



**MINUTES**

**EXECUTIVE COMMITTEE MEETING**

**Monday, October 12, 2020**

**Approved by the Executive Committee on November 5, 2020.**

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**PRINCIPAL APPROVED MOTIONS**

Executive Committee Meeting

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<b>No. - Pg.</b>	<b>Motion</b>
1 - 2	That the CIBSE/ASHRAE Strategic Partnership Agreement, as distributed with the agenda, be approved.



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

Monday, October 12, 2020

**MEMBERS PRESENT:**

Chuck Gulledge, President  
Mick Schwedler, President-Elect  
Farooq Mehboob, Treasurer  
Don Brandt, Vice President  
Bill Dean, Vice President  
Tim McGinn, Vice President  
Bill McQuade, Vice President  
Jeff Littleton, Secretary

**STAFF PRESENT:**

Candace DeVaughn, Manager - Board Services  
Chandrias Jacobs, Coordinator - 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  
Craig Wright, Director - Finance & Admin. Services  
Alice Yates, Director - Government Affairs

Lizzy Seymour, Manager - Conference Services  
Tony Giometti, Sr. Mgr. - Conference Programs

**CALL TO ORDER**

Mr. Gulledge called the meeting to order at 7:00 am.

**CODE OF ETHICS**

Mr. Gulledge read the ASHRAE code of ethics commitment and encouraged all members in attendance to read the full code of ethics available on ashrae.org.

**ROLL CALL/INTRODUCTIONS**

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

**REVIEW OF MEETING AGENDA**

Mr. Gulledge reviewed the agenda. No changes were made.

**VIRTUAL CONFERENCE ATTENDANCE**

Mr. Littleton reported that staff is seeking clarity on how to handle invitations to virtual meetings. Invitations need to be responded to and members need to be registered for conferences, so Society is represented.

Mr. Gulledge volunteered to attend ACG. He reported that Ms. Scoggins will be presenting a *lessons learned* presentation on 180 Tech Pkwy. Gulledge also reported that he will be speaking at the IFMA and AHRI conferences.

Mr. Brandt volunteered to attend the IAPMO virtual conference.

Mr. McQuade volunteered to attend the ACEC virtual conference.

Mr. Dean volunteered to attend the IFMA virtual conference.

Mr. Littleton will attend the AHRI and IAPMO conferences as well.

Staff will coordinate the registration details for members.

**ASHRAE / CIBSE STRATEGIC PARTNERSHIP AGREEMENT**

Mr. Schwedler reported that per the action item from the most recent ExCom meeting, he reached out to Sheila Hayter regarding the ASHRAE/CIBSE SPA. Ms. Hayter shared that she felt it was appropriate to move forward with signing the agreement.

Mr. Schwedler moved and Mr. McQuade seconded that

1. The CIBSE/ASHRAE Strategic Partnership Agreement, as distributed with the agenda, be approved.

Mr. Schwedler stated that the MOU with CIBSE is already signed. Part of the MOU is coming up with the SPA and action items. It is appropriate for ExCom to approve the SPA.

Mr. Littleton reported that, like a renewed MOU, ExCom is empowered to approve the SPA and report back to the BOD.

Mr. Brandt stated that he is uncomfortable with aspects the CIBSE ASHRAE Group

**MOTION 1 PASSED.** (Unanimous Voice Vote, CNV).

The approved SPA is included in ATTACHMENT A.

**EXECUTIVE SESSION**

Executive session was called at 7:11 am.

Open session reconvened at 8:58 am.

**ADJOURNMENT**

The meeting adjourned at 9:00 am.

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. CIBSE/ASHRAE Strategic Partnership Agreement

## ExCom Open Session Minutes 2020 October 12

### **Proposal of revisions to the CIBSE ASHRAE Strategic Partnership Agreement Amended September 2<sup>nd</sup> 2020 to provide draft final copy of SPA for signing at next opportunity**

This is a change document for the SPA that takes the amended text as agreed by the leadership of both ASHRAE and CIBSE in July 2020 (this established the new wording that was added to the SPA to define the activities of the ASHRAE-CIBSE planning workgroup – the group that has gone on to produce this revision)

In the ‘track changes’ version new text is underlined, and deleted text scored through. The different colours of the amendments in ‘track changes’ version of document have no relevance – simply a vagary of Word software.

