



Board of Directors

Open Session

Sunday, February 1, 2026 | 1:30 – 5:30 PM PST {UTC-08:00}

Caesars Palace | Palace II & III {E}

<https://ashrae.webex.com/ashrae/j.php?MTID=mfb95fa6ae94cf1d08425edfbacc6cbb6>

Meeting Number: 2345 985 2406 | **Meeting Password:** VegasBOD201

1. CALL TO ORDER - McQuade

2. VALUE STATEMENT – McQuade

In ASHRAE meetings, we will act with honesty, fairness, courtesy, competence, inclusiveness and respect for others, which exemplify our core values of excellence, commitment, integrity, collaboration, volunteerism and diversity, and shall avoid all real or perceived conflicts of interest. Our culture is one of inclusiveness, acknowledging the inherent value and dignity of each individual. We celebrate diverse and inclusive communities, understanding that doing so fuels better, more creative and more thoughtful ideas, solutions and strategies for the Society and the communities our Society serves. We respect and welcome all.

Code of Ethics - <https://www.ashrae.org/about/governance/code-of-ethics>

Core Values - <https://www.ashrae.org/about/ashrae-s-core-values>

Diversity Statement - <https://www.ashrae.org/about/diversity-equity-and-inclusion-dei>

3. ROLL CALL/INTRODUCTIONS - McQuade

4. REVIEW OF MEETING AGENDA – McQuade

5. APPROVAL OF MINUTES – McQuade

A.* November 11, 2025

B.* December 15, 2025

6.* REVIEW OF ACTION ITEMS – McQuade

7. OPEN SESSION – ADDRESSES TO THE BOARD OF DIRECTORS

8. PRESIDENTIAL RESOLUTIONS – McQuade

A.* Terry E. Townsend, P.E., 2006-07 ASHRAE President

B.* David Underwood, P.Eng., 2015-16 ASHRAE President

9. NOMINATING COMMITTEE REPORT – Ginger Scoggins

10. TREASURER'S REPORT – Rakheja

A. 2025-26 Financial Update

B. Major Variations and Financial Statements – December 2025

C. Finance Committee Report

11. COMMITTEE REPORTS

- A. Executive Committee – McQuade
- B. Planning Committee – Sepulveda {Dunstan Macauley}

12. SUBCOMMITTEE AND AD HOC REPORTS

- A.* BOD DEI Advisory Subcommittee - Smith
- B. Future of ASHRAE Conferences Ad Hoc – Abellon

13. AI ROADMAP REPORT - Littleton

14. EXECUTIVE SESSION {Separate Agenda}

15. INFORMATION ITEMS – McQuade

- A. Appointments Update {Since June 2025}
- B. Report of the President

16. OLD BUSINESS

- A.

17. NEW BUSINESS

- A.

18. UPCOMING MEETINGS

2026 Winter Conference | Las Vegas, NV
Wednesday, February 4, 2026 | 2:00 – 6:00 PM PT {UTC-07:00}

19. ADJOURNMENT

*Indicates Attachment



MINUTES

BOARD OF DIRECTORS MEETING

Tuesday, November 11, 2025

Note: These draft minutes have not been approved and are not the official record until approved by the Board of Directors.

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Tuesday, November 11, 2025

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PRINCIPAL APPROVED MOTIONS

Board of Directors Meeting

Tuesday, November 11, 2025

No. - Pg.	Motion
1 - 2	The open session minutes from the June 22, 2025 and June 25, 2025 BOD meetings be approved.
2 - 2	The Executive Committee requests that the Board of Directors approve the formation of a new standing committee called the Indoor Environmental Quality Center of Excellence (IEQ CE) beginning February 1, 2026.
3 - 3	The Executive Committee recommends to the Board of Directors that a DEI Standing Committee be created that reports to Members Council and that the DEI Subcommittee to the BOD be eliminated.
4 - 5	MOTION 3 be amended as shown below: The Executive Committee recommends to the Board of Directors that a DEI Standing Committee be created that reports to Members Council <u>and that the DEI Subcommittee to the BOD be eliminated</u> .
6 - 6	Members Council recommends to the Board of Directors that the following revisions to the Rules of the Board (ROB) be approved. 2.105.009 College of Fellows (23-05-22-02/97-01-30-39/14-01-22-06) ASHRAE shall establish a College of Fellows to improve the status of Fellows and their activity in the Society. The College of Fellows shall report directly to Members Council. 2.105.009.01 Scope and Purpose The College of Fellows shall perform services to increase ASHRAE and ASHRAE Fellow membership, to provide expertise when needed, to mentor students and young members, to share knowledge and experience with chapters and other grassroots organizations, to communicate ASHRAE practices and resolve issues within the HVAC/R industry, and to support ASHRAE in conducting special technical activities. 2.105.009.02 Membership Newly elected Fellows shall become members of the College of Fellows effective on the date that they are elevated to the rank of ASHRAE Fellow. The COF Executive Committee (COF-ExCom) shall be comprised of the COF President, the COF President-Elect, the COF Treasurer, <u>the COF Secretary, the COF Member at Large</u> , and the COF Immediate Past President.
7 - 7	Finance Committee recommends to the Board of Directors ("BOD") a proposed dues increase in Society Year 2026-2027 to \$290 for Full Members and proportionately all other membership dues grades that are calculated based on a percentage of Full Member dues. Refer to ATTACHMENT B which outlines the recommended Society Year 2026-2027 dues by membership grade.
8 - 9	MOTION 7 be amended as shown below:

	Finance Committee recommends to the Board of Directors (“BOD”) a proposed dues increase in Society Year 2026-2027 to \$297 <ins>\$290</ins> for Full Members and proportionately all other membership dues grades that are calculated based on a percentage of Full Member dues. Refer to ATTACHMENT B which outlines the recommended Society Year 2026-2027 dues by membership grade.
9 – 11	The Society Rules Committee recommends to the Board of Directors that changes to the ASHRAE Bylaws be approved as presented in ATTACHMENT C.

ACTION ITEMS
Board of Directors Meeting
Tuesday, November 11, 2025

No. - Pg.	Responsibility	Summary of Action	Status	Goal Date
1 – 2	Seymour	Investigate the recommendation to leverage Society's membership numbers to negotiate better rates and chapter access to more technology platforms. (Assigned June 22, 2025)		
2 – 2	ExOs	Remind committees of the Society budget approval timeline. (Assigned June 25, 2025)		



MINUTES

BOARD OF DIRECTORS MEETING

Tuesday, November 11, 2025

MEMBERS PRESENT:

Bill McQuade, President

Sarah Maston, President-Elect

Ashish Rakheja, Treasurer

Devin Abellon, Vice President

Ken Fulk, Vice President

Trent Hunt, Vice President

Andres Sepulveda, Vice President

Jeff Littleton, Secretary

Charles Bertuch, Region I DRC

Genevieve Lussier, Region II DRC

Sherry Abbott-Adkins, Region III DRC

Heather Platt Guldedge, Region IV DRC

Julia Timberman, Region V DRC

Maggie Moninski, Region VI DRC

Scott Peach, Region VII DRC

Joe Sanders, Region VIII DRC

Jonathan Smith, Region IX DRC

Buzz Wright, Region X DRC

Rob Craddock, Region XI DRC

Jason Alphonso, Region XII DRC

Ching Loon Ong, Region XIII DRC

Mahroo Eftekhari, Region XIV DRC

Pankaj Dharkar, Region XV DRC

Bassel Anbari, RAL DRC

Carrie Brown, DAL

Doug Cochrane, DAL

Steve Kujak, DAL

Pat Marks, DAL

Dan Nall, DAL

Mike Pouchak, DAL

Heather Schopplein, DAL

GUESTS PRESENT:

Bill Klock

Chandra Sekhar

Franco D'Atri

Guto Rios

Kelly Williams

Spencer Morasch

Wade Conlan

STAFF PRESENT:

Candace Denton, Sr. Manager - Board Services

Chandrias Jolly, Manager - Board Services

Vanita Gupta, Director – Marketing

Lizzy Seymour – Director – Member Services

Mark Owen, Director - Publications & Education

Kirstin Pilot, Director - Development

Stephanie Reiniche, Director - Technology

Alice Yates, Director - Government Affairs

Craig Wright, Director of Finance

Jeanette McCray, Manager – Young Professionals + Students

Leigh Lain Walker, Manager – Building Decarbonization

Rhiannon Masterson, Manager – Chapter Programs

Selina Parks, Manager – Conference Services

CALL TO ORDER

The meeting was called to order at 8:00 am.

VALUE STATEMENT

Mr. McQuade read the value statement and advised that the full code of ethics, core values and diversity statements were available online.

ROLL CALL/INTRODUCTIONS

Roll call was conducted; members, guests, and staff were in attendance as noted above.

REVIEW OF MEETING AGENDA

Mr. McQuade reviewed the meeting agenda. There were no changes or additions.

REVIEW OF ACTION ITEMS

Action item 1 was reported as ongoing. Ms. Seymour reported that staff reached out to the member who made the comment during the open addresses to the BOD for additional information.

Action item 2 was reported as complete. It was reported that the Historical Committee took action to address concerns from regional and chapter chairs. The committee updated existing information and is committed to providing a quarterly newsletter to grassroots volunteers. Thus far, those changes have been well received.

Action item 3 was reported as complete. It was reported that the Conference team would provide an update at the 2026 Winter Conference.

Action item 4 was reported as ongoing.

Action item 5 was reported as complete.

APPROVAL OF MINUTES

It was moved and seconded that

1. The open session minutes from the June 22, 2025 and June 25, 2025 BOD meetings be approved.

MOTION 1 PASSED (Unanimous Voice Vote, CNV).

EXCOM REPORT TO THE BOD

Mr. McQuade reported on behalf of the ExCom. The full report was attached to the agenda and was shown on screen.

Mr. McQuade moved that

2. The Executive Committee requests that the Board of Directors approve the formation of a new standing committee called the Indoor Environmental Quality Center of Excellence (IEQ CE) beginning February 1, 2026.

AI 1-2

Mr. Conlan reported on behalf of the IEQ Hub Strategic Evaluations Ad Hoc. He reviewed the presentation that was shared with ExCom; it was shown on screen and is included in ATTACHMENT A.

The floor was opened for discussion. A summary of that discussion is below:

Spoke in favor of the motion. Requested clarification on the financial impact.

Mr. Conlan reviewed the presentation slides with the range of fiscal impact as well as the staff impact. He advised that Ms. Reiniche assisted with the staff background information provided. The current financial impact does not include outside funding opportunities.

Stated that Society can't be everything to everybody. Suggested that Society partner with other organizations in order to be truly global; growing out "tent" and global footprint.

Mr. McQuade suggested that the recommendation would be for Society to work with other such organizations moving forward; many of them help us do things that Society doesn't do. To that point, if Society better coordinates with other organizations, we will be able to better define "swim lanes."

Spoke in favor of the motion. Believe this is overdue. What happens beyond the 2028 Society Year regarding funding?

Mr. Conlan advised that the funding approach would be similar to how CEBD was handled.

Spoke in favor of the motion. Developing economies are looking for this type of guidance and information.

Based on discussions in another ad hoc, Society has a long way to go and this is needed to reach our goals.

