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MINUTES

SOCIETY RULES COMMITTEE MEETING

**Tuesday, June 24, 2025
1:00PM – 4:00PM MST
PHOENIX, AZ**

Note: These minutes are the official record of minutes voted on and approved by the Society Rules Committee at the August 13, 2025 meeting.

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June 24, 2025

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PRINCIPAL APPROVED MOTIONS
 Society Rules Committee Meeting
June 24, 2025

No. – Pg.	Motion
1-1	The minutes for the February 11, 2025 meeting of the Society Rules Committee be approved as presented.
2-3	Changes to the Society Rules Committee Reference Manual as presented be approved.
3-3	Changes to ROB Section 1.201.010 ASHRAE Policy and Procedure for Format, Activity, and Content of Websites for ASHRAE Groups be approved as presented.
4-4	<p>Action as recommended and provided in the background of 2025 Spring CRC Motion 25-6-4 be taken as noted below:</p> <p>Amend PC Guide to PASA that PCs who are faced with complainants alleging ethics violations should direct that complainant to the Ethics Violation form and inform them that relevant Enforcement procedures will be followed per ROB 3.980 Enforcement Procedures for Violation of the ASHRAE Code of Ethics.</p> <p>Links to the Ethics Violation Form should also be provided.</p>
5-4	Changes to the PLC MOP as presented in ATTACHMENT A be approved.
7-6	Proposed changes to the PubEd Council ROB as noted in ATTACHMENT C be approved.

ACTION ITEMS
Society Rules Committee Meeting
June 24, 2025

No. – Pg.	Responsibility	Summary
1-6	Schopplein/ Klock	Ms. Schopplein and Mr. Klock will review ROB Section 2.105 in comparison with section 2.101.027.03, 2. H and provide alternative wording to relay the number of meetings that standing bodies are allowed to have per year.
2-7	Full committee	The full committee will review bylaws changes by the next meeting and provide recommendations for full committee review.

MINUTES
Society Rules Committee Meeting
June 24, 2025
2:30PM – 5:30PM MST

MEMBERS PRESENT:

Bert Phillips, Chair
Spencer Morasch, Vice Chair
Ioan Dobosi
Heather Schopplein
Isabelle Lavoie
Chandra Sekhar, CO

GUESTS:

Devin Abellon
Costas Balaras
Alexander Larson
Matthew Archey
Mohammed Murtaza
Buzz Wright

STAFF PRESENT:

Chandrias Jolly, Manager - Board Services
Candace Denton, Sr. Manager - Board Services

CALL TO ORDER

Mr. Phillips called the meeting to order at 2:31pm.

ASHRAE VALUE STATEMENT

Mr. Phillips read the value statement and referenced links included.

ROLL CALL

Roll call was done. Members and staff in attendance as listed above. A quorum was present.

REVIEW OF AGENDA

The recognition of outgoing members was done earlier in the meeting. The following 'New Business' items were added:

- PLC MOP
- NomCom MOP
- PubEd Council ROB
- ROB 2.105 Standing Bodies

The remaining agenda was accepted as presented.

APPROVAL OF MINUTES

Mr. Morasch moved and Mr. Klock seconded that,

(1) The minutes for the February 11, 2025 meeting of the Society Rules Committee be approved as presented.

MOTION 1 PASSED (Unanimous Voice Vote, CNV)

ACTION ITEMS

Action items 2 and 4 were reported as complete. Action items 1 and 3 were noted to be on the agenda and would be addressed during the meeting.

ASHRAE LEADERSHIP PRESENTATION

Mr. Sekhar gave the 2025 Annual Conference leadership presentation as displayed on screen. Below is a high-level summary of items presented:

Shared that the new 2025-28 strategic plan was announced at the conference plenary.

Noted incoming Executive Committee members and full BOD.

Shared updates regarding local GAC activities.

An update was given regarding the Research Promotion campaign, the Foundation, and other contributions made to the Society.

