



Shaping Tomorrow's  
Built Environment Today

# **Reference Manual**

# **Society Rules Committee**

Approved by Society Rules Committee June 22, 2021

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SUGGESTED MBO FORMAT

**OBJECTIVES**

\_\_\_\_\_ Committee

Chairman: \_\_\_\_\_

Society Year: 20\_\_\_\_ - 20\_\_\_\_

Date: \_\_\_\_\_

Objective	Planned Completion Date	Fiscal Impact	Responsibility	Program Approved	Cost Budgeted	Status

- List objectives, not action items or ongoing committee activities such as updating the committee’s MOP.
- State objectives in clear, concise, measurable language. If necessary, cite sub-tasks and interim steps as a means of measuring objective completion.
- Cite both the completion date for the overall objective as well as individual sub-tasks.
- State fiscal impact in dollars, man-hours, or man-trips. State whether the program has been approved by the council and whether its cost has been included in the budget.
- State the primary responsible individual, subcommittee, or body.
- Report a brief but complete statement of status. Cite completion date if objective is fulfilled.

## Revisions to Rules of the Board

### Except From ROB Volume 3, 3.400:

10.3.3 *Changes to Rules of the Board - Proposed changes (additions and deletions) to Rules of the Board (ROBs) shall be submitted by committees, councils and Board members. Changes proposed by a committee shall be submitted through the body to which it reports; councils and Board members may submit proposed changes directly to the Board of Directors. A proposed change, addition or deletion, as a minimum, shall include the complete ROB number (e.g., 2.106.001.2), the proposed change(s) marked as indicated above, and the reason(s) for the change(s).*

10.3.3.1 *To propose a change to an existing ROB, present the current ROB with changes marked by double underlining to designate words proposed to be added and strikethrough to designate words proposed to be deleted.*

10.3.3.2 *To propose a new ROB, present the wording for the new rule and include a statement indicating a recommended placement of the new rule within the ROB organization. Examples:*

*It is recommended that this rule be placed in ROB Volume 1, Policies.*

*It is recommended that this rule be placed in ROB Volume 2, Publishing and Education Council.*

10.3.3.3 *To propose rescinding an existing ROB, include in the recommendation the ROB volume in which the rule is located, the rule number or other identification code, and the wording of the rule to be rescinded.*

### 10.4 GUIDELINES FOR REVISIONS OR AMENDMENTS TO SOCIETY DOCUMENTS

10.4.1 *Certificate of Consolidation - By application to the Secretary of the State of New York.*

10.4.2 *Bylaws - By vote of the Society membership.*

10.4.3 *Rules of the Board of Directors - By motions passed by the Board of Directors.*

10.4.4 *Model Constitutions and Bylaws - By motions passed by Members Council.*

10.4.5 *In case of a conflict, the Society documents are valid in the following order:*

*a. Certificate of Consolidation*

*b. Bylaws*

*c. Rules of the Board*

## Rules Actions Table

Type	Action starts subsequent action	SRC Action
<b>Bylaw Changes</b>		
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	SRC 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
<b>ROB Changes</b>		
	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.
<b>ROB changes MOP Officers and BOD</b>		
	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.
<b>MOP Changes-Councils and Committees</b>		
	The need for editorial/minor changes are discovered in MOPs of Councils or Committees Reporting to the BOD	Council or committee makes editorial or minor changes to the MOP. No action required by SRC.
	The need for substantive changes are discovered in MOPs of Councils or Committees Reporting to the BOD	Proposed changes are given to SRC for review, comment and approval SRC reports approved changes to BOD as an information item.
	Committees reporting to Councils wish to make changes to their MOPs.	Proposed changes are given to the governing Council with a request to review and approve. No action required by SRC
	SRC wishes to make changes to its MOP	SRC reviews and approves changes, reports to BOD as an information item.

### **Correct Wording for Motions to Approve Changes to ROB and MOPS**

(For items that other bodies refer to SRC)

1. That SRC endorse changes to ROB X.XXX.XXX as proposed by the \_\_\_\_\_ Council/Committee (see Attachment X).

(If the motion passes, the SRC chair is assigned an action item to notify the council or committee of SRC's decision. A copy of the endorsed changes is attached to the notice.)

