



Shaping Tomorrow's  
Built Environment Today

## **MINUTES**

### **SOCIETY RULES COMMITTEE CONFERENCE CALL**

**Tuesday, May 13, 2014  
2:00 – 4:00 pm**

Approved June 12, 2014

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May 13, 2014

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**PRINCIPAL MOTIONS**  
Society Rules Committee Minutes  
May 13, 2014

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- 2 - 2      Proposed changes to ROB 3.997 (SRC-2013-ROB-007-02) be approved and that this item be added to the SRC log.
  
- 3 - 3      that the 2012-13 SRC Log (ptg 140505) be approved as presented.
  
- 4 - 4      that the Board of Directors approve the formation of a standing committee named *Development Committee* effective July 1, 2014; and that this committee reports through ExCom to the Board of Directors.
  
- 5 - 4      that the Nominating Committee MOP editorial changes (SRC-MOP-001-01) be approved as presented.

**ACTION ITEMS**  
Society Rules Committee  
May 13, 2014

<b>No. - Pg.</b>	<b>Responsibility</b>	<b>Summary</b>	<b>Status</b>
1 - 1	Graef/Townsend	Update the organization chart on the ASHRAE web site to agree with the COF reporting structure.	Ongoing
2 - 1	Townsend	Attach the 2012-13 SRC Log to the SRC Report to the BOD for Seattle	Ongoing
3 - 1	Graef	Verify that revisions were made to the Publishing and Education Council Proposal (1.201.009 ASHRAE Commercialism Policy) report and that they were added to the ROB.	Ongoing
4 - 1	Townsend	Mail Ballot: ROB 014-02: Update the ROB with the BOD-approved motion and make the additional log change.	_____
5 - 2	Bushby	Ask Joyce Abrams to take the draft motion (016-02) back to Life Members and suggest they take it to the BOD; make reference to ROB 1.201.027.2 to be consistent with the travel document.	_____
6 - 2	Graef	Recommend to PEC that they should not make the wording change (018-02) from corresponding to non-voting members due to financial issues and bring their response back to SRC for discussion during the June SRC conference call.	_____
7 - 2	Graef/Culp	Review ROB 017-02 and determine if this version was approved by the BOD; bring back to SRC if any further editorial changes need to be made.	_____
8 - 2	Brandemuehl	Send the ROB 006-01 Appointing Consultants report back to Mr. Werkema and ask that a review be made as to how consultants are used; are specific consultants needed and will transportation be reimbursed.	_____
9 - 3	Giesler/Brandemuehl	Amend Mr. Brandemuehl's review of ROB-008-02 –oversight of position documents by adding the BOD back into the initiation portion of the review process rather than only approving the publication of the position documents and send back to SRC for review during the June conference call.	_____
10 - 3	Bushby	Assist to ensure the entries in the 2012-13 SRC Log are correct and complete	_____
11 - 3	SRC Members	SRC Training slides are posted on the ftp site and SRC members are encouraged to review them.	_____
12 - 3	Townsend	Staff took an action item to send all SRC members instructions and set up a conference call for those members who need help.	_____
13 - 3	Mescher	Document the position that the BOD took (015-01) that was passed by BOD motion and prepare a draft for SRC review during the next call in June.	_____
14 - 3	Townsend	Once SRC reviews the draft (015-01), add it to Volume 4 of the ROB.	_____
15 - 4	Townsend	Once approved by the BOD, add the new Development Committee rule to the end of Volume 2 of the ROB using new and not existing, unused numbering.	_____

# MINUTES

## SOCIETY RULES COMMITTEE CONFERENCE CALL

Tuesday, May 13, 2014

2:00 – 4:00 PM

MEMBERS PRESENT: Steven T. Bushby, Chair  
Kirk T. Mescher, Vice Chair (late)  
Michael J. Brandemuehl  
Charles H. Culp III  
Arthur L. Giesler  
Charles E. Gullede III  
Darryl K. Boyce, CO

STAFF PRESENT: Mary Dean Townsend  
Claire I. Neme

INCOMING MEMBERS: Mark Fly  
Hugh D. McMillan

### **CALL TO ORDER**

Chair Bushby called the meeting to order at 2:02 pm on Tuesday, May 13, 2014. Members and staff attended as listed above. A quorum was present.

### **REVIEW OF AGENDA**

Chair Bushby announced that a revised agenda with additional items is posted on the SRC ftp site and asked SRC members to view it on the webinar.

### **APPROVAL OF MINUTES**

Mr. Bushby called for approval of the January 21, 2014 SRC meeting minutes. Mr. Brandemuehl made the motion and it was seconded

- (1) that the minutes of the January 21, 2014 Society Rules Committee meeting be approved as presented.

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

### **REVIEW OF ACTION ITEMS**

- |        |                |                                                                                                                                                                                                   |      |
|--------|----------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------|
| 5 - 5  | Graef/Townsend | Ongoing. Update the organizational chart on the ASHRAE web site to agree with the COF reporting structure.                                                                                        | AI 1 |
| 14 - 6 | Townsend       | Ongoing Attach the 2012-13 SRC Log to the SRC Report to the BOD for Seattle.                                                                                                                      | AI 2 |
| 15 - 6 | Graef          | Ongoing Make revisions to the Publishing and Education Council proposal (1.201.009 ASHRAE Commercialism policy) report and send them to Mrs. Harr. Verify that the changes were added to the ROB. | AI 3 |

### **UNFINISHED BUSINESS**

Unapproved Items from 5/1/2014 Mail Ballot

Mail Ballot: ROB 014-02: This document contains both ROB changes already approved by the BOD and a log change to provide completeness. Staff will Update the ROB with the BOD- approved motion and make the additional log change..

AI 4

Mail Ballot: ROB 016-01: Add the Life Members Club to the table of standing bodies. There were comments on the ballot regarding travel reimbursement. It was pointed out that Life Members are not currently eligible for travel reimbursement. Mr. Giesler indicated in order to be consistent with the travel document, make reference to ROB 1.201.027.2. It was also pointed out they should also review the issue of what makes a quorum (ROB 2.104.003.3) before any decision is made. These comments were noted on a revision to the document.

Mr. Bushby suggested that this motion should be sent back to Life Members and suggest that they take it to the BOD. Mr. Bushby took an action item to have Joyce Abrams send the motion back and ask them for a definition on quorum and let them know SRC approved the language.

AI 5

Mail Ballot: ROB 018-02: This revision was to change the description in membership as shown in purple track changes from "corresponding" to "non-voting" members. This would make members eligible for transportation reimbursement and as such is an issue for Finance Committee to address. A precedent was set with the College of Fellows.

All agreed that the SRC recommendation will be to send this back to Publishing and Education Council (PEC) and recommend that this change not be made. Mr. Boyce agreed that the PEC should address this issue but felt they would not want this change to be made. Mrs. Graef agreed to make this recommendation to PEC and bring their response back to SRC for discussion during the June SRC conference call.

AI 6

#### ROB 017-02 -Commercialism Policy

Mr. Bushby pointed out that Mr. Culp made several comments regarding this policy and asked him to review them. Mr. Culp asked who should determine if an entity is commercial or not? He explained that most of his comments are editorial to make several titles mentioned more consistent throughout the policy. Mr. Bushby asked which version of this policy was approved by the BOD. After some discussion, it was determined that Mrs. Graef and Mr. Culp should take an action item to determine what the BOD approved and let SRC know what, if any, editorial changes need to be made to this document.

AI 7

#### ROB 004-01- Reciprocal Agreements

Mrs. Graef indicated that this action is complete and no changes are recommended to be made.

#### ROB 006-01 – Appointing Consultants

Mr. Brandemuehl sent an update of this document. The request for SRC to review it was received from Mr. Werkema. How consultants are handled in the ROB's are not consistent. The ROB says consultants for 5 or 6 different committees within ASHRAE must be appointed by the President. Others are not clearly stated. Also, the role of the consultant must be clearly stated in the ROB and it is not at the present time. Mr. Brandemuehl suggested SRC recommend that committees add clarity to the following issues:: 1) are specific consultants needed?; 2) will transportation be reimbursed for the consultant? He also suggested that use of consultants be revisited with the BOD and they should be asked how they want them handled. Mr. Brandemuehl took an action item to send this report back to Mr. Werkema and ask that a review be made of how consultants are used.

AI 8

#### ROB 007-02 – Members Council Proposed Changes to ROB 3.997

Mr. Bushby asked if the changes recommended by SRC should be included as a log change. The answer to this question is yes. Also, he asked if SRC should recommend that they send this to the BOD. All were in agreement that it was not needed to send it to the BOD. Mr. Bushby called for a motion. Mr. Brandemuehl made the motion and it was seconded that

- (2) Proposed changes to ROB 3.997 (SRC-2013-ROB-007-02) be approved and that this item be added to the SRC log.

