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**AGENDA
2019 – 2020 BOARD OF GOVERNORS**

**Wednesday, September 25, 2019 – 10:00 am to 12:00 pm
Conference Call**

1. Opening of the Meeting (Start Time 10:00 am)

- 1.1. Call to Order
Rich Laudenat
- 1.2. Adoption of the Agenda ACTION
- 1.3. President's Remarks (15 minutes)
Rich Laudenat DISCUSSION
- 1.4. Executive Director/CEO's Remarks (15 minutes)
Tom Costabile DISCUSSION
- 1.5. Consent Items for Action ACTION

Identification of items to be removed from Consent Agenda

Consent Items for Action are items the Board is asked to take action on as a group. Governors are encouraged to contact ASME Headquarters with their questions prior to the meeting as it is not expected that consent items be removed from the agenda.

- 1.5.1. Approval of Minutes from June 2, 2019 Meeting
- 1.5.2. Approval of Minutes from June 5, 2019 Meeting
- 1.5.3. Audited Financial Statements
- 1.5.4. Change to Society Policy P-15.4 and First Reading for By-Laws B-3.1.14 and B-3.3
- 1.5.5. Acceptance of Sole Membership of ASME Foundation
- 1.5.6. Proposed Appointments

2. Open Session Agenda Items

- 2.1. April 2019 Board Motions Update (5 minutes)
Rich Laudenat DISCUSSION
- 2.2. Group Engagement Committee Activity Update (15 minutes)
John Mulvihill DISCUSSION
- 2.3. TEC Organization (15 minutes)
Rich Laudenat DISCUSSION

- 2.4. Nominating Committee (15 minutes) DISCUSSION
 Rich Laudenat

- 2.5. Planning Meeting Follow Up (15 minutes) INFORMATION
 Michael Johnson

3. New Business

4. Open Session Information Items

- 4.1. Committee on Organization and Rules Annual Report
- 4.2. Committee on Honors Annual Report
- 4.3. Committee of Past Presidents Annual Report
- 4.4. Auxiliary Annual Report
- 4.5. Dates of Future Meetings

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

*2020-2021 Board of Governors

5. Adjournment

List of Appendices

- 1.5.3 Audited Financial Statements
- 1.5.4 Change to Society Policy P-15.4 and First Reading for By-Laws B-3.1.14 and B-3.3
- 1.5.5 Acceptance of Sole Membership of ASME Foundation
- 1.5.6 Proposed Appointments
- 2.1 April 2019 Board Motions Update
- 2.2 Group Engagement Committee Activity Update
- 2.3 TEC Organization
- 2.4 Nominating Committee
- 2.5 Planning Meeting Follow Up
- 4.1 Committee on Organization and Rules Annual Report
- 4.2 Committee on Honors Annual Report
- 4.3 Committee of Past Presidents Annual Report
- 4.4 Auxiliary Annual Report

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

Date Submitted: August 27, 2019
BOG Meeting Date: September 25, 2019

To: Board of Governors
From: Audit Committee
Presented by: Bobby Grimes and William Garofalo
Agenda Title: Audited Financial Statements

Agenda Item Executive Summary:

Audited Financial Statements for the Fiscal Year Ended June 30, 2019.

Proposed motion for BOG Action:

The Audit Committee recommends that the ASME Board of Governors accept and approve Audited Financial Statements for the Fiscal Year Ended June 30, 2019 as presented by KPMG.

The Audit Committee recommends that ASME Board of Governors appoint KPMG as auditors for the FY2020 audit.

Attachments:

Audited Financial Statements for the Fiscal Year Ended June 30, 2019.

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

Date Submitted: September 4, 2019
BOG Meeting Date: September 25, 2019

To: Board of Governors
From: Committee on Organization and Rules
Presented by: Fred Stong
Agenda Title: Change to Society Policy P-15.4 and First Reading for B-3.1.14 and B-3.3

Agenda Item Executive Summary: *(Do not exceed the space provided)*

The Committee of Past Presidents, which has oversight responsibility for the ethical practice of engineering through the Ethics Committee, a subcommittee of the Committee of Past Presidents, is recommending changes to the procedures for handling an ethics case.

These changes affect Society Policy P-15.4 and By-Laws B3.1.14 and B-3.3. The action to be taken at the September Board of Governors meeting is to approve the changes to By-Laws B-3.1.14 and B-3.3 for first reading. The actions to be taken at the November Board of Governors meeting will be to adopt the changes to By-Laws B-3.1.14 and B-3.3 and to adopt the change to Society Policy P-15.4.

Proposed motion for BOG Action: *(if appropriate)*
To approve for first reading changes to By-Laws B-3.1.14 and B-3.3.

Attachments: Revised Policy and By-Laws.

CHANGES TO B3.1.14 and B3.3

B3.1.14 When a request is received for a member's resignation, the Membership staff will adjust the member's record. Member resignations are reported in the demographic report issued monthly.

After a complaint or charge of unethical conduct based on the provisions of the Constitution, By-Laws, or Code of Ethics has been filed against a member, the member may resign with the stipulation that the Society will not accept any later application for renewed membership. Nevertheless, the Society will accept an application for renewed membership if:

- a. The designated member of the ~~Investigative Panel-Committee of Past Presidents~~, in accordance with established policies and procedures, has certified to the Executive Director that the complaint has been examined and is not a matter for action by the Society; or
- b. The member has been cleared of all charges ~~by a Hearing Board~~ under the established procedures of the Society.

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B3.3.1 Any member who has been found ~~to have violated~~~~guilty of a charge of violating~~ the Constitution, By-Laws or Code of Ethics of the Society, may be expelled by the affirmative vote of seven members of the Board of Governors. ~~after being given the opportunity to be heard.~~

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B3.3.2 The Board of Governors shall vote on the expulsion of any member only upon the recommendation of an ~~Investigative Panel-Hearing Board~~ appointed to hear the accusation and the defense. ~~The Board of Governors shall not be bound by the recommendation of the Investigative Panel and shall make its own determination of any disciplinary action.~~

B3.3.3 The ~~Investigative Panel-Hearing Board~~ which shall hear and present a report upon charges against an accused member shall be chosen from among ~~the available past Presidents of the Society's staff or membership (or both). Each Hearing Board will be appointed by the President of the Society~~ The Executive Director, in consultation with the Chair of the Ethics Committee, will appoint the members of an ~~Investigative Panel~~ ~~Hearing Board~~ which will be specific to a particular case. Members of an ~~Investigative Panel~~ ~~Hearing Board~~ will continue to serve until the case assigned to that ~~Investigative Panel-Hearing Board~~ has been completed.

SOCIETY POLICY

ETHICAL CONDUCT VIOLATION PROCEDURES

I. PREFACE

- A. Article C2.1.1 of the Constitution states in part, “The purposes of this Society are to: ... Promote a high level of ethical practice. In all professional and business relations the members of the Society shall be governed by the Code of Ethics as stated in the Society Policies.”
- B. By-Law B2.1 states in part: “To promote the art, science and practice of mechanical and multidisciplinary engineering and allied sciences to diverse communities throughout the world the Society shall:...

ETHICAL PRACTICE

Maintain a Code of Ethics of Engineers consistent with the standards of the profession.

Promote and encourage practice in the profession within this code.

Arrange for adjudication within the structure of the Society for violations of the code brought to its attention.”

- C. By-Law B3.3.1 states in part: “Any member who has been found to have violated the Constitution, By-Laws or Code of Ethics of the Society, may be expelled by the affirmative vote of seven members of the Board of Governors.”
- D. ASME requires ethical conduct by its members and adherence to the provisions of the Constitution, By-Laws, Society Policies, and the Code of Ethics. There may be occasions when a complaint of unethical conduct is filed against a member of the Society, and the following procedure is designed to ensure a prompt, thorough investigation and disposition of the matter. It is in the best interests of the member against whom a complaint has been filed, the Society, and the profession that such matters be handled in an impartial and confidential manner. Members and staff involved in the investigation and disposition of such cases shall not disclose particulars of any case except as required by their assigned duties.
- E. Occasionally, complaints are brought to the attention of the Society rising out of a dispute between an employer or employee or between the parties to a contract. Ordinarily, such disputes are properly resolved through legal and commercial channels and not through an ethics complaint and inquiry.
- F. The Ethics Committee and the Executive Director of the Society have the responsibility for implementing the procedure defined in this Society Policy.
- G. At any phase of a complaint the Executive Director may, at his or her discretion, request the advice of Legal Counsel.

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- i. An individual's ethical conduct shall be evaluated on the basis of the Code of Ethics and Conflicts of Interest Policies in effect on the date when a given action or omission took place. The review of such conduct, however, shall be conducted in accordance with the Ethical Conduct Violation Procedures in effect on the first date when a complaint is submitted. If the Ethical Conduct Violation Procedures are amended prior to the completion of the review process, such amendments shall not affect the review of pending matters except insofar as the Board of Governors, in amending the Ethical Conduct Violation Procedures, specifically approves retroactive effect for any portion or all of the amended Procedures.

II. PURPOSE

- A. To state the Society's policies related to alleged violation of the Code of Ethics and alleged violation of the Conflicts of Interest Policy.
- B. To provide a fair and responsible procedure for handling complaints and charges of violation of the Code of Ethics or the Conflicts of Interest Policy.

III. RESIGNATION

If a member against whom a complaint has been filed resigns prior to the final disposition of the case, or is administratively dropped from the Society's membership rolls (for reasons such as not paying dues in a timely manner, not signing a conflict of interest statement, etc.), the Society will accept the resignation or may initiate the termination of membership with the stipulation that the person may not reapply for membership. At its discretion the Society may continue the investigation and disposition of the case in accordance with this Society Policy. Member records of persons removed for unethical conduct violations, or administratively dropped while subject to the ethics violation process shall be kept by the Society.

IV. PROCEDURE

- A. Complaint Phase
 1. Any person contemplating a complaint under this Society Policy may (but is not required to) participate in the following consultative procedure prior to the submission of his or her complaint:
 - a. The person shall notify the Society's Managing Director, Governance, orally or in writing that he or she is considering the filing of an ethics complaint and wishes to participate in the Society's pre-complaint consultative procedure. This notification shall include the name(s) of the person(s) contemplating the complaint and the person(s) who would be subject to the complaint.
 - b. The Managing Director, Governance, shall promptly notify the members of the Ethics Committee, whereupon those members of the Committee

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- who have no conflict of interest with respect to the possible complaint(s) shall promptly draw lots to determine which of their number will provide pre-complaint consultation.
- c. Within thirty (30) days of the initial notification to the Managing Director, Governance, the Committee member selected by lot to provide pre-complaint consultation (the “consulting member”) shall notify the person contemplating a complaint and provide consultation to him or her with respect to:
 - i. The identification and clarification of the ethical issues, if any, presented by the proposed complaint.
 - ii. The completion of the Society’s complaint form in a manner that fulfills as nearly as possible the requirements of this Society Policy for complaints.
 - iii. The applicable procedures under this Society Policy, with the objective of assisting the person contemplating a complaint to understand the phases and nature of an ethics complaint under this Society Policy.
 - d. The consulting member shall at all times maintain neutrality and shall explain to the person contemplating a complaint that the role of the consulting member is limited to assisting the Society’s membership to ensure that there is fair access to a forum for the impartial consideration of good-faith ethics complaints.
 - e. Once a complaint is filed, the consultation period shall be concluded, and the consulting member shall thereupon recuse himself or herself from further review of or participation in the matter. Without limiting the generality of the foregoing, there may be no post-complaint consultation by the consulting member. Additionally, the consulting member may terminate the consultation period at any time at his or her discretion, without regard to whether a complaint is filed, if he or she concludes that further consultation would not serve a useful purpose.
2. To initiate action, a signed and dated written complaint shall be filed with the Executive Director of the Society. The written complaint must be prepared using the form of complaint supplied by the Society for this purpose and state with particularity (a) the name or names of those members of the Society who are the subject of the complaint (referred to hereinafter collectively as the “member subject to the complaint”), (b) those specific provisions of the Society’s Code of Ethics or the Conflicts of Interest Policy that the member subject to the complaint is alleged to have violated, and (c) the alleged facts that are alleged to establish each such alleged violation (including without limitation those specific provisions

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of the Constitution, By-Laws or Policies of the Society, if any, by which the subject(s) of the complaint have allegedly failed to abide). The complaint may be filed by any interested person or group within or outside the Society. The complaint shall conclude with the following statement by the complainant:

“All facts alleged in this complaint are, to the best of my knowledge, true, correct and complete, and I have neither knowingly misrepresented nor knowingly omitted any information that would be material to the evaluation of the merits of this complaint. I understand that if the foregoing statements are untrue and if I am a member of the American Society of Mechanical Engineers, I may have violated the Society’s Code of Ethics. I understand that the entire contents of my complaint including my identity may be disclosed to the individual or individuals referenced in my complaint during the course of any review of my complaint, and I consent to such disclosures.”

3. No complaint shall be maintained or upheld pursuant to this Society Policy unless such complaint is submitted to the Society pursuant to this Society Policy within three (3) years after:
 - a. the date of the incident (or last of a series of related incidents) constituting the alleged violation; or, if later,
 - b. the earliest date on which the complainant had knowledge, or on which a member of the Society reasonably should have had knowledge, that any such incident (or series of related incidents) might constitute a violation reportable under this Society Policy.