New Standards and guidelines and professional development opportunities were also mentioned.

Upcoming conferences were mentioned including dates and location for the 2026 Winter Conference.

Members were encouraged to submit nominations for various Honors and Awards as well as Society level positions. Deadlines for nomination submittals were shared.

Proposed changes for the membership model were briefly noted.

RECOGNITION OF OUTGOING MEMBERS

Mr. Phillips recognized Mr. Sekhar and thanked him for his work and support as the committee's Coordinating Officer.

FOR INFORMATION ONLY – ROB CHANGE LOG

Mr. Phillips provided a summary of the purpose of the log. He reminded the committee that the log was used to track editorial changes made to the ROB throughout the Society Year that are under the purview of the committee.

SRC REFERENCE MANUAL

Proposed changes were displayed on screen. A summary of the discussion is below:

We should add a reference to the template for MOPs to this document.

Can we also update any ROB references? I.e., the Finance Committee and Environmental Health Committee References should be what is currently displayed in the ROB. Are two references even needed?

Let's just include the Finance Committee ROB.

Mr. Klock moved and Ms. Schopplein seconded that,

(2) Changes to the Society Rules Committee Reference Manual as presented be approved.

MOTION 2 PASSED (Unanimous Voice Vote, CNV)

Staff was advised to circulate the finalized version of the reference manual once all approved changes were made.

CEBD ROB REVIEW

The committee was reminded of the request made at the 2025 Winter Conference to re-review changes approved by the BOD to the CEBD ROB. During initial review of the CEBD ROB, there were quite a few changes that needed to be made and then it went to the BOD for approval.

The committee was advised that the changes proposed by SRC to the CEBD were shared with CEBD leadership and taken into account before going to the BOD for approval.

Mr. Phillips shared that during his personal re-review, no additional changes needed to be made.

Ms. Schopplein provided the opinion that as the CEBD ROB noted council liaisons, this should also be included in the ROB's for the councils.

Mr. Phillips shared that if needed, this would be addressed by the upcoming SRC as they work to make other updates resulting from changes to the membership model.

REQUESTS FOR REVIEW**Members Council – Communications Committee 1.201.010****ASHRAE Policy and Procedure for Format, Activity, and Content of Websites for ASHRAE Groups**

Proposed changes were shown on screen.

Ms. Schopplein inquired if there were any groups for which the policy wouldn't apply.

It was noted that websites shouldn't be created outside of what ASHRAE has, however, members do manage Chapter websites.

Mr. Wright informed the group that the changes as reviewed to section 1.201.010 were intended for groups that have a website. The Communications Committee is also aware of which groups should and shouldn't have websites.

Ms. Lavoie moved and Ms. Schopplein seconded that,

(3) Changes to ROB Section 1.201.010 ASHRAE Policy and Procedure for Format, Activity, and Content of Websites for ASHRAE Groups be approved as presented.

MOTION 3 PASSED (Unanimous Voice Vote, CNV)**2025 Spring CRC Motion (Motion 25-6-4)**

The motion received from the Spring CRCs, noted below, was shown on screen:

Region VI, La Crosse Area Chapter – Motion 25-6-4: That PCs guide to PASA be amended to include provisions Project Committee members can take when faced with allegations of ethics violations including anti-trust violations.

There was much discussion regarding the recommended action for SRC consideration. A summary of that discussion is below:

Antitrust violations are outside of our normal procedures. Their complaints are not like ours.

This sounds like a legal issue. Wha are the legal implications of this?

Would hate to engage the ASHRAE attorney, especially if this is something we shouldn't even be discussing. Maybe it would be best if Technology Council provided direction on what should be done.

Aren't antitrust and ethics both topics that are addressed in our governing documents?

(Mr. Abellon) legal counsel has been engaged at the ExCom level. Motion itself is just to share guidance and seems straight forward. The specific allegations would be handled accordingly by our lawyers.

