



Shaping Tomorrow's
Built Environment Today

MINUTES

SOCIETY RULES COMMITTEE TRAINING WEB MEETING

Tuesday, August 7, 2018
12:00 pm – 2:00 pm

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

Society Rules Committee
Training Web Meeting
August 7, 2018
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PRINCIPAL MOTIONS
Society Rules Committee Web Training Meeting
Tuesday, August 7, 2018

No.- Page

- 2 – 6 that the Board approves the establishment of the Donald A. Siller Refrigeration Award to Recognize a chapter CTTC or Refrigeration chair or Subcommittee Member for exceptional performance by planning activities, and providing technology transfer on, and organizing technical participation in the subject of refrigeration or refrigerants.

ACTION ITEMS
 Society Rules Committee Web Training Meeting
 Tuesday, August 7, 2018

<u>No. - Pg.</u>	<u>Responsibility</u>	<u>Summary</u>	<u>Status</u>
1 - 4	Klock/Keen	Review changes to SRC MOP and Reference Manual and bring a revision to SRC for approval.	<u>ongoing</u>
2 - 4	Markel/Brandt	Ask ExCom to review changes to ROB 3.910 and move Staff Manual wording from ROB into the MOP	<u>ongoing</u>
3 - 4	Brandt/Klock	Add a reference to Mentoring Program in the ROB mentioned in Volume 3.400, Appendix D on page 70	<u>ongoing</u>
4 - 5	Markel/Keen	ROB 2.200.006-Officer and Director MOP should be separated from the ROB and sent to BOD for approval	<u>ongoing</u>
5 - 5	Abrams	Ask Joyce to move list of awards for Honors and Awards to the Members Council MOP	<u>ongoing</u>
6 - 5	Fulk	Develop a MOP for Ethics Enforcement.	<u>ongoing</u>
7 - 5	Townsend	Confirm the number of MOUs in the ROB; check for discrepancy reported by Alice Yates.	_____

MINUTES

SOCIETY RULES COMMITTEE WEB TRAINING MEETING

Tuesday, August 7, 2018

12:00 pm – 2:00 pm

MEMBERS PRESENT: Don Brandt, Chair
 Larry Markel, Vice Chair
 Ken Fulk
 Trent Hunt
 Bill Klock
 Dunstan Macauley
 Leon Shapiro, Cons

ABSENT MEMBERS: Art Giesler, Cons
 Julia Keen, CO

STAFF PRESENT: Mary Dean Townsend
 Claire I. Neme

CALL TO ORDER

Chair Don Brandt called the meeting to order at 12:01 pm on Tuesday, August 7, 2018. Members and guests attended as listed above. A quorum was present.

Code of Ethics

Members were reminded 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 Don Brandt added two items to the agenda under 5D.6 - Review SRC MOP; and under New Business, he added review of Honors and Awards rule change. The agenda was approved as amended.

APPROVAL OF MINUTES

Mr. Brandt called for a motion to approve the SRC minutes from the June 26, 2018 SRC meeting. Mr. Fulk moved and it was seconded

(1) that minutes from the SRC meeting of June 26, 2018 be approved as presented.

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

REVIEW OF ACTION ITEMS

1– 4	Klock/Keen	Review changes to SRC MOP and Reference Manual and bring a revision back to SRC. (staff to send Word version to Bill Klock)	Ongoing	AI 1
3– 4 & 5 - 5	Markel/Brandt	Ask ExCom to review changes to ROB 3.910 and move Staff Manual wording it out of ROB into MOP	Ongoing	AI 2
4 – 5	Brandt/Klock	Add a reference to Mentoring Program in the ROB	Ongoing	AI 3

6 – 5	Markel/Keen	ROB 2.200.006-Officer and Director MOP should be separated from the ROB and sent to BOD for approval	Ongoing	AI 4
8 – 5	Abrams	Move list of awards for Honors and Awards to the Members Council MOP	Ongoing	AI 5
9 – 6	Fulk	Develop a MOP for Ethics Enforcement.	Ongoing	AI 6

SRC TRAINING

How SRC Fits into the Organization and Content of Bylaws. Don Brandt made a presentation (**Attachment A**) which is attached.

RULES VOLUMES REVIEW (Attachment A) covers Volumes I-4)

Volume I: (Attachment A)

Mr. Brandt presented a review of Volume I in place of Art Giesler who was not in attendance. Among other items, this volume includes governing documents, bylaws, strategic plan, code of ethics, key policies like commercialism, pricing of publications, climate change, IAQ, position documents (ammonia as a refrigerant), building safety and security, etc.

(See Attachment A for complete presentation).

Volume II: (Attachment A)

Mr. Klock presented a review of Volume II and mentioned Dunstan Macauley was assigned to this volume for this society year. The volume includes, among other items, general rules, financial annual report, restrictions, stationery, etc. (See Attachment A for complete presentation).

Volume III: (Attachment B)

Mr. Markel reviewed Volume III. He suggested this volume and the other 3 be reviewed carefully to be sure they are stated clearly; determine if the item(s) should be in that location; if it should it be moved to the MOP; if it is out of date, etc. The MOP for Officers and Directors – we need to find a location to move the Staff Manual and a reference should be added to the Mentoring Program which applies to all committees.

Volume IV: (Attachment E)

Mr. Brandt presented a review of Volume IV; this is the shortest volume. He reviewed the table of contents and mentioned that anything that is not included in Volumes I, II or III is probably located in Volume IV. Included are Sunset Rules, MOUs approved by the Board, resolutions, waivers of rules of the board, etc.

Mary Townsend was asked to check on the actual number of MOUs; the number is not consistent with what AI 7 Yates has.

Numbering of ROB Sections (Attachment A)

Mary Townsend gave a brief review of numbering of the ROB sections.

How to Write a Motion (Attachment A)

Mr. Brandt reviewed how to write a motion. He gave examples of how motions are written; added that cross-outs mean deletion and double or single underline means addition.

SRC MOP – (Attachment C)

Mr. Markel reviewed the SRC MOP; which is maintained by SRC and lists information about membership, consultants, responsibilities of the chair, staff liaisons and committee members.

SRC Reference Manual (Attachment D)

Mr. Markel reviewed the SRC reference manual which included suggested formats for MBOs, rules and MOPs changes, Rules Action Table; the ROB template add guidelines for MOPs and reference manuals.

How to Mark Up a Document (Attachment A)

Mr. Klock reviewed this process.

Templates and Guidelines (Attachment D)

Mr. Brandt reviewed templates and guidelines and indicated they were all listed in the Reference Manual.

NEW BUSINESS

Honors and Awards asked for approval of a change to ROB section 2.411.003.3 as follows below:

Bill Klock made a motion and it was seconded

MOTION 2

that the Board approves the establishment of the Donald A. Siller Refrigeration Award to recognize a chapter CTTC or Refrigeration chair or Subcommittee Member for exceptional performance by planning activities, and providing technology transfer on, and organizing technical participation in the subject of refrigeration or refrigerants.

Background: Over the past several years CTTC has been working diligently to review the Committee's pass through awards and make appropriate changes to increase relevancy and participation.

The intent behind this change is to expand who is eligible for the award and encourage more chapters to submit nominations. At many chapters, the Refrigeration Chair may not be the person who is completing the tasks outlined and recognized by this award. Therefore, this change allows the member(s) doing this important work to be recognized for their service.

MOTION 2 PASSED - unanimous voice vote (6-0-0- CNV)

Mr. Brandt thanked all for participating in the training session.

ADJOURNMENT

The meeting was adjourned at 1:44pm.

Respectfully submitted,


Mary Dear Townsend

Attachment A: How SRC Fits into the Organization
Attachment B: ASHRAE Rules of the Board-Volume 3
Attachment C: SRC MOP
Attachment D: SRC Reference Manual
Attachment E: Volume 4

cc: Board of Directors



Society Rules Committee Training

August 7, 2018



Welcome

How SRC fits into the Organization

+

Society Governing Documents Overview

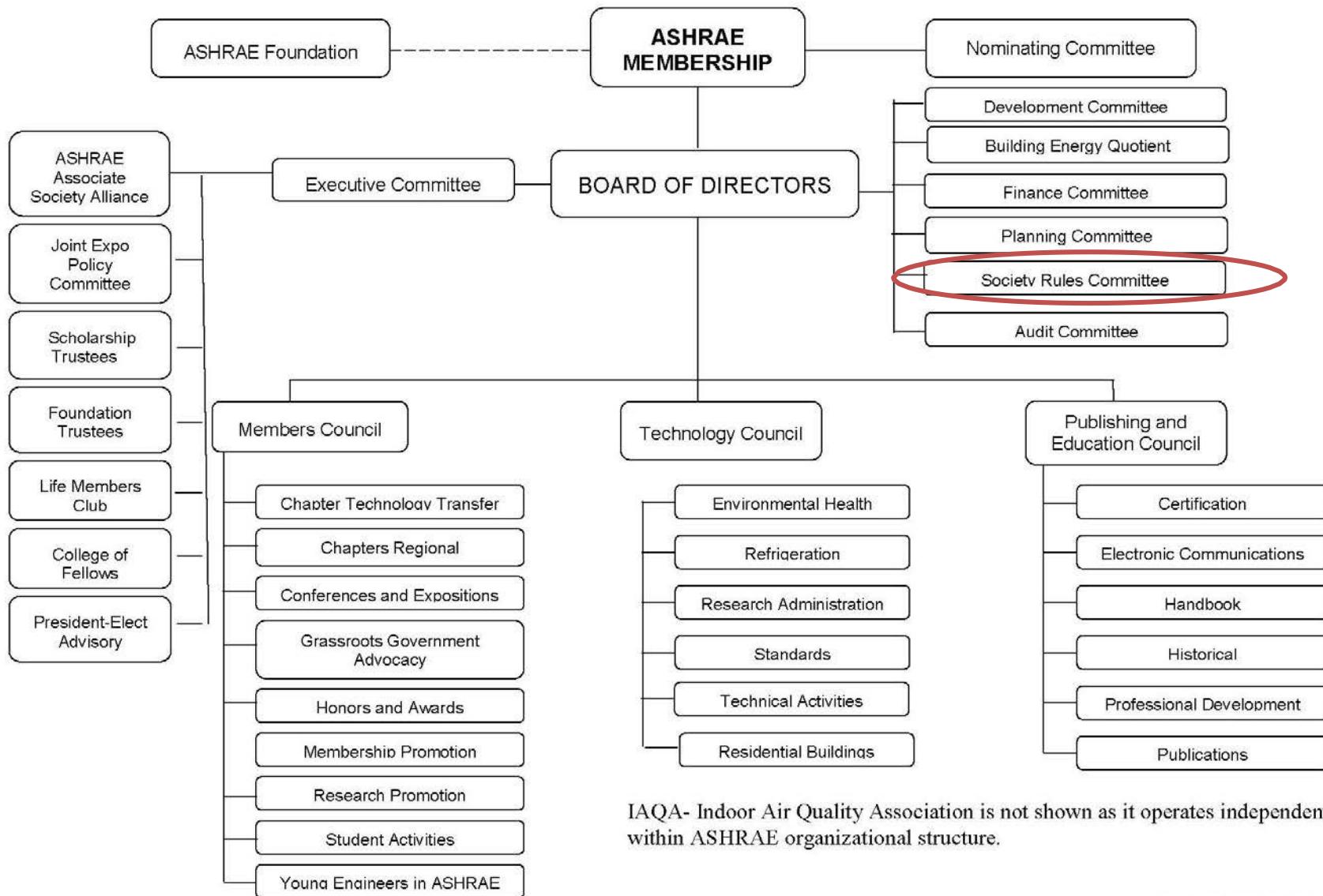
- The Society Rules Committee was formed to provide a resource to the Board of Directors to assist them in maintaining the Rules of the Board and other key Society documents in good order.
- In that capacity SRC considers all matters requiring development, interpretation and change in Society Bylaws, Rules of the Board, and other Society documents.
- Members have the honor of sharing in the deliberations and policy making of a major technical society

