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**FY24 BOARD OF GOVERNORS**

Tuesday, December 12, 2023 – 1:00 PM to 4:00 PM (EST)

2 Park Avenue, 6th Floor, New York, NY

**FINAL MINUTES**

Attendance during the open session was as follows:

Board of Governors

President: Thomas Kurfess

Governors: Andy Bicos, Alma Fallon, Thomas Gardner, Susan Ipri-Brown, Kathryn Jablokow, Sam Korellis, Monica Moman-Saunders, Jared Oehring, Dave Schlesinger, Patrick Vieth, Wolf Yeigh

Executive Director/CEO: Thomas Costabile

Other Officers

Senior Vice Presidents/Elects: Rick Cowan, Section Engagement Sector

 Nicole Kaufman Dyess, Student & Early Career Development

 Jennifer Jewers Bowlin (Elect), Student & Early Career Development

 Lester Su, Public Affairs & Outreach

 Tom Vogan, Standards and Certification

Secretary/Treasurer Tara McMahan

Ass’t Secretary/General Counsel: John Delli Venneri, Esq.

Chief Financial Officer: William Garofalo

Governors-Elects: Nicole Kaufman Dyess, William King, Janis Terpenny

Guests

Oscar Barton, Jr. Chair, ASME Nominating Committee\*

Amy Betz Chair-Elect, DEI Strategy Committee\*/\*\*

Karen Ohland Past President, 2022-2023

Keith Roe Past President, 2016-2017\*

Nicole Salloum ECLIPSE Intern, BOG

Terry Shoup Past President, 2006-2007\*

Bob Sims Past President, 2014-2015\*

David Smith Nominating Committee\*

Benjamin Wellhoefer Director, TEC Product Management\*

Staff

RuthAnn Bigley Manager, Governance Programs

Clare Bruff Director, Volunteer Engagement & Diversity

Sandra Bullock Senior Manager, Learning Technology & Data Analytics

Susie Cabanas Manager, Global Alliances & Board Operations

Chris Cantrell Sr. Managing Director, Standards Engineering Services

Arin Ceglia Managing Director, Learning & Development

Chandra Clouden Chief Human Resources Officer

Mair DeMarco Director, Learning Experience & Excellence\*

Kara Dress Director, Inbound Marketing & Branded Content\*

Gerry Eisenberg Managing Director, Standards & Engineering Services\*

John Grimes Director, Emerging Technologies\*

Josh Heitsenrether Sr. Managing Director, Marketing & Digital Standards

Robert Karmelich Sr. Managing Director, Corporate Sales

Phyllis Klasky Director, Events Management\*

Drew Lentz Director, Learning Technology & Product Development

Andrea Mahoney Managing Director, Marketing & Digital Operations

Colin McAteer Managing Director, Publishing\*

Tom Meehan Controller\*

Steve Papaganeres Managing Director, Financial Reporting\*

Jeff Patterson Chief Operating Officer

Allian Pratt Chief Leadership Engagement Officer

James Riley Senior Help Desk and Executive Support Tech

Karen Russo Director, Executive Operations

David Soukup Managing Director, Governance

Sai Suresh Sr. Director, Financial Reporting & Analytics\*

Evelyn Taylor Director, Section Operations\*

Angelique Vesey Director, Technical and Engineering Communities\*

Stephanie Viola Managing Director, Philanthropy/ED, ASME Foundation

\**Attended Virtually*

*\*\* Part Time Attendance*

1. **Opening of Meeting**
	1. Call to Order: On December 12, 2023, a meeting of the FY24 Board of Governors of the American Society of Mechanical Engineers was held at the ASME New York office, 2 Park Avenue, and simultaneously via the Zoom application. A quorum was present, and the meeting was called to order by President Kurfess at 1:01 PM EST.
	2. Adoption of the Agenda: On motion made and seconded, the Board unanimously voted to adopt the agenda as circulated on October 13, 2023.
	3. President’s Remarks: President Kurfess welcomed everyone to the meeting and offered that he appreciates everyone’s continued commitment in coming to New York and in keeping ASME a vibrant and active community. As the holiday season approaches, it seems to bring out a bit more hope. That hope is amplified by the impact ASME is having and he feels privileged to observe that impact in action as ASME helps to make the world a better place by providing technical input and guidance. Not only is ASME providing the guidance, but it is doing so with a diversified team of people.

It is an exciting time to be here and to engage. While there is more work to do, he knows ASME has the strength and depth to get the job done.

1. Executive Director/CEO’s Remarks: Tom Costabile began by stating how great it was to see everyone and thanked all for taking the time to travel to New York City during the holiday season.

IMECE 2023 did not live up to what we had hoped. The attendance was 1,726 individuals versus 1,674 from last year, which is not enough to sustain it. The conference did not meet its budget and as of today ASME is looking at a loss of approximately $67,000. Tim Graves and his team are addressing the performance of IMECE with SVP Bob Stakenborghs and the TEC Council.

