate shall receive a majority vote of those present and constituting a quorum. If a round of closed written balloting shall produce a tie, the tie shall be broken by a drawing of straws by the tied candidates, and the

candidate who draws the shorter or shortest straw shall be removed from the ballot for one or more subsequent rounds of closed written balloting until a single candidate shall receive a majority vote of those present and constituting a quorum. The Executive Director/CEO is a non-voting member of the Executive Committee.

- B5.2.4.1 The Committee on Organization and Rules, under the direction of the Board of Governors, shall have responsibility for ensuring that the Society is organized and supplied with qualified leadership to serve the current and anticipated future needs of the membership, and shall reexamine regularly the Constitution, By-Laws and Policies of the Society.
- B5.2.4.2 The Committee on Organization and Rules shall select its own Chair and Vice Chair. Its membership shall be determined by the Board of Governors. The President may select a Governor to serve as Liaison to the Committee during their Presidential term.
- B5.2.5.1 The Committee on Finance, under the direction of the Board of Governors, shall have responsibility for supervising the financial affairs of the Society and supporting the Board and its committees by conducting an annual review of the Society's budgets.
- B5.2.5.2 The Committee on Finance shall consist of four members-at-large (serving staggered terms on the Committee), the Treasurer, the Chief Financial Officer and the Assistant Treasurer, if any. At least one but not more than two at-large members shall have previously served on the Board of Governors. At the first meeting of the fiscal year, the Committee shall select its Chair from among its members-at-large.

The Treasurer shall be an ex officio member of the Committee with vote and shall serve as Vice Chair. The Chief Financial Officer and the Assistant Treasurer, if any, shall be ex officio members of the Committee without vote. The Committee shall nominate candidates for the member-at-large positions for appointment by the Board of Governors. The term of the members-at-large shall be three years. A member-at-large can serve no more than two consecutive terms (or a total of six years) without a break of at least two years. The President may select a Governor to serve as Liaison to the Committee during their Presidential term.

- B5.2.6.1 The Committee on Executive Director/CEO Evaluation and Staff Compensation, under the direction of the Board of Governors, shall have responsibility for making recommendations to the Board regarding the Executive Director/CEO's performance planning and evaluation and for making recommendations to the Board regarding the Executive Director/CEO's compensation, including salary and bonus recommendations.

The Committee shall also have the responsibility to advise the Board of Governors on activities of the Society's staff regarding: staff compensation, including bonus programs; and staff and retiree benefit programs. The Committee will also be responsible for staff related Society Policies P-7.1, (Recognition of Staff Members - 5 Years or More of Service) and P-7.2, (Staff Employment Guidelines).

In addition, the Committee has oversight responsibilities for the Retirement Plan Committee.

- B5.2.6.2 The Committee on Executive Director/CEO Evaluation and Staff Compensation shall consist of the President, and three current Elected Governors (serving staggered terms on the Board). The President shall nominate an incoming first year Elected Governor for appointment by the Board. The President shall serve as an ex officio member of the Committee with vote. The Chair shall be the senior Governor and the Vice Chair shall be the second-most senior Governor. The Elected Governors shall serve a three year term

unless their term on the Board of Governors expires earlier than three years.

- B5.2.6.3 The Retirement Plan Committee, under the direction of the Committee on Executive Director/CEO Evaluation and Staff Compensation, shall have responsibility, as specified in the ASME Thrift Plan, the ASME Defined Contribution (DC) Plan, the ASME 457(b) Plan, and the ASME 401(k) Plan documents, including to act as Plan Administrator and Named Fiduciary for such plans and assume such responsibilities as developing investment policy statements, selecting and monitoring investment choices, benchmarking Plan administration expenses and investment plan administrators performance and selecting, appointing and retaining plan investment, governance and plan administration compliance advisors, as well as having the power to make ministerial and technically required plan amendments.

The Retirement Plan Committee shall consist of four members: two members of the Executive Management Team, one member of the Human Resources Department and one Volunteer member selected by the EDESC. The three staff members will be nominated by the Executive Director/CEO and appointed at the discretion of the EDESC.

The ASME Staff members of the Committee may be members with vote for as long as they hold the positions described in this By-Law B5.2.6.3.

- B5.2.7.1 The Committee on Honors, under the direction of the Board of Governors, shall have responsibility for recommending properly selected candidates for honors, medals, Honorary Members, and awards, and as required shall recommend recipients of joint awards, all subject to approval by the Board of Governors. However, the Board may delegate to the Committee on Honors the power to approve candidates for any honor, medal or award other than Honorary Member or ASME Medalist.
- B5.2.7.2 The Committee on Honors shall select its own Chair and Vice Chair. Its membership shall be determined by the Board of Governors. The Chair of the General Awards Committee shall be an ex officio member with vote. The President may select a Governor to serve as Liaison to the Committee during their Presidential term.
- B5.2.7.3 The General Awards Committee, under the direction of the Committee on Honors, shall seek candidates for all honors and awards except Honorary Members, the ASME Medal, and group-level awards, and shall screen nominations and make recommendations to the Committee on Honors.
- The General Awards Committee shall consist of a Chair, a Vice Chair and a membership as determined by the Committee on Honors.
- B5.2.7.4 Other Society award committees, including special award committees, shall in accordance with the policies and procedures administered by the Committee on Honors, seek nominees for honors in their several areas of interest, shall screen nominations, and make recommendations to the Committee on Honors.
- B5.2.8.1 The Committee of Past Presidents, under the direction of the Board of Governors, shall have responsibility for electing Fellows, overseeing the ethical practice of engineering, and providing guidance on matters where its experience may be useful, upon request by the President, Board of Governors, and other units of the Society.
- B5.2.8.2 The Committee of Past Presidents shall select its own Chair and Vice Chair. Its membership shall consist of all living Past Presidents, unless the Board of Governors, Executive Committee or Ethics Committee makes a finding that results in the censure, expulsion, suspension or other

disciplinary action of a Past President involving the following conduct:

- (a) violation or attempted violation of the Society Policies with respect to Ethics, Code of Conduct or Discrimination and Discriminatory Harassment, knowingly assisting or inducing another to violate or attempt to violate the Society Policies with respect to Ethics, Code of Conduct, or Discrimination and Discriminatory Harassment, or doing so through the acts of another;
- (b) illegal conduct that adversely reflects on the Past President's honesty, trustworthiness or fitness to serve ASME in a position of trust;
- (c) conduct involving breach of fiduciary duty, dishonesty, fraud, deceit or misrepresentation; or
- (d) other conduct that is or reasonably could be harmful to the reputation and administration of the Society.

Disciplinary action for conduct described in B5.2.8.2 (a) through (d) shall render a Past President ineligible for membership on the Committee of Past Presidents and shall result in the expulsion from the Committee of any current member of the Committee of Past Presidents.

B5.2.9.1 The Audit Committee, under the direction of the Board of Governors, shall have responsibility for overseeing the accounting and financial reporting process of the Society and the audit of its financial statements and report its activities to the Board. The Committee will be responsible for overseeing the adoption and implementation of, and compliance with, the Society Policies on whistleblowers and conflicts of interest. The Committee will annually consider the performance and independence of the independent auditor and recommend retaining or renewing the retention of the independent auditor to the Board. The Committee will liaise with the independent auditor prior to the commencement of the audit and upon completion of the audit, review and discuss the audit results and any related management letter with the auditor, including:

- (a) any material risks and weaknesses in internal controls identified by the auditor;
- (b) any restrictions on the scope of the auditor's activities or access to requested information;
- (c) any significant disagreements between the auditor and management; and
- (d) the adequacy of the Corporation's accounting and financial reporting processes.

B5.2.9.2 The Audit Committee shall consist of three current Elected Governors- (serving staggered terms on the Board) who serve as voting members. The Committee membership is determined by the Board of Governors and consists solely of "independent" members of the Board as defined under Section 102(a) (21) of the New York Not-for-Profit Corporation Law. The Chair shall be the senior Governor and the Vice Chair shall be the second-most senior Governor.

The Treasurer shall be an ex officio member of the Committee without vote. The Chief Financial Officer and the Assistant Treasurer shall be ex officio members of the Committee without vote. The President shall nominate an incoming first-year Elected Governor for appointment by the Board. The Governors shall serve a three year term unless their term on the Board of Governors expires earlier than three years.

B5.2.10.1 The Philanthropy Committee, under the direction of the Board of Governors, shall have responsibility for advising the Board of Governors and assisting the Society in connection with fundraising activities and philanthropic programs carried out using the Society's name or other resources.

- B5.2.10.2 The Philanthropy Committee shall select its own Chair and Vice Chair. The ASME Executive Director/CEO, the ASME Managing Director of Philanthropy and the ASME Managing Director of Programs shall be ex officio members of the Committee without vote. Other members shall be determined by the Board of Governors. The President may select a Governor to serve as Liaison to the Committee during their Presidential term.
- B5.2.11.1 The Diversity, Equity and Inclusion Strategy Committee, under the direction of the Board of Governors, shall have responsibility for providing insight and advice into promoting diversity, equity and inclusion within ASME and mechanical engineering.
- B5.2.11.2 The Diversity, Equity and Inclusion Strategy Committee shall select its own Chair and Vice Chair. Its membership shall be determined by the Board of Governors. The President may select a Governor to serve as Liaison to the Committee during their Presidential term.
- B5.2.12.1 The Industry Advisory Board, under the direction of the Board of Governors, shall have responsibility for providing a voice for industry within ASME through the communication of the needs of engineers that are engaged in industry.
- B5.2.12.2 The Industry Advisory Board shall select its own Chair and Vice Chair. Its membership shall be determined annually by the Board of Governors. The President may select a Governor to serve as Liaison to the Board during their Presidential term.
- B5.2.13.1 The Volunteer Orientation and Leadership Training Academy, under the direction of the Board of Governors, shall have responsibility for developing ASME's volunteer leadership. VOLT's programmatic offerings extend to volunteers serving throughout the Society at all levels.
- B5.2.13.2 The Volunteer Orientation and Leadership Training Academy shall select its own Chair and Vice Chair. Its membership shall be determined by the Board of Governors. The President may select a Governor to serve as Liaison to the Academy during their Presidential term.
- B5.2.14.1 The Committee on Sustainability, under the direction of the Board of Governors, shall have responsibility for recommending to the Board of Governors a climate and sustainability strategy for the Society.
- B5.2.14.2 The Committee on Sustainability shall select its own Chair and Vice Chair. Its membership shall be determined by the Board of Governors. The President may select a Governor to serve as Liaison to the Committee during their Presidential term.