Society Rules Committee

- Facilitates BOD exercise of power
 - Reviews ROBs for consistency
 - Advises BOD on rules, motions, etc
- Acts for BOD on some rules matters
 - Editorial and minor changes to ROBs
 - Approves MOPs of bodies reporting to BOD
- Reviews SBL changes and compliance



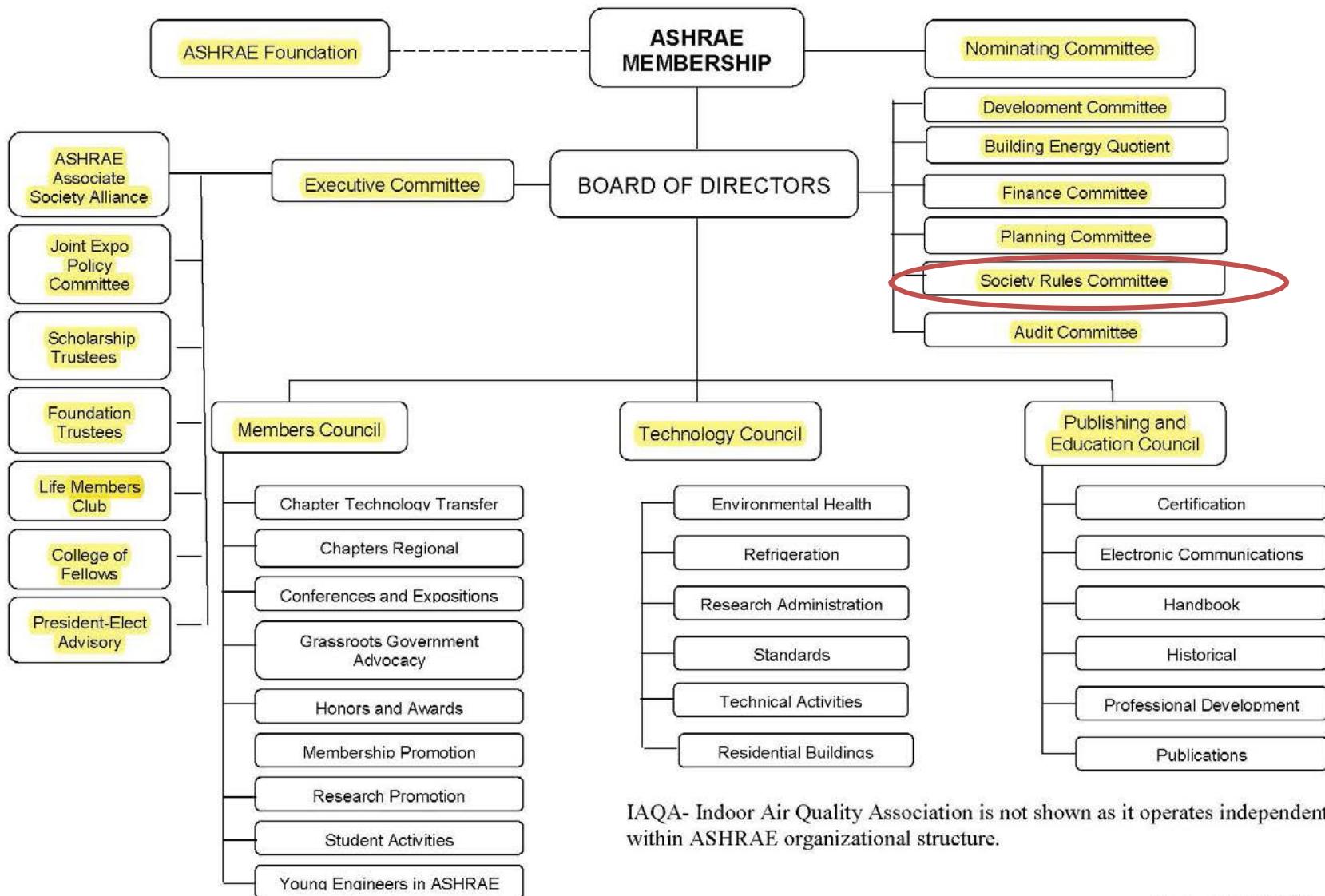
ASHRAE STRUCTURE



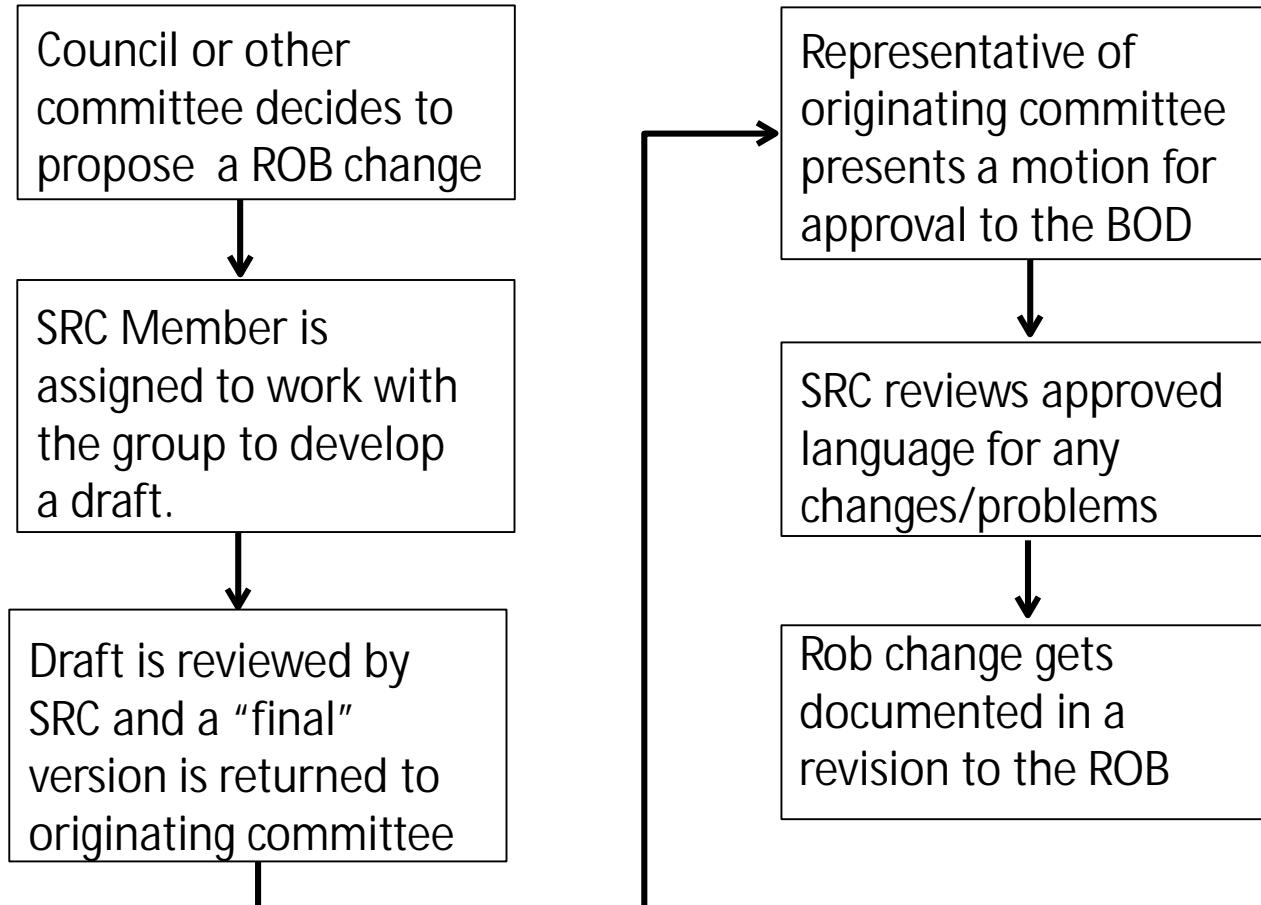
IAQA- Indoor Air Quality Association is not shown as it operates independently within ASHRAE organizational structure.