Spoke in favor of the motion. One of the most critical goals down the road is to create an adoptable standard that can be adopted worldwide.

Agreed with the previous comment. It is a clear need, and a priority of this group will be to get such a standard in daylight sooner rather than later.

Spoke in favor of the motion. Suggested that the long-term return on investment would be high and would create stronger branding for Society.

It was asked if societies that are normally involved with the portions of IEQ that do not fall within the normal four competencies of IEQ. Mr. Conlan responded that there are technical groups within Society that speak to that. There are organizations that Society could partner with, they are not listed in the recommendation for concern that one would be erroneously left off. The intent is to engage with those groups that Society feels are renowned experts.

MOTION 2 PASSED (Unanimous Voice Vote, CNV).

Mr. McQuade moved that

3. The Executive Committee recommends to the Board of Directors that a DEI Standing Committee be created that reports to Members Council.

Mr. Rakheja summarized the reason for his negative vote at the ExCom meeting. He stated that he supported DEI and Society's DEI work, but DEI is a culture and a standing committee isn't required to enforce culture. He suggested that the proposed funds could be diverted to the BOD DEI Subcommittee to further their work.

Mr. Fulk summarized the reason for his abstention during the ExCom vote. He stated that he felt the work could be done by one committee and that two were not needed. He expressed that he liked the current structure with the BOD DEI Subcommittee and stated that he understood that the subcommittee was providing support to the grassroots members already. He also expressed that he had concerns over included language that could allude to quotas.

There was discussion of the motion. A summary of that discussion is below:

Spoke in favor of the motion. Would there be a way to phase out the DEI Subcommittee if this standing committee were approved?

Mr. McQuade confirmed that the option would definitely be on the table.

Did not speak for or against the motion. Expressed that ASHRAE had always been a safe place. Understand that there are cultural differences but fundamentally, we are an engineering society working towards bettering the built environment as well as each other. With the current political climate, how can we safely have a committee under a different name so we don't become a target of losing governmental funding? See and recognize the value but see both sides.

Spoke against the motion. Suggested that this falls within the scope and purpose of the MP Committee. Additionally, the Planning Committee is doing extensive long-term planning on the heels of the 2030 ad hoc recommendations.

Expressed support for DEI work in Society. Is a standing committee needed? Suggested that Society should be careful how the message of a new committee is relayed so as not to give the impression that Society is not currently doing the job well. From a procedural point of view, should it be included in the motion that Society will stop other activities related to DEI work?

Spoke against the motion. Expressed concern over the structure, roles, and responsibilities. Members Council is becoming very large and a lot of staff and fiscal resources are allocated there. Expressed concern with the frequency of changes to the structure and the impact to fiscal and staff resources. In favor of DEI and, as DRC, have assigned DEI chairs to do that important work.

Spoke in favor of the motion. The DEI Subcommittee discussed this recommendation and unanimously supported it. He stated that the need for support had outgrown what the subcommittee could provide. He suggested that it was important for Society to be on the same page at all levels and ensure that a consistent message is being delivered. He reported that the DEI Subcommittee did a deep dive into the possibility of changing the group's name and a presentation was made to the BOD outlining why the name should not change.

Spoke in support of the recommendation. Expressed that two DEI committees were not needed. Stated that there were lots of cases where committees bring recommendations forward through standing committees, to councils, and then to the BOD; a DEI standing committee under

Members Council could do that very easily. The BOD has an obligation to have an efficient structure. Support this recommendation and would hope that the BOD would follow this recommendation with one to eliminate the BOD DEI Subcommittee.

Reviewed the scope and purpose of the recommendation as well as the current gaps in reporting and responsibilities. Stated that assuming responsibility for Women in ASHRAE is a big item that hasn't been discussed and wanted to bring that to the group's attention.

Mr. Rakheja moved and it was seconded that

4. MOTION 3 be amended as shown below:

The Executive Committee recommends to the Board of Directors that a DEI Standing Committee be created that reports to Members Council and that the DEI Subcommittee to the BOD be eliminated.

Mr. Hunt moved that

5. MOTION 4 be called to question.

MOTION 5 FAILED (18:12:0, CNV).

Discussion of the amended motion resumed. A summary of that discussion is below:

Want to point out that if this amendment goes through, a grassroots committee would be in charge of DEI efforts at the council level. Not sure it is effective for a grassroots committee to oversee what is happening at three councils.

The original motion has a better chance of passing if the amendment passes.

Spoke against the motion. The proposed standing committee and the BOD DEI Subcommittee have different charges; suggested that the subcommittee would be better able to focus on high level.

Spoke in favor of the motion. Members Council has a duty to make recommendations to the BOD and this committee would report to the council. Expressed the opinion that a second committee was not needed.

MOTION 4 PASSED (26:4:0, CNV).

There was discussion of amended MOTION 3. A summary of that discussion is below:

There was consensus that the BOD DEI Subcommittee would stay in place until July 1, 2026.

Spoke against the motion. From an optics standpoint, it looks like we are toggling back and forth as opposed to maintaining a firm position. Suggested that members may leave Society based on negative optics. Stressed that the BOD needed to think through the optics of the recommendation.

With the removal of the BOD DEI Subcommittee, would this change the structure to the new group and would that change affect the fiscal impact?

Ms. Maston reported that there would not be changes to the proposed make-up of the DEI standing committee. If approved, the new standing committee would be added to the spring appointments process. She stated that BOD members could be added to the new committee, but the intent was that committee composition remain as proposed and presented here with six members total.

It was clarified that if the motion on the floor were to fail, the BOD DEI Subcommittee would remain in place.

AMENDED MOTION 3 PASSED (28:2:0, CNV).

Mr. McQuade thanked the BOD for the good discussion.

He reviewed information items from the report.

COUNCIL REPORTS TO THE BOD**MEMBERS COUNCIL**

Ms. Maston reported on behalf of the council. The full report was attached to the agenda and shown on screen.

Ms. Maston moved that

6. Members Council recommends to the Board of Directors that the following revisions to the Rules of the Board (ROB) be approved.

2.105.009 College of Fellows (23-05-22-02/97-01-30-39/14-01-22-06)

ASHRAE shall establish a College of Fellows to improve the status of Fellows and their activity in the Society. The College of Fellows shall report directly to Members Council.

2.105.009.01 Scope and Purpose

The College of Fellows shall perform services to increase ASHRAE and ASHRAE Fellow membership, to provide expertise when needed, to mentor students and young members, to share knowledge and experience with chapters and other grassroots organizations, to communicate ASHRAE practices and resolve issues within the HVAC/R industry, and to support ASHRAE in conducting special technical activities.

2.105.009.02 Membership

Newly elected Fellows shall become members of the College of Fellows effective on the date that they are elevated to the rank of ASHRAE Fellow. The COF Executive Committee (COF-ExCom) shall be comprised of the COF President, the COF President-Elect, the COF Treasurer-Secretary, the COF Secretary, the COF Member at Large, and the COF Immediate Past President.

Ms. Maston reported that the current President of the College of Fellows reached out and advised that things had been working well doing it as proposed.

She reported that the recommendation would combine the secretary and treasurer position and a member-at-large would be added.

Mr. Pouchak reported that he served on the COF ExCom as immediate past president. He reported that recommendation was the way that the COF had been operating. He reported that the intent of the MAL was to have the officers and representatives of the COF would sit on the COF ExCom.

MOTION 6 PASSED (Unanimous Voice Vote, CNV).

Ms. Maston reviewed information items from the report. She reported that five new sections were approved and several were dissolved. She reported that the council had significant discussion of the DEI standing committee recommendation.

TECHNOLOGY COUNCIL

Mr. Abellon reported on behalf of the council. The full report was shown on screen and attached to the agenda.

He reported that there were no recommendations for the BOD's consideration.

He reported that there were a number of information items included for the BOD's review. He reported that all of the committees had been hard at work since the Annual Conference. Standards Committee proposed a new standard that the council previously approved the TPS for.

He reported that there was a lot of work being done on position documents and there were lots of revisions underway. The goal is to have several revisions ready for approval in Las Vegas.

He reported that RBC was working hard in preparation for an upcoming stakeholder workshop.

FINANCE COMMITTEE REPORT

Mr. Rakheja reported on behalf of the committee. The full report was attached to the agenda and shown on screen.

Mr. Rakheja moved that

7. Finance Committee recommends to the Board of Directors ("BOD") a proposed dues increase in Society Year 2026-2027 to \$297 for Full Members and proportionately all other membership dues grades that are calculated based on a percentage of Full Member dues. Refer to ATTACHMENT B which outlines the recommended Society Year 2026-2027 dues by membership grade.

Mr. Rakheja reported that while computing the full member dues for SY 2026-27, the Finance Committee calculated the increase since SY 2024-25 for a 24-month period as the dues were not increased in SY 2025-2026. The Finance Committee also looked at an early draft budget of SY 2026-2027 to assess the need for an increase in membership dues to ensure a balanced budget for SY 2026-2027. The three methods (formula, CPI, and draft budget) provided upper and lower bounds (\$45 and \$15) within which discretion can be used to determine an agreeable dues increase amount. The Finance Committee felt the increase should be kept at the lower bound for the net fiscal year in view of the current good financial standing of the Society.

He reported that next SY would be the first time that Society saw a benefit of the Future Fund. Finance Committee is anticipating that earnings from the Future Fund would offset dues by \$3 creating a net increase of \$12. If approved, the new amount for full dues paying members would be \$297.

There was discussion of the motion. A summary of that discussion is below:

Exciting to see that the Future Fund is doing what we hoped it would. Do we have an understanding of when dues increases will be fully offset by the Future Fund? Supported not increasing dues last time but feel it would help if the recommendation is approved that we advise that the Future Fund is offsetting that increase. Do we have any idea of what that will look like long term?

Mr. Rakheja responded that it would take some time for the Future Fund to get to that point. The fund will grow rapidly once endowments are received; hope to see that in the future but cannot put a date on that at this time.

Spoke against the dues increase. Before we start asking members to pay more money, suggest taking a hard look at Society's current structure for inefficiencies and look for opportunities to modernize. Suggested that raising dues in the same year that an international BOD meeting is held was not good optics. Suggested that the MMAH recommendations be given time to have an impact before dues are increased. Suggested that the BOD look at Society's current structure and find creative ways to increase revenue.

It was stated that dues were not raised in the current SY and the BOD did not have the fiscal discipline to balance the budget. Expressed that the BOD has a fiscal responsibility to balance the budget every year. Suggested that if dues were not increased, the BOD would need to have discipline as it related to spending.

Spoke in favor of the motion. Suggested that Society review its dues structure. Have been keeping statistics since serving on the MP Committee over a decade ago and every time there is a dues increase there is a drop in the number of members. Suggested that the increase was higher than the cost of living. Suggested that Society's overall budget should be reduced as the same number of members weren't being serviced; can't have the same machine ten years later but serve fewer members. Suggested that an ad hoc be formed to review society's structure and consolidate committees.

Mr. Rakheja reported that the Finance Committee was looking at ways to reduce waste and lower expenses.

Suggested that streamlining should be a continuous process and not one that is done every once in a while.

Spoke against the motion. Suggested that increasing membership fees would cause members to not renew their membership. Stated that the increase is more than a week's salary in some places. Suggested that an international exhibition be organized alongside the 2026 fall BOD meeting to generate additional revenue.

