



BOARD OF DIRECTION MEETING

MINUTES

**October 26-27, 2020
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 is working on a new prioritized Strategic Plan/KPI Dashboard, incorporating input received from the Board of Direction during recent meetings.

It is anticipated the new Dashboard will be presented to the Board for consideration at its January 2021 meeting.

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

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.

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)

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 to be presented at the October 2020 Board meeting.

The interim report from the Committee on Sustainability is included in the October 2020 agenda for the Board's information.

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)*

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 Board approved the GEC Steering Committee recommendations at its October meeting. The Governing Documents Committee can now prepare the necessary amendments to codify the Board's action for consideration at the Board's January 2021 meeting.

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)*

American Society of Civil Engineers

**BOARD OF DIRECTION
MINUTES**

October 26-27, 2020

1.0 ROLL CALL

1.1 Convene

The Board of Direction **CONVENED** virtually at 12:00 p.m. Eastern Daylight Time on October 26 and October 27, 2020.

1.2 In Attendance: President Gunalan, Chair; President-elect Briaud; Past President Kemper; Directors Agyare, Anderson-Bomar, Cagle, Cioffi, Lau, McKeehan, Millar, Moore, Pena-Mora, Odeh, Raudenbush, Safford, Sayah, Sutter; Treasurer Epp; Secretary Smith; members of staff; guests.

Incoming Board Members: President-elect Elect Dennis D. Truax; Directors-elect John C. Folts, Kevin D. Nielsen, William L. Pratt IV, Kenneth H. Rosenfield, Elizabeth Ruedas; Treasurer Maria C. Lehman; Assistant Treasurer F. Jay Burress

Excused: Director Paz

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 agenda, as published.

3.2 The Board of Direction **ADOPTED** the consent agenda, as modified.

- The 2021 Priority Issues and Institute-Region Summit Report were pulled from consent for discussion.

4.0 MINUTES of PREVIOUS BOARD of DIRECTION MEETING(S)

4.1 **Minutes of July 10-11, 2020 Board of Direction Meeting**

The Board of Direction **APPROVED** the minutes of the July 10-11, 2020, meeting held virtually and in Reston, VA. The minutes are available on the Board collaborate site.

5.0 BUSINESS

5.1 **Safety Minute**

K.N. Gunalan, Ph.D., P.E., D.GE, F.ASCE

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

5.2 **Public Policy Committee**

Kenneth H. Rosenfield, P.E., F.ASCE; Chair

5.2.1 **Revised Policy Statement**

The Board of Direction **APPROVED** revisions to Policy Statement 417, "Justice, Equity, Diversity, and Inclusion". See **Attachment 1**.

5.2.2 2021 Priority Issues

The Board of Direction **APPROVED** the 2021 Federal and State Priority Issues as shown in **Attachment 2** and **VOTED** to include Justice, Equity, Diversity and Inclusion in Education, Workforce, Planning and Development as a bullet in both the Federal and State Priority lists.

5.3 Task Committee on Credentialing

Don Dusenberry, P.E., SECB, F.SEI, F.ASCE, Chair, TCC
Karen Kabbes, P.E., D.WRE, ENV SP, F.ASCE, Vice-Chair, TCC
Joe Lualhati, Ph.D., President and Chief Innovation Officer, GSX

5.3.1 Report

The final report of the Task Committee on Credentialing was **READ** into the official record of this meeting. See **Attachment 3**.

The confidential Global Skills X-Change (GSX) Certification Business Case will be **MAINTAINED** in the Board files.

5.3.2 Formation of Inclusive Task Group

The Board of Direction **VOTED** to authorize the Executive Committee, on the recommendation of the Presidential Officers, 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.

5.4 Task Committee on the Code of Ethics

Brock E. Barry, P.E., Ph.D., F.ASCE

The Board of Direction **RECEIVED** the final report of the Task Committee on the Code of Ethics, **APPROVED** by two-thirds vote on second consideration the revised Code of Ethics, and **DISCHARGED** the Task Committee on the Code of Ethics, with thanks. See **Attachment 4**.

5.5 Governing Documents Committee

Mario Ricozzi, P.E., F.ASCE; Chair

5.5.1 Read Report

The report of the Governing Documents Committee was **READ** into the official record of this meeting. See **Attachment 5**.

5.5.2 History & Heritage Committee Organization

The Board of Direction **APPROVED** by two-thirds vote an amendment to ***Rules of Policy and Procedure, Article 9.3.2.5***, to modify the organizational structure of the History and Heritage Committee to indicate their preference that new members have served at least one (1) year as a corresponding member on the Committee. See **Attachment 5, GDC-1**.

5.5.3 T&DI Bylaws

The Board of Direction **APPROVED** by two-thirds vote amendments to the ***T&DI Bylaws, Article 2***, to modify requirements for membership on T&DI committees. See **Attachment 5, GDC-2**.

5.5.4 Program and Finance Committee

The Board of Direction **APPROVED** by two-thirds vote amendments to ***Rules of Policy and Procedure, Article 5.5***, to increase the approval limit of the Executive Committee for additional or new expenditures. See **Attachment 5, GDC-3**.