**MOTION 2 PASSED (5-0-0) CNV**ROB-008-02 – Oversight of Position Documents

Mr. Brandemuehl indicated a request was made by Mr. Bahnfleth for SRC to review this document. The Technology Council MOP and the ROB conflict. The issue is whether the BOD or Technology Council should approve a change in the scope of a position document. Mr. Brandemuehl reviewed the ROB and it said the BOD approves position documents and changes made to position documents. But there is a lack of clarity in the wording of ROB 1.300.003. Mr. Giesler added that the BOD may want to be involved fully in development of position documents, not only when they are published. Initiation of a position document is approved by Technology Council. Mr. Giesler suggested an amendment be made to Mr. Brandemuehl's edits because it removes the BOD from the development decisions. The MOP is in conflict with the ROB. Mr. Giesler took an action item to rewrite Mr. Brandemuehl's review, amending it by adding that the approval process involves the BOD until the position document is ready for publication and is sent to the BOD. Mr. Brandemuehl thought the BOD should be asked first what role they wish to play. Mr. Bushby suggested Mr. Giesler add the initiation part and send it to the BOD with SRC's proposed revisions. Mr. Brandemuehl agreed to send the revised document to SRC via email for its review prior to sending it to the BOD.

AI 9

Review of 2012-13 SRC Log

Both the 2013-13 SRC Log and the 2013-14 SRC Log were reviewed. Mr. Bushby reported that Mrs. Graef reviewed and made further changes to the logs and asked if SRC needs time to review the document before Seattle. He indicated that he found some omissions in the 2013-14 log that he corrected. Both logs are correct with respect to actions taken since he became chair. Ms. Graef thoroughly reviewed the actions during her term as chair. After some discussion, Mr. Brandemuehl made the motion and it was seconded

- (3) that the 2012-13 SRC Log (ptg 140505) and the 2013-14 SRC Log (ptg stb 140505) be approved as presented.

**MOTION 3 PASSED (5-0-0 CNV)**

Note: The file names were revised and the log files posted in the SRC Log folder of the ftp site.

Mr. Bushby agreed to work on ensuring that addition entries needed in the 2013-14 log to account for SRC actions from this meeting and the June call are completed before Seattle.

AI 10

**NEW BUSINESS****SRC Training Critique**

Mr. Bushby asked for feedback from SRC members on the SRC training. Mr. Gullede indicated he thought that the audio portion was highly instructive and informative (He was unable to connect to the web because he was traveling). Mr. Mescher added that the slides are posted on the ftp site and encouraged SRC members to review them.

AI 11

Mr. McMillan asked for assistance in accessing the ftp site. Staff took an action item to send all SRC members instructions and set up a conference call for those members who need help.

AI 12

ROB 013-01 – Dues Reduction for Developing Economies

Mr. Mescher reviewed the wording in this document. He indicated that it is correct and therefore no action is needed and there is no need to respond to the BOD.

ROB 015-01 – Use UN List of Developing Economies Mr. Mescher clarified that “developing countries” are actually “developing economies” and this relates to the country's GDP. The request for review of this wording was made because of a concern that the BOD had about not wanting to offend countries. After

some discussion, it was agreed to document the position that the BOD took as it was passed by the BOD motion and prepare a draft for SRC review during the next call in June. Once SRC reviews the draft, it will be put into Volume 4 of the ROB.

AI 13

AI 14

#### Fundraising Committee Motion (2014-ROB-021-01)

Mr. Gulledge explained that a motion was being developed to establish a committee that would consolidate management resources for fundraising. There will be an impact on the ROB and possibly an impact on Bylaws. The new committee will be called the Development Committee. Responsibility for funds management will be under ExCom. He clarified that this will not combine the Foundation and RP but will provide management oversight for both. Mr. Mescher asked if this committee should report to ExCom or possibly report to Finance Committee. Mr. Gulledge indicated this would be a standing committee and would need to be added to the ROB. After some discussion, it was decided that once approved by the BOD, staff would add this committee rule to the end of Volume 2 of the ROB and not use existing, unused numbering. He asked for approval of the recommended motion.

AI 15

- (4) that the Board of Directors approve the formation of a standing committee named Development Committee effective July 1, 2014. This committee reports through ExCom to the Board of Directors.

#### **MOTION 4 PASSED (5-0-0 CNV)**

Mr. Gulledge asked SRC to review wording changes in the Research Promotion ROB (SRC-2014-ROB-024-01). After some discussion, it was agreed that SRC will recommend that this wording related to RP voting members should be placed in the RP MOP and not in the ROB.

Bylaws are under the responsibilities of the Foundation and SRC agreed that it should not make any recommendations.

#### MOP-001-01 - Nominating Committee MOP

Mr. Giesler made editorial changes to the Nominating Committee MOP and asked SRC for input. Some places were noted where changes are needed to remove sex specific language. After some discussion, Mr. Brandemuehl made a motion and it was seconded

- (5) that the Nominating Committee MOP editorial changes (SRC-MOP-001-01) be approved as amended.

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

Mr. Bushby agreed to move items not covered during today's conference call to the June 12 SRC conference call agenda.

**NEXT MEETING:** June 12, 2014 from 10:00 am to 12:00 pm EDT.

#### **ADJOURNMENT**

The meeting was adjourned at 4:09 pm.

Respectfully submitted,



Mary Dean Townsend, Secretary

cc: Board of Directors  
Staff Directors

## MOTION TO CREATE A COMMITTEE

Motion: That the Board of Directors approve the formation of a standing committee named Development Committee effective July 1, 2014. This committee reports through ExCom to the Board of Directors.

### SCOPE AND PURPOSE

This committee provides oversight, direction, and coordination of fundraising activities. The goal of the committee is to improve the effectiveness of fundraising and expand fundraising opportunities as directed by Society leadership.

### MEMBERSHIP

#### X.XXX.XXX Composition

The members of this committee are as follows:

- A. Eleven (11) voting members shall include
  1. One Chair
  2. One Vice Chair
  3. Three (3) members of the RP ExCom
  4. Three (3) members of Foundation ExCom
  5. One member from the Scholarship Trustees
  6. One member of the College of Fellows
  7. One member of the Life Members Club
  
- B. A Nominating Subcommittee of the Development Committee will recommend individuals for the Chair and Vice Chair positions to the President-Elect.

#### Qualifications

The Chair and Vice Chair shall have RP Committee and Foundation Trustee experience

#### Term of Service

The term of service for the Chair and Vice Chair positions is one year subject to ROB 3.300 *Election and Appointment Procedures*.

### X.XXX.XXX OPERATION

#### X.XXX.XXX General Requirements

- A. This committee shall report through the ASHRAE Executive Committee to the Board of Directors
- B. This committee is responsible for improving the effectiveness of ASHRAE fundraising activities
- C. This committee shall make better use of volunteer resources related to fundraising activities
- D. This committee will be responsible for coordinating fundraising activities between RP, Foundation, LMC, COF, and Scholarship Trustees
- E. This committee shall align Society strategic objectives with fundraising goals
- F. This committee shall respond to Society directives for fundraising programs

G. This committee is responsible for providing uniform internal and external branding and communications strategies

#### X.XXX.XXX 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 through the ASHRAE Executive Committee to the Board of Directors at the Annual Meeting. The report shall include the current status of each activity which supports the fulfillment of the committee's assignments under the strategic plan. The committee shall report all recommendations for changes to the strategic plan as provided by the committee's constituents prior to the Annual Meeting through the ASHRAE Executive Committee to the Board of Directors.

Background: This motion is required to establish the committee responsible for overseeing, coordinating, and expanding the current fundraising activities ASHRAE. The current fundraising activities are disjointed and lack a cohesive vision of how best to maximize volunteers' time and efforts and how best to support ASHRAE's strategic plan. The activities supported by this committee will provide improved communication to all committees and groups responsible for ASHRAE fundraising, enhance volunteers' efforts and increase funds raised to support the strategic plan.

#### Foundation

The Foundation Trustees passed a motion that recommends to the Board of Directors that a standing committee named the Development Committee be formed effective July 2, 2014. This committee will report through ExCom to the Board of Directors.

(Vote 16-2-0 CV)

Two Non-voting members were opposed.

A search of the ASHRAE ROB for Foundation Trustees was done. Attached are the locations that may or may not need to add the new Development Committee.

#### RP Committee

The RP Committee passed a motion that recommends to the Board of Directors that a standing committee named the Development Committee be formed effective July 2, 2014. This committee will report through ExCom to the Board of Directors.

(Vote 15-1-2 CNV)

One voting member was opposed; two voting members were absent and did not vote.

A search of the ASHRAE ROB for the RP Committee was done. Attached are the locations that may or may not need to add the new Development Committee.

Fiscal Impact: Full transportation for 5 people if not already paid by virtue of other appointments (Chair, Vice Chair, LMC Representative, COF Representative, and Scholarship Trustee) and split transportation for RP and Foundation representatives to two meetings each year: \$7,500 annually. Staff Development Director/Development Committee liaison salary and travel already budgeted.