Additional information on the \$3 offset from the Future Fund was requested. Mr. Wright (Craig) reported that the \$3 was an estimate. He reported that the Future Fund just started to earn income in February 2025. The Finance Committee is working from estimates until the budget is finetuned over the next few months.

He reported that the \$3 estimate provided was a good figure. In about five months, we will know what the income generated from the Future Fund will be. This is the first year the fund earned income so we will have a better idea of income generated moving forward.

Spoke against the motion. Suggested that RAL would suffer the most if the motion were to pass. At each RAL CRC there are chapters requesting that fees be reduced. RAL is facing serious competition from other organizations in the region. Suggested that member dues be frozen for five years and if there is an increase tap into the Future Fund or General Reserves to offset the increase.

Spoke in favor of the motion. Expressed that it was disheartening to see membership numbers decrease.

Spoke against the motion. Not in favor of increasing membership dues if there are no plans to address savings. Suggested that the BOD needed to take action and develop a savings plan.

Stated that dues look backwards at costs that were incurred in the previous year and in the spring the budget is reviewed to ensure it balances. Suggested that the BOD had a duty to balance the budget every year.

Spoke against the motion. The proposed increase in the fee goes against the justification. Suggested that the membership fee is a barrier to membership recruitment.

Mr. Wright (Buzz) moved and Mr. Peach seconded that

8. MOTION 7 be amended as shown below:

Finance Committee recommends to the Board of Directors ("BOD") a proposed dues increase in Society Year 2026-2027 to ~~\$297~~ \$290 for Full Members and proportionately all other membership dues grades that are calculated based on a percentage of Full Member dues. Refer to ATTACHMENT B which outlines the recommended Society Year 2026-2027 dues by membership grade.

There was discussion of the proposed amendment. A summary of that discussion is below:

Reported that the MMAH recommendations would not go into effect until July 1, 2027; the model will benefit a lot of members outside of North America. There will be a deficit associated with the new model in the first one to two years. Not increasing the dues this year could increase the deficit further down the road.

If approved, the Finance Committee would need to make up the additional \$7 from other means. Suggested that the dollar amount pulled from the Future Fund be increased to \$10.

Suggested that spending could be reduced in other areas.

Spoke in favor of the amendment. Suggested that there was a level of protection around the Future Fund that should be applied to dues.

MOTION 8 PASSED (20:10:0, CNV).

Discussion of amended MOTION 7 resumed. A summary of that discussion is below:

Suggested that it did not make sense to allow the Future Fund and General Reserves to just grow and grow.

It was reported that the Future Fund was an endowment that would, at some point in the future, allow Society to withdraw funds from the earnings of the endowment. The Future Fund provides Development with an opportunity to solicit funds and grow the endowment, much like an endowment at a university. The Future Fund is designed for one-time projects and the General Reserves was meant to be a buffer against hard financial times.

Suggested that a clear upper limit be applied to the Future Fund so it does not continue to grow without being utilized. Expressed concern that Society could lose money overall if members do not renew as a result of this increase.

It was asked and reported that the Future Fund had earned \$80,000 YTD and was currently making around \$10,000 each month, not including market appreciation. Future Fund income includes dividends and fixed income.

It was asked and reported that there was up to \$140,000 available in the Future Fund.

AMENDED MOTION 7 PASSED (24:6:0, CNV).

Mr. Rakheja thanked Mr. Sekhar and the Finance Planning Subcommittee for their great work.

DISCUSSION OF FALL 2026 BOD MEETING LOCATION

Ms. Maston reported that slides outlining potential locations for the 2026 fall BOD meeting were attached to the agenda. She reported that Mr. Craddock compiled a spreadsheet that provided general cost estimates, with flights, for each of the five proposed locations.

DRCs from each of the proposed locations spoke briefly about the benefits of hosting the BOD meeting in their region.

Ms. Eftekhari suggested that DRCs should have been asked for an estimated total cost to be included as part of their proposal. She reported that Timisoara, Romania was selected as the Region XIV CRC location prior to these proposals being solicited. She expressed that Romania was a beautiful country with great history.

Mr. Dharkar reported that travel costs for New Delhi, India may be higher, but the Region was confident that there would be extraordinary financial support from local industry. He reported that New Delhi was easy to access from anywhere in the world.

Mr. Anbari reported that the registration fee for the event in Cairo, Egypt would include hotel costs as well. Additionally, the Region would secure sponsors to help offset the cost to Society. He stated that Cairo was the center for African members and offered the BOD an opportunity to see expansion in Africa firsthand. There would also be ample opportunity for the BOD to interact with industry leaders and government officials.

Mr. Alphonso reported that Brasilia, Brazil would provide the BOD its first opportunity to travel to South America. Suggested that a BOD meeting in Brasilia would enhance the mission and vision of the Society. He reported that the trip would be two to three days long and the BOD would have opportunities to

interact with CONFEA as well as the Brazilian government, including the Ministry of Health and the Ministry of Climate Change.

Mr. Sanders reported that hosting the BOD meeting in Guadalajara, Mexico would afford the BOD the opportunity to align with and participate in AHR Mexico.

Mr. Littleton stated that from a planning standpoint, it was important to know if the BOD intended to cover expenses for significant others as well.

Mr. McQuade asked members to send feedback to Ms. Maston on the five proposed locations as well as the issue of BOD companions attending. He advised that the feedback would be compiled and reviewed by ExCom as part of the decision-making process.

MEMBERSHIP MODEL UPDATES

ONGOING MMAH

Mr. Fulk reported on behalf of the MMAH. The full report was attached to the agenda and shown on screen.

He reported that the recommendations from the MMAH were added to the CRC presentation; comments were submitted and most were very positive. The ad hoc developed additional recommended changes to the membership categories based on member feedback.

He reported that the proposed tier structure had been applied to all categories of membership. A chart was provided that outlined the new proposed structure.

He suggested that no action or vote was necessary at this time but asked if the additional changes were an acceptable path forward. There was no objection from the BOD.

Mr. McQuade reported that Finance Committee ultimately makes the recommendation on dues but that the proposed changes were a good start. He thanked the ad hoc for following up on feedback received from the members.

SOCIETY RULES COMMITTEE REPORT

Mr. Abellon reported on behalf of the committee. The full report was attached to the agenda and shown on screen.

Mr. Abellon moved that

9. The Society Rules Committee recommends to the Board of Directors that changes to the ASHRAE Bylaws be approved as presented in ATTACHMENT C.

Mr. Abellon reported that the BOD approved recommendations presented by the MMAH; since that time, SRC has worked closely with the MMAH and staff to draft the necessary edits to the Bylaws. He reported that edits in red and black were provided by the MMAH and edits in blue were provided by SRC.

He thanked the chair and vice chair of SRC for attending this entire meeting to be present for this discussion. He reported that the recommended edits needed to be approved by the BOD before consideration by the full membership on the spring ballot.

Mr. Abellon was asked about references to items being “set by the BOD;” he reported that verbiage was generally used to allow the BOD flexibility in making adjustments without having to initiate a Bylaws change.

MOTION 9 PASSED (Unanimous Voice Vote, CNV).

Mr. McQuade thanked Mr. Abellon and SRC for their great work.

UPCOMING MEETINGS

Mr. McQuade reviewed dates and times for upcoming BOD meetings. He advised that agenda items not covered at this meeting would be added to the December BOD meeting agenda.

ADJOURNMENT

The meeting adjourned at 11:26 am without objection.

Jeff Littleton

Jeff H. Littleton, Secretary

ATTACHMENTS:

- A. IEQ Hub Strategic Evaluations Ad Hoc Report to ExCom
- B. Proposed SY26-27 Dues Rates by Category
- C. Proposed Changes to Bylaws



**IEQ Hub Strategic
Evaluations Ad Hoc
Report to
Board ExCom
November 10, 2025**

Charge to the IEQ Hub Strategic Evaluations Ad Hoc

The Hub will determine if there is a need for an IEQ Board Subcommittee.

- Define the “why”
 - The unique ability of ASHRAE to bring all facets of IEQ together
 - The need to be elevated to be seen as equivalent to CEBD
- Define the “what”
 - ASHRAE’s strategic direction for IEQ
 - Advance the health of building occupants providing resources
 - Collaborate with the CEBD
- Define the “how”
 - Organizational structure
 - Interaction within ASHRAE and outside of ASHRAE to raise stature
 - Strategic coordination with the CEBD.



Does ASHRAE need a new Standing Committee?

“I’m not interested in preserving the status quo; I want to overthrow it.”

-Niccolo Machiavelli



Why Is This Important?

- ❖ Humans spend 90% of lives indoors!.
- ❖ Aging populations, climate stressors and rising healthcare costs make good accessible IEQ guidance urgent!
- ❖ We've been a leader since the 1890s setting minimum ventilation rates.



We need to maintain a leadership position!



Why do we need a new Standing Committee?

- Current structure isn't working.
- IEQ is at the heart of ASHRAE's vision and is reaffirmed in the 2025-2028 Strategic Plan.
- IEQ needs the same level of priority as decarbonization and energy objectives.
- ASHRAE is uniquely qualified with deep technical expertise and global community.



Industry Is Asking For A Leader!



How did we reach our recommendation?

The following were reviewed and considered:

- Current ASHRAE structure
- How IEQ responsibilities are distributed
- Absence of Single Body setting strategic priorities
- Visibility and authority of IEQ
- Drive for internal alignment and external impact
- ASHRAE's expertise (energy and IAQ)



EHC Responsibilities Moving Forward

- Develop trends and gaps report
- Develop policy documents (as needed and suggested by IEQ CE)
- Develop position documents
- Manage ASHRAE Journal IAQ Column
- Maintain Handbook Chapter on Environmental Health
- Propose conference programs
- Lead IEQ Conference programming and planning (with CEC)
- Update website content
- Administer EHC Award
- Communicate policy briefs
- Review RTARs
- Interface 241 and assigned Position Documents

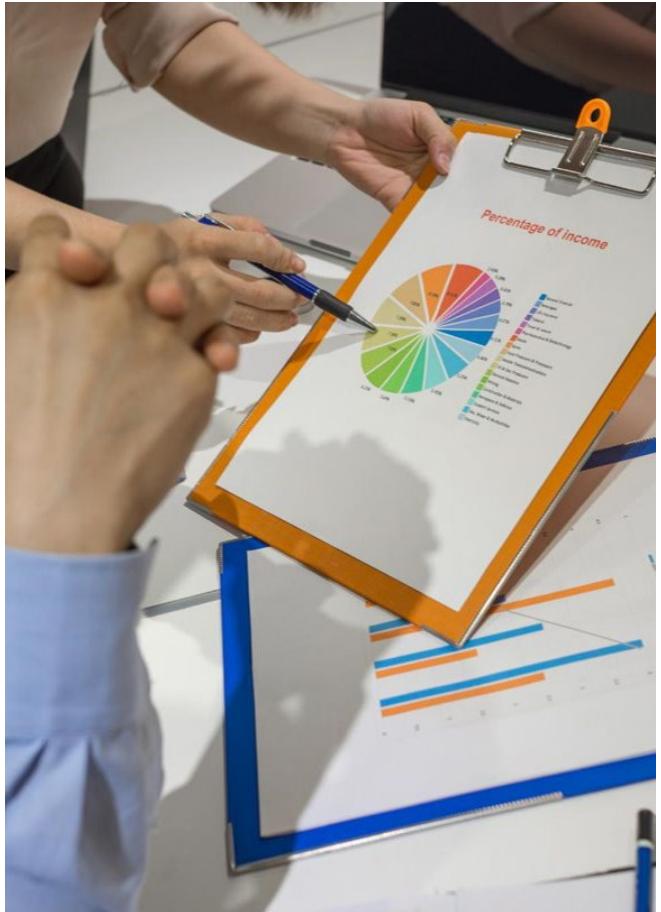


Responsibilities Moved to IEQ Center of Excellence

1. Develop roadmap and strategic plan.
2. Recommend new activities (product development, future challenges).
3. Recommend IEQ policy documents
4. Prioritize IEQ research topics
5. Expedite education resources and review courses
6. Oversee harmonization of IEQ across Society
7. Coordinate with External Organization
8. Work with the CEBD



Impact on Other Functional Groups



- Functional Groups will be influenced only by strategic guidance from the IEQ CE without changes to their titles or responsibilities.
- Unlike EHC, other groups have no detailed responsibility changes; transition mainly affects EHC and IEQ CE.