Mr. Costabile also provided a brief overview of today’s agenda which will include a financial report, an update on the Washington, D.C. office and more. He closed by stating that he continues to remain excited about being part of ASME and is honored to serve as Executive Director and CEO.

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

On motion made and seconded, the Board voted to approve 1.5.1 and 1.5.2 on the Consent Items for Action:

1.5.1. Approval of Open Session Minutes from October 29, 2023

1.5.2. Proposed Appointment

1. **Open Session Agenda Items**
	1. FY24 YTD Financial Report: Bill Garofalo provided a high-level recap of the FYTD financial results through November.

Revenues remains in line with the budget and forecast through November. The actual net results were favorable in revenue and expenses compared to the prior year, primarily due to the timing of the Boiler Code cycle and partially offset by higher costs related to the printing and publication of the Boiler Code and the spend associated with our digital transformation projects.

With regard to ASME’s Investments/General Fund, our investments have increased due to a cash contribution and a YTD investment return of 1.5%.

The Contingency Reserve target is 60%, however, ASME ended FY23 with a contingency reserve of 104%, primarily driven by the net gain on the sale of ISIE. The reserve percentage has remained relatively consistent at 107% as of the end of November FY24, above the recommended target.

* 1. Washington, DC Office Update: The Washington, D.C. lease is due to expire on December 31, 2023 and discussions continue regarding a new lease.

Mr. Costabile provided the Board with an overview of the current situation in the Washington office located at 1828 L Street N. He showed the floor plan of the existing space, then explained the review process and alternatives. The best option is to relocate to a new space on the 4th floor of the existing building in a reduced footprint. During the build out of the new space, ASME will stay in its existing space and pay a reduced rent based on the square footage in the new space. Mr. Costabile recommends proceeding to enter into a new lease with the existing landlord. (Minutes Appendix 2.2)

On motion made and seconded, the Board unanimously voted:

Whereas the current lease at 1828 L St NW Suite 510 will end on December 31, 2023;

Whereas the Board of Governors has determined that it is in the best interests of the society to maintain an office in Washington D.C.;

Whereas it has been determined that the society can be best served by an office with less square footage;

Resolved: that the Board of Governors hereby authorizes the Executive Director/CEO to execute and deliver such documents as necessary to secure a lease at 1828 L St. NW Suite 406 substantially on the terms and conditions described in Appendix 2.2 to the December 12, 2023, open session Board agenda.

* 1. Diversity, Equity & Inclusion Strategy Committee: Amy Betz, Chair-Elect of the DEI Strategy Committee, began her presentation by stating the Committee’s priorities, some of which include convening a meeting of all DEI groups and constituents in ASME, reviewing and updating society policy on DEI, and creating an LGBTQ+ Pride Volunteer Committee which would report to the DEI Strategy Committee.

Examples of updates in the DEI Toolkit include several newly added resources and a rotating featured DEI Moment. The DEI Strategy Committee has also developed a welcome video introducing the DEI Toolkit which will be rolled out in 2024. Ms. Betz also noted that the DEI Strategy Committee continues to reach out to volunteer groups to discuss the new Toolkit features.

The Committee is also proposing that ASME volunteer units identify members who can serve as liaisons to the DEI Strategy Committee and would like to start this as a pilot program with selected ASME groups.

The proposed upcoming timelines include a DEISC Operation Guide, identifying Committee Members culminating in a kickoff meeting in June of 2024. (Minutes Appendix 2.3)

* 1. Committee Liaison Reports: Kathryn Jablokow began by giving a shout out to the VOLT team and mentioned that she is honored to be the liaison.

The VOLT Academy Executive Committee supports volunteer leaders and volunteerism in ASME through the following activities: Engagement, Orientation and Training, Leadership Pipeline and the ECLIPSE program. It is a roadmap that guides ASME volunteers through a leveled progression to enhance their preparedness as ASME volunteers and professionals.

Ms. Jablokow then gave an overview of the program including its leadership team, the VLP’s progression including training, experience, and development stages. She reviewed Phases 1 and 2 of the VLP Pilot including new additions for Phase 2.

Ms. Jablokow ended by appealing to the Board for their time to assist with outreach, marketing and mentoring and letting people know that the program is available. (Minutes Appendix 2.4)

* 1. Community Engagement Center: Jeff Patterson offered that ASME’s plan is to retire its outdated technology and launch a new platform. This presentation shows examples of the new Community Engagement Center (CEC) services that are up and running. This platform will provide opportunities and communicate them to those who want to recruit people.

Mr. Patterson introduced Clare Bruff and Drew Lentz who mentioned that last year was spent identifying the need to build a single destination product as a way for volunteers and the public to find opportunities to get involved at ASME including committee positions, volunteer roles, speaking positions and more.

