AGENDA 
2013-2014 BOARD OF GOVERNORS

Day & Time: Wednesday, June 26, 2013  11:30 AM – 3:00 PM*
Location: White River E
JW Marriott
Indianapolis, IN

1. Opening of the Meeting
   11:30 AM – 11:35 AM

   1.1. Call to Order  Madiha Kotb

   1.2. Adoption of the Agenda  Madiha Kotb
       ACTION
       A motion should be made to accept the Agenda as circulated on June 10, 2013.

   1.3. Announcements and Recognition of Special Guests  Madiha Kotb

2. Discussion Items
   11:35 AM – 2:15 PM

   2.1. Committee of the Whole  Madiha Kotb
       ACTION
       A motion should be made to approve going “as if in Committee of the Whole,”
       where open discussion is permitted and only a memo of issues discussed by
       topic is maintained by the Secretary.

   2.2. Report on Executive Session  (5 minutes)  Madiha Kotb
       INFORMATION

   2.3. Welcome President Nominee and Governor Nominees  (5 minutes)  Madiha Kotb
       INFORMATION

2.4. Strategic Discussion

   2.4.1. Update on Latin America Strategy  (45 minutes)  Madiha Kotb
          Michael Michaud, John Koehr and Keith Bloesch
          (Agenda Appendix 2.4.1)

   Break 12:30 PM – 12:45 PM

   2.4.2. BOG Retreat  (45 minutes)  Madiha Kotb
          (Agenda Appendix 2.4.2)

*Executive Session planned for 10:00 AM – 11:15 AM. A separate agenda will be sent to those
invited to attend.

REVISED 6/19/0213
2.4.3. **Enterprise Operations Framework FY14** *(45 minutes)* INFORMATION
Madiha Kotb & Tom Loughlin
(Agenda Appendix 2.4.3)

3. **Action Items**
2:15 PM – 2:20 PM

3.1 **Motion to Return to Formal Session**
A motion should be made to move out “as if in Committee of the Whole.”

4. **Consent Calendar**
2:20 PM – 2:25 PM
The Consent Calendar is limited to items of a routine or non-controversial nature, grouped together to save Board time. Consent Items for Receipt are report items for information, followed by Consent Items for Action that 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 Receipt or Action items are to be removed from the Agenda. Reports, whether for information or action, are to be in writing and part of the Consent Calendar, unless otherwise approved by the President.

4.1. **Consent Items for Receipt**

4.1.1 **EDESC Roster** INFORMATION
Madiha Kotb
(Agenda Appendix 4.1.1)

4.1.2 **Presidential Appointments FY14** INFORMATION
Madiha Kotb
(Agenda Appendix 4.1.2)

4.1.3 **Presidential Task Force List FY14** INFORMATION
Madiha Kotb
(Agenda Appendix 4.1.3)

4.1.4 **Motion for Receipt** ACTION

4.2 **Consent Items for Action**

4.2.1 **Identification of Items to be removed from Consent Calendar**
Any action items to be removed from Consent Calendar by request from any member of the Board of Governors.

4.2.2 **Committee on Organization and Rules** Larry Luna

4.2.2.1 **By-Law B5.2 for Second Reading**
(Agenda Appendix 4.2.2.1)
4.2.2.2 Proposed Appointments
(Agenda Appendix 4.2.2.2)

4.2.3 Dates of Future Meetings.

<table>
<thead>
<tr>
<th>DATE</th>
<th>DAY</th>
<th>TIME</th>
<th>LOCATION</th>
</tr>
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<tbody>
<tr>
<td>September 25, 2013 (a)</td>
<td>Wednesday</td>
<td>TBD</td>
<td>Rio de Janeiro, Brazil</td>
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<tr>
<td>November 16, 2013 (a)</td>
<td>Saturday</td>
<td>8:30 AM – 10:00 AM</td>
<td>San Diego, CA</td>
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<td>10:30 AM – 4:30 PM</td>
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<tr>
<td>February 13, 2014 (a)</td>
<td>Thursday</td>
<td>12:00 PM – 2:00 PM</td>
<td>Web Conference</td>
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<tr>
<td>April 17, 2014 (a)</td>
<td>Thursday</td>
<td>12:00 PM – 1:30 PM</td>
<td>New York, NY</td>
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<td>1:30 PM – 5:00 PM</td>
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<tr>
<td>April 18, 2014 (a)</td>
<td>Friday</td>
<td>8:00 AM – 1:00 PM</td>
<td>New York, NY</td>
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<tr>
<td>June 8, 2014 (a)</td>
<td>Sunday</td>
<td>10:00 AM – 11:30 AM</td>
<td>Portland, OR</td>
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<td>12:00 PM – 4:00 PM</td>
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<tr>
<td>June 11, 2014 (b)</td>
<td>Wednesday</td>
<td>10:00 AM – 11:15 AM</td>
<td>Portland, OR</td>
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<td>11:30 AM – 3:00 PM</td>
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(a) 2013-2014 Board of Governors  (b) 2014 – 2015 Board of Governors

