



Shaping Tomorrow's  
Built Environment Today

## **MANUAL OF PROCEDURES**

### **MEMBERS COUNCIL**

**Approved by: Members Council  
Date: June 25, 2024**

## FOREWORD

The Manual of Procedures for Members Council describes how the Council operates to fulfill its responsibilities as defined by the ASHRAE Board of Directors (BOD) and the Society Bylaws. It describes those responsibilities along with the role of the Council leadership and other members as well as the subcommittees of which it is comprised. Sections of this document that are based on Rules of the Board as noted as such. Changes to this document require a vote of the Council and the Society Rules Committee.

### **DEFINITIONS (drawn directly from the noted Society Bylaw or ROB)**

#### **Councils**

The councils of the Society are extensions of the Board of Directors and , except as otherwise restricted by law, shall administer the policies of the Board (SBL 6.1)

#### **Standing Rules**

The standing rules of a council or committee are the constitution of that council or committee. Proposed changes to these rules shall be submitted to the Society Rules Committee prior to being submitted to the Board for approval. (2.300.001.1)

#### **Manual of Procedures**

Each council shall maintain a Manual of Procedures for itself and its assigned committees, which may include interpretations of Society policy as it pertains to that specific activity (ROB 2.300.005).

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 1.100.002.4)

For councils and standing committees reporting directly to the Board of Directors, MOPs are maintained by that body and approved by the Society Rules Committee on behalf of the Board of Directors. (ROB 2.105.002.2)

MOPs for other standing committees (and any 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 2.105.002.2)

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## 1. GENERAL RESPONSIBILITIES

- 1.1. Receive recommendations from Standing Committees that report to it, from the Council's subcommittees, from any member of the Council, by referral from other Councils or committees of the Society, or from the BOD.
- 1.2. Act on items as authorized by the BOD or shall make recommendations for BOD actions in accordance with the authority granted to the Council and as specified in the Rules of the Board.
- 1.3. Actions for which the Council acts for the BOD (2.301.003):
  - 1.3.1. Items which are within existing policy and fiscal limits
  - 1.3.2. Items that are internal to the Council
  - 1.3.3. Policies, procedures and operations of the regions, chapters, sections and student branches
- 1.4. Items for which the Council recommends BOD action (2.301.003):
  - 1.4.1. Changes or additions to existing Society policies and/or Rules of the Board
- 1.5. The Council acts as a communication link between the BOD, other Councils and standing general and special committees.
  - 1.5.1. Council to BOD
    - 1.5.1.1. Following each meeting the Council will report to the BOD principal motions requiring BOD action, as well as information items.
    - 1.5.1.2. Council reports and actions shall include summary report information provided to it by its standing committees.
    - 1.5.1.3. Council agendas and minutes shall be distributed to all BOD members.
  - 1.5.2. Committees to Council
    - 1.5.2.1. Reports of all Committee meetings shall be in writing and include all principal motions requiring Council action and supporting information.
    - 1.5.2.2. Minutes of each standing committee shall be distributed to all members of the Council (voting and non-voting).
  - 1.5.3. Council to Council

Actions of Council for which parallel or supporting action is required by another Council shall be communicated in writing to that Council requesting the required information or input.
- 1.6. Voting
  - 1.6.1. The Council will follow the general voting requirements as stated in the Rules of the Board.
  - 1.6.2. The Council shall record the vote, including abstentions, on all motions.

## 2. MEMBERSHIP

- 2.1. Membership and structure of the Council are as stated in the Rules of the Board

## 3. QUALIFICATIONS

- 3.1 Must be a member in good standing and shall have been a Member (grade) of Society for three years or more prior to date of election.
- 3.2 Should have previously served as Chapter President and/or Regional Vice Chair.
- 3.3 Must be able and willing to travel and devote considerable time to Society.
- 3.4 Must be able to fill in for the DRC at a Board of Directors' meeting in the event the DRC is unable to attend.
- 3.5 Should be willing and able to also serve as the Assistant Regional Chair (ARC) as well as the RMCR.

3.6 Must coordinate and communicate with the DRC all Members Council activities as they relate to the region and its chapters.

