



Shaping Tomorrow's  
Built Environment Today

## MINUTES

### SOCIETY RULES COMMITTEE MEETING

**Wednesday, June 24, 2020  
1:00 pm – 4:00 pm**

*Note: These minutes are the official record of minutes voted on and approved by SRC at the August 31, 2020 meeting.*

**SOCIETY RULES COMMITTEE**

June 24, 2020

1:00 pm – 4:00 pm

<b>CALL TO ORDER .....</b>	<b>1</b>
<b>CODE OF ETHICS.....</b>	<b>1</b>
<b>ROLL CALL.....</b>	<b>1</b>
<b>REVIEW OF AGENDA.....</b>	<b>1</b>
<b>APPROVAL OF MINUTES .....</b>	<b>1</b>
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<b>2020 VIRTUAL ANNUAL CONFERENCE Ex-O PRESENTATION.....</b>	<b>2</b>
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**PRINCIPAL MOTIONS**  
Society Rules Committee Meeting  
June 24, 2020

No. – Pg.	Motion
1-1	That the minutes from the March 18, 2020 Society Rules Committee Meeting as presented be approved
2-1	That the minutes from the May 26, 2020 Society Rules Committee Meeting as presented by approved
3-2	That the Nominating Committee MOP as presented in ATTACHMENT A be approved
4-2	That the Planning Committee MOP as presented in ATTACHMENT B be approved
5-2	That the Society Rules Committee MOP as presented IN ATTACHMENT C be approved
6-3	<p>That Section 2.1 of the Society Rules Committee MOP be removed, and Section 2 General Responsibilities of the SRC be renumbered as follows</p> <p style="text-align: center;"><b><u>GENERAL RESPONSIBILITIES OF THE SRC</u></b></p> <p><del>2.1</del> Provide information to the Society on the proper conduct of meetings, the rules of order, and the process for changing those rules. The SRC shall prepare training materials as appropriate.</p> <p><del>2.1</del> <del>2.2</del> Review all changes to Society rules. Preferably this should be done and reported on before Board consideration. Report findings to the Board of Directors in a timely manner.</p> <p><del>2.2</del> <del>2.3</del> Review all actions of the Board for consistency with Society rules. (Clarify or return to the Board any actions that are ambiguous or inconsistent with the Rules of the Board).</p> <p><del>2.3</del> <del>2.4</del> Initiate, review and/or approve Society ROB and MOP changes as authorized by the Board, including maintenance of the MOPs from those committees listed in Section 8.</p> <p><del>2.4</del> <del>2.5</del> Advise all standing bodies when changes to their rule-related documents are needed. Provide oversight and review of the Rules of the Board for all councils and committees.</p> <p><del>2.5</del> <del>2.6</del> Implement editorial or minor changes as needed to the Rules of the Board and maintain a Log of those changes. The Log shall be reported to the Board of Directors as an information item.</p> <p><i>“ROB 2.424.003.6 When editorial or minor changes are needed to the Rules of the Board, this committee is empowered to make such changes provided they are reported to the Board of Directors at or before its next scheduled meeting. Minor changes generally include matters that do not directly change overall organizational structure, policies or fiscal matters. This committee may designate changes as minor only by unanimous consent.”</i></p> <p><del>2.6</del> <del>2.7</del> Maintain a reference manual for the SRC, containing an operational plan for SRC and the regular review of the rules.</p> <p><del>2.7</del> <del>2.8</del> Maintain Committee Responsibility (Job Description) documents.</p>

7-4	<p>That ROB Section 2.301.001 regarding Member Council Membership be revised as follows</p> <p><b>2.301 MEMBERS COUNCIL</b>  <b>2.301.001 MEMBERSHIP</b>  The members of this council are as follows:  A. Chair: President Elect  B. Vice Chair, Treasurer  C. Voting Members: Chair, Vice Chair; up to <del>five (5)</del> <b>six (6)</b> Directors, and the Region Members Council Representatives (RMCR) from each region.</p>
8-4	<p>That the following concerning grassroots regional vice chairs, excluding YEA regional vice chair, as presented by Members Council be revised as follows (REVISIONS IN BLUE)</p> <p><del>Regional Vice Chairs shall hold Member a membership be a grade or higher in the Society member as indicated in the grassroots qualifications section, shall have been in the grade of Member and shall be in good standing and hold a grade as indicated in the grassroots qualification section. for three years prior to the start of their terms and shall reside in the Region. Regional Vice Chairs shall reside in the Region they represent."</del></p>
9-6	<p>That Volume 1 Principles and Polices in the ROB be revised as follows:</p> <p style="text-align: center;"><b>VOLUME 1 PRINCIPLES AND POLICIES</b></p> <p style="text-align: center;"><b>Table of Contents</b></p> <p><b>1.100 GOVERNING DOCUMENTS AND PRINCIPLES</b>  1.100.001 Government  1.100.002 Definitions</p> <p><b>1.110 MISSION, CORE VALUES, VISION, and POSITIONING</b>  1.110.001 Mission Statement  1.110.002 Core Values  1.110.003 Vision Statement  1.110.004 Positioning Theme</p> <p><b>1.120 BYLAWS</b></p> <p><b>1.130 STRATEGIC PLAN</b></p> <p><b>1.140 CODE OF ETHICS</b>  1.140 001 Code of Ethics  1.140.002 Conflict of Interest Policy</p> <p><b><u>1.150 DIVERSITY AND INCLUSION</u></b>  <u>1.150.001 Diversity Statement</u></p>

10-6	<p>That ROB section <b>Business Club Membership 2.105.018</b> be removed as follows</p> <p><del>2.105.018 Business Club Membership (78-06-29-44)</del> The BOD authorizes the Executive Vice President to join a business club in Atlanta for use by the BOD and committees.</p>
11-6	<p>That ROB Section 2.105.017 <b>Smoking Policy</b> be revised as follows</p> <p>The Chief Staff Officer shall establish a policy with regard to smoking in the Atlanta Headquarters and the Washington Office. <u>No smoking shall be permitted in ASHRAE Offices</u></p>

**ACTION ITEMS**  
 Society Rules Committee Meeting  
 June 24, 2020

No. – Pg.	Responsibility	Summary
1-1	Mr. Fick	Send a revised version of the ROB Volume 2 edits to reflect that all references to the Annual and Winter Meeting should be listed as the Winter and Annual Meeting (Carryover from May 26, 2020)
2-1	Staff	Confirm with the Finance Committee if the \$250,000 program expense limit for each new program applies to all Councils as listed in ROB Section 2.300.006.1. (Carryover from May 26, 2020)
3-1	Staff	Forward ROB Section 2.407.003.6 to ExCom with a note that the annual Society Theme is formulated by the President-Elect and request feedback on the intended change. (Carryover from May 26, 2020)
4-2	Mr. Fulk	Follow-up with Committees that provided changes from the ROB Review Questionnaire and make other assignments as necessary.
5-3	Staff	Forward SRCs request that Roberts Rules of Order be added to the Communication Committees governing documents as the procedure used to conduct all ASHRAE Society meetings.
6-4	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.
7-4	Staff	Forward recommended ROB wording from SRC back to Members Council regarding qualifications for grassroots RVCs.
8-7	Staff	Schedule the next SRC meeting for late August.

