GOVERNANCE COMMITTEE MEETING  
Thursday, October 23, 2008  
Mission Inn Resort & Club  
Howey-in-the-Hills, Florida

Members/Attendees participating:  
Immediate Past Chair, L. Moss; Chair, M. Simmons, P. Adams, D. Beneteau, B. Brafford, W. Burnette, G. Chambers, M. Gramelspacher, R. Hirsch, E. Langhenry, Jr., T. Snow, D. Vreeland, D. Wellman

AWS Staff attending:  
F. Tarafa, AWS CFO; J. Weber (RWMA Secretary), S. Hopkins (RWMA Program Manager & Secretary); N. Tapley, WEMCO Program Manager

Guest:  
J. Dally

Minutes

I. WELCOME & INTRODUCTIONS

- Past Chair L. Moss called the meeting to order at 8:02 a.m. on October 23, 2008, and affirmed that the meeting would be conducted to comply with the Committee’s anti-trust policy. Introductions of the attendees were made.
- The May 28, June 25, July 17 and September 18 Executive Committee teleconference meeting minutes were moved for approval by P. Adams and seconded by R. Hirsch. Unanimously approved.
- The April 30 Governance Committee meeting minutes were moved for approval by P. Adams, and seconded by R. Hirsch. Unanimously approved.
- The April 29 Strategic Planning Meeting minutes were moved for approval by R. Hirsch, and seconded by P. Adams. Unanimously approved.

II. STAFF REPORT

- Headquarters Report. J. Weber, AWS Senior Associate Executive Director gave the following report:
- 2008 Welding Show, Las Vegas, Nevada. AWS just completed a successful FABTECH International & AWS Welding Show, held October 6-8 in Las Vegas, Nevada. There were more than 21,000 attendees. The exhibitors appeared to be content with this new venue. The welding show contained 175,000 square feet, which is 12,000 square feet more space than sold in Chicago, Illinois in 2007, and 48,000 square feet more than in Atlanta, Georgia in 2006. During the show, AWS sold 144,000 square feet for the 2009 show in Chicago, Illinois.
- PMA’s METALFORM Becomes a Show Partner. The Precision Metalforming Association joined the AWS show with a “soft start” in Las Vegas. Anticipated space in the METALFORM Pavilion in Chicago in 2009 is 100,000 square feet. AWS partnered with PMA in 2000 and 2001, which dissolved after two years; however, the technology fits well with our overall emphasis on metalworking and metal joining, and we expect great success.
- “Fastest 50” Designation. The FABTECH International & AWS Welding Show has been named one of the “Fastest 50”-growing tradeshows in North America by Trade Show Week. Ray Shook is going to a Trade Show Week banquet to accept the award in November.
- AWS Weldmex. In January 2008, AWS acquired controlling interest in the Weldmex show, which is now known as AWS Weldmex. More than 25,000 square feet of space in the 2009 AWS Weldmex show was sold by the time the FABTECH International and AWS Welding Show was over in Las Vegas. It will be held June 2-4, 2009, in Monterrey, Mexico.
- SME and FMA, is set to organize a new show, FABTECH Mexico, which will co-locate with AWS Weldmex. In addition, METALFORM Mexico will also co-locate with AWS Weldmex.
- Spanish-Language Welding Journal. The second edition of the Spanish-Language Welding Journal has been issued. The magazine will increase to three editions in 2009 to accommodate the growing interest in Spanish welding publications in Latin America.
• **Certification Continues to Grow.** Certification is presently AWS’ strongest product. As of October 15, the 2008 revenues were $4.28 million, which is an increase of more than $800,000 during the same period in 2007.

• **AWS Membership.** Current AWS membership is at 54,478, which is an all-time high.

• **AWS Publication Sales.** Book sales are at $2,326,000, up $627,000 from the same time a year ago.

• **Welding Workforce Development.** AWS recently worked with Lincoln Electric to produce a promotional piece that was aired on “Careers in Welding,” by Jay Leno. It is available for viewing on the AWS Website. AWS also worked with Lincoln Electric to produce a new careers video, featuring three cable television stars from automotive programs: Jessi Combs, “Extreme 4X4”; Troy Trepanier, *Hot Rod Magazine*, and Builder of the Year; and Bryan Fuller, of “Two Guys Garage.” AWS is working on sponsoring a NHRA Pro Stock drag car with spokesperson Tom Hammonds. Hammonds would also serve as an industry spokesperson. This would be done with the buy-in and major co-sponsorship of companies in the welding industry.

### III. ANNUAL MEETING STATUS

• S. Hopkins reported that 41 RWMA members and 23 spouses are attending the annual meeting, representing 35 member companies.

• Omar Hickman, President of 3AM Group, Webstrategy and Marketing, will be the guest speaker from 12:30 p.m. to 2:30 p.m. on Friday, October 24th. He will provide helpful tips on maximizing your company’s placement on the web, as well as other web based marketing strategies.

• The Friday evening dinner will be fun and casual. Entertainment will be provided by “Bamboozle,” a three-man musical group, with audience participation.