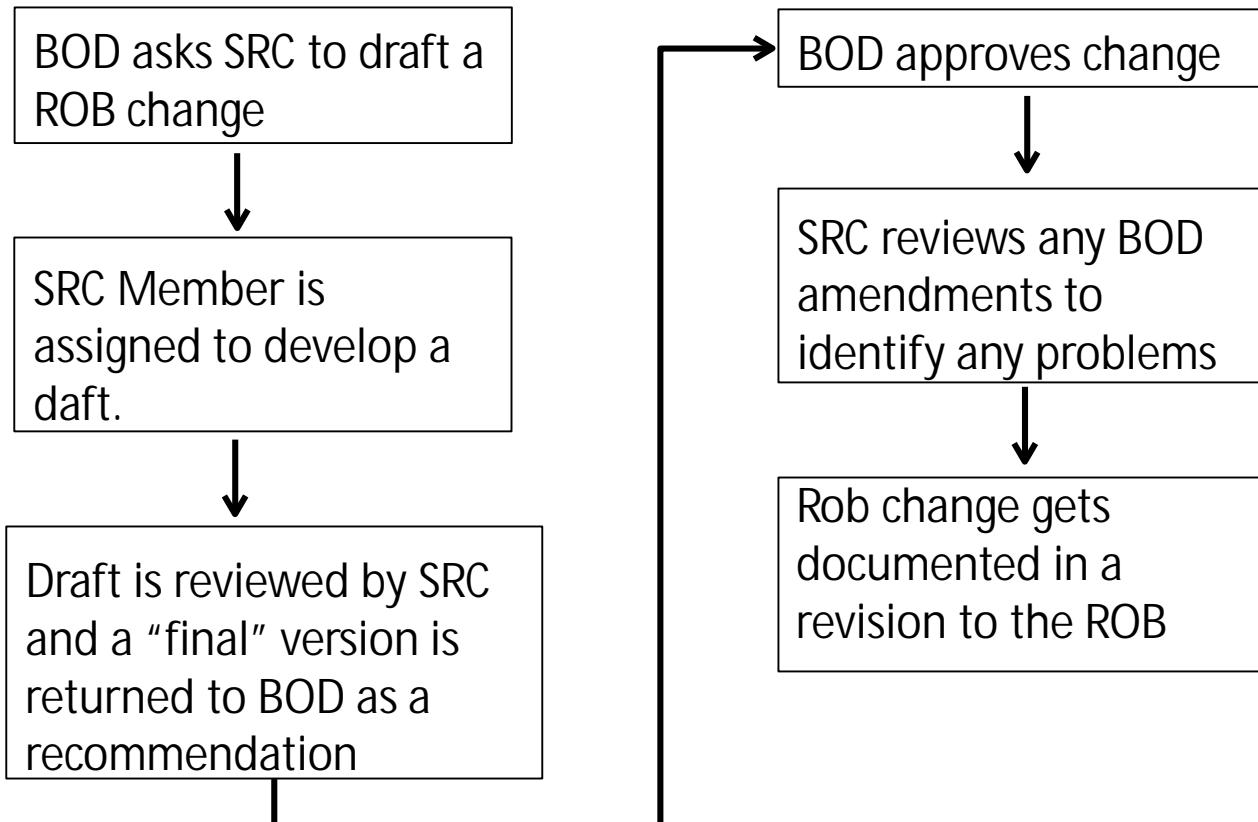
SRC MOP Responsibility is for Committees and Councils that Report to the BOD and ExCom



Preferred ROB Change Approval Process



Preferred ROB Change Approval Process



Hierarchy of the Key Documents

1. Certificate of Consolidation
2. Society By-Laws (SBL)
3. Rules of the Board (ROBs)
4. Manuals of Procedure (MOPs)
 - Procedures to implement ROBs
5. Reference Manuals
 - Institutional memory
 - Procedures that do not need higher level approval



Certificate of Consolidation of
AMERICAN SOCIETY OF HEATING AND AIR-CONDITIONING ENGINEERS, INC.
and The American Society of Refrigerating Engineers
into
AMERICAN SOCIETY OF HEATING, REFRIGERATING
AND AIR-CONDITIONING ENGINEERS, INC.

Pursuant to *Section S* of the Membership Corporations Law:

We, ELMER R. QUEER and AUBRY V. HUTCHINSON , being respectively the president and the secretary of AMERICAN SOCIETY OFHEATING AND AIR-CONDITIONING ENGINEERS, INC., and ROBERT H. TULL and ROBERT C. CROSS, being respectively the vice president and the secretary of *The American Society of Refrigerating Engineers*, do hereby certify:

1. (a) The names of the corporations to be included in the consolidation are AMERICAN SOCIETY OF HEATING AND AIR-CONDJTIONING ENGINEERS, INC., and *The American Society of Refrigerating Engineers*.

(b) The certificate of incorporation of AMERICAN SOCIETY OF HEATING AND AIR CONDITIONING ENGINEERS, INC., under the name THE AMERICAN SOCIETY OFHEATING AND VENTILATING ENGINEERS, was filed in the office of the Secretary of State on January 24, 189S, and certificates of amendment thereof were filed on May 20, 1914, March 8, 1946, December 7, 1949, and February 1, 1952. On December 8, 19S4, a certificate of change of name from THE AMERICAN SOCIETY OFHEATING AND VENTILATING ENGINEERS to AMERICAN SOCIETY OF HEATING AND AIR-CONDITIONING ENGINEERS, INC., was filed pursuant to *Section 40* of the General Corpora tion Law.

(c) The certificate of incorporation of *TheAmerican Society of Refrigerating Engineers*, was filed in the office of the Secretary of State on August 30, 1905, and certificates of amendment thereof were filed on November 26, 1945, November 23, 19SS, and December 28, 1956.

2. The name of the consolidated corporation is AMERICAN SOCIETY OF HEATING, REFRIGERATING AND AIR-CONDITIONING ENGINEERS INC.

3. The territory in which its operations are principally to be conducted is in all parts of the United States, its territories and possessions, in Canada, and in any and all foreign countries and places.

4. The office of the consolidated corporation is to be located at 1791 Tullie Circle, NE, Atlanta, Georgia 30329.

S. The number of its directors shall be not less than fifteen (15) nor more than forty-eight (48).

The directors and elective officers, and their respective terms of office, shall initially be as set forth in the Agreement for Consolidation, made and entered into as of October 18, 1958, and thereafter the direc tors and elective officers, and their respective terms of office, shall be as set forth in the bylaws of the con solidated corporation.

In furthérance and not in limitation of the powers conferred by statute, the board of directors, if the bylaws so provide, may designate one or more committees which, to the extent provided in the bylaws of the consolidated corporation, or by resolution or resolutions of the board of directors, shall have and may exercise the powers of the board in the management of the business and affairs of the consolidated cor poration that may be delegated to such committee or committees, such committee or committees to have such name or names as may be stated in the bylaws or as may be determined from time to time by resolu tion or resolutions of the board of directors.

6. The consolidated corporation shall be one of the constituent corporation, to-wit, AMERICAN SOCIETY OF HEATING AND AIR-CONDITIONING ENGINEERS, INC., and not a new corporation.

7. The terms and conditions of consolidation, in addition to those hereinabove set forth, and the mode of carrying the same into effect, are as follows:

- (1) The purposes of the consolidated corporation are:
 - {a) To advance the arts and sciences of heating, refrigeration, and air conditioning and ventilation, and the allied arts and sciences, for the benefit of the general public.
 - (b) To encourage and conduct scientific research and the study of principles and methods in the fields of heating, refrigeration, and air conditioning and ventilation, and the allied arts and sciences, the results of which shall be made freely available to the public.
 - (c) To promote the unrestricted dissemination of knowledge and information and, for such purpose, to publish and to foster the publication of books, periodicals, papers, reports, educational programs, and scientific and educational data relating to heating, refrigeration, and air conditioning and ventilation, and the allied arts and sciences.
 - (d) To engage in educational activities (not including the conduct of any school or institution of learning), and to encourage the adoption and maintenance of high standards of instruction and educational and professional training in the fields of heating, refrigeration, and air conditioning and ventilation, and the allied arts and sciences.
 - (e) To cooperate with governmental agencies and with universities, colleges, schools, and other organizations and groups having the same or similar objects and purposes, and to establish scholarships and make contributions, grants, and awards in furtherance of the foregoing purposes.
 - (f) To establish, approve, adopt, and promulgate codes, standards, and procedures in the fields of heating, refrigeration, and air conditioning and ventilation, and the allied arts and sciences, subject to the proviso that all such activities shall be conducted solely for the advancement of engineering science.
 - (g) To organize and form local regions, chapters, sections, and student and other branches, and to regulate, operate, and control the same under the direction and at the pleasure of the consolidated corporation, but no local region, chapter, section, or branch shall subject the consolidated corporation to any financial or other obligation except such as the consolidated corporation may voluntarily assume.
 - (h) To receive, acquire, hold, and maintain any property, real or personal, without limitation as to amount or value, for any of the consolidated corporation's objects, by way of bequest, devise, gift, grant, purchase, or lease, to invest and reinvest the same, to control the income therefrom, and to expend or otherwise dispose of all or any portion of its funds and property, including the income, interest, or principal, subject, however, to any directions or limitations placed upon the same by donors or testators.
 - (i) To do any and all things necessary or proper in connection with or incidental to any of the foregoing.

- (j) The consolidated corporation shall be operated exclusively for scientific and educational purposes; no substantial part of the activities of the consolidated corporation shall be the carrying on of propaganda or otherwise influencing or intending to influence legislation; in the event of the dissolution of the consolidated corporation, the board of directors shall dispose of its net assets, in trust, however, to further the purposes expressed herein, without preference in favor of any contributor or any member, officer, or director of the consolidated corporation, and subject to the order of a Justice of the Supreme Court.
- (2) Upon the filing of this Certificate of Consolidation in the office of the Secretary of State, each member of the constituent corporations shall have and possess the highest grade of membership in the consolidated corporation as was upon such filing held by him in either of the constituent corporations; and each member of the constituent corporations then entitled to vote therein shall possess the power to vote in the consolidated corporation for the election of directors and for all other purposes conferred upon voting members by the laws of the State of New York, this Certificate of Consolidation, and the bylaws.
- (3) Except as provided in subdivision (5) of this Paragraph 7, upon the filing of this Certificate of Consolidation in the office of the Secretary of State, the separate existence of each constituent corporation, except the consolidated corporation, shall cease and the consolidation shall be effective, as provided in *Section 53* of the Membership Corporations Law, and the consolidated corporation shall possess all of the powers of the constituent corporations, and shall have the powers and be subject to the duties and obligations of a membership corporation formed under the laws of the State of New York for like purposes.
- (4) Upon the filing of this Certificate of Consolidation in the office of the Secretary of State, all the rights, privileges, and interests of each of the constituent corporations, all the property, real, personal, and mixed, and all the debts due on whatever account to either of them, and other things in action belonging to either of them, shall be deemed to be transferred to and vested in the consolidated corporation without further act or deed, and all claims, demands, property, and every other interest, whether vested or contingent, shall be as effectually the property of the consolidated corporation as they were of the constituent corporations, and the title to all real estate, taken by deed or otherwise under the laws of the State of New York vested in either of the constituent corporation, shall not be deemed to revert or be in any way impaired by reason of the consolidation but shall be vested in the consolidated corporation.
- (5) Except as provided by *Section 12* of the Personal Property Law, or *Section 113* of the Real Property Law, any devise, bequest gift, or grant contained in the will of a person dying domiciled in the State of New York, or in any other instrument executed under the laws of said State, taking effect after such consolidation, to or for either of the constituent corporations, shall inure to the benefit of the consolidated corporation; and so far as is necessary for that purpose, or for the purpose of a like result with respect to device, bequest, gift, or grant governed by the law of any other jurisdiction, the existence of each constituent corporation shall be deemed to continue in and through the consolidated corporation.
- (6) Upon the filing of this Certificate of Consolidation in the office of the Secretary of State, the consolidated corporation shall be deemed to have assumed and shall be liable for all the liabilities and obligations of the constituent corporations, in the same manner as if such consolidated corporation had itself incurred such liabilities and obligations.

