



Shaping Tomorrow's
Built Environment Today

MINUTES

SOCIETY RULES COMMITTEE WEB MEETING

**Monday, October 29, 2018
11:30 am – 12:30 pm**

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

Society Rules Committee Web Meeting
October 29, 2018
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PRINCIPAL MOTIONS
Society Rules Committee Web Meeting
October 29, 2018

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2 – 4 that changes to the SRC MOP and Reference Manual be approved as presented

3 – 5 that ROB 3.910 Staff Manual be deleted in its entirety due to the fact that this information is also covered in the Employee Handbook

4 - 6 that Section 2.105.012 of the Rules of the Board be revised as shown below.

2.105.012 Chief Staff Officer, Staff Directors (67-04-24-13/78-06-25-05/86-06-22-27/96-02-22-73)
The Chief Staff Officer as defined in Society Bylaws section 5.56 is also designated Executive Vice President.

2.105.012.1 (61-06-29-29/EC 83-01-21-11)

The Chief Staff Officer, Secretary and Staff Directors shall be employed on a continuing basis, subject to termination by the employee upon 90 days' written notice to the Executive Committee, or by the Executive Committee upon 90 days' written notice to the employee, and to continue employment except for conduct deliberately in conflict with the best interest of the Society.

2.105.012.2

The Executive Committee shall annually review the performance of the Executive Vice President. The President shall appoint a committee to conduct the performance review. At a minimum, the committee shall be comprised of the following members:

- A. The President
- B. The President-Elect
- C. The Treasurer

The committee shall provide a summary report of the performance review to the Executive Committee and to the Board of Directors in an Executive Session as described in the Rules of the Board.

Once every three (3) years, the annual performance review of the executive vice president shall be a professional feedback review process, commonly known as 360-performance review, conducted by an outside organization selected by the Executive Committee. The 360- performance review shall solicit feedback from:

- A. Select members of ASHRAE staff, who shall be randomly selected by the outside organization from a current staff roster;
- B. Select members of ASHRAE's Board of Directors, who shall be randomly selected by the outside organization from a current Board of Directors roster;
- C. Select members from each of the three (3) councils reporting to the Board of Directors, who shall be randomly selected by the outside organization from the current rosters of each of the council;
- D. Select individuals from ASHRAE membership. The Director of Member Services shall provide a list of twenty (20) members in good standing for the outside organization to randomly select individuals.

A full report of the 360-performance review shall be submitted to the committee appointed by the President to review the performance of the Executive Vice President. The committee shall provide a summary report of the performance review to the Executive Committee and to the Board of Directors in an Executive Session as described in the Rules of the Board.

A member of the Board of Directors can request from the President to review the full report of the Executive Vice President's performance review. Hardcopy of the report will be made available for the requesting Board member's review at ASHRAE headquarters.

2.105.012.32 (96-02-22-73)

Jeff Littleton, in his capacity as Chief Staff Officer appointed by the Board of Directors of the Society pursuant to Section 5.56 of the Bylaws of the Society, shall be entitled to use the title "Executive Vice President." Such title shall be an honorific and shall not constitute an elected office of the Society for any purpose under the Bylaws of the Association.

5 – 7 that the Technology Council MOP be approved as presented

ACTION ITEMS
 Society Rules Committee Web Meeting
 Action Items
 October 29, 2018

<u>No. - Pg.</u>	<u>Responsibility</u>	<u>Summary</u>	<u>Status</u>
1 - 5	Markel	Contact PEC Chair Keen about adding items in ROB 3.910.006.2 to the PEC MOP	_____
2 - 5	Brandt	Contact cognizant councils and ask for their comments on whether they wish to capture highlighted information on ROB 3.910 and add it to their MOP	_____
3 - 5	Brandt	Post the ROB 3.910 with highlights on SRC basecamp so councils can post their comments.	_____
4 - 5	Markel	Post changes to Appendix D Mentoring Program on basecamp for comments	_____
5 - 5	Markel	Post Officer and Director MOP changes on Basecamp and ask for comments.	_____
6 - 5	Neme	Follow up on suggestion of moving list of awards to the Members Council MOP	_____
7 - 10	Fulk	Follow up on comments from Task Group on changes to the MOP for Ethics Review	_____

MINUTES

SOCIETY RULES COMMITTEE WEB MEETING

Monday, October 29, 2018
11:30 am – 12:30 pm

MEMBERS PRESENT: Don Brandt, Chair
Larry Markel, Vice Chair
Ken Fulk
Bill Klock
Dunstan Macauley
Art Giesler, Cons. Leon
Shapiro, Cons.

