



Shaping Tomorrow's  
Built Environment Today

**MINUTES**

**SOCIETY RULES COMMITTEE MEETING**

**Monday, December 7, 2020  
1:30PM – 3:30PM**

*Note: These minutes are the official record of minutes voted on and approved by the Society Rules Committee at the February 2, 2021 meeting.*

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December 7, 2020

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**PRINCIPAL MOTIONS**  
Society Rules Committee Meeting  
December 7, 2020

No. – Pg.	Motion
1-1	That the Society Rules Committee minutes from the August 31, 2020 meeting as presented be approved
2-3	<p>That ASHRAE Bylaw section 5.1 Officers be revised to show that terms for the Vice-President position change form one year to two years as noted below:</p> <p style="text-align: center;"><b>Section 5.1 Officers.</b> The officers of the Society shall be the President, President-Elect, Treasurer, Vice Presidents, and Executive Vice President acting as Secretary. The President-Elect and Treasurer, <del>and elected Vice Presidents</del> shall each be elected annually at the annual meeting of the Society, <del>and their terms of office shall continue until their successors have been elected and installed.</del> <u>Vice Presidents shall be elected at the annual meeting to serve two (2) year terms with terms staggered so that only two (2) Vice Presidents are elected each year. All terms of office shall continue until successors have been elected and installed.</u> Elected officers shall receive no salary, emolument, or compensation for services rendered to the Society as officers. The Treasurer and the Vice Presidents shall be eligible for re-election to the same office for one additional consecutive year. The President shall not be eligible to serve in the same office, and the President-Elect shall not be eligible for re-election to the same office, for an additional consecutive year.</p>
3-3	<p>That ROB Section 1.201.010.1 F, 4, A, Section 1.201.021.7, C, Section 1.201.017.3 , and Section 3.800, VI, F be revised to show the new address for the ASHRAE HQ.</p> <p style="text-align: center;"><b>1.201.010.1 F. Content</b></p> <p>4. Technical Committees may post working drafts of technical material including but not limited to Handbook chapters, standards and guidelines, and work statements under the following conditions:</p> <p>a. The following disclaimer must appear on the first page of the draft: “Copyright ASHRAE (year). This is a draft produced for consideration for publication by (name of committee). The proposed content in this draft is subject to change before final approval by ASHRAE. The draft or portions thereof may not be quoted or reproduced without permission of the ASHRAE Publisher, <del>1791 Tullie Circle NE, Atlanta, GA 30329-2305</del> <u>180 Technology Pkwy NW, Peachtree Corners, GA 30092</u> ; (404) 636-8400); fax (404) 321-5478.”</p> <p style="text-align: center;"><b>1.201.021.7 Security Technology</b></p> <p>A. ASHRAE uses security technology when you send credit card and login information to us. In addition, secure servers are used to encrypt the personal information you provide in many of the forms on the ASHRAE site.</p> <p>B. We encrypt credit card information that you enter when it is transmitted in secure mode. If you are behind a firewall, some features of your browser and the processing of the credit card may be blocked.</p> <p>C. If you still feel uncomfortable submitting your credit card over the Internet or if you are unable to do so due to firewall limitations, you can fax or mail your form to us at Fax (404) 321-5478 or Mail ASHRAE, <del>1791 Tullie Circle NE, Atlanta, GA 30329</del> <u>180 Technology Pkwy NW, Peachtree Corners, GA 30092</u> USA.</p> <p style="text-align: center;"><b>1.201.017.3 Translation of ASHRAE Publications by Outside Organizations (89-06-30-34)</b></p> <p>A. A permission request must be received which includes the reasons for translation.</p>

B. The request must be reviewed by staff and approved by the Publishing and Education Council and the BOD based on a negotiated fee for translation rights plus a negotiated royalty on sales.

C. A disclaimer statement, worded as follows, shall be made part of the contract and the translated publication. It shall be translated from the following wording: "Translated from (name of publication) by permission of ASHRAE. ASHRAE assumes no responsibility for the accuracy of the translation. To obtain a copy of the original document, contact ASHRAE, ~~1791 Tullie Circle, N.E., Atlanta, GA 30329~~ 180 Technology Pkwy NW, Peachtree Corners, GA 30092."

## VI. APPLICATION PROCEDURE

If the national Society in your country meets the basic requirements for association as outlined herein and desires to apply for association with ASHRAE, the "Applications Procedure" is to be as follows:

A. A formal letter/request signed by an authorized officer of your national Society shall be directed to the Executive Vice President of ASHRAE, stating that your national Society, by approval of its Governing Board, has voted to apply for status as an ASHRAE Associate Society. This letter must state that your national society is fully aware of the basic requirements for association with ASHRAE and that it agrees to the basic "Rights and Privileges."