5.5.5 Dues Pricing

The Board of Direction **APPROVED** by two-thirds vote amendments to ***Rules of Policy and Procedure, Article 4***, to change the dues price for members 28 years of age and under. See **Attachment 5, GDC-4**.

5.5.6 Board of Direction Nominating Committee

The Board of Direction **RECEIVED** for first consideration, debate and discussion an amendment to ***Bylaws, Article 7***, to clarify that current Candidates for President-elect may not serve on the Board of Direction Nominating Committee and **CONSIDERED** the amendment acceptable for first reading. See **Attachment 5, GDC-5**.

5.5.7 Distinguished Members

The Board of Direction **RECEIVED** for first consideration, debate, and discussion an amendment to ***Bylaws, Article 2.1.6***, to modify the number of Distinguished Members elected each year and **CONSIDERED** the amendment acceptable for first reading. See **Attachment 5, GDC-6**.

5.5.8 Student Voting

The Board of Direction **APPROVED** by two-thirds vote on second consideration an amendment to the ***Constitution*** to allow Student Members the right to vote and **RECOMMENDED** approval by the Society's membership on the May 2021 election ballot. See **Attachment 5, GDC-7.**

5.6 Task Committee on Committee Realignment

Terry Neimeyer, P.E., F.ASCE; Chair

5.6.1 Report

The final report of the Task Committee on Committee Realignment was **READ** into the official record of this meeting. See **Attachment 6.**

5.6.2 Members of Society Advancing an Inclusive Culture

The Board of Direction **DEFEATED** a motion that would modify the reporting structure of Members of Society Advancing an Inclusive Culture from the Board to the Executive Committee.

5.6.3 Government Engineers Council

The Board of Direction **DEFEATED** a motion that would modify the reporting structure of Government Engineers Council from the Board to the Executive Committee.

5.6.4 Recommendations

The Board of Direction **APPROVED** the recommendations presented by the Task Committee on Committee Realignment in Option 1, excluding the recommendation to create a tenth Institute.

The Board of Direction **APPROVED** Option 2 presented by the Task Committee on Committee Realignment which would incorporate the approved recommendations of Option 1 and realign ASCE into five "verticals" as shown in the report.

The Board of Direction **DIRECTED** the Governing Documents Committee to prepare the necessary amendments to codify the Board's action.

5.6.5 **Discharge**

The Board of Direction **DISCHARGED** the Task Committee on Committee Realignment, with thanks.

5.7 **Future World Vision**

Gerald Buckwalter, M.ASCE; Chief Innovation Officer

The Board of Direction **CONCURRED** with the funding plans presented for Future World Vision. See **Attachment 7.**

5.8 **Region 10 Global Strategy**

Elias B. Sayah, Ph.D., P.E., F.ASCE; Region 10 Director

The Board of Direction **RECEIVED** for information a report on a proposed Region 10 global strategy. See **Attachment 8.**

5.9 **Digital Strategy and Civil Engineering Source**

Diane Javaid, Aff.M.ASCE; Director, Web Operations

Jane Howell Lombardi, Aff.M.ASCE; Chief Communications Officer

The Board of Direction **RECEIVED** an update on the Digital Strategy and Civil Engineering Source. See **Attachment 9.**

5.10 **Committee on Student Conferences and Competitions**

Scott Schiff, Ph.D., M.ASCE, Chair

5.10.1 **Report**

The report of the Committee on Student Conferences and Competitions was **READ** into the official record of this meeting. See **Attachment 10.**

5.10.2 **Alignment**

The Board of Direction **APPROVED** aligning the Student Conferences with Region boundaries in Regions 1-9 and **DIRECTED** the Committee on Student Conferences and Competitions to 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.

5.10.3 **Establishing Student Conferences**

The Board of Direction **APPROVED** the recommended process for establishing Student Conferences within each Region.

5.10.4 Governing Documents

The Board of Direction **DIRECTED** the Governing Documents Committee to prepare the necessary amendments to codify the Board's action.

5.10.5 Communication

The Board of Direction **AGREED** to communicate with Region/Section/Branch/Institute Chapter/Younger Member leaders to encourage engagement with Faculty Advisors and students to support the Student Conferences and note that this collaboration is expected across the organization.

5.11 Student Presidential Group

Hunter Kimmel, E.I.T., S.M.ASCE; Kelvin Kong, S.M.ASCE; Sophie Lipomanis, S.M.ASCE

The Board of Direction **RECEIVED** a presentation from the Student Presidential Group regarding resources and tools ASCE can offer to help students in their civil engineering career paths, improvements on existing programs to assist students, and additional academic and professional resources that would benefit students. The Board of Direction **DIRECTED** the Executive Director to work with staff on the proposed recommendations from the Student Presidential Group to determine those that can be implemented and update the Board of Direction at its January 2021 meeting. See **Attachment 11**.

5.12 Executive Director's Report

Thomas W. Smith III, CAE, ENV SP, F.ASCE

The Board of Direction **RECEIVED** a report from Executive Director Smith on the activities of the Society since the March 2020 meeting. See **Attachment 12**.