## **MINUTES**

Society Rules Committee Meeting

June 24, 2020

1:00 pm- 4:00 pm

### **MEMBERS PRESENT:**

Larry Markel  
Ken Fulk  
Dunstan Macauley  
Doug Fick  
Bill Klock  
Trent Hunt  
Bill Dean

### **GUESTS PRESENT:**

Bert Phillips  
Ken Cooper  
Mike Bilderbeck  
Don Brandt  
David Underwood

### **STAFF PRESENT:**

Joyce Abrams, Director of Member Services  
Candace DeVaughn, Manager of Board Services  
Chandrias Jacobs, Coordinator of Board Services

### **CALL TO ORDER**

Mr. Markel called the meeting to order on Wednesday, June 24, 2020 at 1:00pm.

### **CODE OF ETHICS**

Mr. Markel read the ASHRAE Code of Ethics commitment. He encouraged all present to read and become familiar with the code.

### **ROLL CALL**

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

### **REVIEW OF AGENDA**

The agenda was reviewed and accepted as presented.

### **APPROVAL OF MINUTES**

It was moved and seconded

- (1) **That the minutes from the March 18, 2020 Society Rules Committee Meeting as presented by approved**

**MOTION 1 PASSED (5:0:0 CNV)**

It was moved and seconded

- (2) **That the minutes from the May 26, 2020 Society Rules Committee Meeting as presented by approved**

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

**ACTION ITEMS REVIEW**

Action items 1, 2,3,5-10, and 13-14 were reported as complete. Action items 4, 11, and 12 were reported as ongoing.

**ACTION ITEM – Mr. Fulk will follow-up with Committees that provided changes from the ROB review questionnaire (ATTACHMENT A) and make other assignments as necessary.**

**AI-4****2020 VIRTUAL ANNUAL CONFERENCE Ex-O PRESENTATION**

Mr. Dean presented the 2020 Annual Conference Ex-O presentation.

**ROB CHANGE LOG**

The log of editorial changes approved by unanimous consent for Society Year 2019-20 was reviewed.

**MOPS FOR REVIEW/ APPROVAL****Nominating Committee MOP**

Mr. Klock moved and Mr. Fick seconded

**(3) That the Nominating Committee MOP as presented in ATTACHMENT B be approved**

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

**Planning Committee MOP**

Mr. Klock moved and Mr. Fulk seconded

**(4) That the Planning Committee MOP as presented in ATTACHMENT C be approved**

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

**Society Rules Committee MOP**

Mr. Klock moved and Mr. Fulk seconded

**(5) That the Society Rules Committee MOP as presented IN ATTACHMENT D be approved**

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

After approval of the SRC MOP, there was discussion regarding Section 2 General Responsibilities of SRC in the SRC MOP concerning training materials for how meetings should be conducted.

It was noted that training materials are not typically provided by SRC and that the Rules of the Board refer to Robert's Rules of Order as the procedure used to conduct all ASHRAE Society meetings.

As Roberts Rules of Order is listed in the ROB, there was consensus that any references should be removed in the SRC MOP for possible addition to the Communications Committees governing documents .

**ACTION ITEM – Staff will forward SRCs request that Roberts Rules of Order be added to the Communication Committees governing documents as the procedure used to conduct all ASHRAE Society meetings.**

**AI-5**



It was moved and seconded

- (6) **That Section 2.1 of the Society Rules Committee MOP be removed, and Section 2 General Responsibilities of the SRC be renumbered as follows**

**GENERAL RESPONSIBILITIES OF THE SRC**

- ~~2.1~~ ~~Provide information to the Society on the proper conduct of meetings, the rules of order, and the process for changing those rules. The SRC shall prepare training materials as appropriate.~~
- ~~2.1~~ ~~2.2~~ Review all changes to Society rules. Preferably this should be done and reported on before Board consideration. Report findings to the Board of Directors in a timely manner.
- ~~2.2~~ ~~2.3~~ Review all actions of the Board for consistency with Society rules. (Clarify or return to the Board any actions that are ambiguous or inconsistent with the Rules of the Board).
- ~~2.3~~ ~~2.4~~ Initiate, review and/or approve Society ROB and MOP changes as authorized by the Board, including maintenance of the MOPs from those committees listed in Section 8.
- ~~2.4~~ ~~2.5~~ Advise all standing bodies when changes to their rule-related documents are needed. Provide oversight and review of the Rules of the Board for all councils and committees.
- ~~2.5~~ ~~2.6~~ Implement editorial or minor changes as needed to the Rules of the Board and maintain a Log of those changes. The Log shall be reported to the Board of Directors as an information item.
- “ROB 2.424.003.6 When editorial or minor changes are needed to the Rules of the Board, this committee is empowered to make such changes provided they are reported to the Board of Directors at or before its next scheduled meeting. Minor changes generally include matters that do not directly change overall organizational structure, policies or fiscal matters. This committee may designate changes as minor only by unanimous consent.”*
- ~~2.6~~ ~~2.7~~ Maintain a reference manual for the SRC, containing an operational plan for SRC and the regular review of the rules.
- ~~2.7~~ ~~2.8~~ Maintain Committee Responsibility (Job Description) documents.

**MOTION 6 PASSED (5:0:0 CNV)**

**REQUESTS FOR REVIEW/APPROVAL**

**Members Council - ROB Section 2.301.001 MEMBERSHIP**

It was moved and seconded

- (7) **That ROB Section 2.301.001 regarding Member Council Membership be revised as follows**

**2.301 MEMBERS COUNCIL**  
**2.301.001 MEMBERSHIP**

The members of this council are as follows:

A. Chair: President Elect

B. Vice Chair, Treasurer

C. Voting Members: Chair, Vice Chair; up to ~~five (5)~~ six (6) Directors, and the Region Members Council Representatives (RMCR) from each region.

#### MOTION 7 PASSED (5:0:0 CNV)

#### Members Council – Grassroots RVC Qualifications

The below request as presented by Members Council was reviewed:

“Regional Vice Chairs shall hold Member grade or higher in the Society, shall have been in the grade of Member and in good standing ~~for three years prior to the start of their terms.....~~”

It was noted that since the initial request was sent to SRC, certain verbiage was updated in the above and SRC should review the request as noted below:

“Regional Vice Chairs shall hold ~~Member a membership~~ grade ~~or higher~~ in the Society as indicated in the grassroots qualifications section, ~~shall have been in the grade of Member~~ and shall be in good standing ~~for three years prior to the start of their terms and shall reside in the Region. Regional Vice Chairs shall reside in the Region they represent.~~”

There was much discussion regarding the origin of the request and reference to membership grade as listed. The intent of the change was to allow Grassroots Committees to determine which membership grade is necessary for Committee make-up.

It was also noted that the portion of the statement regarding where RVCs should reside should be removed as this is listed in other places in the ROB.

After further review, it was determined that the statement as listed should remain and that any duplication regarding where Officers should reside should be removed.

