



BOARD OF DIRECTORS MEETING

Open Session Agenda

Sunday, June 25, 2023 | 1:30 – 6:00 pm EST (UTC-04:00)

JW Marriott Tampa | H.B. Plant Ballroom (2)

<https://ashrae.webex.com/weblink/register/ra88215c5d891cdaadfea4741f09c8367>

1. CALL TO ORDER - Mehboob

2. CODE OF ETHICS - Mehboob

In this and all other 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.

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

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

3. ROLL CALL/INTRODUCTIONS - Mehboob

4. REVIEW OF MEETING AGENDA – Mehboob

5. APPROVAL OF MINUTES

A.* February 5, 2023

B.* February 8, 2023

C.* March 27, 2023

D.* May 22, 2023

6.* REVIEW OF ACTION ITEMS – Mehboob

7. OPEN SESSION – Addresses to the Board of Directors

8. REPORT OF THE TREASURER - Knight

A. FY22-23 Financial Status and FY23-24 Budget Presentation

B. Finance Committee Report and FY23-24 Budget Approval

C. Major Variations – General Fund & Financial Statements – Activity thru May 2023

9.* REFERRED CRC MOTION – REGION XI | MOTION NO. 0007

Proposed changes to 'Section 4.2- Election' of the ASHRAE Bylaws.

- 10. PRESIDENTIAL AD HOC COMMITTEE AND TASK GROUP REPORTS**
 - A. Building Decarbonization ExCom – Scoggins (Kent Peterson)
 - B.* International Standards Interaction – Scoggins (Drake Erbe/Steven Bushby)
 - C.* ASHRAE at International Conferences – Sepulveda
 - D.* Champions Club – Mehboob (Tim Wentz)
 - E.* Policies for Collaboration – Sepulveda (Tim Wentz)
 - F.* ASHRAE Brand Recognition – Khankari
 - G.* DOE Schools Partnership - Constantinide
- 11. COMMITTEE REPORTS**
 - A. Executive Committee – Mehboob
 - i. June 24, 2023
 - B. Planning Committee – Macauley (Heather Platt Gullledge)
 - C. Nominating Committee - Gullledge
 - D.* Audit Committee - Jensen
 - E. Building EQ – Maston (Michael Deru)
- 12. BOD SUBCOMMITTEE REPORTS**
 - A.* DEI Advisory – Thomle
 - B.* Financial Focus – Knight
 - C. Strategic Business Development – Macauley
 - D. Society Streamlining - Maston
- 13. OLD BUSINES**
 - A.
- 14. NEW BUSINESS**
 - A.
- 15. RECOGNITION OF OUTGOING CHAIRS – Mehboob**
- 16. RECOGNITION AND REMARKS FROM OUTGOING BOD MEMBERS – Mehboob**
- 17. EXECUTIVE SESSION (Separate Agenda)**
- 18. INFORMATION ITEMS**
 - A.* Appointments Update – Vacancies Filled Since January 2023

19. UPCOMING MEETINGS

Annual Meeting

Wednesday, June 28, 2023 | 2:00 – 6:00 pm | HB Plant Ballroom (2)

BOD Annual Meeting Dinner

Wednesday, June 28, 2023 | 6:30 – 8:30 pm | Marriott Water Street, Terrace Room

Fall Meetings | October 18-20 | ASHRAE HQ

Strategic Planning Session

Wednesday, October 18, 2023 | 1:00 – 5:00 pm

Thursday, October 19, 2023 | 9:00 am – 1:00 pm

BOD Meeting

Thursday, October 19, 2023 | 2:00 – 6:00 pm

ExCom Meeting

Friday, October 20, 2023 | 9:00 am – 12:00 pm

20. ADJOURNMENT

**MINUTES****BOARD OF DIRECTORS MEETING****ATLANTA, GA****Sunday, February 5, 2023**

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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PRINCIPAL APPROVED MOTIONS

Board of Directors Meeting

Sunday, February 5, 2023

No. - Pg.	Motion
1 - 3	The minutes from the August 15, 2022, October 13-14, 2022, and December 6, 2022 BOD meetings be approved.
2 - 4	ExCom recommends that the Board of Directors waive Rule of the Board 1.201.004.9 (B), (C) and (D), Indoor Air Quality or Ventilation Standards and Rule of the board 2.425.003.1 (C), Operation/General Requirements for the development of previously approved Standard 241P, <i>Standard to Address Mitigation of Airborne Infection Transmission</i> .
3 - 5	The Executive Committee recommends that the Board of Directors approve the Memorandum of Understanding (MOU), shown in ATTACHMENT C, between ASHRAE and the Pan American Health Organization (PAHO), a division of the World Health Organization (WHO).
4 - 5	Planning Committee recommends to the Board of Directors that the 2019-25 Strategic Plan be revised as presented in ATTACHMENT D to include additional elements of decarbonization.
5 - 6	Building EQ recommends that the Board of Directors change the Building EQ committee structure from a Board level standing committee to a Functional Group (FG) under Technology Council effective July 1, 2023.
6 - 7	An annual half-day retreat of the ASHRAE Board be called with the members of the Planning Committee to review the ASHRAE Strategic Plan and its implementation.
7 - 8	MOTION 6 be amended as shown: An annual half-day virtual retreat of the ASHRAE Board be called with the members of the Planning Committee to review the ASHRAE Strategic Plan and its implementation.
8 - 12	The February 5, 2023 BOD meeting be adjourned.

ACTION ITEMS

Board of Directors Meeting

Sunday, February 5, 2023

No. - Pg.	Responsibility	Summary of Action	Status	Goal Date
1 - 3	Macauley	Investigate the possibility of developing region specific AI courses. Region specific courses would be developed by members outside of North America and presented by members from the regions where they were developed. (Carryover from October 13-14, 2022)		
2 - 9	Staff	Refer motion – <i>That an annual half-day retreat of the ASHRAE Board be called with the members of the Planning Committee to review the ASHRAE Strategic Plan and its implementation</i> – to the Planning Committee for implementation.		
3 - 9	Hayter	Work with AASA to review and provide recommendations on external actionable items from the Global HVAC Summit.		
4 – 9	Wentz and Olesen	Review the Global HVAC Summit report and provide a list of actionable items for external groups.		
5 – 10	Macauley	Work with the Planning Committee to review the Global HVAC Summit report and consider recommendations as part of the development of the upcoming Strategic Plan		



MINUTES
BOARD OF DIRECTORS MEETING

Sunday, February 5, 2023

MEMBERS PRESENT:

Farooq Mehboob, President
Ginger Scoggins, President-Elect
Dennis Knight, Treasurer
Billy Austin, Vice President
Dunstan Macauley, Vice President
Sarah Maston, Vice President
Ashish Rakheja, Vice President
Jeff Littleton, Secretary
Steven Sill, Region I DRC
Ronald Gagnon, Region II DRC
Mark Tome, Region III DRC
Bryan Holcomb, Region IV DRC
Jim Arnold, Region V DRC
Susanna Hanson, Region VI DRC
Chris Gray, Region VII DRC
Randy Schrecengost, Region VIII DRC

Tyler Glesne, Region IX DRC
Devin Abellon, Region X DRC
Eileen Jensen, Region XI DRC
John Constantinide, Region XII DRC
Cheng Wee Leong, Region XIII DRC
Andres Sepulveda, Region XIV DRC
Richie Mittal, RAL DRC
Blake Ellis, DAL
Luke Leung, DAL
Wei Sun, DAL*
Dru Crawley, DAL
Ken Fulk, DAL
Art Giesler, DAL
Wade Conlan, DAL
Kishor Khankari, DAL
Adrienne Thomle, DAL

*Virtual Attendee

GUESTS PRESENT:

Chad Smith	Petros Dalavouras	Berry Dillard	Bassel Anbari
Joe Sanders	Lambros Doulos	Roberto Aguilo	Ahmed Alaa Eldin Mohamed
Michele Mihelic	Nifin Naik	Guillermo Massucco	Michael Cooper
Lakisha Woods	Sierra Spitulshi	Franco D'Atri	Shaun Nienhueser
Emily Grandstaf-Rice	Katherine Neeld	Eleazar Rivera Mata	Edwardo Conghos
Mark Miller	Stephanie Kunkel	Mick Schwedler	Keith Reihl
Doug Cochrane	George Pantelidis	Cindy Davis	Frank Mills
David Underwood	Alkis Triantafyllopoulos	Spencer Morasch	Katherine Hammack
John Nix	Danielle Passaglia	Ioan Dobosi	Chuck Gullledge
Krishnan Viswanath	Zeki Poyraz	David Arnold	Tim Wentz
Aakash Patel	Osama Khayata	John Harrod	Randy Jones
Ashok Patel	Ade Awujoola	Farhan Mehboob	Bill Bahnfleth
Kay Thrasher	Samir Traboulsi	Abdallah Mahmoud	Bjarne Olesen
Costas Balaras	Anuj Gupta	Amr Adel Galal	Ron Jarnagin
Dimitris Charalambopoulos	Anoop Peediyakkan	Sayani Haribabu	Apichit Lumlertpongpana
Iliana Georgia Georgakakou	Alekha Kaianathibhatta	Cailin Noll	Yaap Hogeling
Nikoletta Develeku	Keiron Nanan	Kyle Harasyn	Buzz Wright
Chrysostomos Bouras	Douglas Fick	Eid Mohammed	Cindy Sheridan
Bratislav Blagojevic	Christine Smith	Varun Jain	Eduardo Maldonado
Nikolas Nikolopoulos	Dan Russell	Jawad Anbari	Elicia Magruder
	Roger Jones	Trent Hunt	Joel Lang

Louise McKenzie	Matthew Young	Amlan Murkherjee	Joel Long
Jonathan Smith	Mary Dean Giesler	Heather Schopplein	Pam Duffy
Scott Peach	Michael Patton	Robert Kunkel	Amber Thomas
Lionel Davis II	Chris Phelan	Chandra Sekhar	Jim Cika
Mariel Meegan	Stan Westhoff	Kyle Schumann	Jayson Bursill
Danny Bronshvayg	Carl Huber	Duncan Green	Den Low
Sherry Abbott-Adkins	Vicki Worden	Joseph Chin	Florence Chan
Don Brandt	Kevin Marple	Hanadi Salamah	Tom Watson
Bill McQuade	Julie Thomet	Jake Lenahan	John Falcioni
Kent Peterson	Matt Archey	Chris Kriepps	Mahroo Eftekhari
Jayson Bursill	Conor Murray	Tom Pollard	Rachel Romero
Esteban Baccini	Sheila Hayter	Laurie Gilmer	Derrick Nesfield
Michael Deru	Don Colliver	Don Gilpin	Van Baxter*
Harshal Surange	Jim Wolf	Rob McManamy	Vinod Venugopal*
Bill Walter*	Julia Keen	Drew Samuels	Yasir Qahtan Alezzi*
Ather Naseem Siddiqui	Chee Sheng*	Marko Ignjatovic*	

*Virtual Attendee

STAFF PRESENT:

Candace DeVaughn, Manager - Board Services
 Chandrias Jolly, Assistant Manager - Board Services
 Joyce Abrams, Director - Member Services
 Vanita Gupta, Director - Marketing
 Kim Mitchell, Chief Development Officer
 Mark Owen, Director - Publications & Education
 Stephanie Reiniche, Director - Technology
 Alice Yates, Director - Government Affairs
 Craig Wright, Director of Finance

Margaret Smith, Development Mgr. – Foundation
 Kirstin Pilot, Development Manager
 Lilas Pratt, Manager – Special Projects
 Joslyn Ratcliff, Sr. Mgr. – Marketing Communications
 Tony Giometti, Sr. Mgr. – Conference Programs
 Emily Porcari, Manager - Codes

CALL TO ORDER

Mr. Mehboob called the meeting to order at 1:36 pm.

CODE OF ETHICS

Mr. Mehboob read the code of ethics statement.

ROLL CALL/INTRODUCTIONS

Introductions were conducted; members, guests, and staff in attendance as noted above.

REVIEW OF MEETING AGENDA

Mr. Mehboob reviewed the meeting agenda. 'IAQ Related Residential Stoves' was added to *New Business*.

APPROVAL OF MINUTES

Mr. Macauley moved and Mr. Rakheja seconded that

1. The minutes from the August 15, 2022, October 13-14, 2022, and December 6, 2022 BOD meetings be approved.

MOTION 1 PASSED (Unanimous Voice Vote, CNV).

REVIEW OF ACTION ITEMS**JUNE 29, 2022**

All action items were reported as complete.

AUGUST 15, 2022

The action item was reported as complete.

OCTOBER 13-14, 2022

Action item 1 was reported as ongoing. All other action items were reported as complete.

AI - 1

OPEN SESSION – ADDRESSES TO THE BOARD OF DIRECTORS

Mr. Knight read comments from Victor Goldschmidt (ATTACHMENT A).

There were no additional comments.

NOMINATING COMMITTEE REPORT

Mr. Gulledge presented the 2023-24 slate of officer and director nominees (ATTACHMENT B).

TREASURER’S REPORT**2022-23 FINANCIAL UPDATE**

Mr. Knight provided the BOD with a financial update. The full report was included as an attachment to the agenda.

He reported that Society is closer to the targeted budget than it has been in recent years.

Mr. Knight reported that publication costs have been higher but there has been a decrease in promotion expenses. There has also been a decrease in training and education revenue due to fewer courses conducted at the Dubai Training Center; indicators point to the market rebounding soon.

He reported that the cumulative net revenue and expenses were trending as normal.

FINANCE COMMITTEE REPORT

Mr. Knight reported on behalf of the Finance Committee. He reported that there were no recommendations for the BOD’s consideration. He reviewed informational items.

He encouraged members of the BOD to delve into the details of the financial statements. Members of the BOD were instructed to contact Mr. Knight with any questions regarding the statements.

He reported that the Committee is planning to standardize finance training that is presented at CRCs. The goal is to ensure that Chapter Treasurers receive good and consistent training.

COMMITTEE REPORTS

EXECUTIVE COMMITTEE

October 14, 2022

Mr. Mehboob reported on behalf of the Executive Committee. He reported that there were no recommendations for the BOD's consideration. He reviewed information items from the report.

November 1, 2022

Mr. Mehboob reported on behalf of the Executive Committee. He reported that there were no recommendations for the BOD's consideration. He reviewed information items from the report.

February 4, 2023

Mr. Mehboob moved that

2. ExCom recommends that the Board of Directors waive Rule of the Board 1.201.004.9 (B), (C) and (D), Indoor Air Quality or Ventilation Standards and Rule of the board 2.425.003.1 (C), Operation/General Requirements for the development of previously approved Standard 241P, *Standard to Address Mitigation of Airborne Infection Transmission*.

Mr. Mehboob provided background on the motion. He reported that during the December 6, 2022, web meeting the Board approved the following motion: "ASHRAE develop a non-ANSI standard to mitigate the risk of respiratory pathogens in buildings as defined in Attachment B." After the call for members was announced along with the press release, concerns were received from members in good standing that this action may have conflicted with several Rules of the Board. These rules address the policies of how ASHRAE standards are to be developed and restrict technical content of the standards. In particular standards may:

- A. Only limit pollutants that "normally considered in the design" of HVAC Systems.
- B. Only address contaminants or other airborne concentrations that can be measured with test equipment that is available to test and balance technicians or common to building ventilation assessment.
- C. Shall not make claims/guarantees that compliance will provide health, comfort or occupant acceptability but strive to achieve those objectives.
- D. Only specify contaminants or other airborne concentrations that an internationally recognized authority has established permissible limits and there are established test procedures.

EHC has agreed to recommend revisions to the Rule of the Board 1.201.004.9 by the 2023 Annual Conference that are more in tune with current times. Technology Council will work on revisions to Rule of the Board 2.425.003.1 to allow the development of non-ANSI standards.

Mr. Mehboob reported that there was no fiscal impact.

Mr. Khankari spoke in favor of the motion. He suggested that the rules not be changed.

MOTION 2 PASSED (Unanimous Voice Vote, CNV).

Mr. Mehboob moved that

3. The Executive Committee recommends that the Board of Directors approve the Memorandum of Understanding (MOU), shown in ATTACHMENT C, between ASHRAE and the Pan American Health Organization (PAHO), a division of the World Health Organization (WHO).

Mr. Mehboob provided background on the motion. He reported that both ASHRAE and PAHO/WHO recognize the benefits of technical collaboration that will contribute to the shared goals of serving humanity by advancing healthy, sustainable, efficient, and resilient buildings including, in particular, buildings in the public sector of developing countries.

To provide a strong foundation for this new relationship, we are recommending the approval of the attached MOU, which is based upon a WHO template. A WHO template was chosen by the Work Group to ease its approval through the WHO legal department, where the document is currently pending.

Additional initiatives are envisioned between ASHRAE and PAHO/WHO, as described. These future initiatives can be incorporated into the MOU as an annex, on a case by case basis.

Mr. Mehboob reported that last year, under the leadership of then President Schwedler, meetings were held in Washington, DC with PAHO. At that time, leadership saw a great opportunity for ASHRAE to raise its profile, connect with an organization like the WHO. As a result, a committee was established with Mr. Wentz, Mr. Rakheja, and Mr. Conlan, to develop an MOU.

He reported that WHO requires an MOU before work can begin. He stated that Society would best be served working with WHO because it puts Society front and center in front of the world.

MOTION 3 PASSED (Unanimous Voice Vote, CNV).

Mr. Mehboob reviewed information items from the report.

He recognized Mr. Conlan for the speed and efficiency with which Mr. Conlan carried out the task of developing a draft Region/Chapter Publications Policy. The intent of the effort was to evaluate and determine an approach to allow for Chapters or Regions to submit a document that they created. He stated that Society has begun encouraging Chapters and Regions to develop technical content. The process will take about 45 days, give or take.

Mr. Mehboob thanked Ms. Hayter for her leadership during her Presidential Year in putting building electrification front and center.

PLANNING COMMITTEE

Mr. Macauley reported on behalf of the committee.

Mr. Macauley moved that

4. Planning Committee recommends to the Board of Directors that the 2019-25 Strategic Plan be revised as presented in ATTACHMENT D to include additional elements of decarbonization.

Ms. Kunkle provided background information on the motion. He reported that the Task Force for Building Decarbonization (TFBD), at the request of the ASHRAE President, reviewed the current strategic plan to determine how the plan could be edited to include a greater decarbonization focus. After much discussion, edits that have been presented represented the removal of initiative 1 regarding resiliency to be replaced with building decarbonization.

There were originally two motions made during the meeting regarding the changes. The first motion was to approve the changes. The second motion was to change the title of initiative 1 to *Resilient Buildings and Decarbonization*. Both motions were approved as noted below:

PASSED: 7:3:0 (CV)

PASSED: 6:0:4 (CV)

Mr. Knight spoke in favor of the motion. He stated that comments submitted to the Planning Committee were taken to heart. Resiliency was not removed, instead, initiative one was simply modified.

Mr. Peterson stated that the title was clunky and did not mean anything as currently written.

Mr. Mehboob responded that title changes would be simply editorial.

MOTION 4 PASSED (Unanimous Voice Vote, CNV).

Ms. Kunkel thanked BOD members that attended Planning Committee meetings. She reviewed information items from the report.

Mr. Mehboob stated that in the business, world strategic plans are typically not as short as what was being proposed. Strategy means going from A to B and having a goal that doesn't change; instead, the road map needs to change.

He suggested that the Planning Committee consider the long-range aspects of the plan to be the Strategic Plan and that the short-range plans serve as an action plan that could be modified each year.

Ms. Kunkel clarified that members wanted to attend more in person meetings as opposed to virtual ones. She stated that additional detail was available in the attachment to the Planning Committee report.

Mr. Mehboob thanked Ms. Kunkel for the report and conveyed the BOD's appreciation to the Planning Committee for their work.

BUILDING EQ

Ms. Maston moved that

5. Building EQ recommends that the Board of Directors change the Building EQ committee structure from a Board level standing committee to a Functional Group (FG) under Technology Council effective July 1, 2023.

Ms. Maston reported that as part of this change, Building EQ committee recommends that transportation reimbursement be provided for only the chair, vice-chair, and two subcommittee chairs at only the Winter and Annual conference meetings. This would reduce the current \$15,000 transportation budget to roughly \$5,000; resulting in a savings of \$10,000 per year.

The background information for the motion was shown on screen and was included in an attachment to the agenda.

Mr. Gagnon spoke in favor of the motion. He stated that it supports Society streamlining.

Mr. Giesler stated that there is not a definition of a functional group anywhere within Society. He asked if Society was looking to establish something different.

Mr. Constantinide stated that the TAC MOP consolidated terms to create 'Functional Groups' and that this proposed new functional group would likely report to TAC. Building EQ wants to be part of that movement to be an MTG and perhaps see MTGs transform into the new entity.

Ms. Maston stated that the term 'functional group' was meant to be an amalgam of all the groups that reside in TAC. She clarified that reimbursement of the proposed functional group and changes to the ROB were currently under review by TAC. Building EQ felt it was better to be up front with the fiscal impact as part of this motion.

MOTION 5 PASSED (Unanimous Voice Vote, CNV).

Mr. Deru reviewed information items from the report. MBOs were summarized at the bottom of the report.

He reported that when the work of the task force is complete, Building EQ will consider embodied carbon into the BEQ.

BOD STRATEGIC PLANNING RETREAT

Mr. Khankari moved and Ms. Jensen seconded that

6. An annual half-day virtual retreat of the ASHRAE Board be called with the members of the Planning Committee to review the ASHRAE Strategic Plan and its implementation.

Mr. Khankari provided background information for the motion. He reported that per the Rules of the Board, the ASHRAE Board is to be involved in the strategic plan and evaluation of Society's short-term and long-term vision. ASHRAE Strategic Plan is the guiding document that defines Society's long-term vision. Although ASHRAE Board members are actively involved during the development of the ASHRAE strategic plan, in order to accomplish ASHRAE's mission and vision it is necessary for ASHRAE Board members to be continuously engaged into the revision and implementation of the ASHRAE Strategic Plan. Currently the major responsibility of the Strategic Plan revision and implementation is primarily left to the Planning Committee. By virtue of the Rules of the Board stated below, the proposed half day retreat with the member of the Planning Committee will serve the purpose and actively engage ASHRAE Board members into strategic activities of the Society. Since the proposed retreat will be conducted virtually there is not a direct fiscal impact of this activity.

2.200.009 BOARD GOVERNANCE

(08-06-22-04)

2.200.009.1 The Board of Directors adopts the following resolution committing itself to assuming a high-impact governing role:

2.200.009.2 Whereas, ASHRAE's long-term effectiveness and growth in a changing, challenging environment depend on the high-impact leadership of a Board that continuously answers three critical

questions in a full and timely fashion: Where should ASHRAE be headed, and what should it become, over the long run? What should ASHRAE be now and in the near-term? And how is ASHRAE performing as a nonprofit corporation, both financially and programmatically?

2.200.009.3 Whereas, the ASHRAE Board needs to transition itself from a body immersed in technical and operational detail to a body that focuses on governance and high-level strategic decisions.

Mr. Gray spoke in favor of the motion. He expressed agreement with the logic of the motion. He stated his opinion that a motion is not needed but it is a good formality. He stated that the proposed retreat should be an annual, repetitive process.

Mr. Ellis stated that he was for the idea but spoke against the motion as written. He stated that virtual strategic sessions have limited viability. He also did not like standing meetings. The motion, as written, provided no information on who will run the meeting. He suggested that the motion needed more baking.

He stated that the Planning Committee is allowed four travel authorizations; one could be an extra half day at the annual fall meeting to conduct a strategic planning retreat. He suggested that this motion be referred to the Planning Committee.

Mr. Knight stated that he was not speaking for or against the motion. He stated that Section 4.4 of the Bylaws is very clear and lays out the powers of the BOD and it is very oversight oriented. He recommended that the Bylaws be reviewed and that the ROB and Bylaws be in alignment.

Mr. Khankari stated that details were purposefully omitted from the motion. The purpose of the motion is that the BOD should meet with the Planning Committee. The Strategic Plan is the heart of the Society. He suggested that the details could be worked out later.

Mr. Austin spoke in favor of the motion.

Ms. Maston spoke against the motion. She stated that her experience over the last three years is that virtual strategic planning efforts are limited in their efficacy. She stated that this type of discussion is much better had in person.

Mr. Rakheja spoke in favor of the motion and the spirit with which it was brought forward. He expressed agreement that the details could be worked out later. He stated that if the motion were approved, it could be forwarded to the Planning Committee to work out the details.

Mr. Fulk spoke in favor of the motion. He stated that the BOD did something similar in the past, as part of the fall meeting. He stated that he would like to see that exercise return.

Mr. Khankari stated that he suggested a virtual meeting to limit the total cost. He stated that his goal was to have the BOD agree on the principle of the motion; and that if the BOD felt that the retreat should happen in person, he would agree to that.

Mr. Macauley moved and Ms. Hanson seconded that

7. MOTION 6 be amended as shown:

An annual half-day ~~virtual~~ retreat of the ASHRAE Board be called with the members of the Planning Committee to review the ASHRAE Strategic Plan and its implementation.

There was no discussion of the proposed amendment.

MOTION 7 PASSED (Unanimous Voice Vote, CNV).

There was no additional discussion of amended MOTION 6.

MOTION 6 PASSED (Unanimous Voice Vote, CNV).

Refer motion – *That an annual half-day retreat of the ASHRAE Board be called with the members of the Planning Committee to review the ASHRAE Strategic Plan and its implementation* – to the Planning Committee for implementation.

AI - 2

ASHRAE GLOBAL HVAC SUMMIT FINAL REPORT

Mr. Wentz reported that the summit was successful at a surface level. He reviewed the full report which was included as an attachment to the agenda.

He reported that roundtables are the voice of the customer and are very tactical and ground floor. The summit is a strategic view of how Society should act moving forward.

He stated that it is unclear if the summit will be successful going forward. He stated that the BOD has a lot of decisions to make.

He provided the following strategic questions related to discussions of global north and global south:

What partners do we need to make a difference?

What resources need to be brought to bear to make a difference?

How do we get this information to our regions, chapters, and councils?

Mr. Wentz thanked members and staff for all of their assistance. He reported that Cindy Michaels did a great job on the final report and finalized it in record time.

Mr. Glesne stated that final report was very enlightening. Can more be done with what was done at the summit? He suggested that information be communicated to the membership. He suggested that a Journal article be written.

Mr. Wentz stated that coordinating staff has discussed what the next steps are regarding the summit and the final report.

Mr. Khankari stated that a lot of valuable information had been gathered. He expressed that this BOD would put thoughts together to bring this good information to implementation.

Mr. Olesen stated that Society is lucky to have had so much representation from so many global societies. He suggested that action needed to be taken so as not to lose momentum. He stated that Society should also determine if there are topics that other organizations can champion and report back to Society at a future summit.

Ms. Hayter will work with AASA to review and provide recommendations on external actionable items from the Global HVAC Summit.

AI - 3

Mr. Wentz and Mr. Olesen will review the Global HVAC Summit report and provide a list of actionable items for external groups.

AI - 4

Mr. Macauley will work with the Planning Committee to review the Global HVAC Summit report and consider recommendations as part of the development of the upcoming Strategic Plan.

AI - 5

FUTURE SUMMITS AND INTERNATIONAL CONFERENCES

Mr. Mehboob asked the BOD if the HVAC Summit were an event that Society should continue. He opened the floor to discussion. A summary of that discussion is below:

Mr. Gagnon – We are their BOD and it was nice to have direct contact. If we want to be global, need to interact with our members on a very, very regular basis.

Mr. Austin – Everyone who was at that summit will roll off the BOD very soon. What's really important is that an executive summary be developed. Recommend an executive summary be developed.

Mr. Gray – Yes, Society should have this event again. Believe that every three years is the right timing. If we host summits every year, the results are going to get lost; must be strategic and pointed in our actions. Suggest hosting them in conjunction with CRCs to offset travel costs.

Mr. Sepulveda – Combine international conference and global summit. Will be difficult and will cost money. Many people who are not members and who attended the summit are very eager to get information. Planning activities in between the global summit will be good.

Ms. Hanson – The summit should be held every two years with the year in between to implement items. Think we might consider moving one to the global south.

Mr. Leung – Visiting the local chapters is important. Every other year seems to be better. Would be helpful to have that strategic section. After the global summit it informed the way I think about ASHRAE. Would be helpful to have the summit to help inform how we serve.

Mr. Khankari – We have to keep in mind that volunteer time is not free. Don't mind doing this on a regular basis; however, we don't want to come up with new strategic items in every meeting and not talk about what we achieved in the previous meetings. BOD members who attended should develop actionable items.

Mr. Conlan – Serving the members equates to an international BOD meeting every two years. There are three in person BOD meetings a year and 20% of the membership is outside of North America.

Mehboob – Mustn't forget that our BOD rolls off and gets overhauled every three years. This summit focused on critical issues of the day. Future summits could be a different focus.

Olesen – In general, such a summit should be in the fall. If you do it in the spring, 1/3 of the BOD won't be on the BOD anymore. See fall 2024 as the earliest time for another summit. There is a summary as part of the current report.

Macauley – Having a summit on a regular basis provides a lot of value. Doing an annual summit continuously adds items to volunteers that are already taxed. We need some time after the summit to implement the recommended items before we start generating the next list of items to work on; otherwise, the summit will lose impact.

Constantinide – CRCs are held every year. Why not harness those to look at what is done at these summits every so often and see how we are doing? Don't have to create something new all the time, items can be added.

Scoggins – In order to plan and finance something for 2023-24, planning needs to start soon and finances need to be included in the budget. What is the appetite of the BOD to consider an international event in 2023-24?

A straw poll was conducted. The majority of the BOD was in favor of conducting an international BOD event in 2024-25. Ms. Scoggins stated that she and Mr. Knight would begin work accordingly.

Giesler – If an event were held in the spring, BOD nominees could attend. There are pros and cons any way you do it. A spring event would cost more because more people would be attending.

Khankari – This summit will help us establish ASHRAE leadership in global minds. My suggestion is that whatever we do, we need to involve the organizations that were part of the summit. Will further strengthen Society's leadership.

Leung – If we want to be strategic, the growth in the US is in the sunbelt. The growth globally is in the global south. Would be helpful to identify the areas where the growth will be. Let's think strategically.

BOD SUBCOMMITTEE REPORTS

DEI ADVISORY

Ms. Thomle reported on behalf of the subcommittee. She reported that there were no recommendations for the BOD's consideration. She reviewed information items from the report, which was attached to the agenda.

Mr. Constantinide reported that Region XII has a diversity committee and would be willing to help with drafting articles.

FINANCIAL FOCUS

Mr. Knight reported on behalf of the subcommittee. There were no recommendations for the BOD's consideration. He reviewed information items from the report, which was attached to the agenda.

Mr. Wright reported that reports that used to take nearly a week, can now be run in a matter of an hour or so. The plan is to get feedback from the BOD after the new dashboard has been in circulation for a few months.

He reported that nearly \$600 is spent on services per dues paying member.

PRESIDENTIAL AD HOC COMMITTEE AND BOD TASK GROUP REPORTS

BUILDING DECARBONIZATION EXCOM

Mr. Peterson reported on behalf of the group. He reviewed key objectives from the report, the full report was attached to the agenda.

He reported that the group has plans for an increased presence on social media.

All of the organizations that participate in the Building Industry Collaboration have a grassroots structure and are aligned on workforce education and development. Hope to announce this collaboration in the near future.

Mr. Khankari asked how things were going financially.

Mr. Peterson reported that the group is doing great, and the group budgeted conservatively. The website was launched without using any outside resources. Anticipate needing money for the expedited standard soon.

He reported that the group would be meeting on February 6 from 9:00-11:00 am.

Mr. Mehboob stated that when the TFBD was appointed, there were great expectations and he expressed happiness that the group exceeded those expectations. He stated that if the group has an ask of the BOD they should not feel shy about bringing it forward.


ADJOURNMENT

It was moved and seconded that

8. The February 5, 2023 BOD meeting be adjourned.

MOTION 8 PASSED (Unanimous Voice Vote, CNV).

The meeting adjourned at 5:30 pm.

A handwritten signature in black ink, appearing to read 'JH Littleton', with a horizontal line extending to the right.

Jeff H. Littleton, Secretary

ATTACHMENTS:

- A. Open Session Addresses to the Board of Directors
- B. 2023-24 Officer and Director Slate
- C. PAHO/WHO MOU
- D. 2019-25 Strategic Plan Revisions

OPEN MIKE COMMENTS 2023 BOARD OF DIRECTORS WINTER MEETING

Victor W.Goldschmidt

Creating2@earthlink.net

Fellow, Life Member, ESA

Thank you; I appreciate the trend we are following of virtual meetings and I thank our President for his leadership for us to grow as a professional and world -wide Society embracing the “Advancement of the Arts and Sciences of HVAC&R for the benefit of humanity” I will just highlight, pseudo-chronologically, a few hot items, with some controversy’.

- 1) c1975- Standard 90 this one is history. Jack Tumilty was a tremendous chair of the project committee and I learner - as vicechair. We hit the delicate issue on the battle of the fuels and it was getting tough. The EEI and the AGA reps were literally locked -in a room and allowed to emerge only after reaching an agreement on the wording in the standard. Consensus is always possible
- 2) 1983- ODP Wuebbles one of the pioneers-computer simulation models and ozone depletion reducing potential numbers .I found data tabulating temperature, date, and ozone concentration, for different years (during which the supposedly contaminating source was changing) All the measured data was taken at the same station. Sort of alarming., The ozone popped as having a unique dependance on the temperature
- 3) 1996-IPPC; 1997 Kyoto GWP - This merits engineering discussion. This is based on unvalidated computer models. Unfortunately it has become political
- 4) 1713 - The concept of “sustainability,” or “Nachhaltigkeit” in German, can be traced back to Hans Carl von Carlowitz (1645–1714), who managed mining operations. But now, more recently been applied to justify renewables – and sometimes not including life-cycle costs
- 5) 2016-ZNE(nergy)-Looks like this concept originated with the California Public utilities; and a good driver for many designs.
- 6) 2015-ZNE(mission) , aka ZNC(carbon) Bhutan claims to be the first country to meet (and exceed) world targets

And this is exactly where we are. We believe (through unvalidated computer models) that we can significantly affect climate by reducing carbon dioxide. At one time I was fluent enough to understand the governing equations in the models. They are very complex and call for quite a few empirical coefficients.

We might now be challenged, 1) to endorse CO2 removal and join international agreements, or 2) to search through real data to see any hints on the potential of culpability of CO2; as well as the benefits of CO2 3) be alert when a Position Document, Memoranda of Understanding, or similar document is being drafted that it is fully in accord with ASHRAE’s purpose as found in our Certificate of Consolidation.



SLATE OF OFFICERS AND DIRECTORS FOR 2023-24

PRESIDENT-ELECT:

Dennis Knight

TREASURER:

Bill McQuade

VICE PRESIDENTS:

Billy Austin

Ashish Rakheja

Wade Conlan

Chandra Sekhar

DIRECTORS AND REGIONAL CHAIRS:

Region VII – Scott Peach

Region VIII – Joe Sanders

Region IX – Jonathan Smith

Region X – Buzz Wright

Region XIV – Mahroo Eftekhari

DIRECTORS-AT-LARGE:

Doug Cochrane

Corey Metzger

Heather Schopplein

Patrick Marks (Alternate)

MEMORANDUM OF UNDERSTANDING

between

**the World Health Organization,
20 avenue Appia, 1211 Geneva, Switzerland
("WHO")**

and

**ASHRAE
180 Technology Parkway
Peachtree Corners, Georgia 30092**

WHEREAS the World Health Organization (Hereinafter referred to as "WHO"), having its headquarters in Geneva, Switzerland, is an international intergovernmental organization and specialized agency of the United Nations and the directing and coordinating authority on international health, and provides leadership on global health matters, shapes the research agenda, sets health norms and standards, articulates evidence-based policy options, provides technical support to countries, and monitors and assesses health trends.

WHEREAS the aims of ASHRAE, a not-for-profit corporation, are to serve humanity by advancing the arts and sciences of heating, ventilation, air conditioning, refrigeration and their allied fields

WHEREAS WHO and ASHRAE, hereinafter also referred to as "the Parties", believe that technical collaboration between the two organizations will contribute to the shared goals of serving humanity by advancing healthy, sustainable, efficient and resilient buildings including in particular, buildings in the public sector of developing countries;

WHEREAS the Parties furthermore believe that agreement in advance on certain aspects of individual collaborative projects (as the Parties may identify on a case-by-case basis) will facilitate the early implementation of such projects, in particular by facilitating the conclusion of the agreements to which such projects would be subject;

NOW, therefore, the Parties hereby agree as follows:

1. Areas of collaboration

The parties agree to investigate and identify potential collaborative projects of mutual interest which are consistent with the goals of each organization. Collaborations in publications will be done under the terms of specific agreements for each publication on a case-by-case basis.

2. Collaborative activities

Any collaborative activity as outlined in article 1 above shall be subject to the availability of sufficient financial and human resources for that purpose, as well as each Party's programme of work, priority activities, internal rules, regulations, policies, administrative procedures, and practices. Each collaborative activity shall thus be agreed on a case-by case-basis, subject to a separate exchange of letters or agreement, including the development of a work plan.

3. Funding

- 3.1 Each Party hereto shall be fully responsible for the funding of its activities under this Memorandum of Understanding (MoU), except as may otherwise expressly be agreed in any subsequent letter of agreement.
- 3.2 Each Party shall administer the funds handled by it in accordance with its financial regulations, rules, and administrative practices.

4. Confidentiality

It is acknowledged that each Party may possess confidential information, which is proprietary to it or to third parties collaborating with it. Any such information shall only be shared between the Parties under a separate confidential disclosure agreement, specifically covering such information.

5. Publications

- 5.1 Subject to each Party's proprietary rights and/or the proprietary rights of others, and without prejudice to obligations of confidentiality, the results of any collaborative activity under this MoU may be published by either Party. The Parties are encouraged to publish the results of their joint work in a collaborative fashion. Guidelines for authorship of major, international, peer-reviewed journals will be used to establish authorship of collaborative publications. In regard to separate publications, it is agreed that in order to avoid prejudicing proprietary rights and the confidentiality of information, the publishing Party shall transmit to the other party for its review the material intended to be published at least 60 days before a proposed publication is submitted to any editor, publisher, referee, or meeting organizer. In the absence of any objection by the other Party within that 60 day period, concerning prejudice to proprietary rights or confidentiality of information, the publication may proceed.
- 5.2 Copyright in any publications resulting from or relating to any of the collaborative activities under this MoU and prepared by one of the Parties hereto on its own, shall

be vested in that Party, provided however, that any such publication shall be submitted to the other Party for review and comment in accordance with paragraph 5.1 above.

5.3 In the event that any publications are jointly prepared by WHO and ASHRAE, the Parties shall consult in good faith and designate one of the Parties to act as the lead publishing Party in each case.– If the Parties designate WHO to act as the lead publishing Party, ASHRAE will retain copyright in its contribution to the publication and will grant WHO a non-exclusive, sub-licensable, world-wide, royalty-free license to deal with the contribution for all purposes, in all manners and in all formats, as part of the publication. In such case, copyright in the final published work will vest in WHO.

- If the Parties designate ASHRAE to act as the lead publishing Party, WHO will retain copyright in its contribution to the publication and will grant ASHRAE a non-exclusive, sub-licensable, world-wide, royalty-free license to deal with the contribution for all purposes, in all manners and in all formats, as part of the publication. In such case, copyright in the final published work will vest in ASHRAE.5.4 Both Parties shall be duly acknowledged in any publication resulting from the collaborative activities and the wording of such acknowledgement shall be agreed between the Parties. In addition to review of the content of publications as referred to in paragraph 5.1 above, each Party shall have the right to review the acknowledgement and request reasonable changes to the use of its name, or request that its name be deleted altogether.5.5 No publication or other work resulting from the collaborative activities under this MoU shall contain commercial advertising or be used for the promotion of any commercial product or service.

6. Products resulting from the collaboration

- 6.1 The Parties shall make appropriate arrangements to promote that any product which may result from collaborative research and development work undertaken as a result of this MoU, shall be made widely available to the public on reasonable terms, including in particular to the public sector of developing countries on preferential terms. Any possible additional benefits, including royalties, shall be granted to each Party with due account being taken of the relative value of each Party's financial, intellectual, and other contributions to the product (provided that priority shall always be given to the objective of the Parties set forth in the first sentence of this paragraph 6.1).
- 6.2 Ownership of any intellectual property rights arising from collaborative activities under this MoU shall be agreed by the Parties on a case-by-case basis. However, regardless of whether the Parties shall agree that ownership of the intellectual property rights of a particular collaborative activity shall be vested in WHO or in ASHRAE alone, or in any third party, the Parties agree that the industrial or commercial exploitation of such rights shall be designed to achieve the objectives set forth in paragraph 6.1 above and shall be subject to and exercised in accordance

with an agreement to be negotiated in good faith between WHO or ASHRAE and the third party concerned, as the case may be.

7. Liability

- 7.1 Each Party shall be solely responsible for the manner in which it carries out its part of the collaborative activities under this MoU. Thus, a Party shall not be responsible for any loss, accident, damage, or injury suffered or caused by the other Party, or that other Party's staff or sub-contractors, in connection with, or as a result of, the collaboration under this MoU.
- 7.2 The Parties shall make appropriate arrangements to cover liability risks for any collaborative activities involving product research and development.