4. The Executive Director, upon receipt of a complaint of alleged unethical conduct, shall within thirty (30) days:
 - a. acknowledge receipt of the complaint to the complainant by Certified Mail,
 - b. ascertain whether the person against whom the complaint has been made is currently a member of the Society,
 - c. determine whether the complaint fulfills the requirements of IV.A.2, and
 - d. if the requirements of either IV.A.4.b or IV.A.4.c or both of them are not met, notify the complainant by certified mail (return receipt requested) that the complaint has been rejected because it fails to fulfill either IV.A.4.b or IV.A.4.c or both of them, as the case may be.

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Such complaint may be revised and resubmitted, and the date of any such resubmission shall be the submission date for purposes of IV.A.3.

5. If the complaint is not rejected pursuant to IV.A.4, the Executive Director shall within sixty (60) days of receipt of the complaint:
 - a. send the Chair of the Ethics Committee a copy of the complaint received, and
 - b. decide, with concurrence of the Chair of the Ethics Committee, whether the complaint is barred from further consideration
 - i. by reason of IV.A.3,
 - ii. because it involves a dispute between an employer or employee or between the parties to a contract which dispute is properly resolved through legal or commercial channels,
 - iii. because it raises issues that are trivial, frivolous or harassing in nature, or
 - iv. because the facts alleged in the complaint, even if true, would not constitute violations of the Code of Ethics or the Conflicts of Interest Policy.
6. If the complaint is barred as provided in IV.A.5.b, the Executive Director shall notify the complainant by Certified Mail that the complaint is barred for such of the reasons set forth in IV.A.5.b as shall apply.
7. If the Executive Director and the Chair of the Ethics Committee do not concur as to any matter for which their concurrence is required under IV.A.5.b, the matter shall be presented to the President of the Society, whose determination shall govern and may not be appealed, or, if the complaint shall involve the President as either a witness or the member subject to the complaint, the matter shall be presented to the Board of Governors (other than the President), whose determination shall govern and may not be appealed.
8. If the complaint is not rejected pursuant to IV.A.4 or IV.A.5, the Executive Director shall notify the complainant that the matter is being referred to the Ethics Committee within thirty (30) days of the determination by the Executive Director and Chair of the Ethics Committee, per Section IV.A.5, or by the President or Board of Governors per Section IV.A.7 that the complaint is not barred.
9. Within sixty (60) days of the notice sent to the complainant per Section IV.A.8, the Executive Director and the Chair of the Ethics Committee shall prepare (in

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consultation with legal counsel) a statement of preliminary charges and the Executive Director shall:

- a. Notify the member subject to the complaint, by certified mail (return receipt requested), that an ethics complaint has been filed,
 - b. Include with the notification a copy of the statement of preliminary charges and the following statement:
 - i. That the preliminary charges allege matters to be within the scope of the Code of Ethics or Conflicts of Interest Policy of the Society,
 - ii. That an investigation will be made to determine if the complaint is substantiated by the facts, and
 - iii. That the member is encouraged to submit a written response (of not more than ten (10) double-spaced letter-sized pages in Times New Roman type with a minimum font size of 10) to the complaint within thirty (30) days and to inform the Society of his or her preferred address.
 - c. In consultation with the Chair of the Ethics Committee, designate an Investigative Panel of no more than five members from the Society's staff or membership (or both) to conduct an investigation of the matter, and
 - d. Provide the Investigative Panel with a copy of the complaint and a copy of the statement of preliminary charges (the complaint and preliminary charges shall not foreclose the Investigative Panel from determining that there may have been violations of provisions of the Code of Ethics or the Conflicts of Interest Policy other than or in addition to those cited in the complaint or the preliminary charges).
10. Reasonable expenses incurred by the Investigative Panel shall be paid by the Society.
11. In any case in which a complaint or other written or oral submission in connection with the submission, investigation and review of an ethics complaint contains statements or makes omissions that may give rise to an ethics complaint against the individual making the complaint or other submission, the Executive Director shall submit the relevant information to the Secretary of the Society, whose responsibility it shall be to evaluate the information and determine whether to make an ethics complaint in respect of such individual's conduct. This Section IV.A.11 shall not limit the right of any other person to make a complaint in respect of such individual's conduct, provided the person making the complaint has properly obtained the information on which his or her complaint is based.

B. Investigative and Review Phase

1. The Investigative Panel shall hold individual conferences on the subject matter of the complaint with the member against whom a complaint has been filed, the complainant and any other persons known or believed to have knowledge of the matter (such other persons, the “witnesses”). In the conduct of these informal conferences, the following should be kept in mind by all concerned:
 - a. the purpose is to determine if there is cause for further action by the Society,
 - b. the investigation is not a legal hearing, but an informal conference to determine the facts in the matter, and the member is not “accused” by the Society in a legal sense,
 - c. the greatest tact must be exercised by the Investigative Panel,
 - d. if, during the conference, information is obtained that suggests the need to broaden the scope of the investigation, the Investigative Panel shall conduct such additional investigation before completing the investigation of the matter, and
 - e. at the start of each conference, the Investigative Panel shall advise each witness that the information may or may not be used in a written report and it may be furnished to the member subject to the complaint.
2. After the Investigative Panel is assured that all pertinent information concerning the matter has been secured, the Investigative Panel shall prepare a detailed written report giving all data concerning the matter and send the report to the Chair of the Ethics Committee. The Investigative Panel shall make one (1) of the following determinations:
 - a. That the facts, as found by the Investigative Panel, do not support the complaint and as such do not provide a sufficient basis for any further action by the Society, in which case the matter shall be handled as provided in IV.B.3, or
 - b. That the facts, as found by the Investigative Panel, appear to establish a violation of the Code of Ethics or Conflicts of Interest Policy that is minor and as such does not warrant suspension or expulsion of the member subject to the complaint, in which case the matter shall be handled as provided in IV.B.4, or
 - c. That the facts, as found by the Investigative Panel, appear to establish a violation of the Code of Ethics or Conflicts of Interest Policy that is more

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than minor and as such may warrant suspension or expulsion of the member subject to the complaint, pursuant to a formal statement of charges adopted by the Investigative Panel as a part of its determination, in which case the matter shall be handled as provided in IV.B.5.

Within thirty (30) days of a determination under this Section IV.B.2, the Chair of the Ethics Committee shall notify the Executive Director in writing of such determination. Such notification, in the case of a determination described in IV.B.2.c, to include the formal statement of charges adopted pursuant to IV.B.2.c.

3. If there is a determination, pursuant to IV.B.2.a, that the facts, as found by the Investigative Panel, do not support the complaint and as such do not provide a sufficient basis for any further action by the Society, the Executive Director shall within thirty (30) days of receiving the notification specified in IV.B.2:
 - a. notify the Board of Governors of the determination,
 - b. by certified mail (return receipt requested), notify the complainant, the member subject to the complaint and all witnesses who have been interviewed by the Investigative Panel that the matter is closed pursuant to this Section IV.B.3, and
 - c. close the official file on the matter and retain the file in the records of the Society for not less than ten (10) years from the date on which the initial complaint was received by the Society.

A complaint disposed of pursuant to this Section IV.B.3, even if the complaint is revised, may not be resubmitted.

4. If there is a determination by the Investigative Panel, pursuant to IV.B.2.b, that the facts, as found by the Investigative Panel, appear to establish a violation of the Code of Ethics or Conflicts of Interest Policy that is minor and as such does not warrant suspension or expulsion of the member subject to the complaint, the Executive Director on behalf of the Investigative Panel shall within thirty (30) days of such determination send a letter of warning/admonishment to the member subject to the complaint by certified mail (return receipt requested) and
 - a. notify the Board of Governors of the determination,
 - b. by certified mail (return receipt requested), notify the complainant that the matter is closed pursuant to this Section IV.B.4 and if the matter is not resolved publicly that the resolution of the matter shall be held confidential and not revealed to any other party by the complainant.

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- c. by certified mail (return receipt requested), notify all witnesses who have been interviewed by the Investigative Panel that the matter has been resolved and is closed, and
 - d. close the official file on the matter and retain in the file records of the Society for not less than ten (10) years from the date on which the initial complaint was received by the Society.
5. If there is a determination, pursuant to IV.B.2.c, that the facts, as found by the Investigative Panel, appear to establish a violation of the Code of Ethics or Conflicts of Interest Policy that is more than minor and as such may warrant suspension or expulsion of the charged, the Executive Director, within thirty (30) days of receipt of the notification described in IV.B.2 shall notify the President in writing that the matter will be submitted to the Board of Governors for determination. In making its determination, the Board of Governors shall not be bound by the recommendations of the Investigative Panel and may upon review of the complaint; (1) determine that the complaint is not supported by the facts; (2) determine that a lesser sanction such as a letter of warning/admonishment should be issued; or (3) suspend or expel the member. The Board of Governors should ordinarily make such determination in a closed session of the Board.

Within thirty (30) days of the rendering of a decision by the Board of Governors, the Executive Director shall:

- a. by certified mail (return receipt requested), notify the subject of the complaint of the resolution of the matter pursuant to this Section IV.B.5;
 - b. by certified mail (return receipt requested), notify the complainant that the matter is closed pursuant to Section IV.B.5 and if the matter is not resolved publicly that the resolution shall be held confidential and not revealed to any other parties by the complainant;
 - c. by certified mail (return receipt requested), notify all witnesses who had been interviewed by the Investigative Panel that the matter is closed, and
 - d. close the official file on the matter and retain in the files of the Society for not less than ten (10) years from the date on which the initial complaint was received by the Society.
6. A complaint disposed of by the Board of Governors, even if the complaint is revised, may not be resubmitted.
7. All files concerning ethics complaints and the resolution thereof shall be confidential and may not be disclosed except by authority of the Board of Governors. The records shall be retained for a period of not less than ten (10) years from the date on which the initial complaint was received by the Society.

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The proceedings may be synopsisized and made anonymous for later publication for instructive purposes.

8. The membership shall be notified of all disciplinary actions taken by the Board of Governors under this Section IV.B for violations of the Code of Ethics or Conflicts of Interest Policy, by publication of a suitable notice in MECHANICAL ENGINEERING or ASME NEWS. The name of the disciplined member shall not be published. However, the action of the Board of Governors, including the name of the disciplined member, shall be reported to the section chair and appropriate Society officers.

Responsibility: Committee of Past Presidents/Ethics Committee

Reassigned from Centers Board of Directors/Center for Career and Professional Advancement/Committee on Ethical Standards and Review 2/2012

Reassigned from Centers Board of Directors/Center for Professional Development, Practice & Ethics/Committee on Ethical Standards and Review 4/23/09

Reassigned from Council on Member Affairs/Board on Professional Practice & Ethics 6/1/05

Adopted: June 18, 1975

Revised: September 29, 1978
June 25, 1980
November 17, 1983
(editorial changes 3/84)
June 14, 1985
(editorial changes 6/87)
(editorial changes 3/88)
June 18, 1989
June 6, 1990
(editorial change 2/94)
November 21, 1996
(editorial changes 9/97)
June 9, 1999
(editorial changes 6/02)
(editorial changes
September 23, 2005
November 5, 2006
(editorial changes in responsible unit 4/09)
(Unit Reassignment Due to Reorganization 2/12)
November 15, 2013
September xx, 2019



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SOCIETY POLICY

ETHICAL CONDUCT VIOLATION PROCEDURES

I. PREFACE

A. Article C2.1.1 of the Constitution states in part, "The purposes of this Society are to: ... Promote a high level of ethical practice. In all professional and business relations the members of the Society shall be governed by the Code of Ethics as stated in the Society Policies."

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ETHICAL PRACTICE

Maintain a Code of Ethics of Engineers consistent with the standards of the profession.

Promote and encourage practice in the profession within this code.

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~~C.~~ ~~By-Law B3.3.1 states in part: "Any member who has been found to have violated the Constitution, By-Laws or Code of Ethics of the Society, may be expelled by the affirmative vote of seven members of the Board of Governors."~~

~~D.~~ ~~C.~~ ASME requires ethical conduct by its members and adherence to the provisions of the Constitution, By-Laws, Society Policies, and the Code of Ethics. There may be occasions when a complaint of unethical conduct is filed against a member of the Society, and the following procedure is designed to insure a prompt, thorough investigation and disposition of the matter. It is in the best interests of the member against whom a complaint has been filed, the Society, and the profession that such matters be handled in an impartial and confidential manner. Members and staff involved in the investigation, ~~hearing~~ and disposition of such cases shall not disclose particulars of any case except as required by their assigned duties.

~~E.~~ ~~D.~~ Occasionally, complaints are brought to the attention of the Society rising out of a dispute between an employer or employee or between the parties to a contract. Ordinarily, such disputes are properly resolved through legal and commercial channels and not through an ethics complaint and inquiry.

~~F.~~ ~~E.~~ The Ethics Committee and the Executive Director of the Society have the responsibility for implementing the procedure defined in this Society Policy.

~~E.~~ ~~G.~~ At any phase of a complaint the Executive Director may, at his or her discretion, request the advice of Legal Counsel.

