



Shaping Tomorrow's
Built Environment Today

MINUTES

SOCIETY RULES COMMITTEE MEETING

**Tuesday, March 30, 2021
1:00PM – 3:00PM**

Note: These minutes are the official record of minutes voted on and approved by SRC at the May 20, 2021 meeting.

TABLE OF CONTENTS
Society Rules Committee Meeting
March 30, 2021

CALL TO ORDER	1
CODE OF ETHICS.....	1
ROLL CALL	1
REVIEW OF AGENDA.....	1
APPROVAL OF MINUTES	1
ACTION ITEMS REVIEW	1
SRC REFERENCE MANUAL UPDATE.....	1-2
MOPS FOR REVIEW/APPROVAL.....	2
Nominating Committee MOP.....	2
Finance Committee MOP	2
OFFICERS AND DIRECTORS MOP REVIEW (ROB 3.400).....	3
OLD BUSINESS	3
Finalized MOP Standardization Template.....	3
NEW BUSINESS	4
Meeting Rules of Order.....	4
ADJOURN.....	4

PRINCIPAL MOTIONS
Society Rules Committee Meeting
March 30, 2021

No. – Pg.	Motion
1-1	The Society Rules Committee minutes from the February 2, 2021 meeting as presented be approved.
2-3	The Nominating Committee MOP as presented be approved.
3-3	The finalized MOP standardization template and companion document as presented in ATTACHMENT A be approved as the new MOP guidance for ASHRAE Committee and Group MOPs.

ACTION ITEMS
 Society Rules Committee Meeting
March 30, 2021

No. – Pg.	Responsibility	Summary
1-1	Full Committee	Review and determine any areas of duplication in the Rules of the Board regarding where RVCs, Officers, and Directors reside for possible removal by the 2021 Winter Meeting (Carryover from June 24, 2020)
2-1	Mr. Phillips	Send updates to the SRC Reference Manual by the next SRC meeting (Carryover from March 30, 2021).
3-1	Mr. Macauley	Provide recommendations regarding which MOPs should be reviewed first in a proposed MOP review cycle (Carryover from March 30,2021).
4-1	Staff	Make the editorial changes for all ROB Volumes and highlight the remaining changes for consideration at a future SRC meeting (Carryover from March 30,2021). .
5-2	Mr. Cooper	Work with Mr. Phillips to provide additional recommendations for changes to the SRC Reference Manual while incorporating how Basecamp should be used.
6-2	Mr. Macauley	Provide feedback to Mr. Cooper from the Finance Committee regarding the new proposed MOP guidance.
7-3	Mr. Cooper	highlight rules in the Officers and Directors MOP for further SRC review and recommend which items may be best located in a BOD Reference Manual.

MINUTES
Society Rules Committee Meeting
March 30, 2021
1:00PM -3:00PM

MEMBERS PRESENT:

Ken Fulk
Dunstan Macauley
Doug Fick
Mike Bilderbeck
Bert Phillips
Ken Cooper

STAFF PRESENT:

Candace Devaughn, Manager of Board Services
Chandrias Jacobs, Coordinator of Board Services

CALL TO ORDER

Mr. Fulk called the meeting to order on Tuesday, March 30, 2021 at 1:00PM.

CODE OF ETHICS

Mr. Fulk read the ASHRAE Code of Ethics commitment.

ROLL CALL

Members and staff were in attendance as listed above. A quorum was present.

REVIEW OF AGENDA

The agenda was accepted as presented.

APPROVAL OF MINUTES

Mr. Cooper moved and Mr. Macauley seconded that

(1) The Society Rules Committee minutes from the February 2, 2021 meeting as presented be approved.

MOTION 1 APPROVED (4:0:0 CNV)

ACTION ITEMS REVIEW

Action items 2-7, 9, and 11 -13 were reported as complete. Action items 1, 3, and 8 were reported as ongoing.