8. Compliance with WHO Policies

By entering into this MoU, ASHRAE acknowledges that it has read, and hereby accepts and agrees to comply with, the WHO Policies (as defined below). In connection with the foregoing, ASHRAE shall take appropriate measures to prevent and respond to any violations of the standards of conduct, as described in the WHO Policies, by its employees and any other natural or legal persons engaged or otherwise utilized to perform any Project activities under the MoU. Without limiting the foregoing, ASHRAE shall promptly report to WHO, in accordance with the terms of the applicable WHO Policies, any actual or suspected violations of any WHO Policies of which ASHRAE becomes aware. For purposes of this MoU, the term "WHO Policies" means collectively: (i) the WHO Code of Ethics and Professional Conduct; (ii) the WHO Policy on Preventing and Addressing Sexual Misconduct; (iii) the WHO Policy on Preventing and Addressing Abusive Conduct; (iv) the WHO Code of Conduct for responsible Research; (v) the WHO Policy on Whistleblowing and Protection Against Retaliation; (vi) the WHO Policy on Prevention, Detection and Response to Fraud and Corruption, and (vii) the UN Supplier Code of Conduct, in each case, as amended from time to time and which are publicly available on the WHO website at the following links: <http://www.who.int/about/finances-accountability/procurement/en/> for the UN Supplier Code of Conduct and at <http://www.who.int/about/ethics/en/> for the other WHO Policies.

9. Zero tolerance for sexual misconduct and other types of abusive conduct

WHO has zero tolerance towards any form of sexual misconduct, which includes sexual exploitation, sexual abuse, sexual violence, and sexual harassment, and other types of abusive conduct. In this regard, and without limiting any other provisions contained herein, each Party warrants that it shall: (i) take all reasonable and appropriate measures to prevent sexual misconduct as described in the WHO Policy on Preventing and Addressing Sexual Misconduct and/or other types of abusive

conduct as described in the WHO Policy on Preventing and Addressing Abusive Conduct by any of its employees and any other persons engaged by it to perform any services under the MoU, and, in the case of the other Party, (ii) promptly report to WHO and respond to, in accordance with the terms of the respective Policies, any actual or suspected violations of either Policy of which the other Party becomes aware.

10. Anti-Terrorism and UN Sanctions; Fraud and Corruption

ASHRAE warrants for the entire duration of the MoU that:

- (i) it is not and shall not be involved in, or associated with, any person or entity associated with terrorism, as designated by any UN Security Council sanctions regime, that it shall not make any payment or provide any other support to any such person or entity and that it shall not enter into any employment or other contractual relationship with any such person or entity;
- (ii) it shall not engage in any fraudulent or corrupt practices, as defined in the WHO Policy on Prevention, Detection and Response to Fraud and Corruption, in connection with the implementation of the Project;
- (iii) it shall take all necessary measures to prevent the financing of terrorism and/or any fraudulent or corrupt practices as referred to above in connection with the implementation of the Project; and
- (iv) it shall promptly report to WHO, through the WHO Integrity Hotline or directly to the WHO Office of Internal Oversight Services (IOS), any credible allegations of actual or suspected fraudulent or corrupt practices, as defined in the WHO Policy on Prevention, Detection and Response to Fraud and Corruption of which the contractor becomes aware and respond to such allegations in an appropriate and timely manner in accordance with its respective rules, regulations, policies and procedures. Furthermore, ASHRAE agrees to cooperate with WHO and/or parties authorized by WHO in relation to the response. Relevant information on the nature of any credible allegations of such actual or suspected violations, as well as the details of the intended response and the outcome of any such response, should be communicated and coordinated with WHO, with the understanding that, subject to the terms of the WHO Policy on Prevention, Detection and Response to Fraud and Corruption, Confidentiality, and the due process rights of those involved will be respected.

11. Breach of essential terms

ASHRAE acknowledges and agrees that each of the provisions of article 8 (Compliance with WHO Codes and Policies), article 9 (Zero tolerance for Sexual Misconduct), and article 10 (Anti-Terrorism and UN Sanctions; Fraud and Corruption)

above constitutes an essential term of this MoU and that in case of breach of this provision, WHO may, in its sole discretion, decide to terminate this MoU and/or any other agreement concluded by WHO with ASHRAE , immediately upon written notice to ASHRAE, without any liability for termination charges or any other liability of any kind.

12. Use of the Parties' names

Except as explicitly provided in this MoU, neither Party shall, in any statement or material of a promotional nature, refer to the relationship of the other Party to the collaboration pursuant to this MoU, or otherwise use the other Party's name, acronym and/or emblem, without the prior written consent of the other Party.

13. Relationship of the Parties

For the purposes of this MoU, each Party is an independent contractor and not the joint venturer, agent, or employee of the other Party. Neither Party shall have authority to make any statements, representations, or commitments of any kind, or to take any action which shall be binding on the other Party, except as may be explicitly provided for in this MoU or any subsequent agreements or authorized in writing by the other Party.

14. Termination

This MoU may be terminated by either Party, subject to three (3) months' advance written notice to the other Party. Notwithstanding the foregoing, it is agreed that any termination of this MoU shall be without prejudice to: (i) the orderly completion of any ongoing collaborative activity; and (ii) any other rights and obligations of the Parties accrued prior to the date of termination of this MoU.

The term of this Memorandum of Understanding shall begin when signed by both parties and shall terminate at the end of three (3) years unless extended at that time by written agreement.

15. Amendments

This MoU may only be amended in writing by mutual consent of the Parties.

16. Settlement of disputes

Any dispute relating to the interpretation or execution of this MoU, or of any subsequent exchange of letters or agreement with respect to individual collaborative activities shall, unless amicably settled, be subject to conciliation. In

above constitutes an essential term of this MoU and that in case of breach of this provision, WHO may, in its sole discretion, decide to terminate this MoU and/or any other agreement concluded by WHO with ASHRAE , immediately upon written notice to ASHRAE, without any liability for termination charges or any other liability of any kind.

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Any dispute relating to the interpretation or execution of this MoU, or of any subsequent exchange of letters or agreement with respect to individual collaborative activities shall, unless amicably settled, be subject to conciliation. In

the event of failure of the latter, the dispute shall be settled by arbitration. The arbitration shall be conducted in accordance with the modalities to be agreed upon by the Parties, or in the absence of agreement, in accordance with the rules of arbitration of the International Chamber of Commerce. The Parties shall accept the arbitral award as final.

17. Privileges and Immunities of WHO

Nothing contained herein shall be construed as a waiver of any of the privileges and immunities enjoyed by WHO under national or international law, and/or as submitting WHO to any national court jurisdiction.

Agreed and accepted:

For the World Health Organization

For ASHRAE

Signature:

Signature:

Name:

Name:

Title:

Title:

Date:

Date:



2019–2025 ASHRAE Strategic Plan Midterm Update



Prepared by ASHRAE Planning Committee

Approved by ASHRAE Board of Directors, May 6, 2019

Midterm Update Approved by ASHRAE Board of Directors, November 17, 2021

2017-2018 ASHRAE Planning Committee

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Thomas H. Phoenix, P.E., Vice Chair Michael
P. Cooper, P.E.
Jennifer A. Isenbeck, P.E.
Malcolm D. Knight, P.E., Chair,
2014 Strategic Plan Tracking Subcommittee
Karine Leblanc
Sarah E. Maston, P.E.
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2019 Strategic Plan Development
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Ali Sultan

Timothy G. Wentz, P.E., Chair,
Document Subcommittee
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P. Modera, Ph.D., P.E., Consultant
Michael C.A. Schwedler, Coordinating Officer Jeff H.
Littleton, Executive Vice President George W.
Austin, Jr., BOD Consultant
Constantinos A. Balaras, Ph.D., P.Eng.,
BOD Consultant
Marites Dagulo Calad, BOD Consultant Tim J.
McGinn, P.E., BOD Consultant Daniel R.
Rogers, P.E., BOD Consultant
W. Stephen Comstock, Staff Director
Vanita Gupta, Staff Director
Mary Dean Townsend, Staff Liaison

2021-2022 ASHRAE Planning Committee

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Heather Platt Gullledge, P.E., Vice Chair
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Wade H. Conlan, P.E.
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Trenton S. Hunt, Chair, Implementation
Subcommittee
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Dunstan Laurence Macauley, III
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Stephanie C. Reiniche, Staff Director
Chandrias Jolly, Staff Liaison

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INTRODUCTION

This plan, developed by the ASHRAE Planning Committee in collaboration with the Board of Directors, will guide the work of the Society during the five-year period from 2019-2024. It was developed during 2018-2019 through a process initiated by a stakeholder engagement exercise involving members of ASHRAE and key industry organizations who gave their views on ASHRAE's position in the industry and its perceived strengths and challenges. With facilitation by the Planning Committee, the Board then conducted a brainstorming session to develop preliminary objectives and initiatives. These addressed both outward-facing issues affecting the industry and society as well as inward-facing issues related to the needs of ASHRAE members and organizational efficiency. The final plan was drafted by the Planning Committee with Board oversight following multiple reviews including review by regional leadership teams. The final phase of development was preparation of implementation and tracking procedures, roll-out plans and budget estimates. Communication of the new plan to councils and committees began in Spring 2019 with formal implementation beginning in July 2019.

2021 MIDTERM UPDATE AND 1-YEAREXTENSION

In Spring 2021, the Board of Directors approved a midterm update and one-year extension of the 2019-2024 Strategic Plan. This update was recommended by the 2020-2021 Planning Committee due to recent events that altered how the Society completes its work and serves the industry. Revisions to the 2019-2024 Strategic Plan include lessons learned during the COVID-19 pandemic as well as rebooted/restarted initiatives to redirect resources.

Initiatives and goals reviewed were addressed in a way that would allow ASHRAE councils and committees to make significant traction with the already assigned tasks while considering any work in progress or already completed. Feedback from the Planning Committee liaisons assigned to each of the Presidential Ad Hocs was also taken into consideration to ensure efforts regarding the streamlining initiatives were addressed.

MISSION, VISION AND VALUES

As part of the Strategic Plan development process, the Planning Committee recommended that the Mission and Vision statements be revised to reflect ASHRAE's current work and aspirations more clearly. No changes were recommended to ASHRAE's Core Values.

Mission

To serve humanity by advancing the arts and sciences of heating, ventilation, air conditioning, refrigeration and their allied fields.

Vision


















A healthy and sustainable built environment for all.

Values

- Excellence
- Integrity
- Volunteerism
- Commitment
- Collaboration
- Diversity

GOALS AND OBJECTIVES

ASHRAE's leadership has identified **three goals**: to advance the industry, provide value to ASHRAE members and prepare the Society for the future and **objectives** that support each goal. **Four initiatives** have been identified to respond to these goals and objectives as shown in the table below. The initiatives are described in detail on the next page (p. 7).

GOAL 1 Position ASHRAE as an Essential Knowledge Resource for a Sustainable, High-Performance Built Environment	
OBJECTIVES	INITIATIVES
a. Utilize a holistic approach to ASHRAE's offerings and activities to drive positive economic, environmental and social impact through innovation in building design and operations	  
b. Expand capabilities globally to create, aggregate and disseminate essential information and knowledge focusing on emerging market trends and transformative approaches	 
GOAL 2 Maximize Member Value and Engagement	
OBJECTIVES	INITIATIVES
a. Infuse enthusiasm, vitality and diversity throughout ASHRAE events and services	
b. Expand the impact of collaboration and partnerships with industry organizations, universities and government agencies	  
c. Leverage technology to increase member engagement, awareness and value	 
GOAL 3 Optimize ASHRAE's Organizational Structure to Maximize Performance	
OBJECTIVES	INITIATIVES
a. Prototype and launch new approaches that will increase ASHRAE's relevance and speed to market for key offerings	  
b. Optimize ASHRAE's organizational systems and structures to increase capacity, efficiency and effectiveness	 
c. Cultivate industry and member philanthropy to extend ASHRAE's impact and reach	

KEY



Resilient
Buildings and
Communities



Indoor
Environmental
Quality



Organizational
Streamlining



Improve Chapter
Engagement, Capacity
and Support

STRATEGIC PLAN AREAS AND INITIATIVES

Initiatives provide a focus for the Society to drive advancement

Initiative Area: Built Environment of the Future

1

RESILIENT BUILDINGS and COMMUNITIES



The cycle of building development, design and construction is moving more rapidly than ever. Key stakeholders in the design, construction, and operation of buildings face new challenges of responding to a range of environmental, market and consumer-driven pressures. Increasingly, it is being recognized that “smart” buildings and integrated systems are central to successfully addressing challenges posed by climate change, natural disasters, accidents, disease and terrorism. ASHRAE must stimulate innovation and exploration related to these challenges, and promote best practices that enable adaptability, resilience and recovery of buildings and communities.

2

INDOOR ENVIRONMENTAL QUALITY



The indoor environment is increasingly recognized as the leading priority for built environment, with implications extending beyond simple acceptability of indoor conditions to its influence on productivity, learning and health. The indoor environment of the future identifies and optimizes interactions among air quality, thermal comfort, lighting and acoustics, based on a firm understanding of implications for occupants’ health and wellness. ASHRAE convenes and collaborates with experts and stakeholders across the industry to engage in discussion and exploration of this topic to accelerate collective knowledge in the field. This initiative aims to elevate ASHRAE’s role in facilitating this discussion, generating thought leadership and promoting understanding of indoor environmental quality (IEQ) among practitioners.

Proposed Edit for Initiative 1:

INITIATIVE 1

RESILIENT BUILDINGS AND DECARBONIZATION

The pace of change in building design, development, construction, and operation is increasing rapidly, driven by increasing global challenges associated with increasing building-related GHG emissions. By 2030, all new buildings must be built to achieve net zero operational GHG life cycle emissions, with all existing buildings retrofitted to net zero emissions standards by 2050. ASHRAE must work with building industry partners to accelerate innovation, define global best practices, and develop technical guidance, standards, training, and other tools to support building decarbonization while assuring high levels of indoor environmental quality, sustainability, and resilience.

and resources to the most impactful pursuits. This initiative intends to improve internal governance, volunteer and staffing structures to ensure a strong connection across the societal organization and its chapters around the globe.

4

IMPROVE CHAPTER ENGAGEMENT, CAPACITY and SUPPORT



ASHRAE must evaluate and develop methods to better engage chapters, regions and the members they serve in an integrated way. A more supportive and proactive strategy for chapter and regional oversight will minimize variability and ensure that all ASHRAE members experience a strong and valuable connection to the local and societal component.

INITIATIVE 1
RESILIENT BUILDINGS and
COMMUNITIES



BACKGROUND

Buildings and integrated systems are central to successfully addressing challenges posed by climate change, natural disasters, accidents, disease, and terrorism.

ASHRAE must stimulate innovation and exploration related to these challenges, and promote best practices that enable adaptability, decarbonization, resilience and recovery of buildings and communities.

Table 1 provides more detail:

TABLE 1

BUILT ENVIRONMENT OF THE FUTURE: Resilient Buildings and Communities Building Decarbonization		
Resources	In addition to normal financial resources (e.g., research and publications budgets and reserve fund), there is an opportunity for funding from government agencies, foundations, and international agencies such as the United Nations, World Bank, and other humanitarian organizations.	
Benefits	<p>To the Society: Establish a leadership role in advancing new practice paradigms and raising awareness about the importance of resilient buildings and communities. Revenue resulting from repurposing of existing guidelines, development of new content and guidelines.</p> <p>To the Member: Access to new research results and practice tools. Association with ASHRAE mission to serve humanity.</p>	
Desired Outcomes	<p>1. Establish and maintain at least two new partnerships (MoU or leverage existing partnerships) with external organizations, societies, or government agencies and collaborate on resilient buildings and communities research and the development/adoption of standards, guidelines, programs, rating systems and educational materials.</p> <p>2. Develop, publish and maintain a Resilient Building or Resilient Building/Community Standard, accompanying Design Guide(s) and design tools, educational programs and materials for adoption and use in adapting to climate change in vulnerable geographic areas.</p> <p>3. Benchmark and track membership awareness of resilience practices and set targets for improved awareness over the next 5 years.</p>	
Key Stakeholders	<ul style="list-style-type: none">ContractorsEngineersArchitectsBuilding OperatorsRelief Organizations	<ul style="list-style-type: none">Insurance CompaniesGovernmentsLaw Enforcement AgenciesFinancial InstitutionsUnited Nations Office for Disaster Risk ReductionManufacturersRetailers RelatedSociety Committees

INITIATIVE 1

RESILIENT BUILDINGS AND DECARBONIZATION

Proposed edit for Initiative 1



BACKGROUND

Eliminating GHG emissions from the built environment is essential to addressing global climate change's negative human and environmental impacts.

ASHRAE must work with building industry partners to accelerate innovation, define global best practices, and develop technical guidance, standards, training, and other tools to support building decarbonization while assuring high levels of indoor environmental quality, sustainability, and resilience.

Table 1 provides more detail:

TABLE 1

<u>BUILT ENVIRONMENT OF THE FUTURE: Building Decarbonization</u>	
<u>Resources</u>	<u>Funded through ASHRAE research and publications budgets along with ASHRAE reserve funds. The potential exists for funding partnerships with other foundations, government entities, and non-governmental organizations.</u>
<u>Benefits</u>	<p><u>To Humanity: Help reduce building greenhouse gas emissions impact on the environment resulting in reduced indoor and outdoor air pollution, lower energy consumption and costs, and improved community health and wellbeing.</u></p> <p><u>To the Society: Establish a leadership role in advancing new industry practices and raising awareness about the importance of reducing building greenhouse gas emissions and increasing community resilience. Revenue resulting from sales of standards, other publications, and educational programs.</u></p> <p><u>To the Member: Access to new research results, practices, and tools. Association with ASHRAE mission to serve humanity.</u></p>
<u>Desired Outcomes</u>	<ol style="list-style-type: none"> <u>1. Add to body of scientific knowledge to advance technologies and industry practices to minimize building GHG emissions while assuring high levels of building indoor environmental quality, sustainability, and resilience.</u> <u>2. Establish and maintain at least two new partnerships (through Memorandums of Understanding or by leveraging existing partnerships) with external organizations, societies, or government agencies to collaborate on resilient buildings and communities research and the development/adoption of standards, guidelines, programs, rating systems and educational materials.</u> <u>3. Develop, publish, and maintain a Whole Life Carbon Building Standard, accompanying Design Guides and design tools, educational programs and materials for adoption and use to address building decarbonization.</u> <u>4. Establish partnerships with key scientific, technical, government, and non-governmental organizations to advance building decarbonization research, technology, education, and policy. Seek to promote communication among researchers, practitioners, and policymakers through conferences, publications, and marketing efforts.</u>
<u>Key Stakeholders</u>	<ul style="list-style-type: none"> <u>General Public</u> <u>Architects</u> <u>Financial Institutions</u> <u>Policymakers</u> <u>Contractors</u> <u>Educational Institutions</u> <u>Building Owners</u> <u>Governments</u> <u>Society Councils & Committees</u> <u>Engineers</u> <u>Manufacturers</u>



BACKGROUND

The indoor environment is increasingly recognized as the leading priority for built environment as we navigate the current pandemic, with implications extending beyond simple acceptability of indoor conditions to its influence on individual and environmental health, learning, and productivity. The indoor environment of the future identifies and optimizes interactions among outdoor air quality, indoor air quality, thermal comfort, lighting, and acoustics, based on a firm understanding of implications for occupants' health and wellness. ASHRAE convenes and collaborates with experts and stakeholders across the industry to engage in discussion and exploration of this topic to accelerate collective knowledge in the field. This initiative aims to elevate ASHRAE's role in facilitating this discussion, generating thought leadership and promoting understanding of indoor environmental quality (IEQ) among practitioners.

Strategically, ASHRAE created the Epidemic Task Force to develop and provide guidance surrounding Sars-COV-2 which greatly impacted the indoor air quality environment.

Table 2 provides more detail:

TABLE 2

BUILT ENVIRONMENT OF THE FUTURE: Indoor Environmental Quality			
Resources	Can be funded through technology, publishing and education budgets. Potential exists for funding partnerships with foundations and non-governmental organizations.		
Benefits	<p><u>To the Society:</u> Establish leadership role in advancing new practice paradigms and improving quality of indoor environmental health for buildings and their occupants. Revenue resulting from sales of standards, other publications, and educational programs.</p> <p><u>To the Member:</u> Access to new research results and practice tools. Association with ASHRAE mission to serve humanity.</p>		
Desired Outcomes	<ol style="list-style-type: none"> 1. Add to body of scientific knowledge on the relationship of IEQ to health, productivity, and well-being of building occupants and develop practical methods for estimating the economic value of improvements in IEQ such as reduced sick days, reduced health care costs, and improved student learning. 2. Develop knowledge and guidance on understanding the ability to reduce the risk to occupant's health and wellness through different applications and adaptations of HVAC&R systems. 3. Develop an IEQ standard based on health and productivity objectives that addresses air quality, thermal environment, light, sound, and vibration in an integrated way. 4. Establish partnerships with key scientific, technical, and government organizations to advance IEQ research, technology, and policy. Seek to promote communication among researchers, practitioners, and policymakers through conferences, publications, and marketing efforts. 		
Key Stakeholders	<ul style="list-style-type: none"> • Policymakers • General Public • European Committee for Standardization (CEN) • Environmental Health Committee and Councils and Committees affected 	<ul style="list-style-type: none"> • International Well Building Institute • Regulatory bodies • US General Services Administration (GSA) • US Dept. of Housing and Urban Development (HUD) 	<ul style="list-style-type: none"> • International Standards Organization (ISO) • Green Building Councils • National Center for Healthy Housing • Foundations interested in wellness/health



BACKGROUND

ASHRAE is a large and complex organization with hundreds of technical, standards, and managerial committees, supported by a rich network of leaders and subject matter experts. ASHRAE will reach its potential for leadership and influence through an organizational structure that eliminates redundancy, has flexibility to adapt to regional differences, and allocates valued time and resources to the most impactful pursuits. This initiative intends to improve internal governance, volunteer, and staffing structures to ensure a strong connection across the societal organization and its chapters around the globe.

Table 3 provides more detail:

TABLE 3

FUTURE OF ASHRAE: Organizational Streamlining	
Resources	Financial contributions, which are expected to be minimal, from the operating budgets of the Councils and Standing Committees. The major resource needed will be time from our volunteer members/leaders at the grassroots and Society level, as well as staff.
Benefits	<p><u>To the Society:</u> A more flexible, efficient and effective operational framework allowing volunteer time, staff talent and other resources to be reinvested in targeted areas to drive this plan.</p> <p><u>To the Member:</u> A more accessible association that is using resources to the highest and best use to advance the profession. Ability to move to market more rapidly will result in increased credibility and relevancy of the Society with members and the industry as a whole.</p>
Desired Outcomes	<ol style="list-style-type: none"> 1. Evaluate the staff/volunteer support structure to optimize volunteer engagement, efficiency and effectiveness of the Society (e.g. volunteer time efficiency). Present and implement findings to support the delivery of key products and services (e.g. Guidelines, Standards, Research, Publications, and Programs) with less cost, reduced time to market and an advancement in market responsiveness. 2. Redesign leadership/governance structure to support increased operational efficiency and effectiveness of the organization. 3. Targeted streamlining for operational efficiency and effectiveness through reduction of overlap and optimization of quantity, scopes, and processes (e.g. merging of technical committees for cross communication, efficiency and effectiveness). 4. Increase efficiency of Winter and Annual conferences by reducing volunteer time, staff time, and financial expenditures at Winter and Annual conferences by at least 20%.
Key Stakeholders	<ul style="list-style-type: none"> • ASHRAE Membership • Industry • Leadership of the Board, Councils and Committees affected

INITIATIVE 4 IMPROVE CHAPTER ENGAGEMENT, CAPACITY and SUPPORT



BACKGROUND

ASHRAE must evaluate and develop methods to better engage chapters, regions, and the members they serve in an integrated way. A more supportive and proactive strategy for chapter and regional oversight will minimize variability and ensure that all ASHRAE members experience a strong and valuable connection to the local and societal components.

Hybrid¹ learning and meetings are an integral part of this connection.

Table 4 provides more detail:

TABLE 4

FUTURE OF ASHRAE: Improvement of Chapter Engagement, Capacity and Support	
Resources	Can be funded through Members Council budget. Other resources in place include Manual of Chapter Operations, Basecamp and www.ashrae.org/chapterresources .
Benefits	<p><u>To the Society</u>: Improve operational efficiency to enable chapters, regional leadership and the society to share resources and information more effectively. Accountability for Chapter success is clearer with standardized guidelines and performance metrics. The Society will receive additional revenue resulting from increased Chapter member recruitment and retention.</p> <p><u>To the Member</u>: Ability to more deeply and more meaningfully engage with ASHRAE's mission.</p>
Desired Outcomes	<ol style="list-style-type: none"> 1. Use a standardized Society-wide system for collecting, recording and benchmarking Chapter-level data and performance metrics. The system will provide an efficient and streamlined process for the exchange of resources and information among Society, Regional leadership and the Chapters. 2. Develop and standardize program guidelines, training, and associated resources based on best practices for all ASHRAE Chapters where possible. When regional differences require flexibility, adapt those guidelines as needed while maintaining the desired outcome (templates, examples, CRC and centralized training). 3. Evaluate methods to “coach” new officers/chairs in each chapter on the duties of their position/role and how best to accomplish them. Also assist them in seeking coordinated collaboration with outside groups when beneficial. 4. Strengthen chapter programs, for example by expanding the Distinguished Lecturer program and reviewing the Short Course business model. 5. Develop methods for promoting the value and benefits of employee participation in ASHRAE to employers to encourage sponsorship and support.
Key Stakeholders	<ul style="list-style-type: none"> • Chapter leadership • Industry associations and organizations within and outside of the US • ASHRAE Members • Universities • A/E Firms

¹Hybrid is defined as a combination of virtual and face to face meetings.

FINANCIAL IMPACT, BUDGETING PROCESS AND RECOMMENDATIONS

The fiscal impacts of the 2019-2024 Strategic Plan are built into the ASHRAE annual budgeting process. This is done in concert with annual planning for the Society theme activities and current cost reduction efforts. The councils and committees provided updates and submitted their budget forecasts in early March 2019 to Finance Committee, Planning Committee and Executive Committee. The updates included support for the 2019-2024 Strategic Plan.

ASHRAE Executive Committee reviewed all budget forecast proposals during their Spring 2019 meeting and developed a list of program and financial priorities. Based on these recommendations, Finance Committee updated the current-year ASHRAE budget and forecasts through 2022. The Treasurer presented this budget to the Board for approval at the 2019 Annual Conference in Kansas City.

Proposals for future work for Society years 2020-2025 resulting from the Society theme initiatives, ad hoc recommendation, or council or committee program must include a minimum three-year budget analysis along with the project's fiscal impact statement and the resulting benefits to the Society. The fiscal impact analysis shall be submitted initially for approval by the Board through Finance Committee and then be updated with actual cost to date for the current fiscal year, cost since inception and updated budget forecasts for the next three fiscal years if the project is expected to extend beyond the current fiscal year. For inclusion in the next fiscal year's budget and future year's forecasts, updates shall be submitted for approval by the Board annually at the winter meeting by the council or committee responsible for the project's oversight and management.

No additional fiscal impact was implemented as a result of the extension of the Strategic Plan.



IMPLEMENTATION

The following measures will be used to assist with the implementation of the Strategic Plan.

1. **Member Satisfaction:** Member Services, under the leadership of the Planning Committee, to establish an annual member survey with consistent satisfaction metrics to allow for year-over-year evaluation of the Strategic Plan.
2. **Member Engagement and Retention:** Institute effort and imagination in developing member retention programs similar to what has been successfully implemented for new member retention activities. Institute special initiatives to increase volunteer engagement:
 - a. Planning Committee should coordinate and conduct a focused workshop/focus group exercise with Membership Promotion Committee, Chapter Technology Transfer Committee, ASHRAE Learning Institute, and Handbook Committee to develop a common collaboration and integration strategy for member retention.
 - b. Strengthen volunteer engagement at the Chapter level by expanding recommended chapter committee and subcommittee structures within Chapter Operations Manual and promote consistent annual population of the structure through the PAOE program.
 - c. Expanding chapter committee and subcommittee structures for non-North American Chapters recognizing the unique needs and opportunities for these chapters to engage chapter members.
 - d. Institute a yearly membership drive to promote and increase active membership and participation in Technical and Standards Committees.
3. **Operational Efficiency:** ExCom to study and focus on trends in the Operating Cost per Member and develop strategies and action items to bring to the Board to optimize operational efficiency.
4. **Market Responsiveness:** Pub Ed Council and Tech Council to redesign their respective product to market processes to reduce the average time to market for our products. The current average time to market of 6.8 years must be shortened if we are to stay relevant as market leaders. This metric might only be improved by concentrating on processes such as “one product at a time.”
5. **Research Leadership:** Focus on leveraging ASHRAE Research dollars with matching funds from other research partners and funding sources. This may require dedicated staff to track and manage if we are to be effective. Senior thought leadership should be engaged along with the Manager of Research, Tech Council, RAC and TAC to develop strategies and metrics to maximize the return on investment and conversion of research into practical application guidelines and standards in research topics of interest and concern to the ASHRAE membership.

**MINUTES****BOARD OF DIRECTORS MEETING****ATLANTA, GA****Wednesday, February 8, 2023**

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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Wednesday, February 8, 2023

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PRINCIPAL APPROVED MOTIONS

Board of Directors Meeting
Wednesday, February 8, 2023

No. - Pg.	Motion																
1 – 8	Members Council recommends to the Board of Directors that Society approve all committee chairs reporting to Members Council replace their Board ExOs as voting members on Members Council as of 2023-24. The Board ExOs would change to non-voting members of the Members Council.																
2 - 8	<p>Members Council recommends to the Board of Directors that the Rules of the Board be updated as follows:</p> <p>1.300.004.2 Public Policy Issue Briefs</p> <p>The Government Affairs Committee shall be responsible for archiving, publication and distribution of Public Policy Issue Briefs. GAC shall maintain the current list of approved PPIBs on the ASHRAE website, <u>and shall review each PPIB on an annual basis, and determine whether to update or rescind the PPIB. Each version of a PPIB will contain a statement indicating when it was created or updated. it expires and shall not be longer than one year after approval. (22-02-02-15)</u></p>																
3 - 9	Members Council recommends to the Board of Directors that Society approve the Eunice Newton Foote Decarbonization Award subject to review of the criteria with the first presentation occurring at the 2024 Annual Conference Plenary.																
4 - 9	<p>Members Council recommends to the Board of Directors that the Rules of the Board be updated as follows:</p> <p style="text-align: center;">2.200 Board of Directors 2.200.010 The Board of Directors elects the following:</p> <table border="1" data-bbox="418 1171 1421 1753"> <tr> <td>ASHRAE Hall of Fame</td><td>2 or more negative votes defeats</td></tr> <tr> <td>Honorary Member</td><td>2 or more negative votes defeats</td></tr> <tr> <td>F. Paul Anderson Award</td><td>2 or more negative votes defeats</td></tr> <tr> <td>Pioneers in the Industry</td><td>2 or more negative votes defeats</td></tr> <tr> <td>Fellow</td><td>4 or more negative votes defeats</td></tr> <tr> <td>Louise and Bill Holladay Distinguished Fellow Award</td><td>4 or more negative votes defeats</td></tr> <tr> <td>Andrew T. Boggs Service Award</td><td>4 or more negative votes defeats</td></tr> <tr> <td>ASHRAE Award for Distinguished Public Service</td><td>4 or more negative votes defeats</td></tr> </table> <p>2.200.010.2 Society level awards as delineated in ROB 2.411.003.3 and 2.411.003.4. 2.200.010.3 Nominations submitted to the Board by a three-person BOD subcommittee appointed by the President.</p>	ASHRAE Hall of Fame	2 or more negative votes defeats	Honorary Member	2 or more negative votes defeats	F. Paul Anderson Award	2 or more negative votes defeats	Pioneers in the Industry	2 or more negative votes defeats	Fellow	4 or more negative votes defeats	Louise and Bill Holladay Distinguished Fellow Award	4 or more negative votes defeats	Andrew T. Boggs Service Award	4 or more negative votes defeats	ASHRAE Award for Distinguished Public Service	4 or more negative votes defeats
ASHRAE Hall of Fame	2 or more negative votes defeats																
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Louise and Bill Holladay Distinguished Fellow Award	4 or more negative votes defeats																
Andrew T. Boggs Service Award	4 or more negative votes defeats																
ASHRAE Award for Distinguished Public Service	4 or more negative votes defeats																

	<p>2.200.010.3.1 Nominating committee, eight members and eight alternates (SBL 7.6)</p> <p>2.200.010.3.2 Technology, Publishing and Education Councils</p> <p>2.200.010.3.3 Standards Committee (SBL 7.9)</p> <p>2.200.010.3.4 Research Administration Committee (SBL 7.7)</p> <p>2.200.010.3.5 Technical Activities Committee (SBL 7.8)</p> <p>2.200.010.3.6 Handbook Committee</p> <p>2.200.010.4 Scholarship Trustees</p> <p>2.200.010.5 ASHRAE Foundation Trustees</p> <p>2.200.010.6 Other recipients of Society-level awards</p>
5 - 10	Members Council recommends to the Board of Directors that the Handbook Online be an additional member benefit options.
6 – 11	<p>MOTION 5 be amended as shown below:</p> <p>Members Council recommends to the Board of Directors that the Handbook Online <u>be an additional</u> replace Handbook PDF as one of the member benefit options.</p>
9 - 13	The choice of a Certification Study Guide be included as a member benefit option.
10 - 14	<p>The Technology Council recommends that the following be approved as a consent motion:</p> <ul style="list-style-type: none"> ➤ Standards Committee recommends that BSR/ASHRAE/IES Addendum c (<i>Title, Purpose, and Scope change</i>) to <i>ANSI/ASHRAE/IES Standard 90.2- High-Performance Energy Design of Residential Buildings</i>, be approved for publication. ➤ Standards Committee recommends that BSR/ASHRAE/ICC/USGBC/IES Addendum v (<i>Acoustics Clarification to Lmax and cSTC for interior background sound noises</i>) <i>ANSI/ASHRAE/ICC/USGBC/IES Standard 189.1-2020, Standard for the Design of High-Performance Green Buildings Except Low-Rise Residential Buildings</i>, be approved for publication. ➤ Standards Committee recommends that BSR/ASHRAE/ICC/USGBC/IES Addendum w (<i>Air tightness changes for air leakage testing</i>) to <i>ANSI/ASHRAE/ICC/USGBC/IES Standard 189.1-2020, Standard for the Design of High-Performance Green Buildings Except Low-Rise Residential Buildings</i>, be approved for publication. ➤ Standards Committee recommends that BSR/ASHRAE/ICC/USGBC/IES Addendum x (<i>Occupancy Groups Changes</i>) to <i>ANSI/ASHRAE/ICC/USGBC/IES Standard 189.1-2020, Standard for the Design of High-Performance Green Buildings Except Low-Rise Residential Buildings</i>, be approved for publication. ➤ Standards Committee recommends that BSR/ASHRAE Standard 228-202x, <i>Standard Method of Evaluating Zero Net Energy and Zero Net Carbon Building Performance</i>, be approved for publication.

11 - 15	<p>Technology Council recommends to the Board of Directors that ROB 2.420.001.1 REF-CPPC Membership, be revised as shown:</p> <p>2.420.02 MEMBERSHIP</p> <p>2.420.002.1 Composition) (91-01-24-63/99-01-28-80/99-06-24-36/00-02-10-64B/06-01-26-29) The members of this committee are as follows</p> <p>A. Twelve (12) <u>Fourteen (14)</u> voting members, including a chair, and a vice chair,</p> <p>B. Non-voting members include a Board ex-officio member and Coordinating officer.</p> <p><u>C. Non-voting members from liaison associations shall be assigned by the Society President as appropriate.</u></p> <p><u>D. Chairs of ASHRAE Committees shall be assigned as non-voting members as appropriate.</u></p>
12 - 16	<p>Society Rules Committee recommends to the Board of Directors that ROB Section 1.201.027.4 regarding the ASHRAE Travel Reimbursement Policy be revised as follows:</p> <p>1.201.027.4 Conditions</p> <p>A. Transportation</p> <p>...</p> <p>B. Documentation</p> <p>1. Travel expense reimbursement claims must be made on the approved ASHRAE form and must bear the signature of the Society officer or chair authorizing the travel, if applicable.</p> <p>2. All claims should be submitted to ASHRAE's comptroller within 30 days of the travel date. Claims submitted after 90 days will not be reimbursed.</p> <p>3. Original receipts, or electronic copies of original receipts, or tickets, must be included with any travel reimbursement claim and must clearly show the amount claimed. With the advent of ticketless travel, a receipt from the travel agency or airline or a credit card statement will be acceptable.</p> <p>4. Reimbursement will not be made when a member chooses to use personal Frequent Flyer Miles for transportation.</p> <p>5. All claims shall be paid in USA or Canadian currency. The exchange rate will be determined at the time the claim is processed by ASHRAE.</p> <p><u>6. Society issued credit card benefits are the property of the party to whom the card is issued.</u></p>
13 – 16	<p>Society Rules Committee recommends to the Board of Directors that the Board of Directors Reference Manual be approved as presented in ATTACHMENT C.</p>

ACTION ITEMS

Board of Directors Meeting
Wednesday, February 8, 2023

No. - Pg.	Responsibility	Summary of Action	Status	Goal Date
1 – 2	Littleton	Send a letter of sympathy and condolences to members of the Turkish Chapter.		
2 – 6	Knight	Reach out to TC 1.5 and anyone on the BOD or within Society to determine the following – Who are the consultants we might reach out to and what is the estimated budget? What is on Society’s wish list? Is there a priority that we might want to focus on? Mr. Knight will bring feedback and recommendations in two weeks. ExCom will discuss and the BOD will review and discuss at the March 27 BOD meeting.		
3 – 17	Maston	Work with Technology Council to address the issue of domestic gas stoves producing pollutants.		



BOARD OF DIRECTORS MINUTES

Wednesday, February 8, 2023

MEMBERS PRESENT:

Farooq Mehboob, President
Ginger Scoggins, President-Elect
Dennis Knight, Treasurer
Billy Austin, Vice President
Dunstan Macauley, Vice President
Sarah Maston, Vice President
Ashish Rakheja, Vice President
Jeff Littleton, Secretary
Steven Sill, Region I DRC
Ronald Gagnon, Region II DRC
Mark Tome, Region III DRC
Bryan Holcomb, Region IV DRC
Jim Arnold, Region V DRC
Susanna Hanson, Region VI DRC
Chris Gray, Region VII DRC
Randy Schrecengost, Region VIII DRC

Tyler Glesne, Region IX DRC*
Devin Abellon, Region X DRC
Eileen Jensen, Region XI DRC
John Constantinide, Region XII DRC
Cheng Wee Leong, Region XIII DRC
Andres Sepulveda, Region XIV DRC
Bassel Anbari, RAL RMCR
Blake Ellis, DAL
Luke Leung, DAL
Wei Sun, DAL*
Dru Crawley, DAL
Ken Fulk, DAL
Art Giesler, DAL
Wade Conlan, DAL
Kishor Khankari, DAL
Adrienne Thomle, DAL

GUESTS PRESENT:

James W. Earley, Jr.
Steve Rosenstock
Varun Jain
Joshua DeYoung
Beatriz Quinones
Anther Naseem Siddiqui*
Bill Walter*
Connor Murray*
Omar Rojas*

Kevin Marple
Berry Dillard
Buzz Wright
Matt Rowe
Jayson Bursill
Jonathan Smith
Craig Wray*
David Roberts*
Derrick Nesfield*
Scott Peach*

Trent Hunt
Bill McQuade
Mahroo Eftekhari
Zehui Hong
Chandra Sekhar
Amber Thomas*
Enea Dimitris Tseno*
Joshua Vasudevan*
Nivedita Jadhav*
Van Baxter*

STAFF PRESENT:

Candace DeVaughn, Manager - Board Services
Chandrias Jolly, Assistant Manager - Board Services
Joyce Abrams, Director - Member Services
Vanita Gupta, Director - Marketing
Kim Mitchell, Chief Development Officer
Mark Owen, Director - Publications & Education
Stephanie Reiniche, Director - Technology
Alice Yates, Director - Government Affairs

Craig Wright, Director of Finance
Daniel Gurley, Mgr. – Membership & Member Contact Center*
Heather Kennedy, Editor, ASHRAE Handbook*

*Virtual Attendee

CALL TO ORDER

Mr. Mehboob called the meeting to order at 2:02 pm.

CODE OF ETHICS

Mr. Mehboob read the code of ethics statement.

ROLL CALL/INTRODUCTIONS

Introductions were conducted; members, guests, and staff in attendance as noted above.

Bassel Anbari, Region-at-Large RMCR, served as alternate for Director Mittal. Mr. Anbari had voice but no vote.

REVIEW OF MEETING AGENDA

Mr. Mehboob led a moment of silence in recognition of the devastating earthquake in Turkey.

Mr. Littleton will send a letter of sympathy and condolences to members of the Turkish Chapter.

AI - 1

Mr. Mehboob reviewed the meeting agenda. 'IAQ Related to Residential Stoves' was added to *New Business*.

