



BOARD OF DIRECTION MEETING

MINUTES

**January 16, 2021
Virtual Meeting**

STATUS OF ACTION ITEMS FROM PRIOR BOARD MEETINGS

ASSIGNED TO STAFF

- Create a one-page strategic plan dashboard, in collaboration with the Board Strategic Advisory Council. (October 2019)

The Board Strategic Advisory Council had developed a new prioritized Strategic Plan/KPI Dashboard, incorporating input received from the Board of Direction during recent meetings. It is anticipated the dashboard will be presented to the Board at its spring meeting.

- Report at the January 2021 Board of Direction meeting on the recommendations from the Student Presidential Group. (October 2020)

A status report is scheduled on the January agenda. This task is complete and will be removed from the assignment list.

- Assess the market needs and interest of the ILC Cyber Security Report education recommendations, disseminate the ILC Cyber Security Report to the Institutes, Technical Divisions, and other applicable organizational entities to evaluate the recommendations in the report and develop a plan to implement those recommendations they deem appropriate, and present a progress report of resulting actions and findings to the Board at the October 2021 meeting. (January 2021)

ASSIGNED TO BOARD, COMMITTEE OR OTHER ENTITY

CIVIL ENGINEERING CERTIFICATION

- Review their bylaws and operating procedures and develop a plan for transitioning the current Academy governance to one single oversight body and create certification boards to administer the certifications proposed in the interim report of the Task Committee on Credentialing to Raise the Bar. (July 2019)

Civil Engineering Certification submitted a written report for inclusion in the January 2020 agenda on the progress it has made to provide a mechanism for the post-licensure certification of the various specialties within civil engineering. A presentation was made to the Board at its July 2020 meeting.

The Board authorized the Executive Committee to form an inclusive task group of impacted stakeholders including individuals representing sustainability, the academies, and credentialing, to investigate a comprehensive certification program that includes CEC and sustainability, with a uniform and focused approach. (From October 2020)

The Executive Committee approved a proposal and membership of a planning committee to conduct a symposium in mid-January to early-February. This task is complete and will be removed from the assignment list.

COMMITTEE ON STUDENT CONFERENCES AND COMPETITIONS

- Develop a process for Universities to petition the Committee on Student Conferences and Competitions, which would have sole approval, to join a Region outside its Region boundaries. (October 2020)

A petition process has been developed by CSCC as directed by the Board of Direction. Amendments referencing the petition process were presented by the Governing Documents Committee as part of its report in this agenda and amended at the meeting during first reading. This task is complete and will be removed from the assignment list.

COMMITTEE ON SUSTAINABILITY

- In conjunction with Civil Engineering Certification (1) work with the appropriate staff and volunteer leadership of Engineer Tomorrow, the Institutes and the Academies to determine whether sustainability needs a new certification or should simply be incorporated into ASCE's existing certification programs and membership requirements; (2) conduct a market study of demand for this certification in parallel, and at no cost to ASCE; and (3) develop a Business Plan to create a sustainable infrastructure certification program for approval by the Board at its July 2019 meeting. (From March 2019)

The Committee on Sustainability was granted an extension by the Executive Committee at its May 2019 meeting to submit its Business Plan to create a sustainable infrastructure certification program for approval at the October 2019 Board of Direction meeting.

The Executive Committee authorized an extension from October 2019 to July 2020 for the Committee on Sustainability to provide a Schedule, Marketing Plan, and Business Plan for a Sustainable Infrastructure Certification Program.

The Executive Committee authorized a final extension until March 2021 for the Committee on Sustainability to submit the sustainable infrastructure certification program for Board consideration, with an interim progress report presented at the October 2020 Board meeting.

The Board authorized the Executive Committee to form an inclusive task group of impacted stakeholders including individuals representing sustainability, the academies, and credentialing, to investigate a comprehensive certification program that includes CEC and sustainability, with a uniform and focused approach. (From October 2020)

The Executive Committee approved a proposal and membership of a planning committee to conduct a symposium in mid-January to early-February. This task is complete and will be removed from the assignment list.