SRC REFERENCE MANUAL UPDATE

Edits to the SRC Reference Manual as presented by Mr. Fick were reviewed.

It was noted that all edits as presented were minor.

There was discussion regarding the examples listed in the reference manual for the formatting of committee ROB's. The examples reviewed were for the Environmental Health Committee and the Finance Committee.

Inconsistencies in both examples were discussed. There was consensus that whenever SRC reviews a proposed ROB change, inconsistencies should be noted during the review so that formatting can be updated.

After review of the examples presented, it was agreed that the Finance Committee example is a more concise reference for how committee ROB's should be formatted.

Mr. Cooper inquired if all the information listed in the reference manual is currently needed and is there any information needed.

Mr. Fulk recommended that an example of what should be included in a reference manual be proposed. He noted that some other reference manuals have training materials included. No training materials are currently in the SRC reference Manual. Maybe this should be included?

Mr. Fick stated that training materials are updated on a consistent basis. As a result, should this be included in a more static document?

Mr. Cooper noted that some of the information that has been in reference manuals may be better off on Basecamp. Basecamp does not require Committee approval but can be referenced in the reference manual as a place to find these materials. That way, materials can be updated and have a record of how these items have been changed.

ACTION ITEM - Mr. Cooper will work with Mr. Phillips to provide additional recommendations for changes to the SRC Reference Manual while incorporating how Basecamp should be used.

AI – 5

MOPS FOR REVIEW/APPROVAL

Nominating Committee MOP

In review of the changes, Mr. Fick provided background as to why the word "Rules" was removed from the MOP's table of contents. Mr. Fick shared that this was done to account for multiple subcommittees of Nominating and not just the Rules Subcommittee.

Mr. Fick moved and Mr. Macauley seconded that

(2) The Nominating Committee MOP as presented be approved.

MOTION 2 APPROVED (4:0:0 CNV)

Finance Committee MOP

There was consensus that this item will be postponed until the next meeting as Mr. Macauley is currently working with the Finance Committee to reformat its MOP using the new proposed MOP guidance.

ACTION ITEM - Mr. Macauley will provide feedback to Mr. Cooper from the Finance Committee regarding the new proposed MOP guidance.

AI – 6

OFFICERS AND DIRECTORS MOP REVIEW (ROB 3.400)

The potential removal of the Officers and Directors MOP from the ROB was discussed.

Mr. Fulk shared his thoughts with the committee that ROB Volume 4 appears to be a bunch of record keeping items. A lot of items may not need to be in volume 4. Possibly make the Officers and Directors MOP into its own separate Volume instead of being in Volume 3? This may be a bigger effort as it is a lot to review to decide where it all should go.

Several items are embedded in ROB Volume 4 that are rules.

Mr. Fulk recommended that the entire volume be reviewed and rules highlighted. The highlighted rules can then be categorized based on who or what they apply to.

Mr. Cooper agreed with Mr. Fulk as he had initially reviewed the MOP in its entirety. There are a lot of questions. This is not going to be an easy change.

He noted that during his review, he noticed that the Officers and Directors MOP is too long. Some items appeared to be oddly placed. As the ROB is approved by the BOD and the MOP is approved by the committee it belongs to, where does it all really go?

Some of the Officers and Directors MOP references certain sections of the Bylaws with only an approval date. Moving the MOP to its own volume keeps everything in one place. Rules should not be removed.

A lot of the items in Volume 4 appear to be a compilation of things that appear elsewhere in the ROB so that a new BOD member doesn't have to search through each ROB Volume.

He noted that he is currently working on drafting an updated BOD MOP based on the new template recently approved by SRC. Recommendations from this discussion will be included.

Mr. Fick inquired if the BOD would be ok with changes to the Officers and Directors MOP.

Mr. Fulk shared that there was no objection from the BOD when this was proposed.

ACTION ITEM-Mr. Cooper will highlight rules in the Officers and Directors MOP for further SRC review and recommend which items may be best located in a BOD Reference Manual.