MEMBERS ABSENT: Trent Hunt
Julia Keen, CO

STAFF PRESENT: Mary Dean Townsend
Claire I. Neme

CALL TO ORDER

Chair Don Brandt called the meeting to order at 11:32 am on Monday, October 29, 2018. Members 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 Brandt asked if there were additions to or deletions from the agenda. The agenda was approved as presented.

APPROVAL OF MINUTES

Mr. Brandt called for a motion to approve the SRC minutes from the August 7, 2018 SRC meeting. Mr. Fulk moved and it was seconded

(1) that minutes from the SRC meeting of August 7, 2018 be approved as presented.

MOTION 1 PASSED (4-0-0-CNV)

OLD BUSINESS

SRC MOP and Reference Manual Final Review

Bill Klock presented final edits to the revised SRC MOP and Reference Manual. Larry Markel moved and it was seconded

(2) that changes to the SRC MOP and Reference Manual be approved as presented

MOTION 2 PASSED (4-0-0-CNV)

Staff Manual Changes

Larry Markel made the motion and it was seconded

- (3) that ROB 3.910 Staff Manual be deleted in its entirety due to the fact that it this information is Also covered in the Employee Handbook

MOTION 3 PASSED (4-0-0 CNV)

Mr. Markel suggested that ROB 3.910.005.3 Membership be removed; ROB 3.910.006.2 and items in other areas of this ROB may be considered for addition to the Publishing and Education Council ROB or MOP. Mr. Markel agreed to contact PEC Chair, Julia Keen, regarding this issue. AI 1

After further discussion, it was agreed that Mr. Brandt will write letters to the cognizant councils or committees and ask them to comment on whether they wish to capture the highlighted information in their MOP. The document will be posted on SRC basecamp to make it available to accept comments. AI 2
AI 3

Appendix D

Mr. Markel suggested that Appendix D Mentoring Program be deleted and become 2.105.004 Mentoring and move it into Volume 2. He agreed to post it on SRC Basecamp for comments. AI 4

ROB 2.200.006-Officer and Director MOP

Mr. Markel asked for comments on edits to the Officer and Director MOP which he will post on SRC Basecamp. AI 5

Honors and Awards List

It was suggested to move the list of awards to the Members Council MOP. Staff Liaison Candace DeV Vaughn is working with her committee chair on this issue. Staff took an action item to follow up. AI 6

MOP for Ethics Review

Ken Fulk agreed to send edits to the Task Group for further comment before the January meeting. AI 7

Number of MOUs

Ms. Townsend reported the number of MOUs are posted on the ASHRAE.ORG web site and is the best source to find a complete list.

NEW BUSINESS

Members Council Motion

Mr. Macauley discussed the confidential motion presented by Region III to a subcommittee of Members Council. The purpose of the motion is to provide needed transparency in the annual review of the Executive Vice President which is done by ExCom but not made available to the Board of Directors. It was recommended that the 360 review be done every three years and that it can be provided to the Board if requested. Bill Klock moved and it was seconded

that Section 2.105.012 of the Rules of the Board be revised as shown below.

2.105.012 Chief Staff Officer, Staff Directors (67-04-24-13/78-06-25-05/86-06-22-27/96-02-22-73)

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2.105.012.2

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MOTION 4 PASSED (4-0-1 CV) (Dunstan Macauley abstained)

Technology Council MOP approved by Tech Council

Mr. Fulk moved and it was seconded

that the Technology Council MOP be approved as presented

MOTION 5 PASSED (4-0-0 CNV)

ADJOURNMENT

The meeting was adjourned at 12:49 pm.

Respectfully submitted,

A handwritten signature in cursive script that reads "Mary Dean Townsend".

Mary Dean Townsend

cc: Board of Directors

Motion from Members Council
June 26, 2018

Motion: That Section 2.105.012 of the Rules of the Board be revised as shown below.

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Fiscal Impact: \$15,000 every three years to pay for 360 degree performance evaluation on the Society Executive Vice President, performed and administered by an outside firm.

Members Council approved this motion unanimously (CNV).