EXECUTIVE COMMITTEE

- Form an inclusive task group of impacted stakeholders including individuals representing sustainability, the academies, and credentialing, to investigate a comprehensive certification program that includes CEC and sustainability, with a uniform and focused approach. (October 2020)

The Executive Committee approved a proposal and membership of a planning committee to conduct a symposium in mid-January to early-February. This task is complete and will be removed from the assignment list.

GOVERNING DOCUMENTS COMMITTEE

- Prepare amendments to the governing documents to create a Government Engineers Council that will report to the Board of Direction for an initial period of three years. (October 2020)

The Governing Documents Committee includes the necessary amendments to codify the Board's action to create a Government Engineers Council as part of its January 2021 Board report. This task is complete and will be removed from the assignment list.

MEMBER COMMUNITIES COMMITTEE

- Report on ASCE membership and engagement from community colleges and minority schools. (January 2021)

PUBLIC POLICY COMMITTEE

- The Board of Direction returned the following Policy Statements to the Committee for further revisions: PS 400, PS 535, PS 536, and PS 543. (July 2020)

BOARD OF DIRECTION MINUTES

January 16, 2021

1.0 ROLL CALL

1.1 Convene

The Board of Direction **CONVENED** virtually at 11:00 a.m. Eastern Daylight Time on January 16, 2021, via Zoom.

- 1.2 Attendees:** President Briaud, Chair; President-elect Truax; Past President Gunalan; Directors Cagle, Folts, Lau, McKeehan, Nielsen, Paz, Pena-Mora, Pratt, Odeh, Raudenbush, Rosenfield, Ruedas, Stafford, Sayah, Sutter; Treasurer Lehman; Secretary Smith; members of staff; guests.

2.0 PURPOSE, VISION, MISSION, and FIDUCIARY RESPONSIBILITY

2.1 Purpose

“Help you matter more and enable you to make a bigger difference.”

2.2 Society’s Vision

Civil engineers are global leaders building a better quality of life.

2.3 Society’s Mission

Deliver value to our members, advance civil engineering, and protect the public health, safety, and welfare.

2.4 Fiduciary Responsibility

Each member of the Society’s Board of Direction has a fiduciary duty to the Society, including the duty of care, duty of loyalty, and duty of obedience. Board members shall act responsibly, avoid and disclose conflicts of interest, and ensure the Society carries out its purposes and mission.

Board members should be sure they understand the issue, vote in the best interest of the entire Society as a whole, and support the vote of the Board.

3.0 AGENDA

- 3.1 The Board of Direction **APPROVED** the published agenda, as modified.
- 3.2 The Board of Direction **ADOPTED** the consent agenda, as modified.

4.0 MINUTES of PREVIOUS BOARD of DIRECTION MEETING(S)

4.1 **Minutes of October 26-27, 2020 Board of Direction Meeting**

The Board of Direction **APPROVED** the minutes of the October 26-27, 2020, meeting held virtually. The minutes are available on the Board collaborate site.

5.0 BUSINESS

5.1 **Safety Minute**

Jean-Louis Briaud, Ph.D., P.E., D.GE, Dist.M.ASCE

The Board of Direction **ENGAGED** in a safety minute at the start of the meeting.

5.2 **“Time to Think”**

Jean-Louis Briaud, Ph.D., P.E., D.GE, Dist.M.ASCE

The Board of Direction **DEVELOPED** a list of potential topics to consider pursuing this year. President Briaud communicated plans to have the Board vote to prioritize the list, after which the Board Strategic Advisory Council (BSAC), staff, and other appropriate volunteers will evaluate the feasibility of the top priority recommendations, particularly as considered in the context of the Society’s strategic plan and approved strategic initiatives. See **Attachment 1**.

5.3 **Cyber Security**

Feniosky Pena-Mora, Ph.D., P.E., F.ASCE; ILC Chair
Robert Prieto, A.M.ASCE; IILC Member

The Board of Direction **AUTHORIZED** staff to (1) assess the market needs and interest of the ILC Cyber Security Report education recommendations, (2) disseminate the ILC Cyber Security Report to the Institutes, Technical Divisions and other applicable organizational entities to evaluate the recommendations in the report and develop a plan to implement those recommendations they deem appropriate, and (3) that a progress report of resulting actions and findings be submitted to the Board at the October 2021 meeting.