• **First time meeting attendees** included Tony Lario with Fusion Welding Solutions; Donizette Miranda with Conan Ind. E Com de Productos Eletro-Eletronicos; and Bron Zienkiewicz with Freeport McMoran Copper & Gold.

• S. Hopkins welcomed two new members to the Governance Committee meeting, Dick Vreeland and Dan Wellman. Although Dan Uszynski was invited to attend the Governance Committee meeting, he was unable to attend. These three gentlemen will also serve as the 2009 alternates for their individual divisions respectively.

### IV. GOVERNANCE SUBCOMMITTEE REPORTS

• **Finance Committee.** F. Tarafa reported on the statement of revenues of expenses from January 1, 2008 to September 2008, as well as the proposed 2009 budget for RWMA. *(Copies are attached.)* Based on his report, RWMA is financially strong. One item of particular interest is the promotional increase to $15,000 for 2009. This will allow for advertisement in third party magazines, as well as any other promotions deemed beneficial to RWMA by the Marketing Committee, and approved by the Executive Committee.

• **Scholarship Fund.** Mark Gramelspacher inquired about the scholarship fund. S. Hopkins reported that no raffles are scheduled in the immediate future. It has been determined that the best raffles are in conjunction with the Spring meeting, and the winning prize should be incorporated with the scheduled tour. Mr. Gramelspacher inquired about other possibilities to raise money for the Scholarship fund, and he suggested that we research other avenues to raises monies for this fund. This task will be assigned to the Education Committee. There is approximately $8000 in the second Scholarship fund. Tom Snow mentioned that he is involved in another trade association that promotes memorials to raise money for their scholarship, as well as an option to donate $5000 through their company name. The scholarships would be the amount of financial interest gained.

• **Mark Gramelspacher made the motion to analyze the RWMA member dues invoice to include a line item for donation to the RWMA Scholarship Fund.** He also recommended that the amounts of the donation be $100, $250 or $500. This was seconded by R. Hirsch. Unanimously approved.

• **Membership.** There are currently 83 RWMA members; however two other companies did not renew their membership. Neither of those two companies were active participants at the meetings.

• S. Hopkins reported that she received good prospects from the RWMA Booth at the recent FABTECH International and AWS Welding Show. She will be following up on these prospects once she returns from the Annual Meeting. She also mentioned that even though it will be too late for new members to be listed in the 2009 RWMA Membership Directory, an addendum page can be included if required. New members will always be listed on the RWMA website.

• E. Langhenry reported that the goal is to obtain 100 members.
IV. ELIHU THOMSON AWARD

- T. Snow reported that at the Spring Meeting, he agreed to Chair an AdHoc Committee to review the current nomination qualifications for the Elihu Thomson Award. The other individuals on the Committee are Roger Hirsch and Bob White, Jr. The following changes were made:
  - The Elihu Thomson Resistance Welding Award is awarded annually by the RWMA Committee to an “individual who has made an outstanding contribution to the technology and application of resistance welding, as evidenced by one or more any of the following:
  - A technical paper on a resistance welding subject published in the Welding Journal or other industry-recognized publication.
  - Innovations in resistance welding equipment or technology.
  - Return this form to Headquarters by September 30, appropriate year.
  - Nominees may not be posthumously selected for recognition by this award. However once selected, the award can be made posthumously.
- The AdHoc Committee has also requested that the nomination form be included in the Welding Journal to allow more candidates to be nominated. S. Hopkins will make sure that it is placed in the Journal.
- It was suggested to also include a place for the nominator’s information. The qualifications and contact information need to be more pronounced on the form. In addition, it should be one form per nominee. S. Hopkins will forward this information to the Committee to update as requested.
- The 2010 Elihu Thomson Award will be chosen at the Governance Committee Meeting during the Spring 2009 Meeting.