B. Attach to this letter/request a brief description of the nature of your national society, its aims and scope of activity, the date of its formation and present number of active members.

C. Attach a statement of the "Requirements for Membership" by your national Society.

D. State whether your national Society publishes a journal and give the name of the publication and its frequency of issue, whether monthly, semi-annually, or otherwise.

E. Give the names and addresses of the officers of your national Society such as President, Vice President, Treasurer and Secretary.

F. Mail this document to:

Director of Member Services  
ASHRAE

~~1791 Tullie Cir NE~~ 180 Technology Pkwy NW,  
~~Atlanta, GA 30329~~ Peachtree Corners, GA 30092

Fax: 404-321-5478

Email: [jabrams@ashrae.org](mailto:jabrams@ashrae.org)

The letter/request will be reviewed by the Executive Committee for compliance with requirements. The national Society applying for association will then be officially notified of the action taken by the Executive Committee of ASHRAE. Should the number of Associate Societies in any country increase, ASHRAE reserves the right to review its relations with the Associate Society in that country to ensure maximum cooperation and to avoid duplication of effort. (12-01-25-29)

**ACTION ITEMS**  
 Society Rules Committee Meeting  
 December 7, 2020

No. - Pg.	Responsibility	Summary
1-1	Mr. Fulk	Follow-up with Committees that provided changes from the ROB Review Questionnaire and make other assignments as necessary (Carryover from June 24, 2020)
2-1	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 4, 2020)
3-1	Mr. Bilderbeck/ Mr. Cooper	Determine specifics that should be included in a MOP template to be used by ASHRAE Groups/ Committees.
4-3	Staff	Review the ROB as it relates to VP vacancies to ensure it is in alignment with the new proposed change to the bylaws.

## **MINUTES**

Society Rules Committee Meeting  
December 7, 2020  
1:30PM – 3:30PM

### **MEMBERS PRESENT:**

Ken Fulk  
Dunstan Macauley  
Doug Fick  
Bert Phillips  
Ken Cooper  
Don Brandt

### **STAFF PRESENT:**

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

### **CALL TO ORDER**

Mr. Fulk called the meeting to order on Monday, December 7, 2020 at 1:33PM. Members and staff were in attendance as listed above. A quorum was present.

### **CODE OF ETHICS**

Mr. Fulk read the ASHRAE Code of Ethics commitment.

### **REVIEW OF AGENDA**

The agenda was reviewed and accepted as presented.

### **APPROVAL OF MINUTES**

It was moved and seconded that,

**(1) The Society Rules Committee minutes from the August 31, 2020 meeting as presented be approved.**

**MOTION 1 PASSED (4:0:0 CNV)**

### **ACTION ITEMS REVIEW**

Action items 3, 4, and 6 were reported as complete. Action items 1, 2 and 5 were reported as ongoing.

### **EDITS FOR REVIEW/APPROVAL**

#### **NC VP Motion - Bylaw Implications**

Changes to Section 5.1 Officers of the ASHRAE Bylaws was reviewed as a result of the recently approved motion to change Vice President terms from a one-year term to two-year terms.

Mr. Fulk explained to the Committee the origin of the change. Change was originally presented and voted on by the Nominating Committee several years ago. When current Committee members inquired about the status of the change during the fall Nominating Committee meeting, discussions continued related to Society Vice President terms becoming two-year terms.

This year's Nominating Committee was split on the proposed change; however, it was approved that the vice president position should change from a one-year term to two-year terms.

There was consensus that the need for staggered VP terms should be referenced in the change to the Bylaws.

Mr. Macauley noted that the revised version of the Bylaws that incorporates the proposed change to VP terms, appears to be a bit confusing. Now that VP terms will be every two years, should they be elected bi-annually? Proposed that bi-annually should be added as noted below in blue to clear confusion in addition to the already proposed changes in red:

**Section 5.1 Officers.** The officers of the Society shall be the President, President-Elect, Treasurer, Vice Presidents, and Executive Vice President acting as Secretary. The President-Elect ~~and Treasurer, and elected Vice Presidents~~ shall each be elected annually at the annual meeting of the Society, ~~and their terms of office shall continue until their successors have been elected and installed.~~ Vice Presidents shall be elected bi - annually at the annual meeting to serve two (2) year terms with terms staggered so that only two (2) Vice Presidents are elected each year. All terms of office shall continue until successors have been elected and installed .Elected officers shall receive no salary, emolument, or compensation for services rendered to the Society as officers. The Treasurer and the Vice Presidents shall be eligible for re-election to the same office for one additional consecutive year. The President shall not be eligible to serve in the same office, and the President-Elect shall not be eligible for re-election to the same office, for an additional consecutive year.