#### 4. CHAIR RESPONSIBILITIES

- 4.1 Preside over all meetings of the Council governed by the current edition of *ASHRAE Simplified Rules of Order and Meeting Fundamentals*.
- 4.2 The Chair, with the assistance of the, the Vice Chair, the Staff Liaison, the Subcommittee Chairs and Council members, shall prepare agendas for all Council meetings.
- 4.3 Review and approve draft meeting minutes for final approval by the Council
- 4.4 The Chair, with the assistance of the Vice Chair and the Council Staff Liaison, prepares a Report to the Board after each Council meeting.
- 4.5 Appoint each member of the Council to one or more subcommittees and designate a subcommittee Chair for each subcommittee identified in Section 8.
- 4.6 Recommend creation of additional ad hoc committees or working groups whenever necessary in order to assist in fulfilling the responsibilities of the Council. The members will normally be from the membership of the Council and/or the Society but, if necessary to obtain special expertise, non-members of the Council or the Society may be appointed.
- 4.7 With the staff liaison, prepare council budget and submit to Finance Committee for approval.
- 4.8 Ensure that all chapters are scheduled a chapter visit a minimum of once every five-year period by a Society Officer or member as designated by the Society President to promote contact between the Society and Chapter members.
- 4.9 Approve DRC visits to other regions' CRCs.
- 4.10 Hardship Cases (ROB 2.103.003.4)  
The Members Council Chair is responsible, in consultation with staff, for determining what constitutes a hardship case. Hardship guidelines are defined as:
  - Loss of Employment or
  - Illness/Disability

Educational Leave of Absences, Sabbaticals and part time employment do not qualify for Hardships. Members who are approved for hardship status will be placed on inactive status for one year with a limit of a maximum of three years (lifetime). Inactive status must be requested each year at renewal time. Inactive status is defined as:

- no dues paid
- does not receive Journal
- does not receive Handbook
- retains election date for purpose of Honors and Awards.
- maintains access to website, and ASHRAE Journal and Insights on-line
- continues to receive discount on Publications
- retains voting rights

#### 5. VICE CHAIR RESPONSIBILITIES

- 5.1 In the absence of the chair, assume the chair at scheduled or called meetings of the Council.
- 5.2 Perform other duties assigned by the chair.
- 5.3 In the event the chair is unable to perform his/her duty, assume all of the duties of the chair until a successor is selected.

## 6. STAFF LIAISON ASSIGNMENTS

- 6.1 Attend all council meetings.
- 6.2 Assist the Chair in preparing agendas, minutes and reports to the Board of Directors.
- 6.3 With the Chair, Prepare annual budget and monthly forecasts. Monitor expenditures
- 6.4 Prepare report to Members Council on the disposition of motions presented to the Board of Directors.
- 6.5 Process transportation reimbursement for council members and regional transportation approved by the DRCs.
- 6.6 Write council referral letters and monitor the disposition of motions.
- 6.7 Monitor implementation of all actions approved by the council.
- 6.8 Send information and guidelines to potential new chapters, regions and student branches and coordinate the development and chartering process.
- 6.9 Update Manual for Chapter Operations (MCO), Manual for Conducting Chapters Regional Conferences (CRC Manual) and Regions Operations Manual, as directed by the council.
- 6.10 Coordinate Presidential Award of Excellence Program (PAOE).
- 6.11 Ensure preparation and distribution of CRC materials for delegates, alternates, workshops, etc.
- 6.12 Assist CRC host chapters as needed (mailing labels, CRC registrations, etc.). (05-06-27-39)

## 7. REGION MEMBERS COUNCIL REPRESENTATIVE (RMCR) RESPONSIBILITIES

- 7.1 Roles and Responsibilities
  - 7.1.1 Serves as a voting member of Members Council.
  - 7.1.2 Responsibility to represent the region in Members Council deliberations.
  - 7.1.3 Provide assistance to Regional Vice Chairs (RVCs) in furthering the aims of the Society through Members Council Standing Committees as the Region dictates either through the DRC or through motions passed by chapter delegates at CRC.
  - 7.1.4 Maintain communications with the DRC on actions and deliberations that effect the Society, Region, and Chapters. If delegated by the DRC, communicate information directly to chapters.
  - 7.1.5 Maintain direct and regular communication with each of the RVCs on actions of their committees.
  - 7.1.6 Presides over the motion process for the CRC business meeting.
  - 7.1.7 Report all approved Society-level motions to Members Council staff.
  - 7.1.8 Report status of past CRC motions during business meeting
  - 7.1.9 Inform Members Council at least 3 years prior to the scheduled CRC dates, locations and Chapter chair information.
  - 7.1.10 Report any relevant issues and activities of the region, chapters, sections and student branches to Members Council.
  - 7.1.11 Monitor local chapter affiliation with other engineering councils or organizations and, if necessary, bring such activities to Members Council and the Board of Directors for approval.
  - 7.1.12 Fully participate in all Members Council, assigned subcommittee and Ad Hoc Committee meetings.