V. FUTURE MEETINGS

- Spring 2009 Meeting. The 2009 Spring Meeting will be held in Dayton, Ohio, April 29 - May 1, and will include a tour of the Wright Patterson Air Force Museum. S. Hopkins emphasized that those attending should allow plenty of time to view the museum as there is a lot to see. She is preparing to visit the Museum and several hotels to determine the site of the Spring meeting.
- Annual 2009 Meeting. Savannah, Georgia, or Charleston, South Carolina, were suggested as possible locations for the 2009 Annual Meeting. Chair M. Simmons reported that can obtain permission for RWMA to tour Gulfstream in Savannah. The Committee felt that a tour of Gulfstream would be interesting to the attendees; therefore, it was unanimously approved that the 2009 Annual Meeting will be held in Savannah, Georgia. The dates will be either October 1-3, or October 8-10. Chair Simmons will contact S. Hopkins with the name of the contact person at Gulfstream to set up the tour. S. Hopkins will begin researching hotels for the meeting in Savannah. It was suggested to look for hotels in downtown Savannah because of the local attractions.
- WEMCO 2009 Meeting. N. Tapley reported that the 2009 WEMCO Annual Meeting will be held February 26-28, 2009, in San Diego, California, at Rancho Bernardo Inn. The theme of the meeting is Industry Globalization and Economic Potential in Emerging Markets. They will also discuss private labeling and issues associated with rapid growth. Alan Beaulieu of the Institute for Trend Research will discuss the economic forecast. Dennis Brown with Weiler Corporation and Bill Rice with OKI Bering, Inc., will collaborate and share their viewpoints on private labeling issues from a manufacturer and distributor perspective. Dick Couch with Hypertherm will speak about the issues on rapid growth; Chris Ebeling from Linde Canada Ltd., will share his distributor’s perspective on industry globalization and emerging markets; and Dr. Damian Kotecki, Past AWS President 2005-2006, will look at International Standards on Filler Metals. N. Tapley invited everyone from RWMA to attend. The room rates are $265 per night. The meeting cost $720 for registration and $225 for spouses.
- In past RWMA meetings, discussions have been made to co-locate the WEMCO and RWMA Meeting, however nothing has been officially decided. A teleconference with Dennis Brown, WEMCO Chair, Mike Simmons, RWMA Chair, Natalie Tapley, WEMCO Program Manager and Susan Hopkins was held on June 9. During that meeting it was decided that if the co-joining of the meeting does occur, both WEMCO and RWMA will have input on the speakers. Once a final decision has been made, the two committees would share speakers and networking time. RWMA would still hold their separate committee and workgroup meetings. Both committees would compromise on the date. WEMCO usually holds their meetings in January or February, and RWMA usually holds their Spring Meeting in April or May. March is a good possibility for both.
• It was also discussed that if RWMA and WEMCO decide to co-join their meeting in 2010, the registration fee might be somewhat lower because there will be more attendees to share the cost of the speakers.
• P. Adams made the motion to work to have a joint meeting with WEMCO for early 2010, and to utilize the best efforts to make the registration fee as close to RWMA’s current registration fee, to validate if WEMCO and RWMA should have meetings together in the future, and that the WEMCO and RWMA Chairs communicate their Committee’s needs respectively. Seconded by M. Gramelspacher. Unanimously approved. The Committee agreed that March 2010 would be the best time for the co-joined meeting.

VI. OTHER BUSINESS

• The Governance Committee agreed that there should be one contact person from RWMA who can assist in communicating with the volunteers assigned to certain tasks. Many of the Committees and workgroups have held teleconferences. S. Hopkins has agreed to be the contact person.
• RWMA Video. S. Hopkins reported that the RWMA video will be shown during the Spring Meeting. This video is very close to completion. We will be looking for some minor edits if required. The video is very modern and upbeat, and will be available to all RWMA members. It will also be available on the RWMA website.
• Membership Committee. H. Stevens sent a request that the RWMA Membership Committee be reinstated. Currently, membership recruitment is a subcommittee under the Marketing Committee. She felt that there would be more participation and buy-in if it were a stand-alone Committee. The goals of the Membership Committee would include assisting in obtaining speakers for the meetings, analyzing and enhancing the membership benefits, increase meeting participation and enhancing the value of the meetings. It was determined that since the Membership Committee was never removed from the Rules of Operation, no motion needs to be made. Membership Recruitment will stay under the Marketing Committee as defined in the Operations Manual. However, a Chair would need to be selected. The 1st Vice Chair of RWMA automatically becomes the Vice Chair of the Membership Committee. Chair Simmons selected H. Stevens as Chair of the Membership Committee. W. Burnette will be Vice Chair. Membership Recruitment will remain a subcommittee under the Marketing Committee.
• R. Hirsch made a suggestion to change the Membership Committee to Member Value Committee with the existing bylaw functions remaining the same. Discussions were made. It was decided that the title would remain the same. Seconded by T. Snow. It was approved by more than two-thirds of the Governance Committee.
• Elihu Thomson Award. L. Moss brought up his confusion over the criteria for accepting the Elihu Thomson Award when the recipient has passed away before the award could be physically presented to the recipient. He had nominated Mondo Baldwin in May 1992 to be the recipient for the 1996 award, but he had passed away before he could receive the award, therefore the next year’s nominee was the replacement. He was unsure if this would also pose an issue with Bob White, Sr. being the recipient of the 2008 Elihu Thomson Award. Bob White, Sr., passed away this year, the same year that he was the recipient, therefore his family accepted the award on his behalf. The new Elihu Thomson nomination form will changed to be more defined in this area.
• Resistance Welding “Wall of Fame”. D. Beneteau brought up that a lot of resistance welding history is being lost. It was suggested to have a “Wall of Fame” on the RWMA website. Thise could include a “Wall of Fame” for companies, and another one for “individuals.” This will be something to suggest to the Website Chair. S. Hopkins will contact J. Collins, Chair of the Website for his assistance in getting this started.
• On behalf of the members of the RWMA Governance Committee, P. Adams expressed sincere gratitude to L. Moss for all his dedication and leadership to this Committee for the last two years. This will be his final meeting as Chair of this Committee.

VI. ADJOURNMENT

The meeting adjourned at 11:30 a.m.

Respectfully submitted
Susan Hopkins
RWMA Recording Secretary