1. CALL TO ORDER

Engelbart called the meeting to order at 1:05 p.m.

2. ESTABLISH QUORUM

Bajula

Roger Engelbart, Chairperson	Cindy Finley
L. Terry Clausing, President	David Hall
Kevin Smith, Vice President	John Iman
David Bajula, Secretary/Treasurer	Doron Kishoni
Arny Bereson, Executive Director	William Plumstead, Jr.
Marwan Basrawi	David Savoy
Scott Cargill	Flynn Spears
Philip Chu	John Turner
Brenda Collins

Absent: Robert Saunders

Staff: Mike Boggs, Heather Cowles, Jim Houf, Tim Jones, Garra Liming, Mary Potter, Chris Schnitzer, and Michelle Thomas

Quorum was established.

3. ANNOUNCEMENTS

Engelbart

All things will be done electronically through communities so there is not so much paper.

Smith is the parliamentarian for the meeting.

3.1. Amendments to the Agenda

3.1.1. Item 10.1 increase for international travel
3.1.2. Item 9.2.11 John Iman will give his report at Thursday’s Meeting
3.1.3. Item 6 the Chairman’s report will be McDaniel giving report for the SDC

Motion: Savoy moved to approve the agenda as amended. Kishoni seconded the motion.

MOTION PASSED

No one had a conflict of interest for this meeting.
4. APPROVAL OF MINUTES

4.1. Friday, February 6, 2015 Draft BOD Meeting Minutes (uploaded to community)

Motion: Chu moved to approve the minutes as submitted. Kishoni seconded the motion.

15 in favor
0 opposed
1 abstention - Cargill wanted to be recorded

MOTION PASSED

5. CONSENT AGENDA

5.1. Conflict of Interest Policy O-4 (Attachment 1)

5.2. F-10 Operating Reserves Policy—Ready to be voted on. See new policy wording. (Attachment 2)

5.3. Monday, October 27, 2014, DRAFT ABM Minutes (these were published without approval) (Attachment 9)

5.4. Approve 5 more section visits for Terry and budget approximately $5,000.

5.5. Policy G-37 be revised to reflect a new distribution of travel funds for regional directors as follows: Regions 1-14 & 16, 3.1%, Regions 15 &17, 6.75%, Regions 18 &19, 20%

5.6. SOC Rules of Conduct be amended to reflect the two new awards that the SOC full council has voted to put into place.

Motion: Cargill moved to approve the consent agenda. Collins seconded the motion.

MOTION PASSED

6. CHAIRMAN’S REPORT (Attachment 10)

McDaniel reported on the status of Board Charges 05-108 and 12-171.

Charge 05-108: (SDC to prepare a draft document for a Performance Based Testing standard for submittal to ANSI.), needs to have ANSI approve and until it gets approved it will keep cycling through the process and will be submitted to the staff in October.

Board Charge 12-171: reapprove or revise CP106 to align with ISO9712 and uses Guide 21. The revision will be discussed.

McDaniel explained the process that SDC goes through and that the SDC represents the US position not the ASNT position and every country gets one vote.
7. **TREASURER’S REPORT**  

Report will be given on Thursday.

8. **ED REPORT**  

8.1. Strategic Plan  

Friday’s Board meeting will be spent working on the strategic plan and the goal is to have a working document using the input that was received from staff and volunteers.

Strategic Planning Committee was discussed and it is the consensus of the Executive Committee that currently the Board needs to own the plan and review it on a regular basis.

8.2. Staff Update  

There will be two new full-time positions: Chief Scientific Officer and Public Relations/Branding.

8.3. ASME Update  

Bereson has had some dialogue with Tom Laughlin and will be involving some others and officers.

8.4. Board Resources (Books, etc.)  

Two books on Board Governance were given to all Board members to read. Another 3rd book by Carver is available for interested members. If they want a copy they should request a copy from Bereson.

9. **OLD BUSINESS**  

9.1. Policy G-38A, Student Travel Grant Program, G-39 ASNT Recognition Awards, and G-40 ASNT Scholarship and Grant Awards need to be updated to contain important criterial information. *(Attachment 3, 4, & 5)*  

Sadek has been working on these and Engelbart recommended that an Ad-Hoc Committee be appointed and a charge issued. Sadek will chair the committee with members to include: Arny Bereson, Michelle Thomas, Dave Culbertson, & Bill Via. Engelbart created **Charge 15-198**: Ad-Hoc committee to review policies and report back to the Board at the Annual Conference in Salt Lake City, UT.
9.2. BOARD CHARGES (Attachment 6)

9.2.1. **Charge 05-108:** SDC to prepare a draft document for a Performance Based Testing standard for submittal to ANSI.

