



**MINUTES**

**EXECUTIVE COMMITTEE MEETING**

**Friday, April 17, 2020**

**Approved by the Executive Committee June 5, 2020.**

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Friday, April 17, 2020

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**ACTION ITEMS**

Executive Committee Meeting

Friday, April 17, 2020

<b>No. - Pg.</b>	<b>Responsibility</b>	<b>Summary of Action</b>	<b>Status</b>
1 - 4	Staff	Provide proposed dates and a rough schedule for the fall BOD meeting and HQ grand opening to ExCom for review and consideration.	
2 - 4	Staff	Add a discussion of the Bylaws and the transition from President-Elect to President at the May 5 BOD agenda. Staff will be prepared to provide recommendations to the BOD.	
3 - 5	McGinn	Work with the Planning Committee to create a concept document, outlining how the Committee can provide support	



**MINUTES**  
**EXECUTIVE COMMITTEE MEETING**

Friday, April 17, 2020

**MEMBERS PRESENT:**

Darryl Boyce, President  
Chuck Gullledge, President-Elect  
Mick Schwedler, Treasurer  
Dennis Knight, Vice President  
Bill McQuade, Vice President  
Farooq Mehboob, Vice President  
Jeff Littleton, Secretary

**GUESTS PRESENT:**

Don Brandt  
Tim McGinn

**STAFF PRESENT:**

Candace DeVaughn, Mgr. of Board Services  
Chandrias Jacobs, Coord. of Board Services  
Alice Yates, Director of Government Affairs  
Joyce Abrams, Director of Member Services  
Vanita Gupta, Director of Marketing  
Kim Mitchell, Chief Development Officer  
Mark Owen, Director of Pubs & Education  
Stephanie Reiniche, Director of Technology  
Craig Wright, Director of Finance & Admin Services  
Tony Giometti, Sr. Mgr. of Conference Programs  
Lizzy Seymour, Mgr. of Conference Services

**CALL TO ORDER**

Mr. Boyce called the meeting to order at 8:00 am.

**CODE OF ETHICS**

Mr. Boyce read the Code of Ethics commitment and encouraged members to become familiar with the full Code of Ethics.

**ROLL CALL/INTRODUCTIONS**

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

**REVIEW OF MEETING AGENDA**

Mr. Boyce reviewed the agenda. Meeting of the Members was added to *Austin Annual Conference Update*. Bylaws and Planning Committee Meeting were added to *New Business*.

**AUSTIN ANNUAL CONFERENCE UPDATE****MASTER SCHEDULE DRAFT**

Ms. Seymour presented the first draft of the Annual Conference master schedule. Once dates for the BOD, ExCom, and council meetings are set, all other meetings can be scheduled. Meetings will be scheduled based on reporting body.

Staff will add the master schedule to the ASHRAE365.

There was consensus that the presented dates for the BOD, ExCom and council meetings be confirmed.

**VIRTUAL MEETING INVITATION POLICY**

Mr. Littleton reported that the staff directors had a lengthy discussion about how to invite members to the virtual meetings. A virtual conference provides the opportunity to engage more members. However, there must be a balance of engagement and logistics.

ExCom will review the proposed virtual meeting invitation policy and provide comments.

**REGISTRATION FEE**

Ms. Seymour reported that staff hopes to select a vendor to support the virtual conference in the coming week. Once a vendor is selected staff will have more information on expenses.

Mr. Boyce reported that at the recent BOD meeting, there was a general consensus that the Annual Conference should be economically feasible for as many people as possible. A lower price point could

enhance participation and showcase the Society's technical programs to a wider audience. There was also a sense that a price should be set soon so that information can be shared.

Mr. Giometti reported that the virtual conference is a tremendous resource and would be accessible for 18 months. Each technical program will be followed by a quiz so attendees can receive a PDH certificate. The technical program will be divided into tracks and attendees will be able to search to find technical programs that fit their interest and expertise. There will be live sessions where speakers will conduct question and answer sessions. Additionally, access to conference papers will be given to attendees of the virtual conference as well as future Winter and Annual Conferences.

Ms. Seymour reported that staff is investigating a two-tiered fee structure where a nominal fee will be charged for access to the four live days of the conference and an additional fee would be charged to access the full technical program and 18 months of on demand access.

There was discussion of the value of professional development hours. Access to PDH credits have been greatly diminished over the past several months.

There seemed to be a concern from BOD members that there could be the perception that Society is price gouging during a crisis. It was discussed that striking a balance is very important.

Many BOD members feel that in this environment, setting a pricing structure for the virtual conference is a strategic decision.

Pricing for the conference should strike a balance between the value of the technical content offered and the reality that people are nervous, and people's lives have been significantly impacted.

It was suggested that the cost of membership be included in the non-member registration fee.

### **MEETING OF THE MEMBERS**

Mr. Littleton reported that the date for the meeting of the members cannot be done before the New York state executive order expires on May 15. There are boundary dates for the notice of the meeting of the members and other Bylaw requirements that would not allow the meeting to take place before May 15.

### **CRC DATES AND OFFICER AVAILABILITY**

Mr. Gullledge led a discussion of CRC dates and officer availability.

It was decided that Mr. Gullledge and Mr. Schwedler will work together to provide the senior officers availability for September and October. This information will be shared with the DRCs. The hope is that sharing this information will help DRCs to determine if the Region will have a virtual or face-to-face CRC.

**STATUS OF HQ GRAND OPENING AND FALL BOARD MEETING**

Mr. Littleton reported that having a grand opening for the new HQ is very important; a commitment was made to major donors. The event doesn't necessarily have to take place in October or November. A date should be selected with the understanding that it may need to change depending on restrictions related to COVID-19.

Selecting a date allows the Regions, committees, and the councils to set dates for their meetings around the fall BOD meeting.

Staff will provide proposed dates and a rough schedule for the fall BOD meeting and HQ grand opening to ExCom for review and consideration.

**AI - 1****EXECUTIVE SESSION**

Executive session was called at 9:00 am.

The open session meeting reconvened at 9:08 am.

**NEW BUSINESS**

Mr. Knight reported that the new Epidemic Task Force webpage will go live at about 5:00 pm.

**BYLAWS**

Mr. Knight reported that he is in the process of working with legal counsel, conducting a major review of the Bylaws.

There was discussion of a BOD member's interpretation of the Bylaws; the member suggested that the President-Elect automatically moves to President without the election or meeting of the members having to take place.

Mr. Littleton will serve as the point person when questions regarding the Bylaws are raised. He will be prepared to provide feedback and analysis to the BOD and ExCom.

Staff will add a discussion of the Bylaws and the transition from President-Elect to President to the May 5 BOD agenda. Staff will be prepared to provide recommendations to the BOD.

**AI - 2****PLANNING COMMITTEE MEETING UPDATE**

Mr. McGinn reported that at a recent Planning Committee meeting he suggested that Planning could play a role in helping the BOD to strategize for a post-COVID environment. The Committee felt strongly that they have a useful role to play and can provide support and guidance to the BOD.

The Planning Committee will be reviewing the Streamlining Ad Hoc report before it is finalized. Planning could provide feedback at that time if the recommendations in the report are viable in the post-COVID environment.

Mr. McGinn will work with the Planning Committee to create a concept document, outlining how the Committee can provide support and guidance to the BOD in a post-COVID environment.

It was suggested that the Vision 2030 Ad Hoc could report to the Planning Committee or be placed under the Committee as a temporary subcommittee. Vision 2030 is long range planning but falls under the purview of the Planning Committee.

### **ADJOURNMENT**

The meeting adjourned at 9:29 am.

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

Jeff H. Littleton, Secretary