IEQ Center of Excellence

Structure, Primary Responsibilities, Project Priorities and
Success Indicators

Organizational Structure

The structure will mirror the CEBD structure and report to Board ExCom.

Voting Members:

- Chair and Vice Chair.
- Two voting members outside of the US and Canada.
- Two voting representatives from major stake holder organizations or a public health officials with IEQ expertise outside of ASHRAE's core scope.
- A past Chair of the Environmental Health Committee.
- A current member of the Environmental Health Committee.

Liaisons:

- One from each Council
- One from CEBD
- Additional outside organizations



Primary Responsibilities



Strategy. Provide strategic direction for ASHRAE IEQ activities. Develop and prioritize strategic initiatives that accelerate and advance IEQ on a global basis.



Thought Leadership. Monitor emerging issues and trends to ensure that ASHRAE remains relevant and the forefront leader in IEQ.



Collaboration. Coordinate joint initiatives, events, and projects with organizations whose work is complementary to ASHRAE's IEQ activities to accelerate and advance building IEQ.



Public Policy, Advocacy and Outreach. Work with Government Affairs and outside organizations to provide reliable technical information on IEQ to policymakers, media, and the public. Develop policy and outreach programs to address major IEQ issues through initiatives and programs being proactive and not reactive.



Project Priorities

- ❖ Develop an IEQ Roadmap – Society level that frames IEQ priorities, milestones and advocacy messaging.
- ❖ Expedite the development of a health-based IEQ Standard.
- ❖ Harmonize IEQ across the Society.
- ❖ Align IEQ CE and CEBD.
- ❖ Facilitate and expedite (develop) education Resources.
- ❖ Assisting and coordination of IEQ Activities



Year-1 Success Indicators



- ✓ Expedited IEQ Standard
- ✓ IEQ Roadmap with one-pager
- ✓ Harmonization guidance adopted
- ✓ IEQ Level I Course launched; Level II in development.

Motion and Fiscal Impact

That the Executive Committee requests that the Board of Directors approve the formation of a new standing committee called the Indoor Environmental Quality Center of Excellence (IEQ CE) beginning February 1, 2026.

Fiscal Impact: \$232,00 to \$272,000 between SY 25-26, SY 26-27 and SY 27-28 using the General Reserves Fund or Futures Fund.

Staff Impact: Approximately 600 hours between February 2026 and July 2028 using existing staff team.



Fiscal and Staff Impact Per Society Year

FUNDING REQUESTED GENERAL RESERVES

SY 25-26:

Fiscal: \$20,000 to \$90,000

Staff: Approximately 20-30 hours for remaining deliverables.

SY 26-27:

Fiscal: \$91,000

Staff: Approximately 370 hours

SY 27-28:

Fiscal: \$71,000 to \$91,000

Staff: Approximately 270 hours



Questions?



Membership Dues

	FY 2025-26 (Current)	FY 2026-27 (Proposed)	
<u>Full/Associate/Fellow Grade</u>			
Regular	\$ 285	\$ 297	
Developing Economy	\$ 170	\$ 175	60.0% Should be 65% of Regular per Finance Reference Manual
<u>Affiliate Grade</u>			
Regular			
Year 1	\$ 70	\$ 75	25.0% of Full Member Dues
Year 2	\$ 105	\$ 110	37.5% of Full Member Dues
Year 3	\$ 145	\$ 150	50.0% of Full Member Dues
Developing Economy			
Year 1	\$ 45	\$ 45	25.0% of Dev. Eco. Member Dues
Year 2	\$ 65	\$ 65	37.5% of Dev. Eco. Member Dues
Year 3	\$ 85	\$ 90	50.0% of Dev. Eco. Member Dues
<u>Student Grade</u>			
Regular	\$ 30	\$ 30	10.0% of Full Member Dues
Developing Economy	\$ 15	\$ 15	50.0% of Student Member Dues
<u>Student Transfer Program (SmartStart)</u>			
Regular			
Year 1	\$ 30	\$ 30	100.0% of Student Member Dues
Year 2	\$ 105	\$ 110	37.5% of Full Member Dues
Year 3	\$ 145	\$ 150	50.0% of Full Member Dues
Developing Economy			
Year 1	\$ 15	\$ 15	100.0% of DE Student Grade Member Dues
Year 2	\$ 65	\$ 65	37.5% of Dev. Eco. Member Dues
Year 3	\$ 85	\$ 85	50.0% of Dev. Eco. Member Dues
<u>Retired</u>			
Regular	\$ 45	\$ 45	15.0% of Full Member Dues
Developing Economy	\$ 25	\$ 25	50.0% of Retired Member Dues
Life	\$ -	\$ -	-

**Rounded up/down to closest 0 or 5

Compiled Bylaws Changes

(comprehensive list) as of October 22, 2025

In attachment B, edits made as a direct result of changes approved by the BOD and provided by the MMAH are in **red** and **deletions in black**. Additional edits & deletions proposed by SRC are in **blue**.

ATTACHMENT C

BOD OPEN SESSION MINUTES

2025 NOVEMBER 11

Change in Document	Background
<p>A. All member grades that reference benefits shall note the following sentence for consistency: <u>The member shall receive benefits as set forth by the Board of Directors.</u></p> <ul style="list-style-type: none"> • <u>Section 2.5</u> • <u>Section 2.5.1 (if approved) – New section</u> • <u>Section 2.6</u> • <u>Section 2.8</u> • <u>Section 2.9</u> 	<p>A. This statement is provided to allow the BOD flexibility in the ability to make changes to the ROB, rather than changing the Bylaws. This maintains the Bylaws as the high-level governance document, with details, such as the number of service points, names of awards, etc. moved into the ROB, which only require BOD approval for changes.</p>
<p>B. Any references to gender specific language be changed to appropriate non-gender confirming verbiage.</p> <ul style="list-style-type: none"> • <u>Section 5.4</u> • <u>Section 2.12</u> 	<p>B. Where possible, SRC has been recommending for several years now, the change from gender specific language to non-gender.</p>
<p>C. Remove references of the word “ASHRAE” preceding “Board of Directors”</p>	<p>C. Removal of “ASHRAE” preceding “Board of Directors” recommended in order to be consistent with the wording currently stated elsewhere in the Bylaws, and as currently stated in Article IV “Board of Directors”.</p>
<p>D. Update all sections concerning new member grades with the sentence below: <u>This membership grade becomes effective July 1, 2027.</u></p> <p>Would affect the following:</p> <ul style="list-style-type: none"> • <u>Life Service Member</u> • <u>Tenured Professional</u> • <u>Young Professionals</u> 	<p>D. If the new Bylaws become effective prior to July 1, 2027, then this statement is needed, as it will take time (up to a year) for preparing internal documents & processes for the new membership guidelines when they “go live” effective July 1, 2027.</p>
<p>E. Section 2.1 be revised as follows:</p> <p>Section 2.1 Grades of Membership. These shall be designated as follows: (A) Honorary Member, (B) Presidential Member, (C) Fellow, (D) Life <u>Service</u> Member, (E) <u>Life Member</u> <u>Life Associate Member</u>, (F) <u>Tenured Professional</u>, (G) <u>Full Member</u>, (H) <u>Associate Member</u> <u>Young Professional</u>, (I) <u>Affiliate Member</u>, <u>Student Branch Advisor</u> and (J) <u>Student Member</u>.</p>	<p>E. Updated for consistency. See L.</p>
<p>F. Section 2.4 Fellow be revised as follows:</p> <p><u>...has been in good standing as a Full Member for at least ten (10) years is eligible for election to the honorific grade of Fellow by Members Council...and meets the requirements as defined by the Board of Directors</u> is eligible for election to the <u>honorific</u> grade of Fellow by <u>Members Council</u>.</p>	<p>F. Removal of number of years for Fellow requirement recommended for flexibility.</p>
<p>G. Section 2.5 Life Service Member be changed as noted below:</p> <p>Section 2.5 Life <u>Service</u> Member. A <u>Member</u> who has been a Full Member in good standing for an accumulative total of thirty (30) years, and who has attained the age of sixty-five (65) years and <u>has accumulated a qualifying service point total designated by the Board of Directors</u>, <u>has received the Distinguished Service Award or earned a number of qualifying service points as set by the Board of Directors</u>. The member shall retain all the rights and privileges of the most recent membership grade. <u>The member shall receive benefits as set forth by the Board of Directors. This membership grade becomes effective July 1, 2027.</u></p>	<p>G. See A above regarding moving references to DSA and 15 service points to the ROB for Life Service Member.</p>