Ms. Schopplein moved and Mr. Klock seconded that,

(4) Action as recommended and provided in the background of 2025 Spring CRC Motion 25-6-4 be taken as noted below:

Amend PC Guide to PASA that PCs who are faced with complainants alleging ethics violations should direct that complainant to the Ethics Violation form and inform them that relevant enforcement procedures will be followed per ROB 3.980 Enforcement Procedures for Violation of the ASHRAE Code of Ethics.

Links to the Ethics Violation Form should also be provided.

MOTION 4 PASSED (Unanimous Voice Vote, CNV)

MBO UPDATE (2024-25)

MBOs 1-5 were reported as complete.

NEW BUSINESS

PLC MOP

Mr. Klock moved and Ms. Lavoie seconded,

(5) Changes to the PLC MOP as presented in ATTACHMENT A be approved.

The committee reviewed changes as shown on screen and felt they were straight forward.

MOTION 5 PASSED (Unanimous Voice Vote, CNV)

NomCom MOP

Ms. Schopplein moved, and Mr. Klock seconded that,

(6) Changes to the NomCom MOP as presented in ATTACHMENT B be approved.

There was much discussion regarding proposed changes to the Nominating Committee MOP as shown on screen. The committee felt proposed edits may not be aligned with rules as stated in the Nominating Committee ROB. Below is a summary of the discussion:

From initial review, all references to her/his should change to 'their' for inclusivity.

Would someone speak to a candidate as suggested in the proposed changes?

NomCom members are typically encouraged not to pass on information.

This is being recommended in preparation for someone to speak about a candidate at the fall meeting only. If it is not personal knowledge, is it not acceptable?

Is it not confidential if they do this?

Nominees are aware they have been nominated.

As displayed, the section is not telling them what they are nominated for but allows someone who doesn't know them to be able to make introductions.

The biggest concern noted in the past has been campaigning, but it doesn't violate any rules. In the past there has been some pushback when advised that Nominating shouldn't speak to candidates. Changes proposed would allow them to do that.

Is the bio not enough for candidates who are being introduced but well known?

Bios, even though most are impressive, don't speak to the character of the individual. Speaking before the fall meeting allows that and the last paragraph is to be used to structure that conversation.

(Ms. Denton) The rationale for the size of NomCom is that there would likely be someone in the room that has interacted with the candidate and can do a deep dive into the nominee being discussed. Candidate materials are shared ahead of the fall meeting, and it is noted in the email that it is confidential even if nominated at a caucus. Proposed changes originate from recent discussions of fall NomCom meeting protocols.

Is this a NomCom Chair issue? Should the NomCom Chair do a better job of selecting the individuals that make candidate introductions?

ROB section 3.300.010 – nomination and election timetable was referenced.

Does this apply to the discussion?

Staff noted that the timetable only applies to BOD Elected council and committee positions.

ROB section 2.415.003.1, F., below, was noted as below:

2.415.003 Nominating Committee Operation (25-02-12-09/18-06-27-25)

2.415.003.1 General Requirements

F. Executive session protocols shall be considered enforced for any candidate consideration discussions between current nominating committee members during, or after, formal Nominating Committee meetings. Such discussions held at the discretion of the members shall be done in a confidential manner and not enjoin any other non-members in the discussion.

This would involve members outside of NomCom ROB protocols; executive session materials cannot be shared as recommended in their ROB. In conflict with 2.415 as this references executive session protocols that wouldn't be taken if acting according to the new proposed MOP change.

MOTION 6 FAILED (0:5:0, CNV)

The committee requested that feedback be shared with the Nominating Committee.

PubEd Council ROB

Proposed edits to the PubEd Council ROB were reviewed as displayed on screen.

Staff shared that the edits as proposed would also create a new BOD elected position for PubEd Council.

Mr. Klock moved and Ms. Lavoie seconded that,

(7) Proposed changes to the PubEd Council ROB as noted in ATTACHMENT C be approved.