2023 WINTER CONFERENCE REPORT

Mr. Littleton congratulated everyone on a fantastic AHR Expo and Winter Conference. Staff Directors were asked to provide updates on their respective areas.

Ms. Abrams reported:

Conference registration totals, including companions was 3,479. This compares to 2,916 in Las Vegas (2022), 2,932 in Orlando (2020), and 2,765 in Atlanta (2019).

The most popular in-person session was *The Evolution of Thermal Energy Storage for Cooling Applications: The Past, Current and Future*, with 190 attendees.

The most popular live streamed session was *Back to Basics with Hydronics: The OG of HVAC Systems*, with 137 in-person attendees and 70 livestream attendees.

Number of meetings conducted at the Conference:

- 58 Virtual in Advance
- 294 Hybrid During Conference
- 110 In-Person Only During the Conference
- 462 Total Meetings

Conference sponsorships totaled \$96,000 gross and \$79,060 net to Society.

Mr. Owens reported:

The total preliminary combined sales from the hotel bookstore and Expo bookstore was \$87,924; which was more than twice Las Vegas 2022 and only \$9,000 short of Atlanta 2019. For context, the average for the past ten years was about \$140,000.

The top three sellers at the bookstore were *Pocket Guides* and the 2022 editions of Standards 62.1 and 90.1.

The total for ALI course registrations was 734 which was just 12 short of Atlanta 2019. The revenue total was \$147,445 which was ahead of Atlanta 2019 by \$15,000 but \$46,000 more than Las Vegas 2022. For context, the average revenue for the last ten years is about \$175,000.

The top three ALI courses were:

Fundamentals of Decarbonization Design, Systems, and Equipment Applications
Advanced Designs for Net Zero Energy Low Carbon Buildings
Healthcare Facilities: Best Practices for HVAC Design and Operation

Ms. Gupta reported:

The ASHRAE booth at the AHR Expo had 785 visitors. The ASHRAE bookstore at the Expo had 101 visitors. Six new members joined ASHRAE at the booth.

There was a booth panel dedicated to downloading the new building performance standard technical guide that the TFBF developed. There were a total of 555 downloads.

Mr. Mehboob thanked Staff Directors, volunteer leadership, and Mr. Littleton for their great work.

OPEN SESSION – ADDRESSES TO THE BOARD OF DIRECTORS

Ms. Scoggins read comments submitted online from members (ATTACHMENT A).

Other members were invited to address the BOD. Those comments are summarized below:

Trent Hunt – *Wanted to say ‘thank you’ to Kim Mitchell as it is her last week at ASHRAE. She did so much to help with fundraising and to help Society get a wonderful, beautiful building that we can share with the BOD.*

Kim Mitchell – *Appreciate the thanks and recognition. The BOD is wonderful. The members are what make ASHRAE so special and they are who I’m going to miss the most. Appreciate the relationships I’ve developed and the good times we’ve had. If I can be of service in the future, I am always open to that. Wish you all the best.*

Eleazar Rivera (Leadership U, Monterrey Chapter) – *It was an honor to be apart of Leadership U. Important for the Chapter and global community to feel integrated and welcome. ‘Thank you’ to Ms. Maston, my mentor. I am the CRC Chair for the upcoming CRC in Monterrey; ‘thank you’ that that team. Please join us in Mexico.*

Zehui Hong (LeaDRS, Central AZ) – *Thank you to Mr. Abellon for sponsoring me. This was my first time attending an ASHRAE Conference; very excited and very memorable. ‘Thank you’ to the members of Region X. Experienced how ASHRAE has become a family. Will miss this experience.*

Sierra Spitulski (Leadership U, Southern California Chapter) – *The conference was not at all what I envisioned. The amount of work that you do is very impressive, and you handle it with such grace. Don’t know that I could sit in these meetings for as long as you do. I was Mr. Rakheja’s shadow. BOD members are true marathon runners in this world of ASHRAE; really something to be proud of and I wish more people could see this side of Society. The technical programs were*

wonderful. Thank you for the opportunity, it has been an honor. Didn't know this part of ASHRAE existed and I am grateful to know that now. Thank you.

BOD SUBCOMMITTEE REPORTS

STRATEGIC BUSINESS DEVELOPMENT

Mr. Macauley reported on behalf of the subcommittee. The full report is included in ATTACHMENT B. He thanked the subcommittee members, Mr. Owen, and Ms. Harr for their great work.

He reviewed the subcommittee's recommendations.

He reported that Pub Ed Council was currently reviewing their business approach and how products are sent to market. The Council is looking to not just translate courses, but to ensure that they have been adopted to the local market; in terms of not just language, but who the instructors are, and how the courses can best suit the engineering market in that country.

Working to identify high grossing publications and how those publications can be translated.

Would like to work with other organizations in the built environment to help foster the work that is currently being done. Ensuring that we remain a good partner and use that opportunity to expand Society's reach.

The subcommittee is continuing to work on other goals in the work plan as well.

In addition to work assigned, based on the results of the roundtable conducted here in Atlanta, the Subcommittee was tasked by Mr. Mehboob to look into artificial intelligence (AI) and its impact on Society. Specifically, how can AI be implemented and integrated across Society's current platforms.

The floor was opened for comments and questions. Those comments are summarized below:

(Mr. Khankari) – This topic is not that easy to deal with. All very good recommendations. What I am curious about is where should we put our reference that will give us maximum return on membership? Will it be possible to come up with one or two recommendations that the BOD can consider and take action on?

(Mr. Macauley) – Still conducting analysis; hope to have even more recommendations on products and services that we can invest in. Decided to provide incremental recommendations that are currently being implemented by councils and committees. Trying to expedite that process.

Mr. Mehboob asked for input from BOD members on how to proceed regarding AI. How should Society take the first baby steps? Comments and input is summarized below:

(Mr. Knight) – Depends on whether you are using an open AI tool or a closed and private one. The data lake that you create that would use our information. Don't know that it is ever turned loose, will need to continually have subject matter experts vet answers, and try to correct errors.

(Mr. Leung) – Let's try to identify three of the best AI firms and reach out to them. Some IT companies that some of you are working with, we can learn with them.

(Mr. Rakheja) – Supporting Mr. Leung’s point, even back in India, discussions are taking place with specialists who are talking about integrating. In case we see the BOD looking at this, outside consultants are more viable because the disruption will come from IT only.

We have no idea what AI can do for us.

(Mr. Khankari) – If we try to remain complacent with linear growth, we will be miniscule. ASHRAE AI is a very broad term, and the devil is in the details. First need to define what we want and what AI can do for us. Need to define goals and objectives then we can go out and find who can do it.

(Mr. Anbari) – Great idea and we need to address this. Need to understand and define what we are looking for. Don’t think ASHRAE understands the full capabilities of AI. Need to identify how AI can help members and deliver our message to the members. What can AI do to improve member services?

(Mr. Crawley) – AI is a broad range of things that can be done using data that we would not normally see. I’ve seen people already starting to use it. My own company is experimenting with having marketing materials drafted by AI. Lots of opportunities. Need to look at where this can benefit Society.

(Mr. Gray) – If we are just looking at this to organize data we have now, we are wasting our time. Need to think what could happen with this technology to replace each and every one of us and think bigger than just organizing data. There is nothing that would keep this technology for developing base design for a building right now. We have to think how we can leverage that to be a higher value service as an industry to our customers. Have to proactively work with those entities. Have an opportunity to get out in front of it.

(Mr. Littleton) – This is a really important conversation. Look at AI as four buckets – How do we frame the information? How do we use AI for ASHRAE performance as an organization? How do we use it to deliver benefits better? And how do we equip and what standards are needed for the development of AI in the building community?

Great opportunities and threats at the same time.

(Mr. Sun) – Mr. Littleton summarized the issue very well. Would like to see the extension for the building automation technology. Part of the technology and benefits to our members and the industry. May need to have multiple buckets with a different focus.

(Mr. Macauley) – Can also be used as a predictive tool. Very important piece that we have to get ahead of, to not only protect our documents and standards but how we protect the work of our members as well. A lot of opportunities and a huge threat at the same time. Have to be ahead of it to identify threats and come up with solutions to mitigate threats. Really critical and timely.

Mr. Mehboob summarized the comments – Society needs to think bigger. We don’t really know the capabilities of AI and we need to learn what it really can do. Might have a wish list that we want to achieve. The path forward can be incremental.

Mr. Knight will reach out to TC 1.5 and anyone on the BOD or within Society to determine the following – Who are the consultants we might reach out to and what is the estimated budget? What is on Society's wish list? Is there a priority that we might want to focus on? Mr. Knight will bring feedback and recommendations in two weeks. ExCom will discuss and the BOD will review and discuss at the March 27 BOD meeting.

Mr. Knight encouraged BOD members to reach out to him with ideas and suggestions.

SOCIETY STREAMLINING

Ms. Maston reported on behalf of the Subcommittee. The full report was attached to the agenda.

She reported that the Subcommittee had broken up into teams. The group has been interacting with the Councils and the BOD.

She reported that the plan is to approach streamlining in smaller bites.

Have found that virtual meetings are more effective in smaller groups. The downside is that individuals only hear comments from those in their group.

Had the opportunity here in Atlanta to regroup with Councils and lay out solutions developed.

Live polling was conducted using PollEverywhere. The Subcommittee is going to use the data in upcoming meetings as we make decisions on final recommendations, to be presented at the Spring BOD Meeting.

Ms. Maston thanked the BOD for their feedback.

She reported that the group will be having further discussions with council leadership and will draft ideas for BOD changes. Will present a draft report at the Spring BOD Meeting to include recommendations and an implementation plan.

PRESIDENTIAL AD HOC COMMITTEE AND BOD TASK GROUP REPORTS

INTERNATIONAL STANDARDS INTERACTION

Mr. Knight reported. In light of the discussions in ExCom, the committee will be going back to gather and consolidate information from the last seven years so the BOD can understand the business case and the fiscal impact can be better defined. This consolidation will be brought to ExCom in the next two weeks and can be reviewed and discussed by the BOD during the spring conference call. Recommendations will be considered a major structural change which will require a 60-day cooling off period.

ASHRAE BRAND RECOGNITION

Mr. Khankari reported. The full report was attached to the agenda.

He reviewed the goals of the group.

There was consensus from the BOD, via straw poll, that the work of this group should continue.

The floor was opened for comments. A summary of those comments are below:

(Mr. Leung) – How do we bring the brand to the people who are in authority and can recognize Society and adopt our standards? Suggested that manufacturers and real estate developers be

targeted in this way. Also suggested a bottom-up approach in terms of manufacturers, owners and operators. Top down and bottom-up approach with those most relevant to the industry.

(Mr. Khankari) – This work is not yet complete; still crawling. In principle, the broader brand recognition is one thing but reaching out to those who are not our core membership but are hungry for our information. Need to change our communication style then can easily develop publications for these groups.

(Mr. Macauley) – Need to focus on what can help us expand our mission and vision and expand revenue.

(Mr. Austin) – Want brand recognition with governments around the world.

(Mr. Gray) – If we are going after the big ask, in terms of development and other grant serving entities, it serves us well to have our name well recognized. If we aren't pursuing that, can see the argument to not focus on this.

(Mr. Khankari) – How many more members will we get from doing this activity? This is not about people on the street recognizing Society. Retired 'household' term a long time ago because we recognized this was not what we should be pursuing. Some of us own the businesses here. How do you grow your business?

(Mr. Mehboob) – Absolutely correct that marketing needs to be at the center and we have a highly professional Marketing Department. 'Thank you' to Ms. Gupta for all their great effort.

Of course, we want to be recognized in the industry as a brand. We are recognized as a brand in the industry.

Not all about money.

Suggest leveraging the army of our 55,000 members to get the message out.

HQ BUILDING AD HOC

Ms. Scoggins reported. The full report was attached to the agenda.

She reported that the group is working to optimize performance of HQ systems as they are still not optimized in terms of performance and operations. An IAQ monitoring system is being installed and fans are added. Additional analytics are being conducted as well.

It takes time to get everything right and that is what we are working on now.

Mr. Mehboob suggested the possibility of conducting tours for students and schools, either free or at a nominal fee to cover the cost.

Mr. Littleton reported that tours are currently conducted almost every week. Every volunteer group that comes to HQ gets a tour. Happy to use the building as a teaching tool. Proud of the building and want to show it off.

EFFICIENT AND HEALTHY SCHOOLS PROGRAM PARTNERSHIP WITH DOE

Mr. Constantinide reported. The full report was attached to the agenda.

This is a partnership with local school districts to apply for funding opportunities with DOE. Twelve Chapters responded to participate in the program.

He requested that the scope of this partnership project team be expanded beyond the efficient and healthy schools program. There are many other opportunities beyond the DOE funding opportunity announcement that funds schools. Can be expanded to all federal agencies and programs for commercial buildings.

Mr. Littleton reported that Ms. Yates and GAC have been very involved in this pilot program.

COUNCIL REPORTS**MEMBERS COUNCIL**

Ms. Scoggins moved that

1. Members Council recommends to the Board of Directors that Society approve all committee chairs reporting to Members Council replace their Board ExOs as voting members on Members Council as of 2023-24. The Board ExOs would change to non-voting members of the Members Council.

Ms. Scoggins provided background on the motion. She reported that in ongoing efforts by the Board and councils to streamline internal processes of Society, this would qualify as a valuable contribution. Chairs are already in attendance at Members Council to give updates. This motion would allow them to present their own motions and have a voice and vote regarding budgets that their committees must adhere to. The Committee Chairs could now present their own motions and backgrounds without relying on an intermediary. Board ExOs will remain valuable resources for grassroots committees and will remain as their liaisons to the Board. Empowering Chairs as voting members will enhance engagement with Members Council and help make Society more agile.

Mr. Abellon spoke in favor of the motion.

Ms. Scoggins reported that the plan is to send this recommendation, if approved, to SRC to work out the ROB update details.

MOTION 1 PASSED (Unanimous Voice Vote, CNV).

Ms. Scoggins moved that

2. Members Council recommends to the Board of Directors that the Rules of the Board be updated as follows:

1.300.004.2 Public Policy Issue Briefs

- B. The Government Affairs Committee shall be responsible for archiving, publication and distribution of Public Policy Issue Briefs. GAC shall maintain the current list of approved PPIBs on the ASHRAE website, and shall review each PPIB on an annual basis, and determine whether to update or rescind the PPIB. Each version of a PPIB will contain a statement indicating when it was created or updated.

~~it expires and shall not be longer than one year after approval. (22-02-02-15)~~

Ms. Scoggins provided background on the motion. She reported that Section 1.300.004.2 (B) of the Rules of the Board requires that each PPIB contain a statement when it expires which shall not be longer than one year after approval. This statement can be confusing to policy makers who are more interested in when the document was created to assess its relevance. To address this matter, GAC recommends adding the date on which the document was created or last updated. Adding that date will make the PPIBs more useful to policy makers, elected officials and their staff, as they will know that these documents were all recently created and updated, and thus up to date.

MOTION 2 PASSED (Unanimous Voice Vote, CNV).

Ms. Scoggins moved that

3. Members Council recommends to the Board of Directors that Society approve the Eunice Newton Foote Decarbonization Award subject to review of the criteria with the first presentation occurring at the 2024 Annual Conference Plenary.

Ms. Scoggins provided background on the motion. She reported that her President Elect Advisory Committee recommended to H&A the creation of an award given to a member who works to reduce carbon emissions in the built environment. This award was modeled after the existing Environmental Health Award with the application including both a point section and a written summary. Nominees would be reviewed by the H&A Committee until a permanent decarbonization committee is formed to oversee the award. The award deadline would be December 1 and presentation would occur at the Annual Conference Plenary. Presentation would be in the form of a plaque and reimbursement for transportation to the Annual Conference. As requested by PEAC, the award will be named after Eunice Foote who was the sounding alarm regarding global warming and rising earth temperatures before others were.

MOTION 3 PASSED (Unanimous Voice Vote, CNV).

Ms. Scoggins moved that

4. Members Council recommends to the Board of Directors that the Rules of the Board be updated as follows:

2.200 Board of Directors

2.200.010 The Board of Directors elects the following:

ASHRAE Hall of Fame	2 or more negative votes defeats
Honorary Member	2 or more negative votes defeats
F. Paul Anderson Award	2 or more negative votes defeats
Pioneers in the Industry	2 or more negative votes defeats
Fellow	4 or more negative votes defeats
Louise and Bill Holladay Distinguished Fellow Award	4 or more negative votes defeats
Andrew T. Boggs Service Award	4 or more negative votes defeats
ASHRAE Award for Distinguished Public Service	4 or more negative votes defeats

~~2.200.010.2 Society level awards as delineated in ROB 2.411.003.3 and 2.411.003.4.~~

2.200.010.3 Nominations submitted to the Board by a three-person BOD subcommittee appointed by the President.

2.200.010.3.1 Nominating committee, eight members and eight alternates (SBL 7.6)

2.200.010.3.2 Technology, Publishing and Education Councils

2.200.010.3.3 Standards Committee (SBL 7.9)

2.200.010.3.4 Research Administration Committee (SBL 7.7)

2.200.010.3.5 Technical Activities Committee (SBL 7.8)

2.200.010.3.6 Handbook Committee

2.200.010.4 Scholarship Trustees

2.200.010.5 ASHRAE Foundation Trustees

~~2.200.010.6 Other recipients of Society-level awards~~

Ms. Scoggins provided background on the motion. She reported that at the 2022 Annual Conference the BOD approved H&A's motion that all awards be submitted to Members Council for approval (which originated from a request by the Board Operational Streamlining Subcommittee). The previous motion addressed updates to ROB section 2.411.035.5 A.

MOTION 4 PASSED (Unanimous Voice Vote, CNV).

Ms. Scoggins moved that

5. Members Council recommends to the Board of Directors that the Handbook Online replace Handbook PDF as one of the member benefit options.

Ms. Scoggins provided background on the motion. She reported that the four ASHRAE handbooks are the foundation of ASHRAE technical research and resources and are widely used across all aspects of the industries covered by ASHRAE. Since inception, printed Handbooks have been available to the new engineers to senior, long-standing ASHRAE members. The early usage and availability of those ASHRAE handbooks has instilled a mutual benefit and loyalty to the ASHRAE society.

The Membership Promotion Committee has received feedback that an increasing number of members prefer the online format for ease of access and document searchability. ASHRAE Handbook Online is a controllable format that ensures users are referencing only the current Handbooks and could fill the gap left with the lack of printed copies being available. While a first-year member would potentially get a "better" benefit, membership renewal is still required in order to maintain access.

Ms. Hanson stated that the concept is members would not get access to the Handbook unless their membership is active. She asked if internet access were required to access Handbook Online.

Ms. Scoggins confirmed that internet access is required.

Mr. Gagnon spoke against the motion. He stated that the motion goes against the intent of the Membership Promotion Committee. The Committee intended to add a fourth option, not remove one.

Mr. Holcomb spoke against the motion. He reported that he participated in the conversation with MP. He stated that something got lost in translation during the Members Council meeting.

Mr. Macauley reported that approximately \$40,000 – \$50,000 are allocated to support the Handbook Online function which is currently covered by the fees for Handbook Online, under the Pub and Ed budget. By making Handbook Online a free service, Pub and Ed would lose revenue but would still have the cost of the service in the council's budget, with no revenue to cover it.

Ms. Scoggins confirmed that was correct.

Ms. Thomle stated that in the 2025 version of the Handbook would be in PDF for users and writers. How will that be impacted? Has the Handbook Committee had any input on this motion?

Ms. Scoggins responded that the Handbook Committee did not have input on the motion.

Mr. Anbari stated that most of the time members are in countries, especially in developing economies, where they do not have internet access to access Handbook Online. PDF would be much easier. Secondly, the members in RAL are frustrated with Society and the way member benefits are being managed. There is now a charge to receive a hard copy of the Handbook and now it is being proposed that the PDF version be eliminated.

Mr. Sun stated that he was leaning towards voting no. He expressed that he did not see much to be gained from approving the motion.

Mr. Constantinide moved and Mr. Gagnon seconded that

6. MOTION 5 be amended as shown below:

Members Council recommends to the Board of Directors that the Handbook Online be an additional ~~replace Handbook PDF as one of the~~ member benefit options.

Mr. Knight spoke against the motion to amend. There is a big discussion of AI and the future of our industry. Society is moving towards a subscription-based service to members. Handbook Online provides access to all four options of the Handbook. He reported that he uses this tool all the time.

Society must address people using our intellectual property without paying for it. Why is this motion even needed? He suggested that the fiscal impact of the original motion was probably overstated.

Mr. Glesne stated that the intent of the original motion is to stop the violent spread of Handbook PDFs. Subscription based models are the future. The use of PDFs can and went quickly and that is OK.

He spoke against the amendment, and he spoke for the original motion.

Ms. Jensen spoke in favor of the amended motion. She reported knowledge of anecdotal stories of those who lost internet capabilities due to disasters and the only way people were able to access information was the PDF version. She expressed that this was a real-world issue that members have to address that was not limited to certain parts of the world; can happen to any of us. Not ready to fully go online.

Mr. Arnold stated that purchasing a PDF from Tech Street requires an account and the file can't be opened without confirming who you are. He expressed that he did not see an issue with PDFs because the technology exists to keep those files secure.

Mr. Owen clarified that the member benefit PDFs do not come through Tech Street. Instead, they come through the Technology Portal.

Mr. Littleton stated that requiring a current membership for access to the four volumes of the Handbook would increase membership and allow for growth. This is an expansion of benefits, bigger and better. Internet connectivity disruption seems like a rare moment. Lost revenue could be recouped in the form of additional member dues.

Ms. Hanson asked for clarification on the amendment. Ms. Scoggins clarified that the amendment would make Handbook Online a fourth option.

Mr. Constantinide spoke in favor of the motion. He expressed understanding for the rationale behind it. He stated that hesitation behind it is that previous versions of the PDF Handbooks provide history from a technical standpoint, especially for code references. He suggested that the PDFs are a good bridge towards the Handbook being fully online.

Mr. Anbari spoke in favor of the amendment. He expressed understanding for the need to protect the PDF files.

MOTION 6 PASSED (25:1:1, CNV).

Discussion of amended MOTION 5 resumed.

Mr. Khankari spoke in favor of the motion. The activity of adjusting member benefits so often is not a good idea.

Ms. Thomle stated that when emergency changes are made, it is immediately changed in the online version. She expressed concern that updates would not be made to PDFs.

Mr. Gagnon raised a point of information stating that the amended motion represented what MP presented to Members Council.

Mr. Ellis stated that based on all the discussion, the motion may not be fully baked.

It was moved that

7. The motion on the floor be referred to Membership Promotion.

MOTION 7 FAILED TO SECOND.

AMENDED MOTION 5 PASSED (29:0:0, CNV).

Ms. Scoggins reviewed the council's information items.

Mr. Macauley stated that he understood the importance of member benefits but there are several items where the costs are born by Pub and Ed Council. Pub and Ed is continuously asked to increase margins but there are numerous examples of benefits where the cost is born by Pub and Ed without the revenues being reflected in the council's budget.

Mr. Macauley moved and Mr. Knight seconded that

8. The Finance Committee investigate options to identify member benefit costs and identify ways to have those costs attributed to Pub and Ed Council.

Mr. Macauley stated that the motion was an accounting request. Currently, the revenue for several member benefits is included in the Members Council budget and the expenses are in the Pub and Ed Council budget.

Ms. Scoggins spoke against the motion. She stated that the council aren't profit centers; we are one organization. She expressed that she did not see a reason for the recommendation.

Mr. Constantinide spoke against the motion. He stated that this could be an action item.

Mr. Conlan spoke against the motion. He stated that he was pretty sure that there are line items that float between all three councils.

Mr. Giesler stated that this conversation has happened in the past. He expressed that revenue needs to be maximized as a whole.

MOTION 8 FAILED (4:26:0, CNV).

PUBLISHING AND EDUCATION COUNCIL

Mr. Macauley moved that

9. The choice of a Certification Study Guide be included as a member benefit option.

Mr. Macauley provided background on the motion. He reported that the current member benefit option for an eLearning course seems to have encouraged more course subscription purchases, and the goal would be to do the same for certification applications. The Study Guides' member price is \$56 each. Certification applications and recertification fees are \$395 and \$195 each, respectively.

This motion passed by unanimous voice vote (CNV) in the Fiscal Subcommittee and the PEC.

PEC feels by implementing this motion, there will be an increase in the number of certifications. The impact to the overall budget will be negligible.

MOTION 9 PASSED (28:1:0, CNV).

Mr. Macauley reviewed the council's information items.

Ms. Jensen provided a point of clarification expressing her understanding that Region VIII would be the only CRC that would host a roundtable.

Mr. Mehboob stated that point was correct. He reported that the CRC in Monterrey was part of an initiative. The desire of Pub and Ed Council was to organize additional industry roundtables. This is a different format than the CRC roundtables and is up to the council to determine if those will continue.

Ms. Jensen stated that she hoped this would be deferred to the following year as there were only a few months until the spring CRCs.

Mr. Macauley responded that as part of the initiatives, roundtables will be held at the Region VIII CRC. Region VI has been identified as another option to host a roundtable. The roundtables will look at benefits of Society's products and services.

Ms. Hanson spoke in favor of a roundtable being held at the Region VI CRC.

TECHNOLOGY COUNCIL

Ms. Maston reported. She stated that the publication motions presented are addenda that have unresolved objectors, negative project committee votes with reason, or a threat of legal action. These motions are preceded by formally voted recommendations from the project committees and Standards Committee. The rules do not require a vote from Technology Council. Appeals procedures now allow for consideration of an appeal of a BOD standards action or inaction only if the negative vote or unresolved comment is based solely upon procedural grounds. A reminder to Board members – members are to review these motions for adherence to ASHRAE's Procedures for Standards Actions (PASA) and ANSI Essential Requirements and not technical content. If the BOD disapproves a Standards Committee Document for publication, please detail reason(s) for the record.

A summary of any unresolved commenters and/or negative project committee votes on these publication drafts is included in the analysis sheets that were distributed prior to the meeting.

By default, all Standards Committee Documents will be processed by our ANSI Audited Designator procedures unless otherwise indicated by the Board. In all cases, the fiscal impact for publication drafts is within existing budgets.

Ms. Maston moved that

10. The Technology Council recommends that the following be approved as a consent motion:

- Standards Committee recommends that BSR/ASHRAE/IES Addendum *c (Title, Purpose, and Scope change)* to *ANSI/ASHRAE/IES Standard 90.2- High-Performance Energy Design of Residential Buildings*, be approved for publication.
- Standards Committee recommends that BSR/ASHRAE/ICC/USGBC/IES Addendum *v (Acoustics Clarification to Lmax and cSTC for interior background sound noises)* to *ANSI/ASHRAE/ICC/USGBC/IES Standard 189.1-2020, Standard for the Design of High-Performance Green Buildings Except Low-Rise Residential Buildings*, be approved for publication.
- Standards Committee recommends that BSR/ASHRAE/ICC/USGBC/IES Addendum *w (Air tightness changes for air leakage testing)* to *ANSI/ASHRAE/ICC/USGBC/IES Standard 189.1-2020, Standard for the Design of High-Performance Green Buildings Except Low-Rise Residential Buildings*, be approved for publication.
- Standards Committee recommends that BSR/ASHRAE/ICC/USGBC/IES Addendum *x (Occupancy Groups Changes)* to *ANSI/ASHRAE/ICC/USGBC/IES Standard 189.1-2020, Standard for the Design of High-Performance Green Buildings Except Low-Rise Residential Buildings*, be approved for publication.

- Standards Committee recommends that BSR/ASHRAE Standard 228-202x, *Standard Method of Evaluating Zero Net Energy and Zero Net Carbon Building Performance*, be approved for publication.

Ms. Maston reported that the presented consent motion has unresolved commenters or negative project committee votes but no negative votes by Standards Committee. The reasons for the negative votes were technical in nature with no alleged process violations subject to appeal. Please refer to the analysis sheets for the full detail on the reasons for negative votes and/or unresolved commenters and a summary of Project Committee responses that were distributed prior to the meeting.

MOTION 10 PASSED (Unanimous Voice Vote, CNV).

Ms. Maston moved that

11. Technology Council recommends to the Board of Directors that ROB 2.420.001.1 REF-CPPC Membership, be revised as shown:

2.420.02 MEMBERSHIP

2.420.002.1 Composition) (91-01-24-63/99-01-28-80/99-06-24-36/00-02-10-64B/06-01-26-29)

The members of this committee are as follows

- A. ~~Twelve (12)~~ Fourteen (14) voting members, including a chair, and a vice chair,
- B. Non-voting members include a Board ex-officio member and Coordinating officer.
- C. Non-voting members from liaison associations shall be assigned by the Society President as appropriate.
- D. Chairs of ASHRAE Committees shall be assigned as non-voting members as appropriate.

Ms. Maston provided background on the motion. She reported that the REF-CPCC has had trouble staffing the new subcommittees with chairs due to a limited pool of candidates. The Committee has multiple members representing international organizations as voting members as well as multiple international members. Some members representing international organizations have expressed concerns about chairing the subcommittees. The REF-CPCC committee believes having an expanded pool of candidates will make it easier to appoint subcommittee chairs and enable additional work to be completed by each subcommittee.

She clarified that the additional \$2,000 in the fiscal impact are for the proposed two additional voting members.

MOTION 11 PASSED (Voice Vote, CNV). Mr. Giesler abstained from the vote.

Ms. Maston reviewed the council's information items.

COMMITTEE REPORTS

EXECUTIVE COMMITTEE – FEBRUARY 8, 2023

Mr. Mehboob reported that ExCom had no recommendations for the BOD's consideration. He reported that information items were included in the full report, attached to the agenda, for the BOD's review. He stated that members of the BOD should contact him with any questions.

SOCIETY RULES COMMITTEE

Mr. Gagnon reported on behalf of the Committee. He advised that Chair Cooper was traveling and he was reporting on his behalf.

Mr. Gagnon moved that

- 12.** Society Rules Committee recommends to the Board of Directors that ROB Section 1.201.027.4 regarding the ASHRAE Travel Reimbursement Policy be revised as follows:

1.201.027.4 Conditions

A.Transportation

...

B.Documentation

1.Travel expense reimbursement claims must be made on the approved ASHRAE form and must bear the signature of the Society officer or chair authorizing the travel, if applicable.

2.All claims should be submitted to ASHRAE's comptroller within 30 days of the travel date.

Claims submitted after 90 days will not be reimbursed.

3.Original receipts, or electronic copies of original receipts, or tickets, must be included with any travel reimbursement claim and must clearly show the amount claimed. With the advent of ticketless travel, a receipt from the travel agency or airline or a credit card statement will be acceptable.

4.Reimbursement will not be made when a member chooses to use personal Frequent Flyer Miles for transportation.

5.All claims shall be paid in USA or Canadian currency. The exchange rate will be determined at the time the claim is processed by ASHRAE.

6.Society issued credit card benefits are the property of the party to whom the card is issued.

Mr. Gagnon reported that there was already consensus from the BOD on the proposed changes as a matter of policy and the motion is a clean up item to bring the ROB in alignment.

MOTION 12 PASSED (Unanimous Voice Vote, CNV).

Mr. Gagnon moved that

- 13.** Society Rules Committee recommends to the Board of Directors that the Board of Directors Reference Manual be approved as presented in ATTACHMENT C.

Mr. Gagnon reported that the proposed changes reflect SRC's efforts to clean up verbiage in the BOD's governing documents.

MOTION 13 PASSED (Unanimous Voice Vote, CNV).

Mr. Gagnon reviewed the Committee's information items.

DEVELOPMENT COMMITTEE

Ms. Abruzzo reported on behalf of the Committee. There were no recommendations for the BOD's consideration. The full report was attached to the agenda.

AUDIT COMMITTEE

Ms. Jensen reported. There were no recommendations for the BOD's consideration. The full report was attached to the agenda.

EXECUTIVE SESSION

Executive session was called at 5:25 pm.

Open session reconvened at 6:13 pm.

APPOINTMENTS UPDATE (SINCE JUNE 2022)

Mr. Mehboob reviewed updates to 2022-23 Standing Committee Appointments, Election, and Presidential Appointments. Changes were highlighted in the document attached to the agenda.

INFORMATION ITEMS**REPORT OF THE PRESIDENT**

Mr. Mehboob reported that this information was provided to Society during the President's Lunch.

STANDARDS ANALYSIS SHEETS – FEBRUARY 2023

Mr. Mehboob reported that this information was attached for the BOD's review and was covered in Technology Council's report to the BOD.

NEW BUSINESS**IAQ RELATED TO GAS STOVES**

Mr. Khankari reported that those following the news in the US would have heard reports that domestic gas stoves are producing pollutants and are a hazard to human health.

He recommended that Society be proactive and address this issue.

Ms. Maston will work with Technology Council to address the issue of domestic gas stoves producing pollutants.

AI - 3**UPCOMING MEETINGS**

The BOD will have its Spring Conference Call on March 27th at 11:00 am ET.

ADJOURNMENT

The meeting adjourned at 6:17 pm.



Jeff H. Littleton, Secretary

ATTACHMENTS:

- A. Open Session Addresses to the Board of Directors
- B. Strategic Business Development Subcommittee Report
- C. Board of Directors Reference Manual Edits

ADDRESSES TO THE BOARD OF DIRECTORS

- **Krishna Ajith, ASHRAE Falcon Chapter**

Really good opportunity provided for students to network and also enhance their knowledge on HVAC systems.

- **Deomatie Basdeo**

I am unable to attend your trade show because I was not granted a US visa by the embassy in Trinidad. Sorry so wanted to attend. Maybe next time.

ASHRAE Strategic Business Development Subcommittee

Committee Members



Dru Crawley

Blake Ellis

Ken Fulk

Ron Gagnon

Chris Gray

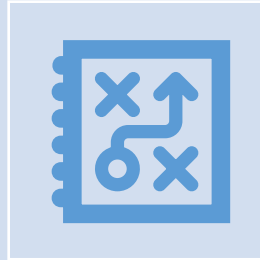
Luke Leung

Jeff Littleton

Dunstan
Macauley

Randy
Schrecengost

Goals



Develop an actionable strategic business plan for rolling out new products and services.



Strategic evaluation of the market trends and identifying business development goals over the next five years

2020 PEC Ad Hoc on Strategic Business Development

- Change from an accounting basis to a financial basis in evaluating all ASHRAE products and services.
- Create a market-driven business model of product/service develop
- Integrate ASHRAE products across Council “boundaries” into a portfolio or “suite” of products that amplifies their value
- Develop a sales strategy to sell ASHRAE technology B2B in a digital world



2020 PEC Ad Hoc on Strategic Business Development

- Change from an accounting basis to a financial basis in evaluating all ASHRAE products and services.
- ***Create a market-driven business model of product/service develop***
- ***Integrate ASHRAE products across Council “boundaries” into a portfolio or “suite” of products that amplifies their value***
- Develop a sales strategy to sell ASHRAE technology B2B in a digital world



Workplan

- ₺ Review the current business models, operating practices and marketing strategies to determine how revenues/gross margins can be enhanced.
- 🌐 Determine opportunities to collaborate with industry partners to promote key topic areas globally?
- 📢 Identify opportunities to enhance brand recognition.
- ⚠️ Scan the market to establish the demand for potential new products and services which ASHRAE is qualified and should provide.
- 🏛️ Identify gaps in the built environment that ASHRAE is best positioned to fill.
- 🌈 Identify the value adds of ASHRAE and how we can differentiate from other organizations.
- ↗️ How do we maximize the effectiveness of our virtual platforms?

Workplan – Future Work

Identify

Identify opportunities to collaborate with industry partners.



Develop

Develop a business plan for all new products.



Get

Get market feedback on the products and services and adjust as necessary.

Recommendations



Recommendation to the Publishing and Education Council to translate up to three ALI courses into a language other than English in order to support the diverse global membership of ASHRAE.



Recommendation to the Publishing and Education Council to translate up to five ASHRAE's publications into a language other than English.



Recommendation to the Publishing and Education Council to conduct an annual industry roundtable to identify new products and services.



Recommendation to the Board of Directors to work with our industry partners to create comprehensive tools that implement the guidelines and guides produced by the Epidemic Task Force (ETF) and the Task Force for Building Decarbonization (TFBD).

ASHRAE and AI

Standardization Assistance: AI can be used to assist members in following ASHRAE's standards more efficiently. For example, AI algorithms can provide guidance on the most efficient methods for meeting specific standards, helping members to implement the standards in the most efficient way possible.





Thank
You!



Shaping Tomorrow's
Built Environment Today

REFERENCE MANUAL

BOARD OF DIRECTORS

Approved by the Society Rules Committee on TBD

Approved by the ASHRAE Board of Directors on TBD

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FOREWORD

This reference manual provides details of the positions and members of the board of directors and material to help them carry out their duties. It is a companion document to the Board of Directors Manual of Procedures.

DEFINITIONS

- Abbreviations
 - BOD Board of Directors of ASHRAE
 - CRC Chapters Regional Committee; Chapters Regional Conference
 - CO Coordinating Officer
 - DAL Director-at-Large
 - DRC Director and Regional Chair
 - ExCom Executive Committee (Officers of the Society)
 - ExO Ex Officio
 - PAOE Presidential Award of Excellence
 - PEAC President-Elect Advisory Committee
 - ROB Rules of the Board of Directors
 - RVC Regional Vice Chair
 - SBL Society Bylaw(s)
 - MC Members Council
 - PC Publishing and Education Council
 - TC Technology Council
- Where the term "Director" is used in this manual, it refers both to Directors-at-Large and to Directors and Regional Chairs.
- Where the term "Coordinating Officer" (CO) is used, it refers to the duties of an Officer who is assigned a coordinating function for one or more of the standing and special committees of the Society.
- Where the term "Board Ex officio" (ExO) is used, it refers to the duties of a Director who is assigned to serve on a standing or special committee and act as liaison to the Board.
- Where the term "staff" is used, it refers to the personnel employed by the Society to maintain the Society's headquarters operation.
- The Executive Committee (ExCom) consists of the elected Officers of the Society and the Secretary who is a non-voting member. During intervals between Board of Directors meetings, the Bylaws, authorize the Executive Committee to exercise administrative powers of the Board of Directors. Matters of policy determined by the Executive Committee between meetings of the Board of Directors shall be submitted for approval to the Board of Directors at its next meeting. (SBL 7.3)
- The Executive Vice President is appointed by the Board of Directors under an approved employment agreement, fixing salary, term of employment, and other conditions. The title "Executive Vice President" is honorific, does not constitute an elected office of the Society for any purpose. The Executive Vice President serves as Society Secretary and performs all duties normally associated with that office and those assigned by the Board of Directors or prescribed by the Bylaws. The Executive Vice President may take part in the deliberations of all committees except the Nominating Committee but shall not have a vote. (ROB 2.105.012) ~~Should the EVP not be able/capable to perform their duties the an interim EVP shall assume the duties be appointed by ExCom.~~
- The committees of the Society shall be the committees prescribed by the Society Bylaws. The Board of Directors may from time to time create other standing or special committees as it deems necessary to carry on the work of the Society and shall prescribe their powers and duties, and it may abolish any such committees. (SBL 7.1)
- Official stationery of the Society shall be used for official business of the Society. (ROB 2.101.006)
- An item "Executive Session" is included on the agenda of all regular meetings of the Board of Directors. During such a session only members of the Board of Directors and those individuals requested by the chair to stay shall be allowed to remain in the meeting room.

COUNCILS

- The Board of Directors approved the establishment of councils in 1980. Councils were established for the following purposes:
 - To implement Board policy and administer activities of the committees within the organizational structure of the councils.
 - To develop policies and long-range plans for the committees within the jurisdiction of the council.
 - To approve funding of programs recommended by the committees within the limitations of the council ROB 2.300.006 and monitor ongoing programs of the committees.
- There are three councils reporting to the Board of Directors. Each council has standing committees reporting to it and may also have special committees and subcommittees that report to it. Refer to Society Structure ([Appendix B](#) and ROB Volume 2) for lists of committees reporting to each council, quorum requirements, numbers of authorized meetings, and fiscal limits.
- Two Vice Presidents chair the Publishing & Education and Technology Councils, and the President-Elect chairs Members Council. The Treasurer is vice chair of Members Council; vice presidents are vice chairs of the other councils.
- For specific details related to council election procedures, operating procedures, etc., refer to *Election and Appointment Procedures* in ROB Volume 3.

ADMINISTRATIVE AND FISCAL YEAR

- Each new administrative year of the Society shall begin immediately upon the adjournment of the Annual Meeting. The Board of Directors, councils and committees shall all change over from the "old" to the "new" membership and leadership when the new Board convenes for the first time. (ROB 2.101.003.1)
- The fiscal year of the Society shall end on June 30 of each year. (SBL 10.1)

OBJECTIVE OF THE SOCIETY

- "The Society is organized and operated for the exclusive purpose of advancing the arts and sciences of heating, refrigeration, air-conditioning and ventilation, the allied arts and sciences, and related human factors for the benefit of the general public, as defined in the Certificate of Consolidation. To fulfill its role, the Society shall recognize the effect of its technology on the environment and natural resources to protect the welfare of posterity." (SBL 1.3)

OBJECTIVE OF DIRECTORS

- The objective of all Directors should be to contribute to the purposes of the Society in accordance with the responsibilities and authority of their positions.
- Directors are responsible for contributing to these purposes at the Society, regional and chapter levels.