Should be able to close this charge at the Annual Conference in Salt Lake City.

9.2.2. **Charge 08-149:** Operations Committee to review existing policies and rules of conduct for Robert B. Oliver Scholarship and determine if they are satisfactory. *(Attachment 7 Folder)*

**Motion:** Kishoni moved to approve the T&E Rules of Conduct. Smith seconded the motion.

**MOTION PASSED**

9.2.3. **Charge 13-175:** Ad-hoc Committee to develop an Affiliation Agreement with ASNT and its sections and address the six issues raised in the memorandum from legal counsel. A report is expected at the next Board of Directors meeting. The memorandum from legal counsel should remain *confidential* within the Board, Section Operations Council and the Ad-hoc Committee. *(Attachment 8)*

Existing Ad Hoc Committee needs to update Executive Director. After intensive discussion it was determined that ASNT needs to do a better job with sections and the committee will report back to the Board at the Annual Conference in Salt Lake City, UT.

Point of Order was made by Savoy about closing Charge 08-149. It was decided that the charge was to stay open until the Policy Manual is updated per request of Governance for policy changes.

9.2.4. **Charge 13-176:** CMC, SDC, and T&E chairs to meet and discuss the impact of the Radiological/Radiographic name change and provide a report to the Board.

**Motion:** Savoy moved to go into committee as a whole. Iman seconded the motion.

Break 3:08 p.m.
Meeting reconvened at 3:26 p.m.

Meeting was still in committee as a whole.

**Motion:** Savoy moved to come out of committee as a whole. Iman seconded the motion.
**Motion:** Clausing so moved that the CMC recommends that the SNT-TC-1A Test Method Radiological be changed to Radiography in the 2016 Edition. Additionally it is suggested that SNT-TC-1A be converted to and ANSI American National Standard for the 2021 Edition.

**Rationale:** The 2011 change to Radiological does not support all industries and making the TC-1A an American National Standard will require it to be subjected to public review allowing other interested stakeholders to provide input.

After much discussion about splitting the motion, Bajula called for Point of Order because the motion had never been seconded.

Clausing said the motion died for lack of a second.

Clausing read the original motion. Cargill seconded the motion.

Discussion took place and the general consensus was that the motion needed to be split into two sections.

**Motion:** Plumstead moved to split the motion at the word additionally. Savoy seconded the motion.

**MOTION PASSED**

**Motion 1:** Clausing so moved that the CMC recommends that the SNT-TC-1A test method radiological be changed to radiography in the July 2016 Edition.

**Rationale:** The 2011 change to Radiological does not support all industries.

Savoy seconded the motion.

12 in favor
1 opposed-Basrawi wanted to be recorded
2 abstention-Plumstead wanted to be recorded

**MOTION PASSED**

**Motion 2:** Clausing so moved and the CMC recommend that SNT-TC-1A will be converted to a National Standard subject to the ANSI process and consensus review by industry stakeholders.

**Rationale:** Making TC-1A a standard will require it to be subjected to public review allowing other interested stakeholders to provide input.

Cargill seconded the motion.
It was decided that there needed to be a directive sent to T&E before the meetings on Tuesday so Engelbart issued a two charges to T&E.

**Charge 15-199:** T&E to change radiological back to radiography in the TC1A 2016 Edition and all related documents.

**Charge 15-200:** T&E to convert SNT-TC-1A to an (ANSI) American National Standard for the 2021 Edition.

**9.2.5. Charge 13-178:** Headquarters to obtain legal opinion and clarification on section 1702.25 of the Ohio Revised Code (relative to Article III Section 10 of the ASNT Bylaws) and determine if the wording in the Bylaws is too restrictive

**Motion:** Kishoni moved to go into a committee as a whole. Finley seconded the motion.

**Motion:** Cargill moved to come out of committee as a whole. Iman seconded the motion.

**Motion:** Bajula moved to revise ASNT Bylaws to comply with the current state laws of Ohio as recommended by ASNT attorneys.

Cargill seconded the motion.

**Rationale:** Compliance is required.

14 in favor
0 opposed
1 abstention—Kishoni wanted to be recorded.

**MOTION PASSED**

Engelbart said that he wanted to defer the rest of this discussion on Charge 13-178 until Thursday as well as the rest of the items on the agenda. Charge 13-178 would be the first item on the agenda for discussion on Thursday.

**10. NEXT MEETING**

Engelbart

19 March 2015 from 1 pm to 5pm, Hyatt Regency Orange County, Anaheim, California

**11. ADJOURNMENT**

Engelbart

**Motion:** Savoy moved to adjourn the meeting.

No second to motion.

Meeting ended at 5:05 p.m.
Respectfully submitted by,

David Bajula
ASNT Secretary/Treasurer