## 7.2 Optional Responsibilities

- 7.2.1 Assist/perform the operation of regional activities with associated planning and communications
  - 7.2.1.1 Regional Planning Meetings
  - 7.2.1.2 CRC Coordination
  - 7.2.1.3 Chapter Chair Workshops at CRC – especially the Chapter Operations Workshop
  - 7.2.1.4 Presidents-Elect Training
  - 7.2.1.5 Regional Dinners at Winter and Annual Conferences
- 7.2.2 Oversee all RVCs and their communications and interactions with the Chapters/Sections
- 7.2.3 Tracking the Region's Society-level CRC motions and providing regular updates to the Chapters
- 7.2.4 Report to the Regional Executive and Chapters on activities of Members Council
- 7.2.5 Work with the DRC to plan and assign chapter visits
- 7.2.6 Coordinate Chapters and Sections
  - 7.2.6.1 Oversee Sections assigned to the Region/Chapters
  - 7.2.6.2 Coordinate with sub-regional chairs to support and guide chapters' and sections' activities
  - 7.2.6.3 Coordinating the formation of new chapters and sections
  - 7.2.6.4 Develop action plans to help struggling chapters
  - 7.2.6.5 Ensure training has been provided to all chapters related to their chapter roles and overall ASHRAE operations
  - 7.2.6.6 Encourage grassroots involvement with ASHRAE Society activities at all levels
  - 7.2.6.7 Connect with the chapter BOG regularly within the region for operations

## 8. COMMITTEE CHAIR RESPONSIBILITIES

### 8.1 Roles and Responsibilities

- 8.1.1 Serves as a voting member of Members Council.
- 8.1.2 Represent the reporting committee in Members Council deliberations.
- 8.1.3 Report any relevant issues and activities of the reporting committees to Members Council.
- 8.1.4 Maintain communications with the reporting committee on actions and deliberations effect the reporting committee.
- 8.1.5 Provide assistance to Members Council in furthering the aims of the Society through Members Council Standing Committees
- 8.1.6 Maintain communications with the DRC on actions and deliberations that effect the Society, Region, and Chapters.
- 8.1.7 Fully participate in all Members Council, assigned subcommittee and Ad Hoc Committee meetings.

## 9. SOCIETY DIRECTORS RESPONSIBILITIES

- 9.1 Keep the council chair informed of any deliberations or resolutions of the assigned committee(s) for which he/she is responsible which may affect the general policies of the Society.
- 9.2 Provide support and advice as an advocate for assigned committees in communication and interpretation of presidential goals; guidance in fiscal planning, assistance in preparation and monitoring of annual objectives; assistance in developing and monitoring of action plans to achieve Strategic Plan Objectives; liaison with Board of Directors, other councils and committees; and assist in preparing recommendations to the Council.

- 9.3 Assess the assigned committees' scope, operation and personnel and suggest changes as needed.

## 10. STANDING SUBCOMMITTEES

### 10.1 Planning Subcommittee

#### 10.1.1 Fiscal Planning

- Review and approve budget
- Monitor fiscal performance
- Review fiscal performance against the current budget and review the schedule of expenditures for assigned committee programs

#### 10.1.2 Long-range and Strategic Planning

- Develop and implement Action Plans for objectives assigned to Members Council and monitor programs.

#### 10.1.3 Annually review and update council's *Manual of Procedures* and *Rules of the Board*.

#### 10.1.4 Committee related issues.

- Review assigned committees' MOPs/ROBs and make recommendations for revisions and/or approval.
- Review and monitor the effectiveness of the assigned committees' programs and projects as reported by the assigned committees.

#### 10.1.5 Review CRC motions for recommendation to Council

### 10.2 Region Operations Subcommittee

10.2.1 Appoint Direction Subcommittee to compile list of ideas from Society officers during CRCs that are worth passing on to other regions. Appoint Manual Subcommittee to review and update Manual for Chapter Operations (MCO), Manual for Conducting Chapters Regional Conferences (CRC Manual) including all appendices annually following the fall and spring CRCs.

10.2.2 Appoint Manual Subcommittee to review and update Manual for Chapter Operations (MCO), Manual for Conducting Chapters Regional Conferences (CRC Manual) and the Region Operations Manual, including all appendices. One manual should be reviewed each year and recommended changes sent to Members Council at the Annual Conference. This allows each of these manuals to be reviewed every three years.

10.2.3 Review CRC motions for recommendation to Council

10.2.4 Assignment of new chapters to a region

### 10.3 PAOE Subcommittee

10.3.1 Review PAOE program and make recommendations to the President-Elect

10.3.2 Review CRC Motions and make recommendations to the President-Elect and Members Council

10.3.3 Members Council Chair to assign one member from each grassroots committee to this subcommittee. (usually Vice Chair or 1<sup>st</sup> Vice Chair)

## 11. SPECIAL REQUIREMENTS

### 11.1 Documents of the Council

- Council Manual of Procedures
- Regions Operations Manual
- Manual for Chapter Operations (MCO)
- Manual for Conducting Chapters Regional Conferences (CRC Manual)