REFERENCE DOCUMENTS

- The nominating committee provides each candidate for office with a summary list of time and expense obligations.
- Each candidate for the Board of Directors may expect to receive the following materials from the Secretary at least three months prior to taking office:
 - Certificate of Consolidation (on web site)
 - Bylaws (on web site)
 - Rules of the Board of Directors (includes Manual of Procedures for Officers and Directors)
 - Minutes of Board of Directors and Executive Committee meetings which were held during the year prior to the new Board member's term of office, and minutes for any additional period when the actions of such meetings have not been incorporated into the Rules of the Board.

Reference Manual, Board of Directors

- Manual for Chapter Operations (on web site)
- Manual for Conducting Chapters Regional Conferences (on web site)
- Each Director nominee may expect to receive existing Rules of the Board (ROBs) and Manuals of Procedures for the Society committees and councils on which the Director will serve as well as minutes of the previous year's meetings of the council and of all committees to which the Director may be assigned as Ex Officio (ExO). (12-01-25-08)
- Upon assignment to a standing or special committee as Coordinating Officer (CO) or Ex officio (ExO), the Officer or Director may expect to receive the minutes of the previous year's meetings of the assigned council and committees.
- Prior to taking office, each Officer and Director should become thoroughly familiar with this manual, the Rules of the Board (ROBs) of the council(s) on which each Officer and Director serves, and the complete Rules of the Board.

1. BOARD AUTHORITY

- 1.1. The authority of the positions described herein is derived from the Certificate of Consolidation, the Bylaws of the Society, and the Rules of the Board of Directors.
- 1.2. The Certificate of Consolidation provides for worldwide operation of the Society with headquarters. The Board of Directors has established headquarters in [Peachtree Corners, Gwinnett County, GA](#) ~~Atlanta, DeKalb County, Georgia~~. The Certificate of Consolidation was executed at the merger of the two predecessor societies, ASHAE (formerly ASHVE) and ASRE, when both of their headquarters were in New York. The certificate states the purposes of the Society and imposes limitations and obligations on the Directors as referred to in appropriate portions of this manual. It allows the Society, through its Bylaws, to confer powers and authorities upon the Board of Directors in addition to the powers and authorities expressly conferred by the statutes of the State of New York and by the Certificate of Consolidation.
- 1.3. The Bylaws of the Society also impose limitations and obligations with reference to the Board of Directors in Article IV, to Officers in Article V, to Councils in Article VI, and to Committees in Article VII. The pertinent parts of these articles are referenced in this manual as required.
- 1.4. The Rules of the Board of Directors (ROB) implement the Society Bylaws (SBL) by defining policy and delegating authority. Some of these rules are referenced in this manual where pertinent.

2. BOARD MEMBER RESPONSIBILITIES

- 2.1. The Board of Directors shall have full and complete management and control of the activities and funds of the Society and may adopt such rules and regulations for the conduct of its meetings, the exercise of its powers, and the management of the affairs of the Society as it may deem proper, subject to the provisions of the laws of the State of New York, the Certificate of Consolidation and these Bylaws.
(SBL 4.4)
- 2.2. In this regard, Society Legal Counsel in a letter dated November 8, 1961, stated: "As you know, Officers and Directors of a corporation are trustees for the interests of the stockholders or members; as such, they are required to exercise that degree of care and prudence which would be exercised by the ordinarily prudent business person in connection with all the affairs of the corporation. They must also act in good faith. They cannot act on matters in which they have a self-interest contrary to the interest of the corporation. They represent the entire membership of the corporation as a whole, and cannot neglect or fail to perform their duties; otherwise they are personally liable for any damages or loss which occurs therefrom."
- 2.3. Since the Board of Directors is a deliberative assembly, the responsibility of each member is accomplished by considering and acting on motions of members and on communications presented to the assembly. This action takes the form of a declaration of policy or procedure, or an instruction to committees and staff, or a recommendation or delegation of authority to the President or Executive Committee. After a motion has been adopted by a majority vote of the Board of Directors, each member of the Board of Directors accepts the decision as the will of the majority and supports this point of view and the action taken to the best of the member's ability.

Reference Manual, Board of Directors

- 2.4. Notice of any regular or special meeting of the Board of Directors shall be given in writing or by electronic communication to each director at least fifteen days before the meeting or transmitted orally at least forty-eight hours before the meeting.
(SBL 4.8)
- 2.5. Attendance is mandatory at regular meetings of the Board of Directors which are held at the time of the Winter and Annual Meetings of the Society and at special meetings called by the President. Each Director should arrive on time and stay until adjournment unless excused by the President for unusual circumstances.
- 2.6. Full participation in the work of the Board requires a substantial amount of preparation to read communications sent to Board members prior to meetings, preparation of reports on assigned subjects, and advance preparation of motions which the Director may wish to present at the meeting. Each Director is expected to participate in discussions and vote in accordance with the overall interests of the members in the furtherance of the purposes of the Society.
- 2.7. Each Director should also be prepared to incur substantial expenses not allowable for reimbursement by the Society. Each Director should establish a personal time and expense budget after consideration of the responsibilities detailed herein.
- 2.8. Members of the Board of Directors should accept their obligations with the intent of advancing the purposes of the Society. In so doing, they will receive many benefits to compensate them for their time and expense. They will increase their technical knowledge, help to improve the design of products and systems, increase their positions as leaders, develop worthwhile friendships, and improve their capabilities in their professional fields.
- 2.9. The Board of Directors ~~elects~~elects recipients for the following:
- ~~2.9.1. Honors and Awards Recommendations (ROB 2.200.010 is the enabling rule)~~
- | | |
|-------------------------------------------------------------------------|---------------------------------------------|
| 2.9.1.1. ASHRAE Hall of Fame: | 2 or more negative votes defeats |
| 2.9.1.2. Honorary Member: | 2 or more negative votes defeats |
| 2.9.1.3. F. Paul Anderson Award | 2 or more negative votes defeats |
| 2.9.1.4. Pioneers in the Industry | 2 or more negative votes defeats |
| 2.9.1.5. Fellow | 4 or more negative votes defeats |
| 2.9.1.6. Louise and Bill Holladay Distinguished Fellow Award | 4 or more negative votes defeats |
| 2.9.1.7. Andrew T. Boggs Service Award | 4 or more negative votes defeats |
| 2.9.1.8. ASHRAE Award for Distinguished Public Service | 4 or more negative votes defeats |
- ~~2.9.2. Other recipients of Society-level awards.~~
- ~~2.9.3.~~2.9.1. Eight members and eight alternates to serve on the Nominating Committee of the Society (SBL 7.6). Nominations are submitted to the Board by a three-person BOD subcommittee appointed by the President.
- ~~2.9.4.~~2.9.2. Members of the following councils: Technology and Publishing and Education. Nominations are submitted to the Board by a four-person BOD subcommittee appointed by the President.
- ~~2.9.5.~~2.9.3. Members of the Standards Committee (SBL 7.9). Nominations are submitted to the Board by a three-person BOD subcommittee appointed by the President.
- ~~2.9.6.~~2.9.4. Members of the Research Administration Committee (SBL 7.7). Nominations are submitted to the Board by a three-person BOD subcommittee appointed by the President.
- ~~2.9.7.~~2.9.5. Members of the Technical Activities Committee (SBL 7.8). Nominations are submitted to the Board by a three-person BOD subcommittee appointed by the President.
- ~~2.9.8.~~2.9.6. Members of the Handbook Committee (volume subcommittee). Nominations are submitted to the Board by a three-person BOD subcommittee appointed by the President.
- ~~2.9.9.~~2.9.7. Scholarship Trustees.
- ~~2.9.10.~~2.9.8. ASHRAE Foundation Trustees.
- ~~2.9.11.~~2.9.9. The timetable for nomination and election of members to councils and committees is in ROB 3.300, *Election and Appointment Procedures*.
- 2.10. All fees and annual dues shall be fixed and payable as determined by the Board of Directors. (SBL 2.18 and ROB 3.200, *Dues, Fees, Privileges*)

Reference Manual, Board of Directors

- 2.11. The expenditure of the Society's funds is governed by the budget as approved, modified, or amended by the Board of Directors, and no additional expenditures shall be made without the approval of the Board of Directors. (SBL 5.9)
- 2.12. The Board of Directors approves the selection of a certified public accountant who audits the accounts of the Society after the close of the fiscal year. (SBL 11.3)
- 2.13. The Board of Directors may, by a two-thirds vote, remove a member of any committee. (SBL 7.11)
- 2.14. A proposal to amend the Bylaws of the Society must be approved by two-thirds of the members of the Board of Directors or by 300 voting members of the Society, of which no more than 150 of such voting members shall be from any one region, prior to vote by members of the Society. (SBL 12.1)
- 2.15. The Board of Directors may refer to the Society any important question to be decided by a majority of votes cast at a regular or special meeting of the Society. Such a referendum shall be used by the Board to advise it regarding any proposed action to take within its power. The Board of Directors shall not submit a referendum to the membership that is frivolous or would result in a violation of the law, the Certificate of Consolidation, these Bylaws or any fiduciary responsibility of the Society.
 - 2.15.1. The Board of Directors may initiate such a referendum at its own discretion or when requested through a valid membership petition. A valid petition must be signed by not less than 300 voting members, of which not more than 150 of such voting members shall be from any one region. Such petition shall not be valid until the Secretary has certified the signatures of the petitioners.
 - 2.15.2. The Board must act on this petition no later than its first meeting once 60 days has elapsed from the time the Secretary has certified the petition as valid.
 - 2.15.3. The Board of Directors may clarify the question raised by the petition to make it suitable for a vote of the membership.
 - 2.15.4. The Board of Directors must submit to the membership a suitable question raised by a petition.
 - 2.15.5. The Board of Directors is required to include a summary of the information in the petition, as well as any position it has taken, along with the question. (SBL 4.6)
- 2.16. The Board of Directors may, by a two-thirds vote of all the members thereof, censure, suspend or expel any member if, in the opinion of the Board of Directors, the member is guilty of abuse or misuse of the privileges of the Society membership or of action prejudicial to the best interest of the Society. (SBL 2.21)
- 2.17. The current edition of *ASHRAE Rules of Order* is observed for the orderly transaction of business at the meetings. This procedure generally requires the placing a motion, seconding it, and discussion followed by a vote. The degree of formality for the conduct of such meetings will be determined by the presiding officer.

3. PRESIDENT RESPONSIBILITIES

- 3.1. The President is chair of the Board of Directors, chair of the Executive Committee, and Chief Executive Officer.
 - 3.1.1. The President is responsible for presiding at all meetings of the Society
 - ~~3.1.2. for directing the staff~~
 - ~~3.1.3.~~3.1.2. for designating council membership from the Board of Directors and the Chairs thereof
 - ~~3.1.4.~~3.1.3. for designating committees and the Chairs thereof, with the approval of the Board of Directors, except for the following who are selected or elected in accordance with Society Bylaws and the Rules of the Board. (see section 2.9 of this document)
 - ~~3.1.4.1.~~3.1.3.1. Nominating
 - ~~3.1.4.2.~~3.1.3.2. Standards
 - ~~3.1.4.3.~~3.1.3.3. Research Administration
 - ~~3.1.4.4.~~3.1.3.4. Technical Activities
 - ~~3.1.4.5.~~3.1.3.5. Handbook Committees
 - ~~3.1.4.6.~~3.1.3.6. elected members of the Technology and Publishing & Education Councils
 - 3.1.5.3.1.4. The President directs the work of councils and committees with the assistance of the other officers.

Reference Manual, Board of Directors

~~3.1.6.~~3.1.5. The President may also appoint any person or persons to serve in a consulting capacity to any standing or special committee except the Nominating Committee (SBL 7.2 and ROB).

- 3.2. The President should take great care in utilizing Directors and Regional Chairs in making subcommittee assignments in view of the great workload they already have. When making such subcommittee appointments to the Board of Directors, the President should utilize, whenever possible, past DRCs as well as current DRCs and Directors-at-Large. (75-06-21-24)
- 3.3. The President's duties as an officer and chair of the Board of Directors include those described in other sections of this document, as well as those outlined in the following paragraphs.
- 3.4. A detailed insight into the activities and commitments of the President is given in the following paragraphs.
 - 3.4.1. Regional Conferences are highlights of the presidential year. Conduct of the President should be such that the occasion will be memorable to the host chapter and delegates as well.
 - 3.4.2. At Society meetings, the time of the President and President-Elect will be well occupied with Board and committee meetings and other official functions. Executive Committee and Board meetings take precedence, but meetings of committees coordinated by the two officers should be attended, if not in conflict. Social functions should be attended, and officers and their spouses should "circulate" at receptions.
 - 3.4.3. The President is installed in office at the President's Luncheon during the Annual Meeting.
 - 3.4.4. The President is the principal speaker at the Presidential Luncheon at the Winter Meeting and is the Plenary speaker at the Annual Meeting at the end of the term. (92-07-02-32E)
 - 3.4.4.1. These talks may be in the form of a report to the membership, or they may express policy on a subject of major interest to the Society or the industry. These talks are published in the Journal. The President also is expected to prepare several talks and speeches during the year as President.
 - 3.4.5. At Society Meetings, the President is furnished a suite at the meeting hotel. This should be considered a courtesy to the Society rather than to the President, who may use the facilities for small meetings, receptions for honored guests or other functions which seem appropriate.
 - 3.4.6. Leadership Transfer Guidelines
 - 3.4.6.1. Decisions for all events not specified by ROB's up to the official closing should be made by the outgoing President.
 - 3.4.6.2. Titles used, whether written or spoken, shall either be the "outgoing" titles or shall be prefaced by "incoming" when it seems more appropriate to refer to the new position.
 - 3.4.6.3. All installation statements shall include the clause "effective at the close of this Annual Meeting."
 - 3.4.6.4. "Official closing" of the meeting shall be clearly specified so as to occur at the first meeting of the incoming (new) Board of Directors.
 - 3.4.6.5. Titles used shall change after "closing."
 - 3.4.6.6. "Control" shall switch to incoming officers at the "official closing."
 - 3.4.6.7. The presidential suite should be officially under the control of the outgoing President until departing from the hotel, but with a clear understanding that the incoming President may schedule special meetings and new Executive Committee events in the suite if chosen. Such events/meetings should, however, be coordinated with the outgoing President.
 - 3.4.6.8. Decisions for all events not specified by ROB's up to the official closing should be made by the outgoing President, including Presidential speeches, but courtesy dictates that it be a joint decision.
 - 3.4.6.9. At the official installation, the President and President-Elect should exchange pins; ribbons (of office) should be exchanged at the official closing of the meeting.
 - 3.4.6.10. Although regional meeting attendance is shared among the President, the President-Elect and the Treasurer, the travel schedule is heavy. Each of these officers will expect to travel to two Society meetings, two Executive Committee meetings, and approximately four Chapters Regional Conferences. Other travel requests may include chapter charter meetings and meetings of other organizations. Such attendance, while not mandatory, may be in the best interest of the Society; some requests can be covered by staff. (91-06-23-25)
 - 3.4.7. The principal obligation upon high office in the Society is the free giving of time.

Reference Manual, Board of Directors

- 3.4.8. At meetings, the duties of the President are clear: The President chairs certain meetings and attends certain functions. Between meetings, there is a steady flow of correspondence. DRCs and DALs send copies to the President of their many communications.
- 3.4.9. The President shall delegate some of the administrative work to the President-Elect in an amount sufficient to acquaint the President-Elect with the administrative procedure. The President shall also include the President-Elect in certain more important meetings with staff. (67-02-02-21)
- 3.4.10. While the day-to-day operations of the Society are staff responsibilities, the President represents the membership, and the President's experience and counsel should be used wherever indicated. Frequent communication to and from staff will keep policy matters straight and avoid misunderstanding.
- 3.4.11. All correspondence should be handled as promptly and systematically as possible. Due to the heavy load of correspondence, the President (and President-Elect) should have secretarial services available in the amounts required to handle these requirements. Some correspondence is handled by headquarters staff, but most must be handled from the home office of the President (or President-Elect).
- 3.4.12. At the end of the Presidential year the President becomes a Presidential Member.
- 3.4.13. Policies governing reimbursement of expenses are in *Travel Reimbursement Policy* (ROB Volume 1).

4. PRESIDENT-ELECT RESPONSIBILITIES

- 4.1.1. If the President dies, resigns, or is removed from office, the President-Elect shall immediately become President and shall serve for the remainder of the term of the immediate predecessor. If the time served is less than six months, shall also serve as President for the next Society year. (SBL 5.4)
- 4.1.2. The President-Elect is an officer, a member of the Executive Committee, and a member of the Board of Directors, and the duties include those heretofore described in other sections of this document, as well as those outlined in the following paragraphs.
- 4.1.3. The President-Elect serves as chair of the Members Council.
- 4.1.4. The President-Elect is expected to prepare any changes planned for the Presidential Award of Excellence (PAOE).
- 4.1.5. The President-Elect may expect to be included in certain important meetings between the President and staff.
- 4.1.6. Actual preparation of [of](#) the slate of committee appointments must be made during the term as President-Elect so that they are available at the beginning of the presidential year.
- 4.1.7. The incoming President will prepare an address (which is given at the President's Luncheon), outlining plans for the year and listing the subjects to be emphasized during the term. (92-07-02-32E)

5. OFFICER RESPONSIBILITIES

- 5.1. All officers of the Society shall perform the duties customarily attached to their respective offices under the laws of the State of New York, and such other duties and services incident to their respective offices as are delegated to them in Article V of the Bylaws and may from time to time be assigned to them by the Board of Directors. Some of these duties are described in the following paragraphs and articles.
- 5.2. Each officer also serves as a member of the Board of Directors, as described in Section 2 of this manual.
- 5.3. Each officer also serves as a member of the Executive Committee.
 - 5.3.1. The operation of the Executive Committee is described in Section 9, Executive Committee, of this manual.
- 5.4. Each of the President-Elect, Treasurer and the four Vice Presidents serves as chair or vice chair of a council.
 - 5.4.1. Council operations are described in Section 11 of this manual.
- 5.5. Within the limits of their professional and personal obligations, spouses of officers are encouraged to participate in the following events:
 - 5.5.1. The spouse of the President of the Society:
 - 5.5.1.1. All domestic and international business trips
 - 5.5.1.2. Executive Committee meetings, if requested
 - 5.5.1.3. ASHRAE Winter Meeting
 - 5.5.1.4. ASHRAE Annual Meeting
 - 5.5.2. Spouses of officers other than the President:

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- 5.5.2.1. Executive Committee meetings, if requested
- 5.5.2.2. ASHRAE Winter Meeting
- 5.5.2.3. ASHRAE Annual Meeting
- 5.5.2.4. Assigned Chapters Regional Conferences (CRCs)
- 5.5.2.5. Meetings where the officer substitutes for the President
- 5.5.3. Spousal participation may include the following:
 - 5.5.3.1. Attend general business sessions as well as special sessions presented especially for spouses
 - 5.5.3.2. Attend social functions to which spouses are invited
 - 5.5.3.3. Attend tours arranged for companions
- 5.6. The word “spouse” as used in the Reference Manual and Manual of Procedures for Officers and Directors shall be a marital partner or other companion in a committed relationship. (02-06-23-10/09-06-21-06)
- 5.7. Guidelines for reimbursement of travel expenses for officers and spouses are in ROB Volume 1, Travel Reimbursement Policy.

6. DIRECTOR COMMON RESPONSIBILITIES

- 6.1. Directors may be assigned as ex officio members to all standing committees except the Nominating Committee and committees reporting directly to the Board (ROB 2.200.002.4).
 - 6.1.1. A Director may expect to be appointed as a Board Ex Officio (BOD ExO) of one or more committees, as a voting member of one council, and as a member of one or more BOD subcommittees.
 - 6.1.2. For each committee to which a Director is appointed as Board Ex Officio, the Coordinating Officer shall be informed of any deliberations or resolutions of the committee which may affect the general policies of the Society. Attending committee meetings is mandatory for Ex-O's so they will be aware of items that may affect a general policy and need to inform the CO so that they may bring it up to the board EXCOM.
- 6.2. The Board Ex Officio shall serve the assigned committees in an advisory capacity and shall provide liaison with the Board of Directors, the councils, and other committees.
 - 6.2.1. The Board Ex Officio shall assist the committee in preparing its recommendations to the council and the Board and present any motions to the council which are recommended by the committee.
 - 6.2.2. In turn, the Board Ex Officio shall interpret actions of the council and Board to the committee. At committee meetings the Board Ex Officio does not count toward a quorum and is nonvoting.
- 6.3. The Board Ex Officio may request a committee chair to attend the Board meetings when the council chair or the Board Ex Officio presents the report (or part of the report) of the council. This practice is encouraged only in such instances where a direct exchange of information between the committee chair and the Board may be significant.
- 6.4. The Board Ex Officio shall provide support to assigned committees as follows: (82-01-24-03)
 - 6.4.1. Communication and interpretation of presidential goals.
 - 6.4.2. Guidance in fiscal planning.
 - 6.4.3. Assistance in preparation of annual objectives.
 - 6.4.4. Monitoring of progress toward completion of annual objectives.
 - 6.4.5. Assistance in developing action plans to achieve Strategic Plan objectives.
 - 6.4.6. Monitoring of progress toward completion of Strategic Plan objectives.
 - 6.4.7. Ongoing review of the committee's Rules of the Board (ROB) and Manual of Procedures (MOP). (92-06-28-5B)
- 6.5. The Board Ex Officio shall assess the committee's scope, operation, and personnel and suggest changes in an annual report to the BOD and responsible Council.
- 6.6. The Board Ex Officio shall attend all meetings of assigned committees and councils with the following exceptions: (12-01-25-14)
 - 6.6.1. In cases of conflict with BOD meeting, the BOD meeting shall take absolute precedence.
 - 6.6.2. In cases of conflict between appointed committees, approximately equal amounts of time should be devoted to each committee in question.
- 6.7. The mechanism for appointment of an ad hoc alternate Board ExO by the Board of Directors is as follows: (83-06-29-19/94-06-26-04)

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6.7.1. As soon as it becomes certain a Board ExO cannot attend a specific meeting(s) of the Board, the Director shall select a member (voting or non-voting) of the Council(s) having jurisdiction over the committee(s) on which the Director serves as Board ExO and shall make arrangements for the person to attend that meeting of the BOD as an ad hoc alternate Director, with voice but without vote.

6.7.1.1. In the case which the alternate Director is to represent a Director who serves on two councils, the choice of the council from which the alternate Director is chosen should be based on the importance and magnitude of the committee's reports to the BOD.

6.7.1.2. The alternate Director may participate in the discussions of the BOD but may not place motions on the floor or vote.

6.7.1.3. The order of preference for selection of the ad hoc alternate Director should be:

6.7.1.3.1. Current chair of one of the Society standing committees of the council, giving due consideration to the Importance and magnitude of the committee's reports to the Board.

6.7.1.3.2. Past member of one of the Society standing committees of the council, who is currently serving as an Elected member of the council representing that committee.

6.7.1.3.3. Former member of the Board of Directors who is currently serving as an elected member of the council.

6.7.1.3.4. The ad hoc alternate Director selected should be urged to also attend any meetings of the committee(s) immediately preceding the meeting of the BOD even if the Director will also be present at those committee meetings.

6.7.2. If time permits, the staff should provide the alternate Director with all essential material. The elected Director should brief the alternate Director.

6.8. Expense reimbursement

6.8.1. Board of Directors - Transportation and other travel expenses not exceeding the approved maximum daily expense rate may be reimbursed for a maximum of seven days for attending Board meetings when requested. A copy of the *Travel Reimbursement Policy* is in ROB Volume 1.

6.8.2. Directors attend their own CRC and others as may be assigned by the President, with [transportation travel](#) reimbursement.

7. DIRECTOR-AT-LARGE (DAL) ADDITIONAL RESPONSIBILITIES

7.1.1. The Director-at-Large is expected to attend and participate in the CRC of the region of residence and others as may be assigned by the President (79-06-24-15). For the CRC in the region in which the DAL resides, when requested, the Director-at-Large shall work with the Regional Chair to present at that CRC information pertinent to the DAL's assigned committees or to the Society generally.

7.1.2. If an assigned Officer is prevented from attending a CRC, the Director-at-Large may be delegated to represent that Officer. The DAL shall then work with that Officer and the Regional Chair to develop appropriate program material and other participation.

8. DIRECTOR AND REGIONAL CHAIR (DRC) ADDITIONAL RESPONSIBILITIES

8.1. A Director and Regional Chair (DRC) directs the operations for the region. This includes detailing objectives and giving assistance to the Regional Vice Chairs, to the chapters in the region, and to potential new chapters being formed. The DRC also represents the interests of the region in all matters of Society importance.

8.2. The primary responsibility of the individual in the dual position of Director and Regional Chair is to represent the Society. Responsibility to the region is necessarily supplementary and secondary in accordance with the general corporation law and membership corporation law of the State of New York.

8.2.1. This primary responsibility does not relieve the Director and Regional Chair from the obligation to present the viewpoint of chapters in the region. Indeed, the DRC is uniquely qualified to recognize their needs and to present their viewpoints. When the interests of members as a whole are under consideration, however, the DRC should, after considering the viewpoints of members in other regions, be prepared to act in the interest of the membership as a whole.

8.3. The DRC is responsible for the Orientation Session at a Chapters Regional Conference (see CRC Manual). (91-06-23-25)

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- 8.4. Each Director and Regional Chair shall appoint a Regional Historian to coordinate historical activities on a regional basis. The DRC is responsible for assisting in providing objectives and monitoring the operations of chapters in the region. The DRC is also responsible for assuring that the chapters adhere to the requirements of the Society Bylaws and Rules of the Board of Directors and that their operations are carried on in an effective manner, to advance the purposes of the Society. To do this, the DRC should establish and maintain effective communications with the chapters in the region.
- 8.5. The Director and Regional Chair should enlist the aid of the regional officers to represent the DRC on some chapter visits, taking into account the chapter's needs and the specialty of the Regional Vice Chair. However, the DRC should visit each chapter personally not less than once every two years, and desirably each chapter each year in order to maximize effective communication. The Director and Regional Chair may also invite a regional officer to accompany the DRC on chapter visits when needed.
 - 8.5.1. When a regional officer makes an official visit to a chapter on behalf of the DRC, a short report on the visit should be requested by the Director and Regional Chair.
 - 8.5.2. A visiting schedule by the DRC and/or the regional officers to each chapter in the region should be established early in the fiscal year (preferably at the Society Annual Meeting). At the same time the DRC should establish regional objectives and programs for the coming year. This will assist all those concerned in identifying the strengths and weaknesses within the region. (03-07-02-12)
- 8.6. It is the Director and Regional Chair's responsibility to explore the need for new chapters in the region, interest and assist members in forming such chapters, and secure the necessary approvals through the Members Council.
- 8.7. The DRC needs to be familiar with section 19, Regions and Chapters for information regarding their responsibilities.
 - 8.7.1. Regional meetings and conferences outlined in section 19.1.
 - 8.7.2. Chapter bylaws are reviewed and updated every 5 years – see section 19.2.2 below. When changes to a chapter's bylaws are needed, the DRC works with the chapter leadership following the guidelines in 18.5, procedures for chapter bylaws updating.
- 8.8. The DRC shall use the Society President's announcement on the PAOE as a guide. The DRC shall monitor each chapter's progress throughout the year to help each chapter receive the PAOE. Additionally, it is the responsibility of the DRC to make the chapters aware of the requirements for regional awards and urge them to strive for those awards.
- 8.9. The Director and Regional Chair shall emphasize to the chapters the necessity of student membership and chapter relationships with local educational institutions to interest students in professional careers within the Society's sphere of interest, and in the Society.
 - 8.9.1. This is accomplished easiest when a student branch exists. The DRC should therefore give particular care to the student branches in the region, recognizing that students have little knowledge of the Society. They should be encouraged to continue their Society membership as they make their way into our industry.
 - 8.9.2. It is the function of the Director and Regional Chair to encourage participation of chapter members in Society committees, including Technical Committees, Task Groups and Technical Resource Groups.
- 8.10. Communications are vital; they are discussed in Section 15.2, Assistance to Chapters. The Director and Regional Chair should insist that chapters reply promptly to communications which require response and should give chapters a deadline for responding. An up-to-date Chapter Information Questionnaire helps in directing the correspondence to the right member. It also lists a telephone number if personal contact is required.
- 8.11. Near the end of the Director and Regional Chair's term of office, when a successor has been nominated, the DRC should inform this person of current chapter and regional activities with the objective of providing an orderly transition. On completion of term of office, appropriate files should be transmitted to the successor.
- 8.12. Additional Annual Personal Time and Expense Requirements - Directors and Regional Chairs.
 - 8.12.1. This office is one of the most vital in the Society, and the most demanding of personal time and expense of all Director positions.

- 8.13. Regional Dinners (optional) - At each Society Meeting (Winter and Annual) the Director and Regional Chair is encouraged to arrange a time and place for a Regional Dinner for the ASHRAE members within the region. It has been the practice in recent years to hold these dinners on the Monday evening. (The DRCs are ideal organizers for this event.)

9. EXECUTIVE COMMITTEE RESPONSIBILITIES

9.1. GENERAL

- 9.1.1. The Executive Committee shall consist of the President who shall be its Chair, the President-Elect, the Treasurer, the Vice Presidents, and the Secretary, who is a non-voting member. It shall meet at the call of the President or upon request of any two members of its members. (SBL 7.3)
- 9.1.2. It shall investigate and make reports and recommendations to the Board of Directors regarding matters relating to the Society or members thereof. During intervals between Board of Directors meetings, the Executive Committee shall exercise administrative powers of the Board of Directors. Matters of policy determined by the Executive Committee between meetings of the Board of Directors shall be submitted for approval to the Board of Directors at its next meeting. (SBL 7.3)

9.2. MEETINGS

- 9.2.1. Regular meetings of the Executive Committee are held at the time of the Winter and Annual Meetings, generally prior to and immediately after other scheduled meetings. Special meetings are generally held not less than twice a year during periods between Society meetings.

9.3. SUBCOMMITTEES

- 9.3.1. To sustain the ASHRAE/CIBSE relationship, a subcommittee of the Executive Committee shall be formed consisting of the President and the Chief Staff Officer (ROB 2.106.001.6)

10. VICE PRESIDENT RESPONSIBILITIES

- 10.1.1. A Vice President is an officer, a member of the Executive Committee, a member of the Board of Directors, and the duties include those heretofore described in other sections of this document, as well as those outlined in the following
- 10.1.2. Each Vice President may expect to be appointed by the President to one or more special presidential committees established to develop information for a specific response or policy for the Society. The Vice Presidents may also be appointed to represent the Society at meetings of other organizations.
- 10.1.3. The Vice Presidents will be expected to assist the President and the President-Elect in the selection of nominees for committee assignments and to provide evaluation comments on committee performance.

11. COUNCIL CHAIR (COORDINATING OFFICER) RESPONSIBILITIES

- 11.1.1. The council chair or CO shall be available to the committee for advice and assistance and shall report any problems to the President or the Executive Committee. (77-06-26-07/78-02-01-15/87-06-28-19)
- 11.1.2. The council chair or CO should annually review the budget, the four-year plan and the objectives of each committee and make recommendations to the President-Elect concerning size limitations, fiscal concerns and activities of the committees. The purpose of such reviews is to optimize committee size and effectiveness and assure that each committee of the Society is useful and functioning in the manner described by the Rules of the Board.
- 11.1.3. The council chair or CO shall receive copies of the minutes of all meetings and all pertinent correspondence to and from the Chairs of all committees assigned to that council chair or CO.
- 11.1.4. It is desirable, where possible, for the council chair or CO to attend at least a portion of each assigned committee meeting. This will allow the entire committee membership to meet and have an opportunity to converse with the council chair or CO. (91-06-23-25)
- 11.1.5. Specific coordinating committee assignments will be made by the President with the approval of the Board of Directors (ROB 2.200.002). Typical assignments are shown in the Society structure chart. (Appendix B)

12. TREASURER RESPONSIBILITIES

- 12.1.1. The Treasurer is an officer, a member of the Executive Committee, a member of the Board of Directors, and the duties include those heretofore described in other sections of this document, as well as those outlined in the following paragraphs.
- 12.1.2. The Treasurer shall invest the funds of the Society in accordance with the decisions of the Investment Committee. The Investment Committee will operate according to the current Rules of the Board. (ROB Volume 2, Finance Committee)

13. IMMEDIATE PAST PRESIDENT

- 13.1.

14. PRESIDENTIAL REPRESENTATIVES

- 14.1. The Operating Procedure for Presidential Representatives dated 6/22/74 is adopted. (74-06-23-20/91-06-23-13)
 - 14.1.1. Authorization: By appointment of the President at the Executive Committee Meeting of June 21, 1974, a special class of Presidential Representatives was established. They will be designated Presidential Representatives, and they will speak on behalf of the President.
 - 14.1.2. Assignments: Normally the assignments given to Presidential Representatives will be as liaison members to other organizations, especially when decisions on policy matters are expected. Other assignments, however, would be as guests at meetings of other organizations, or as a speaker or participant at conferences.
 - 14.1.3. Authority and Responsibility: When the assignment is given to the Presidential Representative, the president shall define the scope of authority and the purpose of the assignment. If it is expected that the Presidential Representative is to vote or speak on behalf of ASHRAE regarding policies that have not been specifically determined by ASHRAE, the Executive Committee shall provide direction on the position to take.
 - 14.1.4. Report: Following each assignment, the Presidential Representative shall make a written report to the president.
 - 14.1.5. Term of Appointment: The term of the Presidential Representative shall coincide with the term of the appointing president.
 - 14.1.6. Eligibility: Any Member in good standing may be appointed as a Presidential Representative; however, it is preferable to appoint someone with stature and experience commensurate with the assignment. The president shall consider, therefore, Presidential Members, officers, present or past Directors, Fellows, or outstanding authorities in an appropriate field.

15. AMBASSADORS

- 15.1. The Board of Directors approved the Operating Procedure for ASHRAE Ambassadors as recommended by the Executive Committee at their meeting May 1-2, 1976, as follows: (76-06-27-02/91-06-23-16)
 - 15.1.1. Purpose: To represent ASHRAE by promoting goodwill and improving relations between ASHRAE and the various international organizations with similar objectives and interests.
 - 15.1.2. Authorization: By appointment of the President at the Board of Directors Meeting of June 27, 1974, a special representative was established. The President later named the special representative "ASHRAE Ambassador."
 - 15.1.3. Procedure for Appointment: Whenever the Society learns that a member will be traveling to international countries without ASHRAE chapters, they may be invited by staff on behalf of the President to act as an Ambassador within the conditions of this operating procedure.

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15.1.4. Authority and Responsibility: When the appointment is given to the Ambassador, the President or staff shall define the scope of authority and the purpose to be fulfilled. The President, through staff, shall present the Ambassador with a letter of introduction, or credentials, suitable for presentation to the international organizations to be visited. Further, the Ambassador shall be provided with a kit concerning the formation of chapters. This kit would be left with the group visited by the Ambassador. The Ambassador will not vote or speak on behalf of ASHRAE regarding policies unless authorized by the President.

(91-06-23-17)

15.1.5. Report: Following each assignment, the Ambassador will make a written report to the President.

15.1.6. Term of Appointment: The term of the Ambassador will coincide with the term of the specific trip involved.

16. **PERMANENT BOARD SUB-COMMITTEES (TYPICAL)**

16.1. Diversity, Equity, and Inclusion (DEI) Subcommittee

17. **REPRESENTATIVES NOMINATED BY TECHNICAL COMMITTEES**

17.1. Appointments to represent the Society in a specific research area shall be made by the chair of the Research Administration Committee, and those to represent a specific technical area (except standards) shall be made by the chair of the Technical Activities Committee, with the advice of the TC, TG or TRG or panels at interest, with the advice of the Director of Technology and with the approval of the Coordinating Officer. (ROB 2.421.003.3)

17.2. Individuals appointed to represent the Society in a specific standards area and/or codes area shall be made by the chair of the Standards Committee, with the advice of the cognizant Standards Project Committee or the chair of the Code Interaction Subcommittee and the Manager of Standards and approved by the Coordinating Officer. (91-06-23-15/09-10-24-05)

17.3. Instructions for their voting shall be given to them by their committee with the proviso that, if there is a new activity, this will first be reported to the Board for its consideration so that the Board will not be giving blanket delegation of authority, but will have approved in advance the character, scope and general contents of this activity. Thereafter, it will be the duty of the committee involved to instruct the intersociety representative as to how to vote to accomplish this. (91-06-23-15)

17.4. The Board ex officio member shall be responsible for referring to the Board of Directors actions taken by the intersociety representatives. (62-06-27-07) (See also RAC, TAC and Standards Committee ROB.)

18. **GENERAL INFORMATION**

18.1. **ASHRAE REGIONAL BOUNDARIES AND CHAPTER LOCATIONS**

18.1.1. Current map and list of chapters can be located at www.ashrae.org.

18.1.2. The organizational structure can be found at www.ashrae.org.

18.1.3. A current listing of the Memoranda of Understanding (MOU) can be found at www.ashrae.org.

18.2. **CORPORATION LAW**

18.2.1. As trustees representing the interests of the members of the Society, Officers and Directors must exercise that degree of care and prudence which would be exercised by the ordinarily prudent businessman in connection with the affairs of the corporation.

18.2.2. Officers and Directors must act in good faith and cannot act on matters in which they have a self-interest contrary to the interest of the corporation.

18.2.3. Officers and Directors are liable personally for any damage or loss which occur from willful negligence or failure to perform their duties.

18.3. **CERTIFICATE OF CONSOLIDATION**

Reference Manual, Board of Directors

- 18.3.1. No Officer or Director may receive or be lawfully entitled to receive any part of the net earnings of the Society or any pecuniary profit from the operations of the Society except as may be authorized by the Board of Directors as reasonable compensation for services in effecting one or more of its purposes as the Board of Directors may determine.
- 18.3.2. Each Officer and Director will be indemnified by the Society against expenses actually and necessarily incurred by (the Officer or Director) in connection with the defense of any action, suit, or proceeding in which (the Officer or Director) is made a part by reason of being or having been an Officer or Director of the Society, except in relation to matters as to which (the Officer or Director) shall be adjudged in such action, suit, or proceeding to be liable for willful negligence, misfeasance, or misconduct in the performance of (the) duties of the office; such right or indemnification shall not be deemed exclusive of any other right to which (the Officer or Director) may be entitled under any Bylaw agreement, vote or otherwise.\

18.4. RULES OF THE BOARD

- 18.4.1. Rules of the ASHRAE Board of Directors, authorized by Bylaws Section 4.4, are compiled annually by the staff of the Society from actions of the Board.
- 18.4.2. Rules of the Board are contained in the following volumes:
 - 18.4.2.1. Volume 1 – Principles and Policies
 - 18.4.2.2. Volume 2 – Standing Rules
 - 18.4.2.3. Volume 3 – Standing Rules for Membership
- 18.4.3. Changes to Rules of the Board
 - 18.4.3.1. Proposed changes (additions and deletions) to Rules of the Board (ROBs) shall be submitted by committees, councils and Board members.
 - 18.4.3.2. Changes proposed by a committee shall be submitted through the body to which it reports; councils and Board members may submit proposed changes directly to the Board of Directors.
 - 18.4.3.3. To propose a change to an existing ROB, present the current ROB with changes marked by double underlining to designate words proposed to be added and ~~striketrough~~ to designate words proposed to be deleted. A proposed change, as a minimum, shall include the complete ROB number (e.g., 2.106.001.2), the proposed change(s) marked as indicated above, and the reason(s) for the change(s).
 - 18.4.3.4. To propose a new ROB, present the wording for the new rule and include a statement indicating a recommended placement of the new rule within the ROB organization. Examples:
 - 18.4.3.4.1. It is recommended that this rule be placed in ROB Volume 1, Principles and Policies
 - 18.4.3.4.2. It is recommended that this rule be placed in ROB Volume 2, Standing Rules
 - 18.4.3.5. To propose rescinding an existing ROB, include in the recommendation the ROB volume in which the rule is located, the rule number or other identification code, and the wording of the rule to be rescinded.