2. That SRC endorse changes to ROB X.XXX.XXX as proposed by the \_\_\_\_\_ Council/Committee and as further edited by SRC (see Attachment X).

(If the motion passes, the SRC chair is assigned an action item to notify the council or committee of SRC's decision. A copy of the endorsed changes [differentiate SRC's changes] is attached to the notice.)

### **(For ROB changes proposed by SRC that require BOD approval)**

1. That amendments to ROB X.XXX.XXX be approved as follows: [or as shown in Attachment X

## Template for Committee ROB

*Notes in Italic are suggestions to the writer and should not appear in the ROB. The Finance Committee and Environmental Health Committee ROBs are included as good examples.*

### NAME OF COMMITTEE

#### **2.XXX.001 Scope and Purpose**

This committee shall be responsible for ..... activities and issues that relate to..... including but not limited to .....

#### **2.XXX.002 Membership**

##### 2.XXX.002.1 Composition

The members of this committee shall be as follows:

- Chair: Any special requirements of Chair Position
- Vice Chair: Any special requirements of Vice Chair Position
- Voting Members: Composition of membership and special requirements of each type of member and any experience, background or sector. Include terms of service. *Note: These members, positions, and terms will appear on the official roster. Note: These members unless otherwise noted and as such may qualify for certain benefit.*
- Non-Voting Members: Consultants, Staff, Ex officio, etc., as required. *Note: These members, positions, and terms will appear on the official roster and as such may qualify for certain benefits.*

##### 2.XXX.002.2 Qualifications *See ROB 2.104.004.1 and 3.300.004, A.3.*

*Explain how various members get the position, appointed by president, is VP of society, past member of another committee, etc. Terms of service for the membership can go here instead.*

#### **2.XXX.003 Operation** *(example actions are listed)*

##### 2.XXX.003.1

This committee shall coordinate .....

##### 2.XXX.003.2

This committee shall develop .....

##### 2.XXX.003.3

This committee shall monitor, promote, liaise, etc.,...

#### **2.XXX.004 Policy**

If there are any policies governing this committee or council's operation, they should be stated here. *(only if they don't appear somewhere else in the ROB.)*

#### **2.XXX.005 Strategic Plan**

This committee shall develop procedures for recommending updates to the strategic plan on a continuous basis. As a minimum the committee shall submit a report to the council prior to the annual meeting. The report includes the current status of each activity which supports the fulfillment of the committee's assignments under the strategic plan. The committee shall report to the council all recommendations for changes to the strategic plan as provided by the committee's constituents prior to the Annual Meeting.

*Note: This paragraph may not be needed since the BOD has not assigned strategic responsibilities to all councils and committees. If the committee has a Strategic Plan obligation then the exact wording of this paragraph should be used.*

**Additional Suggestions:**

- Do not repeat any rules that are already spelled out in 2.104, 2.105, or other places in the ROB, unless this committee is taking exception to these rules.
- Do not upwards or sideways delegate, i.e. “The vice chair will serve on the Planning subcommittee of Technology Council”. In this example, it is up to Technology Council to define its subcommittee structure.
- Do not include operational details. The ROB States **what** the body is responsible for. The MOP states **how** the body will get these things done.
  - i.e., In the MOP it will state that the chair is responsible for assigning responsibilities, the vice chair is responsible for the budget and the chair will organize three subcommittees committees to perform other specific duties. The Reference Manual will go into more detail than the MOP.
- Do not overlap duties of another body unless you will be co-cognizant, or if each body specifically brings something to the table.
- Empowerment. Be brief in the ROB. Moving more information to the MOP will reduce dependence on the BOD. The more details that can be moved into the reference manual, will reduce the dependence on higher bodies for approval of changes. The reference manual should have forms, acronyms, awards,
- Consistency. Be sure to use the same words and titles to describe a position, an action or an entity. Be consistent with capitalization and use of acronyms.