**Attachment B**  
SRC Minutes 2014 May 13

## NOMINATING COMMITTEE

### MANUAL OF PROCEDURES

Approved by Nominating Committee including revisions through 2009-10-31

Revisions approved by BOD 2000-02-09

### Table of Abbreviations

BOD	Board of Directors
CRC	Chapters Regional Committee
<del>CSO</del>	<del>Chief Staff Officer</del>
DAL	Director-at-Large
<del>EVP</del>	<del>Society Executive Vice President</del>
MOP	Manual of Procedures
<del>NCS</del>	<del>Nominating Committee Secretary</del>
ROB	Rules of the Board of Directors
RRO	Robert's Rules of Order
SBL	Society Bylaws

### Definitions

#### Suggested Candidate

Any member of the Society suggested for Society office who is eligible to serve. A candidate may be suggested by a CRC or by any member of the Society.

#### Proposed Candidate

Any eligible Society member who has been proposed by a member of the Nominating Committee at, or following, the fall meeting.

#### Nominee

A member of the Society who has been nominated for office by the Nominating Committee.

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- C. Suggested Meeting Agendas
- D. Sample Letters
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## MANUAL OF PROCEDURES FOR THE NOMINATING COMMITTEE

### 1. Introduction

The Manual of Procedures spells out in detail how each of the committee responsibilities is carried out. Its main purpose is to provide a working set of rules:

- A. for the education of new members; and
- B. as a check list for all members to see that they are performing all tasks for which they are responsible.

This does not mean that there are no other things that can or should be done, or no other ways to do them. There is always room for improvement, and methods must change to suit times and needs.

The function of the members of the Nominating Committee is to select nominees for the elected officers and members of the Board of Directors, both Directors-at-Large and Directors and Regional Chairs.

- A. The basic tenet of the Nominating Committee is that "the office shall seek the person, rather than the person seek the office." Because of this policy, the committee's basic responsibility is to select those nominees who, it believes, can best serve the interest and objectives of the Society.
- B. There are two required meetings of the committee normally held during the year, the first in the fall and the second during the Society Winter Meeting. If a member representing a region does not attend the fall meeting, ~~he the member becomes the alternate and the alternate becomes the member for the remainder of the Society year.~~ If a Board-elected member cannot attend a meeting, an alternate is appointed to take his place. The member reverts to alternate status in accordance with the Manual of Procedures. At the Society SummerAnnual Meeting orientation occurs but attendance is not mandatory for this meeting. meeting is not mandatory for attendance.
- C. The regional member and alternate attend all meetings of their region's CRC including the caucus and executive session. The regional member chairs the caucus and executive session. Following this session, ~~he the regional member chair~~ reports the results to the ~~Executive Vice President~~ NCS (Nominating Committee Secretary) at Society headquarters.
- D. Members and alternates review biographical information on all candidates for officers and directors. Meetings of the Nominating Committee are held in executive session closed, and the deliberations of the committee are secret. No member or alternate may divulge information on the work or discussions of the committee.
- E. Any member of the Nominating Committee whose name is suggested as a candidate for nomination shall either resign from the committee or irrevocably withdraw as a candidate.
- F. At the fall meeting of the committee, the list of proposed candidates for each office to be filled is developed, but no final selections are made.
- G. After the fall meeting, proposed candidates are contacted to determine their willingness to serve and to advise them of the responsibilities and demands on their time resulting from possible election. The committee chair contacts proposed candidates for officers. Committee members, as designated by the chair, contact proposed candidates for directors.
- H. After the winter meeting, the chair and designated committee members advise all proposed candidates of the slate of nominees.

**Commented [R21]:** Search for "he" and replace as appropriate

**Commented [TM2]:** If the meeting is for new members to receive orientation but not required, is there another approach that could be considered.

**Commented [AG3]:** Should we change to Secretary of Nominating Committee?

**Commented [TM4]:** The EVP is not involved in any of the CRC worksheets. They are submitted to me from the DRC and the Chair of the CRC Executive Nominating Committee.

### 2. Membership

(Excerpt below is from ASHRAE Bylaws)

- A. This standing committee of the Society shall select candidates for elected officers and members of the Board of Directors. It shall consist of at least twenty-two members, each of whom shall hold the grade of Member or higher in the Society. Each shall have been at ~~the full Member Grade and have been in~~ good standing in the Society for a period of at least five years at the time of selection. Committee membership shall be comprised of the chair, the vice chair, one member and one alternate from each region of the Society selected by the Chapters Regional Committee of each respective region, and at least eight members and eight alternates selected by the Board of Directors.
- B. The immediate Past President or the most recent Past President willing to serve shall serve as Vice Chair of the committee and then advance to Chair when replaced as Vice Chair.
- C. The Nominating Committee shall serve during the Society year for which it is elected. Members and alternates shall be selected as follows: Regional selectees by the Chapters Regional Committees at their regularly called meetings; Board of Directors selectees by the Board at a regular meeting.
- D. There shall not be more than three members and three alternates from any one region, except for the Chair and Vice Chair. No member of the Board of Directors shall be eligible to serve on the Nominating Committee.

Commented [TEW5]: There is no grade of "Full Member"

### 3. Notification of Membership

- A. Each ~~M~~member and ~~A~~alternate elected to the Nominating Committee by a region will be certified to the ~~Society NCS Nominating Committee Secretary NCS~~ by the respective regional Nominating Committee Member. This action is required within one month of conclusion of each Chapters Regional Conference.
- B. Members and ~~A~~alternates elected by the Board of Directors are made known to the ~~Society Secretary NCS~~ directly.
- C. In accordance with the ~~R~~responsibility timetable (Appendix B) ~~electd committee members shall be notified of their election and responsibilities prior to the Society Year year in which they are to serve by;~~ the ~~Society Secretary NCS~~ will, prior to the Society Year in which they are to serve, ~~notify the elected committee members of their election and responsibilities.~~ The ~~secretary NCS~~ also informs the ~~A~~alternates of the necessity to attend the fall meeting and the conditions under which they are encouraged to attend other meetings of the committee and under which they may serve on the committee.

### 4. Meetings

- A. The Nominating Committee holds two official meetings each year - in the fall (usually early November) and on Sunday during the Society winter meeting. In addition, an orientation is held during the Society annual meeting for the following year's Nominating Committee.
- B. The Executive Assistant to the Board of Directors shall serve as secretary to the Nominating Committee.
- C. The ~~Chairman~~Chair determines the order of business. Suggested agendas are shown in Appendix C.
- D. DELIBERATIONS OF THE NOMINATING COMMITTEE ARE CONFIDENTIAL AND SHALL NOT BE DISCUSSED WITH ANYONE OUTSIDE THE ~~COMMITTEE~~ MEETINGS.

Commented [TEW6]: Do we need to refer to the ethics policy here?

### 5. Attendance at Meetings

- A. Prior to each committee meeting and after the time and place of the meeting has been arranged, the ~~Society Secretary NCS~~ informs all ~~M~~members and ~~A~~alternates of the committee of the arrangements and requests that they indicate whether they will be present. The order of

replacement of Board-elected **M**members by **A**alternates shall be in the order of votes received at the BOD election.

- (1) If a **M**member cannot be present, the **Society-SecretaryNCS** requests the attendance of the respective **A**alternate as Member.
- (2) When a **M**member elected by the BOD does not attend the fall or winter meeting prior to the first committee vote, the **A**alternate present at the meeting who is highest in order of replacement as determined by the Board replaces the absent **M**member. The **A**alternate who replaces an absent **M**member at the fall meeting will also be the **M**member at the winter meeting, and the replaced **M**member will become an **A**alternate at the top of the order-of-replacement list. (97-01-26-02)
- (3) When a **M**member selected by a region does not attend the fall or winter meeting prior to the first committee vote, the **A**alternate selected by the region becomes the **M**member, the **M**member becomes the **A**alternate, and both continue in these positions for the remainder of the Society year. (97-01-26-02)
- (4) The **A**alternate shall attend the fall and winter meetings and is urged to attend the annual meeting. All newly appointed committee members are urged to attend the annual meeting, which includes orientation on committee operations and procedures. (98-01-18-15)

- B. It is the **Chair's prerogative-perogative** to select the time and place of the meetings, and to assure (with the **Society-SecretaryNCS's** administrative assistance) the fullest possible attendance at both meetings.
- C. In the event that **M**members or **A**alternates of the Nominating Committee are suggested for election to the BOD, the **chairmanChair** of the Nominating Committee shall contact them by letter to determine if they will resign from the Nominating Committee and stand for election or withdraw their name from consideration and remain on the Nominating Committee. (Sample letter is in Appendix E.)

6. Development of Suggested Candidates

- A. An overriding consideration in developing candidates for any office in the Society is that the office seeks the person.
- B. Members of the committee are not restricted in the method of developing lists of persons for consideration as candidates. However, a mechanism has been provided under the regional operation of the chapters to assist in developing such lists. Each CRC is responsible for suggesting candidates for consideration by the Nominating Committee.