IN WITNESS WHEREOF, we have made and subscribed this certificate this 16th day of January, 1959.

ELMER R. QUEER (*signed*)
President of AMERICAN SOCIETY OF
HEATING AND AIR-CONDITIONING
ENGINEERS, INC.

ROBERT H. TULL (*signed*)
Vice President of *The American Society of Refrigerating Engineers*



ASHRAE Bylaws Contents

ASHRAE Bylaws

- After *Certificate of Consolidation*, primary governing document
- Seven pages
- Can only be changed by vote of the membership
- Basically, gives the Board of Directors authority to operate the Society as long as it doesn't conflict with the Bylaws

ASHRAE Bylaws

- Article I: Organization
- Article II: Membership
- Article III: Meeting of the Members
- Article IV: Board of Directors
- Article V: Officers
- Article VI: Councils
- Article VII: Committees
- Article VIII: Indemnification
- Article IX: Chapters and Regions
- Article X: Miscellaneous
- Article XI: Funds
- Article XII: Amendments

Bylaws Highlights

- Article II: Membership
 - Defines membership grades, qualification, some election requirements
 - Rights, privileges, obligations, and restrictions of members
- Article IV: Board of Directors
 - Membership and election procedures
 - Powers, including referrals to membership
 - Meeting procedures
- Article V: Officers
 - Defines officers and their duties

Bylaws Highlights

- Article VI: Councils
 - Defines Councils as extensions of the BOD
 - BOD can create and disband Councils
 - Only Members Council identified in Bylaws
- Article VII: Committees
 - Defines standing committees (Executive, Finance, CRC, Nominating, RAC, TAC, Standards)
 - Defines basic scope and membership
 - BOD can create more committees



ASHRAE Rules of the Board, Volume 1

Principles & Policies

What's in Volume 1?

The content is high level and more general in nature than other volumes.

- Governing Documents and Principles
 - Documents the legal basis of the Society and how it was derived from predecessors
 - Defines core documents that govern the Society (Bylaws, ROB, Position Documents, MOP, Reference Manual, ...)
 - Expresses Mission, Vision & Core Values of the Society

What's in Volume 1?

- Bylaws
 - Amendment procedure
 - Interpretations
- Strategic Plan & Requirements for its Maintenance
- Code of Ethics for Members

What's in Volume 1?

- Key Policies
 - Provides guidance on a wide range of matters of internal importance to the operation of the Society
 - Each policy is assigned to a cognizant council or standing committee for maintenance
 - Examples:
 - Commercialism
 - Pricing of publications
 - Use of ASHRAE standards in building codes
 - Policy on standards and guidelines that address smoking spaces
 - ...

What's in Volume 1?

- Position documents
 - Express the views of the Society on a current issue of importance to ASHRAE and its members
- Examples:
- Ammonia as a Refrigerant
 - Building Safety and Security
 - Climate Change
 - Indoor Air Quality



ASHRAE Rules of the Board, Volume 2

Principles & Policies

MAJOR SECTIONS

- 2.101 GENERAL RULES
- 2.102 FINANCIAL
- 2.103 MEMBER SERVICES
- 2.104 MEETINGS
- 2.105 ORGANIZATIONAL / STAFF
- 2.106 INTERSOCIETY RELATIONSHIPS
- 2.200 BOARD OF DIRECTORS
- 2.300 COUNCILS
- 2.400 STANDING COMMITTEES

GENERAL RULES

- Roberts Rules of Order
- Society Year
- Annual Report
- Restrictions
- Stationery
- Official Publications
- Strategic Plan
- ASHRAE Research Canada

FINANCIAL

- Funds
 - Approvals
 - Disbursement rules
 - Operating Funds
 - Bank Accounts
 - Funding for new programs
 - Distribution of ASHRAE/AHRI Exposition Revenue
 - Reserve Fund
 - Excess Funds
 - Portfolio Value Budgeted as Income
 - Contributions

MEMBER SERVICES

- Certificates of Appreciation
- Scholarship Program
- Membership

MEETINGS

- Meetings of Members
- Council and Committee Meetings
- Meetings and Quorum
- Term of Service
- Non-voting Members
- Corresponding Members
- Voting
- Voting by Letter Ballot
- Executive Session
- Conflicts
- Minutes
- Subcommittees
- Accounting
- Meeting Registration Fees
- Attendees
- Functions
- Anthems
- Exposition
- Co-sponsored Conferences
- Regional and Chapter Expositions

ORGANIZATIONAL / STAFF

- Standing Bodies
- Manual of Procedures and Reference Manual
- Foundation
- Endowments
- Foundation Trustees
- Contributions to the Foundation
- Trustee Liability
- Trustee Membership
- College of Fellows
- Staff Organization
- Chief Staff Officer, Staff Directors
- Salaries
- Staff Pension Plans
- Group Life Insurance
- Tax-Sheltered Annuities
- Smoking Policy
- Staff Manual
- Business Club Membership
- Life Members Club
- Washington Office Mission

INTERSOCIETY RELATIONSHIPS

- Appointments of ASHRAE Representatives
- Duties of Representatives Supporting MOUs
- ANSI, CIBSE, NCEES, NCSBCS, USNC/IIR
- IAI
- Associate Societies
- Formation of an Alliance of ASHRAE Society Representatives
- Operational Guidelines for ASHRAE Associate Society Alliance
- Guidelines for Formation and Operation of ASHRAE Groups within Other Organizations meeting ASHRAE Associate Society Criteria
- Other proposed agreements involving creation of formal assembly of ASHRAE groups with other organizations
- ASHRAE Libraries

BOARD OF DIRECTORS

- Membership
- Assignments
- General
- Budget
- Minutes
- Manual of Procedures
- Use of Letter Ballots
- Policies, Manuals and Procedures
- Board Governance

COUNCILS

- General Council Rules
 - Rules
 - Scope
 - Responsibilities
 - Activities
 - Manual of Procedures
 - Fiscal Authority
 - Meetings
 - Resubmission
 - Appeal
 - Budget
- Members Council
 - Membership
 - Responsibilities
 - Region-at-Large
 - Regional Executive Committee
 - CRC
 - Chapter Certificates, Gift Items, Banners
 - RP Fundraising Goals
 - Strategic Plan
 - Manuals and Procedures

COUNCILS (cont.)

- Publishing and Education Council
 - Membership
 - Special Publications
 - Strategic Plan
 - Manuals and Procedures
- Technology Council
 - Membership
 - Responsibilities
 - Research Agreements
 - Research Admin Procedures
 - Position Documents
 - Special Projects
 - Research Project Approval Limit
 - Strategic Plan
 - Policies, Manuals and Procedures

STANDING COMMITTEES

- Voting
- Membership
- Reporting Responsibility
- Right of Appeal
- Manual of Procedures
- Budgets
- Formation of a Standing Committee
- Termination of a Standing Committee

STANDING COMMITTEES (cont)

- Rules Template
 - Scope and Purpose
 - Membership
 - Composition
 - Qualifications
 - Operation
 - Strategic Plan

SRC RULES

- 2.424 SOCIETY RULES COMMITTEE
-
- 2.424.001 SCOPE AND PURPOSE
 - This committee shall consider all matters requiring development, interpretation and change in Society Bylaws, Rules of the Board, and other Society documents.
-
- 2.424.002 MEMBERSHIP
 - 2.424.002.1 Composition
14)
 - The members of this committee are as follows
 - Six (6) voting members, including a chair and a vice chair.
 - Non-voting members include the coordinating officer.
 -
 - 2.424.002.2 Qualifications
(07-01-31-9B/08-01-20-14)
 - A. Either the chair or the vice chair shall be a current Board member.
 -
 - B. Members should have demonstrated Society rules ability.
 -
 - C. **At least half of the members should have been prior members of the committee.**
 -
 - D. **New members should be incoming officers of the Society or incoming Directors.**
 -
 - E. All members shall have been members of the Society for 8 years prior to appointment.
 -
 - 2.424.002.3 Term of Service

SRC RULES (cont)

- 3. OPERATION
 - 1.This committee is responsible for the review of the official documents of the Society including the Rules of the Board, Society Bylaws and the Certificate of Consolidation.
(74-06-22-11/81-01-28-05/95-02-02-33/97-01-30-36/08-01-20-14)
 - 2.All Rules of the Board classified as "rewording of the Bylaws," shall not become effective until review and approval by this committee, and be listed under a separate section identified as "Reworded" and effective on approval by this committee.
(78-02-01-16)
 - 3.This committee is responsible for monitoring the standard format for the Rules of the Board and all Manuals of Procedures to see that they reflect the latest provisions of the Society Bylaws and the Rules of the Board. When changes to the Bylaws or the ROBs necessitate revisions to these formats, this committee shall make such revisions and report this to the BOD.
(08-01-20-14)
 - 2.424.003.4 This committee shall be responsible for approving and maintaining its own Manual of Procedures and any other MOPs not assigned to other bodies to maintain.
(08-01-20-14)
 - 5.This committee shall review the Rules of the Board to look for discrepancies between the Rules of the Board and the way the Society is operating. When such discrepancies are discovered, this committee shall report them to the Board of Directors along with recommendations as to how such discrepancies can be eliminated.
(01-06-27-16A)
 -
 - 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 the Annual 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.
(08-01-20-14/10-03-04-07/15-07-01-20)
 -
 - 2.424.003.7 In consultation with the potentially affected bodies, the Society Rules Committee shall assign an appropriate group in ASHRAE as the cognizant committee for each Society policy, manual and procedure.
(08-06-25-28)



ASHRAE Rules of the Board, Volume 3

Manuals and Procedures

VOLUME 3

MANUALS and PROCEDURES

Table of Contents

- 3.100 CONFERENCES
- 3.200 DUES, FEES, PRIVILEGES
- 3.300 ELECTION AND APPOINTMENT PROCEDURES
- 3.400 MANUAL OF PROCEDURES FOR OFFICERS AND DIRECTORS
- 3.500 PROCEDURES FOR ASHRAE STANDARDS ACTIONS
- 3.700 SOCIETY SCHOLARSHIP PROGRAM GUIDELINES
- 3.800 ASHRAE ASSOCIATES
- 3.900 MISCELLANEOUS PROCEDURES
 - 3.910 Staff Manual
 - 3.920 Criteria for the Formation of a New ASHRAE Region
 - 3.950 Rights and Responsibilities and General Guidelines for Co-Sponsoring Organizations for ASHRAE Public Sessions
 - 3.960 Chapter Technical Publications
 - 3.970 Region-At-Large Sub-Region Chair Qualifications and Responsibilities
 - 3.980 Enforcement Procedures for Violation of the ASHRAE Code of Ethics

"To do" list for Volume 3 2017-2018

We have recently updated several sections of Volume 3

- Name update for Government Activities Committee/Grassroots Government Advocacy Committee
- Section 3.200 on dues
- Section 3.300.009 Schedule for nominations

Sections we may want to look at:

- Section 3.9.1.0 Staff Manual is a hodge-podge of stuff. It may conflict with employment duties for certain staff positions. Does this really belong in the ROB? Should it be vastly simplified?
- Section 3.400 MOP for Officers & Directors. DRCs, DALs, and the other officers to review these sections to reflect if they properly state and represent their duties.
 1. Each Board of Directors/Board of Governors, council, committee will include the mentoring program in their Manual of Procedures (MOP).
 2. The committee Management by Objectives (MBO) should include an objective for mentoring which will be reported to the council at each meeting.
 3. The mentoring program will be monitored to determine its effectiveness through the MBO process.
 4. The councils at each Annual Meeting will include in their report to the Board of Directors the status of that Council's mentoring program.
- Appendix D: Mentoring Program. Are committees, councils, chapters, etc. following this? Are reports being made? Read? Are reports meaningful or "check the box"?