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~~i.~~ An individual's ethical conduct shall be evaluated on the basis of the Code of Ethics and Conflicts of Interest Policies ~~as~~ in effect on the date when a given action or omission took place. The review of such conduct, however, shall be conducted in accordance with the Ethical Conduct Violation Procedures in effect on the first date when a complaint is submitted. If the Ethical Conduct Violation Procedures are amended prior to the completion of the review process, such amendments shall not affect the review of pending matters except insofar as the Board of Governors, in amending the Ethical Conduct Violation Procedures, specifically approves retroactive effect for any portion or all of the amended Procedures.

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II. PURPOSE

- A. To state the Society's policies related to alleged violation of the Code of Ethics and alleged violation of the Conflicts of Interest Policy.
- B. To provide a fair and responsible procedure for handling complaints and charges of violation of the Code of Ethics or the Conflicts of Interest Policy.

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III. ~~POLICY~~RESIGNATION

If a member against whom a complaint has been filed resigns prior to the final disposition of the case, or is administratively dropped from the Society's membership rolls (for reasons such as not paying dues in a timely manner, not signing a conflict of interest statement, etc.), the Society will accept the resignation or may initiate the termination of membership with the stipulation that the person may not reapply for membership. At its discretion the Society may continue the investigation and disposition of the case in accordance with this Society Policy. Member records of persons removed for unethical conduct violations, or administratively dropped while subject to the ethics violation process ~~will~~ shall be kept by the Society.

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IV. PROCEDURE

~~IV.~~

A. Complaint Phase

- 1. Any person contemplating a complaint under this Society Policy may (but is not required to) participate in the following consultative procedure prior to the submission of his or her complaint:
 - a. The person shall notify the Society's Managing Director, Governance, orally or in writing that he or she is considering the filing of an ethics complaint and wishes to participate in the Society's pre-complaint consultative procedure. This notification shall include the name(s) of the person(s) contemplating the complaint and the person(s) who would be subject to the complaint.

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- b. The Managing Director, Governance, shall promptly notify the members of the Ethics Committee, whereupon those members of the Committee who have no conflict of interest with respect to the possible complaint(s) shall promptly draw lots to determine which of their number will provide pre-complaint consultation.
 - c. Within thirty (30) days of the initial notification to the Managing Director, Governance, the Committee member selected by lot to provide pre-complaint consultation (the "consulting member") shall notify the person contemplating a complaint and provide consultation to him or her with respect to:
 - i. —The identification and clarification of the ethical issues, if any, presented by the proposed complaint.
 - ii. —The completion of the Society's complaint form in a manner that fulfills as nearly as possible the requirements of this Society Policy for complaints.
 - iii. —The applicable procedures under this Society Policy, with the objective of assisting the person contemplating a complaint to understand the phases and nature of an ethics complaint under this Society Policy.
 - d. The consulting member shall at all times maintain neutrality and shall explain to the person contemplating a complaint that the role of the consulting member is limited to assisting the Society's membership to ensure that there is fair access to a forum for the impartial consideration of good-faith ethics complaints.
 - e. Once a complaint is filed, the consultation period shall be concluded, and the consulting member shall thereupon recuse himself or herself from further review of or participation in the matter. Without limiting the generality of the foregoing, there may be no post-complaint consultation by the consulting member. Additionally, the consulting member may terminate the consultation period at any time at his or her discretion, without regard to whether a complaint is filed, if he or she concludes that further consultation would not serve a useful purpose.
2. To initiate action, a signed and dated written complaint shall be filed with the Executive Director of the Society. The written complaint must be prepared using the form of complaint supplied by the Society for this purpose and state with particularity (a) the name or names of those members of the Society who are the subject of the complaint (referred to hereinafter collectively as the "member subject to the complaint"), (b) those specific provisions of the Society's Code of Ethics or the Conflicts of Interest Policy ~~which~~ that the

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member subject to the complaint is alleged to have violated, and (c) the alleged facts ~~which-that~~ are alleged to establish each such alleged violation (including without limitation those specific provisions of the Constitution, By-Laws or Policies of the Society, if any, by which the subject(s) of the complaint have allegedly failed to abide). The complaint may be filed by any interested person or group within or outside the Society. The complaint shall conclude with the following statement by the complainant:

-“All facts alleged in this complaint are, to the best of my knowledge, true, correct and complete, and I have neither knowingly misrepresented nor knowingly omitted any information ~~which-that~~ would be material to the evaluation of the merits of this complaint. -I understand that if the foregoing statements are untrue and if I am a member of the American Society of Mechanical Engineers, I may have violated the Society’s Code of Ethics. -I understand that the entire contents of my complaint including my identity may be disclosed to the individual or individuals referenced in my complaint during the course of any ~~Hearing Board~~ review of my complaint, and I consent to such disclosures.”

3. No complaint shall be maintained or upheld pursuant to this Society Policy unless such complaint is submitted to the Society pursuant to this Society Policy within ~~five~~three (3) years after:
 - a. the date of the incident (or last of a series of related incidents) constituting the alleged violation; or, if later,
 - b. the earliest date on which the complainant had knowledge, or on which a member of the Society reasonably should have had knowledge, that any such incident (or series of related incidents) might constitute a violation reportable under this Society Policy.
4. The Executive Director, upon receipt of a complaint of alleged unethical conduct, shall within thirty (30) days:
 - a. acknowledge receipt of the complaint to the complainant by Certified Mail,
 - b. ascertain whether the person against whom the complaint has been made is currently a member of the Society,
 - c. determine whether the complaint fulfills the requirements of IV.A.2, and

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- d. if the requirements of either IV.A.4.b or IV.A.4.c or both of them are not met, notify the complainant by certified mail (return receipt requested) that the complaint has been rejected because it fails to fulfill either IV.A.4.b or IV.A.4.c or both of them, as the case may be.

~~The rejection of a complaint pursuant to this IV.A.4 may not be appealed.~~ Such complaint may be revised and resubmitted, and the date of any such resubmission shall be the submission date for purposes of IV.A.3.

- 5. If the complaint is not rejected pursuant to IV.A.4, the Executive Director shall within sixty (60) days of receipt of the complaint:

- a. send the Chair of the Ethics Committee a copy of the complaint received, and
- b. decide, with concurrence of the Chair of the Ethics Committee, whether the complaint is barred from further consideration

- (i) by reason of IV.A.3,

- (ii) because it involves a dispute between an employer or employee or between the parties to a contract which dispute is properly resolved through legal or commercial channels,

- (iii) because it raises issues that are trivial, frivolous or harassing in nature, or

- (iv) because the facts alleged in the complaint, even if true, would not constitute violations of the Code of Ethics or the Conflicts of Interest Policy.

- 6. If the complaint is barred as provided in IV.A.5.b, the Executive Director shall notify the complainant by Certified Mail that the complaint is barred for such of the reasons set forth in IV.A.5.b as shall apply. ~~The rejection of a complaint pursuant to this IV.A.6 may not be appealed except in connection with the complainant's appeal, if any, pursuant to IV.A.8 of a rejection of the written explanation hereinafter provided for. However, the complainant may, within sixty (60) days of receipt of the Executive Director's notification and as the complainant's sole and exclusive remedy, submit to the Executive Director a written explanation of why the reasons for barring the complaint are unfounded. Such written explanation shall be signed and dated and shall conclude with the following statement:~~

~~"All facts alleged in this explanation are, to the best of my knowledge, true, correct and complete, and I have neither knowingly misrepresented nor knowingly omitted any information which would be material to the evaluation of the merits of this~~

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~~explanation or the complaint to which it relates. I understand that if the foregoing statements are untrue and I am a member of the American Society of Mechanical Engineers, I may have violated the Society's Code of Ethics. I understand that the entire contents of this explanation including my identity may be disclosed to the individual or individuals referenced in my complaint or this explanation during the course of any Hearing Board review of my complaint or this explanation and I consent to such disclosures."~~

~~The permitted lapse of time between the submission of the initial complaint and the submission of the written explanation described in this IV.A.6 shall be disregarded for purposes of applying IV.A.3. If such explanation is not timely submitted, the complaint is barred and, even if revised, the complaint may not be resubmitted. Once the complaint is barred, the Executive Director shall close the file on the matter and retain the file in the records of the Society for not less than ten (10) years from the date on which the initial complaint was received by the Society.~~

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~~7. The Executive Director shall within sixty (60) days of receipt of the written explanation, if any, received pursuant to IV.A.6:~~

- ~~a. send the Chair of the Ethics Committee a copy of the explanation received, and~~
- ~~b. decide, with concurrence of the Chair of the Ethics Committee, whether to accept the explanation and refer the complaint to the Ethics Committee (as provided below) or reject the explanation and the Executive Director shall notify the complainant by certified mail (return receipt requested) that the complaint has been rejected pursuant to this IV.A.7.~~

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~~8. The rejection of a written explanation pursuant to IV.A.7 may be appealed to the Ethics Committee, but only if the appeal is received by the Office of the Executive Director not more than sixty (60) days after the notification described in IV.A.7.b. Any such appeal shall conclude with the following statement by the member:~~

~~"All facts alleged in this appeal are, to the best of my knowledge, true, correct and complete, and I have neither knowingly misrepresented nor knowingly omitted any information which would be material to the evaluation of the merits of this appeal. I understand that if the foregoing statements are untrue, I may have violated the Society's Code of Ethics. I understand that the entire contents of this appeal including my identity may be disclosed to the individual or individuals referenced in my complaint or this appeal during the course of any Hearing Board review of my complaint and this appeal, and I consent to such disclosures."~~

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~~The appeal shall be denied unless the complainant demonstrates to the satisfaction of the Ethics Committee that the rejection of the written explanation and the~~

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~~underlying complaint was arbitrary and capricious, in which event the matter shall be handled as provided in IV.A.10. The decision of the Ethics Committee may not be appealed. If the rejection of the written explanation is not timely appealed or if the appeal is not sustained by the Ethics Committee, the complaint is barred and, even if revised, may not be resubmitted.~~

~~79.~~ If the Executive Director and the Chair of the Ethics Committee do not concur as to any matter for which their concurrence is required under IV.A.5.b ~~or IV.A.7.b~~, the matter shall be presented to the President of the Society, whose determination shall govern and may not be appealed, or, if the complaint shall involve the President as either a witness or the member subject to the complaint, the matter shall be presented to the Board of Governors (other than the President), whose determination shall govern and may not be appealed.

~~108.~~ If the complaint is not rejected pursuant to IV.A.4 or IV.A.5, the Executive Director shall notify the complainant that the matter is being referred to the Ethics Committee within thirty (30) days of the ~~last to occur:~~

~~(a) the~~ determination by the Executive Director and Chair of the Ethics Committee, per Section IV.A.5, or by the President or Board of Governors per Section IV.A.7 that the complaint is not barred.

~~(b) the determination by the Executive Director and Chair of the Ethics Committee, per Section IV.A.7, that the explanation has been accepted~~

~~(c) the vote of the Ethics Committee sustaining an appeal as described in IV.A.8 or~~

~~(d) the determination by the President or Board of Governors, per Section IV.A.9, sustaining an appeal.~~

~~9.~~ Within sixty (60) days of the notice sent to the complainant per Section IV.A.8 ~~last to occur of such events~~, the Executive Director and the Chair of the Ethics Committee shall prepare (in consultation with legal counsel) a statement of preliminary charges and the Executive Director shall:

- a. Notify the member subject to the complaint, by certified mail (return receipt requested), that an ethics complaint has been filed,
- b. Include with the notification a copy of the statement of preliminary charges and the following statement:
 - i. That the preliminary charges allege matters to be within the scope of the Code of Ethics or Conflicts of Interest Policy of the Society,

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- ii. That an investigation will be made to determine if the complaint is substantiated by the facts, and
 - iii. That the member is encouraged to ~~respond~~ submit a written response (of not more than ten (10) double-spaced letter-sized pages in Times New Roman type with a minimum font size of 10) to the complaint within thirty (30) days and to inform the Society of his or her preferred address.
- c. In consultation with the Chair of the Ethics Committee, designate an Investigative ~~or Panel of no more than five members~~ from the Society's staff or membership (or both) to conduct an investigation of the matter, and
 - d. Provide the Investigative ~~or Panel~~ with a copy of the complaint, ~~any written explanation provided pursuant to IV.A.6,~~ and a copy of the statement of preliminary charges (the complaint and preliminary charges shall not ~~to~~ foreclose the Investigative ~~or five Panel~~ from determining that there may have been violations of provisions of the Code of Ethics or the Conflicts of Interest Policy other than or in addition to those cited in the complaint or the preliminary charges).

10. Reasonable expenses incurred by the Investigative Panel shall be paid by the Society.

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~~The designation of an Investigator pursuant to this IV.A.10 may not be appealed.~~

~~11.~~ In any case in which a complaint or other written or oral submission ~~(including without limitation testimony at a Hearing)~~ in connection with the submission, investigation and review of an ethics complaint contains statements or makes omissions that may give rise to an ethics complaint against the individual making the complaint or other submission, the Executive Director shall submit the relevant information to the Secretary of the Society, whose responsibility it shall be to evaluate the information and determine whether to make an ethics complaint in respect of such individual's conduct. This Section IV.A.11 shall not limit the right of any other person to make a complaint in respect of such individual's conduct, provided the person making the complaint has properly obtained the information on which his or her complaint is based.