It is the responsibility of the **M**member of the committee who has been elected by a region to obtain the list of suggested candidates for Officers, DRC (when appropriate), and DALs from the CRC.

The number of candidates to be brought forward from any Chapters Regional Conference shall be limited to the number of spaces on the worksheet for each position to be filled.

(Note: Appendix A identifies responsibilities and duties of the regional Nominating Committee Member for coordinating Caucus and Executive Session in the region.)

7. Notification of Proposed Candidates

- A. A list of proposed candidates for each office to be filled is developed at the fall meeting of the committee. No final selections are made at this meeting.

**Commented [TEW7]:** The worksheet should be in the appendix and a reference made to the location.

- B. All candidates who will be considered at the winter meeting of the committee are to be consulted in advance of that meeting to determine their availability and willingness to serve if elected. They are to be advised of the responsibilities and demands upon their time resulting from possible election.
- (1) After the fall meeting, the proposed candidates for Officers shall be contacted by the ChairmanChair or Vice ChairmanChair. This notification in writing shall indicate the fact that succession is not automatic. (A sample letter is in Appendix E.)
  - (2) After the fall meeting, the proposed candidates for Directors, other than officers, shall be contacted in writing by members of the committee as designated by the ChairmanChair. (A sample letter is in Appendix E.)
  - (3) Any candidate identified AFTER the fall meeting must be contacted by the person making the recommendation. NCS STAFF SHALL REMIND THAT PERSON (the person making the recommendation) OF THAT DUTY to ascertain the member's willingness to serve if elected, and confirmation of that willingness must be sent by the proposed candidate, in writing, to the Nominating Committee chair prior to the winter meeting.

#### 8. Conflicts of Interest

- A. A conflict of Interest occurs when any member of the committee has undue knowledge of a Proposed Candidate. Undue knowledge includes a superior in the workplace, a subordinate in the workplace, a family member, a co-worker in the same company, and other such occurrences.
- B. When such conflict occurs, the committee member must recuse himself from all discussions and voting for candidates being considered for this position. This member must remain out of the process until the person being considered is eliminated or the voting process has moved on to the next position being considered.

#### 9. Voting Procedures

- A. At the winter meeting of the committee, one proposed ed candidate(s) is-are selected as the nominee(s) for each office and position to be filled. The order in which the positions will be considered is:
  - (1) President-Elect (one)
  - (2) Treasurer (one)
  - (3) Vice Presidents (four)
  - (4) Director and Regional ChairmanChair (three or four number depending on year)
  - (5) Directors-at-Large (three withincluding one alternate)
- B. The list of proposed candidates for each office and position remains open until it is formally voted at the winter meeting of the committee that the nominations for that office or position be closed.
- C. If only one person is proposed for an office, the chairmanChair instructs the meeting secretaryNCS to cast a unanimous ballot for the proposed candidate. If more than one person is proposed for an office, selection is by secret ballot.
- D. An individual shall be nominated for an office or position when the member has received a majority of votes cast.
- E. The President-Elect and the Treasurer shall be voted upon separately. The Vice Presidents may be voted on together, with each voting member casting a ballot for the number of vacancies to be filled. four names. The Directors-at-Large may be voted on together, with each voting member casting a ballot for the number of vacancies to be filled.

Commented [TM8]: There were five this year.

Commented [AG9]: We normally elect the two returning first leaving only two names to vote for.

- F. The committee shall vote on the preferred candidate for DRC suggested by the region, and only after a vote to reject that candidate will other suggested candidates be considered by the committee.
- G. An alternate nominee is selected for the position of Director-at-Large and succeeds to nominee if any of the slate is unable to accept nomination.
- H. In reporting the results of balloting, the names of the proposed candidates shall be read in alphabetical order without indicating the number of votes for each:
  - (1) After the first ballot, if positions still remain to be filled, all candidates receiving less than a majority but at least two votes shall remain candidates.
  - (2) After the second ballot, if positions still remain to be filled, all candidates receiving less than a majority but at least four votes shall remain candidates.
  - (3) After the third ballot, if positions still remain to be filled, all candidates receiving less than a majority but at least six votes shall remain candidates.
  - (4) After the fourth and succeeding ballots, if positions remain to be filled, the committee, through a vote, may call for the number of votes for each candidate to be reported.
  - (5) In the event of a stalemate, the committee ~~chairman~~Chair may suggest an alternate voting method.

#### 10. Qualifications of Nominees

- A. In addition to requirements of the SBL, the committee practice has been to consider the following qualifications:
  - (1) Nominee shall have ~~been a attained~~ Member ~~Grade of in~~ the Society for five (5) years prior to the date of election. (ROB Volume 3, Election and Appointment Procedures)
  - (2) Nominee should have given prior evidence of both interest in and operation of the Society at both chapter and Society levels, through service on committees of the Society.
- B. Nomination to be an officer or a director of the Society is a distinct honor for any member, and can thus be considered as a partial reward for past service. However, the committee should recall that each nominee, upon election, may have at least three years of work for the Society; hence, the committee should minimize the consideration of honor, and put foremost how the past accomplishments qualify the nominee for the proposed office. Of paramount importance is the ability and the willingness of the proposed candidate to give time and effort to the post. Consideration should also be given to the proposed candidate's current and anticipated committee assignments. For instance, if a proposed candidate for Director-at-Large is slated to become chair or vice chair of a standing committee, the effect of interruption of that service should be taken into account in evaluating the proposed candidate.
- C. Although the region of a proposed candidate's residence is not a qualification for office (ROB Volume 3, Election and Appointment Procedures), membership on the Board of Directors, including officers, from any one region shall be limited to the Regional Chair and three others at the time of nomination.
- D. Since the office of President-Elect DOES carry with it automatic succession to be the President of the Society, it is the highest ELECTIVE office in the Society. Since the progress of the Society will, in large measure, be due to the effective and constructive leadership of the President, the office of President-Elect should never be conferred simply as an honor or reward.

Except under the most unusual circumstances, the President-Elect should have had a tour of duty as Director and also as a Treasurer. A Treasurer should never be advanced to President-Elect automatically. The member should merit the selection on the basis of his ability to successfully guide the Society through the problems it will face in the ensuing two years.

Refer to Appendix E for qualifications of candidates.

E. The office of Treasurer requires special qualifications on two counts:

- (1) This is the officer who chairs the Finance Committee and is responsible for the financial progress and health of the Society. Hence, previous experience on the Finance Committee is highly desirable, though not a prerequisite.
- (2) While there is no automatic succession, an incumbent Treasurer is likely to receive strong consideration for the position of President-Elect and subsequently serve as President. Hence, except under the most unusual circumstances, a Treasurer should have previously served as Director and as Vice President, and should be deemed capable of leading the Society.

There is no obligation to select an incumbent Vice President as nominee for Treasurer, although undoubtedly most such incumbents should have the necessary qualifications.

F. The office of Vice President is normally considered to be the "entry level" of service as an officer of the Society. Since the expansion to four Vice Presidents, with any Vice President eligible to be re elected to a second term of office, the Society has benefited in several ways:

- (1) The work load and time commitment of the Officers (members of ExCom) has been reduced, increasing the likelihood of highly qualified members being willing to serve the Society as Officers.
- (2) All councils of the Society can be chaired by a member of ExCom.
- (3) An increasing pool of experienced officers is created from which the committee can select a Treasurer and a President-Elect.

Though the Society Bylaws do not limit the number of experienced Vice Presidents, it is highly undesirable to be forced into a situation where more than two inexperienced Vice Presidents are elected in any given year. To reduce the chances of this happening, NO MORE THAN TWO incumbent Vice Presidents should be nominated for a second consecutive term.

Thus it is important for the Nominating Committee to advise nominees for a first term vice presidency – at the time of obtaining their permission – that there is a chance they MIGHT NOT be nominated for a second consecutive term for the office of Vice President. (90-01-26-02)

- (4) An opportunity has been provided for a qualified individual to serve the Society as an officer even if the person is unable (or unwilling) to continue beyond the office of Vice President.

Although selection of Vice President nominees need not be restricted to only those people considered capable of serving (or willing to serve) the Society as President, the incumbent (and previous) Vice Presidents still represent an excellent pool of talent from which to draw a future nominee for Treasurer or President-Elect. Therefore, the committee should be especially aware of which of the incumbent Vice Presidents being considered for nomination to a second term would be willing to be considered for offices beyond the office of Vice President. It would obviously be an undesirable situation to have all four incumbent Vice Presidents unable or unwilling to be considered for additional officer positions.

G. The DALs have the responsibility of representing the technological interest of the Society. They assist in the guidance and management of the councils other than Members Council as well as assisting and guiding the committees and should have chaired at least one of these. The DAL needs a strong working knowledge of the structure and function of ASHRAE at the Society level. While service such as a chapter officer, regional-Regional vVice chairmanChair or director and #Regional chair Chair (DRC) is a plus, a good technological background and service related to research, standards, publishing, technology transfer, etc. should be weighed much more heavily than region/chapter service in selecting DAL. (00-02-06-01/00-02-09-25)

Nominees for DAL shall have been Members for at least five (5) years before the date of election (ROB 2, Election and Appointment Procedures). It is also desirable to maintain a balance between occupations, such as educators, researchers, manufacturers, consulting engineers, mechanical contractors, etc. Finally, in selecting DALs, particular attention should be paid to their qualifications as future officer material.