18.4.4. GUIDELINES FOR REVISIONS OR AMENDMENTS TO SOCIETY DOCUMENTS

- 18.4.4.1. Certificate of Consolidation - By application to the Secretary of the State of New York.
- 18.4.4.2. Bylaws - By vote of the Society membership.
- 18.4.4.3. Rules of the Board of Directors - By motions passed by the Board of Directors.
- 18.4.4.4. Model Constitutions and Bylaws - By motions passed by Members Council.
- 18.4.4.5. In case of a conflict, the Society documents are valid in the following order:
 - 18.4.4.5.1. Certificate of Consolidation
 - 18.4.4.5.2. Bylaws
 - 18.4.4.5.3. Rules of the Board

18.5. PROCEDURE FOR CHAPTER BYLAWS UPDATING [12-01-25-11[8]]

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- 18.5.1. The purpose of the model constitution and bylaws is to provide a constitution and bylaws that will meet the need of any chapter and still comply with the Certificate of Consolidation, Society Bylaws, the Rules of the Board of Directors, the New York State not-for-profit law, and Federal and Georgia state laws under which ASHRAE is administered. As such, the constitution and bylaws constitute a legal document which has been approved by the ASHRAE Board of Directors and reviewed by legal counsel.
- 18.5.2. The model bylaws are flexible in that they allow the chapter certain options in the selection of dates, the appointment of committees, the selection of committee members, and the methods of election. This limited flexibility is provided to accommodate the needs of chapters, regardless of their geographic location and size.
- 18.5.3. Acceptable deviations to the model bylaws have been published to permit additional options which are based on experience and changing times in order that the chapters are given the best possible basis for successful operation.
- 18.5.4. These are the steps which should be followed in updating chapter bylaws:

<u>Step</u>	<u>Responsible</u>	<u>Action</u>
1.	Members Council	Provide model constitution and bylaws and list of acceptable deviations;
2.	Regional Chair	Work with chapter president (at CRC or on chapter visit) to update bylaws.
		<u>If chapter accepts changes:</u>
3.	Chapter	Board of Governors votes to accept changes; President signs and dates updated bylaws and returns to Headquarters.
4.	Staff	If chapter has indicated additional acceptable changes (see Deviations List), staff revises and returns bylaws to chapter for verification, final acceptance and signature.
		<u>If chapter requests changes or additions which are not on Deviations List</u>
5.	Regional Chair	Refer outstanding questions to staff liaison who refers to Members Council Charter and Bylaws advisor for resolution
6.	Members Council	Provide explanation and ruling to Regional Chair who communicates explanation to chapter.
7.	Chapter	Repeat step 3.
		<u>If chapter does not accept ruling:</u>
8.	Chapter	Appeal to Members Council who makes the final judgment. Direct questions concerning this procedure to Regional Chair or staff.

19. REGIONS AND CHAPTERS

19.1. REGIONAL MEETINGS AND CONFERENCES

- 19.1.1. A substantial portion of the operation of a region, particularly as reflected in the annual Chapters Regional Conference, is described in the Manual for Conducting Chapters Regional (Committee) Conferences.

19.1.2. DEFINITIONS

- 19.1.2.1. Regional Meetings: The term Chapters Regional Committee (CRC) designates a business meeting of the delegates of the chapters in a region. Workshop-type discussion may be included.

Reference Manual, Board of Directors

19.1.2.2. Regional Conference: A Chapters Regional Conference includes ~~both a~~ business CRC meeting, caucus, and a minimum period of three hours set aside for technical sessions and field trips plus four (4) workshops as needed, led by the respective Regional Vice Chairs. -of four hours' duration each, led by the five Regional Vice Chairs.-(e.g.; Chapter Technology Transfer, Government Affairs -Grassroots Government Advocacy, Membership Promotion, Research Promotion, Student Activities, Young Engineers in ASHRAE)

19.1.3. REFERENCE

- 19.1.3.1. Both regional meetings and regional conferences are described in the Manual for Conducting Chapters Regional Conference (CRC Manual).
- 19.1.3.2. Each DRC should become familiar with this Manual to determine the DRC's responsibilities for these activities.

19.1.4. ATTENDANCE

- 19.1.4.1. There shall be present at each Chapters Regional Committee meeting two Society officers, including, if possible, the President, the President-Elect or the Treasurer; all such official attendees' travel expenses shall be reimbursed in accordance with the Travel Reimbursement Policy. The "team" will usually be headed by the President, the President-Elect or the Treasurer.
- 19.1.4.2. A chapters regional conference is an important occasion; the host chapter will have prepared for it at least a year in advance. Each of the assigned "team" should feel obligated to attend all planned functions. If bus trips are arranged, they should go "with the crowd," rather than by private car. At receptions and cocktail hours, they should "circulate," meeting everyone present, if possible. During business sessions, they should be prepared to answer delegates' questions.
- 19.1.4.3. Social events will frequently include a banquet and a luncheon. A prepared talk by the President, the President-Elect or the Treasurer is expected at one of these functions, and by the other "team member" at one of these or other major functions of the regional conference. These talks may be on Society affairs or progress. Although such a talk may contain paragraphs presented elsewhere, spontaneity will be improved if a separate presentation, preferably with new data, is prepared for each occasion
- 19.1.4.4. The number of such assignments will vary with the office and with the requirements and specific availability of staff participation. The President, the President-Elect and the Treasurer may expect to attend three to four such meetings each; the Vice Presidents will probably attend three, in addition to their own regional conferences, special meetings and optionally, those which may immediately precede or follow an Executive Committee meeting.
- 19.1.4.5. A Director and Regional Chair nominee may attend one CRC in another region prior to beginning their three-year term. Each Director and Regional Chair is authorized to attend a maximum of two regional conferences in another region during the first two years of the three-year term. (12-01-25-11[9])
- 19.1.4.6. The incoming Regional Chair nominee shall attend one CRC meeting prior to their term and may substitute for the outgoing Regional Chair at a CRC meeting of choice in another region in the spring of the year. (74-02-07-27)
- 19.1.4.7. The Regional Chair shall be responsible for inviting and directing the Nominating Committee Member, Alternate, and newly elected Member and Alternate to attend all meetings of the CRC, including the caucus and executive session, and the Manual for Conducting Chapters Regional Conferences shall be revised to reflect this change. (74-02-07-29)
- 19.1.4.8. The Director and Regional Chair shall have the option of sending the General Chair-Designate from the Host Chapter to a CRC Meeting in their own or another region, if the Director and Regional Chair deems it beneficial to the region, and transportation expenses shall be paid. (74-06-27-25)

19.1.5. REPORT (97-01-29-18)

Reference Manual, Board of Directors

- 19.1.5.1. It is the responsibility of the ~~less senior officer~~ ~~Vice President~~ attending a ~~chapters regional conference (CRC)~~ to prepare a report on the conference. The report should cover such subjects as conference announcement, protocol, business meetings, technical sessions, workshops, social activities, arrangements, or any other aspect of the conference on which the officer wishes to comment. The report should also include a list of the action items from the business meeting.
- 19.1.5.2. Following the conference, the officers in attendance should meet with the Director and Regional Chair, the chair of the CRC organizing committee, the next year's chair of the CRC organizing committee, and others as appropriate (the chair of the CRC organizing committee two years into the future, visiting Society BOD members, and ASHRAE staff) to discuss the conference, its strengths and areas where and how it could be improved. The Director and Regional Chair and the chair of the CRC organizing committee should receive a copy of the officer's written report.
- 19.1.5.3. The written report should be distributed to all of the members of ExCom, and it should be an agenda item for the next meeting of the Executive Committee.

19.2. ASSISTANCE TO CHAPTERS

19.2.1. MANUAL FOR CHAPTER OPERATIONS

- 19.2.1.1. A Manual for Chapter Operations is furnished to the DRC and to chapter officers. This manual incorporates the ideas generated at the conference of the Members Council for the proper operation and direction of chapter activities
- 19.2.1.2. The DRC should assist the chapters in the use of this manual and stress the importance of complying with the procedures outlined therein. It should be followed in principle and any variations should be only those deemed essential because of local conditions.
- 19.2.1.3. At the beginning of each new Society year the DRC should personally contact each incoming chapter president and determine that each has a manual, and that the other chapter manuals have been placed in the hands of the incoming chapter officers. The DRC should also stress at this time the importance of completing and mailing the Chapter Information Questionnaire.

19.2.2. CHAPTER MODEL BYLAWS

- 19.2.2.1. Model Chapter Constitution and Bylaws have been approved by the Board of Directors.
- 19.2.2.2. The purpose of the Model Constitution and Bylaws is to provide a Constitution and Bylaws that will meet the need of any chapter and still comply with the Certificate of Consolidation, Society Bylaws, the Rules of the Board of Directors, the New York State Not-for-Profit Law, and Federal and Georgia State Laws under which ASHRAE is administered.
- 19.2.2.3. The Model Constitution and Bylaws are flexible in that they allow the chapter certain options in the selection of dates, the appointment of committees, the selection of committee members, and the methods of election. This flexibility is provided to accommodate the needs of chapters, regardless of their geographic location and size. The DRC should make sure that the chapter constitution and bylaws have been approved by Members Council, and, if they are not, that steps are taken to revise them in accordance with the Model Chapter Constitution and Bylaws. Copies of correspondence between chapters and Members Council should be sent to the DRC
- 19.2.2.4. Chapters' bylaws are updated every five years. Each DRC will receive a list of chapters in their region whose Bylaws have been updated and sent to the chapters for approval. DRCs should follow up with chapters to ensure that action is taken on the updated bylaws. The Procedure for Chapter Bylaws Updating is in 14.5

19.2.3. COMMUNICATIONS

- 19.2.3.1. Communications between the DRC and the chapters in the region are necessary in order to keep the DRC advised of the activities of the chapters; and, in order that the DRC may give to the chapters information and advice which will enable them to improve operations.

Reference Manual, Board of Directors

- 19.2.3.1.1. The "Chapter Information Questionnaire" is a valuable tool to assist the DRC, the various Regional Vice Chairs and various departments at headquarters in determining which individual in the chapter to direct correspondence to. The DRC must acquire these before the beginning of the Society Year on July 1 and distribute them to all pertinent parties. The DRC must ensure that the Chapters provide revised copies when changes have been made.
 - 19.2.3.2. The DRC must establish early in the term that "no answers" and "slow answers" from chapters to the DRC or the Regional Vice Chairs or other ASHRAE correspondents are not in the best interest of the chapters, the region, or the Society and represent unacceptable performance
 - 19.2.3.3. Newsletters are used by the DRC for circulation to officers of the chapters within the region. The contents of such letters include decisions of the Board of Directors of the Society which are applicable to chapter operations; status of regional motions; Society activities which should be called to the attention of the chapters; and information which will help chapters to schedule speakers, develop membership, improve programs, etc. A newsletter can provide an excellent medium of interchange among chapters. (Exchange of newsletters among DRCs also gives ideas for format and content.) (99-01-27-44)
 - 19.2.3.4. Questionnaires may be necessary from time to time to obtain information on chapter activities necessary for coordination or information. These questionnaires may be used for the purpose of gathering information on membership dues, number and class of members in the chapter, cost of chapter activities, and the character of special activities
 - 19.2.3.5. Communication by telephone as well as by letter or electronic communication may be necessary, particularly for making arrangements for regional meetings and in coordinating activities of two or more chapters. (12-01-25-11)
- 19.2.4. VISITS TO CHAPTERS**
- 19.2.4.1. Visits to chapters by the DRC, or by one of the regional officers should be made as frequently as is necessary, but not less than once per year. One visit per year should be considered official. A meeting with the chapter Board of Governors should always be a part of the official chapter visit. (92-01-29-34A/03-07-02-12)
 - 19.2.4.2. Visitation with the members of the Board of Governors and with the members of the chapter provides the most effective means of measuring the quality of leadership being provided, the quality of meeting programs, and the attitude of the membership.
 - 19.2.4.3. The meeting with the Board of Governors should be for the purpose of assisting them with the operations of the chapter and of resolving chapter problems. Informality and exchange of information should be the keynote of such meetings.
 - 19.2.4.4. At meetings with the Board of Governors and with officers, the following subjects are typical of items that should be discussed:
 - 19.2.4.5. Chapter membership and development.
 - 19.2.4.6. Chapter programs, securing speakers, arranging social meetings, etc.
 - 19.2.4.7. Chapter finances.
 - 19.2.4.8. Chapter educational programs, cooperation with student branches and chapter support for scholarships.
 - 19.2.4.9. Emphasis on the necessity of student membership and chapter relations with local colleges to interest students in Society and professional careers.
 - 19.2.4.10. Encouragement of chapters to have meaningful continuing chapter seminars and educational programs for all levels of ability of chapter membership, including student membership.
 - 19.2.4.11. Research programs, research resources and fund-raising activities.
 - 19.2.4.12. Special projects of a regional or international scope.
 - 19.2.4.13. Consideration of members for service on Society committees, for honors and awards, for recommendation to the Nominating Committee, etc.

Reference Manual, Board of Directors

- 19.2.4.14. Any other appropriate item of conduct or operation of the chapter, the region, and the Society at large, such as Society goals, chapter membership attendance at Society meetings and CRC meetings, chapter scholarship programs, etc.
- 19.2.4.15. In summary, reviewing the current status of the chapter relative to achieving a par performance on PAOE points in the various categories provides lively discussion with a clear objective.

19.3. **REGIONAL COMMITTEES** (optional)

- 19.3.1. Regional committees or subcommittees of CRCs may be established as standing or special committees, as required by circumstances. The DRC may appoint such committees, soliciting approval of the Members Council when such approval is deemed necessary or desirable.
 - 19.3.1.1. Typical subjects which may be considered by regional committees are:
 - 19.3.1.1.1. Financing of regional meetings.
 - 19.3.1.1.2. Programs for regional meetings.
 - 19.3.1.1.3. Regional sponsorship of a scholarship fund.
 - 19.3.1.1.4. Regional sponsorship of invitations for meetings of the Society in the regions and for cooperation of chapters in assisting the Conferences and Expositions Committee for such meetings. (12-01-25-11)
 - 19.3.1.1.5. Regional historical programs.

19.4. **SPECIAL PROGRAMS**

- 19.4.1. The DRC may be called upon from time to time to sponsor special programs in the region.
 - 19.4.1.1. Liaison with the principal committees of the Society is an example. For example, the Membership Promotion Committee has a member who is responsible for liaison with chapters in one specific region through the DRC for the purpose of following up on delinquent members.

19.5. **CHAPTER RESPONSIBILITY AS HOST CHAPTER TO SOCIETY**

- 19.5.1. The DRC should assist the chapter in their region selected as Host Chapter for a Winter or Annual Meeting of the Society. The DRC should provide advice and counsel on the responsibilities of the Host Chapter and the proper organization to accomplish these responsibilities. The DRC should see to it that the chapter coordinates its activities with the assigned Society staff members. The DRC should sit at the head table during the luncheon and dinner meeting and make suitable presentations or addresses as required.
- 19.5.2. The Manual for Host Chapters for Society Meetings should be used by the DRC as the authority for the necessary chapter activities.

19.6. **CHAPTER OR REGIONAL ACTIVITIES RELATING TO OTHER ORGANIZATIONS**

- 19.6.1. It is the responsibility of the DRC to review the activities of the chapters in the region and to instruct the chapters to avoid any chapter or regional membership or affiliation with any organization where such a liaison would compromise the following regulations:
- 19.6.2. The following provisions of Section 501(c)(3) of the Internal Revenue Code (upon which the Society's Certificate of Consolidation and Bylaws are based):
 - 19.6.2.1. Organized and operated exclusively for "...scientific ...or educational purposes...."
 - 19.6.2.2. No substantial part of the activities are related to propaganda or attempts to influence legislation.
 - 19.6.2.3. No participation in any political campaign.
- 19.6.3. The purposes listed in item 7(1) of the Certificate of Consolidation.
- 19.6.4. No chapter or region should join or affiliate with any organization if there is any appearance of the organization being engaged in commercial activities. (Manual for Chapter Operations)

Reference Manual, Board of Directors

- 19.6.5. The only exposition activities that the Society will sponsor in the U.S. shall be the International Air-Conditioning, Heating and Refrigerating Exposition jointly sponsored with AHRI. Participation in any form by a chapter or region of the Society in an Exposition in the U.S. is contrary to the contractual agreement with the International Exposition Company, and is not permissible, except as allowed by the Manual for Chapter Operations or as stipulated in License and Royalty Agreement between the American Society of Heating, Refrigerating and Air-Conditioning Engineers, Inc. and the Air-Conditioning and Refrigeration Institute and the International Exposition Company, Incorporated dated January 18, 1990 and any amendments thereto. (ROB 2.104.019.2)
- 19.6.6. Chapters may co-sponsor conferences subject to the *Guidelines for Co-sponsored Conferences* (ROB Volume 3)

**MINUTES****BOARD OF DIRECTORS MEETING**

Monday, March 27, 2023

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, March 27, 2023

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PRINCIPAL APPROVED MOTIONS

Board of Directors Meeting

Monday, March 27, 2023

No. - Pg.	Motion
2 - 4	<p>The Executive Committee recommends that the ASHRAE Board of Directors approve revisions to 2.2 of the Rules of the Board (shown below):</p> <p>2. GENERAL RULES</p> <p>2.2 The Board of Directors delegates responsibility for the operation of the Scholarship Program, including the approval of scholarship agreements, to the Scholarship Trustees, which has sole authority for the final selection and approval of scholarship recipients, the number of scholarships awarded, the frequency of awards, the amount of each award. The scholarship trustees shall report to the Board of Directors through the Executive Committee.</p>
3 - 5	<p>The Executive Committee recommends to the Board of Directors that the second sentence of ROB 2.101.005.1 be revised as shown below:</p> <p>2.101.005.5</p> <p>A. Proposed major organizational changes shall be submitted as information and in writing to the Society's Board of Directors at least sixty (60) days before any action is taken. Major organizational changes shall be defined as dissolving or adding a standing committee or council or adding or eliminating a council or board position. <u>Major organizational changes shall be defined as adding or dissolving a council or changing the makeup of the Board.</u> Organizational changes may also be defined as "major" by a two-thirds affirmative vote of the Board members voting.</p> <p>B. Any motion presented to the Board of Directors to make any major organizational changes shall be presented to the Board at one Board session and not voted on until the next Board session or a later Board session.</p>



MINUTES
BOARD OF DIRECTORS MEETING

Monday, March 27, 2023

MEMBERS PRESENT:

Farooq Mehboob, President
Ginger Scoggins, President-Elect
Dennis Knight, Treasurer
Billy Austin, Vice President
Dunstan Macauley, Vice President
Sarah Maston, Vice President
Ashish Rakheja, Vice President
Jeff Littleton, Secretary
Steven Sill, Region I DRC
Ronald Gagnon, Region II DRC
Mark Tome, Region III DRC
Bryan Holcomb, Region IV DRC
Jim Arnold, Region V DRC
Susanna Hanson, Region VI DRC
Chris Gray, Region VII DRC
Randy Schrecengost, Region VIII DRC

Tyler Glesne, Region IX DRC
Devin Abellon, Region X DRC
Eileen Jensen, Region XI DRC
John Constantine, Region XII DRC
Cheng Wee Leong, Region XIII DRC
Andres Sepulveda, Region XIV DRC
Richie Mittal, RAL DRC
Blake Ellis, DAL
Luke Leung, DAL
Wei Sun, DAL
Dru Crawley, DAL
Ken Fulk, DAL
Art Giesler, DAL
Wade Conlan, DAL
Kishor Khankari, DAL
Adrienne Thomle, DAL

GUESTS PRESENT:

Chandra Sekhar	Buzz Wright	Ben Coy	Jeff Magnusson
Scott Peach	Doug Cochrane	Bill McQuade	Jojo Castro
Joe Sanders	Heather Schopplein	Bill Knight	Kay Thrasher
Jonathan Smith	Steven Bushby	Brandon Guy	Mahesh Prabhu
Carl Huber	Ashley Keller	Bratislav Blagojevic	Mohammad Nasir Ahmad
Donald Gariepy	Corey Metzger	Devanand Maharaj	Nivedita Jadhav
Patrick Marks	Erica Powell	Mohamed Faizal	Omar Rojas
Rupesh Umtol	Patrick Irick	Paul Chipoco	Rodrigo Arias
Terry Townsend	Ryan Staton	Spencer Morasch	Stephanie Wren
	Tiffany Abruzzo	Valerie Simmons	Yongkie Tileno

STAFF PRESENT:

Candace DeV Vaughn, Manager - Board Services	Stephanie Reiniche, Director – Technology
Chandrias Jolly, Assistant Manager - Board Services	Alice Yates, Director – Government Affairs
Joyce Abrams, Director - Member Services	Craig Wright, Director – Finance
Vanita Gupta, Director - Marketing	Daniel Gurley, Mgr. – Membership and Member Contact
Mark Owen, Director - Publications & Education	Ryan Shanley, Manager – International Standards
	Tony Giometti, Sr. Mgr. – Conference Programs

CALL TO ORDER

Mr. Mehboob called the meeting to order at 11:00am.

CODE OF ETHICS

Mr. Mehboob read the code of ethics commitment.

ROLL CALL/INTRODUCTIONS

Roll call was conducted. Members, guests, and staff in attendance as noted above.

REVIEW OF MEETING AGENDA

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

PROPOSED NEW STANDING COMMITTEE

Mr. Knight moved that

1. The Executive Committee recommends that the Board of Directors approve the formation of a new standing committee named Global Technical Interaction Committee reporting to Technology Council and recommend that the Board of Directors implement this by approving the following new proposed Rule of the BOD:

2.XXX GLOBAL TECHNICAL INTERACTION COMMITTEE**2.XXX SCOPE AND PURPOSE**

2.XXX.1 The Global Technical Interaction Committee shall be responsible for harnessing the technical resources of ASHRAE to impact international standards and maximize the global influence of ASHRAE standards, guidelines, and other technical work products on the practice of HVAC&R and the built environment.

This includes developing, implementing, and managing processes that enable information flow and coordination between chapters, technical committees, standard project committees, and international technical advisory groups.

2.xxx.2 The committee shall inform the ASHRAE leadership and membership of the potential impacts of the activities and make recommendations on new activities and policies in response.

2.xxx.02 MEMBERSHIP

2.xxx.02.1 Maximum of thirteen (13) voting members, including a chair and a vice chair.

2.xxx.01.1.1. Vice Chair of Standards Committee

2.xxx.01.1.2. Vice Chair of Technical Activities Committee

2.xxx.01.1.3. Representatives of ASHRAE U.S. Technical Advisory Groups for ISO committees that are administered by ASHRAE (currently there are four).

2.xxx.01.1.4. A minimum of three and maximum of six members at large representing the global community targeting areas outside North America in consultation with the Regional Chairs.

2.xxx.01.1.5. Non-voting members include a Board ex-officio member, a coordinating officer, a Government Affairs Committee liaison, and an ASHRAE Associate Society Alliance liaison.

2.xxx.02.2 Qualifications

2.xxx.01.2.1 The chair and vice chair shall hold the grade of Member or higher in the Society.

2.xxx.01.2.2. The majority of the voting members of the committee must be ASHRAE members of Associate Grade or higher.

2.xxx.01.2.3 At-large members should have experience in international standards, or their local country codes and standards.

2.xxx.02.3 Term of Service

The term of service shall be one year for the Vice Chair of Standards and the Technical Activities Committee and for other voting members four (4) years, subject to ROB 3.300 *Election and Appointment Procedures*.

2.xxx.03 OPERATION

2.xxx.03.1 The committee will think and act globally, planning and implementing activities promoting the ASHRAE standards within ISO, CEN and other international standards developing organizations.

2.xxx.03.2 The committee will promote international standards and technical products, create materials to highlight their development and engage members outside North America.

2.xxx.03.3 The committee will identify areas where ASHRAE should provide administrative support for ISO technical committees, sub committees, or working groups and support member participation in other standards activities outside the United States.

2.xxx.03.4 The committee will identify areas where ASHRAE should seek member engagement in the development of standards and technical products in other standards developing organizations outside the United States.

2.xxx.03.5 The committee will coordinate with the Government Affairs Committee, enabling them to inform policy makers about the relevance of existing and developing international standards.

2.xxx.03.6 The committee may wish to bring members of other societies and groups with needed expertise to meet with this committee. Transportation costs to bring

members of other societies/groups with needed expertise to meet with this committee may be paid if approved by the chair of Technology Council.

2.xxxx.04 STRATEGIC PLAN

2.xxx.04.1 The committee shall develop procedures for recommending updates to the strategic plan as needed.

2.xxx.04.2 At a minimum the committee shall submit a report to Technology Council prior to the Annual Meeting that includes the status of each activity which supports the fulfillment of the committee's assignments under the strategic plan.

2.xxx.04.3 Prior to each Annual Meeting, the committee shall report to Technology Council all recommendations for changes to the strategic plan provided by the committee's constituents.

MOTION 1 POSTPONED FOR 60-DAYS

Mr. Knight advised that following the 60-day waiting period, the BOD will discuss and vote on the above motion.

It was advised that members with questions or seeking additional information should contact Mr. Knight.

EXCOM REPORT TO THE BOD

FEBRUARY 27, 2023

Mr. Mehboob advised that the first recommendation was already discussed.

Mr. Mehboob moved that

2. The Executive Committee recommends that the ASHRAE Board of Directors approve revisions to 2.2 of the Rules of the Board (shown below):

2. GENERAL RULES

2.2 The Board of Directors delegates responsibility for the operation of the Scholarship Program, **including the approval of scholarship agreements**, to the Scholarship Trustees, which has sole authority for the final selection and approval of scholarship recipients, the number of scholarships awarded, the frequency of awards, the amount of each award. The scholarship trustees shall report to the Board of Directors through the Executive Committee.

Mr. Mehboob reported that the recommendation responds to a suggestion from the Board Subcommittee on Streamlining that the approval process for scholarships agreements be shortened to conserve the time of the Board of Directors, which is the body that currently approves scholarship agreements.

This change was approved by the Scholarship Trustees and the Executive Committee unanimously.

MOTION 2 PASSED (Unanimous Voice Vote, CNV).

Mr. Mehboob reported that discussion of and investigation into the Energy Star NextGen Certification is ongoing. The Building EQ Committee is aware of the EnergyStar program and the committee plans to discuss and provide a recommendation.

An action item was assigned to Ms. Scoggins and Ms. Maston to investigate how Building EQ compares to the Energy Star program, how Building EQ can be better marketing, and how Building EQ can gain more traction outside of North America.

Mr. Knight reported that Society is working hard to have the first phase, a concept document, of the pathogen mitigation standard complete by May 11th.

MARCH 2023

Mr. Mehboob moved that

3. The Executive Committee recommends to the Board of Directors that the second sentence of ROB 2.101.005.1 be revised as shown below:

2.101.005.5

A. Proposed major organizational changes shall be submitted as information and in writing to the Society's Board of Directors at least sixty (60) days before any action is taken. ~~Major organizational changes shall be defined as dissolving or adding a standing committee or council or adding or eliminating a council or board position.~~ Major organizational changes shall be defined as adding or dissolving a council or changing the makeup of the Board. Organizational changes may also be defined as "major" by a two-thirds affirmative vote of the Board members voting.

B. Any motion presented to the Board of Directors to make any major organizational changes shall be presented to the Board at one Board session and not voted on until the next Board session or a later Board session.

Mr. Mehboob reported that the ROB in question pertains to major organizational changes and the rearrangement of committees has been removed. He emphasized that major organizational changes can also be voted on by a 2/3 vote of the BOD.

This proposed ROB change represents efforts to continuously streamline.

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

(Glesne) Has anyone confirmed that this change would not violate any nonprofit rules as required by the state of New York?

(Littleton) I am sure this change would not violate any of the not-for-profit rules or laws in the state of New York. There are no legal requirements with respect to Society's 60-day waiting period.

(Maston) Spoke in favor of the motion. As it relates to streamlining efforts, this proposed change would give the councils more opportunities to own their own structure.

(Khankari) Undecided. Still have several questions – What if the BOD has no opportunity to respond to a major change? In this motion, a major change is defined as two things, so if the BOD wants to define something as a major organizational change, it will no longer have that opportunity since the councils will be empowered to do so.

Can councils make decisions that will have major financial impacts?

(Mehboob) As per my understanding, any ROB change will come before the BOD; if the change is not a major organizational change, there will be no 60-day waiting period. The opportunity for the BOD will always be there because no change will occur without it coming before the BOD.

The BOD will still have the opportunity to decide if something is a major organizational change. If 2/3 of the BOD feel something is a major organizational change, that recommendation will follow the standard 60-day waiting period.

When a motion for a change comes before the BOD, it will contain financial implications.

(Khankari) Would that defeat the purpose of this motion? If all changes come to the BOD then why are we considering this change?

(Mehboob) It will come to the BOD, but the BOD will not have to wait 60-days. The proposed change removes the 60-day waiting period for some changes. The intention is to save time and yet, the BOD still has the opportunity, by 2/3 vote, to deem something a major organizational change.

(Thomle) In favor of the motion. Will the MOPs or Reference Manuals of the BOD or councils need to be updated?

(Mehboob) If they need to be updated that will occur if this motion is approved.

(Constantinide) In favor of the motion. Appreciate the clarification.

(Arnold) In favor of the motion. Not sure it goes far enough. Think we should give the councils even more autonomy. Do you really think the councils will do something the BOD can't stop?

(Peach) Against the motion as written. Could have a few rambunctious folks that convince half of an organization to go in a certain direction. Would suggest that 50% of the organization needs to agree if something is a major organizational change.

Don't disagree with the spirit of the motion.

MOTION 3 PASSED (Unanimous Voice Vote, CNV).

Mr. Mehboob thanked the Streamlining Subcommittee for their work.

Mr. Mehboob reviewed information items. There was discussion of the opportunities for joint programs with UAE MOEI, Architecture 2030, GlobalABC, UNEP, AIA, and ICC. A summary of comments are below:

(Arnold) There are currently PAOE points being awarded for these types of activities.

(Leong) Have experience with joint seminars with the engineering association in Singapore. Quite aware of the danger of freebies. Rest assured that ASHRAE has more to gain.

(Khankari) Good initiative. All of these societies are working towards a common goal. Need to find a way to work together without sacrificing too much financially. Suggest promoting this as a mutual effort.

(Maston) Part of this discussion at ExCom wasn't that Society shouldn't be collaborating; but one of the associations suggested that individuals not pay ASHRAE dues but instead reap the benefits of ASHRAE membership vis-à-vis the association's partnership with ASHRAE.

Suggest that the ad hoc focus on membership value. What would be the additional benefit of being a full ASHRAE Member?

(Mittal) Needs to be worked out. See this as a positive opportunity. Confident that ASHRAE is different and that members are well aware. Collaboration with other associations will give Society a leadership position in all chapters.

(Mehboob) The idea is not to work together; want to work together on a basis that is fair, equitable, and a win-win for everyone.

Mr. Mehboob thanked everyone for their input and the discussion. Will be moving forward with the ad hoc and hope to have a clear policy moving forward.

Mr. Austin reported that there was concern that the AEDG Steering Committee does not do anything identical to or in conflict with the work of the TFBD. Doing so would not be in the best interests of Society. Because of that, there have been discussions of tabling AEDG activity until it is determined that there is a clear path forward. This change would take effect on July 1.

Mr. Knight asked if this change required a motion or if the Steering Committee would just be allowed to sunset?

Mr. Mehboob responded that the intent is to just allow the group to sunset.

Mr. Austin stated that there is a framework in place with other organizations. Should there be a project for this group, we are here to do it.

BOD SUBCOMMITTEE REPORTS

DEI ADVISORY

Ms. Thomle reported that the group made a lot of progress. Staff DEI training was completed in two sessions.

Good discussions with YEA and MP teams. A new Research Subcommittee was created to work on the Presidential initiative to determine why young members do not become involved at the Society level.

Met with CIBSE to discuss their DEI initiatives. They have a program called 'Positive Action.' CIBSE expressed that they were impressed with Society's DEI work and indicated that Society's efforts are ahead of what they are doing.

Ms. Thomle was asked to elaborate on the rollout of DEI training videos to standing committee leadership. She advised that the subcommittee's preference is that members watch all five videos; the three new videos enhance what was taught.

She encouraged all BOD members to watch the video on microaggressions. Feedback from staff training was that some staff are unsure of how to address microaggressions and the new video addresses how to do so in a positive way.

Ms. Thomle was asked about the plan to conduct trainings with council and committee members. She responded that there is no plan for a formal BOD training. However, the DEI consultant will be attending a Chicago BOD meeting to provide updates and answer questions.

The intent is to also conduct a forum at the 2024 Winter Conference.

The BOD is highly encouraged to view all five DEI videos.

Work has already begun with Members Council. DEI Ambassadors have been assigned to roll out training and provide updates to the Chapters.

At the recommendation of Ms. Maston, standing committees that report to Tech Council will be asked to view the videos.

It was reported that the videos were developed so Society would not have to keep conducting and paying for live training.

Mr. Mehboob thanked Ms. Thomle and the group for their work.

FINANCIAL FOCUS

Mr. Knight reported that the group did not have a formal update.

He reported that the group would be meeting on Wednesday to review a document put together by Mr. Giesler and Mr. Sill on updated limits of authority for councils and committees.

The group plans to bring forward a motion to the BOD to review the new draft limits of authority. Will also be working toward finishing the process of rewriting budgeting tools.

STRATEGIC BUSINESS DEVELOPMENT

Mr. Macauley reported. The full report is included in ATTACHMENT A.

The desire is to piggyback off of existing roundtables and summits to continue to receive feedback. One area not fully taken advantage of are CRCs; at every CRC there are typically at least three members of the BOD and a Staff Director. How do we take advantage of that senior leadership in attendance to foster the relationship with the local community and better understand their needs?

SOCIETY STREAMLINING

Ms. Maston reported. An updated proposed new leadership structure is included in ATTACHMENT B.

She reported that the group has been focusing on two of the scope questions assigned – Who should report to the BOD? How can the BOD and ExCom be free for strategic operations and push decision making further down in the organization?

She reported that the subcommittee has been investigating the function of entities and looking at ways for form to best serve function. Notes at the bottom of the proposed leadership structure provide additional background information. Dotted lines represent communication lines.

Mr. Mehboob stated that the desire is for Society to be a global leader. He recommended that AASA continue to report to the BOD; for the optics and out of respect for the 66 national associations.

Society is not funding a great deal into AASA. They are an autonomous group with its own leadership council. The BOD cannot direct the work of AASA.

He thanked Ms. Maston and the group for their work. He stated that they are on the verge of something great.

EXECUTIVE SESSION

Executive session was called at 12:42 pm.

Open session reconvened at 12:52 pm.

ADJOURNMENT

The meeting adjourned at 12:52 pm.

A handwritten signature in black ink, appearing to be 'JH Littleton', with a horizontal line extending to the right.

Jeff H. Littleton, Secretary

ATTACHMENTS:

- A. Strategic Business Development Subcommittee Report
- B. Proposed New Leadership Structure

ASHRAE Strategic Business Development Subcommittee

Committee Members



Dru Crawley

Blake Ellis

Ken Fulk

Ron Gagnon

Chris Gray

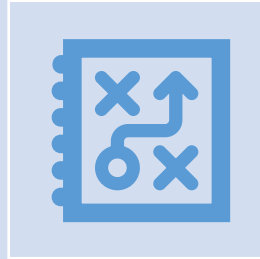
Luke Leung

Jeff Littleton

Dunstan
Macauley

Randy
Schrecengost

Goals



Develop an actionable strategic business plan for rolling out new products and services.



Strategic evaluation of the market trends and identifying business development goals over the next five years

Workplan

-  Review the current business models, operating practices and marketing strategies to determine how revenues/gross margins can be enhanced.
-  Determine opportunities to collaborate with industry partners to promote key topic areas globally?
-  Identify opportunities to enhance brand recognition.
-  Scan the market to establish the demand for potential new products and services which ASHRAE is qualified and should provide.
-  Identify gaps in the built environment that ASHRAE is best positioned to fill.
-  Identify the value adds of ASHRAE and how we can differentiate from other organizations.
-  How do we maximize the effectiveness of our virtual platforms?

Recommendations



Recommendation to the Publishing and Education Council to translate up to three ALI courses into a language other than English in order to support the diverse global membership of ASHRAE.



Recommendation to the Publishing and Education Council to translate up to five ASHRAE's publications into a language other than English.



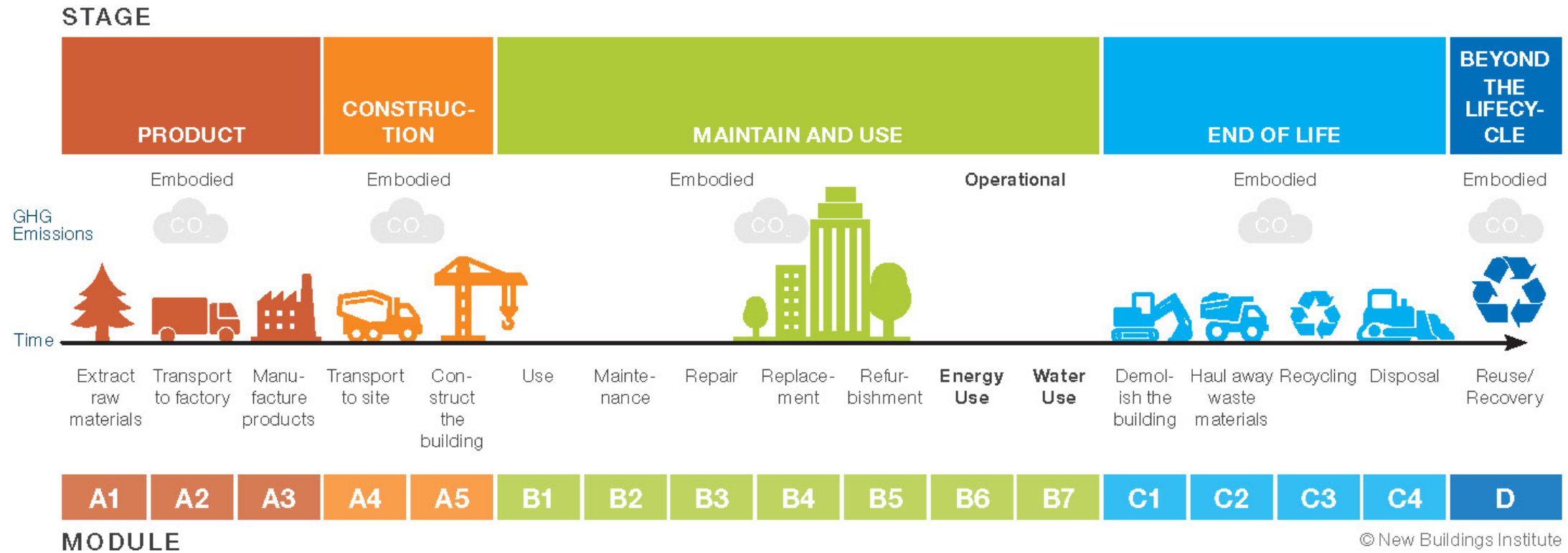
Recommendation to the Publishing and Education Council to conduct an annual industry roundtable to identify new products and services.



Recommendation to the Board of Directors to work with our industry partners to create comprehensive tools that implement the guidelines and guides produced by the Epidemic Task Force (ETF) and the Task Force for Building Decarbonization (TFBD).

FIGURE 1: LIFECYCLE STAGES

Data source: BS EN 15978:2011



Carbon Metric Toolkit

Market Feedback from Industry Partners





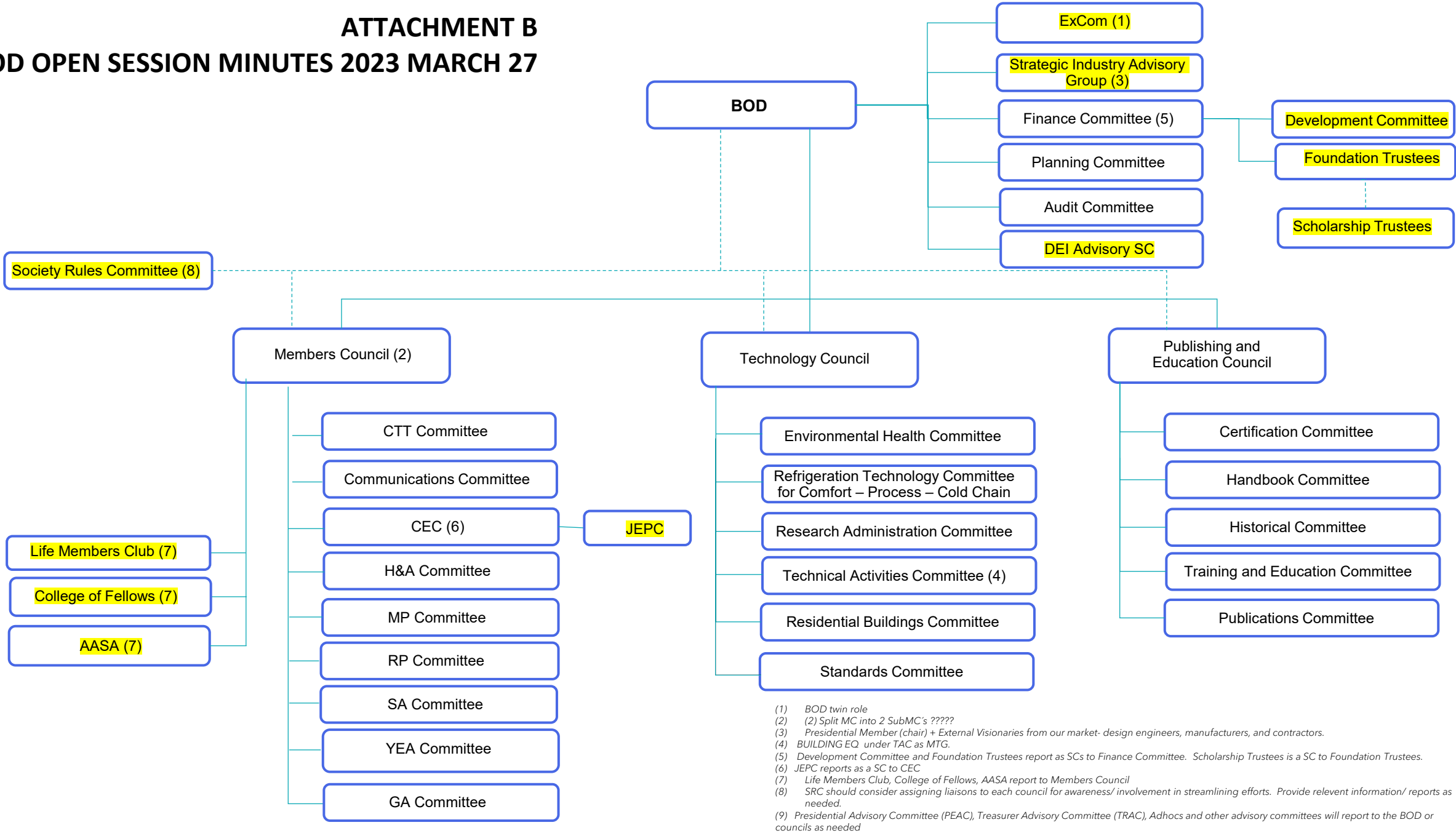
Expanding our Digital Presence





Thank
You!