4.3 Motion for Consent Action

5. Contingency Time for Discussion and Other Business

Subject to the President’s discretion, Contingency Time may be used for discussion of items pulled from the Consent Calendar and Other Business.

6. Adjournment
3:00 PM
List of Appendices

2.4.1 Latin America Update
2.4.2 BOG Retreat
2.4.3 Enterprise Operations Framework FY14
4.1.1 EDESC Roster
4.1.2 Presidential Appointments FY14
4.1.3 Presidential Task Force List FY14
4.2.2.1 By-Law B5.2 for Second Reading
4.2.2.2 Appointments
Date Submitted: June 3, 2013
BOG Meeting Date: June 26, 2013
To: Board of Governors
From: Michael Michaud,
Presented by: Michael Michaud, Keith Bloesch, John Koehr
Agenda Title: Latin America Update

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

The Latin America Update is part of the ongoing dialogue with the Board, continuing the discussion from the April BOG meeting and preparing for the Board Retreat in Brazil in September.

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

No Action

Attachments:
One
Latin America Update for BOG

Indianapolis, Indiana

Estados Unidos de America del Norte

26 Junio, 2013

Agenda

• Progress to Date                      Mike Michaud
• Latin America Project Approach        Keith Bloesch
• Latin America Energy Market Analysis  John Koehr
• Overall Market Observations and Next Steps Mike Michaud
• Questions                              All
Latin America Project Progress to Date

- Last meeting reported on:
  - Overall external market
  - Outline of ASME historical growth
  - Announced project plan
  - Retreat and BOG meeting - Rio De Janeiro (9/23-26)

- Updates:
  - June 26 (today)
  - August 8 via webinar (focus on retreat program)

Project Team Structure and Responsibilities

- Executive Steering Committee:
  - June Ling
  - Tom Loughlin

- Business Plan/
  - ROI Analysis:
    - Bill Gardafalo
    - Keith Bloesch
  - Legal / Tax / Regulatory Analysis:
    - John Ov
    - Robin Savage

- Key functions:
  - Define goals, vision, & objectives
  - Approve scope, deliverables, and budget
  - Ensure proper work conditions/support
  - Liaise with BOG

- Key functions:
  - Manage overall project plan, issues list, and status reports
  - Manage project risks, deadlines, and contingencies
  - Facilitate cross-functional meetings
  - Record and monitor budget

- Key functions:
  - Develop/approve team deliverables
  - Manage team deadlines
  - Develop solutions/recommendations
  - Leverage cross functional resources/SMEs as needed
Project Approach

1. Plan Project / Assess and Inventory Current State and Data
2. Perform Initial Market and Country Analysis
3. Gather Additional Data and Perform Due Diligence
4. Utilize Decision Framework to Shortlist Countries / Products / Etc.
5. Calculate ROI and Develop Business Plans
6. Develop and Execute Market Entry Plans

Approach and Deliverables

Phase 1: Deliverables
- Project scope and plan
- Mobilized cross-functional project team with defined roles and responsibilities
- Defined project success factors
- Inventory of existing ASME and secondary research/data
- Macroeconomic overview
- Inventory of existing footprint in Latin America (LA) for eight countries* in scope with comparisons to other countries/regions
- Initial high level identification of opportunities, risks, and barriers to entry
- Initial template for evaluation framework by market, product, industry, etc.
- Initial inventory of ASME in-house skills
- Initial project timeline with key milestones
- Project charter