H. In considering an incumbent Director (either DAL or DRC) for nomination to a second consecutive term of three (3) years as a Director, the committee should determine positive and compelling reasons for retaining a Director for six consecutive years in office.

I. A third term of three (3) years for a Director should seldom be granted, even when not specifically prohibited by the SBL.

J. The committee is not limited to consideration of persons for whom biographical data have been provided prior to the meeting. However, adequate consideration of qualifications is very difficult unless full information is provided; if not before the meeting then at least at the meeting. The committee should not be forced to rely on an oral recitation of a suggested candidate's qualifications.

K. Every effort should be expended to obtain current biographical data no more than one year old on each suggested candidate.

L. The committee member for a region for which office of DRC is open for nomination shall advise the CRC in Executive Session that a strong order of preference be indicated by the region as to their selection for DRC, and the region Nominating Committee member shall advise the Nominating Committee of this preference (ROB Volume 3, Election and Appointment Procedures).

11. Confirmation of Nominees

A. Immediately after the winter meeting of the committee, the chair will advise the Board of Directors and the Society Secretary of the official slate. All candidates shall be advised of the official slate as soon as possible just prior to after the winter-Winter Board meeting on Sunday. The chair of the committee will assign those to make the contacts before the conclusion of the winter meeting of the committee. Note: Details of the Nominating Committee deliberations will be discussed with neither the candidates nor the nominees.

B. The Society SecretaryNCS will request written acceptance from each selected nominee.

C. In case of failure to confirm a DAL, the Alternate is notified and acceptance requested.

D. In case of failure to confirm as Officer or a Director for a region, or in case of subsequent unwillingness or inability of any nominee to serve, the chair may take one of the following courses of action:

- (1) Call another meeting of the committee to select another qualified nominee for the vacancy, or;

Commented [AG10]: This is changing. DRC's and DAL's will be working with committees. This needs to be reworded based on current work being done by planning.

Commented [TEW11]: The Society Secretary (EVP) is a non-voting member of the BOD.

Commented [TEW12]: The practice has been just prior to the BOD meeting. The way it is written it could be much later – even later since it does not say Sunday BOD meeting.

- (2) Conduct a secret **mail** ballot comprising a run-off of not more than the two potential nominees for that office who received the next highest votes in the previous ballot, or;
- (3) If time does not permit either (1) or (2) prior to the Annual Meeting, advise the Society Secretary to inform the incoming Board of Directors of a vacancy to be filled in accordance with Bylaws Section 4.2

12. Staff Assistance by the ~~Society Secretary~~ NCS (Nominating Committee Secretary) ~~(NCS.)~~

The ~~Society Secretary~~ NCS renders the committee the following services:

- A. For meetings, provides a current copy of the Society's roll of membership, a current edition of the Bylaws, ~~a blackboard~~ and other needed equipment.
- B. Upon receipt of the confirmation from the nominees, issues formal announcements of the nominations, and obtains photographs and other pertinent data directly from the nominee for publication.

13. Transmittal of Files

The outgoing chair transmits to the next chair of the committee, on a confidential basis, such ~~files~~ as may be of value in the work of the succeeding committee. Since the work of the committee is confidential, all other material distributed to the members of the committee should be destroyed at the conclusion of their term of office.

**Commented [TEW13]:** Has this actually been done?

**Commented [TM14]:** Ron can give his input but there needs to be some process for the new chair to access the previous chair for questions of protocol and process. The NCS is helpful but we are volunteer driven.

14. Appendices and References

- A. Instructions to Delegate and Alternate for CRCs
- B. Responsibility Timetable
- C. Suggested Meeting Agenda
- D. Sample Letters
- E. Responsibility and Qualification Summaries for ASHRAE Officers and Directors

## Appendix A

### INSTRUCTIONS TO DELEGATE & ALTERNATE FOR CRC

#### Chapters Regional Committee Meeting

There are four parts to the chapters Regional Committee Meeting held in conjunction with the Chapters Regional Conference (CRC): the Orientation Session, the Caucus, the Business Session and the Executive Session. As a delegate or alternate, you will be involved in all four of these sessions.

#### Orientation Session

Open to all attendees, this session is held prior to the Caucus so that the Director and Regional chair can instruct the delegates and alternates on procedures and to advise them as to the regional and Society positions to be filled. During this session other non-caucus attendees can provide advice and counsel as specifically requested by a delegate or alternate. The attendance of delegates and alternates is mandatory.

#### Caucus (~~Closed-Executive~~ Session)

This is an informal session. It is usually held at the beginning of the ~~CRC Chapters Regional Conference~~ attended by only the delegates and alternates from the chapters, the regional Nominating Committee Member, the regional Nominating Committee Alternate and the regional Nominating Committee reserve alternate, if any. The purpose is to provide a forum for the chapters to present and discuss their recommendations for candidates for regional and Society positions, Society committees, and regional and Society honors and awards. All discussions at the Nominating Committee meetings, caucus and executive sessions are confidential and shall not be divulged to any individual outside the meetings or sessions. The regional Nominating Committee Member chairs the session and the host chapter delegate is the ~~Caucus secretary~~ Secretary. Minutes of the Caucus are not to be published. During the Caucus, the delegates and alternates should present the biographies of the candidates who will be recommended for offices and/or honors and awards. Enough copies of the biographies should be available so that each person attending may have a copy. The two Nominating Committee Representatives shall not be present while their nominations are being discussed. The host delegate shall become the temporary chair. (BOD 98-01-18-16)

Commented [AG15]: NCS is not in attendance at CRC.

#### Business Session

Each chapter shall, as a minimum, prepare the following and place in a binder:

1. A completely filled-out Summary Report Form (Attachment W2).
2. Report of Chapter Activities for the preceding year, including committee reports.
3. Chapter Committee Chairs' MBOs.
4. A sample newsletter.
5. The chapter's roster.

After the report phase of the Business Session, the Chapters are encouraged to present action items for changes in any Chapter, Regional or Society activities or policies.

All reports and action items presented at the Chapters Regional Conference will take place at the Business Session, except for those items specified for the Executive Session.

The chapter delegate is the voting member. The regional vice chairs, the regional Nominating Committee Member and the regional Nominating Committee Alternate attend in their official capacity. The Regional Chair is chair of the meeting. The chapter delegates report on the progress of their chapters and student branches and their recommendations concerning policy, procedures and operations of Society. Motions that are passed are then brought forward to Members Council for further consideration.

### **Executive Session (Closed Session)**

Only the delegates and alternates from the chapters, the regional Nominating Committee Member and the regional Nominating Committee Alternate may attend the Executive Session. The regional Nominating Committee Member is the chair. The host chapter delegate is the secretary. Minutes of the Executive Session shall not be published. Chapter delegates vote for candidates for the following:

1. Nominating Committee Member and Alternate
2. Regional Vice Chairs
3. Regional Award of Merit
4. Society Offices and Board of Directors (including Regional Chair, if appropriate)

The regional Nominating Committee representative will forward the report of the Executive Session to ~~NCS Society Executive Director/Secretary~~ at Headquarters within 30 days of the meeting. Members who serve on grassroots committees (Regional Vice Chairs) should be contacted as their willingness to serve before their names are submitted in this report.

**Commented [TEW16]:** Is this what has been done – isn't it going to the Nominating Committee Secretary (Mary Townsend) and not to Jeff?