**ACTION ITEM – The full Committee will 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.**

AI-6

It was moved and seconded

(8) That the following concerning grassroots regional vice chairs, excluding YEA regional vice chair, as presented by Members Council be revised as follows (REVISIONS IN BLUE)

~~Regional Vice Chairs shall hold Member a membership~~ be a grade ~~or higher~~ in the Society member ~~as indicated in the grassroots qualifications section, shall have been in the grade of Member~~ and ~~shall be~~ in good standing and hold a grade as indicated in the grassroots qualification section. ~~for three years prior to the start of their terms and shall reside in the Region. Regional Vice Chairs shall reside in the Region they represent.~~”

#### MOTION 8 PASSED (5:0:0 CNV)

**ACTION ITEM – Staff will forward recommended ROB wording from SRC back to Members Council regarding qualifications for grassroots RVCs.**

AI-7

Diversity Statement ROB Placement

ROB placement for the full ASHRAE Diversity statement was reviewed.

There was extensive discussion that placement of the diversity statement should not conflict with ROB section 1.140.003 Discrimination and Harassment Policy.

Mr. Macauley noted that ongoing work has been done by Members Council regarding Diversity within ASHRAE. Additional work is also taking place via a presidential task group focused on proactively driving diversity throughout ASHRAE and report from the group will be given at the 2021 Winter Meeting. He suggested that the Diversity statement be added as a separate section under the ASHRAE core values.

Mr. Hunt moved and Mr. Macauley seconded

- (9) **That the Diversity statement be added as new section 1.110.003.1 after the ASHRAE Vision statement in the Rules of the Board**

**1.110.003 Vision Statement** (93-07-01-11/96-06-26-14/06-03-20-04-11-9-18)  
A healthy and sustainable built environment for all.

**1.110.003.1 Diversity Statement**

ASHRAE is committed to providing a welcoming environment. Our culture is one of inclusiveness, acknowledging the inherent value and dignity of each individual. We proactively pursue and celebrate diverse and inclusive communities understanding that doing so fuels better, more creative and more thoughtful ideas, solutions and strategies for the Society and the communities our Society serves. We respect and welcome all people regardless of age, gender, ethnicity, physical appearance, thought styles, religion, nationality, socio-economic status, belief systems, sexual orientation or education.

It was noted that placement of the statement as presented may not leave room for the work of the presidential task group. The task groups work may result in the creation of an ASHRAE Diversity policy to be included in the ROB.

There were comments that possibly adding the Diversity statement on its own may take away from the diversity core value listed in the ROB.

**MOTION 9 WITHDRAWN**

There was also discussion if the diversity statement should just replace the already present diversity core value.

It was noted that the statement as presented is an extension of the diversity core value and is not meant to replace any of the core values listed in the ROB.

Other organizational polices were referenced. As a result, there was consensus that an entirely new separate section should be created in the Rules of the Board that do not affect the ASHRAE Core values.

The Committee agreed that the ASHRAE Core Values were reviewed by consultants and a part of the strategic plan, therefore, they should not be altered.

It was suggested that perhaps an entirely new section should be created as a place holder for the presidential task groups work and future ASHRAE efforts regarding diversity.

It was moved and seconded

- (9) That Volume 1 Principles and Polices in the ROB be revised as follows:

**VOLUME 1  
PRINCIPLES AND POLICIES**

**Table of Contents**

**1.100 GOVERNING DOCUMENTS AND PRINCIPLES**

- 1.100.001 Government
- 1.100.002 Definitions

**1.110 MISSION, CORE VALUES, VISION, and POSITIONING**

- 1.110.001 Mission Statement
- 1.110.002 Core Values
- 1.110.003 Vision Statement
- 1.110.004 Positioning Theme

**1.120 BYLAWS**

**1.130 STRATEGIC PLAN**

**1.140 CODE OF ETHICS**

- 1.140.001 Code of Ethics
- 1.140.002 Conflict of Interest Policy

**1.150 DIVERSITY AND INCLUSION**

- 1.150.001 Diversity Statement

**MOTION 9 PASSED** (5:0:0 CNV)

**ROB VOLUME 2 EDITS (Last Meeting)**

Potential ROB edits from the last SRC meeting that needed investigation were reviewed for possible removal.

It was moved and seconded

- (10) That ROB section Business Club Membership 2.105.018 be removed as follows

~~**2.105.018 Business Club Membership** (78-06-29-44)  
The BOD authorizes the Executive Vice President to join a business club in Atlanta for use by the BOD and committees.~~

**MOTION 10 PASSED** (5:0:0 CNV)

It was moved and seconded

- (11) That ROB Section 2.105.017 Smoking Policy be revised as follows

~~The Chief Staff Officer shall establish a policy with regard to smoking in the Atlanta Headquarters and the Washington Office.~~ No smoking shall be permitted in ASHRAE Offices

**MOTION 11 PASSED (5:0:0 CNV)**

**2019-20 MBOs**

MBOs for the 2019-20 Society Year were reported as complete.

**RECOGNITION OF OUTGOING MEMBERS/ CHANGE OF CHAIR**

Mr. Klock and Mr. Hunt were recognized as outgoing members and thanked for their service to the Committee. The meeting was turned over to Mr. Fulk.

**2020-21 MBO ASSIGNMENTS**

Mr. Fulk thanked Mr. Markel for his service and reviewed MBO and assignments for the 2020-2021 Society Year.

It was noted that training of new members would be done as requested.

**FUTURE MEETINGS**

Mr. Fulk reported that the next SRC Meeting will be in late August.

**ACTION ITEM – Staff will schedule the next SRC meeting for late August.**

**AI-8**

**ADJOURNMENT**

The meeting was adjourned at 3:23pm.

Respectfully Submitted,

*Larry Markel*

Larry Markel

- Attachments:
- A. ROB Review Questionnaire Results
  - B. Nominating Committee MOP
  - C. Planning Committee MOP
  - D. Society Rules Committee MOP