The workgroup’s recommendation is that these changes should be adopted in preparation for a formal signing of the amended SPA at the October 2020 CIBSE ASHRAE liaison meeting (whether physical or virtual).



## CIBSE ASHRAE Strategic Partnership Agreement

**DRAFT** Proposed Revisions September 2<sup>nd</sup> 2020

### ASHRAE and CIBSE

Founded in 1894, ASHRAE, Atlanta, Georgia advances the arts and sciences of heating ventilating, air-conditioning and refrigeration to serve humanity and promote a sustainable world.

Founded in 1897, CIBSE is the professional body that supports the Science, Art and Practice of building services engineering, for the public benefit, by providing members and the public with first class information and education services and promoting the spirit of fellowship which guides our work.

Being the only two organizations in our field that have global reach, there is significant potential benefit from working together. In our home markets ASHRAE and CIBSE can improve the quality of our services and output while reducing costs and overlap. In other countries the organizations can improve programs for indigenous markets by providing coordinated offerings. ~~Concerning the Joint initiatives will improve our preparation for, and the implementation of, activities to lead the on-going transitions progression to digital technologies, fully digital publishing, and virtual design and project implementation construction, joint initiatives will improve our preparation for and implementation of these transformative changes.~~

This Strategic Partnership Agreement provides a framework for those benefits to be realized: it creates a roadmap to advance and promote the mutual interests of ASHRAE and CIBSE, with a practical commitment to working together on the following activities and goals that serve our membership and the public and to promote a more sustainable world.

### CONSISTENT LEADERSHIP COMMUNICATION

Recognizing the importance of communication in organizational collaboration, both organizations commit to hold ~~an ASHRAE/CIBSE liaison strategy~~ meeting at least annually (preferably in person, or via electronic meetings) of designated ASHRAE/CIBSE senior representatives to:

- Ensure ongoing advancement of collaborative projects.
- Discuss new opportunities for collaboration.
- Monitor progress on collaborative projects underway
- Keep each respective organization informed of major initiatives.
- Develop strategies for positioning both organizations as leaders in addressing buildings industry challenges.

~~ASHRAE/CIBSE shall take responsibility for initiating the first annual liaison meeting.~~ Action items with assigned responsibilities shall be recorded at each meeting.

ASHRAE/CIBSE shall consider annually holding ~~an annual~~ staff exchange, where ~~several one or more~~ paid staff members from one organization will spend ~~time~~ a minimum of one week up to several



weeks visiting-working at the other organization's headquarters or other key location. The purpose of this exchange is to increase communication between the two organizations, share best practices, and identify possible areas of collaboration in order to develop a strategic vision of how the two organizations can work more closely together. ~~The staff exchange will be hosted by ASHRAE in even-numbered years and CIBSE in odd-numbered years.~~ ASHRAE/CIBSE shall also explore the opportunity of a long-term staff exchange involving the exchange of a staff member for a period of 3 to 6 months.

**[PARA MOVED UP ONE]** ~~The ASHRAE/CIBSE senior officers will determine by mid-January June each year whether or not to hold a staff exchange during the new fiscal year. If an exchange is to occur,~~ then the chief staff member and ~~the member~~ senior officers of each respective organization will identify ~~annually~~ the staff members assigned to participate in these exchanges.

**[PARA MOVED DOWN ONE]** The two organizations will endeavor to assign one staff member from each organization a set apportionment to the other organization such that a percentage of his/her time (e.g., 10%) is assigned to ~~the liaising and~~ participating in activities of the other organization

ASHRAE/CIBSE shall also hold an annual meeting to discuss strategic issues ~~a yearly meeting of senior leadership officer retreat~~ to ensure both organizations are working towards a strategic alignment to benefit both organizations. This meeting may be held in person or virtually (in-person meetings are preferred) and the typical duration of the meeting (or combined meetings) will be 8 – 12 hours 1 – 1 1/2 days. ASHRAE and CIBSE will alternate hosting in-person meetings. ~~CIBSE shall host the senior leadership meeting officer retreat in even-numbered years and ASHRAE shall host the meeting retreat in odd-numbered years. It is anticipated the duration of this annual meeting retreat will be 1 1/2 days.~~

To ensure identified opportunities and collaborative projects are efficiently pursued in each organization, a workgroup will be formed. The workgroup will meet on a quarterly basis and comprise of two ASHRAE members and two CIBSE members, who normally should be past, or present, board level members with international experience. Additionally, a staff member from one of the organizations will be assigned to the workgroup to facilitate the work of the workgroup.