Phase 2: Deliverables
- Data analysis; existing and required research and data, including:
  - Competitive analysis
  - Potential customer base data
  - Trends and growth rates data
  - Documented lessons learned from previous LA efforts
  - Evaluation of need for potential 3rd party relationships
  - High level country by country assessment and detailed framework
  - Initial shortlist of countries and products for due diligence

Phase 3: Deliverables
- Insights into potential customer’s behavior and buying potential.
- Determination of need to “walk in shoes” of local market via site visits (i.e., meeting local companies, gov’t and regulatory agencies, business chambers, etc.)
- Understanding of market’s demand dynamics including drivers and purchase criteria.
- Documentation of “unwritten” barriers to entry.
- Evaluation of competitive landscape
- Evaluation of key market and industry trends and dynamics

Phase 4: Deliverables
- Identification of opportunities utilizing decision framework agreed upon with ELT and other key stakeholders.
- Evaluation of ASME financial, operational, and cultural capabilities to execute market plans.
- Framework for ROI and business plans.
- Update on quantitative and qualitative success factors.
- Shortlist of countries and products to perform financial modeling.

Phase 5: Deliverables
- Estimated annual revenue by country by product per quarter / year
- Documentation of key assumptions.
- Prioritization of initial 8 countries and products to meet ASME’s needs.
- Recommendations on investment strategies.
- Integration of anticipated ROIs into ASME’s overall budgeting process.
- Strategic blueprint with actionable business and mission goals.

Phase 6: Deliverables
- Market entry strategy (potentially using pilots, proof of concepts)
- Quantitative and qualitative critical success factors:
  - Alignment of project to ASME’s mission and member’s value drivers
  - Financial and operational KPIs
  - Development of future state business models.
  - Assignment of roles and responsibilities for project implementation

*Brazil, Mexico, Argentina, Colombia, Venezuela, Chile, Peru, Ecuador
Approach and Deliverables

Below is a draft high-level depiction of our anticipated work schedule:

<table>
<thead>
<tr>
<th>Approach</th>
<th>March</th>
<th>Apr</th>
<th>May</th>
<th>June</th>
<th>July</th>
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<th>Sept</th>
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<th>Nov</th>
<th>Dec</th>
<th>FYQ3 ’13</th>
<th>FYQ4 ’13 +</th>
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<tbody>
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<td>1. Plan Project / Assess and Inventory Current State and Data</td>
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<td>3. Gather Additional Data and Perform Due Diligence</td>
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<tr>
<td>4. Utilize Decision Framework to Shortlist Countries/Products/Etc.</td>
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<td>6. Develop and Execute Market Entry Plans</td>
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- Report to BOG
- Report to BOG
- BOG Webinar &/or
- BOG Retreat &/or
- ELT Review

LA Project Handout

LA Market Analysis - Summary approach and deliverables

- Revenue
- Market size
- Share of voice
- Key players

- Competitive landscape
- SWOT analysis
- PEST analysis

- Financials
- New business development
- Trends

- Tools
- Market segment
- Sales
- Marketing

- Sales funnel
- Customer database
- CRM system

- Conclusion
- Future directions

- Appendices
- References
- Acknowledgments
Comparison of YR 2012 GDP% vs. ASME sales%.

Mexico has the most ASME direct sales at 38% despite only having 22% of the total GDP for the region. Columbia is second at 18% of ASME direct sales with only 7% of GDP.

Sources:
1. IMF: [link](http://www.imf.org/external/pubs/ft/weo/2013/01/weodata/weosdata.wdceastig.aspx)
2. Source: Persimply / CA
Key findings from Market/Footprint Analysis

- Tier 1 – Brazil, Mexico
- Tier 2 – Colombia, Argentina, Chile
- Tier 3 – Peru, Ecuador, Venezuela, etc...
  - Strengthen Operational Capacity and Local Market Intelligence
  - Understanding the Local Regulatory Agenda
  - Opportunities Market/Opportunity Prioritization

2010 Energy Consumption by Source

Besides electric generation, energy is also consumed in transportation, residential, and commercial sectors. Relative total consumption by energy source across all sectors is presented below for the eight countries evaluated. Petroleum, Natural Gas, and Hydro constitute >90% of energy consumed in LAC.