## Standing Committee ROB Review Questionnaire Results

*\*If blank, no response has been received\**

	QUESTION 1 Does the Committee's Scope and Purpose, as listed, align with the Committee's current operations?	QUESTION 2 Are the Committee's membership requirements, as listed, being met? (Composition, Qualifications and Terms of Service should be reviewed)	QUESTION 3 Is the Committee set up in a way that can adequately support the Strategic Plan? If not, what do you need?	QUESTION 4 If you could, what would you change in the ROB as it pertains to your Committee?	Additional Comments
<b>Audit Committee</b>	No issues	No issues	No issues	No issues	
<b>Building Energy Quotient Committee</b>					
<b>Certification Committee</b>					
<b>Chapter Technology Transfer Committee</b>					
<b>Communications Committee</b>					
<b>Conferences and Expositions Committee</b>					
<b>Development Committee</b>	The Development Committee's Scope and Purpose statement still is very relevant for the work of the Committee. It is a very good high-level summary of the intended and actual work of the Committee.	Yes, the current makeup of the Committee remains in line with all of these items as listed in the ROB.	Yes, the Committee is set up to support all fundraising for the Society. The organization's priorities, in general, are set by the Board. The Development Committee takes its lead from the Board. For instance, raising funds to support the new headquarters building is the number one fundraising priority right now, and research promotion remains a priority. Once the Building Campaign is over, then the Committee can set its sights on raising major gifts in support of the programs, services and activities that support ASHRAE's strategic plan. The Committee currently has a nonvoting member from the Planning Committee as a liaison between the two Committees. However, the Building Campaign has kept the Development Committee from having the capacity to focus on programmatic aspects of the Strategic Plan. Again, when the Campaign is done, it would be helpful to again have a member of the Planning Committee assigned as a nonvoting member.	The ROB's overview of the Development Committee is sufficient as it stands.	
<b>Environmental Health Committee</b>	We are shifting to align with the Purpose and Scope. Based on our meeting in Orlando we are modifying our organization and therefore will be checking the MOP and ROB.	Yes. We modified slightly over the last 2 years to get it into line.	I think once our re-org is final it will help the committee check its alignment. Nothing at this time.		
<b>Finance Committee</b>					
<b>Government Affairs Committee</b>	1. - It does, however I added some mark ups to update the ROB language to fall in line with updates we have been making GAC MOP and Resource manual. This includes changing some language to truly reflect the international make up of our Society "Grassroots" doesn't translate to all parts of the world and is not as encompassing of all different forms of government. Also, the GAC is evolving more to include provide more training for ASHRAE members to develop our outreach capabilities.	Yes, couple small revisions		The effectiveness of the GAC committee and their efforts are hampered at times by the ASHRAE processes and procedures. When it comes to establishing new positions on public policy that need to be properly vetted, the current procedures established are satisfactory. However, as the GAC committee expands and more ASHRAE members are getting involved in outreach and advocacy, we continue to receive information inquiries from all types of organizations outside of ASHRAE asking for information. Getting a quick turn around at times can be a challenge. The current process in the ROB involves Tech Council, which in turn involves their MOP. Their MOP involves their Document Review Subcommittee and apparently their Operations subcommittee, which ultimately winds up at Society ExCom for final decision and direction. If the ROB and the impacted committees & councils could somehow coordinate their MOP's to have a consistent process regarding handling these requests, this would improve the overall effectiveness of the GAC. The GAC currently reports to Members Council, but yet on a weekly basis, GAC staff and communicating with Society ExCom and the Executive Director regarding discussions that happen within GAC at the Federal, State and local levels. As you and I had discussed, it would make the operation of GAC more efficient and improve the effectiveness of our overall Advocacy efforts if the GAC were able to report directly to ExCom. I understand that may be more of a discussion point, but we wanted to let you know what we currently observe in our evaluations.	
<b>Handbook Committee</b>					
<b>Historical Committee</b>	yes	yes	yes	No changes at this time.	The ROB Section (Historical) was updated and reviewed within the last year
<b>Honors and Awards Committee</b>					
<b>Membership Promotion Committee</b>	Yes, the Membership Promotion Committee is divided into four active subcommittees (recruitment, retention, communications, and chapter chair training development) to ensure the scope and purpose of the committee as indicated in the rules of the board are being achieved.	Yes, the MP Committee meet the composition and terms of service indicated in the rules of the board. There is one member that currently doesn't meet the requirements; however, a waiver was provided for this committee member.	Yes, the committee operates with the four subcommittee to outline objectives and execute items that align with the Strategic Plan.	The only item suggested that has previously been mentioned in this society year is that the qualification of the RVC's be reduced, such that an associate member in good standing for at least 3 years could serve on this committee in lieu of a Member grade in good standing for 3 years or more. It is my understanding that this committee has in years past have had to request a waiver for regions with volunteers that meet all of the requirements but do not yet meet the 3+ years of experience beyond the Member grade.	
<b>Nominating Committee</b>					
<b>Planning Committee</b>	N/A	N/A	N/A	N/A	
<b>Publications Committee</b>					
<b>Refrigeration Committee</b>	yes they do	yes they are being met	Yes, it is. Our 2020 objectives highlight the support between the committee's objectives and the strategic plan]	Nothing at this point. Please see the edits in the attached document.]	
<b>Research Administration Committee</b>					
<b>Research Promotion Committee</b>					
<b>Residential Buildings Committee</b>	yes	yes	yes	As we are a newer committee the current ROB for RBC is fine.	
<b>Society Rules Committee</b>	N/A	N/A	N/A	N/A	
<b>Standards Committee</b>	Yes (However, the language "in the fields of heating, refrigerating, air conditioning, and ventilating engineering" in the ROB Scope and Purpose probably should be expanded to include ASHRAE's energy efficiency standards such as Standards 90.1, 90.2 and 100 for better alignment)	yes	yes		
<b>Student Activities Committee</b>	Yes, we have no proposed changes.	We do not propose any specific changes as part of this e-mail. However, a current motion (Region IX (Kansas City) Chapter Motion 7c) which is with Member's Council regarding changes to the ROB for membership requirements as RVC's was brought to the SA Committee. The SA Committee voted to support this change at the Winter Meeting in Orlando.	Yes, we believe it is set up to support the strategic plan.	We have no proposed changes. The items listed align with our current committee requirements.	
<b>Technical Activities Committee</b>					

### Standing Committee ROB Review Questionnaire Results

*\*If blank, no response has been received\**

	QUESTION 1 Does the Committee's Scope and Purpose, as listed, align with the Committee's current operations?	QUESTION 2 Are the Committee's membership requirements, as listed, being met? (Composition, Qualifications and Terms of Service should be reviewed)	QUESTION 3 Is the Committee set up in a way that can adequately support the Strategic Plan? If not, what do you need?	QUESTION 4 If you could, what would you change in the ROB as it pertains to your Committee?	Additional Comments
<b>Training and Education</b>	<p>As part of the reorganization of PEC, PDC was reorganized to be TEC. PDC will become TEC on July 1, 2020. Our ROB was just approved by the BOD last year. We have not operated under this ROB yet.</p> <p>My opinion is it is not possible to answer these questions on the Committee's New Scope and Purpose, Membership, and Committee Operation until we operate under the new ROB for at least a year.</p>	N/A	N/A	N/A	
<b>Young Engineers in ASHRAE Committee</b>					



# NOMINATING COMMITTEE

## MANUAL OF PROCEDURES

Approved by Nominating Committee April 28, 2020

Revisions approved by SRC June 24, 2020



## TABLE OF ABBREVIATIONS

BOD	Board of Directors
CRC	Chapters Regional Committee
DRC	Director and Regional Chair
DAL	Director-at-Large
EVP	Society Executive Vice President
MOP	Manual of Procedures
NCS	Nominating Committee Secretary
ROB	Rules of the Board of Directors
SBL	Society Bylaws

## DEFINITIONS

### **Suggested Candidate**

Any member of the Society suggested for Society office who is eligible to serve. A candidate may be suggested by a CRC or by any member of the Society.

### **Proposed Candidate**

Any eligible Society member who has been proposed by a member of the Nominating Committee at, or following, the fall meeting.

### **Nominee**

A member of the Society who has been nominated for office by the Nominating Committee.

### **Manual of Procedures**

A Manual of Procedures (MOP) describes mandatory operational rules and interpretations of policy that a standing body must operate under to achieve their assigned responsibilities. It is designed to complement the Society Bylaws (SBL) and Rules Of the Board (ROB) by providing methods and procedures under which to operate.

### **Reference Manual**

This document contain guidelines, procedures, sample documents and other tools that the committee uses in its day-to-day operation. The Reference Manual ensures consistency in the operation of the committee and serves as an educational tool for new members. The Reference Manual is an internal document of the committee and requires the approval of that committee only.