**Commented [TM17]:** The region CRC worksheets come to me directly.

## Appendix B

### RESPONSIBILITY TIME TABLE

<u>Date</u>	<u>Event</u>	<u>Action By</u>
End of Annual Meeting	New committee members and alternates take office. These are the members elected by the CRCs in the SECOND preceding Society year, and elected by the BOD at the previous <del>winter-Society Winter</del> <u>Meeting</u> .	Automatic
July 15	Apprise chair of Officer and Director vacancies to be filled, and other pertinent information.	<u>CSQNCs</u>
	Notify chair of the order of replacement of <u>M</u> members with <u>A</u> alternates as determined by the BOD.	<u>CSQNCs</u>
August 1	Solicit candidates from Board of Directors, committee chairs, etc., and mail list of same to the CSO	Members & Alternates
Fall Regional CRC	Elect <u>M</u> members and <u>A</u> alternates to Nominating Regional Committee for the NEXT Society year (e.g., Members elected in fall of one year would commence serving on the committee in July of following year, allowing them to attend CRC in the fall.)	Chapters Regional Committee
	Remind CRCs (with DRCs in their last year of service) that three (3) suggested candidates must be selected for DRC ranked in order of preference.	<u>CSQNCs</u>
	Attend the CRC meeting to get CRC recommendations for vacancies. Send to the CSO the CRC selections of at least three (3) suggested candidates for DRC, as well as suggested candidates for officers and DALs.	Current Regional Members & Alternates
IM-60*	Ascertain expected attendance at first meeting of committee, and contact <u>A</u> alternates where <u>M</u> members cannot attend.	<u>CSQNCs</u>
	Verify eligibility of suggested candidates for officers and BOD members.	<u>CSQNCs</u>
	Develop agenda for fall committee meeting and mail to the CSO for distribution to the committee.	<u>Chairman</u> <u>Chair</u>
IM-20*	Mail to each committee <u>M</u> member and <u>A</u> alternate: (1) Roster of committee <u>M</u> members and <u>A</u> alternates (2) List of Officers and Directors vacancies (3) Rules of the Board and Manual of Procedures (4) Biographical data on all qualified and suggested candidates (5) Meeting agenda	<u>CSQNCs</u>
	Notify <u>A</u> alternates (copy to <u>M</u> members) of conditions under which they may be asked to serve as <u>M</u> members.	<u>CSQNCs</u>

\* IM-n=n days before first meeting of committee (usually November)

<u>Date</u>	<u>Event</u>	<u>Action By</u>
Fall Meeting of Committee	Discussion of suggested candidates for Officer and BOD vacancies.	Committee
	Assignment of committee members to determine availability and qualifications of proposed candidates for Director.	<a href="#">ChairmanChair</a>
	Determine availability of proposed candidates for officers.	<a href="#">ChairmanChair</a>
Dec. 1	Determine availability and qualification of proposed candidates for Director, with copies of correspondence to chair.	Assigned Committee Members
	Follow up on obtaining current biographical data for proposed candidates.	<a href="#">CSQNCS</a>
of	Forward to the CSO for Board information or action any committee action unrelated to nominations.	<a href="#">SecretaryNCS</a> Committee
	Ascertain expected attendance of committee and contact <a href="#">A</a> alternates where <a href="#">M</a> member cannot attend.	<a href="#">CSQNCS</a>
2M-30*	Develop agenda for winter committee meeting and mail to the CSO for distribution to committee.	<a href="#">ChairmanChair</a>
	Send new biographical data and agenda to all <a href="#">M</a> members and <a href="#">CSQNominating Committee NCS</a> <a href="#">A</a> alternates	
	Elect eight (8) <a href="#">M</a> members and eight (8) <a href="#">A</a> alternates to the <a href="#">C</a> committee.	Board of Directors
2M-20*	Verify eligibility of above.	<a href="#">CSQNCS</a>
	Elect nominees for Officers, Directors, and alternate Director-at-Large.	Committee
	After winter meeting, notify BOD and the Society <a href="#">SecretaryNCS</a> of the <a href="#">S</a> slate of nominated Officers and Directors.	Chair
	Officially notify, in writing, all nominees and request written acceptance.	<a href="#">CSQNCS</a>
	Officially notify, in writing, all proposed candidates considered but not nominated, and request their continued Society participation.	<a href="#">ChairmanChair</a>
of	Forward to the CSO for Board information or action any committee action unrelated to nominations.	<a href="#">SecretaryNCS</a> Committee

\* 1M-n=n days before first meeting of committee (usually November)

\* 2M-n=n days before second meeting of committee (usually January)

<u>Date</u>	<u>Event</u>	<u>Action By</u>
Spring Regional CRC	Elect <u>M</u> embers and <u>A</u> lternates to Nominating Committee for the SECOND subsequent Society year (e.g., members elected in Spring of one year would commence serving on the committee in spring of the following year and attend spring CRC).	Chapters Regional Committee
	Remind CRC (with DRCs in their NEXT-TO-LAST year of service) that three (3) suggested candidates, ranked in order of preference, must be selected for DRC.	<u>CSQNCs</u>
	Attend the CRC meeting to get CRC recommendations for vacancies. Send to the CSO the CRC selections of, and biographical data on, at least three (3) suggested candidates for DRC, as well as suggested candidates for Officers and DALs.	Incoming Regional Members & Alternates
April 1 &	Fill any vacancies occurring in slate as authorized in MOP.	<u>ChairmanChair</u> Committee
June 1 or before	Follow up with regions for certification of eligibility of Members And Alternates elected to committee at previous fall and spring CRCs. Notify those eligible. Emphasize necessity of attendance at BOTH committee meetings.	<u>CSQNCs</u>
Beginning of Annual Meeting	Expiration of term of office of outgoing Nominating Committee.	Automatic

**Appendix C**

**SUGGESTED MEETING AGENDAS**

**Suggested Agenda for Fall Committee Meeting**

1. Roll Call
2. ~~Appointment of Secretary NCS~~
3. ~~ASHRAE Ethics~~
34. Discussion of agenda and procedure for carrying on meeting
45. Review of Nominating Committee Procedures
  - A. Responsibilities of Regionally-Elected Members (1) Caucus and Executive Session (2) Reporting – Work Sheet for CRC
  - B. Responsibilities of All Members
  - C. Nominating Committee Rules
  - D. Nominating Committee Manual of Procedures
  - E. Use of Alphabetical & Regional List of Participants in Society-Level Activities
56. Proposed changes in Nominating Committee Manual of Procedures (if any)
67. Other procedural business
78. Discussion of qualifications required and sought for Officers and Directors
89. Presentation and discussion of individual candidates
  - A. Officers
  - B. Directors to serve as Regional Chairmen
  - C. Directors to be elected at large
910. Assignment of Committee members to check availability and desirability of Director candidates
110. Resolutions
124. Adjournment

Commented [TM18]: Is there even a need for this agenda item?

Suggested Agenda for Winter Committee Meeting

1. Roll Call
2. ASHRAE Ethics
23. Approval of Minutes of Previous Meeting
34. ~~Appointment of Secretary~~ NCS
45. Confirmation of official twenty-two (22) voting members of Committee
56. Report of Regions electing Regional Chairmen re: willingness of proposed candidates to serve
67. Report of ~~Chairman~~ Chair re: all other candidates on list established at fall meeting
78. Report of any other member pertinent to list of individuals
89. Floor open for proposing final additional candidates to be considered
910. Appointment of Tellers of Election
119. Discussion and voting for candidates in the following order:
  - President Elect
  - Treasurer
  - Vice President (four)
  - Regional Chairmen
  - Directors-at-Large (plus one alternate)
124. Further confirmation of willingness of nominees to serve, if required
- ~~42.~~
13. Other business and resolutions
14. Adjournment

Commented [TM19]: Same question here? Is the NCS a given?

SAMPLE LETTER

President-Elect

Dear \_\_\_\_\_:

It gives me great pleasure to advise you that you have been recommended for the office of President-Elect of the Society beginning June \_\_\_\_\_ (year). With your permission, the ASHRAE Nominating Committee would like to include your name in the list of candidates they are considering for nomination to the position.

This recommendation by your peers is indeed a distinct honor. It indicates their belief that you are committed to ASHRAE's mission and that you are willing to give of yourself and your time to accomplish the work of the office.

To assist you in arriving at your decision, enclosed is a copy of the Manual of Procedures for Officers and Directors (Section 4). Also enclosed is a copy of the "Responsibility and Qualifications Summary for Society President-Elect." Please keep in mind that the office of President-Elect, unlike the others, involves a longer term commitment as it is inextricably linked to the office of President. In other words, a "yes to the first is a "yes" to the second.

Please make your final review of the challenges placed before you and indicate your decision below. Your confidential response should be directed to me in care of ~~Gloria-Cofor~~Mary Townsend at ASHRAE, 1791 Tullie Circle, NE, Atlanta, GA 30329-2305 by \_\_\_\_\_ (date).

The policy that governs the nomination for Society officers and directors states that "the office seeks the person rather than the person seeking the office." Based on this policy you are requested not to correspond with members and alternates of the Nominating Committee. If you have questions, please contact me as chair of the committee.

Best regards,

~~Chairman~~Chair, Nominating Committee

STATEMENT OF ACCEPTANCE

\_\_\_\_\_ I would accept a nomination for the position of President-Elect and would agree to serve if elected.

\_\_\_\_\_ I would decline a nomination for the position of President-Elect.

\_\_\_\_\_ I have enclosed a digital photograph.

\_\_\_\_\_  
Date

\_\_\_\_\_  
Signature

SAMPLE LETTER

Treasurer or Vice President

Dear \_\_\_\_\_:

It gives me great pleasure to advise you that you have been recommended for the office of (Treasurer) (Vice-President) of the Society beginning June \_\_\_\_\_ (year). With your permission, the ASHRAE Nominating Committee would like to include your name in the list of candidates they are considering for nomination to the position.

This recommendation by your peers is indeed a distinct honor. It indicates their belief that you are committed to ASHRAE's mission and that you are willing to give of yourself and your time to accomplish the work of the office.