AI – 7

Mr. Fulk advised the committee that items recommended for placement in a BOD reference manual should be thoroughly reviewed as items in a reference manual do not have to be followed by the assigned group.

OLD BUSINESS**Finalized MOP Standardization Template**

Mr. Cooper presented the finalized MOP template to be distributed to ASHRAE Committees and Groups. He noted that the recommended template will be used in reviewing the Officers and Directors MOP.

Mr. Cooper moved and Mr. Bilderbeck seconded that

(3) The finalized MOP standardization template and companion document as presented in ATTACHMENT A be approved as the new MOP guidance for ASHRAE Committee and Group MOPs.

MOTION 3 APPROVED (5:0:0 CNV)

NEW BUSINESS**Meeting Rules of Order**

Mr. Macauley notified the committee that ExCom would like SRC to review a modified version of Parliamentary procedures. Meeting rules of order that are less complex than Robert's Rules are being requested. An update will be provided on this item soon as some of the options being considered require books for review.

He shared that this request was received as a result of feedback that current meeting rules of order guidance sometimes hinder committee work.

Mr. Fulk noted that in the past, the BOD had adopted a policy that indicated that ASHRAE generally follows Roberts Rules of Order which leaves room for the Chairs discretion for changes/adjustments as needed for the conduct of business. He also recalled a sort of cheat sheet for Roberts Rules of order under certain circumstances that used to be distributed to all ASHRAE Councils and Committees.

Mr. Macauley agreed with Mr. Fulk and noted that meeting guidance at the Chapter level is also often altered as necessary.

NEXT MEETING

The next SRC meeting will be scheduled in May.

ADJOURNMENT

The meeting was adjourned at 2:09PM.

Respectfully Submitted,

A handwritten signature in cursive script that reads "Kenneth M. Fulk".

Kenneth M. Fulk

Attachments: A. ASHRAE Standard MOP Template and Companion Document



Shaping Tomorrow's
Built Environment Today

MANUAL OF PROCEDURES

XXXX Committee

Commented [KC2]: There is never a need to specify anything that is contained in overarching ROB volumes. For example, election procedures, voting procedures unless they vary from Roberts rules of order.

In general, less is more. If it does not pertain to the "what" of the committee operation, it doesn't belong in the MOP.

There are some suggested entries in the sections. Each section should be specific to the committee.

Commented [KC3]: MOPs contain the minimum information required to delineate duties and responsibilities of the committee – the "WHAT" and not the "how". The committee reference manual is the repository for "HOW" to accomplish the duties and responsibilities outlined in the MOP.

Commented [KC4]: Where "Xs" appear, the name of the committee or ROB number is substituted.

Approved by :
Date:

Table of Contents

1. GENERAL RESPONSIBILITIES.....3

2. MEMBERSHIP3

3. CHAIR RESPONSIBILITIES.....3

4. VICE CHAIR RESPONSIBILITIES3

5. STAFF LIAISON ASSIGNMENTS3

6. LIAISON RESPONSIBILITIES.....3

7. STANDING SUBCOMMITTEES4

8. SPECIAL REQUIREMENTS.....4

Commented [KC5]: •The Table of Contents is 'updated' by 'right' clicking on the field and choosing 'update field'.
○This automatic Table of Contents requires the major section heads to be of type "Heading 1" and the underlying information be of indented paragraph type 1.1.1. The latter will not be included in the TOC as it is formatted

FORWARD (Not part of MOP)

This Manual of Procedures (MOP) details the operating procedures followed in carrying out the general responsibilities of the XXXX Committee as prescribed in the ROB. Refer to ROB x.xxx.xxx.x for the current operating procedures. The committee may have additional duties and responsibilities that are not included in this document.