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## **SECTION 1 Introduction**

- 1.1 The Nominating Committee selects nominees for Society officer and director positions. The Nominating Committee does its work for nominee selection in executive session on behalf of the membership. Committee members have a great responsibility to set aside personal, employment and regional bias to identify the best nominees for each position based on the candidates' professional and leadership qualifications.

## **SECTION 2 General Responsibilities of the Nominating Committee**

- 2.1 The primary task of the members of the Nominating Committee is to select nominees for the elected officers and members of the Board of Directors, both Directors-at-Large and Directors and Regional Chairs.
- 2.2 The basic tenet of the Nominating Committee is that "the office shall seek the person, rather than the person seek the office." Because of this policy, the Committee's basic responsibility is to select those nominees who, it believes, can best serve the interest and objectives of the Society.

## **SECTION 3 Responsibilities of the Chair**

- 3.1 Preside over meetings of the NC.
- 3.2 It is the chair's prerogative to select the time and place of meetings, and to assure (with the NCS's assistance) the fullest possible attendance at meetings.
- 3.3 Determines the order of business. Suggested agendas are shown in Section C of the Reference Manual.
- 3.4 Prepare informational reports to the Board of Directors.
- 3.5 Assign committee members to NC standing and NC Ad Hoc committees annually and shall designate each subcommittee's Chair. The Chair of each subcommittee shall be a voting member of NC.
- 3.6 Designate Ad Hoc committees as needed to discharge NC duties.
- 3.7 All standing subcommittee members shall be members of the NC, but the Chair may appoint ad hoc subcommittee members who are not members of the NC when there is a need for members who have expertise and experience in certain areas.
- 3.8 Subcommittee members are appointed for the Society year.
- 3.9 No nonmember of NC shall be allowed to attend NC Executive Sessions where discussion of potential nominees occurs.
- 3.10 Call additional meetings of the NC as needed to respond to workload.

## **SECTION 4      Staff Assistance by the Nominating Committee Secretary**

- 4.1 The Executive Assistant to the Board of Directors shall serve as Nominating Committee Secretary (NCS).
- 4.2 The NCS is responsible for coordinating meetings of the Nominating Committee, communication with members, and serves as the primary contact for providing required documents to all members, candidates, and nominees, and other duties as assigned. Further details of duties and their timing are given in the Responsibility Timetable, Section A of the reference manual.

## **SECTION 5      Nominating Committee Subcommittee**

### 5.1 Nominating Committee Rules Subcommittee

5.1.1 Responsible for reviewing the Bylaws and ROB for any updating recommendations and to keep the committee Manual of Procedures (MOP) and Reference Manual up to date, while assuring alignment of the NC MOP with the Rules of the Board (ROB.)

5.1.2 The Subcommittee Chair may assign some or all of these responsibilities to individual members of the committee.

5.1.3 The Nominating Rules Subcommittee Chair shall report subcommittee activities to the NC.

### Nominating Committee Question Subcommittee

5.2.1 This subcommittee shall be comprised of a total of eight (8) members from the following categories:

One (1) Presidential Member

Three (3) Board Elected Members

Two (2) Members from regions with chapters not in the USA (Regions II, VIII, XI, XII, XIII, XIV, and RAL).

Two (2) Members from USA based regions.

5.2.2 Subcommittee shall have a minimum of five (5) members that have served on the Nominating Committee as a voting member for a minimum of one (1) year.

5.2.3 The subcommittee membership shall be recommended by the Nominating Committee Vice Chair and approved by the full NC during the annual business meeting prior to the new member orientation. The subcommittee chair shall be selected by the subcommittee membership.

5.2.4 Subcommittee is responsible for review of the questionnaire sent to Board of Director nominees and solicitation of, as well as, selection of interview questions to be asked of the nominees for select executive positions.

5.2.5 The questionnaire shall be recommended to the full NC during the fall NC

Executive Session meeting for approval.

5.2.6 Interview questions shall be solicited from the full NC and collected by the Questions Subcommittee Chair. The subcommittee shall select questions for consideration by the full NC and submit questions to the NC Chair and Vice Chair prior to use at the Winter Conference meeting.

5.2.7 The Nominating Committee Question Subcommittee Chair shall report subcommittee activities to the NC.

## **SECTION 6      Membership**

(Excerpt below is from the Society Bylaws Section 7.6)

- 6.1 This standing committee of the Society shall select candidates for elected officers and members of the Board of Directors. It shall consist of at least twenty-two members, each of whom shall hold the grade of Member or higher in the Society. Each shall have been at Member grade and have been in good standing in the Society for a period of at least five years at the time of selection.
- 6.2 Committee membership shall be comprised of the chair, the vice chair, one member and one alternate from each region of the Society selected by the Chapters Regional Committee of each respective region, and at least eight members and eight alternates selected by the Board of Directors.
- 6.3 The immediate Past President or the most recent Past President willing to serve shall be Vice Chair of the committee and then advance to Chair when replaced as Vice Chair.
- 6.4 The Nominating Committee shall serve during the Society year for which it is elected.
- 6.5 Members and alternates shall be selected as follows: Regional selectees by the Chapters Regional Committees at their regularly called meetings; Board of Directors selectees by the Board at a regular meeting.
  - 6.5.1 There shall not be more than three members and three alternates from any one region, exclusive of the Chair and Vice Chair.
  - 6.5.2 There shall be no more than three (3) Board of Director elected members (total of voting and non-voting members) that have a membership grade of Presidential Member, in addition to the Chair and Vice Chair.

6.5.3 No member of the Board of Directors shall be eligible to serve on the Nominating Committee.

## **SECTION 7 Notification of Membership**

- 7.1 The name of each member and alternate elected to the Nominating Committee by a region shall be reported to the NCS by the respective regional Nominating Committee Member. The NCS shall certify the eligibility of each regionally elected member. This action is required within one month of conclusion of each Chapters Regional Conference.
- 7.2 Members and alternates elected by the Board of Directors are made known to the NCS directly.
- 7.3 In accordance with the responsibility timetable (Appendix A) the NCS shall notify the elected committee members and alternates of their election and responsibilities prior to the beginning of the Society year in which they are to serve.

## **SECTION 8 Meetings**

- 8.1 The Nominating Committee holds three mandatory business meetings each year - in the fall (October/November) and on Sunday during the Society winter and Annual meetings. In addition an orientation/training session is held during the Society Annual 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 Meeting, proposed candidate(s) are selected as the nominee(s) for each office and position to be filled.
- 8.2 Members and alternates shall review the biographical information of all candidates for officers and directors prior to the fall and winter meetings of the committee.
  - 8.2.1 Meetings of the Nominating Committee include discussions of sensitive issues of a proprietary and personal nature held in executive session.
  - 8.2.2 No information discussed during the course of an ASHRAE meeting that has been conducted in executive session may be disclosed to or discussed with any other person in any way, verbal or written, outside of that meeting.
    - 8.2.2.1 All members of the Nominating Committee, past and present, are bound to executive session protocol as specified by Roberts Rules of Order.
    - 8.2.2.2 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.
    - 8.2.2.3 General Discussions regarding the requirements for candidate qualification shall not be considered as privileged or issues of sensitive, proprietary, or personal nature.

