



Shaping Tomorrow's  
Built Environment Today

## **MINUTES**

### **SOCIETY RULES COMMITTEE MEETING**

**June 27, 2023  
2:00PM – 3:30PM ET  
TAMPA , FL**

*Note: These minutes are the official record of minutes voted on and approved by the Society Rules Committee at the November 9, 2023 meeting.*

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June 27, 2023

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**PRINCIPAL APPROVED MOTIONS**  
 Society Rules Committee Meeting  
 June 27, 2023

No. – Pg.	Motion
1-1	The minutes for the March 7, 2023 meeting of the Society Rules Committee be approved as presented.
2-3	The Nominating Committee MOP as presented be approved
3A-3	<p>Motion 3 be withdrawn from consideration.</p> <p><i>(3) The Technology Council MOP as presented be approved.</i></p>
4-4	<p>ROB Section 2.106.001.6 be revised as follows:</p> <p style="padding-left: 40px;">2.106.001.6 CIBSE (89-06-25-15/92-06-28-4A/96-02-18-07)</p> <p style="padding-left: 40px;">In order to sustain the ASHRAE/CIBSE relationship, a subcommittee of the Executive Committee shall be formed consisting of <u>current/former BOD members and staff</u>. <del>senior level volunteers and staff</del> <u>the President, and the Chief Staff Officer.</u></p>
5-5	The June 27, 2023 Society Rules Committee meeting be adjourned.

**ACTION ITEMS**  
Society Rules Committee Meeting  
**June 27, 2023**

<b>No. – Pg.</b>	<b>Responsibility</b>	<b>Summary</b>
1-3	Mr. Gagnon	Send assignments and MBOs for the 2023-24 Society Year to the committee.

**MINUTES**  
Society Rules Committee Meeting  
**June 27, 2023**

**MEMBERS PRESENT:**

Ken Cooper, Chair  
Ron Gagnon, Vice Chair  
Mike Bilderbeck  
Bert Phillips  
Adrienne Thomle  
Spencer Morasch  
Ashish Rakheja, Coordinating Officer

**GUESTS:**

Ioan Dobosi	Franco D'Atri
Heather Schopplein	Badri Patel
MJ Ayyampudur	Dan Russell
Buzz Wright	David Underwood
Bill Austin	
Jacob Karson	
Larry Smith	

**STAFF PRESENT:**

Candace DeVaughn, Sr. Manager, Board Services  
Chandrias Jolly, Manager, Board Services

**CALLED TO ORDER**

Mr. Cooper called the meeting to order at 2:33p.m. on Tuesday, June 27, 2023.

**ASHRAE CODE OF ETHICS COMMITMENT**

Mr. Cooper acknowledged the code of ethics commitment.

**ROLL CALL**

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

**REVIEW OF AGENDA**

The agenda was reviewed and accepted as presented.

**APPROVAL OF MINUTES**

Mr. Gagnon moved and Mr. Phillips seconded that

**(1) The minutes for the March 7, 2023 meeting of the Society Rules Committee be approved as presented.**

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

**ACTION ITEM REVIEW**

All action items were reported as complete.

**ASHRAE LEADERSHIP PRESENTATION**

Mr. Rakheja presented the ASHRAE Leadership Presentation. Below is a summary of the presentation:

*The committee was reminded of the commercialism, harassment and discrimination policy, and the code of ethics.*

*The employer thank you letter opportunity was noted.*

*New BOD members and new members of the DEI subcommittee were reviewed.*

*Committee and council nominations and their due dates were referenced.*

*Current and ongoing efforts of the Task Force for Building Decarbonization were addressed.*

*Provided a snapshot of the overall activities of the Society.*

*New member benefits and options were highlighted. Clarification was provided regarding the benefits to ensure that the committee was clear on new options for members.*

*World Refrigeration Day was noted as June 26, 2023.*

*Provided updates/locations of future conferences. It was noted that India may be seeking to host another conference as well. Details to be provided at a later date.*

#### **FOR INFORMATION ONLY**

##### **ROB Change Log**

Mr. Cooper provided a summary of the purpose of the log. He shared that the log is used to track editorial changes, that are under the purview of the committee, to the ROB made throughout the Society Year.

##### **BOD Approved Changes**

Mr. Cooper notified the committee that changes, as presented, were approved during the Spring BOD meeting. Changes were done in an effort to streamline the organizational reporting structure. Staff will make the first round of necessary updates.

Once staff has made the necessary changes, the committee will review the ROB for any additional areas that are impacted by the streamlining efforts of the BOD.

##### **MOP REVIEW REQUESTS**

Mr. Cooper reminded the committee that SRC reviews MOPs as listed in the SRC MOP and in the ROB. Our charge is to review and make recommendations. We suggest, not enforce revisions to committee and council MOPs.

Mr. Morasch shared that some committees and councils are changing their MOPs and Reference Manuals. For groups that have not had their MOPs reviewed, should we be pursuing them?

Mr. Cooper advised the group that MOP templates have been created for consistency in formatting across the Society. Council liaisons are asked to remind the councils of these templates so they can remind the committees that report to them.

##### **Nominating Committee**

Mr. Cooper notified the committee that he had a chance to review the edits to the Nominating MOP and, as a result, provided additional revisions to the section below as noted (in blue):

14.5.1 The Directors at Large (DALs) have the responsibility of representing the technological interest of the Society. They assist in the guidance and management of the councils as well as assisting and guiding the committees. ~~and should have chaired at least one of these. DALs shall have been Chair of a Standing Committee reporting directly to Publishing & Education or Technology Councils or shall have served at least one term as Chair of a Society Technical Committee or Standards Project Committee. or Standing Committee reporting directly to the Publishing & Education or Technology Councils.~~ The DAL needs a strong working knowledge of the structure and function of ASHRAE at the Society level. While service such as a chapter officer, Regional Vice Chair or Director and Regional Chair is a plus, a good technological background and service related to research, standards, publishing, technology transfer, etc. should be weighed much more heavily than region/chapter service in selecting DAL.