Source data presented in Quadrillion BTUs, for purposes of comparison Hydro, Other Renewables, and Nuclear energy consumption were calculated based on relative installed capacity and assumed capacity factors.
Oil and Gas Production and Consumption

Mexico, Brazil, and Venezuela are in the top 35 world oil producers. Increasing oil exploration, production, consumption, and export. LAC countries typically do not have refineries capable of processing heavier crudes and therefore export to U.S. and import refined products. Increasing natural gas production and consumption. Many countries are net importers of natural gas via pipeline and via LNG (Peru exports LNG). Oil and gas pipelines are under construction.

Estimates of untapped energy reserves

LAC region contains vast reserves of petroleum, natural gas, and technically recoverable shale gas. The eight countries evaluated control ~23% of the world’s proven oil reserves, with Venezuela alone accounting for 20%. LAC also has 4% of the natural gas reserves and nearly 27% of the world’s technically recoverable shale gas.

Source:
The eight countries evaluated make up >91% of LAC electric generation capacity, with >75% of LAC capacity residing in the top four countries (Brazil, Mexico, Argentina, and Venezuela). By comparison, the top eight countries consume 80% of the region’s electricity with the top four consuming 69%.


Energy Output by Type

Annual electric generation (kW-hours) per energy source is presented below for the eight LAC countries evaluated. LAC relies heavily on conventional hydro and fossil (mostly petroleum and natural gas, little coal). Substantial increases to installed electric capacity have been observed mainly in natural gas (fossil) generation. Installed capacity closely matches the relative mix below, with an overall capacity factor (generated/installed) of 48%.

Electric Generation Energy Sources

Most South American countries are heavily dependent on hydroelectricity. Recent droughts have inspired efforts to diversify electricity generation. Many countries considering new natural gas plants. Nuclear only in Mexico (2 BWRs), Brazil (2 PWRs), and Argentina (2 PHWRs). Oil-fired electric generation still significant (Chile, Colombia, Mexico). Limited Coal consumption (except Chile and Mexico).

Preliminary findings from Energy Research

- Key LAC Energy Trends
  - Stable conventional crude oil production
    - Continued oil exports
    - Rising domestic consumption of petroleum products
    - Rising deepwater oil exploration and production
  - Rising natural gas consumption
    - Liquefied Natural Gas (LNG) imports
  - Rising unconventional (Shale Gas and Tight Oil) production
    - Enabled by horizontal drilling and hydraulic fracturing technology
    - “Above ground” conditions may not be as favorable as USA
  - Diversification of electric generation
Preliminary findings from Energy Research

- Continued Infrastructure Construction
  - Oil and gas pipelines
  - Oil refineries
  - Natural gas-fired electric generation plants
  - LNG regasification or liquefaction facilities

- Growth hinges on Qualified Workforce
  - Expanded Training and Certification Opportunities

Cautionary notes

- IP/Copyright protection
  - Statutory provisions regarding IP/Copyright protection may vary by country
  - Seeing a clear need to translate some \textit{(BUT NOT ALL)} ASME products...

- Resource Allocation
  - As framework develops will need to plug in data from other regions, Middle East, Asia, E. Europe etc. to ensure balanced approach.
Recent Progress…

• Local Reference of ASME Standards:
  – INMETRO, Brazil referenced ASME BPV Section IX and Part UHT of Section VIII, Division 1
  – SENA, Colombia referenced BP Vessel Code Sections I, II, IV, V and IX

• Standards Workshops
  – May in Mexico City and June in Sao Paulo, Brazil

• Training
  – New Training Provider in Mexico (contract under review)
  – Shift in IP Model

• Conferences
  – Pipeline Geotechnical Conference + 4 short courses (Colombia)
  – OTC Rio Pipeline Conference Participation + 4 Short Courses (Brazil)

• Membership
  – Launching new Model in Peru by June 30.

Staging Discussion

• Sequencing by Countries?
• By Industry?
• What and When?
Thank You
&
Questions
Date Submitted: June 6, 2013
BOG Meeting Date: June 26, 2013
To: Board of Governors
From: Madiha Kotb
Presented by: Madiha Kotb
Agenda Title: BOG Retreat

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

Discussion on the BOG Retreat and preparation.