5.13 Board Strategic Advisory Council

Feniosky A. Pena-Mora, Sc.D. CCM, FCIQB, NAC, P.E., MASCE; Chair

The Board of Direction **APPROVED** the 2021 Strategic Priorities proposed by the Board Strategic Advisory Council and discussed the approach to report on strategic priorities. See **Attachment 13**.

5.14 Task Committee on Implementing Revenue Generation

Maria Lehman, P.E., F.ASCE; Chair

The Board of Direction **RECEIVED** the final report from the Task Committee on Implementing Revenue Generation and **DISCHARGED** the Task Committee, with thanks, with the understanding that the Program and Finance Committee

will continue to carry out the charge of the task committee. See **Attachment 14.**

5.15 Treasurer's Report

Jennifer B. Epp, P.E., F.ASCE

The Board of Direction **RECEIVED** a report on the financial status and reserves of the Society. See **Attachment 15.**

5.16 Life Member Dues

Loretta Cranbourne, MBA, CAE, Aff.M.ASCE

The Board of Direction reviewed and considered all member comments received on the proposed changes to Life Member dues, **RESCINDED** its July 2020 motion to impose 50% dues on Life Members, thus maintaining the earlier process with no dues for Life Members, and agreed instead to encourage Life Members to contribute to the ASCE Foundation. See **Attachment 16.**

5.17 Government Engineers Council Steering Committee

Mike Wallace, P.E., M.ASCE

5.17.1 Report

The report from the Government Engineers Council Steering Committee was **READ** into the official record of this meeting. See **Attachment 17.**

5.17.2 Three-Year Period

The Board of Direction **AUTHORIZED** the three-year period of the Government Engineers Council as a Standing Board Committee effective January 2021, or upon Board approval of the necessary governing documents.

5.17.3 Charge, Purpose and Goals

The Board of Direction **APPROVED** the Steering Committee's recommended charge, purpose statement, and goals for the Government Engineers Council.

5.17.4 Membership

The Board of Direction **APPROVED** the Steering Committee's recommended membership profile and **APPOINTED** the 2020-2021 members of the Government Engineers Council.

5.18 At-Large Director Process

Robin A. Kemper, P.E., LEED AP, ENV SP, F.SEI, F.ASCE

The Board of Direction **APPROVED** a modified timeline and standing guidelines for the At-Large Director. See **Attachment 18.**

5.19 Institute Region Summit

Feniosky A. Pena-Mora, Ph.D., P.E., M.ASCE

The Board of Direction **RECEIVED** the report from the Institute-Region Summit and **DISCHARGED** the Institute-Region Summit Task Committee, with thanks. See **Attachment 19.**

5.20 Executive Committee

K.N. Gunalan, Ph.D., P.E., D.GE, F.ASCE; Chair

The minutes from the Executive Committee meetings were **DISTRIBUTED** to the Board of Direction via Collaborate upon approval.

5.21 Task Committee on Review of Organizational Efficiency

Mario Ricoszi, P.E., F.ASCE; Chair

The interim report of the Task Committee on Review of Organizational Efficiency was **READ** into the official record of this meeting. See **Attachment 20.**

5.22 Committee on Sustainability

Cris Liban, Chair, Committee on Sustainability

The interim report from the Committee on Sustainability on the feasibility of creating a Sustainable Infrastructure certification was **READ** into the official record of this meeting. See **Attachment 21.**

5.23 Annual Committee Reports

The annual reports from the Standing Society Committees was **READ** into the official record of this meeting. See **Attachment 22.**

5.24 Liaison Reports

The annual reports from representatives to ASCE liaison organizations were **READ** into the official record of this meeting. See **Attachment 23.**

- ABET, Inc.
- American Academy of Environmental Engineers and Scientists
- Asian Civil Engineering Coordinating Council
- Civil Engineering Certification

- Engineers' Joint Contract Documents Committee
- Engineers without Borders – USA
- Institute for Sustainable Infrastructure
- NCEES Committee on Examinations for Professional Engineers
- NCEES Participating Organizations Liaison Council
- Offshore Technology Conference
- Unión Panamericana de Asociaciones de Ingeniería (UPADI)
- United Engineering Foundation

5.25 **Official Society Visit Reports**

The Official Society Visit reports, from those Board of Direction members who submitted one, are **PROVIDED** in **Attachment 24** for the timeframe April 1 through October 31, 2020.

NOTE: *Due to the COVID-19 pandemic travel was suspended, and most in-person meetings were cancelled or conducted virtually.*

5.26 **Future Meetings**

A schedule of upcoming meetings may be found in **Attachment 25**.

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 forty-five (45) days prior to the Board of Direction meeting.

7.0 EXECUTIVE SESSION – CLOSED SESSION

The Board of Direction met in closed Executive Session to discuss items that are confidential in nature.

8.0 NEXT MEETING

The next meeting of the Board of Direction will be held virtually on January 16-17, 2021.

NOTE: The Board of Direction Nominating Committee will convene virtually on January 15, 2021.

9.0 ADJOURNMENT

The Board of Direction meeting **ADJOURNED** at approximately 7:30pm on October 27, 2020.