ATTACHMENT B
BOD OPEN SESSION MINUTES 2023 MARCH 27



(1) BOD twin role
(2) (2) Split MC into 2 SubMC's ?????
(3) Presidential Member (chair) + External Visionaries from our market- design engineers, manufacturers, and contractors.
(4) BUILDING EQ. under TAC as MTG.
(5) Development Committee and Foundation Trustees report as SCs to Finance Committee. Scholarship Trustees is a SC to Foundation Trustees.
(6) JEPC reports as a SC to CEC
(7) Life Members Club, College of Fellows, AASA report to Members Council
(8) SRC should consider assigning liaisons to each council for awareness/ involvement in streamlining efforts. Provide relevant information/ reports as needed.
(9) Presidential Advisory Committee (PEAC), Treasurer Advisory Committee (TRAC), Adhocs and other advisory committees will report to the BOD or councils as needed



MINUTES

BOARD OF DIRECTORS MEETING

Monday, May 22, 2023

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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PRINCIPAL APPROVED MOTIONS

Board of Directors Meeting

Monday, May 22, 2023

No. - Pg.	Motion
1 - 4	Building EQ recommends that the Board of Directors change the Building EQ Committee structure from a Board level standing committee to a Functional Group (FG) under Technology Council effective July 1, 2023.
2 - 4	ExCom recommends that the Board of Directors approve the formation of a new standing committee named Global Technical Interaction Committee reporting to Technology Council and recommend that the Board of Directors implement this by approving the proposed new Rule of the Board (as shown in ATTACHMENT A).
3 - 5	<p>Technology Council recommends to the Board of Directors that Rule of the Board 2.303.01.1, Technology Council Membership be revised as shown:</p> <p>2.303.01 MEMBERSHIP 2.303.01.1 The members of this council are as follows: A. Chair: A Vice President of the Society B. Vice Chair: A Vice President of the Society C. Voting Members: Chair, Vice Chair, up to five (5) Directors, <u>the Chair of each committee reporting to this council</u>, plus, the following positions elected by the Board of Directors: 1. One (1) past voting member each from Research Administration, Standards, Technical Activities, and <u>one past Director and Regional Chair the Board of Directors</u> (past DRC). 2. Three (3) at-large members D. Non-Voting Members: Chair of each committee reporting to this council, plus the The vice chair of <u>each committee reporting to this council</u>.</p> <p>2.303.001.2 (05-02-10-23) At-large members are chosen for their past broad experience and expertise. At Large members should consider maintaining residential, refrigeration and environmental health experience on the council.</p>
4 - 6	The Financial Focus Board Subcommittee recommends changes to the Rules of the Board regarding Fiscal Limits of Authority, indicated in red text in ATTACHMENT B.
5 - 8	The Streamlining Subcommittee recommends to the Board of Directors that the Society Organizational Chart be altered as shown in ATTACHMENT D.
6 - 8	The Streamlining Subcommittee recommends to the Board of Directors that a Strategic Advisory Panel be created.



MINUTES
BOARD OF DIRECTORS MEETING

Monday, May 22, 2023

MEMBERS PRESENT:

Farooq Mehboob, President
Ginger Scoggins, President-Elect
Dennis Knight, Treasurer
Billy Austin, Vice President
Dunstan Macauley, Vice President
Sarah Maston, Vice President
Ashish Rakheja, Vice President
Jeff Littleton, Secretary
Steven Sill, Region I DRC
Ronald Gagnon, Region II DRC
Mark Tome, Region III DRC
Bryan Holcomb, Region IV DRC
Jim Arnold, Region V DRC
Susanna Hanson, Region VI DRC
Chris Gray, Region VII DRC
Randy Schrecengost, Region VIII DRC

Tyler Glesne, Region IX DRC
Devin Abellon, Region X DRC
Eileen Jensen, Region XI DRC
John Constantine, Region XII DRC
Cheng Wee Leong, Region XIII DRC
Andres Sepulveda, Region XIV DRC
Richie Mittal, RAL DRC
Blake Ellis, DAL
Luke Leung, DAL
Wei Sun, DAL
Dru Crawley, DAL
Ken Fulk, DAL
Art Giesler, DAL
Wade Conlan, DAL
Kishor Khankari, DAL
Adrienne Thomle, DAL

GUESTS PRESENT:

Bill McQuade
Buzz Wright
Chandra Sekhar
Scott Peach

Corey Metzger
Drake Erbe
Heather Schopplein
Joe Sanders
Steven Bushby

Joe Sanders
Jonathan Smith
Mahroo Eftekhari
Mick Schwedler
Doug Cochrane

STAFF PRESENT:

Candace DeVaughn, Sr. Manager - Board Services
Chandrias Jolly, Manager - Board Services
Joyce Abrams, Director - Member Services
Vanita Gupta, Director - Marketing
Mark Owen, Director - Publications & Education
Stephanie Reiniche, Director - Technology
Alice Yates, Director - Government Affairs
Craig Wright, Director of Finance

Daniel Gurley, Mgr. – Membership & Member Contact
Ryan Shanley, Manager – International Standards
Tony Giometti, Sr. Mgr. – Conference Programs

CALL TO ORDER

The meeting was called to order at 8:01 am.

CODE OF ETHICS

Mr. Mehboob read the code of ethics commitment and advised that the full code of ethics statements and core values 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. Mehboob reviewed the meeting agenda. There were no changes or additions.

REVIEW OF ACTION ITEMS

Action items 2, 5, and 7 were reported as complete. All other action items were reported as ongoing.

Mr. Macauley reported on the status of developing region-specific courses. He reported that the Training and Education Committee was in the process of revising their MOP and Reference Manual. He stated that the difficulty is not in just translating materials and courses but in making them specific to the localities.

Mr. Knight reported that action item 7 was complete. He also reported that staff is working on the necessary paperwork to form an MTG. Krishnan Gowri is compiling a list of three to five consultants that could assist Society with implementing AI strategies. Mr. Gowri is also helping to draft an RFP that can be sent to potential consultants. The last remaining item is to draft a budget for this work.

Mr. Littleton reported that it was exciting to learn from Mr. Gowri that AI tests are being conducted using an ASHRAE Handbook chapter. The testing is specifically investigating AI's ability to derive intelligent answers from graphs and charts.

He expressed excitement at a path forward in terms of identifying a tool and pointing it towards ASHRAE files and testing the ability of that tool for conversational inquiries against those documents. He advised that an outside consultant would help Society set up a system that would create the tool that would be resident on ashrae.org and used to query those things Society chooses to initiate. He reported that Mr. Gowri is an expert and has done quite a bit of work on this item for Society.

FINANCE COMMITTEE

Mr. Knight reported that the intent of the report was to introduce the BOD to the Society's 2023-24 budget. Mr. Wright collaborated with the councils and committees, leaving no stone unturned, to assemble a draft that is as accurate a forecast as possible.

He encouraged the BOD to ask questions or email him after the presentation.

He reported that detailed financials were available and attached to the agenda.

FY23-24 BUDGET VS. FY22-23 FORECAST

Mr. Knight reported that the document attached to the agenda included a summary from the detailed financials. The document is a comparison of 2023 to the proposed 2024 budget, based on April 30th numbers.

He reported that Society is honing in on a balanced budget.

FY23-24 BUDGET PRESENTATION

Mr. Knight presented on behalf of the Finance Committee. The full report was attached to the agenda.

The floor was opened for questions and comments.

Mr. Littleton pointed out that, from a big picture standpoint, Society also has \$500,000 in revenue below the line. This is confirmed revenue from the NIBE contribution.

Mr. Knight added that this revenue is included in the detailed reports.

Mr. Khankari stated that since Society is talking about AI and the plan is to move forward in some way, it would be nice to allocate funds towards AI. He also asked why salaries were listed in two places.

Mr. Knight responded to the salary question; reporting that is how overhead is allocated to the research fund. Specifically, those funds are the portion of salaries and benefits allocated to staff who manage the research fund.

Mr. Wright added that salaries listed in the research fund are predominantly RP salaries as well as some staff on the Technology team that support research.

Mr. Mehboob asked what total salaries where.

Mr. Knight reported that information was included in the consolidated financial statements.

Mr. Littleton reported that he anticipated coming to the BOD to request additions to the current staff headcount. Staff leadership is conducting some deep dives and anticipate between now and June making that request to the BOD.

Mr. Mehboob advised that time may not be available for this request in Tampa and advised that an additional BOD conference call would need to be scheduled to address this request.

Mr. Knight requested that BOD members submit questions and feedback to him by May 29th.

Mr. Sekhar stated that the increase in revenue caught his eye. If inflation is taken into consideration, how much is being set aside for new initiatives?

Mr. Wright advised that he works with the councils and committees to take planned new initiatives into consideration when assembling the draft budget and forecast.

Mr. Littleton reported that Society's cash position is really strong and will allow Society to sweep that additional cash into reserves in the near future. Society has begun investing some of that cash into short-term investment vehicles to earn a higher return.

Mr. Wright added that this strategy began this year as interest rates finally started to increase about 12 months ago.

FINANCIAL STATEMENTS – CONSOLIDATED AND COUNCILS – THRU APRIL 2023

Mr. Knight advised that the consolidated financial statements were attached to the agenda for reference and the BOD's review.

PROPOSED MAJOR ORGANIZATIONAL CHANGES

BOD NOTIFIED SUNDAY, FEBRUARY 5, 2023

Mr. Mehboob brought the motion back on the floor that

1. Building EQ recommends that the Board of Directors change the Building EQ Committee structure from a Board level standing committee to a Functional Group (FG) under Technology Council effective July 1, 2023.

Mr. Mehboob read the motion background.

Mr. Littleton stated that the BOD recently passed a motion that changed the definition of a major organizational change; specifically, that changes to standing committees no longer constitutes a major organizational change. However, this motion and the following one were proposed prior to that motion so they are following the previous process.

Mr. Khankari asked what the staff impact of the proposed motion would be.

Mr. Mehboob advised that the staff that was working with Building EQ before will continue to work with the Functional Group (FG) and that there would be no change.

Mr. Glesne suggested that the motion be accepted by unanimous consent in lieu of a roll call vote.

Mr. Knight suggested that a roll call vote was more appropriate as a 2/3 majority was required to pass.

Mr. Giesler stated that a voice vote could still be used, and the negative votes captured and counted.

There was consensus that voice vote was appropriate.

MOTION 1 PASSED (Unanimous Voice Vote, CNV).

BOD NOTIFIED MARCH 1, 2023

Mr. Mehboob brought the motion back on the floor that

2. ExCom recommends that the Board of Directors approve the formation of a new standing committee named Global Technical Interaction Committee reporting to Technology Council and recommend that the Board of Directors implement this by approving the proposed new Rule of the Board (as shown in ATTACHMENT A).

Mr. Mehboob reviewed the proposed new ROB included in ATTACHMENT A.

Ms. Thomle spoke in favor of the motion. Does this recommendation require an additional staff member to support the proposed new committee?

Mr. Littleton and Ms. Reiniche reported that additional staff would not be required for the proposed new committee.

Mr. Khankari spoke in favor of the motion. Since the proposed new committee would be a global committee, it will require more international travel which is more expensive. Is that accounted for in the fiscal impact?

Mr. Knight reported that for several years the budget has covered US TAGS to attend ISO meetings. The proposed new committee would not require additional travel; instead, funds are simply being moved from A to B.

Ms. Reiniche added that there are two separate budgets.

Mr. Sun spoke in favor of the motion. Do we need to include past Presidential Members that have international experience on the committee?

Mr. Mehboob responded that appointments would be up to the President-Elect.

MOTION 2 PASSED (Unanimous Voice Vote, CNV).

TECHNOLOGY COUNCIL REPORT

Ms. Maston moved that

3. Technology Council recommends to the Board of Directors that Rule of the Board 2.303.01.1, Technology Council Membership be revised as shown:

2.303.01 MEMBERSHIP

2.303.01.1 The members of this council are as follows:

A. Chair: A Vice President of the Society

B. Vice Chair: A Vice President of the Society

C. Voting Members: Chair, Vice Chair, up to five (5) Directors, the Chair of each committee reporting to this council, plus, the following positions elected by the Board of Directors:

1. One (1) past voting member each from Research Administration, Standards, Technical Activities, and one past Director and Regional Chair ~~the Board of Directors~~ (past DRC).

2. Three (3) at-large members

D. Non-Voting Members: ~~Chair of each committee reporting to this council, plus the~~ The vice chair of each committee reporting to this council.

2.303.001.2 (05-02-10-23)

At-large members are chosen for their past broad experience and expertise. At Large members should consider maintaining residential, refrigeration and environmental health experience on the council.

The floor was opened for comment and discussion.

Ms. Scoggins stated that the proposed changes allow the five Directors to remain on the Council as voting members as well as chairs of reporting committees. She reported that Directors are not voting members on Members Council.

Ms. Maston reported that the proposed changes are a starting point and additional streamlining may be proposed at a later date.

Mr. Littleton stated that the BOD could also decide to make that change now.

Mr. Macauley reported that Pub and Ed Council has the Directors and chairs as voting members as well.

Mr. Khankari stated that it seems as though there is not consistency across the councils.

Ms. Scoggins suggested that consistency across the councils is not required.

Ms. Maston stated that the makeup of the councils is very different. Tech Council and Pub and Ed Council have few committees that report to them. The proposed motion is appropriate for now and additional changes can always be made later.

MOTION 3 PASSED (Unanimous Voice Vote, CNV).

BOD SUBCOMMITTEE REPORTS

FINANCIAL FOCUS

Mr. Knight reported on behalf of the subcommittee. The full report is included in ATTACHMENT B.

Mr. Knight moved that

4. The Financial Focus Board Subcommittee recommends changes to the Rules of the Board regarding Fiscal Limits of Authority, indicated in red text in ATTACHMENT B.

Mr. Knight reported that the proposed edits were the work of Mr. Giesler and his working group.

Mr. Giesler reported that the proposed changes were reviewed by members of the Finance Committee, Mr. Wright, and other members of the subcommittee. The working group gathered all the areas that listed limits of authority, reviewed them, and developed the presented recommendations.

The proposed edits were reviewed and shown on screen.

Mr. Ellis asked if there was any discussion to remove the comptroller from the list?

Mr. Giesler responded that it was discussed but no changes were recommended. The group felt there were enough protections already in place as the comptroller cannot solely initiate and approve disbursements.

MOTION 4 PASSED (Unanimous Voice Vote, CNV).

Mr. Knight reported that all deliverables assigned to the group were complete and details were included in the written report. The subcommittee will continue to take comments and questions on the new tool. It is recommended that Finance Committee own this new tool and review/revise/update it annually.

Mr. Mehboob stated that Society has a tradition of developing tools but not mandating their use. Do we want to mandate the use of this tool? If so, a motion would be required.

Mr. Knight suggested that everyone review the tool and provide feedback. The subcommittee will then formulate an appropriate motion to make its use a requirement. Comments and questions were requested by Monday, May 29th.

DEI ADVISORY

Ms. Thomle reported on behalf of the subcommittee. The full report was attached to the agenda.

A global holiday calendar was created. If there are any comments or suggestions, please send them to Tanisha Meyers-Lisle.

Mr. Mehboob thanked Ms. Thomle and the subcommittee for their work. DEI training and education has been a huge win. Will the holiday calendar be included in ASHRAE 365?

Ms. Thomle responded that the holiday calendar is currently posted to the DEI website. Staff will be engaged to determine where else it can be made available. Will ensure that members are made aware of it.

STRATEGIC BUSINESS DEVELOPMENT

Mr. Macauley reported on behalf of the subcommittee. The full report is included in ATTACHMENT C.

He reported that there is a huge opportunity for Publications to use AI in the translation of products and standards. He suggested that AI could be the first step in the translation process and the local chapters could then be engaged. A cohesive strategy will be developed.

To be global, Society must provide products and services that cater to local communities.

Mr. Khankari stated that this topic was near and dear to his heart. This is about strategic planning and market driven business development. How did the subcommittee define the market?

Mr. Macauley responded that the market is broad. Do consider Society's market to be the built environment, but we must also support what our members need and understand what tools they need to be successful. We support multiple markets.

Amazed at how many times ASHRAE Standards are mentioned by DOE.

Mr. Khankari expressed agreement that Society must serve the members and its core group. He suggested that business lies beyond that point.

Mr. Mehboob thanked Mr. Macauley and his group for their report. He expressed his hope that the group's report in Tampa would have concrete recommendations. Has funding been requested? If not, the group may want to consider submitting a placeholder amount for next year's budget.

Mr. Owen reported that a certain amount of discretionary funds are included in the budget each year. So, there are already funds available, in addition to those already allocated to the TFBD.

Ms. Jensen stated that if the expectation is that roundtables are required at CRCs, the group may want to consider making a motion, so members know what to expect.

Mr. Macauley responded that the subcommittee is working with the DRC Forum to develop a policy, which will reside with Pub and Ed Council.

SOCIETY STREAMLINING

Ms. Maston reported on behalf of the subcommittee. The full report was attached to the agenda.

Ms. Maston moved that

5. The Streamlining Subcommittee recommends to the Board of Directors that the Society Organizational Chart be altered as shown in ATTACHMENT D.

Mr. Khankari stated that he was undecided on the motion. He suggested that a fourth council was needed.

Mr. Constantinide spoke in favor of the motion. The recommendation conveys what Society needs to move towards more functionality. Having too many councils can bring a sense of delegation and efficiency but we need to understand how we can be most efficient with what we have. A change in culture, not just structure, is needed.

Ms. Thomle asked if the subcommittee reporting structure was available?

Ms. Maston advised that there were no changes to the current subcommittee reporting structure. It can be found on the website.

Mr. Littleton asked what the intended effective start date was?

Ms. Maston advised that the intended effective start date was July 1, 2023. The financial impact of the motion notes that there will be some staff time to help revise documents that could then be reviewed and voted on in Tampa.

MOTION 5 PASSED (Unanimous Voice Vote, CNV).

Ms. Maston moved that

6. The Streamlining Subcommittee recommends to the Board of Directors that a Strategic Advisory Panel be created.

Mr. Macauley spoke in favor of the motion. He suggested that the proposed new group be chaired by a Presidential Member, that a representative from ExCom serve on the committee, and that a liaison from Planning Committee be added.

Ms. Maston responded that the subcommittee did discuss the chair position. However, there was consensus that the biggest takeaway from serving on the panel, since there is no budget, would be face time with the President.

Mr. Constantinide spoke in favor of the motion. Great opportunity to really look at including participants outside of the HVAC&R industry or those on the bleeding edge of the industry.

Mr. Ellis spoke in favor of the motion. Like the benefits of outside influence without having non-members serve on the BOD. Suggested that both non-ASHRAE and non-active ASHRAE members be allowed to serve on the panel; feel this may be the true intent.

MOTION 6 PASSED (Unanimous Voice Vote, CNV).

Mr. Mehboob stated that the BOD deserves a pat on the back. All reports made at this meeting were BOD subcommittees and that is quite a unique occasion. Thank you for your service. You have demonstrated the caliber of our BOD.

Mr. Mehboob advised that as time had expired, the remainder of the agenda, as well as the executive session agenda, would be deferred to the Tampa meeting.

Mr. Littleton stated that this was Ms. Abrams' last BOD meeting as she will be leaving ASHRAE on Friday. I know everyone joins me in wishing her the best and thanking her for her service.

Mr. Mehboob stated that he is not aware of very many people who have had Ms. Abrams' breadth of knowledge on all matters concerning members. More than that, she always had a smile on her face and was ready to help. We will all miss her, and we wish her the best and truly wish that she is in a better place where she is comfortable.

Ms. Abrams expressed appreciation for the kind words and outreach. She is leaving ASHRAE a better and more informed person. Leaving ASHRAE but will not be leaving her friendships or memories. Thank you to everyone.

ADJOURNMENT

The meeting adjourned at 11:01 am without objection.

A handwritten signature in black ink, appearing to be 'JH Littleton', with a horizontal line extending to the right.

Jeff H. Littleton, Secretary

ATTACHMENTS:

- A. Proposed ROB Edits - Global Technical Interaction Committee
- B. Financial Focus Subcommittee Report
- C. Strategic Business Development Subcommittee Report
- D. Proposed Edits to Society Organizational Chart

Report to the Board of Directors Executive Committee
From International Standards Interaction Task Force
January 24, 2023

Task Force Membership

Steven Bushby (Co-Chair)	Ashish Rakheja
Drake Erbe (Co-Chair)	Hesham Safwat
James Bennet	Kelly Seeger
Oswaldo Bueno	Chandra Sekhar
Jaap Hogeling	Oludare Soluade
Jonathan Humble	Henry Yeo
Dennis Knight	Stephanie Reiniche (ASHRAE Staff)
Farhan Mehboob	Ryan Shanley (ASHRAE Staff)
George Pantelidis	

RECOMMENDED ACTION

The Task Force unanimously recommends that the Board ExCom approve the formation of a new standing committee named Global Technical Interaction Committee reporting to Technology Council and recommend that the Board of Directors implement this by approving the following proposed new Rule of the Board:

2.XXX GLOBAL TECHNICAL INTERACTION COMMITTEE

2.xxx SCOPE AND PURPOSE

2.xxx.1 The Global Technical Interaction Committee shall be responsible for harnessing the technical resources of ASHRAE to impact international standards and maximize the global influence of ASHRAE standards, guidelines, and other technical work products on the practice of HVAC&R and the built environment.

This includes developing, implementing, and managing processes that enable information flow and coordination between chapters, technical committees, standard project committees, and international technical advisory groups.

2.xxx.2 The committee shall inform the ASHRAE leadership and membership of the potential impacts of the activities and make recommendations on new activities and policies in response.

2.xxx.02 MEMBERSHIP

2.xxx.02.1 Maximum of thirteen (13) voting members, including a chair and a vice chair.

2.xxx.01.1.1. Vice Chair of Standards Committee

2.xxx.01.1.2. Vice Chair of Technical Activities Committee

2.xxx.01.1.3. Representatives of ASHRAE U.S. Technical Advisory Groups for ISO committees that are administered by ASHRAE (currently there are four).

2.xxx.01.1.4. A minimum of three and maximum of six members at large representing the global community targeting areas outside North America in consultation with the Regional Chairs.

2.xxx.01.1.5. Non-voting members include a Board ex-officio member, a coordinating officer, a Government Affairs Committee liaison, and an ASHRAE Associate Society Alliance liaison.

2.xxx.02.2 Qualifications

2.xxx.01.2.1 The chair and vice chair shall hold the grade of Member or higher in the Society.

2.xxx.01.2.2. The majority of the voting members of the committee must be ASHRAE members of Associate Grade or higher.

2.xxx.01.2.3 At-large members should have experience in international standards, or their local country codes and standards.

2.xxx.02.3 Term of Service

The term of service shall be one year for the Vice Chair of Standards and the Technical Activities Committee and for other voting members four (4) years, subject to ROB 3.300 *Election and Appointment Procedures*.

2.xxx.03 OPERATION

2.xxx.03.1 The committee will think and act globally, planning and implementing activities promoting the ASHRAE standards within ISO, CEN and other international standards developing organizations.

2.xxx.03.2 The committee will promote international standards and technical products, create materials to highlight their development and engage members outside North America.

2.xxx.03.3 The committee will identify areas where ASHRAE should provide administrative support for ISO technical committees, sub committees, or working groups and support member participation in other standards activities outside the United States.

2.xxx.03.4 The committee will identify areas where ASHRAE should seek member engagement in the development of standards and technical products in other standards developing organizations outside the United States.

2.xxx.03.5 The committee will coordinate with the Government Affairs Committee, enabling them to inform policy makers about the relevance of existing and developing international standards.

2.xxx.03.6 The committee may wish to bring members of other societies and groups with needed expertise to meet with this committee. Transportation costs to bring members of other societies/groups with needed expertise to meet with this committee may be paid if approved by the chair of Technology Council.

2.xxxx.04 STRATEGIC PLAN

2.xxx.04.1 The committee shall develop procedures for recommending updates to the strategic plan as needed.

2.xxx.04.2 At a minimum the committee shall submit a report to Technology Council prior to the Annual Meeting that includes the status of each activity which supports the fulfillment of the committee's assignments under the strategic plan.

2.xxx.04.3 Prior to each Annual Meeting, the committee shall report to Technology Council all recommendations for changes to the strategic plan provided by the committee's constituents.

BACKGROUND: At the start of this Society year, this Task Force was charged with refining a proposed structure and scope of a committee that reports to Technology Council, as proposed during the prior Society year and postponed pending restructuring of the Society. The Task Force was further charged to include examples of assignments that can move into this committee, such as action recommended by task forces or other ASHRAE bodies that focus on global relevance. The Task Force was told to submit the proposal to the Board ExCom by the January 2023 meeting.

The proposed Rules of the Board have been shared with the Society Rules Committee for feedback. The Task Force accepted the editorial comments received. One comment was made that part of the purpose/scope could be moved to the Manual of Procedures, but the Task Force did leave those in because it felt the list in the scope was important to leave in the Rules of the Board.

To address the remaining charge that covers responsibilities related to review of global facing MOUs, identifying emerging issues so ASHRAE is proactive rather than reactive and on what happens to the responsibilities of ILS/ISAS the task force has crafted a draft Manual of Procedures (See Attachment A.) and a draft Reference Manual (See Attachment B.). The responsibilities that consider whether an ISO standard shall be adopted by ASHRAE as an American National Standard will remain in Standards Committee as that is part of the ANSI Process. (Note: At this time there are only 2 ISO standards that were adopted as American National Standards). The responsibilities of the Intersociety Liaison Subcommittee have really been done as part of the duties of the Board of Directors ExCom and/or the Society President.

The formation of this standing committee also addresses the following goals and initiatives from the Society Strategic Plan:

Goal 1 - Position ASHRAE as an Essential Knowledge Resource for Sustainable, High Performance Built Environment.

1.b. Expand capabilities globally to create, aggregate and disseminate essential information and knowledge focusing on emerging market trends and transformative approaches.

Goal 2 – Maximize Member Value and Engagement

2.b. Expand the impact of collaboration and partnerships with industry organizations, universities, and government agencies

Goal 3 – Optimize ASHRAE’s Organizational Structure to Maximize Performance

3.b. Optimize ASHRAE’s organizational systems and structures to increase capacity, efficiency, and effectiveness.

FINANCIAL IMPACT: If approved the staff that supported ILS/ISAS would have the responsibility of supporting this new Standing Committee. This would not increase the staff burden or take away from existing programs. The current staffing budget would move from the ILS/ISAS program code under Standards Committee to this new Standing Committee. The committee would have two face-to-face meetings (Society meeting) and much of the membership is in the group that would have transportation reimbursed if requested. All other meetings of the committee would be virtual. The current budget for travel, excluding staff for international standards travel is listed at \$6,900 for this fiscal year. In the fiscal year 19-20 Standards Committee was provided a budget of \$29,000 to allow for participation in global standards activities (ISO/CEN or others) and that budget, if the request is approved, should be moved to the standing new committee and set at the \$29,000 level. The travel budgets for the interim society years for travel for participation in global standards activities was decreased because all meetings were virtual. Meetings are now being held in person which is why there is a need for an increase in the budget. There is potential for income to the Society when ASHRAE’s global presence is increased with the potential for membership growth, increase in sales of products or sales for newly developed products, and brand recognition.

The Board Subcommittee on financial focus report dated May 22, 2023

Motion:

The Board Subcommittee recommends, and I so move the following changes to the Rules of the Board regarding Fiscal Limits of Authority indicated in red text:

2.102 FINANCIAL

2.102.001 Solicitation of Funds

2.102.001.1 (64-06-28-12)

Any solicitation of funds to support ASHRAE activities shall require prior approval of the President, Executive VP/Secretary, or Board of Directors.

Commented [AG1]: SRC to review ROB and use one description for this position.

2.102.002 Funds (Financial)

2.102.002.1 Approvals (/86-06-22-15)

A. Contracts or purchase orders of \$~~25~~100,000 or higher (except research or special projects) shall require two signatures of any of the President, the President-Elect, the Treasurer, the Comptroller, or the Executive Vice President.

B. Contracts or purchase orders of less than \$~~25~~100,000 ~~but \$10,000 or more~~ (except research or special projects) shall require one~~two~~ signatures of any of the following the President, the President-Elect, the Treasurer, the Executive Vice President or the Comptroller.

~~C. Contracts or purchase orders of less than \$10,000 (except research or special projects) shall require only one signature of any of the President, the President-Elect, the Treasurer, the Executive Vice President or the Comptroller.~~

2.102.002.2 (66-01-23-10/79-01-28-07)

~~All~~ Contracts for ASHRAE research and special projects over \$100,000 shall require two signatures, one must be the Director of Technology and ~~of any of the following for second signature -~~ President, the President-Elect, or the Executive Vice President, ~~or the Director of Technology. The Director of Technology may sign contracts of \$100,000 and less.~~

2.102.002.3 General and Research Fund Disbursement Approval (16-06-26-6B/77-02-13-02/83-06-26-02)

Requests for disbursements must be approved by a Manager or higher from staff. General and Research Fund account disbursements (checks, wires, ACH) shall require at least one signature approval which shall include any of the President, President-Elect, Treasurer, Executive Vice President, or the Comptroller. The individual originating the disbursement cannot be the approver. Disbursements of \$250,000.00 or higher shall require approval of two of the individuals listed herein. (17-01-29-03)

2.102.002.6 Funding for New Programs (97-01-26-09)

Funding for new programs shall be approved for a specific time period not to exceed three years. Any proposal to continue a program beyond the termination date shall be submitted to the appropriate Council, BOD or other oversight body ~~Finance Committee~~ and include an evaluation of the measurable effectiveness of the existing program.

Background Information:

This motion is the result of our activities to streamline the organization in accordance with our Strategic Plan goals and initiatives. The following information is from the ROB that defines Fiscal Authority.

2.300.006 FISCAL AUTHORITY

2.300.006.1 Each Council manages the operations of itself and its assigned committees within the policies, procedures and budgets approved by the Board of Directors. Each Council shall obtain separate approval by the BOD for each new program exceeding \$100,000 in annual expenses. (06-01-22-04)

2.300.006.2 Each Council has the authority to reallocate up to 5% of their respective total expenses (less salaries, benefits and overhead) within their own budget. Transfer of funds to other Councils or to outside organizations must be approved by the Board of Directors

2.300 COUNCILS

2.300.002.3 Councils approve or reject the funding of projects and programs recommended by the appropriate committees within the limitation of the approved council budgets.

Fiscal Impact:

None – Council and committee budgets remain as approved each year by the Board.

Information Items:

All deliverables assigned to this Board Subcommittee are complete.

1. The Working Group led by Bryan Holcomb submitted the financial dashboards to the Board at the fall 2022 Board meeting and have been published each month since January 2023. We have received two comments, one requesting we make the scales on the bar graphs consistent, and one asking if we could insert some trend data. We have corrected the scale issue and are reviewing the reports to determine how we might introduce some trend data and stay within the confines of a single page infographic.
2. The Working Group led by Art Geisler has completed its review of the current policies on the limits of authority and provided the above motion to complete this charge.
3. The Working Group led by Wade Conlan completed its review of the PEC ad hoc report and all current tools being used by our councils and committees to develop financial proposals for new projects. Based on this information the working group then created a new consolidated tool in

the form of an Excel workbook with several spreadsheets. All instructions for use are contained in the workbook and allow users to evaluate both the fiscal and the member benefits associated with new project proposals. The tool may be used for small and large project proposals. The tool has been circulated to the Board, Council chairs and staff liaisons for implementation. We have also suggested that Finance Committee own and maintain this tool and that all suggestions for improvement be submitted to Finance Committee each year.

This concludes our Subcommittee report.

ASHRAE Strategic Business Development Subcommittee

Committee Members



Dru Crawley

Blake Ellis

Ken Fulk

Ron Gagnon

Chris Gray

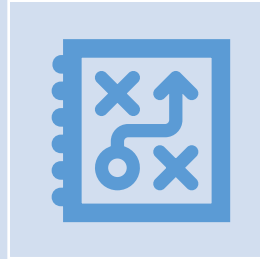
Luke Leung

Jeff Littleton

Dunstan
Macauley

Randy
Schrecengost

Goals



Develop an actionable strategic business plan for rolling out new products and services.



Strategic evaluation of the market trends and identifying business development goals over the next five years

2020 PEC Ad Hoc on Strategic Business Development

- Change from an accounting basis to a financial basis in evaluating all ASHRAE products and services.
- Create a market-driven business model of product/service develop
- Integrate ASHRAE products across Council “boundaries” into a portfolio or “suite” of products that amplifies their value
- Develop a sales strategy to sell ASHRAE technology B2B in a digital world



Workplan

-  Review the current business models, operating practices and marketing strategies to determine how revenues/gross margins can be enhanced.
-  Determine opportunities to collaborate with industry partners to promote key topic areas globally?
-  Identify opportunities to enhance brand recognition.
-  Scan the market to establish the demand for potential new products and services which ASHRAE is qualified and should provide.
-  Identify gaps in the built environment that ASHRAE is best positioned to fill.
-  Identify the value adds of ASHRAE and how we can differentiate from other organizations.
-  How do we maximize the effectiveness of our virtual platforms?

Final Conclusions



Based on current industry trends, ASHRAE will need to foster the development of analytical tools to support the built environment.



PEC shall create a Products Implementation Subcommittee to make recommendations on new tools and services that will align with ASHRAE's strategic goals.



ASHRAE find opportunities to incorporate AI into our products and services with the goal of improving the membership value proposition and increasing our operating margins.

Specific Program Recommendations



Recommendation to the Publishing and Education Council to translate up to three ALI courses into a language other than English in order to support the diverse global membership of ASHRAE.



Recommendation to the Publishing and Education Council to translate up to five ASHRAE's publications into a language other than English.



Recommendation to the Publishing and Education Council and the 15 Regions to conduct an annual industry roundtable to identify new products and services.

Specific Program Recommendations



Recommendation to the Publishing and Education Council to expand/develop a Member Only digital platform to support membership growth and retention.



Recommendation to the Technology Council to develop policy implementation manuals for code enforceable standards.

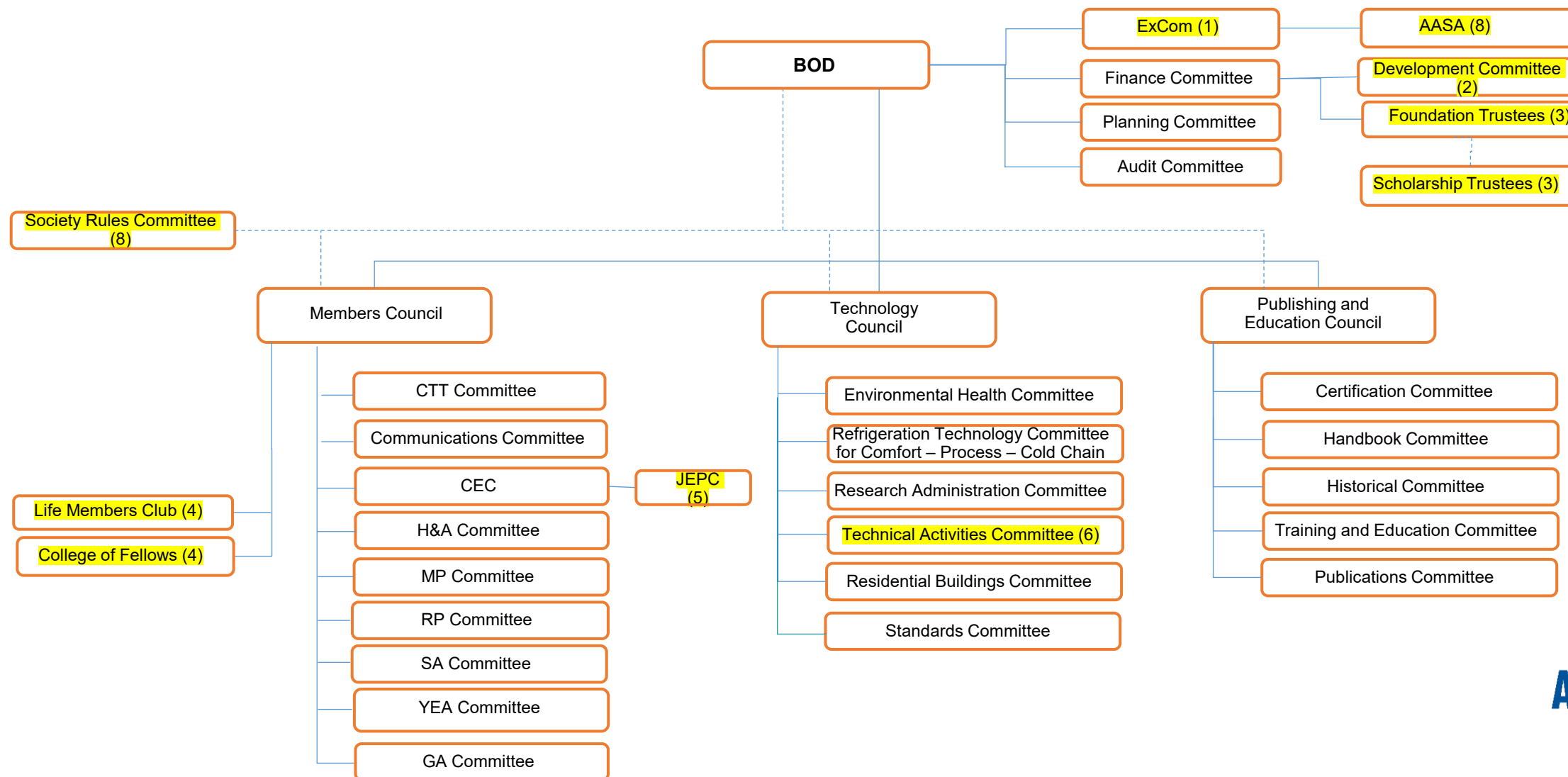


Recommendation to the Board of Directors to work with our industry partners to create comprehensive tools that implement the guidelines and guides produced by the Epidemic Task Force (ETF) and the Task Force for Building Decarbonization (TFBD).



Thank
You!

New Organization Structure



ACTION ITEMS

Board of Directors

As of May 2023

Number	Responsibility	Summary of Action	Status	Goal Date
1	Macauley	Investigate the possibility of developing region specific ALI courses. Region specific courses would be developed by members outside of North America and presented by members from the regions where they were developed. (Carryover from October 13-14, 2022)	Ongoing	
2	Hayter	Work with AASA to review and provide recommendations on external actionable items from the Global HVAC Summit. (Assigned February 5, 2023)	Ongoing	
3	Wentz and Olesen	Review the Global HVAC Summit report and provide a list of actionable items for external groups. (Assigned February 5, 2023)	Ongoing	
4	Macauley	Work with the Planning Committee to review the Global HVAC Summit report and consider recommendations as part of the development of the upcoming Strategic Plan. (Assigned February 5, 2023)	Ongoing	2023 Annual Meeting
5	Maston	Work with Technology Council to address the issue of domestic gas stoves producing pollutants. (Assigned February 8, 2023)	Ongoing	2023 Annual Meeting



CRC MOTION

(check one): **Regional Motion** **X Society Motion**

**Motion Identification
No.**

(Region No., Motion No., Date)

Region No.

XI

Motion No.

0007

Date

May 12, 2023

Moved By: **096 – Regina Chapter**

Seconded By: **Alaska**

Motion:

To change section 4.2 Election of the ASHRAE Bylaws to:
Section 4.2 Election. 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~~ **three** 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.

Background Information:

Since the current policy was written Society has added new regions and chapters. With the creation of the RAL, and Region 14 to have one Region with 4 members on the Board of directors it can limit the diversity and inclusion of members from all 15 Regions. With ASHRAE having more Global (Non United States members) there needs to be the ability for more representatives from all regions on the Board of Directors. Currently Region 2, 11, 13 and 14 only have 1 representative on the Board of Directors while other regions have up to 4.

Fiscal Impact:

None

Vote Count:

For **10** **Against** **0** **Abstained** **0** **Absent:** **1**

Chair Voting? **Yes** ☐ **No** ☒

Passed: ☒ **Failed:** ☐ **Withdrawn** ☐ **Referred To:** _____

**Report to the Board of Directors
From International Standards Interaction Task Force
June 24, 2023**

Task Force Membership

Steven Bushby (Co-Chair)	Ashish Rakheja
Drake Erbe (Co-Chair)	Hesham Safwat
James Bennet	Kelly Seeger
Oswaldo Bueno	Chandra Sekhar
Jaap Hogeling	Oludare Soluade
Jonathan Humble	Henry Yeo
Dennis Knight	Stephanie Reiniche (ASHRAE Staff)
Farhan Mehboob	Ryan Shanley (ASHRAE Staff)
George Pantelidis	

RECOMMENDED ACTION

None.