Commented [KC6]: The forward is NOT a part of the MOP and does not need approval by a higher body. If the committee needs things like a list of acronyms, this is the place to put them as you don't want to have to ask for MOP approval when something changes. Do not put the scope, purpose, mission statement or whatever in here as that should be part of the 'general responsibilities' and a formal part of the MOP.

1. **GENERAL RESPONSIBILITIES**

- 1.1. Maintain a reference manual for the SRC, containing an operational plan for SRC and the regular review of the rules.
- 1.2.

Commented [KC7]: •This could be scope and purpose of the committee
 •It could also be a listing of general responsibilities or aims of the committee that **expand** on the enabling ROB
 •It is not a **restatement of the ROB**
 •It is not a 'random' statement of what a MOP is.
 •It **does not** need a disclaimer "only part of responsibilities" The forward makes it clear that the ROB is the overarching document. It is obvious that committees may do more than is currently in their MOP so it is not necessary to say it.

2. **MEMBERSHIP**

- 2.1. Membership on this committee is specified by ROB x.xxx.xxx.xx
- 2.2. Put any special conditions for membership that are not specified in the ROB here. (example: Nominating committee membership is governed by the Society Bylaws and not the ROB) (example: the development committee has a special rule for members representing other committees and their liaison role)
- 2.3.

Commented [KC8]: •Generally, the ROB delineates what constitutes the membership of the committee – qualifications and number.
 •Normally specific number of members or how they are chosen are bit included here. The ROB specifies this as necessary and it may change from time to time.
 •If there are special circumstances or conditions on members that are not specified in the ROB, this is where they would go.

3. **CHAIR RESPONSIBILITIES**

- 3.1. Preside over meetings governed by the current edition of *Roberts Rules of Order, Newly Revised*.
- 3.2. Assign a mentor for all incoming members in accordance with ROB 2.105.002.4
- 3.3. Appoint or reappoint ad hoc subcommittees with one-year term as needed
- 3.4. Appoint subcommittee chairs and members for standing subcommittees identified in section 8
- 3.5. Review and approve draft meeting minutes for final approval by committee
- 3.6. Call additional meetings as needed
- 3.7. Prepare Management by Objectives (MBO) for the committee

Commented [KC9]: •Only specify the major responsibilities that almost all committees have in common.
 •This section does not contain detailed information about 'how' to discharge the duties of the office. That should be in the reference manual.

Commented [KC10]: Members
 •Specific member responsibilities belong in a reference manual unless specifically delineated by the ROB authorizing the committee.
 •DO NOT put things like "Members are expected to attend" This goes without saying and just adds unnecessary information

4. **VICE CHAIR RESPONSIBILITIES**

- 4.1. In the absence of the Chair, preside over meetings
- 4.2. Perform other duties as assigned by the Chair
- 4.3. If the Chair is unable, assume all duties of the Chair until a successor is appointed
- 4.4.

5. **STAFF LIAISON ASSIGNMENTS**

- 5.1. In cooperation with the assigned committee member, prepare draft minutes
- 5.2. Staff are assigned by ASHRAE executive at their discretion unless specified in the ROB
- 5.3.

Commented [KC11]: a. Staff are assigned to a committee by ASHRAE and specific staff positions are not named unless specifically delineated by the committee ROB.
 b. Staff does not "report" to the committee, so they cannot be 'assigned' duties by the committee. They may have responsibilities agreed upon.
 c. Specific duties are kept in the reference manual as they can change from time to time.

6. **LIAISON RESPONSIBILITIES**

- 6.1. As directed, convey information to committees the appointed person is liaison to.

Commented [KC12]: •This is an overview of Liaisons FROM the committee to other committees and should not address what liaisons to the committee do – that is detailed in the other committee's MOP

6.2.

7. **STANDING** SUBCOMMITTEES

7.1. MOP Review

7.2.