Compiled Bylaws Changes

(comprehensive list) as of October 21, 2025

H. New section 2.5.1 as noted below be added: <u>Section 2.5.1 Life Member. A member who has been a Full Member in good standing for an accumulative total of thirty (30) years and who has attained the age of sixty-five (65) years. This membership grade shall close as of June 30, 2027. Those Life Members as of June 30, 2027 shall retain their Life Member grade unless they choose to consider and qualify as a Life Service Member. The member shall receive benefits as set forth by the Board of Directors.</u>	H. The “grandfathered” grade of Life Member is retained to correctly classify those Life Members prior to July 1, 2027 who were not required to meet any service requirement in order to become a Life Member. “Grandfathered” Life Members shall have the option of upgrading their membership to Life Service Member by meeting the service requirement.
I. Section 2.6 Tenured Professional be revised as follows: Tenured Professional <u>Member</u>	I. The word “Member” is added for consistency in the naming of the various grades of membership. The reason is consistency - “shall” is used many times elsewhere in the Bylaws.
J. Section 2.7 Full Member be revised as follows: <u>...Rights and privileges of Full Members will shall be directed by the Board of Directors.</u>	J “shall” is used many times elsewhere in the Bylaws.
K. Section 2.9. Student Branch Advisor be revised as follows: <u>Section 2.9 Student Branch Advisor. The faculty or ASHRAE member affiliated with an ASHRAE Student Branch, who aids, assists and mentors the Student members managing the ASHRAE Student Branch. The member will shall receive benefits as set forth by the ASHRAE Board of Directors.</u>	K. “faculty or” removed, as it is redundant. “shall” is used many times elsewhere in the Bylaws.
L. Section 2.10 Student be revised as follows: Student <u>Member</u>	L. The word “Member” is added for consistency in the naming of the various grades of membership.
M. Section 2.18 Fees and Annual Dues be revised as follows: Presidential Members, Life <u>Service</u> Members, <u>Life Members</u> , and <u>Life Associate Members</u> <u>Honorary Members</u> shall not be required to pay annual dues	M. Updated for consistency if H approved.
N. Section 2.19 Non-Payment of Dues be revised as follows: <u>Section 2.19 Non-Payment of Dues. Dues Payment. If any dues paying Fellow, Full Member, Tenured Professional, Student Branch Advisor, Student, or Young Professional member fails to pay the current dues by one month after the due date, the member shall be classified as unpaid and, if a voting member, shall lose the member's right to vote. If such dues are not paid by three months after the due date, membership in the Society shall cease, and the member will be notified by Society staff.</u>	N. “Classified” is a more appropriate word in this instance. Practice should be to notify the former member; however, this doesn’t have to be noted in the Bylaws. List of member grades in this section were removed for both simplification and to be consistent with “Section 2.18 Fees and Annual Dues”
O. Section 4.2 Election <u>Section 4.2 Election.</u> Except as set forth in Section 4.3 and Article V, all elected members of the Board shall be elected at the annual meetings of the Society for terms of three years, or until their successors have been elected and installed. Not less than one nor more than four members of the Board shall be from any one region at the time of nomination. If the membership of the Board of Directors is changed, the Board of Directors may, at the time of such change, vary initial terms of office in order to have a uniform number of directors elected each year. Only Fellows, Life Members, <u>Life Service Members</u> , and Full Members shall be eligible for election as voting members of the Board of Directors.	O. Updated for consistency



MINUTES

BOARD OF DIRECTORS MEETING

Monday, December 15, 2025

Note: These draft minutes have not been approved and are not the official record until approved by the Board of Directors.

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Monday, December 15, 2025

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MINUTES
BOARD OF DIRECTORS MEETING
Monday, December 15, 2025

MEMBERS PRESENT:

Bill McQuade, President
Sarah Maston, President-Elect
Ashish Rakheja, Treasurer
Devin Abellon, Vice President
Ken Fulk, Vice President
Trent Hunt, Vice President
Andres Sepulveda, Vice President
Jeff Littleton, Secretary
Charles Bertuch, Region I DRC
Genevieve Lussier, Region II DRC
Sherry Abbott-Adkins, Region III DRC
Heather Platt Guldedge, Region IV DRC
Julia Timberman, Region V DRC
Maggie Moninski, Region VI DRC
Scott Peach, Region VII DRC
Joe Sanders, Region VIII DRC

Jonathan Smith, Region IX DRC
Buzz Wright, Region X DRC
Rob Craddock, Region XI DRC
Jason Alphonso, Region XII DRC
Ching Loon Ong, Region XIII DRC
Mahroo Eftekhari, Region XIV DRC
Pankaj Dharkar, Region XV DRC
Bassel Anbari, RAL DRC
Carrie Brown, DAL
Doug Cochrane, DAL
Steve Kujak, DAL
Daniel Nall, DAL
Pat Marks, DAL
Mike Pouchak, DAL
Heather Schopplein, DAL
David Yashar, DAL

GUESTS PRESENT:

Billy Austin
Chandra Sekhar
Dunstan Macauley
Lan Chi
Lukasz Semla

STAFF PRESENT:

Candace Denton, Sr. Manager - Board Services
Chandrias Jolly, Manager - Board Services
Vanita Gupta, Director – Marketing
Lizzy Seymour – Director – Member Services
Mark Owen, Director - Publications & Education
Kirstin Pilot, Director - Development
Stephanie Reiniche, Director - Technology
Alice Yates, Director - Government Affairs
Craig Wright, Director of Finance

CALL TO ORDER

The meeting was called to order at 8:00 am.

VALUE STATEMENT

Mr. McQuade read the value statement and advised that the full code of ethics, core values and diversity statements were available online.

ROLL CALL/INTRODUCTIONS

Roll call was conducted; members, guests, and staff were in attendance as noted above.

REVIEW OF MEETING AGENDA

Mr. McQuade reviewed the meeting agenda. There were no changes or additions.

STRATEGIC PLANNING SESSION

Mr. Macauley led the strategic planning session. The presentation was shown on screen and is included in ATTACHMENT A.

Mr. Macauley reported that, as approved by the BOD, the Planning Committee was charged with conducting a strategic planning session with the BOD once a year. He reported that as this was the first year of the new strategic plan, the goal of the planning session was to evaluate and provide feedback on the strategic plan process.

He provided a high-level overview of the new strategic plan. Slides were shown on screen and are included in ATTACHMENT A.

He reported that the Planning Committee was intending to recommend to the BOD that Society move back to a five-year cycle.

Mr. Sekhar reported on behalf of the Planning Committee Innovation Subcommittee.

The floor was opened for discussion. A summary of the discussion is below:

Suggested that a three-year plan was more nimble. Expressed that the recommendation to go back to a five-year plan seemed to be motivated by the inability to develop a three-year plan in time. To what extent does the strategic plan drive the work of the Society and MBOs of the councils and committees? See the pushes and pulls of both and suggest that a five-year plan would also be OK.

Expressed agreement. Suggested that the councils be involved in long-range visioning as well as given guidance developing their operational plans (MBOs) that truly drive the operation of Society and support the strategic plan. Spoke in favor of a five-year plan and expressed that one-year Presidential terms can lead to "near sighted" planning. What does ASHRAE look like at the end of the society plan based on the strategic plan's initiatives? Suggested that a five-year plan would allow for more thought of where Society should go and how it should get there.

Suggested that streamlining be an ongoing responsibility and not a one-time initiative.

Spoke in favor of a five-year plan. Suggested that viewing the strategic plan as a living document would give leadership flexibility. Expressed that the number of people that need to be engaged in strategic planning takes time and that should not be cut short as getting feedback was one of the greatest benefits of the strategic planning process. Suggested that standing committees also be involved in the strategic planning process. Suggested that the failure of the strategic plan to drive the actions of Society was a failure of Society leadership to not include those implementing the work of the plan in the strategic planning process.

Suggested that the question in the online MBO form regarding alignment with the strategic plan be edited for greater clarity. Suggested that an annual review of the strategic plan would exhaust resources.

Mr. Macauley reported that if the recommendation to revert to a five-year plan was accepted, the intent of the Planning Committee was that a mid-term review be conducted at three years. He reported that the PLC intends to view the strategic plan as a living document that will also be reviewed annually.

Suggested that the efficacy of the strategic planning process be reviewed before a new cycle begins. He expressed that Society should be agile. Stated that the strategic planning process has only looked internally and suggested that the process should include industry and global perspectives before a new planning cycle begins. Suggested that Society develop a 10-year, five-year, and three-year plan and that the plans be reviewed every three years.

Expressed that Society did not effectively engage in strategic planning. Suggested that Society develop a twenty-year plan to truly focus on long-term planning and then develop ten-, five-, and three-year benchmarks for evaluating the strategic plan. Expressed that a three-year plan would lead to short-sightedness and would do Society a disservice.

Suggested that there be more regular reporting from ExCom to the BOD on strategic plan objectives, initiatives, and KPIs to create a more effective feedback loop.

Mr. Macauley reported that PLC and staff plan to review the current survey and KPIs.

Spoke in favor of a five-year plan that was developed to allow for pivots.

Mr. Macauley thanked the BOD for their input and advised that there would be opportunity for additional conversations with the BOD in Las Vegas. He gave the floor to Mr. Austin.

Mr. Austin reported on behalf of the Planning Committee Vision 2035 Subcommittee. He reviewed the subcommittee's visionary elements, intended impact, and intended audience. The presentation was shown on screen and is included in ATTACHMENT A. He reported that it is about the mid-way point for Vision 2035 and the subcommittee aims to provide guidance for continuity across strategic plans, into 2035, and beyond.

He reported that the goal is to provide a final subcommittee report in Austin or just ahead of Austin. He reported that comments and feedback from the BOD were welcome and he encouraged additional feedback offline.

Mr. McQuade advised that as BOD members lead councils and advise the members that lead standing committees, they should communicate that MBOs are best set by the Winter Conference because budgeting happens in the spring.

EXECUTIVE SESSION

Executive session was called at 9:00 am.

Open session reconvened at 10:41 am.

EXCOM REPORT TO THE BOD

Mr. McQuade reported on behalf of ExCom. The full report was shown on screen and is included in ATTACHMENT B.

He briefly reviewed information items from the report.

DEI SUBCOMMITTEE REPORT

Mr. Smith reported on behalf of the subcommittee. The full report was shown on screen and was attached to the agenda.

He reported that the subcommittee would be assisting with drafting the MOP and charge of the new DEI standing committee; the hired DEI consultant will also assist with the transition.

He reported that the subcommittee will be hosting a forum in Las Vegas and he encouraged all BOD members to attend if time allows.

Mr. Smith reported that all members of the subcommittee were excited about the transition of DEI to a standing committee and agreed that it was the right direction for Society.

Mr. McQuade thanked Mr. Smith for the report and for his guidance to keep the momentum of DEI moving forward.

FUTURE OF ASHRAE CONFERENCES AD HOC REPORT

Mr. Abellon reported on behalf of the ad hoc. The full report was shown on screen and was attached to the agenda.

He reported that the FOAC was created to look at how conferences are managed with an emphasis on the Annual Conference. The ad hoc membership was split into three working groups to focus on three different phases. He reported that the group completed the discovery phase which included reviewing all previous recommendations and work to date related to the Annual Conference, gaining an understanding of the different stakeholders, and how changes would impact stakeholders.

He reported that the FOAC was now in the development phase which includes breaking down proposed scenarios of changes to the Annual Conference. The group recognizes the importance of the Annual Conference as it marks the end and beginning of Society Years. The Annual Conference provides networking opportunities and opportunities for TCs to present programs. The Annual Conference also presents significant challenges related to fiscal impact and the required time commitment.

Mr. Abellon reported that the final phase of the FOAC would be the decision phase where the group will fine tune recommendations and determine what the final recommendations will be. He reported that an interim report would be provided in Las Vegas, with a final report to be submitted in Austin.

Mr. McQuade thanked Mr. Abellon and the ad hoc for the report and great work.

UPCOMING MEETINGS

Mr. McQuade reviewed meetings dates and times for the 2026 Winter Conference in Las Vegas.

ADJOURNMENT

Mr. McQuade thanked members of the BOD for their attendance and participation. The meeting adjourned at 10:52 am without objection.

Jeff Littleton

Jeff H. Littleton, Secretary

ATTACHMENTS:

- A. Strategic Planning Session Presentation
- B. ExCom Report to the BOD – December 12, 2025



ATTACHMENT A

BOD OPEN SESSION MINUTES 2025 DECEMBER 15

ASHRAE Future Strategic Planning Process

ASHRAE Board of Directors Presentation

December 15, 2025

Strategic Goals

1

Position ASHRAE as the **global leader** in advanced solutions to improve indoor environmental quality (IEQ) and address climate change.