ASHRAE Rules of the Board, Volume 4

**Sunset Rules and
Interpretations**

MAJOR SECTIONS

- 4.100 SUNSET RULES
- 4.200 INTERPRETATIONS

SUNSET RULES

- General
- Budgets
- Research
- Standards
- Appointment of Special Committees
- Committees and Councils
- Meeting Dates and Locations
- Cooperation with Other Groups
- Co-Sponsorship of Standards
- Educational Programs/Courses
- Members/Membership
- Strategic Plan
- Memoranda of Understanding Between ASHRAE and Other Groups
- Certification
- Board of Directors
- Special Programs
- Staff
- Waivers of Rules of the Board
- Note that there are currently no rules listed under the headings Research, Appointment of Special Committees, Members / Membership, Certification, Special Programs and Staff

INTERPRETATIONS

- The Board of Directors implements a policy to follow the US Department of State list of countries, if an issue arises regarding the sovereignty of a geographic area.



Miscellaneous

Rules of the Board Numbering System

In mid-2009, ASHRAE staff developed an ROB numbering scheme to ensure all paragraphs have a reference. The current rules have many sections without any number making references to specific rules quite confusing. The scheme also establishes reference points and allows additional paragraphs to be added as needed, without changing references.

The numbering scheme is as follows:

1.100.001.1

A.

1.

a.

(1)

(a)

i.

Numbering Sample

Following is a sample of the new numbering scheme is presented below for the ASHRAE strategic plan.

VOLUME 2 STANDING RULES

2.300 COUNCILS

2.303 TECHNOLOGY COUNCIL

2.303.001 Membership

2.303.001.1 The members of this council are as follows:

- A. Chair: A Vice President of the Society
- B. Vice Chair: A Vice President of the Society
- C. Voting Members: Chair, Vice Chair, 3 Directors-at-Large, plus the following positions elected by the Board of Directors:
 - 1. One past voting member each from Research Administration, Standards, Technical Activities and the Board of Directors (past DRC)
 - 2. Three at-large members
- D. Non-Voting Members: Chair and vice chair of each committee reporting to this council (11-02-02-12)

Numbering Sample

Following is a sample of the new numbering scheme is presented below for the ASHRAE strategic plan.

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 - 1. One past voting member each from Research Administration, Standards, Technical Activities and the Board of Directors (past DRC)
 - 2. Three at-large members
- D. Non-Voting Members: Chair and vice chair of each committee reporting to this council (11-02-02-12)



How to Write a Motion

GUIDELINES FOR MOTIONS

Motions can be most effective if presented in the proper form and directed to the appropriate level of approval - committee, council, or BOD.

A.Motion: The body of the motion should contain as completely as possible the following information:

- 1.State the action being recommended.
- 2.Qualify elements of the motion so that they are not open-ended.
- 3.Indicate the appropriate time frame for completion of the request.
- 4.Include the fiscal impact on Society and whether the cost is in the current fiscal year budget.
- 5.An effective motion describes who, what, when, and how much,
- 6.Motions, as approved by the committee, are presented to the appropriate level of approval with the exact wording and format. No changes are allowed.
- 7.Motions involving a change to a Rule of the Board (ROB) must identify the motion as a change to the Rule of the Board. Research must be done to determine which Rules of the Board are affected by the motion and it must be written and presented as a Rule of the Board. The committee's BOD ExO can be very effective in helping with this research.

GUIDELINES FOR MOTIONS

B. Background:

A separate statement should be furnished which provides background that may include items such as a progression of events, related incidents, and other general information which will help the approving group decide on the issue.

Attached is a form frequently used by committees in writing motions. Your staff liaison will have copies of the form available at your committee meetings.

MOTION

Council_____

Date_____

Committee:_____

Day: Sa Su M Tu W Th F

MOVED BY:_____

SECONDED BY:_____

MOTION:

BACKGROUND:

FISCAL IMPACT:\$

Vote count: For _____

Against _____

Abstaining _____

Chairman voting?

Yes _____

No _____

Motion passed _____

Motion failed _____

Referred to:_____

Examples of Motions

Example 1

Members Council recommends that \$75,000 be included in the budget of the 2012-13 Opportunity Fund to enhance the 2013 Annual Meeting and offset the meeting registration fee.

Background: This investment can enhance the meeting with additional benefits while keeping the meeting registration fee near the current level. This could help provide additional enhancements such as a motivational keynote speaker, a minimal charge to attend the Welcome Party, and a members/spouses lounge that would provide internet access to increase networking opportunities.

Fiscal Impact: \$75,000 from 2012-2013 Opportunity Fund.

Example 2

Members Council recommends that Section 4, Responsibilities & Duties, of the Research Promotion Committee Rules of the Board be amended as follows: (~~strike-through~~ indicates deletion, double underline indicates addition)

- ~~4.1.5 The Director and Regional Chairman (DRC) shall determine the location of the regional Research Promotion workshop. The DRC shall notify the Research Promotion RVC of the location, and the Research Promotion RVC shall coordinate the workshop plan with the DRC. (520-164-006)~~
- 4.1.5 The Research Promotion Committee shall determine the three locations in which the Research Promotion training of Research Promotion chapter chairs shall be held. These trainings shall take place between July 15 and September 30.

Background: ASHRAE needs consistent and effective Research Promotion chapter chair training to improve the research promotion efforts. The centralized training would allow key staff and trainers to properly train and “fire up” volunteers. Based on pilot centralized training that was held last year, approximately 55% more chapter RP chairs attended the centralized training than had attended previous training held during CRCs.

Fiscal Impact: Approximately \$8,000 per year for additional travel expenses.



SRC Reference Manual

The Rules Actions Table Can Be Found in the SRC Reference Manual

It reminds us of the proper steps for Bylaw, ROB and MOP changes.

Rules Actions Table

Type	Action starts subsequent action	SRC Action
By-law Changes		
Step1	The need for editorial/minor changes are discovered in Bylaws	The BOD has authority to re number existing articles and sections. All other changes must be approved by the membership.
	Any body approves motion that requires Bylaw change and notifies SRC	SRV vets changes, makes recommendation to appropriate body who will take to the BOD for approval to send to membership.
Step2	Letter Ballot is sent to Membership and is approved	Exact wording approved by membership is entered into Bylaws

Rules Actions Table, continued

ROB Changes	
Action starts subsequent action	SRC Action
The need for editorial/minor changes are discovered in the ROB	SRC may designate changes as minor only by unanimous consent. Editorial or minor changes are made to the ROB and reported to the Board of Directors at or before its next scheduled meeting.
A Council or Committee reporting to the BOD wishes to make changes to their ROB page	SRC vets changes, makes recommendation and sends back to the council or committee for their final action and submission to the BOD for approval.
Committee reporting to Councils wishes to make changes to their ROB page	SRC vets changes, makes recommendation to Council. SRC's input is returned via the Council. The Council will take the final request for changes to the Board.
Any individual or body wishes to make changes the ROB	SRC vets changes, makes recommendation and sends back through channels for final action and submission to the appropriate body. The originator or the appropriate body will submit to the BOD for approval. SRC may submit to the board in behalf of the individual or Body.
BOD wishes to make changes that affect ROB but does not address the rule change.	SRC or BOD takes action item to compose necessary changes. SRC or BOD later takes motion to BOD for approval.

Rules Actions Table, continued

ROB changes MOP Officers and BOD		
	Action starts subsequent action	SRC Action
	The need for editorial/minor changes are discovered in the MOP for Officers and Directors	SRC may designate changes as minor only by unanimous consent. Editorial or minor changes are made to the MOP for Officers and Directors and reported to the Board of Directors at or before its next scheduled meeting.
	Any individual or Body wishes to make changes the MOP for Officers and Directors	SRC vets the proposed changes, makes recommendation and sends back to the individual or body for their final action and their submission to the BOD for approval. SRC may submit to the board in behalf of the individual or Body.

Rules Actions Table, continued,

MOP Changes-Councils and Committees	
Action starts subsequent action	SRC Action
The need for changes are discovered in MOPs of Councils or Committees Reporting to the BOD	Council or committee makes editorial or minor changes to the MOP.
The need for editorial/minor changes are discovered in MOPs of Councils or Committees Reporting to the BOD	SRC reviews and approves changes, reports to BOD as an information item.
Committees reporting to Councils wish to make changes to their MOPs.	The councils will review and approve changes.
SRC wishes to make changes to its MOP	SRC reviews and approves changes, reports to BOD as an information item.



Templates and Guidelines

Templates and Guidelines

These can be found on-line at the SRC page or in our Reference Manual:

1. ROB Template
2. Guidelines for Manuals of Procedures and Reference Manuals



Rules Change - Case Study

Excerpt

This sample shows how to effectively present a policy or rule change. Although this much detail is not required, it helps the board understand the location of the new policy or rule as well as the context where it will reside.

The cover page of the proposed policy change is the first page of the volume where the rule change will reside.



