



Shaping Tomorrow's  
Built Environment Today

## **MINUTES**

### **SOCIETY RULES COMMITTEE WEB MEETING**

**Tuesday, March 5, 2019**  
**10:00 – 11:30 am**

*Note: These minutes are not the official record of minutes until voted on and approved by SRC.*

Society Rules Committee Meeting  
 January 15, 2019  
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**PRINCIPAL MOTIONS**

Society Rules Committee Web Meeting  
March 5, 2019

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Motion:

1 – 5 that minutes from SRC meeting of January 15 be approved as amended.

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

2 – 5 that the Ethics Review Board MOP and Reference Manual are approved as presented.

**MOTION 2 PASSED (6-0-0- CV)**

3 - 6 that the GAC changes as presented below be approved.

2.402 GOVERNMENT AFFAIRS COMMITTEE  
2.402.002.2 Qualifications

A. ~~The Either the Chair or the Vice Chair of the committee shall have ASHRAE Executive Committee experience.~~

~~B. The Vice Chair shall have ASHRAE Executive Committee experience.~~

**MOTION 3 PASSED (6-0-0-CV)**

**ACTION ITEMS**Society Rules Committee Web Meeting  
Action Items  
March 5, 2019

<b>No.</b>	<b>Responsibility</b>	<b>Summary</b>	<b>Status</b>
1 - 4	Hunt/Macauley	Research a more efficient way to improve the election process and make a recommendation to SRC. Schedule a conference call to discuss; bring a recommendation by Kansas City at the latest.	<u>ongoing</u>
2 - 4	Markel	Finalize edits to ROB 3.910; prepare a final report for the next SRC call.	<u>ongoing</u>
3 - 5	SRC	Send comments on ROB 3.400 to Mr. Markel before the next call.	<u>ongoing</u>
4 - 5	Markel	Follow up on council responses to ROB 3.910; create an updated document and send to SRC to discuss before the next meeting.	<u>ongoing</u>
5 - 6	SRC	ROB 3.400 MOP – review changes made and posted on basecamp by the end of March; SRC will vote on this by the next call.	_____
6 - 6	Klock	Mr. Klock will work on new language for CTTC 2.403 ROB.	_____
7 - 6	Brandt	Edit the draft attestation document and send it to John Harrod.	_____

## MINUTES

### SOCIETY RULES COMMITTEE WEB MEETING

March 5, 2019  
10:00 am – 11:30 pm

MEMBERS PRESENT: Don Brandt, Chair  
Larry Markel, Vice Chair  
Ken Fulk  
Trent Hunt  
Bill Klock  
Dunstan Macauley  
Art Giesler, Cons.  
Julia Keen, CO

MEMBERS ABSENT: Leon Shapiro, Cons

STAFF PRESENT: Claire I. Neme

GUESTS PRESENT: President Sheila Hayter (remotely)

### **CALL TO ORDER**

Chair Don Brandt called the meeting to order at 10:02 am on Tuesday, March 5, 2019. Members attended as listed above. A quorum was present.

#### Code of Ethics

Mr. Brandt reminded members that ASHRAE operates under its Code of Ethics at every meeting. They were asked to review the code and become familiar with it.

### **REVIEW OF AGENDA**

Chair Brandt asked if there were additions to or deletions from the agenda. Mr. Brandt pointed out that John Harrod asked SRC to review a draft attestation wording for a draft Officer and Director Self Certification of Criminal History and Other Wrongdoing to replace the background checks For Board officer nominees. This item was added to the agenda as 6B.

### **ACTION ITEMS UPDATE**

- 4 - 6 Brandt: Refer the diversity policy back to Members Council for action; Mr. Boyce took an action item; this will be complete by Kansas City.
- 5 – 6 Hunt/Macauley: Research a more efficient way to improve the election process and make a recommendation to SRC. Mr. Hunt and Mr. Macauley will schedule a conference call to discuss; and will bring a recommendation to SRC at the next SRC call or by Kansas City at the latest. Ms. Hayter added that this was very important to the upcoming election and the sooner the better. AI 1
- 6 – 6 Markel: Reconcile comments and a way forward for ROB 3.910 items with the three councils; post on basecamp. Ongoing. Mr. Markel reported he did not receive comments; and felt a few items could be kept in the ROB; he will prepare a report for SRC to discuss those items during the next SRC call. AI 2

- 7 – 6 Mr. Markel posted ROB 3.400 for comments but received none. He asked SRC to send comments before the next conference call.
- 8 – 6 Mr. Harrod will send the wording for the Honors and Awards ROB revisions to SRC to remove the awards from the ROB. He had a question about some of the awards that need Board approval. This will be discussed on today's call.
- 9 – 6 Mr. Fulk had asked SRC for comments on the latest edits to the draft MOP for ethics Review; This will be on today's agenda.