2

Pursue **impact-focused engagement** by targeting stakeholders to support a strong workforce and maximize utilization, adherence, and trust of ASHRAE's global expert resources.

3

Increase the **accessibility** of ASHRAE content, resources, and member opportunities.

OBJECTIVES

- a. Lead the development of widely adopted standards to support indoor environmental quality, decarbonization, and resilience.
- b. Develop alliances and diverse working groups that position ASHRAE to lead and collaborate globally in identifying challenges, defining solutions, and developing approaches to address them.
- c. Develop resources based on member needs and industry trends.

- a. Tailor and target engagement and resources to ASHRAE members and defined key stakeholders.
- b. Provide guidance to targeted stakeholders on impactful ways to maximize the positive downstream effect of their engagement on the built environment.
- c. Empower professionals in their journey to maximize industry impact in support of ASHRAE's mission and vision.
- d. Pursue partnerships to amplify the impact of ASHRAE's mission and support the HVAC&R and built environment workforce.

- a. Identify and address structural, content, and financial barriers to access.
- b. Align communication and delivery methods and formats to enhance accessibility and effectiveness of content, resources, and volunteer opportunities.
- c. Strengthen communication channels with and through chapters and regions to empower contribution to the Society as thought partners in adapting resources to local context and needs.

Strategic Initiatives



Healthy, Sustainable and Resilient Communities

Providing a healthy, productive and resilient indoor environment, while minimizing greenhouse gas emissions, is critical to today's built environment. Further, global stakeholders' leveraging of ASHRAE's standards and technical resources presents an opportunity for ASHRAE to solidify global leadership in supporting healthy, sustainable and resilient communities. ASHRAE prioritizes timely identification of industry trends, expedient content development, and forges key partnerships to advocate and collaborate with industry.



Empowered Workforce

The development of a skilled, competent, and solutions-oriented workforce is critical to addressing the challenges facing the built environment and the HVAC&R industry, today and in the future. ASHRAE continues to provide educational and professional development resources. Our members and industry partners need these tools to implement key initiatives such as decarbonization, resiliency, and indoor environmental quality goals and policies. ASHRAE, with the support of our chapters and regions, partners with key industry stakeholders in tackling the unique workforce challenges facing the industry globally.

Strategic Initiatives



Organizational Agility

ASHRAE's ability to serve communities, the industry, the current and future workforce, and provide value to its volunteer members, is dependent on forward-looking products, services, and solutions. ASHRAE will use emerging technologies to support the development of resources and knowledge flow between ASHRAE's chapters, regions, technical bodies, and the industry, harnessing organizational and operational efficiencies.



Emerging Technologies

In today's rapidly evolving landscape, emerging technologies are revolutionizing the built environment and HVAC&R industry, expanding numerous career opportunities. By combining technological advancements such as AI with human creativity, both seasoned professionals and new talent can collaborate to drive industry-wide progress. Advanced automation and AI-enabled systems propel energy efficiency and smart buildings, enhance comfort and IEQ, improve operations and maintenance, and deliver holistic and sustainable solutions for industry professionals. ASHRAE engages in a thoughtful process to evaluate and prioritize opportunities to leverage new technologies.

Key Initiatives from Previous Strategic Plans



ASHRAE's Role in the Global Community

ASHRAE will be a world-class provider of education and certification programs

ASHRAE will position itself as a premier provider of HVAC&R expertise

ASHRAE will lead the advancement of sustainable building design and operations

Provide a comprehensive education program that enhances opportunity for professional growth

ASHRAE shall engage in research on emerging technologies and unique applications of existing technologies

ASHRAE shall evaluate and restructure, as necessary, the technical committee organization to respond to current and emerging technologies

Strategic Plan Timeline

THREE YEAR STRATEGIC PLAN TASKLIST		DATE
<i>Current Strategic Plan Start Date</i>		Jul-25
<i>New Strategic Plan Start Date</i>		Jul-28
Strategic Plan Soft Roll Out		Jan-28
Strategic Plan Approval		Dec-27
Draft Plan Presented to the BOD		Nov-27
Draft Plan Approved by PLC		Oct-27
1st Draft Presented to BOD & PLC (ASHRAE Annual Conference)		Jun-27
Second Strategic Plan KPI Report		Jul-27
BOD Strategic Planning Retreat (In-Person)		Mar-27
Consultant On-Boarding		Jan-27
Consultant Interview		Nov-26
Proposals Due		Oct-26
RFP Issued		Sep-26
First Strategic Plan KPI Report		Jul-26



Can We Accomplish a 6-Month Planning Cycle?

THREE YEAR STRATEGIC PLAN TASKLIST		DATE
Current Strategic Plan Start Date		Jul-25
New Strategic Plan Start Date		Jul-28
Strategic Plan Soft Roll Out		Jan-28
Strategic Plan Approval		Dec-27
Draft Plan Presented to the BOD		Nov-27
Draft Plan Approved by PLC		Oct-27
1st Draft Presented to BOD & PLC (ASHRAE Annual Conference)		Jun-27
Second Strategic Plan KPI Report		Jul-27
BOD Strategic Planning Retreat (In-Person)		Mar-27
Consultant On-Boarding		Jan-27
Consultant Interview		Nov-26
Proposals Due		Oct-26
RFP Issued		Sep-26
First Strategic Plan KPI Report		Jul-26

Strategic Plan Soft Roll Out	Jan-28
Strategic Plan Approval	Dec-27
Draft Plan Presented to the BOD	Nov-27
Draft Plan Approved by PLC	Nov-27
1st Draft presented to BOD	Sep-27
BOD Strategic Planning Retreat (ASHRAE Annual Conference)	Jun-27
Consultant On-Boarding	Apr-27

Strategic Plan Timeline



FIVE YEAR STRATEGIC PLAN TASKLIST		DATE
<i>Current Strategic Plan Start Date</i>		Jul-25
<i>New Strategic Plan Start Date</i>		Jul-30
Strategic Plan Soft Roll Out		Jan-30
Strategic Plan Approval		Dec-29
Draft Plan Presented to the BOD		Nov-29
Draft Plan Approved by PLC		Oct-29
1st Draft Presented to BOD & PLC (ASHRAE Annual Conference)		Jun-29
Fourth Strategic Plan KPI Report		Jul-27
BOD Strategic Planning Retreat (In-Person)		Mar-29
Consultant On-Boarding		Jan-29
Consultant Interview		Nov-28
Proposals Due		Oct-28
RFP Issued		Sep-28
Third Strategic Plan KPI Report		Jun-28
Second Strategic Plan KPI Report		Jul-27
First Strategic Plan KPI Report		Jul-26

Alignment with Existing Frameworks



ASHRAE Mission Statement

ASHRAE Vision Statement

Long Range Visioning Documents

Strategic Plans

Presidential Themes



SP1: 2030-2035

SP2: 2035-2040

SP3: 2040-2045

SP4: 2045-2050

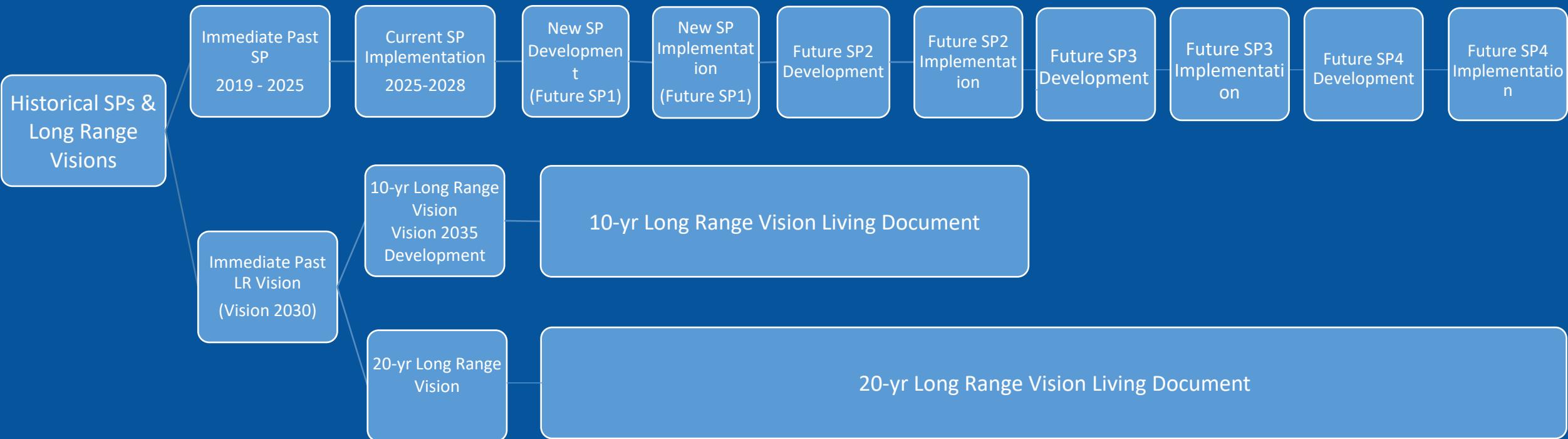
2025

2030

2035

2040

2045



Proposed Recommendation



Extend Strategic Plan cycle to a 5-Year cycle to align with other strategic planning documents



Questions & Comments

VISION 2035 Committee Purpose and Committee Members

Committee Members

Billy Austin – Chair

Ghina Annan

Carrie Brown

Wade Conlan

Chris Gray

Sheila Hayter

Dunstan Macauley

Adeeba Mehboob

Lan Chi Nguyen

Mike Pouchak

Chandra Sekhar

Andres Sepulveda

Eman Sherif

Buzz Wright

Vision 2035 and other long-range vision plan editions serve as time-bound milestones advancing ASHRAE's overall Mission and Vision

Provides guidance for continuity across SPs through 2035. Vision 2035 and SP's should be flexible and feed back into each other as dynamic/living documents.

A new Treasurer under an expiring SP can look to the longer-term Vision 2035.

Visionary Elements

Regenerative Development

ASHRAE will be a driving force in the transformation of the built environment from “less harm” to “net benefit,” advancing systems and spaces that enhance occupant health and contribute positively to climate, communities, and ecosystems. By 2035, the standard of excellence will extend beyond efficiency and resilience to fully embrace living systems thinking and regenerative design.

- Define clear pathways and develop guidance to advance net-positive, regenerative design, commissioning, operation, and maintenance of the built environment.
- Educate and inspire the next generation of building industry professionals, while fostering meaningful cross-sector collaboration.

Visionary Elements

Human-Centered and Equitable Design

ASHRAE will advance building design and operation that prioritizes human well-being while ensuring that high-performance solutions—for occupants, essential processes, data systems, and cold-chain functions—are accessible and affordable worldwide. ASHRAE envisions a built environment where all communities have fair access to clean air, sustainable energy, and safe, comfortable, and well-performing spaces.

- Advance the practical implementation of equitable, high-performance practices across all facility types—from homes and schools to data centers and cold-chain facilities—by supporting affordable retrofits, workforce development, and global capacity building.
- Work with local chapters and partners to engage communities and demonstrate just, resilient design that prioritizes the needs and well-being of building occupants and mission-critical functions.