VOLUME 1

PRINCIPLES, POLICIES & POSITION STATEMENTS

Through June 27, 2012

VOLUME 1

PRINCIPLES, POLICIES & POSITION STATEMENTS

Table of Contents

- 1.100 GOVERNING DOCUMENTS AND PRINCIPLES
 - 1.100.001 Government
 - 1.100.002 Definitions
- 110. MISSION, CORE VALUES AND VISION
 - 1. Mission Statement
 - 2. Core Values
 - 3. Vision Statement
 - 4. Positioning Theme
- 1.120 BYLAW S
- 1.130 STRATEGIC PLAN
- 1.140 CODE OF ETHICS
 - 1.140.001 Code of Ethics
 - 1.140.002 Conflict of Interest - ASHRAE Members
- 1.200 POLICIES
 - 1.200.001 Assignment of Policies
 - 1. Planning Policy
 - 2. Units Policy
 - 3. Policy on Use of ASHRAE Standards Building Codes and Other Regulations
 - 4. Policies and Definitions of ASHRAE Standards and Related Documents
 - 5. Health Impacts of ASHRAE Standards
 - 6. Health and Safety Impacts of ASHRAE Publications
 - 7. (reserved for future use)
 - 8. ASHRAE Policy on Standards and Guidelines that Address Smoking Spaces
 - 9. Commercialism Policy
 - 10. Web Site Policies
 - 1.2010.11 List Server Rules
 - 12. Building Sustainability Policy
 - 13. Pricing Policy
 - 14. Advertising Policy
 - 15. Disk Copyright
 - 16. Disclaimer
 - 17. Reprints and Translation Policy
 - 18. Confidential Research Projects
 - 19. Policy for ASHRAE Special Projects
 - 20. ASHRAE Contracts Office
 - 21. Security and Privacy Policy 1.2010.22
 - Contract Data Availability Policy 1.2010.23
 - Investment Policy
 - 24. Policy for the Use of the Golden Circle Logo
 - 25. Business Card Policy
 - 26. Policy on Renaming ASHRAE Membership Lists to Other Associations 1.2010.27
 - Travel Reimbursement Policy

- 28. Indemnification Resolution
- 29. Policy on Computer Algorithms
- 30. Growth and Development Policy
- 31. Smoking Policy
- 32. Minutes
- 33. ASHRAE Fellow Recognition
- 34. International Policy for Standards
- 35. Policy on Membership Admissions and Grade Advancement 1.2010.36
- Policy on ASHRAE Spokesperson
- 37. Policy on the Promotion of Grassroots Advocacy Programs
- 38. Policy on ASHRAE Endorsement of Other Organizations' Certification Programs
- 120.10.39 Policy on Use of Guidelines in ASHRAE Document Titles

Next, the location of the new policy is shown in the volume index

1.200 POLICIES		
1.200.001 Assignment of Policies 08-06-25-29/09-01-28-25/10-01-27-01		
Each of the following policies of the Board is assigned to a council, standing committee or other body of the Society as the cognizant committee for the purposes of (1) periodic review and (2) recommendation of interpretations and/or revisions to the Board of Directors.		
1.200.002 Table of Cognizant Committees 08-06-25-29/08-06-25-13		
ROB Number	ROB Policy	Cognizant Committee
1.201.001	Planning Policy	Planning Committee
1.201.002	Units Policy	Pub Ed Council
1.201.003	Policy on Use of ASHRAE Standards in Building Codes and Other Regulations	Standards Committee
1.201.004	Policy and Definitions of ASHRAE Standards and Related Documents	Standards Committee
1.201.005	Health Impacts of ASHRAE Standards	Environmental Health Committee
1.201.006	Health and Safety Impacts of ASHRAE Publications	Environmental Health Committee
1.201.007	(unused number—reserved for future use)	
1.201.008	ASHRAE Policy on Standards and Guidelines that Address Smoking Spaces	Technology Council
1.201.009	Commercialism Policy	Pub Ed Council
1.201.010	Web Site Policies	Electronic Communications Committee
1.201.011	List Server Rules	Electronic Communications Committee
1.201.012	Building Sustainability Policy	Technology Council
1.201.013	Pricing Policy	Pub Ed Council with assistance from Publications Committee
1.201.014	Advertising Policy	Pub Ed Council with assistance from Publications Committee
1.201.015	Disk Copyright	Pub Ed Council with assistance from Publications Committee
1.201.016	Disclaimers	Pub Ed Council
1.201.017	Reprint and Translation Policy	Pub Ed Council
1.201.018	Confidential Research Projects	Research Administration Committee
1.201.019	Policy for ASHRAE Special Projects	Technology Council
1.201.020	ASHRAE Canada Office	Members Council
1.201.021	Security and Privacy Policy	Members Council
1.201.022	Contact Data Availability Policy	Members Council
1.201.023	Investment Policy	Finance Committee
1.201.024	Policy for the Use of the Golden Circle Logo	Research Promotion Committee
1.201.025	Business Card Policy	Members Council
1.201.026	Policy on Renting ASHRAE Membership Lists to Other Organizations	Members Council
1.201.027	Travel Reimbursement Policy	Finance Committee
1.201.028	Indemnification Resolution	Finance Committee
1.201.029	Policy on Computer Algorithms and Programs	Electronic Communications Committee
1.201.030	Growth and Development Policy	Members Council
1.201.031	Smoking Policy	Conferences and Expos Committee
1.201.032	Minutes	Society Rules Committee
1.201.033	ASHRAE Fellow Recognition	Members Council
1.201.034	International Policy for Standards	Standards Committee
1.201.035	Policy on Membership Admissions and Grade Advancement	Members Council
1.201.036	Policy on ASHRAE Spokesperson	Executive Committee
1.201.037	Policy on Promotion of Grassroots Advocacy Programs	Advocacy Committee
1.201.038	Policy on ASHRAE Endorsement of Other Organizations' Certification Programs	Executive Committee
1.201.039	Policy on Use of "Guideline" in ASHRAE Document Titles	Standards Committee

In this case, there is a list of policies and the responsible committee. The proposed policy is added to the list.



This certifies that

Type Your Name Here

Has Attended

**Society Rules Committee
Training**

August 22, 2017

This is an unapproved ASHRAE document



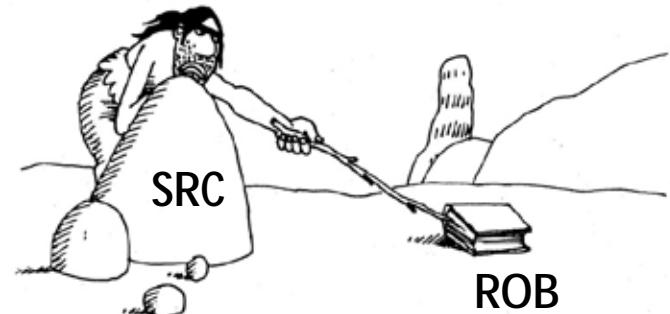
ASHRAE Rules of the Board, Volume 3

Manuals and Procedures

Larry Markel

General Pontification

- Read “your” volume carefully
- Read the other volumes, too – there are links between volumes (sometimes not obvious)
 - Changes in one place may ripple to others
 - Be alert for inconsistencies within ROB
- Read it critically
 - Is everything stated clearly and unambiguously?
 - should it be in ROB? Or a MOP?
 - Is it out of date?



VOLUME 3

MANUALS and PROCEDURES

Table of Contents

- 3.100 CONFERENCES**
- 3.200 DUES, FEES, PRIVILEGES**
- 3.300 ELECTION AND APPOINTMENT PROCEDURES**
- 3.400 MANUAL OF PROCEDURES FOR OFFICERS AND DIRECTORS**
- 3.500 PROCEDURES FOR ASHRAE STANDARDS ACTIONS**
- 3.700 SOCIETY SCHOLARSHIP PROGRAM GUIDELINES**
- 3.800 ASHRAE ASSOCIATES**
- 3.900 MISCELLANEOUS PROCEDURES**
 - 3.910 Staff Manual**
 - 3.920 Criteria for the Formation of a New ASHRAE Region**
 - 3.950 Rights and Responsibilities and General Guidelines for Co-Sponsoring Organizations for ASHRAE Public Sessions**
 - 3.960 Chapter Technical Publications**
 - 3.970 Region-At-Large Sub-Region Chair Qualifications and Responsibilities**
 - 3.980 Enforcement Procedures for Violation of the ASHRAE Code of Ethics**

Contents VOLUME 3 MANUALS and PROCEDURES

- 3.100 GUIDELINES FOR ASHRAE CONFERENCES
- 3.200 DUES, FEES, PRIVILEGES – revised so actual \$ don't require annual
ROB updates
- 3.300 ELECTION AND APPOINTMENT PROCEDURES – updated & ongoing
- 3.400 MANUAL OF PROCEDURES FOR OFFICERS AND DIRECTORS –
update in progress. Some to move to Reference Manual. Orphaned
Appendix D (Mentoring Program)
- 3.500 Hold for future use.
- 3.600 Hold for future use.
- 3.700 SOCIETY SCHOLARSHIP PROGRAM GUIDELINES
- 3.800 ASHRAE ASSOCIATES
 - 3.810 Operational Guidelines for ASHRAE Associate Society Alliance
- 3.900 MISCELLANEOUS PROCEDURES
 - 3.910 Staff Manual – will be removed (some material put in other ROB
sections or committee MOPs)
 - 3.920 Criteria for the Formation of a New ASHRAE Region
 - 3.960 Chapter Technical Publications
 - 3.970 Region-At-Large Sub-Region Chair Qualifications and
Responsibilities
 - 3.980 Enforcement Procedures for Violation of the ASHRAE Code of Ethics –
recently updated

To-do List

General updates, housekeeping

- Keep ROB current and accurate
- Requests from committees, Councils, ExCom (e.g., reorganization/restructuring of committees)

3.400 MANUAL OF PROCEDURES FOR OFFICERS AND DIRECTORS

- update in progress.
- Some to move to Reference Manual.
- Appendix D Mentoring Program not referenced, but applies to all committees (not just BOD)

3.910 Staff Manual

- will be removed
- some material put in other ROB sections or committee MOPs



ASHRAE Rules of the Board, Volume 4

Sunset Rules and Interpretations

Don Brandt



Shaping Tomorrow's
Built Environment Today™

MANUAL OF PROCEDURES
SOCIETY RULES COMMITTEE

December 12, 2008
Amended May 2013
Approved, June 2014

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 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.
- 2.2 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.
- 2.3 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).
- 2.4 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.
- 2.5 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.
- 2.6 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."

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

3 MEMBERSHIP

In addition to the six (6) voting members, a nonvoting liaison should be recruited from each council. This member should represent the council's operations committee.