B. Investigative and Review Phase

- 1. The Investigative ~~or five Panel~~ shall hold individual ~~informal~~ conferences on the subject matter of the complaint with the member against whom a complaint has been filed, the complainant and any other persons known or believed to have knowledge of the matter (such other persons, the "witnesses"), ~~and shall~~

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~~advise each of them that his or her legal counsel, if desired, may be present at such conferences.~~ In the conduct of these informal conferences, the following should be kept in mind by all concerned:

- a. the purpose is to determine if there is cause for further action by the Society,
 - b. the investigation is not a legal hearing, but an informal conference to determine the facts in the matter, and the member is not "accused" by the Society in a legal sense,
 - c. the greatest tact must be exercised by the Investigator~~ive Panel,~~
 - d. if, during the conference, information is obtained ~~which-that~~ suggests the need to broaden the scope of the investigation, the Investigator~~ive Panel~~ ~~must-shall~~ conduct such additional investigation before completing the investigation of the matter, and
 - e. at the start of each conference, the Investigator~~ive Panel~~ ~~should-shall~~ advise each witness that the information may or may not be used in a ~~Hearing-written report~~ and it may be furnished to the member subject to the complaint.
2. After the Investigator~~ive Panel~~ is assured that all pertinent information concerning the matter has been secured, ~~he or she-the Investigative Panel~~ shall prepare a detailed written report giving all data concerning the matter and send the report to the Chair of the Ethics Committee. The Investigative Panel shall make one (1) of the following determinations:
- ~~3. Reasonable expenses incurred by the Investigator shall be paid by the Society.~~
- ~~4. Based on a review of the report of the Investigator during a face to face meeting of a simple majority of the members of the Ethics Committee, the Committee shall make one (1) of the following determinations on the basis of the Investigator's report:~~
- a. That the facts, as found by the Investigator~~ive Panel~~, do not support the complaint and as such do not provide a sufficient basis for any further action by the Society, in which case the matter shall be handled as provided in IV.B.35, or
 - b. That the facts, as found by the Investigator~~ive Panel~~, appear to establish a violation of the Code of Ethics or Conflicts of Interest Policy that is minor and as such does not warrant suspension or expulsion of the

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member subject to the complaint, in which case the matter shall be handled as provided in IV.B.46, and IV.B.7, or

- c. That the facts, as found by the Investigative Panel, appear to establish a violation of the Code of Ethics or Conflicts of Interest Policy that is ~~severe~~ more than minor and as such may warrant suspension or expulsion of the member subject to the complaint, pursuant to a formal statement of charges adopted by the ~~Ethics Committee Investigative Panel~~ as a part of its determination, in which case the matter shall be handled as provided in IV.B.5, in which case the matter shall be handled as provided in IV.B.8.

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Within thirty (30) days of a determination under this Section IV.B.24, the Chair of the Ethics Committee shall notify the Executive Director in writing of such determination. ~~Such notification, in the case of a determination described in IV.B.24.c, to include the formal statement of charges adopted pursuant to IV.B.42.c. A determination pursuant to this IV.B.4 may not be appealed.~~

- 35. If there is a determination, pursuant to IV.B.24.a, that the facts, as found by the Investigative Panel, do not support the complaint and as such do not provide a sufficient basis for any further action by the Society, the Executive Director shall within thirty (30) days of receiving the notification specified in IV.B.24:

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- a. notify the Board of Governors of the determination,
- b. by certified mail (return receipt requested), notify the complainant, the member subject to the complaint and all witnesses who have been interviewed by the Investigative Panel that the matter is closed pursuant to this Section IV.B.35, and
- c. ~~shall~~ close the official file on the matter and retain the file in the records of the Society for not less than ten (10) years from the date on which the initial complaint was received by the Society.

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A complaint disposed of pursuant to this Section IV.B.35, even if the complaint is revised, may not be resubmitted.

- ~~4.~~ 4. If there is a determination by the Investigative Panel, pursuant to IV.B.24.b, that the facts, as found by the Investigative Panel, appear to establish a violation of the Code of Ethics or Conflicts of Interest Policy that is minor and as such does not warrant suspension or expulsion of the member subject to the complaint, the ~~Chair of the Ethics Committee~~ Executive Director on behalf of the Investigative Panel shall within thirty (30) days of such determination ~~notify the member subject to the complaint by certified mail (return receipt requested) (with a copy to the Ethics Committee and the Executive Director) that a letter of warning/admonishment is forthcoming at the end of a period of sixty (60) days,~~

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~~such notification to include a proposed draft of such letter of warning/admonishment.~~

- ~~5. At the end of the period of sixty (60) days described in IV.B.6, the Chair shall send the a letter of warning/admonishment to the member subject to the complaint by certified mail (return receipt requested) (with a copy to the Ethics Committee and the Executive Director) and, unless such member shall have timely appealed the determination to send the letter of warning/admonishment (pursuant to IV.C), after which appeal the Chair shall send the letter of warning/admonishment (insofar as the letter shall be determined in the appeal to be warranted) or shall send notification that the proposed letter of warning/admonishment is withdrawn (insofar as the letter shall be determined in the appeal to be unwarranted), such letter or notification to be sent to the member subject to the complaint by certified mail (return receipt requested) (with a copy to the Ethics Committee and the Executive Director) within thirty (30) days of the determination of his or her appeal pursuant to IV.C.5 or IV.E.9, as the case may be. Within thirty (30) days after the Chair sends a letter of warning/admonishment or notification that a proposed letter of warning/admonishment is withdrawn, the Executive Director shall:~~

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~~4.~~

~~a.~~

~~a. provide the Board of Governors with, as the case may be, a copy of the letter of warning/admonishment or a copy of the notification that the proposed letter of warning/admonishment is withdrawn,~~

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~~b. by certified mail (return receipt requested), notify the complainant and all witnesses who have been interviewed by the Investigator that the matter is closed pursuant to this IV.B.7, and~~

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~~c. shall close the official file on the matter and retain the file in the records of the Society for not less than ten (10) years from the date on which the initial complaint was received by the Society.~~

~~A complaint disposed of pursuant to this IV.B.7, even if the complaint is revised, may not be resubmitted.~~

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~~8. Notify the Board of Governors of the determination,~~

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~~b. by certified mail (return receipt requested), notify the complainant that the matter is closed pursuant to this Section IV.B.4 and if the matter is not resolved publicly that the resolution of the matter shall be held confidential and not revealed to any other party by the complainant.~~

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~~c. by certified mail (return receipt requested), notify all witnesses who have been interviewed by the Investigative Panel that the matter has been resolved and is closed, and~~

~~d. close the official file on the matter and retain in the file records of the Society for not less than ten (10) years from the date on which the initial complaint was received by the Society.~~

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~~5. If there is a determination, pursuant to IV.B.24.c, that the facts, as found by the Investigative Panel, appear to establish a violation of the Code of Ethics or Conflicts of Interest Policy that is ~~severe~~ more than minor, and as such may warrant suspension or expulsion of the charged, the Executive Director, within thirty (30) days of receipt of the notification described in IV.B.24~~

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~~a. shall notify the President in writing that the matter will be submitted to the Board of Governors for determination. In making its determination, the Hearing Board is mandated pursuant to IV.B.4 and shall provide the President with a copy of the complaint, a copy of the formal statement of charges against the charged member, and a copy of the Investigator's report, and~~

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~~b. shall notify the charged member in writing that a Hearing Board is mandated pursuant to IV.B.4 and that further information will be forthcoming once the Hearing Board has been appointed.~~

~~C. Appeal Phase (Proposed Letters of Warning/Admonishment)~~

~~1. No letter of warning/admonishment shall be sent at the end of the period of sixty (60) days described in IV.B.6 if the Executive Director of the Society shall receive before the end of such period from the member subject to the complaint either:~~

~~a. a signed written statement setting forth mitigating circumstances to explain why the member's alleged misconduct does not warrant a warning or admonishment;~~

~~b. a signed written request for a meeting or telephone conference with the Chair of the Ethics Committee to present mitigating circumstances to explain why the member's alleged misconduct does not warrant a warning or admonishment, or~~

~~c. a signed written statement alleging facts in addition to or different from those found by the Investigator, explaining why such alleged facts demonstrate that a warning or admonishment is not warranted, and requesting that the matter be referred to a Hearing Board for a determination;~~

~~provided in each case that the signed written statement or request is accompanied by the statement described in IV.C.2.~~

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~~2. Any written statement pursuant to IV.C.1.a or IV.C.1.c shall conclude with the following statement by the member subject to the complaint:~~

~~"All facts alleged in this statement are, to the best of my knowledge, true, correct and complete, and I have neither knowingly misrepresented nor knowingly omitted any information which would be material to the evaluation of the merits of this statement. I understand that if the foregoing statements are untrue, I may have violated the Society's Code of Ethics."~~

~~Any written request pursuant to IV.C.1.b shall conclude with the following statement by the member subject to the complaint:~~

~~"All facts that I will allege in the meeting or telephone conference I am hereby requesting will be, to the best of my knowledge, true, correct and complete, and I will not knowingly misrepresent or knowingly omit any information which would be material to the evaluation of the merits of the facts I will allege. I understand that if I make statements that are untrue, I may have violated the Society's Code of Ethics."~~

~~3. If a meeting or telephone conference is requested pursuant to IV.C.1.b, such meeting or telephone conference must take place, if at all, within thirty (30) days of the Executive Director's receipt of the written request for such meeting or telephone conference (unless the Chair of the Ethics Committee consents to extend such period). If it does not take place within such time period, a letter of warning/admonishment shall be issued as if no request had been timely submitted pursuant to IV.C.b.1. The Chair of the Ethics Committee shall designate the time and place of any meeting or telephone conference requested pursuant to IV.C.1.b and may request staff assistance by the Society.~~

~~4. Following consultation with the Ethics Committee, the Chair of the Committee shall determine, on the basis of the complaint, the report of the Investigator, and the information supplied pursuant to IV.C.1, whether and to what extent a letter of warning/admonishment is warranted or, if a Hearing Board has been requested, whether a Hearing Board is warranted. A determination pursuant to this IV.C.4 shall be made (and the Chair shall provide written notification to the Executive Director of such determination) not less than thirty (30) days after the first to occur of (i) the receipt of a written statement provided in accordance with IV.C.1.a or IV.C.1.c or (ii) the conduct of a meeting or telephone conference requested pursuant to IV.C.1.b. Except as provided in IV.D, a determination pursuant to this IV.C.4 may not be appealed.~~

~~5. If, pursuant to IV.C.4, a proposed letter of warning/admonishment is determined to be warranted or unwarranted, in whole or in part, the matter shall be handled as provided in IV.B.7 for situations in which proposed letters of warning/admonishment are appealed and deemed warranted or unwarranted,~~

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~~as the case may be. If a proposed letter of warning/admonishment is deemed warranted only in part, there shall be both a letter of warning/admonishment with respect to those matters deemed warranted and a notification of withdrawal of the proposed letter of warning/admonishment with respect to those matters deemed unwarranted. A determination that a Hearing Board is unwarranted shall be treated as a determination that a letter of warning/admonishment is warranted.~~

~~6. If, pursuant to IV.C.4, a Hearing Board is determined to be warranted, the Executive Director, within thirty (30) days of receipt of the notification described in IV.C.4~~

~~a. shall notify the President in writing that a Hearing Board is mandated pursuant to IV.C.4 and shall provide the President with a copy of the complaint, a copy of the Investigator's report, a copy of the proposed letter of warning/admonishment, a copy of the written statement described in IV.C.1.c, and a copy of the determination of the Chair of the Ethics Committee provided pursuant to IV.C.4.~~

~~b. shall notify the member who is subject to the complaint in writing that a Hearing Board is mandated pursuant to IV.C.4 and that further information will be forthcoming once the Hearing Board has been appointed.~~

~~D. Appeal Phase (Letters of Warning/Admonishment)~~

~~1. Notwithstanding the closure of a matter pursuant to IV.B.7.b, a member who receives a letter of warning/admonishment may appeal the matter to the Board of Governors, provided the letter of appeal is received by the Office of the Executive Director not later than thirty (30) days after the letter of warning/admonishment is sent to the member. Any such appeal shall conclude with the following statement by the member:~~

~~"All facts alleged in this appeal are, to the best of my knowledge, true, correct and complete, and I have neither knowingly misrepresented nor knowingly omitted any information which would be material to the evaluation of the merits of this appeal. I understand that if the foregoing statements are untrue, I may have violated the Society's Code of Ethics."~~

~~2. A member's appeal shall be disqualified if it is made directly to members of the Board of Governors or is accompanied by direct communications with the Board of Governors. The member and his or her legal counsel shall be permitted to meet with the Board of Governors only at its option. The appeal shall be denied unless the member demonstrates to the satisfaction of the Board of Governors (a) that the procedure for issuance of such a letter was not followed and (b) that no letter of warning/admonishment was warranted.~~

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~~3. In the event of an appeal, the Board of Governors may elect to remand the matter to the Chair of the Ethics Committee for further consideration, in which case a further unfavorable determination may not be appealed other than for a further failure to follow the procedure for the issuance of a letter of warning/admonishment.~~

~~E. Hearing Phase~~

~~1. The President shall, within thirty (30) days of receipt of the notification described in IV.B.8 or IV.C.6 appoint a Hearing Board composed of three (3), four (4), or five (5) members of the Committee of Past Presidents, such appointment to be made by certified mail (return receipt requested). The President shall include with the appointment a copy of the materials supplied to the President pursuant to IV.B.8 or IV.C.6, as the case may be. The President shall designate one (1) member of the Hearing Board as its Chair. The President shall simultaneously notify the Executive Director and the Board of Governors of the appointees to the Hearing Board. The appointment of the members of a Hearing Board and the appointment of its Chair may not be appealed.~~