# An Example of a Concise Committee ROB

## FINANCE COMMITTEE

### 2.408.001 SCOPE AND PURPOSE

This committee provides supervision of the Society's fiscal operations in accordance with the Bylaws and the policies set forth by the Board of Directors. (520-126-002)

### 2.408.002 MEMBERSHIP

#### 2.408.002.1 Composition (05-06-29-08)

The members of this committee are as follows

- Eight (8) voting members including the Treasurer, at least two Vice Presidents and five (5) other members of the Society. (SBL 7.4)
- The coordinating officer of the committee shall be the Treasurer. (520-102-001)
- The chair of this committee shall be the Treasurer.
- An officer from each council shall be a member of this committee.

#### 2.408.002.2 Qualifications

It is suggested to the President-Elect that appointments to this committee be made of individuals who could be considered potential officer candidates. (67-01-29-14)

#### 2.408.002.3 Term of Service

The length of term of the members (other than the Treasurer and the Vice Presidents) is three years, two or more new members to be appointed each year. Length of term (including appointments to fill unexpired terms) should be specified at time of appointment. (85-06-26-11/86-06-25-09/94-06-26-03)

### 2.408.003 OPERATION

#### 2.408.003.1 General Requirements

This committee shall submit recommended 2-year fiscal plans, including the succeeding year's annual budgets to the Executive Committee prior to its fall meeting. The Finance Committee shall monitor expenses to see that expenditures are within the approved budgets. (06-01-22-05)

The Finance Committee shall target the annual budget for the General Fund of the society to provide a General Reserve Fund equivalent to approximately 1/3 of each current year General Fund total expenses, but not less than 20%. (91-01-20-13/03-01-29-11)

The Finance Committee shall direct the investment of ASHRAE funds by the financial consultant in accordance with guidelines established by the Finance Committee with the objective of preservation of capital with reasonable growth at a chosen level of risk. (98-06-24-06)

A representative from this committee shall be assigned to each council as liaison between the committee and the council. (87-06-28-02)

#### 2.408.003.2 Budgets 520-126-004 88-06-26-02/92-07-02-05/96-02-18-04/98-06-24-06

The Finance Committee is responsible for development and recommendation of the following budgets to the BOD:

General Fund Budget  
Research Fund Budget

The vote for adoption of the budgets shall be taken at the Annual Meeting.

2.408.003.3 Investment Policy 700-110-101 79-06-24-02/87-06-28-03/92-06-28-02/97-06-29-07/99-01-24-18 03-01-29-06

The ASHRAE investment policy is approved

2.408.003.4 Investment Management 700-111-001 01-01-31-12

The investment advisors are switched to Lesesne Capital Management, the timing of the switch to be subject to staff review of the contractual agreement with the current investment advisor.

**2.408.004 Manuals and Procedures**

This committee is responsible for reviewing, recommending changes and interpreting the following:

- **Fees, Dues and Privileges**
- **Strategic Plan** (with respect to fiscal limits)

(Prepared by Society Rules Committee, October 17, 2011)

## **Guidelines for Manuals of Procedures and Reference Manuals**

This document covers three areas related to Manuals of Procedures and Reference Manuals required for all councils and standing committees and a fourth section providing samples.

- Section No.1**      Addresses the definitions of *Manual of Procedures* and *Reference Manual*.
- Section No.2**      Provides guidance for their development.
- Section No.3**      Provides guidance for maintaining versions of Manuals of Procedures and Reference Manuals.
- Section No 4**      Sample MOPs for Councils and Standing Committees

### **Section No.1 – Definitions**

#### **Manual of Procedures:**

*Each standing body is required to keep and annually review a Manual of Procedures and Reference Manual for its members and the conduct of its operations.*

**(ROB 2.105.002 Manuals of Procedures and Reference Manual)**

*A Manual of Procedures (MOP) describes mandatory operational rules and interpretations of policy that a standing body must operate under to achieve their assigned responsibilities. It is designed to complement the rules by providing methods and procedures under which to operate. It is the responsibility of the approving body to determine what requirements should be in a MOP and what can be included in a Reference Manual.*