Ms. DeVaughn notified the committee that edits as presented provide greater clarity. The intent of the revisions was to ensure that DALs have the appropriate technical experience.

Mr. Bilderbeck moved and Ms. Thomle seconded that

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

**MOTION 2 PASSED** (5:0:0, CNV)

#### **Technology Council**

Mr. Smith, member of Tech Council, provided brief background regarding updates to the Tech Council MOP as presented.

He shared that as Tech Council was in the process of reviewing their ROB for changes regarding voting members, they also updated their MOP. The MOP has been restructured to give direction to the Chair. The Council's Reference Manual was updated to provide functional guidance.

Mr. Gagnon moved and Ms. Thomle seconded that

**(3) The Technology Council MOP, as presented, be approved.**

A summary of comments regarding the edits have been provided below:

*There are quite a few instances where ROB sections have been noted by number. Should we request that these be removed to eliminate duplication?*

*The committee agreed that specific ROB references should be removed.*

*What is the intent of section 2.2.1?*

*The intent of this section is to note that Tech Council serves at the direction of the BOD.*

*Isn't this applicable for the entire Society? If the BOD requests a task to be reviewed/completed by a committee, then they are asked to do it. Why does this have to be explicitly stated in this section?*

*We could remove this; however, some items were carryover from the current MOP. This was previously there.*

*Does the Publishing and Education Council currently have direction similar to what is listed in section 2.2.1 of this MOP?*

*Even if it does, it appears to be unnecessary.*

*Should section 2.2.2 be removed? It references the RAC MOP as an appendix to the Tech Council MOP. This seems out of place. Maybe this section should be somewhere else?*

*Maybe the Model Research agreement is what should be attached. Should this be removed altogether?*

*If we remove this reference, we may run the risk of someone believing they can change the Model Research Agreement. If we keep this, it should definitely be a stand-alone item.*

*The committee was notified that the Council did not wordsmith the MOP and only moved/relocated items.*

*It was suggested that the Council be notified of the committee's feedback and the MOP would be reviewed again for approval at a future meeting.*

Mr. Gagnon moved and Mr. Bilderbeck seconded that

**(3A) Motion 3 be withdrawn from consideration.**

**MOTION 3A PASSED** (5:0:0, CNV)

Staff was asked to provide feedback regarding the discussion to Tech Council for consideration.

**PROPOSED ROB AND OTHER EDITS FOR REVIEW**

**ROB Section 2.106.001.6**

Staff provided background that the President-Elect would like to appoint members to the subcommittee at their discretion. As a result, edits to the noted ROB section were presented.

Ms. Thomle moved and Mr. Gagnon seconded that

**(4) ROB Section 2.106.001.6 be revised as follows:**

2.106.001.6 CIBSE (89-06-25-15/92-06-28-4A/96-02-18-07)

In order to sustain the ASHRAE/CIBSE relationship, a subcommittee of the Executive Committee shall be formed consisting of senior level volunteers and staff. ~~the President, and the Chief Staff Officer.~~

Ms. Schopplein noted that there is no definition in our governing documents regarding a senior leader. In continued DEI efforts, this could be perceived as an older individual and not someone at the highest ranks of Society.



The way the section is currently written does not allow that.

The following represents additional edits made by the committee noted in [blue](#).

2.106.001.6 CIBSE (89-06-25-15/92-06-28-4A/96-02-18-07)

In order to sustain the ASHRAE/CIBSE relationship, a subcommittee of the Executive Committee shall be formed consisting of [current/former BOD members and staff](#). ~~senior level volunteers and staff~~ the President, and the Chief Staff Officer.

**MOTION 4 PASSED** (5:0:0, CNV)

#### **BOD DEI Subcommittee**

Mr. Cooper notified the committee that changes as presented from the BOD DEI Subcommittee were approved by the BOD during the Sunday BOD meeting. As a result, there is no further action for the committee.

#### **OLD BUSINESS**

Mr. Cooper provided an update regarding the following action item assigned to Mr. Phillips:

*Review ASHRAE governing documents higher than the ROB to determine if changes proposed to ROB Section 1.201.028 reside in other places.*

It was noted that there is no further action for the committee as Mr. Littleton has advised that the section should not be changed. The section contains specific attorney derived language.

#### **OUTGOING MEMBER RECOGNITION**

Mr. Cooper recognized and thanked the following members for their service throughout the Society Year:

- Mike Bilderbeck

Staff was also thanked for their contributions.

#### **CHANGE OF CHAIR**

The meeting was turned over to Mr. Gagnon. Mr. Cooper was thanked for his leadership throughout the Society Year.

**ACTION ITEM - Mr. Gagnon notified the committee that assignments and MBOs for the 2023-24 Society Year would be sent to the committee soon.**

AI-1

#### **FUTURE MEETINGS**

Mr. Gagnon noted that he will work with staff to schedule future meetings as needed.

#### **ADJOURN**

It was moved and seconded that

**(5) The June 27, 2023 Society Rules Committee meeting be adjourned.**

**MOTION 5 PASSED** (Unanimous Voice Vote, CNV)

Respectfully Submitted,

A handwritten signature in black ink, appearing to read 'Ken', with a stylized flourish underneath.

Ken Cooper, Chair