8. **SPECIAL** REQUIREMENTS

Commented [KC13]: The duties of any 'standing subcommittees' are delineated here. What, not how. Only identify subcommittees that are expected to be formed every year. Each subcommittee has its own subsection with its duties underneath. There is no need to mention ad hoc subcommittees because their formation is at the discretion of the Chair and is covered in their responsibilities

Commented [KC14]: Some committees will have special requirements that are not covered by the enabling ROB. Most of the time, they would be embedded within the section to which they pertain and there would be no need for this section.

Notes and recommendations for the standard MOP Template

- Before starting to revise your MOP to this template, read all comments for tips and understanding.
- All comments should be deleted before submitting the revised draft for committee approval.
- MOPs contain the **minimum information** required to delineate duties and responsibilities of the committee – the “WHAT” and not the “how”.
- The committee reference manual is the repository for “HOW” to accomplish the duties and responsibilities outlined in the MOP.
- There is never a need to specify anything that is contained in overarching ROB volumes. For example, election procedures, voting procedures unless they vary from Roberts rules of order.
- In general, less is more. If it does not pertain to the “what” of the committee operation, it doesn’t belong in the MOP.
- The MOP Template contains some suggested entries in the sections. Each section should be specific to the committee.

The following sections are the fundamental parts of a MOP.

Table of Contents

- The Table of Contents is ‘updated’ by ‘right’ clicking on the field and choosing ‘update field’.
 - This automatic Table of Contents requires the major section heads to be of type “Heading 1” and the underlying information be of indented paragraph type 1.1.1. The latter will not be included in the TOC as it is formatted

Forward

- The forward is NOT a part of the MOP and does not need approval by a higher body.
- If the committee needs things like a list of acronyms, this is the place to put them as you don’t want to have to ask for MOP approval when something changes.
- Do not put the scope, purpose, mission statement or whatever in here as that should be part of the ‘general responsibilities’ and a formal part of the MOP

1) General Responsibilities (Introduction)

- a) This could be scope and purpose of the committee.
- b) It could also be a listing of general responsibilities or aims of the committee that **expand** on the enabling ROB.
- c) **It is not a restatement of the ROB.**
- d) **It is not a ‘random’ statement of what a MOP is.**
- e) It **does not** need a disclaimer “only part of responsibilities” The forward makes it clear that the ROB is the overarching document. It is obvious that committees may do more than is currently in their MOP so it is not necessary to say it.

2) Membership

- a) Generally, the ROB delineates what constitutes the membership of the committee – qualifications and number.
- b) Normally specific number of members or how they are chosen are not included here. The ROB specifies this as necessary and it may change from time to time.

- c) If there are special circumstances or conditions on members that are not specified in the ROB, this is where they would go.

Responsibilities

- Only specify the major responsibilities that almost all committees have in common.
- These sections do not contain detailed information about 'how' to discharge the duties of the office. That should be in the reference manual.

3) Chair Responsibilities

- a) The MOP template contains suggested items.

4) Vice Chair Responsibilities

- a) The MOP template contains suggested items

5) Staff Liaison Assignments

- a) Staff are assigned to a committee by ASHRAE and specific staff positions are not named unless specifically delineated by the committee ROB.
- b) Staff does not "report" to the committee, so they cannot be 'assigned' duties by the committee. They may have responsibilities agreed upon.
- c) Specific duties are kept in the reference manual as they can change from time to time.

6) Liaison Responsibilities

- a) This is an overview of Liaisons FROM the committee to other committees and should not address what liaisons to the committee do – that is detailed in the other committee's MOP

7) Standing Subcommittees

- a) The duties of any 'standing subcommittees' are delineated here. **What, not how.**
- b) Only identify subcommittees that are expected to be formed every year.
- c) Each subcommittee has its own subsection with its duties underneath.
- d) There is no need to mention ad hoc subcommittees because their formation is at the discretion of the Chair and is covered in their responsibilities

8) Special Requirements

- a) Some committees will have special requirements that are not covered by the enabling ROB. Most of the time, they would be embedded within the section to which they pertain and there would be no need for this section.