8.2.3 Accordingly: All members, alternates, and reserve alternates (in particular, regional reserve alternates who participate in regional caucuses) must submit signed confidential information agreement (Section B of the reference manual) prior to receiving any confidential information or participating in executive session discussions.

8.3 Failure to maintain confidentiality is a violation of the ASHRAE Code of Ethics and will be treated as such.

## **SECTION 9 Attendance at Meetings**

- 9.1 Prior to the fall and winter committee meeting and after the time and place of the meeting has been arranged, the NCS informs all Members and Alternates of the committee of the arrangements and requests that they indicate whether they will be present.
- 9.2 Attendance by BOD-elected or CRC-elected Members and Alternates or their properly selected replacements is required at fall and winter meetings of the committee
- 9.3 If a BOD-elected or CRC elected Member or Alternate cannot be present, the NCS requests the attendance of the replacement Member or Alternate in accordance with the Rules of the Board.
- 9.4 See the Rules of the Board for additional information regarding attendance and replacement of members, alternates and reserve alternates.
- 9.5 Incoming Members and Alternates who have not served on Nominating Committee within the previous three years are expected to attend either the orientation/training held at the annual meeting, or online. Incoming Reserve Alternates who have not served on Nominating Committee within the previous three years are expected to view the orientation/training online. However, failure to attend training does not result in automatic replacement of the Member or Alternate or Reserve Alternate.

## **SECTION 10 Identification of Suggested Candidates**

- 10.1 An overriding consideration in identifying candidates for any office in the Society is that the office seeks the person.
- 10.2 Members of the Committee are not restricted in the method of developing lists of persons for consideration as candidates. However, a mechanism has been provided under the regional operation of the chapters to assist in developing such lists. Each Chapters Regional Committee (CRC) is responsible for suggesting candidates for consideration by the Nominating Committee.

It is the responsibility of the member of the Committee who has been elected by a region to obtain the list of suggested candidates for Officers, DRC (when appropriate), and DALs from the CRC.

- 10.2.1 The CRC of each region shall submit three names for consideration by the Nominating Committee as candidates for Director and Regional Chair from the region and shall supply biographical data for each candidate. The Chapters Regional Committee shall indicate the region's order of preference for its selection of Director and Regional Chair. (ROB 3.300.001)
- 10.2.2 The regional member, alternate and reserve alternate shall attend all meetings of their

region's CRC caucus and executive session. The regional member shall chair the caucus and executive session. Following this session, the regional member reports the results to the NCS.

- 10.2.3 The number of candidates to be brought forward from any Chapters Regional Conference shall be limited to the number of spaces on the worksheet for each position to be filled (Section D of the Reference Manual).

(Note: Section E of the Reference Manual identifies responsibilities and duties of the Regional Nominating Committee Member for coordinating Caucus and Executive Session in the region.)

## **SECTION 11 Notification of Proposed Candidates**

- 11.1 Members or alternates of the Committee who are proposed as candidates shall be informed by the chair of the Nominating Committee that they have been recommended for office at the earliest possible date and prior to the fall meeting of the committee. A member who chooses to be considered for office will be removed from the roster and replaced by their alternate and will not be charged a year of eligibility for the Committee, A member who chooses to withdraw their name from consideration will remain on the Nominating Committee. (Sample letter is in Section F of the Reference Manual.)
- 11.2 A list of proposed candidates for each office to be filled is developed at the fall meeting of the committee from the list of suggested candidates. No final selections (nominations) are made at this meeting.
- 11.3 All proposed candidates who will be considered at the winter meeting of the Committee are to be consulted in advance of that meeting to determine their availability and willingness to serve if elected. They are to be advised of the responsibilities and demands upon their time resulting from possible election.
- 11.4 After the fall meeting, the proposed candidates for officers shall be contacted by the chair or vice chair. This notification in writing shall indicate the fact that succession is not automatic. (A sample letter is in Section F of the Reference Manual.)
- 11.5 After the fall meeting, the proposed candidates for Director-at large and Director and Regional Chair shall be contacted in writing by members of the committee as designated by the chair. (A sample letter is in Section F of the Reference Manual).
- 11.6 Any candidate identified after the fall meeting must be contacted by the person making the recommendation. The NCS shall remind (the person making the recommendation) of the duty to ascertain the member's willingness to serve if elected, and confirmation of that willingness must be sent by the proposed candidate, in writing, to the Nominating Committee chair prior to the winter meeting.

## **SECTION 12 Conflicts of Interest**

- 12.1 A conflict of Interest occurs when any member of the Committee has undue knowledge of a suggested or proposed candidate. Undue knowledge includes a superior in the workplace, a subordinate in the workplace, a family member, a co-worker in the same company, and other such occurrences.



- 12.2 When such conflict occurs, the Committee member must be recused from all discussions and voting for candidates being considered for this position. This member must remain out of the process until the person being considered is eliminated or the voting process has moved on to the next position being considered.

## **SECTION 13 Voting Procedures**

### 13.1 Fall Slate preparation

- 13.1.1 The fall voting procedure shall be executed to vet potential candidates to fill the slate of officers of the society. The process must include discussion of the credentials and a secret written or electronic ballot for consideration of each candidate.
- 13.1.2 This process will return a slate of candidates for the Nominating Committee to fully vet prior to the Winter Meeting. At the Winter Meeting there will be supplemental information provided by the candidate, and persons from the nominating committee.

### 13.2 Winter Voting Procedure

- 13.2.1 At the winter meeting of the Committee, proposed candidate(s) are selected as the nominee(s) for each office and position to be filled. The order in which the positions will be considered is:
- i) President-Elect (one)
  - ii) Treasurer (one)
  - iii) Vice Presidents (four)
  - iv) Director and Regional Chair (number depending on year)
  - v) Directors-at-Large (three with one alternate)
- 13.2.2 The list of proposed candidates for each office and position remains open until it is formally voted at the winter meeting of the Committee, then the nominations for that office or position shall be closed.
- 13.2.3 If only one person is proposed for an office, the chair instructs the NCS to cast a unanimous ballot for the proposed candidate. If more than one person is proposed for an office, selection is by secret ballot.
- 13.2.4 An individual shall be nominated for an office or position when the member has received a majority of votes cast.
- 13.2.5 The President-Elect and the Treasurer shall be voted upon separately. The Vice Presidents may be voted on together, with each voting member casting a ballot for the number of vacancies to be filled. The Directors-at-Large may be voted on together, with each voting member casting a ballot for the number of vacancies to be filled.
- 13.2.6 The Committee shall vote on the preferred candidate for DRC suggested by the region, and only after a vote to reject that candidate will other suggested candidates be considered by the Committee.
- 13.2.7 An alternate nominee is selected for the position of Director-at-Large and succeeds to

nominee if any of the slate is unable to accept nomination.

## **SECTION 14    Qualifications of Nominees**

### 14.1    General

14.1.1    In addition to requirements of the Society Bylaws (SBL), the Committee practice has been to consider the following qualifications:

14.1.1.1    Nominee shall have held Member grade in the Society for five (5) years prior to the date of election. (ROB 3.300.001)

14.1.1.2    Nominee should have given prior evidence of both interest in and operation of the Society at both chapter and Society levels, through service on committees of the Society.