**(ROB 2.105.002.1)**

#### Approval of MOPs

- *MOPs that pertain directly to the Board of Directors (e.g. Manual for Officers and Directors) shall be maintained by the Society Rules Committee and submitted to the Board of Directors for approval. They are to be included in the Rules of the Board*
- *For Councils and Standing Committees reporting directly the Board of Directors, MOPs are maintained by that body and approved by the Society Rules Committee on behalf of the Board of Directors. SRC shall keep these MOPs as part of its own procedures.*
- *MOPs for other standing committees (and any other body required to have a MOP) shall be approved by the body to which they report. This body shall keep the official copies of the MOP.*

**(ROB 2.105.002.)**

## Reference Manual:

*A reference manual describes the detailed procedures under which a committee or council operates. Reference manuals are under the sole control of the body to which they apply and are intended to record standard operating procedures and other forms of institutional memory.*

**(ROB 2.105.002.3 Reference Manual)**

When a body changes its reference manual, it shall provide copies of the changes to the body to which it reports for information.

## Section No. 2 - Guidance

- Councils and Standing Committees should review their current MOP to determine which parts can be moved to a reference manual and which must stay in a MOP.
- Bodies that wish to control set policies for a reporting body must have these policy items within that MOP to maintain policy. If allowed to be moved into that reporting body's reference manual, control of that policy is passed to the reporting body.
- The body of the MOP should not repeat requirements from higher documents, except in a specifically labeled section.
- The MOP should not state requirements that are under the control of another body. For example the TAC MOP should not state, "The Vice-chair shall serve on the Financial Planning Committee of Technology Council."
- Each Board of Directors/Board of Governors, council, committee should include their mentoring program in their Manual of Procedures (MOP).
- Standing Committees may keep MOPs for groups that report to them (e.g. Technical Activities Committee (TAC) keeps the TC MOP, Standards Committee (StdC) keeps the PC MOP, etc.)
- The following sections are suggested, but not required to be in the MOP:
  - STRUCTURE: This section describes the required structure of the committee (or council). It does not repeat what is in the ROB, but rather includes required sub-committees, assignments or positions
  - DUTIES: This section describes the things expected of this committee at a level of detail higher than that of the ROB. It should also describe any other documents this body is required to maintain, review, etc.
  - SUBCOMMITTEES: This section describes any subcommittees under the committee or council, together with role, responsibility and membership for each, where applicable.
  - OPERATION: This section describes any mandatory operating procedures required. This section should be limited to what the approving body needs (e.g.

- reporting requirements, empowerment activities, etc.) with internal operating procedures being left to the reference manual.
- SPECIAL REQUIREMENTS : This section:
    - may repeat or references ROB, SBL and any other higher level rules that are felt to be useful in the MOP.
    - may state rules that are more stringent than those found in the ROB, such as voting or meeting requirements.
    - should state the procedure for revising rules including those found in section 10.3.3 of the ROB.
  - APPENDICES: This section identifies specific documents covering requirements for programs under this committee or council jurisdiction. It may also describe special functions of the council/committee requiring approval.
- A Reference Manual may have the same sections as a MOP. It is up to that body to decide if it wants to repeat items, but it is recommended that higher level requirements be noted to avoid inadvertent conflicts between the reference manual and higher-level documents.
  - Additionally, a reference manual may include training procedures and training operations, procedures by which the MOP and ROB are implemented, practices used by the committee and its officers, pass through award procedures/requirements, forms, sample letters, calendars, etc.

### **Section No.3**

## **Maintaining Versions of Manuals of Procedures and Reference Manuals**

*Councils and committees shall annually review their standing rules and recommend applicable revisions. The Society Rules Committee shall review all standing rules that have been revised in the preceding year. (ROB 2.300.001.2 Annual Review)*

- Originals of current and obsolete versions should be kept by the Staff Liaison of the responsible body.
- Downloadable copies should be posted on the ASHRAE web page for that body for review and guidance.

### **Section No. 4**

## **Sample MOPs and Reference Manuals for Councils and Committees**

These documents can be found at [WWW.ASHRAE.org](http://WWW.ASHRAE.org) under the *Councils* or *Committees* tab.

MOP for Technology Council

MOP for Environmental Health Committee

Reference Manual for Environmental Health Committee

(Prepared by Society Rules Committee)