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 members.
- 4.6 Assign specialties to members to strengthen the committee's skills in each area. These specialists should become very familiar with existing documents and rules that influence and govern their specialty. Suggested specialists are ROB, MOP, Membership, Policy, Procedure, etc.
- 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

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 60 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 one or more councils or committees. 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 MAINTAINED BY SRC

- 8.1 Executive
- 8.2 Finance
- 8.3 Nominating
- 8.4 Planning
- 8.5 President-Elect Advisory
- 8.6 Advocacy
- 8.7 Society Rules
- 8.8 Building Energy Quotient

9. Mentoring Program

The Chair shall assign experienced committee members to serve as a mentor 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.

10. Additional Documents

The following Documents should be read and understood by members of SRC

- 10.1 Guidelines for Awards (ROB 2.411.003.2)
- 10.2 Procedure for Revising Rules (ROB 1.100.002.4)



SRC Reference Manual

Larry Markel

SRC Reference Manual Contents

- Suggested MBO format
- Changes to Rules and MOPs
- Rules Actions Table
- ROB Template
- Guidelines for MOPs & RMs – **recently updated**

Rules Actions Table

Reminds us of the proper steps for Bylaw, ROB and MOP changes.

Sometimes SRC reviews committee updates to ROB/Bylaws:

- Are the changes accurate and self-consistent with ROB & Bylaws?
- Is the wording clear and unambiguous?
- SRC may ask a committee for clarification of its intent.

Sometimes SRC is asked to make changes or to clarify ROB

BOD has to approve any ROB changes and proposed Bylaw changes

Membership has to approve any Bylaw changes

Rules Actions Table, continued

ROB Changes	
Action starts subsequent action	SRC Action
The need for editorial/minor changes are discovered in the ROB	SRC may designate changes as minor only by unanimous consent. Editorial or minor changes are made to the ROB and reported to the Board of Directors at or before its next scheduled meeting.
A Council or Committee reporting to the BOD wishes to make changes to their ROB page	SRC vets changes, makes recommendation and sends back to the council or committee for their final action and submission to the BOD for approval.
Committee reporting to Councils wishes to make changes to their ROB page	SRC vets changes, makes recommendation to Council. SRC's input is returned via the Council. The Council will take the final request for changes to the Board.
Any individual or body wishes to make changes the ROB	SRC vets changes, makes recommendation and sends back through channels for final action and submission to the appropriate body. The originator or the appropriate body will submit to the BOD for approval. SRC may submit to the board in behalf of the individual or Body.
BOD wishes to make changes that affect ROB but does not address the rule change.	SRC or BOD takes action item to compose necessary changes. SRC or BOD later takes motion to BOD for approval.

Rules Actions Table, continued

Rules Actions Table, continued,

MOP Changes-Councils and Committees	
Action starts subsequent action	SRC Action
The need for changes are discovered in MOPs of Councils or Committees Reporting to the BOD	Council or committee makes editorial or minor changes to the MOP.
The need for editorial/minor changes are discovered in MOPs of Councils or Committees Reporting to the BOD	SRC reviews and approves changes, reports to BOD as an information item.
Committees reporting to Councils wish to make changes to their MOPs.	The councils will review and approve changes.
SRC wishes to make changes to its MOP	SRC reviews and approves changes, reports to BOD as an information item.



Templates and Guidelines

Don Brandt



VOLUME 4

OPERATION AND ADMINISTRATION

(ROB reflects principal motions through the Post Chicago Board Information Meeting - March 2018)

RULES OF THE BOARD OF DIRECTORS

Table of Contents

4.100 SUNSET RULES

4.100.001	GENERAL
4.100.001.1	Legal Counsel
4.100.001.2	Certified Public Accountant
4.100.001.3	Bank Resolutions
4.100.001.4	Investment Advisor
4.100.002	BUDGETS
4.100.002.1	General Fund Budget
4.100.002.2	Research Fund Budget
4.100.002.3	Capital Assets Budget
4.100.003	RESEARCH
4.100.004	STANDARDS
4.100.005	APPOINTMENT OF SPECIAL COMMITTEES
4.100.006	COMMITTEES AND COUNCILS
4.100.007	MEETING DATES AND LOCATIONS
4.100.008	COOPERATION WITH OTHER GROUPS
4.100.009	CO-SPONSORSHIP OF STANDARDS
4.100.010	EDUCATIONAL PROGRAMS/COURSES
4.100.011	MEMBERS/MEMBERSHIP
4.100.012	STRATEGIC PLAN
4.100.013	MEMORANDA OF UNDERSTANDING BETWEEN ASHRAE AND OTHER ORGANIZATIONS
4.100.014	CERTIFICATION
4.100.015	BOARD OF DIRECTORS
4.100.016	SPECIAL PROGRAMS
4.100.017	STAFF
4.100.018	WAIVERS OF RULES OF THE BOARD
4.200	INTERPRETATIONS

RULES OF THE BOARD OF DIRECTORS

4.100 SUNSET RULES

4.100.001 General

A. Legal Counsel

1. The firm of King & Spalding is retained as ASHRAE legal counsel for fiscal year 2017-2018.
(17-06-28-01/16-06-29-01/15-07-01-01)

B. Certified Public Accountant

1. Jones & Kolb is approved as Certified Public Accountant for ASHRAE for fiscal year 2017-2018.
(17-06-28-01/16/06/29-01/15-07-01-01)

C. Bank Resolutions

1. Appropriate and required bank resolutions for institutions in which ASHRAE funds are deposited for 2017-2018-
are executed by the officers.
(17-06-28-01/16-06-29-01/15-07-01-01)
2. ASHRAE will open a new bank account in Dubai, UAE
(17-06-25-10)

D. Investment Advisor

1. Oakbridge Partners, Ltd. is the ASHRAE investment advisor for fiscal year 2017-2018.
(17-06-28-01/16-06-29-01/15-07-01-01)

4.100.002 Budgets

A. General Fund Budget

1. The 2017-2018 draft budget for the General Fund, inclusive of council budgets, showing a deficit of \$301,400 is
approved.
(17-06-28-01/14-06-29-01/17-06-25-06)
2. Approves to withdraw from the ASHRAE Reserve Fund of \$100,000 spread across Society Years 2017-18 and
2018-19 to support the development of the Strategic Plan that will become effective in July 2019
(17-08-01-02)

B. Research Fund Budget

1. The 2017-2018 budget for the Research Fund showing total revenue and expenses of \$5,608,800 is
approved.
(17-06-25-07/16-06-26-03/15-06-28-0214-06-29-02)

C. Capital Assets Budget

1. The discretionary capital expenditure budget for 2017-2018 is \$200,000 and that an additional \$150,000 for
upgrading Society's Association Management software.
(17-06-26-05/16-06-26-04/15-06-28-03/12-06-24-08/13-01-27-03/13-06-23-0314-06-29-03)

4.100.003 Research

- A. Six percent (6%) of the Research Reserve Fund portfolio value shall be budgeted as income for ASHRAE Society
Year 2017-2018.
(17-11-04-08)

4.100.004 Standards

- A. ASHRAE shall utilize the strategy in the document "Suggested EUI [Energy Use Index] 'Targets' for Code-Intended
Standards." (Document located in BOD minutes 2007-03-25, Attachment R)
(07-03-25-25)
- B. The ASHRAE Board of Directors commits itself to the development of verifiable performance metrics and
verification methods for next generation of residential building energy standards.
(09-06-21-08)
- C. ASHRAE shall utilize the strategies and recommendations contained in Section 1 of the "Report of the
Technology Council Ad Hoc Committee on Energy Targets" dated 18 June 2010 and received by the BOD on
June 22, 2010 (BOD Minutes, June 27, 2010, Attachment A).
(10-06-27-03)

D. The Board of Directors directs Technology Council to develop a plan to implement the recommendations set forth in the Energy Targets Ad Hoc Committee Report, including an organizational structure with refined fiscal estimates. (10-06-27-04)

4.100.005 Appointment of Special Committees

4.100.006 Councils and Committees

A. A volunteer-driven ASHRAE Sustainable Technology in Action program is established beginning in the 2008-09 Society year. Funding will be provided by ASHRAE up to \$20,000 per Annual or Winter Meeting. (08-06-25-10D)

4.100.006.10

The 2013-14 ASHRAE Advocacy priorities are as follows (not in priority order): (13-01-30-03)
Environmental and natural resources
Energy efficiency
Indoor environmental quality
Building industry workforce
Building performance

4.100.006.11

The 2014-15 ASHRAE Advocacy priorities are as follows (not in priority order):
Building Energy Data: A Critical Resource
Climate Change and Building Energy Efficiency
Consensus Standards: Expert Solutions to Meet National Needs
Energy Efficiency for Buildings and HVAC&R Equipment
Energy Use Metrics and Targets for Commercial Buildings
Research and Development Needs to Meet National Goals
Science, Technology, Engineering and Mathematics Education & Competitiveness
Commercial Building Energy Use Disclosure

4.100.007 AHR Meeting Dates and Locations

A. Locations by year of future AHR Expositions are approved as follows: (15-05-31/11-02-02-01)

2018	Chicago	January 20 –24
2019	Atlanta	January 12 – 16
2020	Orlando	February 1 – 5

4.100.008 Cooperation with Other Groups

- A. ASHRAE shall participate in the HVACR Workforce Development Foundation. (10-01-27-07)
B. The Joint ASHRAE-CIBSE Building Energy Labeling Agreement is approved. (12-10-26-04)
C. Chartered Institute of Building Services Engineers (CIBSE) (13-01-30-04)

4.100.009 Co-sponsorship of Standards

- A. The Illuminating Engineering Society (IES) is co-sponsor of the proposed standard project titled, *Commissioning Process for Buildings and Systems*, with ASHRAE as the lead organization. (10-06-30-25)
B. The National Electrical Manufacturers Association (NEMA) is co-sponsor of the proposed new standard project titled, *Facility Smart Grid Information Model*. (10-06-30-26)

- C. Illuminating Engineering Society (IES) is co-sponsor of ANSI/ASHRAE Standard 90.2-2010, *Energy Efficient Design of Low-Rise Residential buildings*, with ASHRAE as the lead organization. (10-10-23-01)
- D. ASHRAE is co-sponsor BSR/SMACNA 021-201x, *HVAC Total System Air Leakage Manual*, with SMACNA being the lead organization. (11-02-02-13)

4.100.010 Educational Programs/Courses

4.100.010.1

ASHRAE shall hold an industry forum on commissioning during the 2012-13 Society year at a cost not to exceed \$12,000.00 to cover travel for attendees.

4.100.011 Members/Membership

4.100.012 Strategic Plan

A. ASHRAE has committed to a strategic planning process designed to bring enhanced focus to its activities. Working with the ASHRAE membership and its partners, the Board of Directors has developed this strategic plan to help direct the organization over the next three to five years. This plan was approved on June 24, 2014.