~~2. At the time the Hearing Board is appointed, the President shall also designate one (1) additional member of the Committee of Past Presidents as an alternate member of the Hearing Board. Once the alternate appointee has joined the Hearing Board, the President shall have the authority to fill any other vacancies which arise by reason of the resignation or death of a Hearing Board appointee. Notwithstanding the foregoing, no alternate appointee may join the Hearing Board and no vacancy may be filled after the commencement of the Hearing.~~

~~3. Each appointee shall review promptly the materials provided pursuant to IV.E.1 and shall notify the President within thirty (30) days of receipt of such materials of his or her resignation from the Hearing Board if there exists any conflict of interest, friendship, prejudice, or other prejudice that might interfere with his or her ability to consider the matter in a disinterested manner, whereupon the alternate member of the Hearing Board shall join the Hearing Board.~~

~~4. Promptly upon receipt of notification of the President's appointees to the Hearing Board, the Office of the Executive Director shall contact the charged member (in matters described in IV.B.8) or the member subject to the complaint (in matters described in IV.C.6) in writing or by telephone in order to ascertain dates, times and locations that would be convenient or inconvenient for the Hearing. The Office of the Executive Director shall provide the information to the Chair of the Hearing Board. Such information is ascertained as a courtesy only, and the Hearing Board shall in no way be limited in setting the date, time and location of the Hearing by reason of such information.~~

~~5. Within thirty (30) days of notification of their appointment, the members of the Hearing Board shall confer by telephone or other means to determine a~~

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~~convenient date, time and place for the Hearing. The date selected shall be such as to afford at least thirty (30) days' notice of the Hearing to the following "interested parties": the complainant, the charged member or member subject to the complaint, the Investigator and all other persons who will be invited to provide testimony at the Hearing.~~

~~6. The Executive Director shall notify the interested parties by certified mail (return receipt requested) of the date, time and place of the Hearing. In matters described in IV.B.8, the notification to the charged member shall be accompanied by a copy of the statement of charges. In matters described in IV.B.8 or IV.C.6, the notification to the charged member or member subject to the complaint, as the case may be, shall also be accompanied by a copy of the report of the Investigator.~~

~~7. In order to respond to the statement of charges or the proposed letter of warning/admonishment, the charged member or member subject to the complaint, as the case may be, is eligible (but not required) (a) to appear at the Hearing in person, with legal counsel if desired, and (b) to provide a written statement to the Hearing Board. Although the member's attendance is not required, he or she is urged to attend.~~

~~8. The Hearing shall be conducted as follows:~~

~~a. Attendance at Hearings shall be limited to:~~

- ~~1) members of the Hearing Board,~~
- ~~2) the Executive Director and other designated Society staff members,~~
- ~~3) the Investigator,~~
- ~~4) the charged member or the member subject to the complaint, as the case may be, and his or her invitees~~
- ~~5) the complainant,~~
- ~~6) witnesses,~~
- ~~7) a qualified court reporter,~~
- ~~8) Legal counsel for the Society and for any of the above if desired,~~
- ~~9) observers from the Ethics Committee.~~

~~b. The charged member or member subject to the complaint, as the case may be, and his or her counsel shall have the right to be present throughout the Hearing and the right to question any witness, the complainant, if present, and the Investigator.~~

~~c. A record of the Hearing shall be made by a qualified court reporter. A transcript will be prepared of the Hearing and a copy made for the Society and a copy made for the charged member or member subject to the complaint, as the case may be.~~

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- ~~_____ d. The Chair of the Hearing Board shall preside.~~
- ~~_____ 9. The Agenda for the Hearing shall be as follows:~~
 - ~~_____ a. Opening statement by the Chair of the Hearing Board containing a summary of the issues before the Hearing Board (to be accompanied with distribution to all present of the statement of charges or the proposed letter of warning/admonishment, as the case may be).~~
 - ~~_____ b. Statement by the Chair that the Hearing Board will limit its deliberations and voting to the statement of charges or the proposed letter of warning/admonishment, as the case may be.~~
 - ~~_____ c. Opening statement by the charged member or member subject to the complaint, as the case may be, or his or her counsel (the opening statement to be made at the option of the charged member or member subject to the complaint).~~
 - ~~_____ d. Presentation by the Investigator of evidence relating to the matter.~~
 - ~~_____ e. Defense or rebuttal by the charged member or member subject to the complaint (the defense or rebuttal to be made at the option of the charged member or member subject to the complaint). (If no defense or rebuttal is presented either in person or in writing, the Hearing Board shall proceed with the Hearing on the basis of the statement of charges or proposed letter of warning/admonishment, as the case may be, the materials presented to the Hearing Board pursuant to IV.E.1, and Investigator's oral presentation at the Hearing).~~
 - ~~_____ f. A short recess to allow the Hearing Board members opportunity to review the evidence and prepare questions.~~
 - ~~_____ g. Opportunity for members of the Hearing Board to question any witness; the charged member or member subject to the complaint, as the case may be, if present; the complainant if present; and the Investigator.~~
 - ~~_____ h. Closing statements, if desired, by the Investigator and by the charged member or member subject to the complaint, as the case may be, or his or her counsel (the closing statement by or on behalf of the charged member or member subject to the complaint to be made at the option of that member).~~
 - ~~_____ i. The Chair shall then close the Hearing and the Hearing Board shall go into executive session to discuss the evidence presented and reach a decision.~~
- ~~10. An alleged violation of the Code of Ethics or Conflicts of Interest Policy shall be sustained or deemed to have been proven only if the preponderance of the~~

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~~evidence establishes facts which, if true, would constitute a violation of the Code of Ethics or Conflicts of Interest Policy. Accordingly, the Hearing Board is charged with evaluating both (a) the sufficiency of the allegations to establish a violation of the Code of Ethics or Conflicts of Interest Policy and (b) the truth of those allegations.~~

~~11. The Hearing Board shall determine the case by voting by ballot. A majority vote of the entire Hearing Board shall prevail.~~

~~12. The following procedure will be followed sequentially in the case of matters involving the appeal of a proposed letter of warning/admonishment:~~

~~a. With respect to each provision of the Code of Ethics or Conflicts of Interest Policy alleged in the proposed letter to have been violated, the Hearing Board shall determine in a separate ballot with respect to each such provision whether the alleged violation has been sustained or proven.~~

~~b. If no alleged violation is voted to have been sustained or proven, the member subject to the complaint shall be declared "cleared of all allegations," whereupon the procedure in IV.B.7 for situations in which proposed letters of warning/admonishment are appealed and deemed unwarranted shall be followed.~~

~~c. If any alleged violation is voted to have been sustained or proven, the issuance of a letter of warning/admonishment with respect to those violations only shall be deemed to be warranted, whereupon the procedure in IV.B.7 for situations in which proposed letters of warning/admonishment are appealed and deemed warranted shall be followed.~~

~~d. If a proposed letter of warning/admonishment is deemed warranted only in part, there shall be both a letter of warning/admonishment with respect to those matters deemed warranted and a notification of withdrawal of the proposed letter of warning/admonishment with respect to those matters deemed unwarranted.~~

~~e. Except as provided in IV.D, a determination pursuant to this IV.E.12 may not be appealed.~~

~~f. The remaining portions of IV.E shall not apply with respect to matters involving the appeal of a proposed letter of warning/admonishment.~~

~~13. The following procedure will be followed sequentially in the case of matters involving a statement of charges:~~

~~a. With respect to each provision of the Code of Ethics or Conflicts of Interest Policy alleged in the statement of charges to have been violated, the Hearing~~

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~~Board shall determine in a separate ballot with respect to each such provision whether the alleged violation has been sustained or proven.~~

~~b. If no alleged violation is voted to have been sustained or proven, the member subject to the complaint shall be declared "cleared of all charges."~~

~~c. If one (1) or more charges are sustained, a ballot shall be taken on the question: "Shall the Hearing Board recommend that the charged member be expelled from the Society?" A vote of two thirds of the entire Hearing Board shall be required for expulsion.~~

~~d. If the ballot on expulsion fails to carry, a ballot shall then be taken on the question: "Shall the Hearing Board recommend that the charged member be suspended for one (1) year from the Society?" A majority vote of the entire Hearing Board shall prevail.~~

~~Suspension shall withdraw all rights and privileges of the member, but it shall not affect any Society insurance protection.~~

~~e. If the ballot on suspension fails to carry, a ballot shall be taken on the question: "Shall the Hearing Board recommend that the charged member be sent a letter of censure?" A majority vote of the entire Hearing Board shall prevail.~~

~~f. If the ballot on censure fails to carry, the charged member shall be declared "cleared of all charges."~~

~~g. If the charged member has resigned without right of reapplication and is subsequently "cleared of all charges," suspended, or censured, per IV.E.13.b, d or e, the words, "without right of reapplication" shall be removed from the charged member's resignation record.~~

~~h. If the charged member has resigned without right of reapplication and is subsequently expelled, per IV.E.10.c, the member's resignation shall remain "without right of reapplication."~~

~~14. Within five (5) business days of its determination with respect to a matter involving a statement of charges, the Hearing Board shall provide written notification of the determination (including the text of any opinion in which the determination is recorded) (the "decision") to the Executive Director, the President, and the Chair of the Ethics Committee.~~

~~15. A determination by the Hearing Board that a charged member is "cleared of all charges" may not be appealed, and the complaint in the matter is barred and, even if revised, may not be resubmitted.~~

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~~16. Within thirty (30) days after receipt of a decision that a charged member is "cleared of all charges," the Executive Director shall:~~

~~a. provide the Board of Governors and the members of the Ethics Committee with a copy of the decision,~~

~~b. by certified mail (return receipt requested), provide all interested parties with a copy of the decision together with notice that the matter is closed pursuant to IV.E.15,~~

~~c. shall deposit the decision in the official file of the matter, close such file, and retain the file in the records of the Society for not less than ten (10) years from the date on which the initial complaint was received by the Society.~~

~~17. Within thirty (30) days after receipt of a decision that a charged member has violated the Code of Ethics or Conflicts of Interest Policy, the Executive Director shall:~~

~~a. provide the Board of Governors and the members of the Ethics Committee with a copy of the decision,~~

~~b. provide the Board of Governors with a copy of the materials supplied to the President pursuant to IV.B.8 and a copy of any written statement submitted by or on behalf of the charged member pursuant to IV.E.7.b, and~~

~~c. by certified mail (return receipt requested), provide the charged member with a copy of the decision and notification that, unless the decision is appealed within thirty (30) days as provided in IV.F.1, the Hearing Board's determination will be reviewed by the Board of Governors pursuant to IV.F.5.~~

~~18. The expenses incurred by the Hearing Board for travel of the Hearing Board members, the court reporter, the Society's legal counsel, and witnesses required by the Hearing Board shall be covered by the Society. The charged member or member subject to the complaint shall be responsible for any expenses relating to the member's defense, including counsel and witnesses.~~

~~F. Review and Appeal Phase (Expulsion, Suspension or Censure)~~

~~1. If a Hearing Board determines that a member has violated the Code of Ethics or Conflicts of Interest Policy, the member may appeal the matter to the Board of Governors, provided the letter of appeal is received by the Office of the Executive Director not later than thirty (30) days after the notification described in IV.E.14.c is sent to the member. Any such appeal shall conclude with the following statement by the member:~~

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~~“All facts alleged in this appeal are, to the best of my knowledge, true, correct and complete, and I have neither knowingly misrepresented nor knowingly omitted any information which would be material to the evaluation of the merits of this appeal. I understand that if the foregoing statements are untrue, I may have violated the Society’s Code of Ethics.”~~

~~2. A member’s appeal shall be disqualified if it is made directly to members of the Board of Governors or is accompanied by direct communications with the Board of Governors. The Board of Governors will review the record of the Hearing, the written request for the appeal and any written statement submitted by or on behalf of the charged member and will hear the charged member in person or by his or her legal counsel. The appeal shall be denied unless the member demonstrates to the satisfaction of the Board of Governors (a) that there were substantial errors in significant information presented to the Hearing Board, (b) that there is additional information, not made available to the Hearing Board, which might reasonably have led it to a different result, (c) that the Hearing Board’s decision was erroneous, or (d) that the Hearing Board failed to follow the procedures set forth in IV.E. Procedural errors prior to the Hearing shall not be grounds for the appeal of a Hearing Board decision.~~

~~3. The Board of Governors may take the following action after the appeal:~~

~~a. The Board of Governors may sustain the decision of the Hearing Board and implement the recommended action against the charged member.~~

~~b. The Board of Governors may sustain the decision of the Hearing Board, but modify the recommended action against the charged member to a less serious action.~~

~~c. The Board of Governors may dismiss the charge against the charged member.~~

~~4. If the Board of Governors elects action under IV.F.3.a. or b., the following voting rules shall apply (notwithstanding any contrary provision of the Society’s Constitution or By-Laws):~~

~~a. An affirmative vote of seven (7) members of the Board of Governors, at a meeting where a quorum is present, shall be required to confirm a decision of the Hearing Board leading to the expulsion of the charged member.~~

~~b. An affirmative vote of six (6) members of the Board of Governors, at a meeting where a quorum is present, shall be required to confirm a decision of the Hearing Board leading to the suspension or censure of the charged member.~~

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~~5. If the charged member does not appeal the decision of the Hearing Board, the Board of Governors shall at its next regularly scheduled meeting vote on whether to confirm the decision of the Hearing Board and to implement the recommended action. If the Board of Governors elects not to confirm the decision of the Hearing Board, the Board of Governors shall determine such actions as it deems fitting and proper.~~

~~6. It shall be within the discretion of the Board of Governors to determine what portion, if any, of its fact finding and deliberations concerning an appeal under this IV.F shall be conducted in executive or special session.~~

~~7. Within thirty (30) days of a decision by the Board of Governors, the Executive Director shall:~~

~~a. provide the Chair of the Ethics Committee with written notification of the decision together with any accompanying explanations provided by the Board of Governors, to be used for the future guidance of the Committee in its administration of ethics matters brought before it,~~

~~b. by certified mail (return receipt requested), provide all interested parties with written notification of the decision together with notice that the matter is closed pursuant to IV.F.6,~~

~~c. shall deposit a copy of such written notification in the official file of the matter, close such file, and retain the file in the records of the Society for not less than ten (10) years from the date on which the initial complaint was received by the Society.~~

5. The Board of Governors shall not be bound by the recommendations of the Investigative Panel and may upon review of the complaint; (1) determine that the complaint is not supported by the facts; (2) determine that a lesser sanction such as a letter of warning/admonishment should be issued; or (3) suspend or expel the member. The Board of Governors should ordinarily make such determination in a closed session of the Board.