INFORMATION ITEMS:

1. The Task Force would like to thank the Board of Directors for approving the formation of the new standing committee, Global Technical Interaction Committee (GTIC) starting July 1, 2023.
2. The Task Force has sent the proposed Manual of Procedures for the GTIC for review and approval by Technology Council at this meeting. In addition, it has completed a draft Reference Manual for the GTIC to review in the new Society Year and provided guidance and information on the tasks already started under the ISI Task Force.

Submitted by

Steven Bushby and Drake Erbe

Steven Bushby, Co-Chair

Drake Erbe, Co-Chair



2024 International Conference on Building Decarbonization

April 17-19, 2024 | Madrid, Spain



www.ashrae.org/2024BuildingDecarb



2024 International Conference on Building Decarbonization Madrid, Spain



STEERING COMMITTEE

- Marianna Vallejo, Jacobs, **Conference Chair**
- Costas Balaras, National Observatory of Athens, Scientific Committee Chair
- Andres Sepulveda, Commtech Commissioning Services, Region XIV DRC
- Tom Lawrence, University of Georgia
- Alkis Triantafyllopoulos, Menerga
- Bing Liu, Pacific Northwest National Laboratory
- Ongun Berk Kazanci, Technical University of Denmark, ICIEE4
- Joseph Firrantello, McKinstry
- Ghina Annan, Stantec
- Eduardo Maldonado, Engenharia da Universidade do Porto
- Ginger Scoggins, Engineered Designs Inc, ASHRAE President-Elect
- Craig Bradshaw, Oklahoma State University, CEC Representative

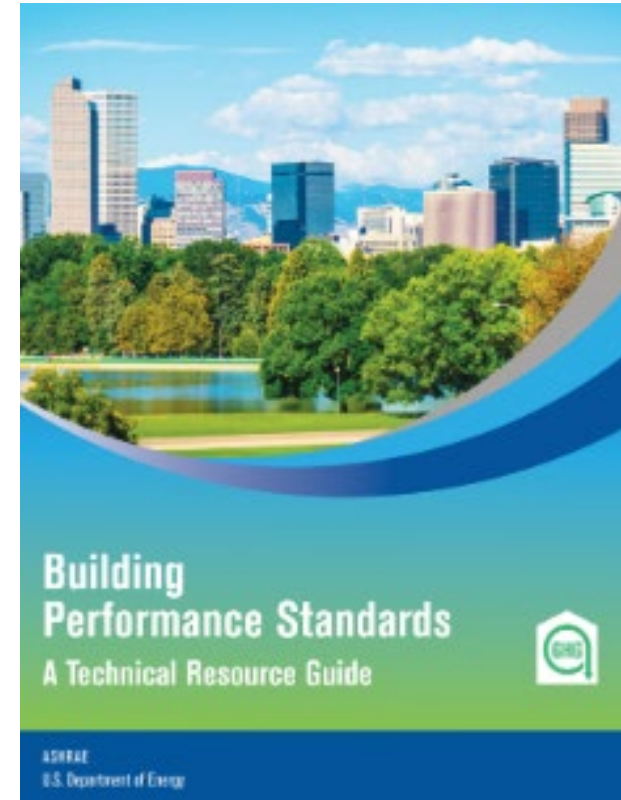
2024 International Conference on Building Decarbonization Madrid, Spain



Abstracts Due: **September 11, 2023**

Paper Topics:

- Policy and Standards
- Case Studies and Practical Insights
- Operational Carbon
- Embodied Carbon
- Smart Buildings-Grid-Cities
- Refrigerants
- Extreme Climate Considerations
- Market Transformation
- Large Infrastructure and Mission Critical Environments
- Non-Commercial Facilities
- User Roles
- Renewable Energy
- Commissioning
- Certification and Continuous Education
- Heat pumps (residential and non-residential, low-temp and high-temp, industrial)



2023 Decarbonization Conference for the Built Environment



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REPORT TO THE BOARD OF DIRECTORS
From Champion's Club
June 24, 2023

Recommendations for ASHRAE Executive Committee:

1.	MOTION:	None
	BACKGROUND:	N/A
	FISCAL IMPACT	N/A
	STAFF IMPACT	N/A

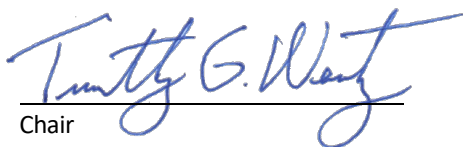
Information Items:

1. The Champion's Club was formed specifically to monitor the initiatives related to the 2022-2023 Society year theme, identify any obstacles that might prevent successful implementation, and make recommendations as necessary to overcome any obstacles identified. A "champion" was assigned to monitor each initiative.
2. We have had a very productive year, as can be seen by the attached spreadsheet tracking our progress on each of President Mehboob's initiatives. A great deal was accomplished by the Councils and Committees charged with accomplishing the president's initiatives. The quarterly reporting to the Champion's Club helped to ensure progress was maintained throughout the Society year.
3. The fact that the initiatives were broken down into smaller, manageable tasks helped keep progress moving forward and, ultimately, allowed the Councils and Committees to reach their goals.

I want to thank the following individuals for their dedication and hard work in serving as a "champion" for the presidential initiatives:

Ginger Scoggins
Dennis Knight
Jeff Littleton
Adrienne Thomle
Kishor Khankari
Megan Tosh
Sarah Maston
Dunstan Macauley
Hugh Crowther

Respectfully submitted,


Chair

June 1, 2023
Date

June 1, 2023 Update

ASHRAE 2022-2023 'Securing Our Future' Initiatives

Initiatives	Action	Ownership	Champion	Category	Progress/Metric	Status
Making ASHRAE more transparent	Live stream BOD and Council meetings (View only)	Staff	Jeff Littleton	Transparency	Launched in Toronto. Will do the same thing for the next BOD meeting. Investment of \$5,000 for HDD video equipment. Attendees can raise their hand but not chat.	COMPLETE
	BOD/ExCOM/Committee agendas sent to chapter officers with links allowing attendance at open meetings	Staff	Jeff Littleton	Participation	Had about 20 virtual attendees. Link on website to attend future meetings and see future agendas. Capacity up to 1,000 "panelists".	COMPLETE
	Quarterly newsletter from BOD to Chapter Presidents	President, ExCom and Staff	Jeff Littleton	Transparency	Launched first newsletter to chapter presidents last week.	COMPLETE
Encouraging greater participation	Recognize that there are financial barriers for the best and the brightest to participate. We need innovative ways to address this barrier.	DEI Committee (perhaps add in Finance Committee to help)	Adrienne Thomle DEI Chair, Kishor Khankari & Megan Tosh	Diversity	Barriers to attendance and participation are not just financial. Membership Promotion, YEA and Student Activities is working on solutions, many of which will be long-term.	COMPLETE
	Provide transparency to membership on the work of Technical Committees and connect grass roots to TC's	TechC, TAC, RAC, StdC - Link grassroots to the technical side.	Ginger Scoggins, Members Council chair and Sarah Maston, Tech Council chair	Transparency	Member's Council MBO #1 - • Add a new role in the CIQ for "TC Liaison" who would have access to run TC reports and would be tasked with promoting involvement in TCs from Chapter members •Remind TCs to update information (including meeting agendas and minutes) about their TC on the ASHRAE website •Ask Distinguished Lecturers to include a slide about TCs that are relevant to their presentation topic	COMPLETE

ASHRAE 2022-2023 'Securing Our Future' Initiatives

Initiatives	Action	Ownership	Champion	Category	Progress/Metric	Status
Encouraging greater participation (con't)	Initiate program of locally focused guides/ tools etc. to be developed by regions / chapters in collaboration with TC's	TechC, TAC, RAC, StdC - Link grassroots to the technical side. Publications for implementing tech side to local chapters.	Dunstan Macauley (Pub/Ed chair) and Sarah Maston (Tech Council chair)	Participation	Streamlining may have an impact on this as the Regions/Chapters will be closer to decision making. We currently have 5,121 members involved in TCs. Part of the problem are the silos within ASHRAE. How do we break down the silos between the technical side and the grassroots. Localized documents, documents generated by technical committees, and presentations are being developed and the process to regulate the process is underway. Goal is to have a 45-day review instead of 60-day for these type of localized documents. Wade Conlan is leading this task force. Cognizant groups would be alerted to the process.	COMPLETE Approved by ExCom Implementation is underway
Making ASHRAE truly diverse.	Develop training programs, webinars, podcasts, and presentations to improve DEI across Society.	Members Council, CTTC (DL program), and YEA	DEI (Adrienne Thomle, chair) who will work with the Councils	Diversity	New DEI video website created, 5 videos for membership on webpage, log in required to preserve copyrights.	COMPLETE
	Incorporate DEI initiatives into ASHRAE to produce, distribute and monitor DEI activities	DEI Committee	Adrienne Thomle, DEI Chair, Kishor Khankari & Megan Tosh	Diversity	1 Director/Manager and 3 staff training session for "What is DEI" completed; 5 PowerPoint presentations recorded in April, May and June. Presentations are for chapters and regions tracked by ambassadors (2 DEI ambassadors from each region)	COMPLETE
Harnessing the power of our relationships	Conduct a program of virtual joint chapter meetings focusing on the critical issues of the day between North American ASHRAE Chapters and Chapters outside of North America. Use input from Global HVAC&R Summit.	Members Council	Ginger Scoggins, chair	Transparency	Member's Council MBO #2 - Assigned to Regional Operations Committee. Referred to CTTC and they are working on it. Generate a list of Chapter Presidents and send out to all chapters with encouragement to have joint meetings this Society year. Initiative to be complete by annual meeting	Ongoing

June 1, 2023 Update

ASHRAE 2022-2023 'Securing Our Future' Initiatives

Initiatives	Action	Ownership	Champion	Category	Progress/Metric	Status
Harnessing the power of our relationships (con't)	Develop Global HVACR Summit - Istanbul fall of 2022 to identify the 'Critical Issues of the Day' from stakeholders and develop an action plan to address	Summit Coordinating Committee	Tim Wentz & Hugh Crowther	Critical Issues of the Day	Summit was held on Oct. 10 & 11, with very positive feedback. Final report underway. Final Report issued and distributed. Final report has since been translated into Spanish, French and Romanian and posted online.	COMPLETE
Harvesting information in the service of our members	Develop training programs, webinars, podcasts, roundtables and other material on the critical issues of the day	Tech Council and Pub/Ed Council	Dunstan Macauley (Pub/Ed chair) and Sarah Maston (Tech Council chair)	Critical Issues of the Day	Pub/Ed Council MBO. This may have to be a special project budget to support this effort. Also on MBOs for Tech Council. Will coordinate. More will be done after the Summit from the Summit Final Report. Working with the DRC Forum on implementing roundtable outcomes. Region VI CRC had a roundtable to generate a template. Lessons learned review underway. Goal is to issue recommendations for best practices to DRCs after annual meeting.	COMPLETE
	Create a program to connect chapter members from around the world	Members Council	Ginger Scoggins, chair	Transparency	Members Council MBO #3 - Assigned to Regional Operations Committee. Assigned to YEA and MP in Members Council. Discussions are underway. Plan on connecting them on the chapter level to be completed by annual meeting 2023.	Ongoing
	Conduct roundtables at Region XIII (Tokyo Fall 2022), Atlanta (winter meeting) and Region VIII (Monterey, Spring 2023) to identify the 'Voice of the Customer'	DRCs & CRC Chair	DRCs Jeff Littleton/staff in charge of compilation of notes	Diversity/Critical Issues of the day	Last one up is Monterrey and also one is scheduled for Tampa. Should be standard for all CRCs going forward.	COMPLETE

ASHRAE 2022-2023 'Securing Our Future' Initiatives

Initiatives	Action	Ownership	Champion	Category	Progress/Metric	Status
Embracing Change by streamlining	Streamline the Society to make it faster, leaner and more agile	All Councils and Committees - Strategic Goals by BOD, ExCom and Planning - tactical action taken by all committees and councils	TBD based upon the outcomes from the BOD ad hocs first, then decide on the path forward.	Diversity	Streamlining proposal approved by BOD at May, 2023 meeting. Streamlining process to be carried forward by BOD subcommittee on streamlining. Members Council MBO #4 - Update the Members Council MOP to clearly define the role of RMCR, including direct and regular communication between them and each of their respective RVCs. We voted in Atlanta to allow committee chairs to be voting members of the Council and BOD ExO's will be non-voting. MC provided information to the Streamlining BOD sub-committee on items that can be done at MC level and not go to the BOD. See attached PowerPoint slide.	COMPLETE
	Expand leadership and financial training offerings at the Regions and Chapters.	Finance Committee and Members Council	Dennis Knight, Finance chair & Ginger Scoggins, Members Council chair	Participation/Diversity	MBO on Members Council and Finance Committee. Focus on Regions and Chapters. See MDK response to item 12 above. This is all interrelated. Board SubC on Financial Focus has completed the dashboard and KPIs. That workgroup will focus on evaluating the value of the KPIs used in the dashboard to determine if any changes need to be made during the spring. The least amount of work has been done to date on the limits of authority guidelines. The working group chair was sick with COVID over the holidays, but is back up to speed and working on this charge. The working group on financial budgeting tools for councils and committees has met twice and has also met with staff. They are evaluating the two previous tools and will be ready to make recommendations on whether to affirm the use of the existing tools or propose new tools by late spring 2023.	Financial Training component is complete.

June 1, 2023 Update

ASHRAE 2022-2023 'Securing Our Future' Initiatives

Initiatives	Action	Ownership	Champion	Category	Progress/Metric	Status
Raise our Profile	ASHRAE Brand Recognition		Kishor Khankari	Participation	<p>We have now created a presidential adhoc on branding. Staff/volunteer partnership is working on this.</p> <p>1. Can a permanent Board subcommittee be formed for improving ASHRAE Brand recognition. This initiative has been tabled.</p> <p>2. A program for ASHRAE Brand Ambassadors be developed to help these efforts. Could be similar to the DL program. Ambassadors would be from grassroots level, who could talk about ASHRAE and its purpose and importance. Hopefully, the Ambassador program should go to the BOD for approval once consensus is reaching inside the committee. Needs to be a comprehensive and consistent approach that includes representatives from all segments of the industry. A uniform, consistent message is important to the long-term growth of our Society.</p>	Ongoing. This is a long-term initiative.
	Develop Ways to Inform Members on ASHRAE'S Decarbonization Plan and Products	Members Council	Ginger Scoggins, Members Council Region Operations Subcommittee	Participation	<p>Region Ops sub-committee finished this MBO and this information is shown in the separate document titled "MBO #6 Recommendations". ASHRAE has great plans for products and services relating to decarbonization of the built environment. How can this effort that is occurring at Society level be communicated to the ASHRAE membership? How can we empower our members to be the best trained ambassadors for promoting decarbonization.</p>	COMPLETE

REPORT TO THE BOARD OF DIRECTORS
From the Presidential Ad Hoc on Collaboration Policies
As of June 13, 2023

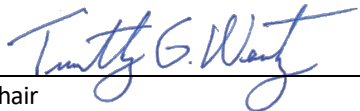
Recommendations for Board Approval:

- | | | |
|----|----------------|------|
| 1. | MOTION: | None |
| | BACKGROUND: | None |
| | FISCAL IMPACT: | None |
| | STAFF IMPACT: | None |

Information Items:

1. The Presidential Ad Hoc on Collaboration Policies was formed by President Mehboob on April 10, 2023 to study all aspects of collaboration/competition with other societies and develop a position in keeping with ASHRAE's strategic objectives. It is anticipated that this ad hoc will recommend policies for the BOD's consideration that will provide clear guidance to ASHRAE bodies. Inasmuch as the ad hoc was only recently formed, it has not been able to address all of the items found in the president's charge to the ad hoc. At the same time, we have met regularly and have been able to develop a roadmap to direct our future efforts.
2. Please find attached our Roadmap for the 2023-2024 Society Year. Significant points of the roadmap include:
 - a. Definitions for the terms collaboration, cooperation, competition, and conflict
 - i. Differentiating between the four terms is essential in developing policies to deal with those concepts
 - b. Stated objectives for the proposed policies on collaboration, cooperation, and competition are provided in the roadmap
 - i. There are differences between global and local collaboration and cooperation
 - ii. There are also differences between relationships with other organizations inside of North America and outside of North America
3. Over the next few months, we plan on developing policies and procedures for the BOD's consideration to enhance collaboration and cooperation, while simultaneously mitigating competition and conflict. A few elements are already under consideration:
 - i. Creating a business plan is an essential foundation to the policies on collaboration and cooperation. It is imperative that any relationship with another association/society is a "win/win" relationship.
 - ii. There is a significant size difference between ASHRAE and many of the national association/societies, which must be considered
 - iii. Because so many associations rely on sponsorships, the issue of dividing money will be one of the key elements under consideration
 - iv. Widely varying economic conditions create a situation where some national associations have a significant competitive advantage
 1. The issue in front of us is to develop policies that recognize the economic situation, move to mitigate competition where possible, and, if necessary, ensure that competition is conducted with integrity and fairness.

- v. Potential conflicts of interest will be investigated, and policies developed to ensure the best interests of ASHRAE are maintained.
- 4. We will work with AASA, Members Council, and the DRC Forum in developing policies for BOD consideration
- 5. Modifications to ASHRAE's MOU template will be proposed based upon the policies developed.
- 6. I would like to take this opportunity to thank the stellar work of our ad hoc committee, comprised of the following individuals:
 - a. Zeki Poyraz
 - b. Andres Sepulveda
 - c. Apichit Lumbertpongpana
 - d. Ross Montgomery


Chair

June 13, 2023
Date

2023-2024 Roadmap

Presidential Ad Hoc on Collaboration Policies

Preamble

ASHRAE's mission statement requires Society "To serve humanity...". At the same time, we recognize that ASHRAE, working alone, cannot make a difference in the 'Critical Issues of the Day'¹ that we face worldwide. As stated by ASHRAE President Mehboob (2022-2023) *"For us to move the needle, it will be necessary to work in concert with like-minded societies, to make a material difference"*. This is the essence of **collaboration** (the ability to work with others to achieve common goals) and is embedded into the "DNA" of ASHRAE philosophy.

ASHRAE also has a duty to serve its members, who pay dues and make achieving our mission possible in a volunteer-led Society. Creating a diverse, inclusive environment best serves our members by exposing them to the richness of different thoughts, perspectives, priorities, and processes. To provide the most diverse environment possible, ASHRAE needs to partner with outside organizations and stakeholders to create these diverse environments, while simultaneously serving humanity. This is the essence of **cooperation** (the ability to work with others to achieve ASHRAE goals) and is also an integral part of the "DNA" of ASHRAE.

The interface between collaboration and cooperation may give rise to the perception of **competition** (striving for common goals that cannot be shared). Some HVAC&R societies have historically looked at ASHRAE as a competitor when our mission clearly calls for competition to be avoided or minimized. Competition, either real or perceived, can create **conflict** (a lack of harmony) that should be avoided, where possible. Any competition that does arise should be conducted in alignment with ASHRAE's Core Values of "Excellence, commitment, integrity, collaboration, volunteerism, and diversity". While competition may sometimes manifest itself, its solution mechanisms should include fairness and integrity, coupled with ethics; a goal to be shared by all parties to this sort of conflict.

Due to the importance of our mission to serve humanity, it is imperative that ASHRAE has clear policies to amplify our ability to collaborate and cooperate while minimizing any negative unintended consequences from competition and conflict. ASHRAE policies should support members' ability to make informed decisions on their path to success in their professional careers.

As directed by 2022-2023 ASHRAE President Farooq Mehboob, we are providing the following recommendations for consideration by the ASHRAE Board of Directors.

¹ ASHRAE Global HVAC&R Summit, Istanbul, Türkiye, 2022

Policies

Policies on collaboration

Recognizing that ASHRAE alone cannot impact the critical issues that face us all, it is imperative that we have the ability and opportunity to work in concert with local, regional, and global HVAC&R societies. At the same time, ASHRAE should continue its efforts to be a global leader and be the best at what we do for our membership, while respecting like-minded HVAC&R associated societies and their operations.

Policies under consideration by the ad hoc:

- Policies to promote joint conferences, seminars, forums, and other technical events that benefit both organizations and the community as a whole
 - Include sharing agendas, goals, and initiatives to double-check if there is room for collaboration, cooperation or whether it may generate real or perceived competition
 - A business case on any particular collaboration project needs to be agreed upon and balanced benefits need to be measured. A clear statement of benefits to each organization should be developed.
- A significant consideration will be how to divide up money between the local ASHRAE Chapter and the local/national association. This is a critical issue due to the size difference between the two organizations and the reliance on sponsorships many local/national associations have. This may be the single largest battle we face in forming or strengthening relationships with local/national associations. [May also be common to cooperation policies.]
- Consider policies that differentiate between collaboration and cooperation. There may be some similarities and some differences.
 - There may be some differences between local collaboration and global collaboration
 - There may be some differences between policies for activities within North America and policies for activities outside of North America
 - There may be some differences with collaborating with a local/national association and a federation of associations

Policies on cooperation

ASHRAE has a duty to its regions, chapters, and sections to work diligently to fulfill ASHRAE goals and objectives. To provide our members with a diverse environment that provides a wide spectrum of perspectives, solutions, and strategies it is necessary to work with local, regional, and national HVAC&R entities with like-minded goals and objectives.

We recognize that we sometimes struggle to explain the goals of cooperation with other HVAC&R societies because of the difference in size between ASHRAE and other local/national associations. Moreover, many other local/national associations depend almost entirely on sponsorships and ASHRAE must be sensitive to this risk that can manifest itself when trying to cooperate. This size difference, along with the reliance on sponsorship money, can breed distrust, which inhibits cooperation.

Policies under consideration by the ad hoc:

- Encourage and support a Society-wide study comparing the yearly salary of an engineer and our Society dues in a geographic area. It is thought that this may be a better way of connecting the local economic conditions to the amount of our dues.
- Policies need to be investigated to promote cooperation with national/local associations for two conditions:
 - In geographic areas without a local ASHRAE Chapter
 - In geographic areas with a local ASHRAE Chapter
- A review of past policies will be conducted to determine to what extent previous policies enhanced cooperation or inhibited cooperation due to the size difference between ASHRAE and other organizations
- Consider policies that differentiate between collaboration and cooperation. There may be some similarities and some differences.
 - There may be some differences between local cooperation and global cooperation
 - There may be some differences between policies for activities within North America and policies for activities outside of North America
 - There may be some differences with cooperating with a local/national association and a federation of associations

- Policies to promote joint conferences, seminars, forums, and other technical events that benefit both organizations and the community as a whole
 - Include sharing agendas, goals, and initiatives to double-check if there is room for collaboration, cooperation or whether it may breed competition
 - A business case on any particular cooperation project needs to be agreed upon and balanced benefits need to be measured. A clear statement of benefits to each organization should be developed.

- A significant consideration will be how to divide up money between the local ASHRAE Chapter and the local/national association. This is a critical issue due to the size difference between the two organizations and the reliance on sponsorships many local/national associations have [May also be common to collaboration policies]

- A careful study of AASA member agreements and MOUs will be conducted to focus on:
 - Can an AASA member offer, promote, and distribute ASHRAE materials for free to promote themselves?
 - Are AASA members benefitting and making money using ASHRAE resources without any return to ASHRAE?
 - Do we need a policy on sharing ASHRAE DL lectures, either on a virtual platform or recorded DL lectures?

[may also be treated differently to geographic areas with or without a local ASHRAE chapter]

Policies on competition

Competition amongst not-for-profit organizations can occur, particularly when one society/association is much larger, or has greater resources than another society/association. This situation is fairly common. Because small associations often rely upon sponsorships to survive, the money issue is a primary concern. An adverse decision by ASHRAE, however inadvertent, may create a significant impact on the economic well-being of a much smaller society, which explains why some societies view ASHRAE as a competitor, regardless of the task at hand.

Competition amongst not-for-profit organizations can also occur between larger societies/associations. This competition most often manifests itself when individuals who belong to both organizations find themselves in a leadership position in both societies/associations simultaneously. As is often recognized, it is difficult, if not

impossible, to serve two masters at one time. The result is a potential conflict of interest that does not serve either organization.

Policies under consideration by the ad hoc:

- A policy is needed that considers the potential of a competitive environment, particularly when it comes to issues like the recruitment of new members.
 - The focus should be on common ground and like-minded goal/objectives; work with local/national associations to achieve and help each other.
 - Work together on those common tasks that complement each society and consolidate duplicate efforts.
- Policies need to consider both sides to this competition issue
 - When the local chapter is much larger than the national association
 - When the national association is much larger than the local chapter
- Consider policies that recognize that some national/local associations have a built-in competitive advantage because of their dues structure
 - At what point is a competitive advantage unfair and needs an ASHRAE response?
 - Issue of national entities claiming to offer ASHRAE resources for no charge or a reduced charge
 - Does AASA have a code of ethics that would prevent associations from claiming free access to ASHRAE resources for a significantly reduced membership fee?
 - Confusion exists as to whether AASA membership provides for free distribution of ASHRAE resources and free use of our DL program.
 - Can we incorporate this into the ASHRAE MOU/membership application or addendum for AASA members and for others?
 - Any MOU should include a statement not allowing competition between the AASA member and ASHRAE
 - The current MOU/membership agreement gives the AASA member some competitive advantages
 - When is it required for an AASA member to receive permission to conduct some activity?
- Policies to prevent the potential for a conflict of interest should include the following:
 - Increase awareness of this issue/topic by documenting the warning signs of it to our members

- Provide guidance and educational information to our members that helps them identify potential conflicts of interests and how to mitigate them.
- Establish a process for members to ask questions or seek advice on any real or perceived conflicts of interest.
- Changes to the Rules of the Board (ROB) to prevent a conflict of interest
- Changes to our MCO, Manual for Chapter Operation.
- Changes to ASHRAE's MOU template
- Start an open dialogue/discussion with the AASA.



FINAL REPORT TO THE BOARD OF DIRECTORS
FROM
THE ASHRAE Brand Recognition Ad hoc Committee
JUNE 2023

Chair: Kishor Khankari

Rules of the Board

- **2.200.009 BOARD GOVERNANCE**

(08-06-22-04) 2.200.009.1 The Board of Directors adopts the following resolution committing itself to assuming a **high-impact governing role**:

- 2.200.009.2 Whereas, ASHRAE's long-term effectiveness and growth in a changing, challenging environment depend on the high-impact leadership of a **Board that continuously answers three critical questions in a full and timely fashion: Where should ASHRAE be headed, and what should it become, over the long run? What should ASHRAE be now and in the near-term?** And how is ASHRAE performing as a nonprofit corporation, both financially and programmatically?
- 2.200.009.3 Whereas, the ASHRAE Board needs to transition itself from a body immersed in technical and operational detail to a **body that focuses on governance and high-level strategic decisions.**



Members

- Kishor Khankari – Chair
- Blake Ellis – Vice Chair
- Ken Fulk - Member
- Steven Sill – Member
- Karine Leblanc – Member
- Adeeba Mehboob – Member
- Vanita Gupta – Member/Staff
- Alice Yates – Member/Staff
- Mark Owen – Member/Staff



Background

The ASHRAE brand has relatively low recognition among non-ASHRAE members and the general public. ASHRAE brand recognition can potentially help in:

- Generating new revenue sources through branding
- Creating new growth in ASHRAE membership
- Creating new products/services to meet under served industries
- Enabling fundraising via institutional grants
- Enhance involvement of members and non-members in Government Affairs





Goals

- ❑ Be recognized as the single most reputable and reliable resource for issues related to the HVAC and R industry by the general public and related industry partners in the built environment.
- ❑ Brand recognition should be utilized to promote ASHRAE's membership, products and services during the course of listening to the market.



Membership

G Geographic Distribution		
	U.S./Can 79%	41,280
	Global 21%	11,653
Total		52,933

F Industry Classification	
Consulting Engineer	17,966
Student	4,782
Contractors	4,741
Manufacturers	4,667
Manufacturer's Rep	3,554
Gov't, Health, Education	3,478
Other	3,284
Design Build	2,901
Architectural/AE	2,889
Sales Engineer	832
Industrial Facility	750
Commercial Facility	749
Property Manager	731
Distributor	584
Association	537
Utility	454
Educational Institution	21
Research Institution	7
Library	6
TOTAL	52,933

High Level Influencers

Owners

Architects

Facility Managers

Contractors

Etc.



Recommendations

- Develop and implement an ASHRAE Ambassadors Program – motion
- Develop and implement outreach efforts specific to industry partners by developing periodic industry specific surveys, round tables (focus groups), social media outreach efforts, dedicated Newsletters, etc., to reach out to both current and non-ASHRAE members. Initiate a pilot program to test this concept for a specific industry classification.
- Incorporate periodic discussion during Board meetings on the subject of Brand Recognition.
- ASHRAE Marketing staff to report to the Board on a regular basis, at least annually, on the strategic marketing activities and initiatives related to ASHRAE Brand recognition.



Brand Ambassador Program

Definition:

ASHRAE Brand Ambassador: A brand ambassador is a person engaged by an organization to represent its brand in a positive light, helping to enhance brand awareness, increase membership and sales of products and services and to enhance the value of membership in ASHRAE. The Brand Ambassador is meant to embody the Society's identity with respect to appearance, demeanor, values, and ethics

- Intent/Purpose
 - Give the brand a human touch
 - Strengthen the marketing and recruiting of new members and retention of existing members
 - Help increase the social presence (social media) of ASHRAE
 - Help ASHRAE expand in to new, or within existing, markets
 - Expand existing markets such as Industry groups who are not engineers
- Expected outcomes
 - Represent ASHRAE to other groups and promote what ASHRAE does
 - Act as a Chapter liaison to other organizations like BOMA, AIA, ASPE, SMACNA, etc.
 - Be able to answer general questions about ASHRAE from others
 - Assist GAC in outreach activities
- Expected benefits
 - Deeper trust and understanding from the members
 - Positioning ASHRAE as a trusted organization
 - Recognize and identify avenues to promote ASHRAE membership among partner organizations.
 - Recognize the need and identify new avenues for ASHRAE products and services among partner organizations.
- Examples of types of qualifications for individuals to serve in such a role
 - An active veteran ASHRAE volunteer
 - Someone who is highly respected in the HVAC & R industry
 - A positive outgoing personality, inspiring to others
 - High levels of integrity and character
 - Willing to assist ASHRAE above and beyond current duties
 - Good relationships within and outside of ASHRAE
 - Someone active in social media is desired; especially with a large social media following
 - Someone who is connected to many influential industry partners
 - Someone who is connected to elected officials

Motion

The Board of Directors requests that Members Council develop and implement an ASHRAE Brand Ambassador program.

Background

The ASHRAE Presidential Ad-Hoc Committee on ASHRAE Brand Recognition identified the importance of ASHRAE being recognized as the single most reputable and reliable resource for the HVAC and R industry by partner organizations in the built environment. Intentional efforts are needed to maintain a high level of ASHRAE Brand recognition which is expected to help promote ASHRAE's membership, products and services. This effort requires implementing various approaches to listening to our market. This Committee recognizes that these efforts should be implemented at all levels in the Society, to include partner organizations outside of ASHRAE. As a part of the ASHRAE Brand Ambassador program experienced ASHRAE veteran volunteers would assist in making new contacts, maintaining existing contacts and delivering appropriate and timely messages to our partner organizations to enhance our brand recognition at all levels in the Society.

For more details, please refer to the attached description of the Brand Ambassador Program.

Fiscal Impact:

\$25-100 per year per Chapter to attend the Chapter events of other organizations. Expense to be borne by Chapters (if the program is developed at grassroots level)

Staff Impact:

Staff time in overseeing and implementing the program.

Informational Items

2.200.009 BOARD GOVERNANCE

(08-06-22-04)

2.200.009.1 The Board of Directors adopts the following resolution committing itself to assuming a high-impact governing role:

2.200.009.2 Whereas, ASHRAE's long-term effectiveness and growth in a changing, challenging environment depend on the high-impact leadership of a **Board that continuously answers three critical questions in a full and timely fashion: Where should ASHRAE be headed, and what should it become, over the long run? What should ASHRAE be now and in the near-term?** And how is ASHRAE performing as a nonprofit corporation, both financially and programmatically?

2.200.009.3 Whereas, the ASHRAE Board needs to transition itself from a body immersed in technical and operational detail to a **body that focuses on governance and high-level strategic decisions.**

REPORT TO THE BOARD OF DIRECTORS

from the

Efficient and Healthy Schools Program Partnership with DOE

June 2023

John Constantine- Chair
Bruce Lindsay

Sonya Pouncy
Chris Ruch

Raj Setty
Jonathan Smith

Recommendations for Board Approval

The Leadership Team of the Efficient and Healthy Schools Program Partnership with DOE (the “ASHRAE-DOE Schools Leadership Team”) has no motions to come before the Board.

Information Items

Since the Chair of the Efficient and Healthy Schools Program Partnership with DOE was appointed by President Mehboob on November 1, 2022, it has met seven times and has accomplished the bulk of the responsibilities outlined in the appointment letter. Since we last reported to the Board at the Winter 2023 meeting, additional accomplishments include:

1. Sent invitation letters to 10 additional chapters to join the pilot project; the chapters were selected based on recommendations from DRCs, and members of the ASHRAE-DOE Schools Leadership Team.
2. Structured a framework for Chapters to use to implement the pilot program in their communities. The framework provides flexibility for each chapter to work with schools in their unique communities. The leadership team is guiding the chapters through educational webinars and resources including collateral material to share with schools. The leadership team has developed a set of program metrics to monitor the progress of the program and to provide insight into ways to help develop the program further. A complete list of the program metrics can be found in Attachment A.

3. Secured commitments from **six additional** chapters (bolded in the list below) to participate in this pilot partnership program. The full list of pilot program chapters is below:
 - Idaho Chapter
 - Baltimore Chapter
 - Central New York Chapter
 - Southern California Chapter
 - Detroit Chapter
 - Miami Chapter
 - Florida Gold Coast Chapter
 - Rochester
 - **Alaska Chapter**
 - **Minnesota Chapter**
 - **Houston Chapter**
 - **Utah Chapter**
 - **Central Oklahoma Chapter**
 - **South Texas Chapter**
4. Held 3 webinars, which have provided an overview of the pilot program and expectations of the pilot program members. The ASHRAE-DOE Schools Leadership Team have six webinars planned for later this calendar year that will focus on providing more details on specific aspects of this program. The schedule for this webinar series is below:
 - Relationship/Communication Management with LEAs- July 2023
 - How to use *ASHRAE's Design Guidance for Education Facilities: Prioritization for Advanced Indoor Air Quality*. - July 2023
 - LBNL's Presentation on the Efficient and Healthy Schools Campaign. – August 2023
 - Open Forum Question and Answer Session. - September 2023
 - Understanding how to use DOE's Narrative Documents to Apply for Federal Funding. - October 2023
 - Open Forum Question and Answer Session. - November 2023
5. Challenges, Opportunities, and Next Steps:
 - Some of the challenges we have seen thus far in the program has been securing interest from the chapters that encompass mostly rural areas. LEAs located in rural areas are one of the focuses of this particular funding opportunity. Engaging with these chapters and their members will help bring much needed support and expertise to these rural LEAs that are often overlooked.
 - There is an opportunity to expand this program in the coming years. The Renew America's Schools funding opportunity is a multiyear funding opportunity. As we lay the groundwork and create a process to support the ASHRAE members conducting outreach to their local LEAs, we can grow this to include more ASHRAE chapters and reach more LEAs in the most need.

Attachment A

- Pilot Program Project Metrics
 - Number of LEA (schools) at each grade level.
 - Location: State and County.
 - LEA name: School/School District.
 - Number of LEAs (schools) in rural communities.
 - Number of LEAs (schools) in underserved communities.
 - Total number of LEAs in program/have been reached out to.
 - How many needs assessments were completed.
 - Scope of the needs assessments.
 - Total energy improvements identified (BTUs and \$ saved)
 - Number (or ratio) of needs assessments converted to projects implemented.
 - Anticipated energy savings per LEA (school)/total for pilot program.
 - Anticipated cost savings per LEA (school)/total for pilot program.
 - Data on the outreach efforts. What worked and what didn't.

REPORT TO THE BOARD OF DIRECTORS
From the Audit Committee
As of June 15, 2023

Recommendations for Board Approval:

1. MOTION: That the Audit Committee recommends to the Board of Directors (BOD) that ROB section 1.140.002.2 Definitions, B.1 be changed as follows:

Rules of the Board, 1.140.002 Conflict of Interest Policy
1.140.002.2 Definitions

B. A "conflict of interest" arises whenever (i) the interests of ASHRAE come into conflict with a competing financial or personal interest of a Covered Person or an affiliated party (as defined below) or (ii) a Covered Person's personal or financial interest could be reasonably viewed as affecting the Covered Person's objectivity or independence in fulfilling his or her duties to ASHRAE. While it is not possible to anticipate all possible conflict situations, a conflict of interest typically arises whenever a Covered Person or any affiliated party has (directly or indirectly):

1. A compensation arrangement or other interest in a transaction with ASHRAE compensation arrangement or other interest in a transaction with ASHRAE. When a covered person has an existing compensation arrangement prior to election to the Board of Directors, the arrangement can continue provided the covered person recuses themselves from votes related to that compensation.

BACKGROUND: The Audit Committee felt additional clarity was needed regarding existing compensation arrangements with members that are elected to Director/Officer positions within ASHRAE and their conduct during their term in office if they continue their compensation arrangement.

FISCAL IMPACT: None

STAFF IMPACT: None

Information Items:

1. The Audit Committee reviewed and discussed their responsibilities as committee members per their job description and references to this committee in the Rules of the Board.



June 15, 2023

Date

N. Eileen Jensen, Chair

REPORT TO THE BOARD OF DIRECTORS

From the DEI Subcommittee

As of June 2023

Recommendations for Board Approval:

1. **Motion:** The DEI SC recommends the ASHRAE Board of Directors approve the changes as shown below to the Board Manual of Procedures.

16 PERMANENT BOARD SUB-COMMITTEES

16.1 DIVERSITY EQUITY AND INCLUSION SUBCOMMITTEE

16.1.1 Scope And Purpose

~~16.1.1.1 Shall serve as the coordinator of expertise in diversity, equity and inclusion from within and outside the Society membership proper, when such needs are made known to it or are otherwise apparent. This subcommittee is responsible for assisting the Board in cultivating ASHRAE's culture of diversity, equity and inclusion (DEI), acknowledging the inherent value and dignity of everyone. The subcommittee will proactively pursue and 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.~~

16.1.2 Membership, Composition, and Terms of Service

~~16.1.2.1 Members of the BOD Diversity, Equity and Inclusion Advisory Sub-Committee include voting members and may also include non-voting consultants who shall have specialized professional experience in the areas of Diversity, Equity and Inclusion.~~

~~16.1.2.2 The members of the sub-committee shall be appointed by the President-Elect.~~

~~16.1.2.3 The sub-committee shall consist of eight voting members, including a chair and one vice chair.~~

~~16.1.2.4 A maximum of 6 members of the sub-committee shall be current board members at the time of appointment, including chair and vice chair.~~

~~16.1.2.5 The term of service for voting members shall be three years.~~

~~16.1.2.6 The sub-committee shall have a maximum of two consultants. The term of service for a consultant shall be one year.~~

Background: These proposed changes clarify the scope and purpose of the DEI Subcommittee as assisting the Board in cultivating ASHRAE's culture of diversity, equity and inclusion (DEI) versus being the committee responsible for DEI. To align with SRC goals of streamlining approval process and avoiding duplication of information, the

details of the membership composition and terms of service (strikethrough) will be relocated to the Board Reference Manual.

Financial Impact: None

Staff impact: One-time change and coordination with Society Rules Committee.

2. **Motion:** The DEI Subcommittee recommends the ASHRAE Board of Directors approve the changes as shown below to the Board Reference Manual.

5. **Membership**

5.1. Members of the BOD Diversity, Equity and Inclusion Advisory Sub-Committee include voting members and may also include non-voting consultants who shall have specialized professional experience in the areas of Diversity, Equity and Inclusion.

5.1.1. The members of the sub-committee shall be appointed by the President-Elect.

5.1.2. The sub-committee shall consist of eight voting members including a chair and one vice chair.

5.1.3. ~~All voting members of the sub-committee shall be current members of the BOD. A maximum of six-five members of the sub-committee with at least one member from the Board Executive Committee shall be current board members at the time of appointment, including the chair and vice chair. A maximum of two three members of the sub-committee shall be non-Board members at the time of appointment.~~ The terms of service for the eight voting members shall be one year.

5.1.4 The sub-committee shall have a maximum of two ~~three~~ consultants with at least one Presidential member. The terms of service shall be one year. Consultants are non-voting members and may be past members of the sub-committee.