4.100.13 Memoranda of Understanding

A. Memoranda of Understanding between ASHRAE and the following:

1. Accreditation Board for Engineering and Technology (ABET) (82-06-30-09)
2. American Society of Civil Engineers (ASCE) (89-06-29-13)
3. National Society of Professional Engineers (NSPE) (00-02-06-18)
4. Association of German Engineers-Building Services Department (VDI-TGA) (00-02-06-19)
5. U.S. Army Corps of Engineers (USACE) (02-06-23-11)
6. U.S. General Services Administration (USGSA) (02-06-23-11)
7. International Institute of Refrigeration (IIR) (02-06-23-11)
8. U.S. Green Building Council (USGBC) (02-06-23-11)
9. U.S. Department of Energy (USDOE) (14-01-22-05/04-01-29-59)
10. American Institute of Architects (AIA) (04-01-29-59)
11. Cyprus Mechanical Engineers Association (CMEA) (05-06-29-08)
12. United Nations Environmental Programme, Division of Technology and Economics (UNEP/DTIE) (05-10-29-01/06-03-20-01)
13. American Society for Health Care Engineering (ASHE) (05-10-29-02)
14. International Code Council (ICC) (06-03-20-01)
15. Association of Higher Education Facilities Officers (APPA) (06-03-20-01/16-01-27-04)
16. Chinese Association of Refrigeration (CAR) (06-03-20-02)
17. Practice, Education and Research of Sustainable Infrastructure (PERSI) (06-06-29-12B)

18. Federation of European Heating and Air Conditioning Associations (REHVA)	(07-01-31-13)
19. Canada Green Building Council (CaGBC)	(07-01-31-13)
20. Mexico Green Building Council (Mexico GBC)	(07-06-27-12)
21. Green Building Council Brazil (GBCB)	(08-01-20-09)
22. Building Owners and Managers Association (BOMA)	(08-01-20-13)
23. Australian Institute of Refrigeration, Air conditioning and Heating (AIRAH)	(08-06-22-10)
24. National Environmental Balancing Bureau (NEBB)	(08-06-22-16)
25. Green Building Alliance (GBA)	(08-06-25-08)
26. Global Cold Chain Alliance (GCCA)	(08-06-25-9C)
27. Air Conditioning, Refrigeration and Building Services International Exposition (ACREX)	(09-01-25-10)
28. Facility Guidelines Institute (FGI)	(09-01-25-11/09-06-21-10/15-06-28-07)
29. Green Building Initiative (GBI)	(09-01-25-12)
30. Singapore Building and Construction Association (SBCA)	(09-01-28-04)
31. Indian Green Building Council (IGBC)	(09-06-21-11)
32. Serbian Society for Heating, Refrigeration and Air-Conditioning A. The Serbian Society for Heating, Refrigeration and Air-Conditioning Faculty of Technical Science, University of Novi Sad, Serbia B. University of Novi Sad ASHRAE Student Branch	(10-01-27-03)
33. Kuwait University College of Engineering and Petroleum	(10-01-27-04)
34. Greater Philadelphia Innovation Cluster (GPIC)	(11-06-26-13)
35. International Association of Plumbing and Mechanical Officials (IAPMO)	(12-01-22-06)
36. Association of Facilities Engineering (AFE)	(12-07-26-02/16-01-27-02)
37. Society of Heating, Air-Conditioning and Sanitary Engineers of Japan (SHASE)	(12-07-26-03)
38. National Association of State Energy Officials (NASEO)	(12-12-14-01)
39. Council of American Mechanical and Electrical Engineers (CAMEE)	(12-12-19-01)
40. Serbian Society for Heating, Refrigeration and Air-Conditioning A. The Serbian Society for Heating, Refrigeration and Air-Conditioning University of Nis, Faculty of Mechanical Engineering in Nis, Serbia, and University of Nis ASHRAE Student Branch	(13-01-27-05)
41. International Institute of Ammonia Refrigeration (IIAR)	(13-11-7-08)
42. Indoor Environmental Quality Global Alliance (IEQ)	(14-06-24-01)

43. Department of Energy (DOE)	(15-01-25-02)
44. National Sanitation Foundation	(15-07-01-09)
45. American Institute of Architects (AIA)	(15-01-27-01)
46. International District Energy Association (IDEA)	(16-01-27-03)
47. Kuwait Foundation for the Advancement of Science (KFAS)	(16-06-26-07)
48. Lawrence Berkeley National Laboratory (LBNL)	(16-06-29-05)
49. United Nations Development Programme	(17-01-29-06)
50. Association of German Engineers (VDI-GBG)	(17-01-29-07)
51. Indian Society of Heating, Refrigeration and Air-Conditioning Engineers	(17-01-29-08)
52. Institute of Refrigeration (IoR)	(17-03-01-5)
53. American Filtration Society (AFS).....	(17-06-25-01)
54. Indoor Environmental Quality – Global Alliance (IEQ-GA).....	(17-06-25-02)
55. Pakistan HVAC & R.....	(17-06-25-03)
56. Federation of European Heating, Ventilation and Air-Conditioning Associations (REHVA).....	(17-06-25-04)
57. Associazione Italiana Condizionamento dell'Aria Riscaldamento Refrigerazione (AiCARR)	(18-01-21-01)

4.100.014 Certification

4.100.015 Board of Directors

4.100.015.1 Resolution on High-Impact Governance	(08-06-22-04)
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A. *Whereas*, ASHRAE's long-term effectiveness and growth in a changing, challenging environment depend on the high-impact leadership of a Board that continuously answers three critical questions in a full and timely fashion: Where should ASHRAE be headed, and what should it become, over the long run? What should ASHRAE be now and in the near-term? And how is ASHRAE performing as a nonprofit corporation, both financially and programmatically?

B. *Whereas*, the ASHRAE Board needs to transition itself from a body immersed in technical and operational detail to a body that focuses on governance and high-level, strategic decisions.

C. *Be it resolved that*:

The ASHRAE Board of Directors affirm its commitment to high-impact governance and declare its intention to strengthen the Board's governing role and processes by making significant and timely changes to the Board committee structure and the work of the Board.

4.100.015.2 Resolution on Additional Licensure Requirements	(08-06-22-11/12-12-14-03)
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A. *Whereas*, in 2006, the National Council of Examiners for Engineering and Surveying (NCEES) approved language in its model law requiring an additional 30 credit hours – roughly the equivalent of a master's degree - for obtaining licensure as a Professional Engineer (PE), beginning in 2015;

B. *Whereas*, in 2008, NCEES extended its timeline for implementation of that requirement to 2020;

- C. Whereas, initiatives related to these proposed licensure revisions are alternatively known as "bachelor's-plus-30" (BS+30) or "master's-or-equivalent" (MOE);
- D. Whereas, the typical scope of an ABET-accredited bachelor's degree has been shown time and again to accommodate technical breadth and flexibility and the intellectual skills necessary for engineering graduates to fulfill requirements necessary for PE licensure;
- E. Whereas, the current system of examinations and supervision in practice are workable, effective, and adaptable, resulting in highly competent PEs;
- F. Whereas, states license engineers to protect the health, safety, and welfare of the general public, but there is no concrete evidence to support the contention that additional education requirements demonstrate significant improvement in improving that protection;
- G. Whereas, committing an additional year to obtain an extra 30 credits would be a significant deterrent for many interested and capable students who might otherwise pursue engineering degrees and careers;
- H. Whereas, additional education requirements would likely result in a reduced supply of licensed engineers able to practice in a state, a lessening of that state's technological competitiveness, and an increase in costs for engineering services;
- I. Whereas, technological change is continuous and, as such, professionalism and continuing education throughout an engineering career are imperatives;
- J. Whereas, ASHRAE will continue to develop educational programs that assure its members remain at the forefront of engineering practice and technologies;
- K. Resolved, the ASHRAE Board of Directors opposes efforts to increase educational requirements for licensure as a Professional Engineer and encourages states and licensing boards to reject such proposals for the aforementioned reasons.

4.100.015.3 Resolution on Qualifications-Based Selection of Design Professionals (12-06-24-09)

- A. Whereas, ASHRAE is a volunteer-led building technology society that is driven by technical excellence in research, standards writing, publishing and continuing education serving the HVAC & R industry;
- B. Whereas, ASHRAE recognizes the economic pressures that are inevitably exerted on technical excellence through a bidding process that uses low price as its sole criteria in the selection of design professionals;
- C. Whereas, in many cases, the pursuit of low price precludes the design professional from including into the bid the resources that allow for the proper selection of building systems based upon energy efficiency, indoor air quality and sustainability, the hallmarks of technical excellence;
- D. Whereas, it is in the public's best interest to have the design professional make decisions that preserve and protect our environment for future generations, which is possible only through designs that implement energy efficiency, indoor air quality and sustainability; and
- E. Whereas, true technical excellence invariably produces a long-term, cost effective and sustainable solution, thus preserving our environment for future generations; therefore, be it
- F. Resolved, that all design professionals required for the design and construction of the built environment be selected through negotiation based upon the qualifications of the design professional; and
- G. Resolved, that qualifications considered during the selection process include experience, expertise and creativity, making it more likely that technical excellence can be achieved.

4.100.016 Special Programs

- A. The ASHRAE Board of Directors approve changing the name of the "ASHRAE Foundation Learning Center" to the "Carolyn and Damon Gowan Learning Center." (17-06-28-04)

4.100.017 Staff

- 4.100.18 **Waivers of Rules of the Board** (16-06-29-02 and 03)
A.The Rule of the Board 3.920 Criteria for the Formation of a New Region 3.920.001 Prerequisites be waived for the creation of the European Region July 1, 2017. (17-05-01-1)
- B.The Rule of the Board 32.301.001 MEMBERSHIP – MEMBERS COUNCIL be waived for Dr.. Chris M. Gray, RMCR who represents Region VII but lives on the border of Region VII and Region IV.(17-06-28-02)
- C.The Nominating Committee Rule of the Board 2.415.003.1 Article E regarding background checks be waived for Society Year 2017-2018. (17-11-04-10_
- D. The Rule of the Board 3.300.001.D as follows be waived:
ROB 3.300.001 D Election
There shall be published in that issue of the official publication that is distributed two months prior to the month of the Annual Meeting the names and qualifications of the consenting nominees as submitted by the Nominating Committee and the names and qualifications of the consenting nominees submitted by any petitioning group, as provided for in the Bylaws. (18-03-10-02/74-06-23-24/87-03-29-63)

4.200 INTERPRETATIONS

- A. The Board of Directors implements a policy to follow the United States Department of State list of countries, if an issue arises regarding the sovereignty of a geographic area. (14-01-22-06/14-07-02-30)

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