Within thirty (30) days of the rendering of a decision by the Board of Governors, the Executive Director shall:

a. by certified mail (return receipt requested), notify the subject of the complaint of the resolution of the matter pursuant to this Section IV.B.5;

b. by certified mail (return receipt requested), notify the complainant that the matter is closed pursuant to Section IV.B.5 and if the matter is not resolved publicly that the resolution shall be held confidential and not revealed to any other parties by the complainant;

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c. by certified mail (return receipt requested), notify all witnesses who had been interviewed by the Investigative Panel that the matter is closed, and

d. close the official file on the matter and retain in the files of the Society for not less than ten (10) years from the date on which the initial complaint was received by the Society.

6. ~~Decisions of the Board of Governors may not be appealed.~~ A complaint disposed of by the Board of Governors, even if the complaint is revised, may not be resubmitted.

~~6-7.~~ All files concerning ethics complaints and the resolution thereof shall be confidential and may not be disclosed except by authority of the Board of Governors. The records shall be retained for a period of not less than ten (10) years from the date on which the initial complaint was received by the Society. The proceedings may be synopsized and made anonymous for later publication for instructive purposes.

~~6-8.~~ The membership shall be notified of all disciplinary actions taken by the Board of Governors under this Section IV.BF for violations of the Code of Ethics or Conflicts of Interest Policy, by publication of a suitable notice in MECHANICAL ENGINEERING or ASME NEWS. The name of the disciplined member shall not be published. However, the action of the Board of Governors, including the name of the disciplined member, shall be reported to the section chair and appropriate Society officers.

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Responsibility: Committee of Past Presidents/Ethics Committee

Reassigned from Centers Board of Directors/Center for Career and Professional Advancement/Committee on Ethical Standards and Review 2/2012

Reassigned from Centers Board of Directors/Center for Professional Development, Practice & Ethics/Committee on Ethical Standards and Review 4/23/09

Reassigned from Council on Member Affairs/Board on Professional Practice & Ethics 6/1/05

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Adopted: June 18, 1975

Revised: September 29, 1978
June 25, 1980
November 17, 1983
(editorial changes 3/84)

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June 14, 1985
(editorial changes 6/87)
(editorial changes 3/88)
June 18, 1989
June 6, 1990
(editorial change 2/94
November 21, 1996
(editorial changes 9/97)
June 9, 1999
(editorial changes 6/02)
(editorial changes
September 23, 2005
November 5, 2006
(editorial changes in responsible unit 4/09)
(Unit Reassignment Due to Reorganization 2/12)
November 15, 2013
September xx, 2019

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

Date Submitted: August 27, 2019
BOG Meeting Date: September 25, 2019
To: Board of Governors
From: Philanthropy Department
Presented By: Kathleen Lobb, Managing Director, Philanthropy
Agenda Title: Acceptance of Sole Membership of ASME Foundation

Agenda Item Executive Summary:

At its meetings in June 2019, the Board of Governors amended the Bylaws to establish a Philanthropy Committee, and it appointed Kenneth Balkey, Jennifer Jewers-Bowlin, Rudolph Landwaard, Thomas Pestorius, K. Keith Roe and Justin Young as members of the Philanthropy Committee.

At its June 2019 meeting, the Board of Directors of ASME Foundation, Inc. (the “Foundation”) took related action to amend its Bylaws in order to designate ASME as the “sole member” of the Foundation.

This designation will establish the role of ASME, acting under the direction of the Board of Governors, in Foundation governance. The Foundation will continue to be a separate corporation from ASME, with its own Board of Directors (appointed by ASME as the sole member), legal identity, tax-exempt status, and taxpayer identification number.

It is requested that the Board of Governors take action formalizing ASME’s acceptance of this designation.

Proposed motion for BOG Action:

To accept the designation of ASME, acting under the direction of the Board of Governors, as the “sole member” of ASME Foundation, Inc.

Attachments: None

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

**Date Submitted: August 30, 2019
BOG Meeting Date: September 25, 2019**

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

Agenda Item Executive Summary:

Proposed appointments reviewed by the COR on August 30, 2019.

Proposed motion for BOG Action:

To approve the attached appointments.

Attachments: Document attached.

**SEPTEMBER 2019
PROPOSED APPOINTMENTS TO
ASME UNITS**

Internal Unit	Nominee	Appointment Position/Title	Appointment Term/Category	Appointment Type	History
Committee on Honors	David Bogy	Member-at-Large	September 2019 – June 2022	Re-appointment	Tribology Division Chair ME Department Heads Committee
Committee on Honors	Thomas Gardner	Member-at-Large	September 2019 – June 2022	Initial	Industry Advisory Board Chair Board on Government Relations
Committee on Honors	Melany Hunt	Member-at-Large	September 2019 – June 2022	Initial	Pi Tau Sigma Award Committee ME Department Heads Committee
Committee on Honors	Jayathi Murthy	Member-at-Large	September 2019 – June 2022	Initial	Heat Transfer Committee ME Department Heads Committee
Philanthropy Committee	Mahantesh Hiremath	Member-at-Large	October 2019 – September 2022	Initial	ASME Governor ASME Federal Government Fellow
Philanthropy Committee	Terry Shoup	Member-at-Large	October 2019 – September 2022	Initial	ASME Past President ASME Foundation Chair
Student and Early Career Development Council	Jennifer Cooper	Member-at-Large	July 2019 – June 2020	Initial	Nominating Committee Secretary Safety Engineering and Risk Analysis Division Chair

**PROPOSED APPOINTMENT
TO EXTERNAL ORGANIZATION**

External Unit	Nominee	Appointment Position/Title	Appointment Term/Category	Appointment Type	History
Alfred Noble Medal Board	Edward Ecock	ASME Representative	October 2019 – September 2023	Initial	General Awards Committee Member

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

Date Submitted: August 28, 2019
BOG Meeting Date: September 25, 2019

To: Board of Governors (BOG)
From: Rich Laudenat
Presented By: Rich Laudenat
Agenda Title: April 2019 Board Motions Update

Agenda Item Executive Summary:

During the April 8, 2019 Board of Governors meeting, the Board approved the following motions. A quick overview on the status of the following motions will be provided:

Motion 3

The Board of Governors shall revise the operating documents for the Industry Advisory Board and the Diversity and Inclusion Strategy Committee to reflect reporting of these committees to the Board of Governors while maintaining participation on the Public Affairs and Outreach Council. Due date for First Reading: September-October 2019.

Motion 4

The Board of Governors shall revise the operating documents for the Volunteer Orientation and Leadership Training Committee to reflect reporting of this committee to the Board of Governors while maintaining its participation on the Sector Management Committee. Due Date for First Reading: September-October 2019.

Motion 5

The Board of Governors shall revise the operating documents to:

- a. Clarify the reporting requirements of Sector Senior Vice Presidents and Sector Management Committee to the Board of Governors and clarify the rules for participation of staff as voting members of SMC. Due Date for First Reading: September-October 2019.
- b. Clarify the functions of the Committee of Past Presidents. Due Date for First Reading: September-October 2019.

Proposed motion for BOG Action: Information Only

Attachments: None



Board of Governors Meeting Agenda Item Cover Memo

Date Submitted:	August 28, 2019
BOG Meeting Date:	September 25, 2019
To:	Board of Governors
From:	John M Mulvihill, Chair, Group Engagement Committee (GEC)
Presented by:	John M Mulvihill, Chair, GEC
Agenda Title:	Group Engagement Committee Activity Update

Agenda Item Executive Summary:

The Group Engagement Committee (GEC) has been active in creating an organization structure, recruiting North American and International volunteer leaders and identifying and actively engaging with local Professional Section and Student Section Leadership. In addition, the GEC has reviewed and revised funding initiatives, created information webinars, conducted the annual Group Leadership Development Conference (GLDC) for Sections and Divisions, defined specific annual goals to be achieved and worked closely with staff to improve communication and engagement strategy.

Following the Presidential Task Force recommendation to the BOG to transition the GEC to the Member Development and Engagement (MDE) Sector, the GEC has worked to create the recommended By-laws changes and revised the GEC/MDE Operating Guide to reflect this initiative.

This short presentation is designed to update the BOG on the current activities of the GEC, the identified goals and focus engagement activities for the coming year and the plans to transition to the MDE Sector.

Proposed motion for BOG Action: Information Only

Attachment(s): Power Point Presentation

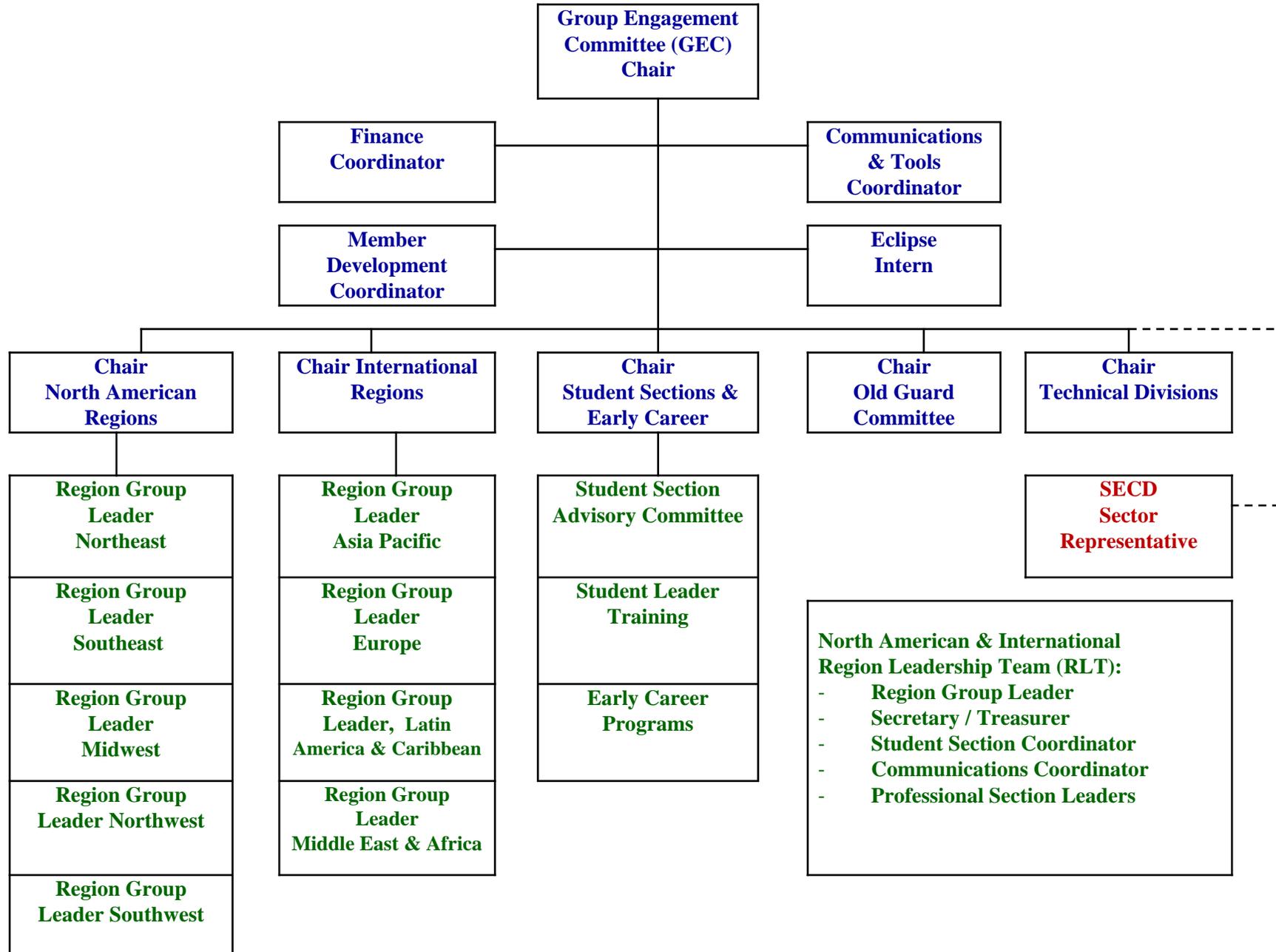


Group Engagement Committee (GEC)