Background: The DEI Subcommittee was originally established with current Board of Directors as the only voting members of the Subcommittee. The DEI Subcommittee membership recommends changing the voting membership of the DEI Subcommittee to a maximum of five voting Board members and three voting members shall be non-board members. This change allows the opportunity for interested and compassionate members of ASHRAE to become voting and active members of the Subcommittee. Additionally, we are requesting to increase the number of non-voting consultant members from two to three because there are past members of the Subcommittee who have the passion to continue to provide input and assist the Subcommittee in their MBOs.

Financial Impact: None as DEI Subcommittee meetings are monthly online meetings and no travel for voting members is required.

Staff impact: One-time change and coordination with Society Rules Committee.

3. **Motion:** The DEI Subcommittee recommends the ASHRAE Board of Directors approves the attached MOU with NSBE (National Society of Black Engineers) as shown in Attachment A.

MOU and Work plan are attached.

Background: By partnering, ASHRAE and NSBE can leverage their respective strengths and create a collaborative environment that promotes diversity, equity and inclusion, in engineering. Such partnerships can foster knowledge sharing, empower underrepresented individuals, and contribute to the advancement of the HVAC&R industry. ASHRAE will inherit a pipeline of talented future engineers.

Financial Impact: None

Staff impact: DEI staff liaison will serve as the coordinator and work with appropriate staff to make sure we are completing objectives. DEI staff liaison will work with Development team (Kirsten Pilot and Margaret Smith) to brainstorm ideas for a Diversity scholarship. This will come forward later in the year and will be a recommendation to the Board for the Scholarship program to develop and set the criteria.



Memorandum of Understanding ASHRAE and [Org]

Founded in 1894, ASHRAE, Atlanta, Georgia serves humanity by advancing the arts and sciences of heating, ventilation, air-conditioning, refrigeration and their allied fields. The ASHRAE vision is a healthy and sustainable built environment for all.

Founded in 1975, NSBE (National Society of Black Engineers) supports and promotes the aspirations of collegiate and pre-collegiate students and technical professional in engineering and technology. With more than 600 chapters and more than 24,000 active members in the U.S. and abroad, NSBE's mission is "to increase the number of culturally responsible black engineers who excel academically, succeed professionally and positively impact the community."

ASHRAE and NSBE agree to support the Memorandum of Understanding to advance and promote the mutual interests of their respective members. We are committed to working together toward on the following activities and goals:

CONSISTENT LEADERSHIP COMMUNICATION

Recognizing the importance of communication in organizational collaboration, both organizations commit to hold a liaison meeting twice a year (conference call) of designated ASHRAE/NSBE representatives to:

- Ensure ongoing advancement of collaborative projects.
- Keep each respective organization informed of major initiatives.
- Discuss new opportunities for collaboration.

ASHRAE/NSBE shall take responsibility for initiating the first annual liaison meeting. Action items with assigned responsibilities shall be recorded at each meeting. The parties responsible for ensuring this MOU is actively pursued through the term of the agreement are:

For ASHRAE:

For [ORG]:

Jeff Littleton
Executive Vice President
ASHRAE
180 Technology Parkway
Peachtree Corners, GA 30092
Phone: 404-636-8400
Email: jlittleton@ashrae.org

CONFERENCES AND MEETINGS

Each organization agrees to provide the other with a meeting invitation and two complimentary registrations to the primary meeting. (NSBE to double check with national partner) (Check with ASHRAE to see if this can be done)

ASHRAE and NSBE agree to explore opportunities to provide speakers at the other organization's meetings to help provide updates and perspectives on technologies and trends of mutual interest.

Where mutually beneficial, each organization shall help publicize the other organization's meetings and promote attendance.

MEMBERSHIP

ASHRAE agrees to offer student membership to NSBE college students at current student rate. ASHRAE agrees to offer ASHRAE membership to existing NSBE professionals.

PROFESSIONAL DEVELOPMENT

Where mutually beneficial and to the extent allowed by laws and corporate policies, ASHRAE and NSBE agree to work together to promote professional development opportunities for NSBE members in the HVAC&R industry.

- Co-sponsor professional development programming
- Promote and support student and local chapter collaborations
- Connect leaders of YEA and NSBE leadership to explore joint activities that can help optimize collaboration between engineers early in their career development
- Increase awareness of career opportunities in the industry
- Access to ASHRAE training, webinars and other educational resources

SCHOLARSHIPS

ASHRAE will provide scholarship and grant opportunities while NSBE will assist in promoting them.

- Promote scholarship and grant opportunities to NSBE students who may be studying or have an interest in HVAC&R industry related field.
- Promote the developing economies membership program
- Promote student opportunities to attend the ASHRAE winter conference

PUBLICATIONS

Recognizing that electronic and print publications are a primary means of disseminating new technologies, trends and practices, ASHRAE and NSBE agrees to:

- Provide student discounts to ASHRAE Publications, Handbooks (hard copy or digital copy)
- Cross-market each organization's publications where appropriate and with industry standard distributor discounts.
- Promote the other organization's events, publications and other activities.

PROGRAMMING

ASHRAE agrees to provide NSBE with HVAC&R programming by:

- Inviting students to the ASHRAE virtual technical talks (must be ASHRAE student member)
- Inviting students to attend their student branch and local chapter events

ADVOCACY

Where mutually beneficial and to the extent allowed by laws and corporate policies, ASHRAE and NSBE agree to work together on common public affairs goals. During annual liaison meetings, public affairs strategies will be discussed, common goals identified, and advocacy strategies and opportunities considered. Collaborative opportunities include:

- Joint promotion of STEM education along with professional and career pathways;
- Identification of and communication about government support for education and workforce development;
- Promoting mutually beneficial positions during the development and passage of regulations and legislation; and
- Education of elected officials and policy makers on issues important to the members of each organization.

TERMINATION

Either party may terminate this MOU, with or without stated cause, upon providing the other party with thirty (30) days written notice of intent to terminate.

TERM

The term of this Memorandum of Understanding shall begin when signed by both parties and shall terminate at the end of three (3) years unless extended at that time by written agreement.

LEGAL STANDING

This MOU reflects a commitment by ASHRAE and NSBE to continue and enhance their working relationship and individual efforts toward achieving mutual objectives described above. It does not create a binding obligation or agreement between the two organizations, and neither organization has an obligation to negotiate toward or enter into a binding written agreement. In addition, this MOU does not create a partnership, joint venture, fiduciary relationship or similar relationship between ASHRAE and [ORG]. Furthermore, it is understood that this Memorandum of Understanding is conceived as a dynamic document, meant to change as circumstances and priorities warrant. It may be modified or amended by written agreement between both organizations.

FOR ASHRAE

Printed Name/Title

Signature

Date

FOR [ORG]

Printed Name/Title

Signature

Date

Printed Name/Title

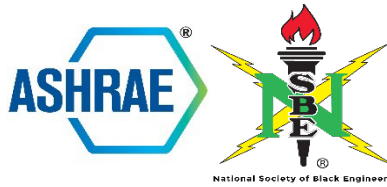
Signature

Date

Printed Name/Title

Signature

Date



ASHRAE and NSBE
2023-2024 Work Plan
to Support the
2023 Memorandum of Understanding

This MOU is an agreement to advance and promote the mutual interests of their respective members. This Work Plan outlines activities the organizations agree upon to implement the goals of the MOU. The organizations will review and update this Work Plan quarterly.

UPDATED WORKPLAN: 06-08-2023

ACTIVITY/TASK	RESPONSIBLE PARTY	TIMING	STATUS and COMMENTS
1. COMMUNICATION AND MEETINGS FOR THE MOU			
Main Liaison Meeting	Reps	Twice a year	These meetings should be scheduled prior to the ASHRAE Winter Conference and NSBE Spring Conference. DEI Staff Liaison will work with NSBE Staff to coordinate meetings.
Quarterly Check-In Meetings (communications and technical components of workplan)	ASHRAE: DEI Chair, Staff Liaison NSBE: TBD	February, April, July, October	Agendas will be developed for each call, and appropriate members/staff invited to each call. Action items and responsibilities assigned at the end of each meeting.
2. CONFERENCES AND MEETINGS			

ACTIVITY/TASK	RESPONSIBLE PARTY	TIMING	STATUS and COMMENTS
NSBE to promote ASHRAE winter conferences, when mutually beneficial.	ASHRAE: Gupta NSBE: TBD	ASHRAE meetings are generally held in January and June.	<p>MOU calls for each organization to promote, when mutually beneficial. Marketing team will work together to decide the best avenue for promotion. Preference is social media platforms.</p> <p>All parties should review the relevant websites for listings of upcoming conferences/conventions.</p> <p>https://www.ashrae.org/conferences</p> <p>https://convention.nsbe.org/</p>
ASHRAE to promote NSBE conventions when mutually beneficial.	ASHRAE: Gupta NSBE: TBD	NSBE is generally held in April.	<p>MOU calls for each organization to promote, when mutually beneficial. Marketing team will work together to decide the best avenue for promotion. Preference is social media platforms (Facebook, LinkedIn, Twitter, and Instagram, if applicable).</p> <p>All parties should review the relevant websites for listings of upcoming conferences/conventions.</p> <p>https://www.ashrae.org/conferences</p> <p>https://convention.nsbe.org/</p>

ACTIVITY/TASK	RESPONSIBLE PARTY	TIMING	STATUS and COMMENTS
<p>As appropriate and agreed upon,</p> <ul style="list-style-type: none"> ASHRAE will grant the use of the ASHRAE logo to NSBE as it relates to this MOU NSBE will grant the use of the NSBE logo as it relates to this MOU ASHRAE will ensure NSBE receives ASHRAE marketing and promotion material to promote ASHRAE membership NSBE will ensure ASHRAE receives NSBE marketing and promotion material to promote ASHRAE membership <p>(each activity requires approval through the relevant organization's regular processes)</p>	<p>ASHRAE: Gupta NSBE: TBD</p>		<p>ASHRAE and NSBE will share logos and marketing material as it relates to the MOU.</p> <p>Use of materials can be used to promote student membership in ASHRAE and NSBE.</p>
<p>As appropriate and agreed upon,</p> <ul style="list-style-type: none"> ASHRAE will provide one undergraduate or two graduate NSBE students the opportunity to attend the winter conference as a scholarship recipient. NSBE will provide one undergraduate or a graduate ASHRAE member the opportunity to attend their primary convention. <p>(each activity requires approval through the relevant organization's regular processes)</p>	<p>ASHRAE: Gupta/Smith NSBE: TBD</p>		<p>ASHRAE and NSBE will collaborate to determine whether ASHRAE/NSBE can provide a stipend to a student(s) to attend either conference.</p> <p>We will also investigate the opportunity for ASHRAE to develop a diversity scholarship.</p>
3. MEMBERSHIP			

ACTIVITY/TASK	RESPONSIBLE PARTY	TIMING	STATUS and COMMENTS
ASHRAE and NSBE will work together to promote student membership at the local level.	ASHRAE: Membership NSBE: TBD		ASHRAE and NSBE will collaborate efforts to increase student membership.
ASHRAE & NSBE to investigate the ability to offer reciprocal memberships for professional graduate students.	ASHRAE: Membership NSBE: TBD		ASHRAE and NSBE will investigate reciprocal memberships.
4. SCHOLARSHIPS			
When mutually beneficial, ASHRAE will offer scholarship and student travel grant opportunities to NSBE students who are registered as ASHRAE members. NSBE to promote ASHRAE scholarship opportunities on its website or any/other marketing platform.	ASHRAE: M. Smith NSBE: TBD		ASHRAE and NSBE to collaborate and review current scholarships offered and determine if there is an opportunity to create a diversity scholarship. https://www.ashrae.org/communities/student-zone/scholarships-and-grants https://www.ashrae.org/communities/student-zone/scholarships-and-grants/scholarship-program
5. PROGRAMMING/PROFESSIONAL DEVELOPMENT/PUBLICATIONS			
ASHRAE will offer an invitation to NSBE-ASHRAE student members to attend the ASHRAE virtual technical talks. ASHRAE will invite NSBE-ASHRAE student members to attend their student branch and local chapter events.	ASHRAE: R.Matyasovski/ K.Thomson NSBE: TBD		ASHRAE and NSBE will investigate programs and events suitable for respective members.

ACTIVITY/TASK	RESPONSIBLE PARTY	TIMING	STATUS and COMMENTS
<p>ASHRAE will offer opportunities for NSBE students (registered as an ASHRAE student member) to register and access events and a local network through the chapter. As a registered ASHRAE student member, students will also be able to access discounted publications.</p> <p>NSBE will offer opportunities for ASHRAE students to register and attend NSBE functions.</p> <p>ASHRAE and NSBE to connect with YEA and NSBE leadership to explore joint activities.</p>	<p>ASHRAE: K.Thomson/Lionel Davis</p> <p>NSBE: TBD</p>		<p>ASHRAE and NSBE will collaborate with the grassroots levels and identify programs/chapter events that are mutually beneficial. Also, collaborate to possibly develop joint events.</p> <p>Example of Possible Programming – Development of an “Industry Exposure Day” where NSBE allows ASHRAE a platform to detail/present the many avenues young engineers can participate in the industry.</p>
6. ADVOCACY			
<p>ASHRAE and NSBE agree to work together on common public affairs goals.</p> <ul style="list-style-type: none"> • Joint promotion of STEM education along with professional and career pathways; • Identification of and communication about government support for education and workforce development; • Promoting mutually beneficial positions during the development and passage of regulations and legislation; and • Education of elected officials and policy makers on issues important to the members of each organization. 	<p>ASHRAE: A. Yates</p> <p>NSBE: TBD</p>		<p>During quarterly liaison meetings, public affairs strategies will be discussed, common goals identified, and advocacy strategies and opportunities considered.</p>

KEY CONTACTS FOR WORKPLAN

NSBE Leads: TBD					
MOU Executive Oversight					
MOU Project Manager					
Conferences and Meetings					
Publications, Communications, and Education					
Technical Activities Coordination					
Policy, Government Affairs, and Advocacy					
Marketing and Promotion					
Grassroots/Chapter Outreach/Member Services					
Education/Publications					
Standards/Guidelines/Research					
ASHRAE Staff Leads:					
Executive Oversight	Jeff	Littleton	Executive VP	jlittleton@ashrae.org	678-539-1100
DEI Advisory Subcommittee	Kishor	Khankari	DEI Chair	kishork@ansight.com	407-716-9997
DEI Advisory Subcommittee	Tanisha	Lisle	DEI Staff Liaison	tmlisle@ashrae.org	678-539-1111
Conferences and Meetings	Tony	Giometti	Interim Director of Member Services Senior Manager, Conference Programs	giometti@ashrae.org	678-539-1155
Scholarships	Margaret	Smith	Manager of Development	msmith@ashrae.org	678-539-1201
Publications and Education	Mark	Owen	Director of Publications and Education	mowen@ashrae.org	678-539-1187
Technical Activities Coordination	Stephanie	Reiniche	Director of Technology	sreiniche@ashrae.org	678-539-1143
Policy, Government Affairs, and Advocacy	Alice	Yates	Director of Government Affairs	ayates@ashrae.org	678-539-1106
Marketing and Promotion	Vanita	Gupta	Director of Marketing	vgupta@ashrae.org	678-539-1150

Grassroots/Chapter Outreach/Member Services	Tony	Giometti	Director of Member Services	giometti@ashrae.org	678-539-1104
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FINAL 2023 REPORT TO THE BOARD OF
DIRECTORS FROM THE BOD DEI ADVISORY
SUBCOMMITTEE
JUNE 2023

Chair: Adrienne Thomle

DEI Highlights

- All MBOs complete with the exception of one action:
 - Recommend publication and showcasing the work of inspirational HVAC&R engineers from under-represented groups.
- Highlights:
 - Completed BOD and leadership training Three staff (1 director level and 2 staff level) training sessions (9 hours) and two BOD training sessions (6 hours)
 - Published 5 online videos for membership “DEI Foundations”, “Understanding Implicit Bias & Unconscious Bias”, “Equality and Equity”, “Micro-aggressions” and “Cultural Competency”
 - Established BOD book club and reviewed the book “The Blindspot”
 - Established working relationships with CIBSE, NIBS, NSBE and INWIC
 - Established DEI liaisons to Nominating, Honors and Awards, Tech Council, and Members Council; DEI ambassadors to Regions
 - Created DEI Reference Manual and draft budget for 20233-2024 DEI Subcommittee
 - Sponsored forums and seminars at Annual and Winter conferences with DEI focus



**Report to the Board of Directors
From the Board Subcommittee on Financial Focus
As of June 15, 2023**

Motion:

The Board Subcommittee recommends, and I so move, the following changes to the Rules of the Board regarding Fiscal Limits of Authority indicated in **the red text** be implemented.

Under Section “2.102 FINANCIAL “

Paragraph: “2.102.002.2 (66-01-23-10/79-01-28-07)

Contracts for ASHRAE research and special projects **over \$150,000** shall require two signatures, one must be the Director of Technology and any of the following for second signature - President, the President-Elect, or the Executive Vice President. The Director of Technology may sign contracts of **\$150,000** and less.”

Background Information:

Recall that this section of the ROB on limits of authority (LOA) was modified and approved by the Board at the May 22, 2023, meeting. This motion is to add an increase in the limits of authority for special projects that were not picked up during the May 22, 2023, motion. All background information from May 22, 2023, is still relevant.

Fiscal Impact:

None – Council and committee budgets remain as approved each year by the Board.

Staff Impact:

This motion is expected to reduce staff hours required to provide administration and assistants to the Councils and Committees they are assigned to liaise with by allowing them and the councils and committees greater authority to monitor and manage their Board approved budgets throughout the year.

Motion:

The Board Subcommittee recommends, and I so move the following subsection “2.101.010 Fiscal Impact and Member Benefit Statements” be added to section “2.101 General Rules” of the Rules of the Board:

“2.101.010 General Requirements for Motions submitted to the Board of Directors for approval.

All motions being submitted for approval to the Board of Directors shall include the following sections: Motion, Background, Fiscal Impact, and Staff Impact. To support the fiscal impact and staff impact, each motion shall be accompanied by a completed and attached Project Evaluation Tool Excel workbook. The Project Evaluation Tool workbook was approved by the Board of Directors on May 22, 2023, and authority for its regular maintenance and update was delegated to the Finance Committee.”

Background:

This motion is being made at the request of President Farooq Mehboob to put in place a standard method of evaluating the fiscal and staff impact of all motions brought before the Board of Directors

because of the Project Evaluation Tool being approved by the Board on May 22, 2023. Several similar tools have been developed in the past and their use has been sporadic at best. Requiring a standardized project evaluation tool and process to be followed for all new and existing project proposals and evaluations will result in more clear and concise motions being submitted to the Board which, in turn, will allow the Board to make more fiscally sound decisions. This tool shall be used for any motion being brought before the Board that may have fiscal or staff impacts. This includes motions from board members, councils, committees, regions, CRCs, chapters, and individuals. The tool may be obtained from the Finance Committee and copies should be kept in all Council and Committee Basecamp folders for ready access.

Fiscal Impact:

None

Staff Impact:

Staff time may increase slightly during the initial implementation of this policy. However, it is expected to reduce the staff hours required following up with those entities proposing motions to the Board of Directors to obtain fiscal impact and staff impact statements in the future and result in more thorough, well thought out motions.

Information Items:

All deliverables assigned to this Board Subcommittee are complete.

I would like to take this opportunity to thank the following people for their hard work and dedication in completing this important.

Wade Conlan
Hugh Crowther (Consultant)
Art Giesler
Bryan Holcomb
Cheng Wee Leong
Steven Sill
Mark Tome
Craig Wright

June 10, 2023
Date

M. Dennis Knight
Chair



2022-23 Committee Appointments & Election Reference

Committees Reporting to Board of Directors

BOD ExO = Ex Officio Board of Directors, CO = Coordinating Officer, DAL = Director-at-Large, RAL = Region-at-Large, Mbr = Member, RMCR = Region Members Council Representative, NVM = Non-voting Member

Audit Committee

Eileen Jensen, Chair
Adrienne Thomle*
Cheng Wee Leong*
Craig Wright, Staff Liaison

Building Energy Quotient

Chris Balbach, Chair
Michael Deru, Vice Chair
Trent Hunt
Mahroo Eftekhari
Rupesh Iyengar*
Supriya Goel*
Jaideep Karnick*
Doug Cochrane*
Charles Eley, Consultant
Sarah Maston, CO*
Lilas Pratt, Staff Liaison

Development Committee

Tiffany Bates Abruzzo, Chair
Bill McQuade, Vice Chair
Mike Beda, Life Members Club
Janice Means, Scholarship Trustee*
Dave Branson, College of Fellows
Matt Rowe, RP ExCom
Aakash Patel, RP ExCom
Lester Periera, RP ExCom*
Tom Watson, Foundation ExCom
Don Colliver, Foundation ExCom
Bill Harrison, Foundation ExCom
Dacrcy Carbone, Member-at-Large*
Bogi Setty, Member-at-Large
Pankaj Dharkar, Member-at-Large*
Billy Austin, CO*
Kirstin Pilot, Director of Development, 6/1/2023

Finance Committee

Dennis Knight*
Doug Cochrane
Michael Cooper
Bill Dean
Dunstan Macauley, VP*
Sarah Maston, VP*
Ahmed Alaa Eldin Mohamed
Don Brandt*
Craig Wright, Staff Liaison

Planning Committee

Heather Platt Gulledge, Chair
Stephanie Kunkel, Vice Chair
Farhan Mehboob*
Jake Kopocis*
Michael Patton*
Chad Smith*
Ahmed Alaa Eldin Mohamed
Blake Ellis
Wade Conlan
Andres Sepulveda
Trent Hunt
Mark Miller
Dunstan Macauley, CO*
Jeff Littleton, NVM, EVP
TBD, Staff Director*
Chandrias Jolly, Staff Liaison

Society Rules Committee

Ken Cooper, Chair
Ronald Gagnon, Vice Chair
Spencer Morasch*
Mike Bilderbeck
Bert Philips
Adrienne Thomle
Ashish Rakheja, CO*
Chandrias Jolly, Staff Liaison

Committees Reporting to Members Council

* = New Member

Note: Appointments determined to be in conflict with applicable Rules of the Board for membership qualifications or committee composition are subject to change unless appropriate waivers of the rules are obtained.

Chapter Technology Transfer Committee

Mohammad Al Tassi, Chair
 Daniel Robert, Vice Chair
 Andrew Reilman, Vice Chair
 Frank Rivera (I)
 Abhishek Khurana(II)*
 Matthew Archey (III)
 Chris Adams (IV)
 Arunabha Sau (V)
 Elizabeth Zakelj (VI)
 Jennifer Gardner **Doug Cage (VII) 4/1/2023**
 Ken Shifflett (VIII)
 Abigail Brophy (IX)
 Tyler Bradshaw (X)
 Janice Peterson (XI)
 Thiago Portes (XII)
 Sivakumar Gadam (XIII)*
 Mahroo Eftekhari (XIV)
 Osama Atef Khayata(RAL)*
 John Constantinide, Chap. Progs. Coord.
 Heric Holmes, Web Broadcast Coord.
 Wei Sun, BOD ExO*
 Ginger Scoggins, CO*
 Rhiannon Masterson, Staff Liaison

Communications Committee

Jessica Mangler, Chair
 Anuj Gupta, Vice Chair
 Nissun Feiner*
 Kinga Hydras*
 Eleazar Rivera
 Thursten Simonsen
 Nikolaos Spiridonos Giannitsanos
 Daniel Bourque
 Devin Abellon, BOD ExO*
 Ginger Scoggins, CO*
 Joslyn Ratcliffe, Staff Liaison

Conferences & Expositions Committee

Christine Reinders – Caron, Chair
 Raul Simonetti, Vice Chair
 Gary Debes
 James Liston*
 NG Yong Kong*
 Ehab Mamdouh*
 Aaron Boranian*
 Joe Chow*
 Atilla Biyikoglu*
 Craig Bradshaw*
 Ahmed Abdel Salam
 Nohad Boudani
 Marites Calad
 Kristen Cetin
 Brian Fronk
 Lina Hashem
 Alekhya Kaianathbhatta
 Rafi Karim
 Suzanne LeViseur
 Maggie Moninski
 Scott Peach
 Anoop Peediyakkan
 Elbert Phillips
 Erik Sanchez
 Som Shrestha
 Davide Ziviani
 Devin Abellon, BOD ExO*
 Ginger Scoggins, CO *
 Tony Giometti, Staff Liaison

Government Affairs Committee

Darryl Boyce, Chair
 Robert Hoadley, Vice Chair
 Basel Anbari, Members Council Rep.*
 Cindy Callaway, PubEd Council Rep.*
 Chris Phelan, Tech Council Rep.*
 Nanette Lockwood, Member-at-Large
 Meghan McNulty, Member-at-Large
 Mike Wolf, Member-at-Large
 Thomas Reyes (I)
 Mike Genin (II)
 RJ Hartman (III)
 Weston Hockaday (IV)*
 Louis Van Belle (V)
 Beth Tomlinson (VI)
 Jess Gardner (VII)
 Damon McClure (VIII)

Honors and Awards Committee

Isabelle Lavoie, Chair
 Maged Hashem*
 Mohammad Tassi*
 Karine Leblanc*
 Dan Rogers
 Alyse Falcolner
 Tom Phoenix
 Ben Leppard
 Mohammed Abass Sajid
 Adam Davis
 Wei Sun, BOD ExO*
 Ginger Scoggins, CO*
 Rhiannon Masterson, Staff Liaison

Membership Promotion Committee

Genevieve Lussier, Chair
 Daniel Chudecke, Vice Chair
 Jason Urso, Vice Chair
 Chonghui Liu (I)*
 Frank Mesciek (II)*
 Rob Druga (III)
 Timothy G. Cannon (IV)
 Jake Taylor (V)*
 Fiona Martin (VI)
 Steve Grant (VII)
 Ron McCarty (VIII)*
 Mark Penchoff (IX)*
 Nicolas Rosner (X)
 TBD (XI)*
 Esteban Baccini (XII)
 Sam C.M. Hui (XIII)

*** = New Member**

Note: Appointments determined to be in conflict with applicable Rules of the Board for membership qualifications or committee composition are subject to change unless appropriate waivers of the rules are obtained.

**Government Affairs Committee
Cont'd**

Peter Koneck-Wilwerding (IX)*
Tracey Jumper (X)
Daryl Glen Collerman (XI)*
Timothy Theriault (XII)
Yew T.A. Sin (Albert)(XIII)
George Pantelidis (XIV)
Ahmed Bolbol(RAL)*
Sonya Pouncy, Commun. Coord.
Ken Fulk, BOD ExO*
Dennis Knight, CO*
Alice Yates, Staff Liaison

Membership Promotion Committee Cont'd

Triantafyllos Triantafyllopoulos (XIV)
Nitin Naik (RAL)
Eileen Jensen, BOD ExO*
Ginger Scoggins, CO*
Daniel Gurley, Staff Liaison

Research Promotion Committee

Matt Rowe, Chair
Aakash Patel, 1st Vice Chair
Lester Pereira, 2nd Vice Chair
Heather Schopplein, 3rd Vice Chair
Haley Goslinga, 4th Vice Chair
Andrew E. Manos (I)
Ibrahim Semhat (II)
Laura Petrillo-Groh (III)
Brian Justice (IV)*
Paul Fernandez (V)
Haley Goslinga (VI)
Jennings Davis (VII)*
Chris Dolan (VIII)
Dahl Carmichael (IX)
Kevin Baldwin (X)
John Farley (XI)
Javier Korenko(XII)*
Suei Keong Chea (XIII)
Daniel Coakley (XIV)
Adeeba Mehboob (RAL)
Kishor Khankari, BOD ExO
Ginger Scoggins, CO*
Julia Mumford, Staff Liaison

Student Activities Committee

Mai Anh Dao, Chair
Kellie Huff, Vice Chair
Ashley Keller (I)*
Elizabeth Primeau (II)
Andy Hobson (III)*
Adam Blake Parker (IV)
Bob Snow (V)
Kevin Summers (VI)*
Nancy McBee (VII)
Jacky Hay (VIII)*
Shaun Nienhueser (IX)
Omar Rojas (X)
Tracy McKeon (XI)
Walter Lenzi (XII)
Fu Jen Wang (XIII)
Aleksandar Andjelkovic (XIV)
Yashkumar Shukla (RAL)*
Dennis O'Neal, Accred. Rep/ABET Board
Mansour Zenouzi, Accred. Rep/ABET
EAC
Robert Bittle, Accred.Rep/ABET ETAC
Eileen Jensen, BOD, ExO*
Ginger Scoggins, CO*
Katie Thomson, Staff Liaison

Young Engineers in ASHRAE Committee

Madison Schultz, Chair
Branislav Cvijetinovic, Senior Vice Chair
Bruno Martinez, Junior Vice Chair
Elizabeth Jedrlinic (I)
Alekhya Kaianathbhatta (II)
Carrie Anne Monplaisir (III)
Kimberly Pierson (IV)
Paul Fernandez (V)*
Drew Samuels (VI)*
Robert Hangen (VII)
Marisa Kamstra (VIII)
Marie VanderVliet (IX)*
Elise Kiland (X)
Cailin MacPherson (Noll) (XI)
Kieron Nanan (XII)*
Chak Mou Lam (XIII)*
Joshua Vasudevan (XIV)*
Eman Mamdouh (RAL)
Menatella Mohamad, Member-at-Large *
Chris Krieps, Member-at-Large
Kellie Huff, Student Activities Liaison
Jason Urso, Membership Promotion Liaison
Ron Gagnon, BOD ExO*
Ginger Scoggins, CO*
Jeanette McCray, Staff Liaison

*** = New Member**

Note: Appointments determined to be in conflict with applicable Rules of the Board for membership qualifications or committee composition are subject to change unless appropriate waivers of the rules are obtained.

Committees Reporting to Publishing and Education Council

Certification Committee

Kim Cowman, Chair
Nick Armstrong, Vice Chair
Suz Ann Arroyo
Greg Jones*
Vikram Murthy *
Carlos Mitroga*
Keith Reihl*
Apichit Lumertpongpana*
Grant Page
Rodrigo Arias
Badri Patel
Mark Tome, BOD ExO *
Dunstan Macauley, CO *
Tim Kline, Staff Liaison

Historical Committee

Nissun Feiner, Chair
Tom Pollard, Vice Chair
Andy Pearson*
Khalid Gulzar*
Norman Grusnick
Wei Sun
Akinbowale O. Soluade*
Art Giesler, ExO*
Dunstan Macauley, CO *
Julia Harr, Staff Liaison

Training and Education Committee

Jim Vallort, Chair
Jesse Fisher, Vice Chair
Terry Schroeder*
Adeeba Mehboob*
Kozen Law*
Zeeshan Ahmad Siddiqui*
Tim Ashby *
Jim Piscopo*
Ashley Weekly
Tahir Raza
Jason Alfonso
Kimberly Pierson
Dru Crawley, BOD ExO*
Don Brandt, CO*
Karen Murray, Staff Liaison

Publications Committee

Gerardo Alphonso, Chair
Vinay Ananthachar, Vice Chair
Cameron Labunski
Kurt Monteiro*
Jennifer Isenbeck*
Steve Kavanaugh*
Kay Thrasher
Atilla Biyikoglu
Javier Korenko
George Pantelidis
Mohamed Eltaieb Ibrahim*
Alagraa Megan Tosh
Blake Ellis, BOD ExO*
Dunstan Macauley, CO*
Cindy Michaels, Staff Liaison

*** = New Member**

Committees Reporting to Technology Council

Environmental Health Committee

Nick Clements*
Bill Bahnfleth/ Past STDs*
Brendon Burley
Junjing Yang
Farhad Memarzadeh*
Ken Mead *
Osama Khataya*
Jon Cohen
Clareesa Lucas
Stephanie Taylor
Don Weekes/ Past RAC
Marwa Zaatari/ Past TC Chair
Mark Ereth
Linda Lee
Corey Metzger
Wade Conlan, BOD ExO*
Sarah Maston, CO*
Steve Hammerling, Staff Liaison

Refrigeration Technology Committee for Comfort - Process - Cold Chain

Dustin Lilya, Chair
Steve Kujak, Vice Chair
Doug Scott*
Apichit Lumlertpongpana*
Anish Simha*
Xudong Wang*
Harshal Surange
Ayman Taha Hussein Eltalouny
Didier Coulomb
Roberto Aguilo
Kashif Nawaz
Nicole Dunbar
Wade Conlan*
Wade Conlan, BOD ExO*
Sarah Maston, CO*
Mike Vaughn, Staff Liaison

Residential Buildings Committee

Bill Healy, Chair
Chandra Sekhar, Vice Chair
Mike Pouchak*
Jaap Hogeling*
Yash Kumar Shukla*
Philip Fairey*
Bjarne Olesen
Mark Lawrence
J. Stephen Saunders
Steven Emmerich
Carol Marriott
Rachel Romero
Mike Blanford
Adrienne Thomle, BOD ExO
Sarah Maston, CO*
Lilas Pratt, Staff Liaison

*** = New Member**

For Information Only

Members Elected to Committees

Standards Committee

Susanna Hanson, Chair
Jonathan Humble, Vice Chair
Thomas E. Cappelin (23)
Douglas D. Fick (23)
Srinivas Katipamula (23)
Pat Marks (23)
Cesar Lim (23)
Bill Bahnfleth(23)
Christian R. Taber (23)
Gerald Kettler (24)
David (Dave) Robin (24)
Jay Kohler (24)
Jim Lutz (24)
Julie Majurin (25)
Larry Markel (25)
Gwelen Paliaga (25)
Justin Prosser (25)
Margaret Mathison(25)
Patricia Graef (25)
Paul Lindahl (25)
William F. Walter (25)
Kathleen Owen (26)*
Jennifer Isenbeck (26)*
Phillip Johnson (26)*
Karl Peterman (26)*
Jaap Hogeling (26)*
Chris Seeton (26)*
Paolo M. Tronville (26)*
Steve Sill, BOD ExO
Sarah Maston, CO*
Connor Barbaree, Staff Liaison

Research Administration Committee

Omar Abdelaziz, Chair
Bill Murphy, Vice Chair
Ahmed Kashef (23)
William J. Hutzel (23)
Lorenzo Cremaschi (23)
Chee Sheng Ow (23)
Jin Jin Wen (24)
Stefan Ebel (24)
Natascha Milesi-Ferretti (24)
Roland Charneux (25)
James Bogart (25)
Carl F. Huber (26)
Doug Scott (26)
Dennis R. Landsberg (26)
Hywel Davies, Consultant (23)
Xuding Wang, Consultant (23)
Tyler Glesne, BOD ExO*
Sarah Maston, CO*
Michael Vaughn, Staff Liaison

Technical Activities Committee

Craig Messmer, Chair
James Bennett, Vice Chair
Pat Marks (26)
Vikrant Aute (26)
Tina Brueckner (26)
Biro Kilis **Jason Atkisson 3/3/23(25)**
Charles Henck (23)
Jon J. Cohen (23)
Kevin B Mercer (23)
Brad Cochran (24)
Satheesh Kulankara (24)
Kevin Marple (24)
Douglas Reindl **Ongun Berk Kazanci**
2/21/23 (27)
David Meredith **Gursaran D Mathur,**
(27) 2/21/23 (27)
Daniel Dettmers (25)
Corey Metzger (25)
Luke Leung, BOD ExO
Sarah Maston, CO*
Steve Hammerling, Staff Liaison

*** = New Member**

For Information Only

Members Elected to Committees (Continued)

Handbook Committee

David Scott Fisher, Chair
Harris Sheinman, Vice Chair

Subcommittee for 2023 HVAC Applications Handbook

Harris Sheinman, SubC. Chair
Eric W. Adams
Brian C. Krafthefer
Gusaran D. Mathur
Kashif Nawaz
Joseph Sanders

Subcommittee for 2024 HVAC Systems and Equipment Volume Handbook

Joseph Furman, SubC. Chair
Derek Crowe
Nicolas Lemire
Ahmed A. Medhat
Satish Iyengar
Chee Sheng Ow

Subcommittee for 2025 Fundamentals Handbook

Stephanie Mages, SubC. Chair
Sonya Pouncy
Caroline Calloway
Frederich Granzow
Marija Todorovic*
Jeff Boldt

Subcommittee for 2026 Refrigeration Handbook

Adrienne Thomle, SubC. Chair*
Drake Erbe*
Kevin Muldoon*
Cameron Labunski*
Vance Payne*
Zheng O'Neill*

Chris Gray, BOD ExO*
Dunstan Macauley, CO*
Heather Kennedy, Staff Liaison

*** = New Member**

For Information Only

Members Elected / Appointed to Councils

Members Council

Ginger Scoggins, Chair, President-Elect
 Dennis Knight, Vice Chair, Treasurer
 Devin Abellon, Mbr., Director (23)
 Ken Fulk, Mbr., Director (23)
 Eileen Jensen , Mbr., Director (23)*
 Kishor Khankari , Mbr., Director (23)
 Ronald Gagnon, Mbr., Director (23)
 Wei Sun , Mbr., Director (23)*
 Charles J. Bertuch, III RMCR (I) (24)
~~Danny Castellon~~ **Genevieve Lussier**
4/6/2023 RMCR (II) (24)
 Sherry Abbott-Adkins RMCR (III) (24)
 Heather Platt Gullede RMCR (IV)(25)
 Julia Timberman RMCR (V) (25)
 Maggie Moninski RMCR (VI) (25)
 Scott Peach RMCR (VII) (23)
 Joseph Sanders RMCR (VIII) (23)
 Kevin Amende RMCR (IX) (23)
 Burton (Buzz) Wright RMCR (X) (23)
 Rob Craddock RMCR (XI) (24)
 Tulia Rios RMCR (XII) (25)
 Ong Ching Loon RMCR (XIII) (25)
 Ioan Siliviu Dobosi RMCR (XIV) (23)
 Mohamed Basel Anbari RMCR (RAL) (24)
 Joyce Abrams, Staff Liaison

(In addition to the above voting members, this council includes chairs of committees reporting to the council as non-voting members, a Planning Committee liaison, and a Developing Economies consultant.)

Publishing and Education Council

Dunstan Macauley, Chair, Vice President
 Billy Austin, Vice Chair, Vice President
 Art Giesler, Mbr., Director (23)*
 Mark Tome, Mbr., Director (23)
 Chris Gray, Mbr., Director (23)*
 Blake Ellis, Mbr., Director (23) *
 Dru Crawley, Mbr., Director (23)*
 Suzanne LeViseur, Mbr., Past Cert. (24)
 Cindy Callaway, Mbr., Past Handbook (23) *
 Jason Alphonso, Mbr., Past Train. and Educat. (24)
 Mark Fly, Mbr., Past Publications (23) *
 Mark Owen, Staff Liaison

(In addition to the above, this council includes chairs of Committees reporting to the council as voting members (excluding the Historical Committee Chair) and Vice-Chairs as non-voting members, a Planning Committee liaison, and a Developing Economies consultant.)

Technology Council

Sarah Maston, Chair, Vice President
 Ashish Rakheja, Vice Chair, Vice President
 Tyler Glesne, Mbr., Director (23)
 Wade Conlan, Mbr., Director (23)
 Adrienne Thomle Mbr., DAL (23)
 Luke Leung, Mbr, DAL (23)
 Steve Sill, Mbr, DAL (23)
 Paul Francisco, Mbr, Past Standards (24)
 David Yashar, Mbr, Past RAC (23)
 Costas Balaras, Mbr, Past DRC (25)
 Carl Huber, Mbr, Past TAC (25)
 Larry Smith, Mbr-at-Large (25)
 Chris Phelan, Mbr-at-Large (24)
 Wei Sun, Mbr-at-Large, (23)
 Stephanie Reiniche, Staff Liaison

(In addition to the above voting members, this council includes chairs and vice chairs of committees reporting to the council as non-voting members, a Planning Committee liaison, and a Developing Economies consultant.)

*** = New Member**

For Information Only
2022-23 Nominating Committee

Chuck Gullledge, Chair
Mick Schwedler, Vice Chair

Region Members

I Joseph L. Furman
II Isabelle Lavoie
III James Grant
IV Jimmy Leonida
V Lee Millies
VI Mark Miller
VII Kay Thrasher
VIII Mark Fly
IX Trent Hunt
X Marites Calad
XI Jeff Hurd
XII Dan Rogers
XIII Dominador G. Castro, Jr.
XIV Eduardo Maldonado
RAL Krishnan Viswanath

Region Alternates

(Selected by Regions)

I Richard E. Vehlow
II Nicolas Lemire
III Roger K. Jones
IV Chuck Curlin
V Jack Kibort
VI Fiona McCarthy
VII Michael Cooper
VIII Chris Ahne
IX Jonathan Smith
X Robert Kunkel
XI Greg Fluter
XII Eduardo Congos
XIII Han Guan Den Low
XIV Bratislav Blagojevic
RAL Abbass Sajid

Members

Julia Keen-IX
Sheila Hayter – IX
T. David Underwood – II
Karine Leblanc – X
Timothy C. Dwyer – XIV
Bjarne Olesen – XIV
William K. Dean – XI
Nohad Boudani - RAL

Alternates

(Elected by BOD)

Francis A. Mills – XIV
Cesar L. Lim- XIII
Pat Graef – XII
John Nix – XII
Jennifer Leach – III
Guy Perreault – II
Maged Fouad – RAL
Ade Awujoola – RAL

Candace DeV Vaughn, Staff Liaison

*** = New Member**