MOTION 7 PASSED (Unanimous Voice Vote, CNV)

ROB 2.105 Standing Bodies

Ms. Schopplein referenced ROB Section 2.105 and the standing bodies chart as displayed on screen during the meeting. The word "authorized" was being used to relay the number of meetings that standing bodies are allowed to have per year, however, it is unclear what exactly is being authorized. Use of the word "budgeted" was discussed as an alternative.

ACTION ITEM - Ms. Schopplein and Mr. Klock will review ROB Section 2.105 in comparison with section 2.101.027.03, 2. H and provide alternative wording to relay the number of meetings that standing bodies are allowed to have per year.

AI - 1

CHANGE OF CHAIR

Mr. Phillips thanked the committee for all their work and encouraged the committee to be diligent as they work to make updates resulting from changes to the membership model.

The meeting was turned over to Mr. Morasch.

2025-26 MBOs & Assignments

Mr. Morasch reviewed assignments. He reviewed council liaisons and suggested that Ms. Schopplein serve as the SRC liaison to Tech Council, and Mr. Klock serve as the liaison to Members Council. Liaisons were reminded of their work and advised to keep in touch with the councils as SRC works to make updates to governing documents.

He highlighted the MBO related to changes to the membership model. As the BOD has approved the changes, this has given SRC the greenlight to begin reviewing any needed updates. He advised that action items would be assigned accordingly.

Mr. Klock shared that changes to the membership model wouldn't go into effect until July 2027.

Mr. Morasch shared that SRC wouldn't find out for a year if the proposed changes had been approved, as they still needed to be voted on by the full membership. We can start to prepare assuming this will be done but the actual changes won't happen until a year from now.

Mr. Abellon notified the committee that any Bylaws changes resulting from the membership model changes were expected to be considered at the fall BOD meeting.

Ms. Lavoie sought clarification regarding MBOs 4 and 5 as they seemed similar in nature.

Mr. Morasch encouraged those assigned to review and consider which MBOs they would like to be responsible for.

ASHRAE Governing Doc Changes (New Membership Model)

Mr. Morasch notified the committee that work had already begun regarding review of the Bylaws. He shared that earlier in the year, he and Mr. Phillips along with the Membership Model Ad Hoc worked to make a draft version of the changes.

Dates for the fall BOD meeting were noted as when Bylaws changes would need to be finalized by SRC.

There was a comment that the changes to the membership model greatly affected Life Members. Members who currently qualified as Life members were protected under existing terms. Under the revised membership model, Life Members would have a service requirement.

ACTION ITEM – The full committee will review bylaws changes by the next meeting and provide recommendations for full committee review.

AI - 2

FUTURE MEETINGS

Mr. Morasch notified the committee that considering SRC's upcoming work and associated timelines, a meeting would be scheduled in August.

The first part of the meeting would be for new member orientation and the latter half would be to discuss the Bylaws.

ADJOURNMENT

The meeting was adjourned at 5:17pm.

Respectfully Submitted,

Spencer Morasch

Spencer Morasch

Attachments:

- A. PLC MOP Changes
- B. NomCom MOP Changes
- C. PubEd Council ROB Edits

5. STAFF LIAISON ASSIGNMENTS AND RESPONSIBILITIES

- 5.1. Staff are assigned by ASHRAE Executive Vice President at their discretion unless specified in the ROB.
- 5.2. Maintain all official PLC reports, correspondence, and documentation of PLC actions taken by committee members individually and collectively.
- 5.3. Assist the Chair with preparation of the agendas and supporting documentation for PLC meetings and provide this information to PLC members prior to the meeting.
- 5.4. Prepare draft minutes and submit to the Chair for approval prior to distribution to the committee within 60 days after committee meetings.
- 5.5. Implement actions approved by PLC.
- 5.6. Assist the committee as necessary in the management of its activities.