What to Expect from Presentation

- **Brief Description** – This short presentation is designed to update the BOG on the current activities of the GEC, the identified goals and focus engagement activities for the coming year and the plans to transition to the MDE Sector.
- **Desired Outcome** – Update the Board of Governors on the structure of the organization, its current and future committee and engagement activities and the Committees focus for the coming year
- **Questions** – Please ask clarifying questions throughout the presentation but hold general questions until after the presentation
- **Duration** – Presentation: 10 Minutes; Discussion: 5 Minutes

Group Engagement Committee (GEC)



Group Engagement Committee (GEC)

Chair, Group Engagement Committee – John Mulvihill

Chair, North American Regions – Mike Roy

Chair, International Regions – Desmond Chong

Chair, Student Sections & Early Career – Mohammad Mahinfalah

Chair, Technical Divisions & Research Committees – Richard Cowan

Chair, Old Guard Committee – Dennis Armstrong

Finance Coordinator – Jared Oehring

Communications & Tools Coordinator – Pasqual Dell Aquila

Member Development Coordinator – Katheryn Kirsch

SSCD Liaison -

Eclipse Intern – Oleg Levytskyy

North American Region Group Leaders (RGL)

Region Group Leader, Northeast – David Smith

Student Section Coordinator, Northeast – Suhash Ghosh

Region Group Leader, Southeast – John Blanton

Student Section Coordinator, Southeast – Beth Todd

Region Group Leader, Midwest –

Student Section Coordinator, Midwest – Jason Ash

Region Group Leader, Northwest – Judith Bamberger

Student Section Coordinator, Northwest – Bryan Lewis

Region Group Leader, Southwest – Johnny Murrell

Student Section Coordinator, Southwest – Jeff Hanson

International Region Group Leaders (RGL)

Region Group Leader, Asia Pacific – Vojislav Ilic

Student Section Coordinator, Asia Pacific – Siddharthsinh Jadeja

Region Group Leader, Europe – David Morris

Student Section Coordinator, Europe -

Region Group Leader, Latin America & Caribbean – Jamie Sotomayor

Student Section Coordinator, Latin America & Caribbean – Abel Hernandez-Guerrero

Region Group Leader, Middle East & Africa – Franz-Josef Kahlen

Student Section Coordinator, Middle East & Africa – Charbel Bou-Mosleh

Group Engagement Committee (GEC)

The GEC, under the direction of the BOG, provides governance for Professional Sections, Student Sections, the Old Guard Committee, Technical Divisions and Research Committees.

It is responsible for member development and engagement including activities of the Society relating to developing future leaders, liaison with and engaging Professional and Student Sections, Technical Divisions and Research Committees, developing rules of engagement with other Sectors and COFI, providing oversight for training for groups and communicating expectations and opportunities for alignment with ASME mission and strategy.

Group Engagement Committee (GEC)

FY 2020 Goals & Accomplishments

- **Create the Member Development and Engagement (MDE) Sector that will vastly improve, at the local level, communications and engagement opportunities between ASME, Professional Sections and Student Sections. – Structure, By-Laws & Operations Guide complete, Pending Approval**
- **Develop the necessary staff structure to support ASME GEC/MDE Group initiatives and activities. – Ongoing, Staff Action**
- **Create an GEC/MDE Operations Guide that includes succession policies. – Operations Guide (draft), Pending Approval**
- **Vastly grow the avenues of communications between ASME, Professional and Student Sections through implementation of the Group Mass E-Mail Console (GMAC), Volunteer Leadership Directory (VLD) tool, enhancement of information and training webinars, content sharing opportunities at the GLDC, improvements to the Community Web Pages, Social Media Platforms and Regional Teleconferences – On Going, Staff & GEC Team, Regional Gp. Ldrs.**

Group Engagement Committee (GEC)

FY 2020 Goals & Accomplishments

- **Conduct Regional Teleconferences with Sections and Student Sections to enhance communications and improve engagement – Ongoing, Region Gp. Ldrs.**
- **Implement the policy on Grants, Donations, Gifts and Sponsorships by Groups and a revised policy on Solicitation of Funds. – Region Teleconferences**
- **Implement the revised Section and Student Activity Funding Program – Region Teleconferences and GLDC**
- **Expand the Student Leadership Training Conference (SLTC) program to reach a greater number of students across all geographic zones of ASME. - Staff & Chair, Student Sections and Early Career & SSEC**
- **Revise and make available online the Section and Student Section Procedures Guide to be consistent with current structure. Ongoing, Staff & Chair, North American & International Regions, Chair, Student Sections and Early Career**
- **Create a plan, in cooperation with SECD, to promote Early Career participation in ASME Technical and Social programs and activities. - Ongoing, Chair, Student Sections and Early Career**

Group Engagement Committee (GEC)

FY 2020 Goals & Accomplishments

- Evaluate the status of those Professional & Student Sections who have reduced their ASME participation or are no longer active in their local communities and determine their long-term sustainability and potential for revitalization. – **Ongoing, Regional Group Leaders**
- Reengage local Professional Sections with their counterpart Student Sections in order to improve student involvement in ASME programs and activities, to enhance their transition into professional status and to establish a new generation of ASME. – **Ongoing, Regional Group Leaders**
- Develop programs to facilitate group interaction and cross sector collaboration. - **TEC & SECD Collaboration, included in GLDC Agenda**
- Conduct the 3rd Annual Group Leadership Development Conference (GLDC) – **February 28 – March 1, 2020, Los Angeles.**
- Create in cooperation with VOLT and GPS, Section and Division new leader training modules. – **Ongoing, Eclipse Intern**



Discussion & Questions



Board of Governors Meeting Agenda Item Cover Memo

Date Submitted:	August 28, 2019
BOG Meeting Date:	September 25, 2019
To:	Board of Governors
From:	George Papadopoulos, SVP TEC
Presented by:	George Papadopoulos
Agenda Title:	TEC Organization

Agenda Item Executive Summary:

An update will be given in regards to proposed changes to the TEC organizational structure that are meant to provide a support structure for divisions, improve governance, and facilitate focused engagement on strategic technology initiatives.

Proposed motion for BOG Action:

NONE

Attachment(s):

2019 Technical and Engineering Communities: The Next Step Change for the Future of ASME

September 25 Board Of Governors Briefing

What to Expect from Presentation

- **Brief Description** – This presentation will provide an opportunity to listen to the status of this activity
- **Desired Outcome** – This presentation is **information only** at this time. A proposed recommendation and path forward to be presented at the November 10 Board Meeting
- **Questions** – Please hold questions until after the presentation
- **Duration** – 15 Minutes have been allocated for the presentation and discussion

April 10th Board Action

- The Board approved motion passed on April 10, 2019 stated as follows:
- Approved in principle of the name of Technical Events and Content Sector to Technical and Engineering Communities (TEC) Sector
- Assigned the Senior Vice President of TEC the development of a reporting and governance structure and operating document taking into consideration the recommendations of the Task Force on Organizational Structure for review by the Board of Governors due for the first reading of the Bylaws September – October 2019

Current Situation ...

- Technology has and will continue to change rapidly ... ASME response has been slow, inconsistent and sporadic
- Lessons learned from the 2014 Re-Organization indicates the TEC structure is fragmented and not working effectively
- Divisions do not have a leadership, governance structure or ability to provide the technical expertise in strategic areas
- Divisions are not collaborating with each other
- TEC has not adjusted its activities to reflect the current ASME Strategy in the strategic technologies
- Adjustments are required to TEC's structure to provide timely governance and consultation to Divisions and take action to create new Divisions when warranted

Commentary ...

- Two different Task Forces have recommended alternative paths forward which require changes but neither place the society on a trajectory to long-term success
- The April 10th Board action requires “reporting and governance structure and operating documents take in consideration the recommendations from the Task Force on Organizational Structure”
- We have additional information from the Division Survey which was completed after the Motion was passed, further surveying of all Division members currently in progress ... both will provide additional insights
- A Volunteer leadership polled by PEDT is underway which will also provide wide view of organizational performance issues
- PEDT recommends moving date of first reading to November 10, 2019 BOG Meeting

Anticipated Outcomes ...

- A leadership structure for Technical Divisions and Research Committees
- Revised TEC Operations,
- A schedule for implementations of key findings
- Presentation of Bylaws revisions at November 10 Board of Governors Meeting for First Reading

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

Date Submitted: August 28, 2019
BOG Meeting Date: September 25, 2019

To: Board of Governors (BOG)
From: Rich Laudenat
Presented By: Rich Laudenat
Agenda Title: Nominating Committee

Agenda Item Executive Summary:

The Presidential and Executive Director Team (PEDT) received some recommendations from the 2019 Nominating Committee Leadership on changes to be made to the Nominating Committee as well as the Nominating process for a more efficient process.

An overview of the changes will be provided.

Proposed motion for BOG Action: Information Only

Attachments: PowerPoint Presentation

Changes to the ASME President and Governor at Large Nomination Process: A Step Change for the Future of ASME

Nicole Kaufman Dyess and Jared Oehring

Recommendations from the Leaders of the 2019 Nominating Committee and the
2019 Presidential Task Force



What to Expect from Presentation

- **Brief Description** – This presentation will provide an opportunity to discuss each recommendation
- **Desired Outcome** – This presentation is **information only** at this time
- **Questions** – Please hold questions until after the presentation
- **Duration** – 30 Minutes have been allocated for the presentation and discussion

Process Requires Changes to Enhance the Desired Outcome of Nominating Qualified Leaders

- Being selected as Governor means serving in a leadership position on a Board of a major not-for-profit organization and is not a reward for years of dedicated service
- NC Committee member qualifications are not consistent with BOG expectations to select qualified leaders
- NC structure should be streamlined
- Current selection process does not make use of ASME data acquisition and management technology, ASME Members, SVPs and the NC need to participate in searching for nominees
- A more efficient application & meeting schedule will create better outcomes for all
- After the Nominees are selected the membership will vote

Key recommendations that support ASME Strategic Objectives:

- Change title of President to President/Chair to better reflect role
- Empower BOG to select President/Chair
- BOG has option to re-elect President/Chair, if needed (i.e., two-year term)
- PEDT becomes the Executive Committee of the BOG to handle day-to-day operational decisions
- Allow BOG to appoint additional member to the Board to address specific skill set needs

Additional changes to nomination process will add value:

- Eliminate Candidate Support Speakers
- Implement a multi-stage candidate interview process
- Reduce Nomination Packet size and move to on-line format
- Utilize instant runoff voting in Nomination Meeting
- Reduce Nominating Committee size to 10 voting members (2 members and 1 alternate per Sector)
- Enhance member qualifications per recommendations of Task Force

Additional BOG considerations:

- Recommendations may require Constitution and Bylaw revisions
- Timing of changes are critical; FY22-24 timeline is likely the most optimal at this time
- Next Step ... Detailed review and evaluation of proposed changes and formal presentation to BOG in November, 2019

Discussion



Board of Governors Meeting Agenda Item Cover Memo

Date Submitted:	August 27, 2019
BOG Meeting Date:	September 25, 2019
To:	Board of Governors
From:	Michael W. Johnson
Presented by:	Michael W. Johnson
Agenda Title:	Follow-up from Leadership Planning Meeting

Agenda Item Executive Summary:

A summary of the Leadership Planning meeting and recommendations regarding the recrafting of the Vision & Mission Statements. In addition, a review of the transition plan for engagement of the Board of Governors related to strategy.

Proposed motion for BOG Action: Information Only

Attachment(s): PowerPoint Presentation

ASME Strategic Discussion Board of Governors Webinar New York, New York

September 25, 2019

What to Expect

- **Description**

- Summary of Leadership Planning Meeting
- Recrafting of Mission & Vision Statements
- Review of Board of Governors Transition Plan

- **Expectation**

- Feedback/Information

- **Questions**

- Ask questions during presentation

- **Duration**

- 15 minutes

Leadership Planning Meeting - Summary

Several common themes emerged:

- Leadership
- Internal and external engagement
- Sustainability of the current business model
- Organizational capabilities
- Direction and pace of technology
- ASME global ambitions
- Data/Information needs

Leadership Planning Meeting - Summary

Two specific actions steps came out of the sessions:

- Recrafting of Mission & Vision Statements
- Development of a going forward plan for continuous Board engagement around strategy.

Vision Statement

Vision - Current

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

SAC Proposal (10/18)

- ASME's vision is to be the essential engineering resource for solutions to global grand challenges.

Current Recommendation

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

Mission Statement

Mission - Current

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

SAC Proposal in (10/18)

- ASME's mission is to promote and advance engineering knowledge to improve the quality of life.