To assist you in arriving at your decision, enclosed is a copy of the Manual of Procedures of Officers and Directors (Section 4). Also enclosed is a copy of the "Responsibility and Qualifications Summary for Society (Treasurer) (Vice-President)". Please keep in mind that, in serving on the Executive Committee, you may also be asked to serve in higher office leading to the Society President. This is not an automatic or mandatory progression, but the committee would appreciate an expression of your willingness to serve in these additional capacities.

Please make your final review of the challenges placed before you and indicate your decision below. Your confidential response should be directed to me in care of ~~Gloria-Cofor~~Mary Townsend at ASHRAE, 1791 Tullie Circle, NE, Atlanta, GA 30329-2305 by \_\_\_\_\_ (date).

The policy that governs the nomination for Society officers and directors states that "the office seeks the person rather than the person seeking the office." Based on this policy you are requested not to correspond with members and alternates of the Nominating Committee. If you have questions, please contact me as the committee chair.

Best regards,

~~Chairman~~Chair, Nominating Committee

STATEMENT OF ACCEPTANCE

\_\_\_\_\_ I would accept a nomination for the position of (Treasurer) (Vice-President) and would agree to serve if elected.

\_\_\_\_\_ I would decline a nomination for the position of (Treasurer) (Vice-President).

\_\_\_\_\_ I have enclosed a digital photograph.

\_\_\_\_\_  
Date Signature

SAMPLE LETTER

DALs and DRCs

Dear \_\_\_\_\_:

It gives me great pleasure to advise you that you have been recommended for the position of (Director-at-Large) (Director and Regional ChairmanChair, Region\_\_\_\_\_) of the Society beginning June \_\_\_\_\_ (year). With your permission, the ASHRAE Nominating Committee would like to include your name in the list of candidates they are considering for nomination to the position.

This recommendation by your peers is indeed a distinct honor. It indicates their belief that you are committed to ASHRAE's mission and that you are willing to give of yourself and your time to accomplish the work of the office.

To assist you in arriving at your decision, enclosed is a copy of the Manual of Procedures of Officers and Directors (Section 4). Also enclosed is a copy of the "Responsibility and Qualifications Summary for Society (Director-at-Large) (Director and Regional ChairmanChair, Region\_\_\_\_\_)." Please keep in mind that, in serving on the Board of Directors, you may also be asked to serve in higher office leading to the Society President. This is not an automatic or mandatory progression, but the committee would appreciate an expression of your willingness to serve in these additional capacities.

Please make your final review of the challenges placed before you and indicate your decision below. Your confidential response should be directed to me in care of Gloria-CeferMary Townsend at ASHRAE, 1791 Tullie Circle, NE, Atlanta, GA 30329-2305 by \_\_\_\_\_ (date).

Best regards,

ChairmanChair, Nominating Committee

STATEMENT OF ACCEPTANCE

\_\_\_\_\_ I would accept a nomination for the position of (Director-at-Large) (Director and Regional ChairmanChair, Region\_\_\_\_\_) and would agree to serve if elected.

\_\_\_\_\_ I would decline a nomination for the position of (Director-at-Large) (Director and Regional ChairmanChair, Region\_\_\_\_\_).

\_\_\_\_\_ I have enclosed a digital photograph.

\_\_\_\_\_  
Date

\_\_\_\_\_  
Signature

Appendix D

SAMPLE LETTER

2<sup>nd</sup> and 3<sup>rd</sup> Choices -DRCs

Dear \_\_\_\_\_:

At the recent meeting of the ASHRAE Nominating Committee, the committee considered \_\_\_\_\_ (name) for nomination as Director and Regional ChairmanChair of the Society as recommended by the Region \_\_\_\_\_ CRC for a three-year term beginning in June \_\_\_\_\_ (year).

In the event \_\_\_\_\_ (name) cannot serve as Director and Regional ChairmanChair for Region \_\_\_\_\_, please indicate your decision to serve in this capacity in the section below and mail a copy of this letter to me in care of ~~Gloria Cofer~~ Mary Townsend at ASHRAE, 1791 Tullie Circle, NE, Atlanta, GA 30329-2305. Please send your reply no later than \_\_\_\_\_ (date).

(Add the following paragraph, if appropriate.)

Please review your online ASHRAE Biographical Record to ensure that it is up-to-date.

Sincerely,

(Your Name)

STATEMENT OF ACCEPTANCE

\_\_\_\_\_ In the event \_\_\_\_\_ (name) cannot serve as Director and Regional ChairmanChair for Region \_\_\_\_\_ for a three-year term beginning in June \_\_\_\_\_ (year), I would accept a nomination as Director and Regional ChairmanChair for Region \_\_\_\_\_.

\_\_\_\_\_ I would decline a nomination for the position of Director and Regional ChairmanChair, Region \_\_\_\_\_.

\_\_\_\_\_ I have enclosed a digital photograph.

\_\_\_\_\_  
Date

\_\_\_\_\_  
Signature

Appendix D

(Date)

To: (Suggested Candidates for Officers and Directors who are presently Members or Alternates of the Nominating Committee)

From: \_\_\_\_\_, ~~Chairman~~Chair, Nominating Committee

Subject: The Big Decision!

This memo is to inform you that your name has appeared on the list of suggested candidates for election to the BOD. This means your name will be submitted for consideration by the Nominating Committee at the fall meeting unless you decide not to be a candidate. Prior to the fall meeting, you must decide whether you will permit further consideration of yourself as a candidate for officer or director and resign from the Nominating Committee; OR, withdraw yourself as a candidate for officer or director and remain on the Nominating Committee. You must do one of the following:

1. Resign from the Nominating Committee.
2. Withdraw from consideration as an officer or director.

Please call me as soon as possible (phone number) with your decision. At that time we can discuss the situation, but I'm sure you understand that I will not disclose to you who submitted your name.

Good luck with your decision!

\_\_\_\_\_/gfe

ASHRAE  
RESPONSIBILITY AND QUALIFICATION SUMMARY  
FOR  
SOCIETY PRESIDENT-ELECT

Responsibilities

- Succeeds President automatically at conclusion of President's term.
- Is the principal assistant to President and shares operating responsibilities as delegated by President.
- Chairs Members Council and President-Elect Advisory Committee.

Qualifications/Obligations

- Shall have been a Member (grade) of Society for five years or more prior to date of election.
- Shall not be eligible for re-election to the same office for additional consecutive year.
- Should have served as both Director and Treasurer.
- Receives no salary or compensation.
- Should be able and willing to travel extensively and devote considerable time to Society:
  - approximately 60-80 days per year of travel and meetings,
  - expenses of transportation, hotel, meals, parking, registration, and social events (including spouse) may be reimbursed upon request.

Other Desirable Qualifications/Criteria

- Should never be nominated solely as honor or reward.
- Should have served as a Vice President of Society.
- Should have participated broadly in Society activity at chapter, region, standing committee or international levels.
- Should have discussed with employer the travel, time, and monetary expenses that may be incurred if elected and obtained consent.
- Should consent to a three-year subsequent continuance of service to Society if elected.
- Should be willing and able to attend two Society meetings, two Executive Committee meetings, and four Chapters Regional Conferences as well as make numerous Society headquarters, intersociety and international visits during the year.

Supporting Documents

- Society Bylaws
- Manual of Procedures for Officers and Directors
- Manual of Procedures for Nominating Committee
- Travel Reimbursement Policy, ROB Volume 1

ASHRAE  
RESPONSIBILITY AND QUALIFICATION SUMMARY  
FOR  
SOCIETY TREASURER

Responsibilities

- Serves as a member of Executive Committee, Board of Directors, Finance Committee, and Investment Committee.
- Shall have custody of funds of Society and the Society books of account.
- Shall invest the funds of the Society in accordance with the decisions of Investment Committee.

Qualifications/Obligations

- Shall have been a Member (grade) of Society for five years or more prior to date of election.
- Shall be eligible for re-election to the same office for additional consecutive year.
- Should have served as both Director and Vice President.
- Receives no salary or compensation.
- Should be able and willing to travel extensively and devote considerable time to Society:
  - approximately 35-40 days per year of travel and meetings,
  - expenses of transportation, hotel, meals, parking, registration, and social events (including spouse) may be reimbursed upon request.

Other Desirable Qualifications/Criteria

- Should have had previous experience on Finance Committee.
- Should never be nominated solely as honor or reward.
- Should have discussed with employer the travel, time, and monetary expenses that may be incurred if elected and obtained consent.
- Should have participated broadly in Society activity at chapter, region, standing committee or international levels.
- Should be willing and able to attend Society's annual and winter meetings, two Executive Committee meetings, two Finance Committee and two Investment Committee meetings, three Chapters Regional Conferences, and numerous Society and special meetings.

Supporting Documents

- Society Bylaws
- Manual of Procedures for Officers and Directors
- Manual of Procedures for Nominating Committee
- Travel Reimbursement Policy, ROB Volume 1

ASHRAE  
RESPONSIBILITY AND QUALIFICATION SUMMARY  
FOR  
SOCIETY VICE PRESIDENT

Responsibilities

- Serves as a member of Executive Committee, Board of Directors and serves as Chair or Vice Chair of a Society council.
- Assists President and President-Elect.