14.1.1.3    The Committee is not limited to consideration of persons for whom biographical data have been provided prior to the meeting. However, adequate consideration of qualifications is very difficult unless full information is provided; if not before the meeting then at least at the meeting. The Committee should not be forced to rely on an oral recitation of a suggested candidate's qualifications.

14.1.1.4    Every effort should be expended to obtain current biographical data no more than one year old on each suggested candidate.

Refer to Section G of the Reference Manual for additional qualifications of candidates.

14.1.2    Nomination to be an officer or a director of the Society is a distinct honor for any member, and is in some sense a reward for past service. However, each nominee, upon election, makes a commitment to multiple years of high level service the Society; hence, the Committee should put foremost in its considerations how past performance qualifies the nominee for the proposed office rather. Consideration of nomination for the purpose of conferring recognition should be minimized. Of paramount importance are the ability and willingness of the proposed candidate to give sufficient time and effort to the post. Consideration should also be given to the proposed candidate's current and anticipated committee assignments. For instance, if a proposed candidate for Director-at-Large is slated to become chair or vice chair of a standing committee, the effect of interruption of that service should be taken into account in evaluating the proposed candidate.

14.1.3    Although the region of a proposed candidate's residence is not a qualification for office (ROB 3.3001.001 (A)), membership on the Board of Directors, including officers, from any one region shall be limited to the Regional Chair and three others at the time of nomination.

### 14.2    President Elect

14.2.1    Since the office of President-Elect does carry with it automatic succession to be the President of the Society, it is the highest elective office in the Society. Since the progress of the Society will, in large measure, be due to the effective and constructive

leadership of the President, the office of President-Elect should never be conferred simply as an honor or reward.

- 14.2.2 Except under the most unusual circumstances, the President-Elect should have had a tour of duty as Director and also as a Treasurer. A Treasurer should never be advanced to President-Elect automatically. The member should merit the selection on the basis of his ability to successfully guide the Society through the problems it will face in the ensuing two years.

### 14.3 Treasurer

The office of Treasurer requires special qualifications as follows:

- 14.3.1 This is the officer who chairs the Finance Committee and is responsible for the financial progress and health of the Society. Hence, previous experience on the Finance Committee is highly desirable, though not a prerequisite.
- 14.3.2 While there is no automatic succession, an incumbent Treasurer is likely to receive strong consideration for the position of President-Elect and subsequently serve as President. Hence, except under the most unusual circumstances, a Treasurer should have previously served as Director and as Vice President, and should be deemed capable of leading the Society.
- 14.3.3 There is no obligation to select an incumbent Vice President as nominee for Treasurer, although undoubtedly most such incumbents should have the necessary qualifications.

### 14.4 Vice President

The office of Vice President is the “entry level” of service as an officer of the Society. Since the expansion of the Executive Committee to include four Vice Presidents, with any Vice President eligible to be reelected to a second term of office, the Society has benefited in several ways:

- 14.4.1 The work load and time commitment of the Officers (members of ExCom) has been reduced, increasing the likelihood of highly qualified members being willing to serve the Society as Officers.
- 14.4.2 All councils of the Society can be chaired by a member of ExCom.
- 14.4.3 An increasing pool of experienced officers is created from which the Committee can select a Treasurer and a President-Elect.

Though the Society Bylaws do not limit the number of experienced Vice Presidents, it is highly undesirable to be put in a situation where more than two inexperienced Vice Presidents are elected in any given year. To reduce the chances of this happening, no more than two incumbent Vice Presidents should be nominated for a second term.

It is important for the Nominating Committee to advise nominees for a first term vice presidency – at the time of obtaining their permission – that there is a chance they might not be nominated for a second consecutive term for the office of Vice President. (ROB 1.2.1.1)

- 14.4.4 An opportunity has been provided for a qualified individual to serve the Society as an officer even if the person is unable (or unwilling) to continue beyond the office of Vice President.

Although selection of Vice President nominees need not be restricted only to those considered capable of and willing to serve the Society as President, the incumbent and previous Vice Presidents still represent an excellent pool of talent from which to draw a future nominee for Treasurer or President-Elect. Therefore, the Committee should be especially aware of which of the incumbent Vice Presidents being considered for nomination to a second term would be willing to be considered for offices beyond the office of Vice President. It would obviously be an undesirable situation to have all four incumbent Vice Presidents unable or unwilling to be considered for additional officer positions.

## 14.5 Directors

- 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. 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 (DRC) 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.
- 14.5.2 Nominees for DAL shall have been Members for at least five (5) years before the date of election (ROB 3.300.001 (B)). It is also desirable to maintain a balance between occupations, such as educators, researchers, manufacturers, consulting engineers, mechanical contractors, etc. Finally, in selecting DALs, particular attention should be paid to their qualifications as future officer material.
- 14.5.3 In considering an incumbent Director (either DAL or DRC) for nomination to a second consecutive term of three (3) years as a Director, the Committee should determine positive and compelling reasons for retaining a Director for six consecutive years in office.
- 14.5.4 A third term of three (3) years for a Director should seldom be granted, even when not specifically prohibited by the SBL.
- 14.5.5 The committee member for a region for which office of DRC is open for nomination shall advise the CRC in Executive Session that a strong order of preference be indicated by the region as to their selection for DRC, and the region Nominating Committee member shall advise the Nominating Committee of this preference (ROB 3.300.001 (C)).

## **SECTION 15 Confirmation of Nominees**

- 15.1 Immediately after the winter meeting of the Committee, the chair will advise the Board of Directors of the official slate. All nominees shall be advised of the official slate just prior to the Sunday Winter Board meeting. The chair of the Committee will assign those to make the

contacts before the conclusion of the winter meeting of the committee. Note: Details of the Nominating Committee deliberations will be discussed with neither the candidates nor the nominees.

- 15.2 The NCS will request written acceptance from each selected nominee.
- 15.3 In case of failure to confirm a DAL, the Alternate is notified and acceptance requested.
- 15.4 In case of failure to confirm as Officer or a Director for a region, or in case of subsequent unwillingness or inability of any nominee to serve, the chair may take one of the following courses of action:
  - 15.4.1 Call another meeting of the Committee to select another qualified nominee for the vacancy, or;
  - 15.4.2 Conduct a secret ballot comprising a run-off of not more than the two potential nominees for that office who received the next highest votes in the previous ballot, or;
  - 15.4.3 If time does not permit either (1) or (2) prior to the Annual Meeting, advise the Society Secretary to inform the incoming Board of Directors of a vacancy to be filled in accordance with SBL Section 4.2

## **SECTION 16 Transmittal of Files**

The outgoing chair transmits to the next chair of the Committee, on a confidential basis, such files as may be of value in the work of the succeeding Committee. Since the work of the Committee is confidential, all other material distributed to the members of the Committee and any personal notes related to confidential material and discussions should be destroyed at the conclusion of their term of office.



**PLANNING COMMITTEE  
MANUAL OF PROCEDURES**

**Approved by PLC on June 11, 2020**

**Approved by SRC on June 24, 2020**

MANUAL OF PROCEDURES (MOP)  
PLANNING COMMITTEE

1 INTRODUCTION

- 1.1 This Manual of Procedures (MOP) details the operating procedures followed in carrying out the general responsibilities of the Planning Committee (PLC) as prescribed in the Rules of the Board (ROB).
- 1.2 The MOP provides a description of some, but not all, of the duties and responsibilities of the PLC chair, members, and staff liaison.