It was noted that though VP terms would change from one year to two years, VPs would still be elected annually. As this would be done at the annual meeting, there is no need to have verbiage that says they will be elected bi-annually.

Mr. Bilderbeck commented that the reason VP terms were initially one year at a time was to allow replacements of VPs that were underperforming. There was consensus that VPs could still be replaced even with the revised wording.

There was discussion regarding if there are provisions in the ROB that address vacated positions. Concern was addressed that revising the Bylaws to list two as the number of VPs to be elected at the annual meeting, may limit the election process.

Mr. Fulk noted that technically this is already being done and that the revisions to the Bylaws as proposed only spell out what is already taking place from year to year.

It was moved and seconded that

**(2) ASHRAE Bylaw Section 5.1 Officers be revised to show that terms for the Vice-President position change from one year to two years as noted below:**

**Section 5.1 Officers.** The officers of the Society shall be the President, President-Elect, Treasurer, Vice Presidents, and Executive Vice President acting as Secretary. The President-Elect ~~and Treasurer, and elected Vice Presidents~~ shall each be elected annually at the annual meeting of the Society, ~~and their terms of office shall continue until their successors have been elected and installed.~~ Vice Presidents shall be elected at the annual meeting to serve two (2) year terms with terms staggered so that only two (2) Vice Presidents are elected each year. All terms of office shall continue until successors have been elected and installed .Elected officers shall receive no salary, emolument, or compensation for services rendered to the Society as officers. The Treasurer and the Vice Presidents shall be eligible for re-election to the same office for one additional consecutive year. The President shall not be eligible to serve in the same office, and the President-Elect shall not be eligible for re-election to the same office, for an additional consecutive year.

**MOTION 2 PASSED** (4:0:0 CNV)

**ACTION ITEM - Staff will review the ROB as it relates to VP vacancies to ensure it is in alignment with the new proposed change to the bylaws.**

AI 1

### **HQ Change in Address - ROB Implications**

Mr. Cooper moved and Mr. Fick seconded that

**(3) ROB Section 1.201.010.1 F, Section 1.201.021.7 C, Section 1.201.017.3, and Section 3.800, VI be revised to show the new address for the ASHRAE HQ.**

#### **1.201.010.1 F. Content**

4. Technical Committees may post working drafts of technical material including but not limited to Handbook chapters, standards and guidelines, and work statements under the following conditions:

a. The following disclaimer must appear on the first page of the draft: "Copyright ASHRAE (year). This is a draft produced for consideration for publication by (name of committee). The proposed content in this draft is subject to change before final approval by ASHRAE. The draft or portions thereof may not be quoted or reproduced without permission of the ASHRAE Publisher, [1791 Tullie Circle NE, Atlanta, GA 30329-2305](#) ~~180 Technology Pkwy NW, Peachtree Corners, GA 30092~~; (404) 636-8400); fax (404) 321-5478."

#### **1.201.021.7 Security Technology**

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B. We encrypt credit card information that you enter when it is transmitted in secure mode. If you are behind a firewall, some features of your browser and the processing of the credit card may be blocked.

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**3.800 3.800 ASHRAE ASSOCIATES**  
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**MOTION 3 PASSED (4:0:0 CNV)**

**2020-2021 MBO STATUS UPDATES**

The status of MBOs were reviewed to determine what has been completed by the Committee in their assigned work.

Mr. Fulk reported that MBOs 1-2 are complete.

Mr. Brandt reported that in reference to MBO 3, the 1<sup>st</sup> four months of the Society Year have been spent with Pub and Ed operating under a new Council structure. As a result, there may be small ROB changes that may come forward during the Winter Meeting. He inquired if every ASHRAE entity needs a reference manual.

Mr. Fulk advised that there should be a Reference Manual if there are things that an ASHRAE group or Committee does not want in their MOP. A lot of Reference Manuals end up serving as training manuals for the Committee.

Mr. Cooper noted that a MOP tells what the Committee should do. A Reference Manual tells how the committee should do it. Reference Manuals should be used to keep record of a Committees history. Basecamp could serve as some sort of gigantic Reference Manual for Committees as long as materials are updated accordingly.

MBOs 4-7 were reported as in progress.

#### **FUTURE MEETINGS**

The next SRC meeting will be during the 2021 Virtual Winter Meeting on Tuesday, February 2, 2021 from 2:00pm to 5:00pm.

#### **ADJOURNMENT**

The meeting was adjourned at 2:14PM.

Respectfully Submitted,

A handwritten signature in cursive script that reads "Kenneth M. Fulk". The signature is written in dark ink and is positioned above the printed name.

Kenneth M. Fulk