AI 3

### **APPROVAL OF MINUTES**

Mr. Brandt called for a motion to approve the SRC minutes from the January 15, 2019 SRC meeting. Mr. Fulk moved and it was seconded

- (1) that minutes from the SRC meeting of January 15, 2019 be approved as presented.

### **MOTION 1 PASSED (5-0-0-CNV)**

### **OLD BUSINESS**

#### Status of Honors and Awards listing Transfer to the MC MOP

Mr. Harrod expressed concern that awards that are confidential and require Board approval should not be sent to Members Council. He asked SRC if they felt such named awards should go directly to the Board avoiding passing it through Members Council. Mr. Brandt agreed that there were leaks of confidential information in the past and that should be avoided. He asked if SRC had an issue with this.

Ms. Keen pointed out that Members Council do not have the ability to change the list; so why would they need to see it? Mr. Markel agreed with Ms. Keen. Ms. Hayter pointed out that she experienced questions from members who did not receive an award but were nominated; they do not get any feedback as to why they did not receive it. Mr. Hunt indicated points were removed from section 2 of his award submission form resulting in his not receiving an ESA.

After further discussion, Mr. Brandt asked Mr. Giesler to notify John Harrod that the wording can direct the awards list directly to the Board – no name should be shown during the MC executive session. All awards not requiring Board approval should be put into the MOP; those requiring Board approval should stay in the ROB. Mr. Macauley added that this procedure is that the list should be sent to the chair of Members Council who will then send it to the Board. All were in agreement with this procedure.

#### Final Comments – MOP for Ethics Review

Mr. Fulk will send two documents to SRC members for a final review and comments. Mr. Brandt pointed out there was a word that was pointed out to be changed in the document. It stated the word "solicitation" of the HR manager of ASHRAE being part of the review process for the EVP might be changed to something else, like "requested to". Also the EVP should not serve as secretary of ERB; the HR Manager should be the person because they are in the best position to keep issues on a confidential level. All were in agreement with this. Mr. Fulk moved and it was seconded

- (2) that the Ethics Review Board MOP and Reference Manual are approved as presented.

### **MOTION 2 PASSED (6-0-0 CV)**

#### ROB 3.910 Sent to Councils

Mr. Brandt sent ROB 3.910 to councils for review; Mr. Markel said there are two or three small items that

might possibly remain in the ROB but be moved to another section. He will send these to SRC for review in time for discussion at the next meeting.

AI 4

### Government Affairs Committee Motion to Change the ROB

#### 2.402 GOVERNMENT AFFAIRS COMMITTEE 2.402.002.2 Qualifications

A. ~~The Either the~~ Chair ~~or the Vice Chair~~ of the committee shall have ASHRAE Executive Committee experience.

~~B. The Vice Chair shall have ASHRAE Executive Committee experience.~~

Mr. Macauley explained the purpose of these changes was to open up eligibility for membership as chair and vice chair on GAC. After some discussion, Mr. Macauley moved and it was seconded

(3) that the GAC changes as presented be approved.

### **MOTION 3 PASSED (6-0-0 CV)**

#### ROB 3.400 MOP Update

Mr. Markel indicated he can move this information out of the ROB and make it a separate document. He asked SRC to please review the changes as posted on Basecamp by the end of March. SRC will vote on it during the next conference call.

AI 5

### **NEW BUSINESS**

#### Review of Board Approved ROBs with Track Changes

After reviewing the track changes on BOD-approved ROBs, some editorial changes were suggested as follows:

1. CTTC 2.403.002 – 2.403.002.2 Qualifications  
Regional Vice Chairs **and members at large** 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, and shall reside in the Region they represent. (74-06-26-09).

Mr. Klock will work on new language for this ROB.

AI 6

2. ECC2.405.002.1 Composition (13-01-30-09)  
The members of this committee are as follows
  - A. **Ten (10) Eight (8)** voting members including the chair and vice chair
  - B. Non-voting members include a Board ex officio member and coordinating officer
  - C. **Two consultants may be appointed at the discretion of the President-Elect**

There was discussion as to whether item C should be removed. It was agreed that item C should be removed from the ROB and placed in the MOP.

#### Attestation Document (Attachment A)

After some discussion about the draft document from John Harrod, Mr. Fulk pointed out two items: that time is an element and the word “crime” should be changed to “illegal act”. Everyone agreed that item

AI 7

2 should be changed. Mr. Brandt agreed to edit the document and send it back to Mr. Harrod.

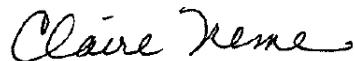
**NEXT MEETING**

The next meeting will be scheduled soon.

**ADJOURNMENT**

Mr. Brandt thanked everyone. Mr. Hunt moved and it was seconded to adjourn. All were in favor  
And the meeting was adjourned at 11:10 am.

Respectfully submitted,

A handwritten signature in cursive script that reads "Claire Neme".

Claire Neme, Staff Liaison

Attachment: A. Attestation Document

cc: Board of Directors