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

No Action

**Attachments:**
None.
2013 BOG Retreat: Overview and Planning

June 26, 2013
Indianapolis, IN

BOG Retreat Outline

<table>
<thead>
<tr>
<th>Sun, Sept 22</th>
<th>Mon, Sept 23</th>
<th>Tues, Sept 24</th>
<th>Weds, Sept 25</th>
<th>Thurs, Sept 26</th>
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<tbody>
<tr>
<td>8:00 AM Arrivals</td>
<td>Retreat</td>
<td>Rio Pipeline</td>
<td>BOG Meeting</td>
<td>Group Sightseeing</td>
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<tr>
<td>10:00</td>
<td>Free Time</td>
<td>Trade Show</td>
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<td>12:00</td>
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<td>Industry Tours</td>
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<td>4:00</td>
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<tr>
<td>6:00</td>
<td>Group Dinner</td>
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<td>Airport Departures</td>
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<tr>
<td>8:00</td>
<td>Group Dinner</td>
<td>Petrobras Reception</td>
<td>Conference Reception</td>
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## Retreat Program

### Monday, Sept 23

<table>
<thead>
<tr>
<th>Time</th>
<th>Event Description</th>
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<tbody>
<tr>
<td>9:00</td>
<td>Global Strategy and Market Focus</td>
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<td>Global Growth Strategy</td>
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<td>LAC Strategy, Why &amp; Where</td>
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<td>ASME Challenges and Opportunities</td>
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<td>10:00</td>
<td>invited Speakers &amp; Market Perspective</td>
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<td>Standards in Latin America</td>
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<td></td>
<td>Brazilian Overview</td>
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<td>US Challenges in LA Market</td>
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<tr>
<td>11:00</td>
<td>Break</td>
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<td>12:00</td>
<td>Generative Discussion &amp; Next Steps</td>
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<td></td>
<td>Plans for Sequencing</td>
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<td>BOG Calibration</td>
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<td>Expectations &amp; Measuring ROI</td>
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<td>Actions &amp; Next Steps</td>
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<tr>
<td>14:00</td>
<td>Dinner in a “Churrascaria”</td>
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### Tuesday, Sept 24

<table>
<thead>
<tr>
<th>Time</th>
<th>Event Description</th>
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<tbody>
<tr>
<td>9:00</td>
<td>Bus to Conference</td>
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<td>10:00</td>
<td>Keynote Speeches</td>
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<td>(including ASME President)</td>
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<td>12:00</td>
<td>Visit Trade Show</td>
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<tr>
<td>13:00</td>
<td>Bus to Lunch/Tours</td>
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<td>14:00</td>
<td>Industry Tours TBD</td>
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<tr>
<td>17:00</td>
<td>Evening Reception</td>
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</table>

**Keynote Speakers:**

- Insert list from Program if available...

**Possible Side Trips:**

- **GE Global Research Center**
- **Baker Hughes Research Center**
- **CENPES – The Petrobras Center for Pipeline Research**
## Retreat Program

<table>
<thead>
<tr>
<th>Weds, Sept 25</th>
<th>Thurs, Sept 26</th>
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<tbody>
<tr>
<td>8:00</td>
<td>Group Sightseeing tour</td>
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<td>– Out in AM</td>
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<td>– Group Lunch</td>
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<td>– Return for afternoon departure</td>
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<tr>
<td>10:00</td>
<td>Group Sightseeing Visit – Sugarloaf &amp; Corcovado</td>
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<td>12:00</td>
<td>Invited local Society Reps (ABNT, ABCM, etc.) to join for lunch</td>
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<td>2:00</td>
<td>Small group to close out Rio Pipeline</td>
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<td>4:00</td>
<td>– President to give Award at Luncheon</td>
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<tr>
<td>6:00</td>
<td>– ASME Speaker at closing session</td>
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<td>Afternoon/evening departures</td>
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### Getting Around Rio

- **Airport Transfers** will be arranged (grouped if possible)
- **Transportation** (by bus) will be provided for all group activities

- Airport, Research Center
- National Museum
- Conference Center
- Churrascaria
- Yacht Club
- Copacabana Palace Hotel
  - (20 miles, +/- 40 mins from Airport)
Social Functions