A demonstration was conducted on the CEC page on ASME.org website beginning with the Get Involved page highlighting the benefits of getting involved in ASME. The page features opportunities, opportunity types, study objectives and responsibilities, commitment details, qualifications and how to apply. After entering information, it then goes to a staff person for review and response.

The profiles of every person who utilizes the CEC will be put in Salesforce for tracking purposes. A suggestion was made to have a button where one can nominate another as a mentor.

* 1. Digital Badging Demonstration: Jeff Patterson demonstrated the results of the Digital Badging pilot which allows volunteers to showcase their skills, particularly appealing to the younger members who use social media to present their talents to prospective employers. It illustrates that ASME can provide additional skills and exposure.

Sandra Bullock and Drew Lentz, workstream leaders of the pilot, demonstrated how digital badging as a central function within ASME, can help to improve constituent engagement, increase brand exposure, and ultimately empower our community to further develop skills and knowledge through their lifelong journey with ASME. It will provide an emblem to display an accomplishment, individual skills, and achievements, and can be shared online.

They showcased two examples of users who utilized Digital Badging. Its impact can build brand recognition, boost recruitment efforts and provide Fellows with additional recognition and evidence of their program completion. The badges can be added to a resume, website, LinkedIn and more.

The pilot phase will continue until June 2024. Requests for the creation of a Digital Badge from various business units currently include ASME Scholarships and ASME Fellows. A suggestion was made to offer a Digital Badge for the completion of a committee term such as a Governor of the Board.

2.7 Salesforce Capability Demonstration: Jeff Patterson stated that this is an ongoing project that the team has been working under the leadership of Josh Heitsenrether and Andrea Mahoney along with hundreds of ASME staffers. While still in the early days, they presented to the Board what has been done, what is in process and what is upcoming. The plan is to discontinue the Personify software in the next year, because Salesforce will enable a constituent-first mindset and enhance the overall constituent experience. It has grown into a comprehensive multi-cloud platform guiding data analysis.

The project began in 2020 to embark on digital transformation focused on building a Salesforce environment focused on the future. Some behind the scenes projects included data cleansing/restructuring and integration projects that were foundational to launching and configuring Salesforce to scale with ASME’s business. Currently, the ASME business units using Salesforce are Customer Care, ASME Constituents, Philanthropy and TEC.

Mr. Heitsenrether and Ms. Mahoney provided examples of an ASME employee who currently uses Salesforce and its impact. They also showed how ASME members can use Salesforce to conduct job searches either by location or type. Based on that search, a home page will be created and personalized on their data, membership experience as well as other factors. Salesforce will be an experience that evolves with them and adapts to their needs as they progress in their engineering journey. Salesforce will enable them to auto-renew their membership which is currently a large factor in losing members.

The timeline for planned upcoming phases through December of 2024 include enhanced subscription options, cart abandonment notifications, new payment options and more.

1. **New Business**: Recently, Tom Costabile and Jeff Patterson attended Code Week meetings. During the discussions a few volunteers expressed concern about the Committee on Honors’ reluctance in creating the ASME Maan Jawad Boiler and Pressure Vessel Standards Award. Mr. Costabile provided the Board with a brief history of Mr. Jawad and the award which is proposed to honor volunteers on the ASME Boiler and Pressure Vessel Committee who are able to take a complicated topic and simplify it into code rules.

Mr. Costabile, David Soukup and Leila Persaud provided additional information to COH and COH approved establishment of the award. Mr. Jawad transferred $50,000 to the Foundation, will transfer another $50,000 on January 4, 2024 and a final $10,000 later in January, 2025.

The award will be given to an individual, awarded annually, and will be administered by the ASME TOMC (Technical Oversight Management Committee).

On motion made and seconded, the Board unanimously voted:

To accept the Committee on Honors recommendation to establish the ASME Maan Jawad Boiler and Pressure Vessel Standards Award.

1. **Open Session Information Items**
	1. Dates of Future Meetings

|  |  |  |  |
| --- | --- | --- | --- |
| DATE | DAY | TIME | LOCATION |
| April 17, 2024 | Wednesday | 1:00 pm – 3:00 pm | Virtual Meeting |
| June 2, 2024 | Sunday | 9:00 am – 3:00 pm | Long Beach, CA |
| June 4, 2024\* | Tuesday | 9:00 am – 3:00 pm | Long Beach, CA |
| July 10-12, 2024\* | TBD | TBD | TBD |
| November 17, 2024\* | Sunday | 9:00 am – 3:00 pm | Portland, OR |

\*FY25 Board of Governors

**5. Adjournment –** The meeting adjourned on Tuesday, December 12, 2023 at 4:17 PM EST.



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Tara McMahan

Secretary/Treasurer

**List of Appendices**

1.5.2. Proposed Appointments

 2.2. Washington, DC Office Update

 2.3. Diversity, Equity & Inclusion Strategy Committee

 2.4. Committee Liaison Report