The objectives of the workgroup are to provide ~~permanent~~ active points of contact between ASHRAE and CIBSE, to enhance collaboration and to ensure that collaboration is 'front of mind' for both ASHRAE and CIBSE. The workgroup will achieve this through activities that are likely to include:

- Acting as catalyst in the implementation of specific joint activities including those identified by ASHRAE/CIBSE leadership
- Identifying gaps in activity where joint endeavors would provide benefit
- Specifically identifying "fast track" issues/opportunities
- Uncovering potential obstacles in communicating and sharing knowledge between the organizations
- Highlighting commonalities and overlaps in the themes of incoming presidents
- Providing timely guidance to ASHRAE/CIBSE leadership on relevant issues
- Recording and monitoring proposed joint activities
- Guiding agenda items for the CIBSE-ASHRAE liaison meeting

The workgroup will produce a biannual summary of workgroup activity for the CIBSE-ASHRAE liaison committee.

The workgroup will be dissolved after two years if a reasonable set of outcomes from the workgroup cannot be identified

In order to facilitate better communication, generate better familiarity and inspire a search for mutual opportunities, both CIBSE and ASHRAE will extend complimentary membership in their organization to the Executive Board of the other organization.

### **CONFERENCES AND MEETINGS**

Each organization agrees to provide the other with a meeting invitation and two complimentary VIP registrations to the organization's primary annual meeting. Further, ASHRAE and CIBSE 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. The purpose in attending and speaking at each other's annual conferences is to increase communication between the two organizations, create an environment of cross-pollination and provide an avenue to identify future collaboration opportunities. Of particular interest are collaboration opportunities in emerging topics such as digital technologies, resiliency, legionella and environmentally transmitted pathogens and cyber security.

Recognizing that specialty conferences are an excellent method of serving members in specific geographic areas, industry sectors or climate zones each organization will alert the other organization of specialty conferences under consideration or development. Where mutually beneficial, each organization shall help publicize the other organization's meetings and promote attendance, focusing on targeted audiences with potential interest in the particular conferences.

Both organizations will jointly explore the development of an annual meeting in the outside of the US and UK, potentially online, that may include an educational focus and an organization focus.

### **Grassroots COLLABORATION**

ASHRAE and CIBSE agree to coordinate promotion of joint grassroots meetings of respective members. It is the intent of this agreement to produce a long-term relationship that is mutually beneficial to the membership. In order to achieve this intent, the following activities are to be explored:

- Exchange of leader contact information to ensure that the Women in ASHRAE (WIA) and Women in Building Service Engineering (WIBSE) groups work together to produce cross-pollinate ideas and identify opportunities to work collaboratively.
- Exchange of leader contact information to ensure that the Young Engineers in ASHRAE (YEA) and the Young Engineers Network (YEN) of CIBSE work together to cross pollinate ideas and identify opportunities to work collaboratively.
- CIBSE and ASHRAE will explore ways in which ASHRAE can support the CIBSE/ASHRAE group in the future, including administrative and technical support, as well volunteer support.
- Other activities identified during the previously-described leadership meetings and staff exchanges.

### **ADVOCACY**

Where mutually beneficial and to the extent allowed by laws and corporate policies, ASHRAE and CIBSE agree to work together on common public affairs goals and ideologies. During annual liaison meetings, public affairs strategies will be discussed, and common goals identified. Collaborative opportunities to be considered include:

- Joint promotion of codes and standards
- Promoting mutually beneficial positions during the development and passage of legislation worldwide.
- Education of regulators on issues important to the members of each organization.