• Spouse Tours:
  – No arrangements for spouse tours have been made, however the hotel will accommodate needs on site and arrange for tours, drivers etc. for small groups.
  o Sunday - Welcome Drink/Dinner, pool side at the hotel
  o Monday - Brazilian Steakhouse—Fogo de Chao
  o Tues- Petrobras Reception – Rio Yacht Club
    o 2-300 Usually at the yacht club.
  o Weds – Conference Reception* – National History Museum
    o 2,000+reception, with Cocktails, hors d’oeuvres, buffet stations, entertainment
  o Thurs – Visit to Sugarloaf and Corcovado

• Dress Code:
  – Business Attire for Tuesday (Conference Opening & Petrobras Reception)
  – Business Casual for the rest of the meetings and functions

Retreat Objective:

The goal of the FY14 BOG retreat is to:
Set ASME’s overall strategy in Latin America (1-5 year horizon)
• within the framework of broader Pathway 2025 growth discussions
• utilizing the output of the Latin America market analysis project plan

Global Strategy
& Market Focus
Invited Speakers
& Local Perspective
Generative Board
Discussion & Next Steps
Global Strategy & Market Focus

9:00-11:00
- Global Growth Strategy
  - ASME from a global perspective
  - Current Footprint, Growth and Impact Numbers
- Latin American Strategy
  - Why focus on Latin America?
  - Where to Concentrate
- Deeper Dive into Tier One Countries
  - Brazil & Mexico
- Challenges and Opportunities

Invited Speakers & Local Perspective

11:30-14:30
- Standards in Latin America
- Brazilian Industry Overview
  - Local Needs and Opportunities
- US doing business in Latin America
  - Challenges and Opportunities
- Q&A with Panelists

Generative Board Discussion & Next Steps

15:00-18:00
- Plans for Sequencing:
  - Products and Services
  - Sequencing/Staging/“Wave” Plans
- Afternoon Discussion:
  - Leading with market-driven products and services
  - Building of communities and relationships
  - Maximizing financial and non-financial ROI
  - Longer-term mission related programs, measuring impact and ROI
- BOG Calibration
  - Are we on the right track?
- Summary/Actions/Next Steps
Final Preparation

• Pre-Retreat BOG Webinar
  August 8, 2013
  2:00-3:30 EST
  – Planning and Logistics
  – Overview of Retreat Program
    • with confirmed speakers
  – Brazilian Customs and Etiquette
  – Travel Do’s and Don’ts
  – Q&A
ASME Board of Governors
Agenda Item
Cover Memo

Date Submitted: June 7, 2013
BOG Meeting Date: June 26, 2013

To: Board of Governors
From: (Sector/Unit/Task Force/Other)
Presented by: Madiha Kotb and Tom Loughlin
Agenda Title: Enterprise Operations Framework FY14

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

President Kotb and Executive Director Tom Loughlin will present a framework to address strategic and operational issues in FY14 for discussion.

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

Attachments:
None.
ASME Board of Governors  
Agenda Item  
Cover Memo

Date Submitted: June 16, 2013  
BOG Meeting Date: June 26, 2013

To: Board of Governors  
From: Madiha Kotb  
Presented by: Madiha Kotb  
Agenda Title: FY14 EDESC Roster

Agenda Item Executive Summary:

FY14 EDESC Roster

Marc Goldsmith, Chair  
Madiha Kotb, ex officio  
Presidential-Nominee/Elect TBD, ex officio  
Charla Wise  
Bernard Hrubala  
TBD New BOG Member  
Gene Feigel

Proposed motion for BOG Action: (if appropriate)

For receipt.

Attachments:

None.
Date Submitted: May 24, 2013  
BOG Meeting Date: June 26, 2013

To: Board of Governors  
From: Madiha Kotb  
Presented by: Madiha Kotb  
Agenda Title: FY14 Presidential Appointments

Agenda Item Executive Summary:

1. **BOG Liaisons to Standing Committee**
   - Committee on Finance & Investment (COFI) TBD
   - Committee on Honors (COH) TBD
   - Committee on Organization and Rules (COR) TBD

2. **Appointments to Standing Committees**
   - Executive Director Evaluation & Executive Staff Compensation (EDESC) TBD
     - FY2014 – FY2016
   - Executive Director Evaluation & Executive Staff Compensation (EDESC) Gene Feigel
     - One year at-large term
   - Committee on Governance (COG) TBD
     - FY2014 – FY2016

Proposed motion for BOG Action: *(if appropriate)*
For receipt.