6. RESPONSIBILITIES OF ALL PLC MEMBERS

- 6.1. Attend all committee meetings.
- 6.2. Interface with appropriate councils or committees as needed or as assigned.
- 6.3. Be familiar with planning-related documents and rules approved by the Board of Directors or the Membership.
- 6.4. Fully participate in all assigned activities and complete assignments by the designated time.

7. LIAISON RESPONSIBILITIES

- 7.1. As directed, convey information to committees the appointed person is liaison to, and report back on activities undertaken by those committees that are relevant to the PLC.

8. STANDING SUBCOMMITTEES

8.1. Implementation Subcommittee.

~~8.1.~~8.2. and Innovation Subcommittee.

~~8.2.~~8.3. Validation and Documentation Subcommittee.

~~8.3. Additional subcommittees as necessary to perform the work of the committee (i.e., the Strategic Plan Development Subcommittee).~~

9. SPECIAL REQUIREMENTS

The Nominating Committee approved changes to the Nominating Committee MOP, Section 8 as shown below.

Nominating is requesting approval of the changes below by SRC:

SECTION 8 Meetings

8.1 The Nominating Committee holds three mandatory business meetings each year - in the fall (October/November) and during the Society Winter and Annual Conferences. In addition, an orientation/training session is held during the Annual Conference meeting for the following year's Nominating Committee.

8.1.1 At the fall meeting, the list of proposed candidates for each office to be filled is developed, but no final selections are made.

8.1.2 At the Winter Conference meeting, proposed candidate(s) are selected as the nominee(s) for each office and position to be filled.

8.1.3 The Nominating Committee Chair shall appoint a Nominating Committee Member to speak in favor of each candidate. In developing the candidate introduction the appointed NC Member may, at her or his discretion, use any or all of the following methods:

- a. Personal knowledge of the candidate
- b. Knowledge of the candidate from other Nominating Committee Members
- c. Knowledge of the candidate from people who nominated the candidate
- d. Direct contact with the candidate.

In discussion with any people who are not Nominating Committee Members the appointed person shall direct the conversation toward how the position is seeking the candidate and how they would fulfill the role.

BACKGROUND: The committee has noted that the goal of the above change was so that the most complete information about the candidate being discussed could be provided during meetings. With this, the Nominating Committee feels they can develop the best slate of candidates for Membership consideration.

2.302 PUBLISHING AND EDUCATION COUNCIL

2.302.001 SCOPE AND PURPOSE

(19-06-26-13)

This council is responsible for the manufacturing, delivery, and fiscal impact of all ASHRAE publications and professional development products with consideration given to (1) recognized need, (2) potential for sales income, (3) budget constraints, and (4) joint funding agreements. Using established guidelines and procedures, this council shall work with the managing groups of publications at project inception, during execution, and upon completion to ensure a balance of the above considerations is achieved.

2.302.002 MEMBERSHIP

2.302.002.1 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 four (4) Directors, plus the following positions elected by the Board of Directors:
 - 1. One past voting member from each of the following committees reporting to this council. ~~:- Certification, Training and Education, Handbook, Publications.~~
 - 2. Current Chair from each of the following committees reporting to this council. ~~:- Certification, Training and Education, Handbook and Publications.~~
- D. Non-Voting Members: Vice Chairs of each committee reporting to this council.

2.302.003 OPERATIONS

(13/06-26-19)

- A. The council shall review and recommend changes, when appropriate, to any ASHRAE publications or professional development products.
- B. This council is responsible for reviewing, recommending changes and interpreting the following: Rights and Responsibilities and General Guidelines for Co-Sponsoring Organizations for ASHRAE Public Sessions.
- C. This council shall facilitate the communication and planning between all things related to ASHRAE publications and education.

2.302.004 STRATEGIC PLAN

This council shall develop procedures for recommending updates to the strategic plan on a continuous basis. The council as a minimum shall at the Annual Meeting submit a report to the BOD which includes the current status of each activity which supports the fulfillment of their assignments under the strategic plan. The council shall solicit and report recommendations for changes to the strategic plan as reported by the committees reporting to the council at the Annual Meeting.