Visionary Elements

Technology Leadership

ASHRAE will guide the integration of emerging technologies into the built environment—recognizing that these technologies shape the workforce as much as the workforce shapes them—and equip industry professionals to innovate, adapt, and lead.

- Develop AI (data-driven)-powered tools and data platforms that make ASHRAE's collective knowledge more accessible and actionable.
- Strengthen ASHRAE's leadership in emerging and fast-evolving areas—such as indoor environmental quality, regenerative and net-positive design, and technologies yet to be defined—through the development of standards and other resources.
- Anticipate and prepare for transitions, helping the workforce evolve as technology reshapes the industry, and ensuring that workforce expertise and lived experience inform the advancement of new technologies.

Emerging Technologies Elements

AI and Data-Enhanced Design, Commissioning, and Operations: Intelligent Building Lifecycle

AI-aided design and commissioning

Digitally-optimized operations

- Digital Twins for continuous commissioning and optimization (i.e. weather-based response)
- AI Automation in buildings that adapts to buildings as their functions change
- Predictive Analysis and maintenance, enhancing system performance, reliability, and energy efficiency

Calls to Action

- Address use of AI in design, create a code-compliance adoptable position document; create strategic partnerships in AI design/engineering
- Training/Education leadership on proper/ethical use of data and AI with a focus on delivering education in evolving technology formats
- Consider outcome-based (contextualized) standards/guides/codes
- Promote standards and frameworks that integrate digital and AI-enabled commissioning as a core lifecycle practice.

Emerging Technologies Elements

Low carbon and Circular Built Environments

Heat pump technology advancements
and Low-GWP refrigerants

Embodied carbon evaluation metrics
and reduction

Buildings as integrated urban hubs for
energy, water and agriculture

Calls to Action

- Highlight success stories/case studies for tech transfer
- Identify collaborations that leverage our energy/sustainability/resilience expertise to impact the built-environment
- Consider whole life carbon as core lens for future standards, tools and performance framework

Emerging Technologies Elements

Personalized and Resilient Environments

Personalized Environmental Control Systems (PECS)

Enhanced IEQ for all

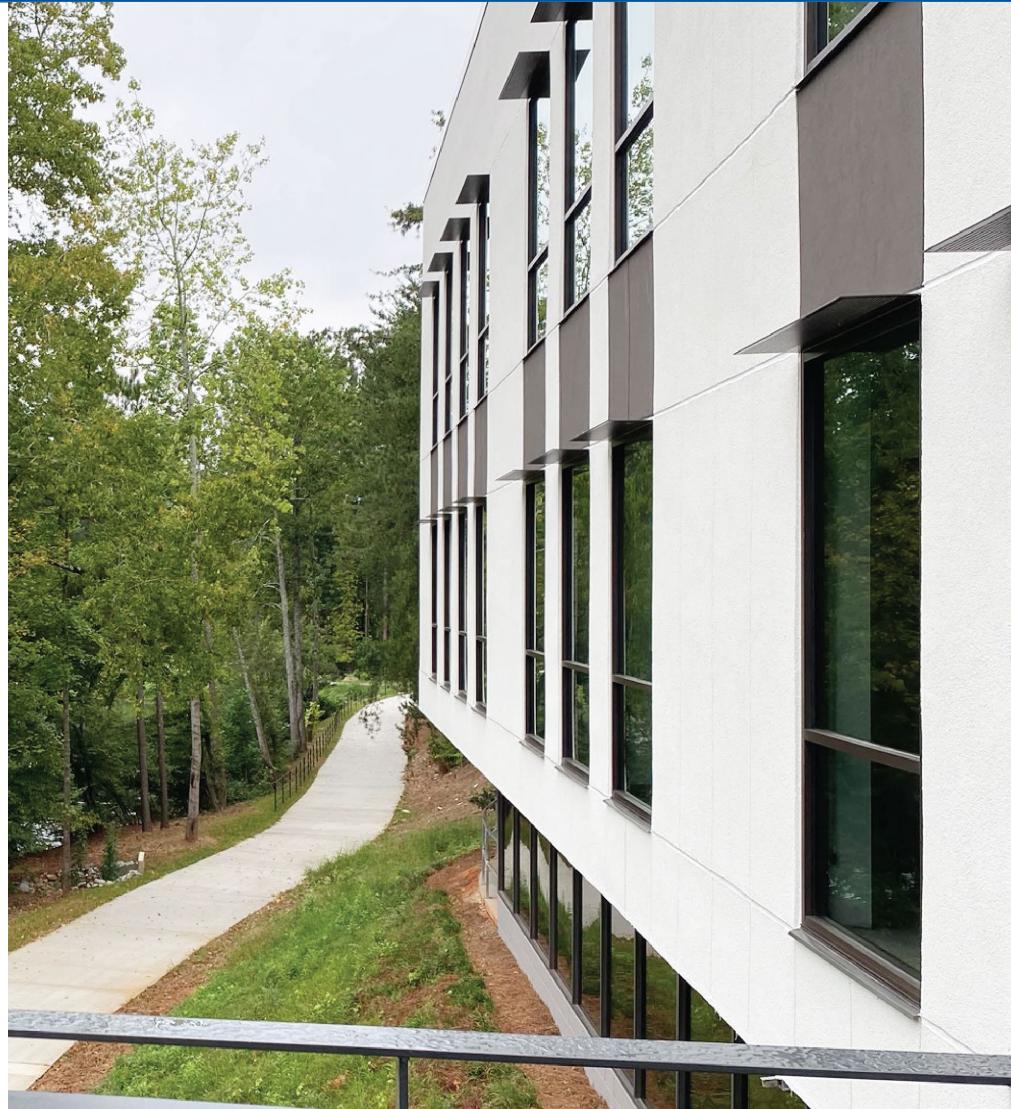
Building Resilience

Data and Cyber Security

Call to Action

- Adapt our standards and guides to contextualized-based design processes that focus on outcomes, adaptable personal comfort-health-wellbeing and personal data security.

Intended Impact



Inspire excitement and purpose around ASHRAE's future

Foster a sense of belonging and contribution to a meaningful goal

Position ASHRAE as a globally trusted, human-centered authority

Encourage participation in shaping and implementing positive change

Serve as a living, adaptable vision that guides future Strategic Plans

Intended Audience

Volunteers deeply engaged in ASHRAE's strategic direction

- Strategic Plan contributors
- TRAC and PEAC committee members

Active and engaged YEA members

Active and engaged ASHRAE volunteers

General ASHRAE membership

HVAC&R industry professionals

General public

QUESTIONS



Courtesy of Otto Steininger

ATTACHMENT B
BOD OPEN SESSION MINUTES 2025 DECEMBER 15

REPORT TO THE BOARD OF DIRECTORS
From the Executive Committee
As of December 12, 2025

Recommendations for Board Approval:

None.

Information Items:

- 1.** The Executive Committee received an update from the PEAC/TRAC Streamlining Ad Hoc. The interim report is included in ATTACHMENT A. Comments and feedback were provided to Ms. Keen during the meeting; additional feedback will be emailed to Ms. Keen in the coming days. Updated recommendations will be shared with ExCom ahead of the Las Vegas meeting with the goal of presenting a draft MOP and ROB in Vegas.
- 2.** ExCom approved the Air Conditioning and Refrigeration European Association (AREA) for membership in AASA. AREA members are national associations established in Europe and composed of refrigeration, air conditioning and heat pump contractors and installers. Currently, AREA represents the interests of 26 national associations from 22 countries, including 19 out of the 27 EU member states, and 13,000 companies employing 110,000 people.

AREA has also expressed interest in entering into an MOU with Society. This possibility will be further discussed at a future meeting.

December 12, 2025

Date

Bill McQuade

Chair

Ad Hoc Committee on the Treasurer Advisory Committee (TRAC) and President-Elect Advisory Committee (PEAC)

Progress Report

Date: November 13, 2026

Members: Julia Keen (Chair), Chris Gray, Mick Schwedler, Bjarne Olesen, Megan Tosh

Staff Contributors: Candace Denton, Kirstin Pilot, Vanita Gupta

Charge

To assess the current structure and function of the Treasurer Advisory Committee (TRAC) and the sequential President-Elect Advisory Committee (PEAC), ensuring that their purpose, structure, and operations are clearly defined, efficient, and strategically support ASHRAE's long-term goals.

The Ad Hoc is tasked with determining whether these committees effectively serve the needs of leadership and the broader organization, and with recommending changes that:

- Improve use of resources (time, personnel, and processes)
- Increase implementation effectiveness
- Enhance alignment with the Society's Strategic Plan

Progress to Date

1. Review of Existing Documentation

- Reviewed current *Rules of the Board (ROB)* and *Manual of Procedures (MOP)* for the President-Elect Advisory Committee (PEAC).
- Determined that the PEAC MOP is significantly outdated and no longer reflects ASHRAE's current structure or operational functions.
- TRAC is not a recognized committee, and therefore, no formal governing documents exist for review.

2. Define Functions

A. Society Theme Development and Alignment

- Determine the Society Theme
- Ensure alignment with ASHRAE's Strategic Plan
- Recommend PAOE points related to the theme and initiatives

B. Presidential Presentation Support

- Assist in development, preparation, and refinement
- Offer global and strategic perspective

D. Coordination with Councils and Committees

- Coordinate theme and initiatives

F. Engagement and Outreach

- Strengthen connections with grassroots and general membership
- Engage with other professional organizations to promote ASHRAE initiatives

3. Analysis of Current Practices

- Generated a comprehensive list of annual activities supporting the Society Theme, distinguishing between staff-initiated efforts and those requiring PEAC input or guidance; Attachment A
- Compiled a summary of annual expenditures associated with these activities; Attachment B

Preliminary Recommendations

Committee Consolidation

Replace TRAC and PEAC with a new committee to provide consistent, structured, and strategic support to Society leadership.

Proposed Name:

- Society Theme Advisory Committee (STAC)

Composition (the same size as PEAC today)

- 9 voting members, including:
 - President-Elect
 - Treasurer
 - Eight (8) members appointed by the Treasurer
- Non-voting members:
 - Executive Vice President
 - One Staff Director

Chair and Vice Chair are selected from the voting members by the Treasurer.

Recommended Qualifications

Chair and Vice Chair:

- ASHRAE Member
- Former Board of Directors experience
- Prior Standing Committee chair experience
- Previous service on PEAC or proposed STAC/PIC

Voting Members:

- One (1) second-year Planning Committee member (during first-year appointment)
- Two (2) members from outside North America
- One (1) member aged 35 or under with ASHRAE leadership experience
- One (1) member who is a current Council Chair or Vice Chair (during first-year appointment)

Additional Preferred Experience:

- Presidential member
- Government Affairs Committee experience
- Grassroots leadership experience
- Subject matter expertise aligned with Society priorities

Terms of Service

Members serve at the pleasure of the Treasurer/President-Elect for a two-year term corresponding to the committee cycle.

Operation and Reporting

The committee shall report to the Executive Committee (ExCom).

Meetings

- Regular virtual meetings held at the discretion of the STAC Chair.
- Up to three (3) in-person meetings per term:
 - Two in conjunction with the Annual and Winter Conferences.
 - One additional meeting scheduled at the discretion of the Chair.
- ASHRAE will support transportation costs for in-person meetings.