Attachments:
None.
ASME Board of Governors
Agenda Item
Cover Memo

Date Submitted: June 7, 2013
BOG Meeting Date: June 26, 2013

To: Board of Governors
From: Madiha Kotb
Presented by: Madiha Kotb
Agenda Title: FY14 Presidential Task Force List

Agenda Item Executive Summary:
FY14 Presidential Task Forces and Appointments
The president will appoint the task forces.

Proposed motion for BOG Action: (if appropriate)
For receipt.

Attachments:
Information will be presented at the meeting
ASME Board of Governors
Agenda Item
Cover Memo

Date Submitted: May 13, 2013
BOG Meeting Date: June 23, 2013

To: Board of Governors
From: (Sector/Unit/Task Force/Other)
Presented by: COFI
Agenda Title: By-Law Revision B5.2 Second Reading

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

COFI requests changes to B5.2.2, B5.2.4.2 and B5.2.4.3, which establishes the ASME Audit Committee
as a standing committee of the BoG, separate and apart from COFI. This is being done to increase
the autonomy of the Audit Committee and will also satisfy a recommendation of our auditors, who advised us
that this increased autonomy would be in the best interests of ASME. These By-Law changes were
approved by the Committee on Organization and Rules on May 10, 2013.

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

Revise B5.2 as attached

Attachments: Word document
B5.2 SECTORS AND COMMITTEES REPORTING TO THE BOARD OF GOVERNORS

B5.2.2 The following Standing Committees shall report to the BOG and shall be appointed by the Board of Governors or the President as determined in the By-Laws: Committee on Organization and Rules, Committee on Finance and Investment, Audit Committee, Committee on Executive Director Evaluation and Staff Compensation, Committee on Governance, Committee on Honors, and the Committee of Past Presidents. Each Standing Committee shall maintain its own operation guide as prescribed by Society Policy.

B5.2.4.2 The Committee on Finance and Investment shall consist of a Chair, a Vice Chair and a membership as determined by the Board of Governors.

The Treasurer shall be an ex officio member of the Committee with vote and a representative from the ASME Foundation shall be an ex officio member with vote only on items pertaining to investments. The Assistant Treasurer and the Second Assistant Treasurer shall be ex officio members of the Committee without vote.

B5.2.4.310.1 The Audit Committee shall consist of: the Chair, a Vice Chair and a membership as determined by the Board of Governors, of the Committee on Finance and Investment; one additional member of the Committee on Finance and Investment, a Governor appointed by the President, the President nominee/elect and the Treasurer. The Executive Director and the Assistant Treasurer shall be ex officio members of the Committee without vote.

The Treasurer shall be an ex officio member of the Committee with vote. The Assistant Treasurer and the Second Assistant Treasurer shall be ex officio members of the Committee without vote.

B5.2.10.2 At the close of each fiscal year, the Audit Committee shall review with the external auditor the audited financial statements.
Date Submitted: May 10, 2013
BOG Meeting Date: June 23, 2013

To: Board of Governors  
From: (Sector/Unit/Task Force/Other)  
Presented by: COR  
Agenda Title: Proposed Appointments

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

Proposed appointments reviewed by the COR on May 10, 2013.

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

Approve the proposed appointments.

Attachments:
Appointment Listing.
June 26, 2013
PROPOSED APPOINTMENTS TO ASME UNIT

<table>
<thead>
<tr>
<th>Internal Unit</th>
<th>Nominee</th>
<th>Position/Title</th>
<th>Appointment Term/Category</th>
<th>Appointment Type</th>
<th>History</th>
</tr>
</thead>
<tbody>
<tr>
<td>Pension Plan Trustees</td>
<td>Webb Marner</td>
<td>Member-At-Large</td>
<td>7/1/2013 – 6/30/2016</td>
<td>Initial</td>
<td>Past: COFI Treasurer; BOG Secretary/Treasurer</td>
</tr>
<tr>
<td>Pension Plan Trustees</td>
<td>Reginald Vachon</td>
<td>Member-At-Large</td>
<td>7/1/2013 – 6/30/2016</td>
<td>Initial</td>
<td>Current: CPP Member; Fellow Review Committee; SMC Member; Chair COFI.</td>
</tr>
</tbody>
</table>