Qualifications/Obligations

- Shall have been a Member (grade) of Society for five years or more prior to date of election.
- Shall be eligible for re-election for (1) additional consecutive year.
- Should have served as Director-at-Large and/or Regional Chair.
- Receives no salary or compensation.
- Should be able and willing to travel extensively and devote considerable time to Society:
  - approximately 40 days per year of travel and meetings,
  - expenses of transportation, hotel, meals, parking, registration, and social events (including spouse) may be reimbursed upon request.

Other Desirable Qualifications/Criteria

- Should never be nominated solely as honor or reward.
- Should have participated broadly in Society activity at chapter, region, standing committee or international levels.
- Should have discussed with employer the travel, time, and monetary expenses that may be incurred if elected and obtained consent.
- Should be willing and able to attend Society's annual and winter meetings, two Executive Committee meetings, three Chapters Regional Conferences, and numerous Society and special meetings.

Supporting Documents

- Society Bylaws
- Manual of Procedures for Officers and Directors
- Manual of Procedures for Nominating Committee
- Travel Reimbursement Policy, ROB Volume 1

ASHRAE  
RESPONSIBILITY AND QUALIFICATION SUMMARY  
FOR  
DIRECTOR-AT-LARGE (DAL)

Responsibilities

- Serves as member of Board of Directors and the President-Elect Advisory Committee.
- Can expect to be appointed as a Board ex-officio to one or more committees.
- Guides standing committee activity within Board established policy and represents each committee at its respective council.
- Responsible for representing and guiding the technological interests of the Society.

Qualifications/Obligations

- Shall have been Member (grade) of Society for five years or more prior to the date of election.
- Should have served as member (preferably Chair) of Society standing, technical, or standard project committee.
- Receives no salary or compensation.
- Should be able and willing to travel extensively and devote considerable time to Society:
  - Approximately 30 days per year of travel and meetings.
  - Travel expenses for Directors not exceeding the maximum daily expense rate may be reimbursed when requested for up to 7 days when attending Board meetings.
  - A daily reimbursement rate will be established for winter and annual meetings.

Other Desirable Qualifications/Criteria

- Should never be nominated solely as honor or reward.
- Should have a strong working knowledge of Society structure and function, i.e., committees reporting to councils and councils reporting to the board, and the interaction of the DAL among all three groups at the Society level. A network of Society level contacts is beneficial in facilitating these interactions.
- Should have discussed with employer the travel, time, and monetary expense that may be incurred if elected and obtained consent.
- Should be willing and able to attend two Society meetings, three President-Elect Advisory Committee meeting, at least one Chapters Regional Conference, and numerous Society and special meetings.

Supporting Documents

- Society Bylaws
- Manual of Procedures for Officers and Directors
- Manual of Procedures for Nominating Committee
- Travel Reimbursement Policy, ROB Volume 1

**Appendix E**  
Nominating Committee MOP

ASHRAE  
RESPONSIBILITY AND QUALIFICATION SUMMARY  
FOR  
DIRECTOR AND REGIONAL CHAIR (DRC)

Responsibilities

- Serves as a member of Board of Directors ~~and Members Council.~~  
Can expect to be appointed as a Board ex-officio to one or more committees.
- Guides standing committee activity within Board established policy and represents each committee at its respective council
- Has prime responsibility to represent Society to region.
- Directs operation for region and presents region, chapters and membership viewpoints.

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Qualifications/Obligations

- Shall have been a Member (grade) of Society for five years or more prior to date of election.
- Should have previously served as both Chapter President and Regional Vice Chair.
- Receives no salary or compensation.
- Should be able and willing to travel and devote considerable time to Society:
  - approximately 18-20 days for Society and 32-35 days for Region per year of travel and meetings,
  - travel expenses (not exceeding the maximum daily expense rate) may be reimbursed upon request for up to 7 days for attending Board meetings.
  - transportation expense may be reimbursed for CRC and chapter meetings.
  - a daily reimbursement rate will be established for winter and annual meetings.

Other Desirable Qualifications/Criteria

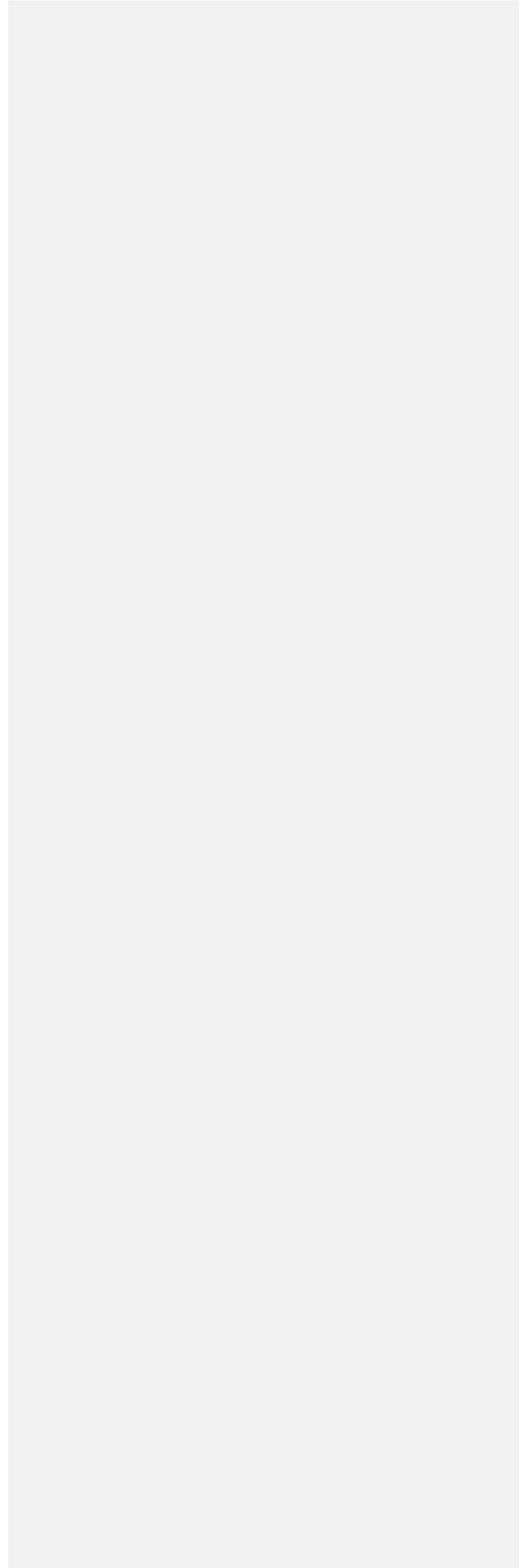
- Should never be nominated solely as honor or reward.
- Should have discussed with employer the travel, time, and monetary expenses that may be incurred if elected and obtained consent.
- Should be willing and able to attend Society's annual and winter meetings, two Executive Committee meetings, two Chapters Regional Conferences, two Members Council meetings, numerous special meetings and a meeting of each chapter at least every other year.

Supporting Documents

- Society Bylaws
- Manual of Procedures for Officers and Directors
- Manual of Procedures for Nominating Committee
- Travel Reimbursement Policy, ROB Volume 1

**NOTE:**

**The document on the following page is not a part of the MOP.  
It is included for reference only.**



**Desirable characteristics for ASHRAE Officers**

November 7, 1998

- **Innovative**            The individual suggests new ideas and opportunities for the Society and is willing to lead pursuit of those ideas. He or she does not limit contributions merely to reactions of ideas proposed by others.
- **Compromising**        The individual recognizes and accepts suggestions and ideas of others and is willing consider opinions that may differ from his or her own.
- **Diplomatic**            Willing to negotiate when ideas differ and does so from a position of respect for opposing views and needs of the other individual.
- **Committed**            Particularly for senior officers, priorities of the Society take precedence over other professional obligations.
- **Reliable**                Follows through on commitments. Completes tasks completely and on time and helps others to do the same.
- **Independent**           Separates and supports the positions of the Society from those of their employers when in conflict.
- **Communicative**        Able to effectively communicate ideas, positions, and technology related to the Society to a wide array of audiences from the lay public to scientists and engineers.
- **Has Integrity**           Is honest and genuine in his or her actions. Positions or opinions are consistent regardless of situation.
- **Empathetic**            Recognizes that individual needs and priorities differ and has genuine concern and care for individuals that he or she is serving.
- **Society Duality**        Recognizes that the Society serves the needs of the individual and industry through its grassroots activities at the chapter level and through its technical and policy contributions at the Society level. Both are of equal importance and serve the membership in a synergistic manner.
- **Technologist**          Has a broad understanding and appreciation of technology contributions and needs of HVAC&R industry and its impact on a global society. Places all technology needs in perspective as it impacts policies and programs of the Society.
- **Organized**              Is an effective manager of time and helps others to be the same. Focuses on priorities of the Society as defined by both the individual as well as others within ASHRAE.