Budget

- The committee shall receive:
 - A budget line item to cover meeting expenses.
 - An annual allocation of \$10,000 (rather than today's \$50,000) to support development of initiatives related to the Society Theme beyond regular activities listed in Attachment A.
- Requests for additional financial or staff resources beyond the \$10,000 shall be submitted using the form in Attachment B for consideration and approval by ExCom.

Next Steps

- Confirmation of Executive Committee support prior to proceeding.
- Draft changes to the *Rules of the Board (ROB)*.
- Draft changes to the *Manual of Procedures (MOP)*.
- Present final recommendations to ExCom for consideration at the 2026 Winter Conference.
- Implementation June 2026

Attachments:

Core Items Completed Annually in Support of the Society Theme; Attachment A

Expenditures in Support of the President and Society Theme Initiatives; Attachment A

Requests for Additional Financial or Staff Resources Form; Attachment B

Core Items Completed Annually in Support of the Society Theme					
Initiative	Committee/Dept.	Est Cost	Staff Time (hours/year)	Staff Costs \$55/hr (Wage only)	Funding Source
Pre-Conference Summit/Dedicated Workshop w/Tech Conference	Conferences	\$ 12,500.00	15-20	\$ 825.00	Registration or Sponsorship
Winter/Annual Technical Program Track			None		N/A
Tech Hours (1-2)		\$ 10,000.00	No additional		CTTC Budget
Advocacy Letters, Responses to RFIs, Comments on Regulations etc.					
DC Leadership Meetings		\$ 1,500.00	300	\$ 16,500.00	President's Travel
Government Outreach Events (GOEs)		\$ 1,800.00	90	\$ 4,950.00	President's Travel
Governmental Briefings		\$ 650.00	50	\$ 2,750.00	President's Travel
Legislative/Congressional Hearings		\$ 650.00	80	\$ 4,400.00	President's Travel
Policy Summits/Forums		\$ 650.00	35	\$ 1,925.00	President's Travel
Congratulatory and Welcome videos and messages as requested			40	\$ 2,200.00	Pub Ed
Leadership Voices (Video Series)	Marketing	\$ 5,000.00	20	\$ 1,100.00	Historical/Foundation
Media Relations		\$ 5,000.00	100	\$ 5,500.00	Marketing
Meet & Greet at Trade Shows		\$ 50,000.00	120	\$ 6,600.00	President's Travel
Presidential Citation		\$ 2,000.00	10	\$ 550.00	Marketing
Presidential Facebook Page			50	\$ 2,750.00	Marketing
Presidential Gift		\$ 5,000.00	10	\$ 550.00	Presidential Theme
Presidential Presentation		\$ 1,000.00	100	\$ 5,500.00	Marketing
Presidential Webpage			25	\$ 1,375.00	Marketing
Press Releases		\$ 5,000.00	200	\$ 11,000.00	Marketing
Plenary Farewell Address (Annual Conference end of term)	Marketing/Conferences		5 Conference staff*	\$ 275.00	Marketing / Conference
President's Lunch Inaugural Address			10 Conference staff*	\$ 550.00	Marketing / Conference
President's Lunch Presidential Theme Update			5 Conference staff*	\$ 275.00	Marketing / Conference
Journal Cover	Pub/Ed		4	\$ 220.00	Pub/Ed
Story in Insights			15	\$ 825.00	Pub/Ed
Column in ASHRAE Journal			20	\$ 1,100.00	Pub/Ed
Podcast		\$ 1,000.00	20	\$ 1,100.00	Pub Ed
PAOE	Region Activities		None		N/A
Presidential Challenge	YEA	\$ 10,000.00	30	\$ 1,650.00	Endowment
Totals		\$ 111,750.00		\$ 74,470.00	

* Marketing hours are not accounted for

Expenditures in Support of the President and Society Theme Initiatives			
	2025-2026 Budget	Included in Core	Notes
Presidential Theme Budget	\$ 10,000.00	\$ 5,000.00	Awards/presidential gift/miscellaneous requests
PEAC Operational Budget	\$ 10,600.00		Travel/meetings space/food/etc
President's Travel Budget	\$ 175,000.00	\$ 8,950.00	Variable based on President's home location
Partner Travel	\$ 65,000.00		
Ad Hoc Travel	\$ 25,000.00		
Total Cost of w/out Staff	\$ 271,650.00	[Budget Values - \$ in Core]	
President Initiative Budget	\$ 50,000.00		Developed by PEAC, hard costs (No staff time)
Total Cost of President and Society Theme Initiatives w/out Staff	\$ 321,650.00		

ASHRAE SOCIETY THEME INITIATIVE FUNDING REQUEST FORM

Requests for funding beyond the annually allocated \$10,000 will be considered by ASHRAE ExCom to determine if funds are available to support an initiative that furthers the mission of ASHRAE.

Request Date: _____ For Society Year: _____

Initiative Name: _____

Funding Beginning Date: _____ Program Ending Date (if Applicable): _____

Annual Expense Added to the Operating Budget or One-Time Expense? _____

Total Annual Cost: _____ Amount Requested: _____

Staff Time to Support: _____

Does a similar program currently exist? Y or N If Yes, what is the program, how is it funded, and what is the cost, and what differentiates this initiative?

Please respond to the items in this section on a separate page and attach it to this form.

Provide a brief description of the initiative.

How does this initiative support the Strategic Plan?

What is the intended outcome of this initiative?

Please explain how the funds will be used.

Can this program be supported by 3rd party funding or can it result in a new revenue stream for ASHRAE?

ACTION ITEMS

Board of Directors

As of November 2025

Number	Responsibility	Summary of Action	Status	Goal Date
1	Seymour	Investigate the recommendation to leverage Society's membership numbers to negotiate better rates and chapter access to more technology platforms. (Assigned June 22, 2025)	Ongoing	
2	ExOs	Remind committees of the Society budget approval timeline. (Assigned June 25, 2025)	Ongoing	



RESOLUTION

Terry E. Townsend, P.E.

Presidential Member, Fellow ASHRAE

Whereas:

It is with deep respect and admiration that we honor the memory of *Terry E. Townsend, P.E., Presidential Member, Fellow ASHRAE*;

Who, through his presidential theme of "*The ASHRAE Promise: A Sustainable Future*" during the 2006-07 Society Year, called upon the Society and the global built-environment community to take decisive action to ensure a healthier, more energy-efficient and environmentally responsible world for future generations; and

Who, through his vision for a sustainable future, was grounded not only in technical excellence, but also in a moral imperative, emphasizing that engineers, researchers, manufacturers, building owners, and policymakers all share a responsibility for reducing environmental impact and improving the performance of the built environment worldwide; and

Who, during his presidency, championed major initiatives that strengthened ASHRAE's leadership in sustainability, including advancing a long-range research strategic plan, supporting the development of high-performance building guidance, encouraging integrated design practices, and promoting the global dissemination of ASHRAE standards, education, and technology; and

Who, was instrumental in elevating ASHRAE's role on the world stage by encouraging collaboration with international organizations, expanding global training resources, and ensuring that ASHRAE's technical leadership reached practitioners across regions and cultures; and

Who, throughout his distinguished career as a consulting engineer, educator, industry advisor, and active ASHRAE volunteer, consistently demonstrated integrity, vision, and a steadfast commitment to improving building systems for the good of society; and

Whose, his leadership style was practical, forward-looking, and grounded in service, inspiring countless members, volunteers, and future leaders to embrace innovation, environmental responsibility, and the pursuit of a more sustainable built environment.

Be It Therefore Resolved, that ASHRAE extends its deepest gratitude to the family of Terry E. Townsend for his exceptional service, leadership, and lasting contributions to the Society and

the built-environment profession; and that his legacy of connection, collaboration, and commitment will continue to guide and inspire future generations of ASHRAE members.

Be It Further Resolved that the Board of Directors of ASHRAE, at its meeting of February 1, 2026, observes the passing of Terry E. Townsend with great sorrow and that this official resolution be placed in the records of this Board of Directors' meeting and that a copy of the resolution be forwarded to his immediate family.



David Underwood, P.Eng.

Presidential Member, Fellow ASHRAE

Whereas:

It is with deep respect and admiration that we honor the memory of *David Underwood, P.Eng., Presidential Member, Fellow ASHRAE*;

Who, through his presidential theme of *“Making Connections”* during the 2015-16 Society Year, embodied a powerful vision for strengthening our Society by forging meaningful ties among ASHRAE members, industry professionals, communities, governments, and the public, with the aim of advancing the built environment for a sustainable world; and

Who, during his presidency championed collaboration across disciplines, promoting a shift in research and practice to engage researchers, consultants, contractors, owners and users alike, thus bridging technical, operational, and community perspectives; and

Who, emphasized the critical role of education, standards, innovation, and global engagement in fulfilling ASHRAE’s mission to serve humanity and foster sustainability, encouraging ASHRAE to invest in people, ideas and connections that endure; and

Whose, professional career, founding and leading an HVAC&R design-build enterprise, contributed to standards and building codes, and active participation in multiple committees and associations, reflected decades of dedication to excellence, safety, and advancement in HVAC&R and building science; and

Whose, service as ASHRAE Society President, Director-at-Large, Vice-President, Treasurer, and long-time volunteer exemplifies selfless leadership, mentorship, and a commitment to uniting members of a global Society behind shared goals; and

Who, through his leadership, vision, and personal example, strengthened ASHRAE’s foundation, broadened its reach, and inspired a spirit of cooperation and shared purpose among members worldwide.

Be It Therefore Resolved, that ASHRAE extends its deepest gratitude to the family of David Underwood for his exceptional service, leadership, and lasting contributions to the Society and the built-environment profession; and that his legacy of connection, collaboration, and commitment will continue to guide and inspire future generations of ASHRAE members.

Be It Further Resolved that the Board of Directors of ASHRAE, at its meeting of February 1, 2026, observes the passing of David Underwood with great sorrow and that this official resolution be placed in the records of this Board of Directors’ meeting and that a copy of the resolution be forwarded to his immediate family.

REPORT TO THE BOARD OF DIRECTORS

From the ASHRAE Board of Directors Diversity, Equity and Inclusion Advisory Subcommittee
As of January 8, 2026

Recommendations for Board Approval:

1. None.

Information Items:

1. The BOD DEI Advisory Subcommittee discussed its transition and identified key areas in which they hope the new standing committee will address. Leveraging the expertise of the DEI Consultant will be beneficial to supporting ASHRAE's DEI commitment. The Consultant has agreed to assist with strategy, action planning and identifying blind spots in our procedural documents. The subcommittee requests the inclusion of global membership to foster global perspectives surrounding DEI.
2. The Board DEI Advisory Subcommittee is hosting a Forum on Monday, February 2, 2026, at 11:00am-12:00pm, PST: Creating Better Teams: Practical Approaches to Inclusive Engineering Culture. Jennifer Leach, Craig Wanklyn and Jonathan Smith will serve as Chairs/Speakers.
3. The Board DEI Advisory Subcommittee is planning a Cultural Appreciation Event for the 2026 Annual Conference. We are engaging with the local Chapter to assist, and Scott Peach has volunteered to serve as an organizer. The ad hoc met earlier this month and discussed several themes, they will finalize the theme at their next meeting.

Date

Chair