Current Recommendation

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

Board Engagement Transition Plan

Breadth of Issues

Foundational

- Vision
- Mission
- Alignment
- IOP Integration
- SAC Restructure

Developmental

- Technology Evolution
- Industry Insight
- Emerging Trends
- Partnerships
- Collaboration

Strategic

- Strategic Alternatives
- Emerging Opportunities
- Board Expertise
- External Relationships
- Adjacent Markets

Time Dedicated

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

Date Submitted: 9/4/2019

BOG Meeting Date: 9/25/2019

To: Board of Governors

From: Committee on Organization and Rules

Presented by: Fredrick Stong

Agenda Title: Committee on Organization and Rules Annual Report

Agenda Item Executive Summary:

The Committee on Organization and Rules Annual Report for the Fiscal Year 2019.

Proposed motion for BOG Action:

None.

Attachments:

Report.

**Committee on Organization and Rules
Annual Report to the Board of Governors
2018 - 2019**

The Committee on Organization and Rules (COR) provided support to the Board of Governors, the Committees reporting to the Board of Governors and the Sectors. For FY19, the committee held four meetings via web conference.

COR reviewed proposed changes to eight By-Laws and recommended changes that the Board of Governors adopted. It approved two new By-Laws that the Board of Governors approved.

COR reviewed proposed changes to eleven Society Policies and recommended changes that the Board of Governors adopted. It approved one new Society Policy that the Board of Governors approved.

The Committee reviewed 28 appointments or reappointments and made recommendations that the Board of Governors approved. COR continued to strictly enforce the examination process of appointments and re-appointments to make sure they were in compliance with Society Policies.

COR approved a new Operation Guide for the Philanthropy Committee and approved changes to three Operation Guides.

The Committee performed the required annual review of the Nominating Committee Manual.

The terms of Keith Thayer and Kate Ingle on the Committee expired in June 2019. Emily Boyd and Joseph Radisek are joining the Committee for the 2019-20 term.

The Committee selected Fred Stong as its chair for 2019-20.

As ASME continues to evolve, the importance of being agile to make necessary changes to its governance documents quickly and efficiently is important. COR is responsive to these needs and brings a corporate history and continuity to the process.

ASME Board of Governors
Agenda Item
Cover Memo

Date Submitted: August 21, 2019
BOG Meeting Date: September 25, 2019
To: Board of Governors
From: Committee on Honors
Presented by: Yildiz Y. Bayazitoglu
Agenda Title: Committee on Honors Annual Report

Agenda Item Executive Summary: *(Do not exceed the space provided)*

Committee on Honors Annual Report for Fiscal Year 2019

Proposed motion for BOG Action: *(if appropriate)* None

Attachment: Report

Committee on Honors Annual Report to the Board of Governors 2018-2019

The Committee on Honors (COH) held two face-to-face meetings and conducted several electronic discussions during the 2018-2019 year. Major activities were in the following areas:

a. Diversity.

COH continues to promote ASME's goal of leadership and diversity within the COH Membership by striving to create a balance between academia and industry and including younger members.

b. Rules of Award Review.

COH conducted its triennial review. Twenty-six Rules of Award were reviewed to ensure the procedures outlined in the documents corresponded to those of the award committees. This ongoing activity helps to identify areas of concern that must be addressed, as well as to provide the Committee and Special Award Committees the opportunity to make suggestions relative to procedures while ensuring that the awards are still relevant.

c. Selection of Award Recipients.

During the year, the General Awards Committee and the Committee on Honors reviewed and acted favorably upon nominations for sixty-nine of the Society's seventy-four awards. There were ten international recipients. Twenty recipients were from Industry.

COH considered four nominations for Honorary Membership. Three nominees for Honorary Membership were recommended to the Board of Governors for approval. The Committee also considered four nominations for the 2018 ASME Medal and recommended one nominee for approval by the Board of Governors.

COH continues to uphold the integrity of the Honors Program by carefully evaluating all awardees to ensure that they meet the requirements of the award they receive and that the committee remains true to the purpose and intent of each and every award.

c. Membership Promotion.

To attract and retain ASME membership, COH continues to offer award recipients who are non-members, a free year of membership, and young engineers, three years of free membership. Twelve honorees were invited to join ASME. To date two have joined.

d. Honors Program.

COH is committed to ensuring that the Honors & Awards Program continues to represent ASME's high standard by honoring outstanding individuals.

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

Date Submitted: August 16, 2019
BOG Meeting Date: September 25, 2019

To: Board of Governors
From: Committee of Past Presidents
Presented by: Madiha Kotb
Agenda Title: 2018-2019 Committee of Past Presidents Annual Report to the BOG

Agenda Item Executive Summary: *(Do not exceed the space provided)*

A report of the activities of the Committee of Past Presidents during 2018-2019 follows for information for the BOG as a Consent Item for Receipt.

Proposed motion for BOG Action: *(if appropriate)*
Receipt

Attachments:
Report

Committee of Past Presidents 2018-2019 Annual Report

During the past year, individual members of the Committee of Past Presidents (CPP) continued to play a vital role as ASME volunteer leaders. Service included participating in ASME activities in the various sections, VOLT, Fellows Review Committee, History and Heritage Committee, the Nominating Committee, the ASME Foundation, the Ethics Committee, Task Forces at the President or Board request, Ceremonial duties in support of the ASME and BOG Standing Committees including: Pension Plan Trustees, Committee on Finance and Investment, Committee on Honors, and Committee on Organization and Rules.

The CPP held two meetings during fiscal year 2019, on November 12, 2018 in Pittsburgh, PA. and June 3, 2019 in Orlando, FL.

Joseph A. Falcon – 111th ASME President passed away on July 18, 2019.

Congress – November 12, 2018

Closed Session

The following information was discussed:

The CPP deliberated on the actions resulting from the NC chair report presented to the CPP on June 4, 2018. It was agreed that no further action is required from CPP and that individual members will provide their input, as deemed necessary, to the Presidential Task Force – Nomination Process chaired by Howard Berkof on which Past President Marc Goldsmith served as a member.

Open Session

NIEE Update

NIEE (National Institute for Engineering Ethics) is located at Texas Tech University. Dave Soukup said that Purdue University is finalizing arrangements to assume responsibility for the National Institute for Engineering Ethics (NIEE) from Texas Tech University.

WFEO, UPADI and Pam American Academy of Engineering

ASME continues to participate and has a “membership” through its membership in American Association of Engineering Societies in the WORLD FEDERATION OF ENGINEERING ORGANIZATIONS (WFEO) AND UNIÓN PANAMERICANA DE ASOCIACIONES DE INGENIERÍA (UPADI).

Reggie Vachon serves on various committees at WFEO and is the US representative to UPADI. ASME Member Sam Grossman has been elected VP for North America (Canada, US and Mexico).

Reggie Vachon will continue to serve as the President of the Pan American Academy of Engineering until 2022. ASME members Dick Goldstein and Bill Predebon are new members of the Pan American Academy of Engineering.

ASME Foundation

The CPP was updated on future plans for a new campaign to launch in FY 2020.

The Committee hosted a private dinner for its members in Pittsburgh PA. Everyone enjoyed catching up with one another.

Annual Meeting- June 3, 2019

Closed Session

The Committee discussed membership on the Committee, a name change for the Committee, and ethical leadership. Bob Sims will serve as Committee Chair and Madiha Kotb will be Vice Chair for 2019-2020.

Open Session

CPP Achievements

The renaming of the admissions building at Rensselaer Polytechnic Institute to honor Past President Nancy Fitzroy and her late husband Roland was noted.

ECLIPSE Interns

The 2018-19 class of ASME ECLIPSE Program interns presented its report called "The Case for Employers to Support Membership & Volunteering." The Committee thanked the interns for their presentation and urged them to continue to pursue its implementation. It was noted that ASME's technical divisions may be a source of support for early career engineers.

Ethics

Ethics Committee Chair Robert Simmons noted that changes in procedures for ethics cases are being considered.

Report on International Activities

Reginald Vachon reported on his international activities. He said that the American Association of Engineering Societies is disbanding. A new organization called the Engineering Societies of America, LLC, for which ASME is the lead organization, will be representing the United States in the World Federation of Engineering Organizations. The American Society of Civil Engineers is taking the lead on UPADI. He referenced the United Nations Sustainable Development Goals shown at <https://www.un.org/sustainabledevelopment/sustainable-development-goals/>

ASME Foundation

ASME Foundation Executive Director Kathleen Lobb gave a presentation regarding the upcoming fundraising the Foundation will be pursuing in FY 2020. Foundation Chair Thomas Pestorius also participated and provided commentary.

Appointments for Fellows Review Committee

The corrected term on the Fellows Review Committee for Bob Sims is 2019 – 2024.

The Nominating Committee

The 2019 Nominating Committee have invited the following Past Presidents' as advisors to the 2020 Nominating Committee; Victoria Rockwell, Keith Roe and Charla Wise.

Other Business

The CPP members continue to nominate members for Dedicated Service Awards and Fellow recognitions.

The CPP again hosted the Leadership Recognition Event to acknowledge service by outgoing officers. This year, the event took place at JW Marriott Grande Lakes Orlando and was a luncheon.

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

Date Submitted: August 16, 2019
BOG Meeting Date: September 25, 2019

To: Board of Governors
From: The ASME Auxiliary
Presented by: Saraswati Sahay
Agenda Title: 2018 2019ASME Auxiliary Annual Report to the BOG

Agenda Item Executive Summary: *(Do not exceed the space provided)*

A report of the activities of the ASME Auxiliary during 2018-2019 follows for information for the BOG as a Consent Item for Receipt.

Proposed motion for BOG Action: *(if appropriate)*
Receipt

Attachments:
Report

ASME Auxiliary's 2018 – 2019 Annual Report

During the past year, individual members of the Auxiliary continued to play a vital role as ASME volunteer leaders. Service includes volunteering with FIRST Robotics teams and competitions, Future City competitions, readers for several scholarships and administering the Auxiliary's Scholarship and Loan Program.

The ASME Auxiliary held three meetings, the first on November 13, 2018 in Pittsburgh PA and then June 3 & 4, 2019 in Orlando FL.

Congress – November 13, 2018

The Board Meeting

The Treasurer's report showed a balance of \$1,195,471.25 on July 1, 2018 and a balance of \$1,217,883.02 on March 31, 2018. The student loan fund had a balance of \$324,917.72 less \$49,474.00 in outstanding loans. The Auxiliary received final payment for three (3) loans that have been paid in full. There were three (3) new loans.

For the 2017/2018 academic year to be paid in fiscal year 2018-2019, the Auxiliary awarded twelve (12) Undergraduate Scholarships totaling \$111,000.00. They were one (1) Rothermel Scholarship (Master's degree), one (1) Parsons Scholarship (Doctoral), three (3) Rice Cullimore Scholarships (Foreign Graduate) and twelve (12) Lucy and Charles W. E. Clarke Scholarships to graduating High School Seniors on a FIRST Robotics Team.

The Auxiliary celebrated their 95th Anniversary and had a booth at the IMECE to bring more awareness to the Auxiliary's scholarship and loan programs. They also had some special guests at their luncheon.

Auxiliary Luncheon

Dr. Vickie Webster-Wood, came to speak on "Living Machines: Bio-inspired, Bio-hybrid, and Organic Robots." Dr. Webster-Wood was awarded an ASME Auxiliary's Elisabeth M. & Winchell M. Parsons Scholarship in 2015. Dr. Jason Ash spoke to the group and thanked them for their generosity in providing student scholarships and loans. Dr. Ash has nominated many students for the Auxiliary's scholarships and loans.

The Auxiliary's special guest was Steve Wutzke, a resident of Pittsburgh and the very first recipient of the Auxiliary's Marjorie Roy Rothermel Scholarship. Mr. Wutzke conveyed his gratitude for the scholarship and how it enabled him to finish his degree which in turn made him a very successful engineer.

The Board and Annual Meeting – June 3 & 4, 2019

The Treasurer's Report showed a balance of \$1,195,471.25 on July 1, 2018 and a balance of \$1,182,072.97 on March 31, 2019. The Student Loan fund had a balance of \$284,060.18 as of March 31, 2019 less \$46,260.53 in outstanding loans. The Auxiliary received final payments for four (4) loans that have been paid in full. There was one (1) new loan as of March 31, 2019. The Auxiliary received \$500.00 from a previous loan recipient who was very grateful for the Auxiliary's help as he completed his degree. He wanted to pay it forward to another deserving student.

The Auxiliary approved to award thirty-one (31) Scholarship totaling \$123,000.00 for the Academic Year 2018 – 2019 to be paid in Fiscal Year 2019-2020.

The following officers were installed for the Fiscal Year 2019 – 2020:

President (2-year term, final year)	Saraswati Sahay
Executive Vice President	Ella Baldwin-Viereck
Recording Secretary	Vatsala Menon
Corresponding Secretary	Ada Ezekoye
Treasurer	Stella Seiders
Student Loan Fund Treasurer	Ed Seiders

Kay Simmons was presented with a Dedicated Service Award. She was president of the ASME Auxiliary twice and has done outstanding work inspiring students to become Mechanical Engineers. She continues to be an active recruiter for the Auxiliary.

Cindi Pool was also awarded a Dedicated Service Award for active participation in the Auxiliary from the early days. She started by helping her mother (who was very active) and continued to work with the Auxiliary as a Scholarship Chair and is doing outstanding work.

Auxiliary Luncheon

Dr. Albert Manero was the guest speaker for the Auxiliary Luncheon on June 4, 2019. He gave an exciting talk about a new design approach for children's bionic devices. Dr. Manero is President of Limbitless Solutions, an engineering innovation company that helps children in need through the design and delivery of 3-D printed bionic limbs.