## PUBLICATIONS

Recognizing that electronic and print publications are a primary means of disseminating new technologies, trends and practices, ASHRAE and CIBSE agree to:

Provide at least one complimentary subscription of the primary membership periodical to be received at the headquarters location of the other organization.

Explore opportunities to jointly produce publications of mutual benefit. Of particular interest are publications on emerging topics such as [digital technologies](#), resiliency, [and legionella environmentally transmitted pathogens](#) ~~and cyber security~~.

Cross-market each organization's publications where appropriate and with industry standard distributor discounts.

Use periodicals, websites and social media to promote the other organization's events, publications and other activities.

Explore mutually beneficial ways to translate ASHRAE and CIBSE publications for distribution around the globe.

## EDUCATION

As leading providers of conventional and online educational services and in recognition of the vital role professional development has for our respective members, [and society at large](#), ASHRAE and CIBSE agree to:

- Cross-market educational offerings at the national and international levels.
- Explore opportunities to co-develop new courses [worldwide](#) or other training programs that take advantage of overlapping and [complimentary-complementary](#) expertise between ASHRAE and CIBSE.
- Investigate and implement ways that certifications programs can be jointly developed or administered.
- ~~Explore the development of online courses that can be used to disseminate information worldwide.~~
- ~~Explore forming a joint task force to build a business plan for a CIBSE/ASHRAE educational programme for Europe with the possibility of creating business plans for other geographic areas as well. Too explicit in SPA~~

## TECHNICAL ACTIVITIES COORDINATION

ASHRAE and CIBSE agree to foster technical cooperation in areas of common interest by:

- Encouraging members in each organization to participate on technical committees and task forces.
- Providing opportunities to participate in, and comment on, proposed standards, guidelines, policies, and position statements developed on technical subjects as they relate to buildings and community developments.
- **[PARA MOVED UP ONE]** [Investigate](#) ~~Establish a shared task force to investigate~~ the development of [joint](#) ASHRAE ~~and~~ CIBSE [jointly-sponsored](#) worldwide standards
- Establishing liaison representatives to key technical committees where mutually beneficial to do so.

## RESEARCH

Recognizing the importance research plays in accelerating the transformation to a more sustainable built environment, ASHRAE and CIBSE agree to jointly:

- Promote research in areas where research results will advance the arts and sciences of building engineering.
- Disseminate research results quickly, focusing on high-impact findings.
- Identify opportunities for research funding from other sources and mutual support to draw from these resources.

## ADMINISTRATIVE CONTACTS

The administrative contacts for actions tied to this SPA shall be:

### For ASHRAE:

Jeff Littleton  
Executive Vice President  
ASHRAE  
1791 Tullie Circle NE  
Atlanta, GA 30320  
Tel: 404-636-8400  
Email: [jlittleton@ashrae.org](mailto:jlittleton@ashrae.org)

### For CIBSE:

Stephen Matthews  
Chief Executive/Secretary  
CIBSE  
222 Balham High Road  
London SW12 9BA  
Tel: +44 (0)20 8675 5211  
Email: [smatthews@cibse.org](mailto:smatthews@cibse.org)

## TERMINATION

Either party may terminate this agreement, 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 agreement 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 agreement reflects a commitment by ASHRAE and CIBSE to continue and enhance their working relationship and individual efforts toward achieving mutual objectives described above. It does not create a binding obligation or legal agreement between the two organizations, and neither organization has an obligation to negotiate toward or enter into a binding written agreement. In addition, this agreement does not create a partnership, joint venture, fiduciary relationship or similar relationship between ASHRAE and CIBSE. Furthermore, it is understood that this agreement 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

### FOR CIBSE

XXXXXX, ASHRAE President, 20XX-20XX-Executive Vice President  
President, 20XX-20XX-Chief Executive/Secretary

XXXXXXXX, CIBSE

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Signature

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Date

XXXXXXXX, Executive Vice President  
Executive/Secretary  
ASHRAE President, 20XX-20XX

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Signature

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Date

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Signature

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Date

XXXXXXXX, Chief  
CIBSE President, 20XX-20XX

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Signature

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Date