2 RESPONSIBILITIES OF PLC

- 2.1 Provide information to the Board of Directors on strategic planning and related activities.
- 2.2 Review the structure and operations of the Society and prepare recommendations for changes as needed.
- 2.3 Advise all standing bodies, committees and councils, on how they can contribute to the strategic planning process.
- 2.4 Maintain a reference manual for the PLC, containing an operational plan for the committee, which shall contain information on the regular review of the strategic plan and supporting documents, as well as other materials necessary for the efficient conduct of PLC business.
- 2.6 Periodic review of the Rules of the Board pertinent to the operation of PLC with recommendations for changes forwarded to Society Rules Committee for review and approval.

3 RESPONSIBILITIES OF THE CHAIR

- 3.1 Preside over meetings of PLC.
- 3.2 Prepare reports for the Board of Directors and PLC as required.
- 3.3 Assign a mentor for each new committee member.
- 3.4 Designate ad-hoc committees and assign planning committee members tasks as needed to discharge PLC duties.
- 3.5 Call additional meetings of PLC as needed to respond to workload.
- 3.6 Develop MBO's for the PLC for the Society year.
- 3.7 Review the reference manual periodically.

#### 4 RESPONSIBILITIES OF THE STAFF LIAISON

- 4.1 Maintain all official PLC reports, correspondence, and documentation of PLC actions taken by committee members individually and collectively.
- 4.2 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.
- 4.3 Generate and submit meeting minutes to the Chair for approval prior to distribution to the committee within 60 days after committee meetings.
- 4.4 Implement actions approved by PLC.
- 4.5 Assist the committee as necessary in the management of its activities.

#### 5 RESPONSIBILITIES OF ALL PLC MEMBERS

- 5.1 Attend all committee meetings.
- 5.2 Interface with appropriate councils or committees as needed or as assigned.
- 5.3 Keep current on all planning-related documents and rules approved by the Board of Directors or the Membership.
- 5.4 Fully participate in all assigned activities and complete assignments by the designated time.





Shaping Tomorrow's  
Built Environment Today

**MANUAL OF PROCEDURES**  
**SOCIETY RULES COMMITTEE**

**Approved June 24, 2020**

MANUAL OF PROCEDURES (MOP)  
SOCIETY RULES COMMITTEE

1 INTRODUCTION

- 1.1 This Manual of Procedures (MOP) details the operating procedures followed in carrying out the general responsibilities of the Society Rules Committee (SRC) as prescribed in the ROB.
- 1.2 The MOP provides a description of some, but not all, of the duties and responsibilities of the SRC chair, members, and staff liaison.

2 GENERAL RESPONSIBILITIES OF THE SRC

- 2.1 Review all changes to Society rules. Preferably this should be done and reported on before Board consideration. Report findings to the Board of Directors in a timely manner.
- 2.2 Review all actions of the Board for consistency with Society rules. (Clarify or return to the Board any actions that are ambiguous or inconsistent with the Rules of the Board).
- 2.3 Initiate, review and/or approve Society ROB and MOP changes as authorized by the Board, including maintenance of the MOPs from those committees listed in Section 8.
- 2.4 Advise all standing bodies when changes to their rule-related documents are needed. Provide oversight and review of the Rules of the Board for all councils and committees.
- 2.5 Implement editorial or minor changes as needed to the Rules of the Board and maintain a Log of those changes. The Log shall be reported to the Board of Directors as an information item.

*“ROB 2.424.003.6 When editorial or minor changes are needed to the Rules of the Board, this committee is empowered to make such changes provided they are reported to the Board of Directors at or before its next scheduled meeting. Minor changes generally include matters that do not directly change overall organizational structure, policies or fiscal matters. This committee may designate changes as minor only by unanimous consent.”*

- 2.6 Maintain a reference manual for the SRC, containing an operational plan for SRC and the regular review of the rules.
- 2.7 Maintain Committee Responsibility (Job Description) documents.

3 MEMBERSHIP

- 3.1 The membership shall be in accordance with the respective ROB.
- 3.2 Three (3) of the six (6) voting members, on the committee should be designated as a liaison, one (1) for each of the three (3) society councils.

4 RESPONSIBILITIES OF THE CHAIR

- 4.1 Preside over meetings of the SRC.
- 4.2 Prepare reports for the Board of Directors and SRC as required.
- 4.3 Assign a mentor for each new committee member.
- 4.6 Assign members to tasks or a specific Volume of the ROB based on their strengths whenever possible. Each member should become very familiar with the existing documents and rules to which they are assigned. Assignments are generally made for each Volume of the ROB, MOP, Training materials, and Reference Manual.
- 4.4 Designate tasks groups as needed to discharge SRC duties.
- 4.5 Call additional meetings of the SRC as needed to respond to workload.
- 4.6 Prepare annual Management by Objectives (MBOs)for the SRC.

## 5 RESPONSIBILITIES OF THE STAFF LIAISON

- 5.1 Maintain all official SRC reports, correspondence, and documentation of SRC actions taken by committee members individually and collectively.
- 5.2 Assist the Chair with preparation of the agendas and supporting documentation for SRC meetings, and provide this information to the SRC members prior to the meeting.
- 5.3 Generate and submit meeting minutes to the Chair for approval prior to distribution to the Committee within 30 days after committee meetings.
- 5.4 Implement actions approved by the SRC including but not limited to, ROB revisions and Log entries.
- 5.5 Assist the committee as necessary in the management of rule-related documents including any websites.
- 5.6 Submit to SRC prior to each SRC meeting (in-person or conference call) a summary of ROB changes made since the last SRC meeting (in-person or conference).

## 6 RESPONSIBILITIES OF ALL SRC MEMBERS

- 6.1 Attend all committee meetings.
- 6.2 Act as a liaison to councils or committees, as assigned. Each council shall have a SRC member liaison assigned each year. Liaisons shall interface with appropriate subcommittees as needed.

- 6.3 Keep current on all standing 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 RESPONSIBILITIES OF COUNCIL LIAISONS**

- 7.1 Represent the interests of the Council
- 7.2 Assist council with SRC Guidelines for ROB and MOP revisions
- 7.3 Expedite business between the Council and SRC

**8 MOPS UNDER THE PURVIEW OF SRC**

<b>MOPs approved by SRC</b>		<b>MOPS maintained by SRC</b>
<ul style="list-style-type: none"><li>• Executive</li><li>• Finance</li><li>• Nominating</li><li>• Planning</li><li>• President-Elect Advisory</li><li>• Members Council</li><li>• Pub &amp; Ed Council</li><li>• Tech Council</li><li>• Society Rules</li></ul>	<ul style="list-style-type: none"><li>• Building Energy Quotient</li><li>• Life Members Club</li><li>• College of Fellows</li><li>• Audit</li><li>• Development</li><li>• Joint Exposition Policy</li><li>• Scholarship</li><li>• Foundation</li></ul>	<ul style="list-style-type: none"><li>• Society Rules</li><li>• Manual of Procedures for Officers and Directors</li></ul>

**9. Mentoring Program**

The Chair shall assign experienced committee members to serve as mentors to incoming members for their first year of service and take other actions needed to train and assist new members to be effective in their position.