5.4 **Member Recruitment**

Tony CG Lau, P.E., ENV SP, F.ASCE

The Board of Direction **RECEIVED** an update on the Section Membership Drive and **PROVIDED** suggestions on how to engage the Geographic Units and Institutes to make it a major focus. See **Attachment 2**.

5.5 **Student Presidential Group**

Don Wittmer, P.E., M.ASCE; Chair, Member Communities Committee
Matthew Jacobson, EIT, S.M.ASCE; Chair, Student Presidential Group
Alicia Karwoski, P.E., M.ASCE; Managing Director, Member Communities
Leslie Payne, CAE, Aff.M.ASCE; Director, Student and Younger Member Programs

The Board of Direction **RECEIVED** a report on the recommendations presented by the Student Presidential Group at the October 2020 meeting and **OFFERED** comments for further consideration. See **Attachment 3**.

NOTE: *The Board comments are incorporated in the Attachment.*

5.6 **Future World Vision**

Gerry Buckwalter, M.ASCE

The Board of Direction **APPROVED** the expenditure of \$800,000 from reserves to complete one fully functional future city and associated ASCE products, and provide convention support, by October 2021, and **VOTED** to allow the ASCE Foundation to pursue a Life Member fundraising campaign for FWV, keeping in mind the sensitive nature of pursuing lifetime members. See **Attachment 4**.

5.7 **Public Policy Committee**

Marsia Geldert-Murphey, P.E., F.ASCE; Chair

5.7.1 **New Policies**

See **Attachment 5**

The Board of Direction **APPROVED** the following new Policy Statements:

- 5.7.1.1 PS Broadband, as modified
- 5.7.1.2 PS National Environmental Policy Act, as modified
- 5.7.1.3 PS Renewable Energy Policy, as modified

5.7.2 Revised Policies
See **Attachment 6**

The Board of Direction **APPROVED** revisions to the following policy statements:

- 5.7.2.1** PS 286 Waste Disposal in Oceans and Coastal Waters, as modified
- 5.7.2.2** PS 361 Safe Drinking Water
- 5.7.2.3** PS 463 History and Heritage, as modified

5.7.3 Rescind Resolution
See **Attachment 7**

The Board of Direction **RESCINDED** Resolution 562 National Environmental Policy Act.

5.8 Task Committee on Building the Civil Engineering Team
Anthony L. Cioffi, P.E., F.ASCE
K.N. Gunalan, Ph.D., P.D., D.GE, F.ASCE

The Board of Direction **CREATED** a Task Committee on Building the Civil Engineering Team (TCBCET) of the Future, without staff or financial support, to (1) properly define the roles of each team member; (2) define and develop a plan to implement the appropriate requirements for entry into the CE workforce, continuing education, career advancement, licensure and/or certification; (3) identify opportunities to ensure inclusivity of the CE Team into ASCE programs; (4) coordinate with related groups within ASCE; (5) recommend appropriate action for the CE Team to become ASCE members; and (6) report back to the Board of Direction within twelve (12) months. See **Attachment 8**.

5.9 Governing Documents Committee
Mario Ricoszi, P.E., F.ASCE; Chair

5.9.1 Report

The report of the Governing Documents Committee was **READ** into the official record of this meeting. See **Attachment 9**.

5.9.1.1 UESI Bylaws

The Board of Direction **APPROVED** by two-thirds vote amendments to the UESI Bylaws to define the Younger Member Engagement Committee and elevate the Younger Member Engagement Committee selected representative to a full-voting Governor on the UESI Board of Governors. See **Attachment 9, GDC-1**.

5.9.1.2 At-Large Director Process

The Board of Direction **RECEIVED** for first consideration, debate and discussion amendments to the Bylaws, Articles 5.0.6 and 7.11, to modify the At-Large Director process, timeline and standing guidelines and **CONSIDERED** the amendments acceptable for second reading. See **Attachment 9, GDC-2.**

***NOTE:** The corresponding amendments to the Rules of Policy and Procedure are provided for information only and will be submitted for Board approval in March when the Bylaws are presented for approval on second reading.*

5.9.1.3 Committee Realignment

The Board of Direction **RECEIVED** for first reading consideration, debate and discussion amendments to the Bylaws, Article 9.3, to codify the Board-approved recommendations from the Task Committee on Committee Realignment and the Government Engineers Council and **CONSIDERED** the amendments acceptable for second reading. See **Attachment 9, GDC-3.**

***NOTE:** The corresponding amendments to the Rules of Policy and Procedure are provided for information only and will be submitted for Board approval in March when the Bylaws are presented for approval on second reading.*

5.9.1.4 Student Conferences

The Board of Direction **RECEIVED** for first reading consideration, debate and discussion amendments to the Bylaws, Article 9.2.1.9, to codify the Board-approved actions on Student Conferences and **CONSIDERED** the amendments acceptable for second reading, as modified. See **Attachment 9, GDC-4.**

***NOTE:** The corresponding amendments to the Rules of Policy and Procedure are provided for information only and will be submitted for Board approval in March when the Bylaws are presented for approval on second reading.*

5.9.1.5 EMI Awards Committees

The Board of Direction **APPROVED** by two-thirds vote an amendment to the EMI Bylaws, Article 9.2.1, to enable an Awards Committee for each EMI award. See **Attachment 9, GDC-5.**

5.9.1.6 Charles Pankow Award for Innovation

The Board of Direction **APPROVED** by two-thirds vote an amendment to Rules of Policy and Procedure, Article 9.3.2.9.1.60, to modify the name of the Charles Pankow Award for Innovation. See **Attachment 9, GDC-6.**

5.9.1.7 Technical Groups

The Board of Direction **AMENDED** the previously approved motion to approve this item on consent and **TABLED** this item until a future meeting.

5.9.1.8 Board of Direction Nominating Committee

The Board of Direction **RECEIVED** for second reading and **APPROVED** by two-thirds vote an amendment to Bylaws, Article 7, to clarify that Candidates for President-elect may not serve on the Board of Direction Nominating Committee. See **Attachment 9, GDC-7.**

5.9.1.9 Distinguished Members

The Board of Direction **RECEIVED** for second reading and **APPROVED** by two-thirds vote an amendment to Bylaws, Article 2.1.6, to modify the number of Distinguished Members elected each year. See **Attachment 9, GDC-8.**

5.10 Executive Committee

Jean-Louis Briaud, Ph.D., P.E., D.GE, Dist.M.ASCE; Chair

5.10.1 Meeting Minutes

The minutes from the Executive Committee meetings were distributed to the Board of Direction upon approval.

5.11 Board Strategic Advisory Council

The Board of Direction **APPROVED** a modification to Goal 1, Strategy d, as shown in the champion report for Strategy 2, Organizational Structure. See **Attachment 10**.

5.12 Task Committee to Review Organizational Efficiency

The Board of Direction **RECEIVED** for information an interim report from the Task Committee to Review Organizational Efficiency. See **Attachment 11**.

5.13 Future Meetings

A schedule of upcoming meetings may be found in **Attachment 12**.

6.0 OPEN FORUM

The Board of Direction **DISCUSSED** topics of interest not covered on the Board agenda. To comply with the Rules of Policy and Procedure, Article 5.4.2.5, the Board did not act on items that were not received by the Secretary thirty (30) days prior to the Board of Direction meeting.

7.0 EXECUTIVE SESSION – CLOSED SESSION

The Board of Direction **CONVENED** in closed Executive Session to discuss items that are confidential in nature and to receive a report on the Executive Director Compensation and Performance Review Panel's evaluation of Executive Director Thomas Smith.

8.0 NEXT MEETING

The next meeting of the Board of Direction will be held virtually on April 30-May 1, 2021.

9.0 ADJOURNMENT

The Board of Direction meeting adjourned at approximately 7:45pm on January 16, 2021.