

**THE SHEET METAL AND AIR CONDITIONING CONTRACTORS'
NATIONAL ASSOCIATION, INC.
(SMACNA)
BOARD OF DIRECTORS MEETING
REPORT
January 20, 2025
San Juan, Puerto Rico**

I. CALL TO ORDER:

President Martin called the meeting to order at 8:06 a.m., Atlantic time.

IN ATTENDANCE:

Members of the Executive Committee:

Thomas E. Martin – President, T. H. Martin, Inc., Cleveland, OH
Todd Hill – President-Elect, Ventcon, Inc., Allen Park, MI
A. Scott Vidimos – Secretary-Treasurer, Vidimos, Inc., East Chicago, IN
Joseph Samia – Vice President, Central Consolidated, Inc., Wichita, KS
Carol Duncan – Immediate Past-President, General Sheet Metal, Clackamas, OR

Members of the Board of Directors:

Dominic Bonitatis, Prime Sheet Metal Inc., Warminster, PA
Todd Byxbe, Miller Engineering Co., Rockford, IL
Matthew Cole, Wings Testing & Balancing, Branford, CT
Matthew D. Cramer, Dee Cramer, Inc., Holly, MI
Mitch Golay, Corn States Metal Fabricators, Inc., West Des Moines, IA
Douglas Gudenburr, Ductmate Industries, Inc., Charleroi, PA
Matt Hildreth, The Waldinger Corporation, Wichita, KS
Paul Irwin, Bell Products, Inc., Napa, CA
Roy Jensen, MechOne, Colorado Springs, CO
Kathleen Kerber, KSM Metal Fabrication, Troy, OH
Paul Klaus, Icon Mechanical & Engineering, LLC, Granite City, IL
Kenneth Kleeberg, Yankee Sheet Metal, East Hartford, CT
Bobby McCally, The Brandt Companies, Carrollton, TX
Gary Myers, Intech Mechanical Company, Inc., Roseville, CA
Joseph Passannante, Cleats Mfg., Chicago, IL
Matthew Sano, Fisher Balancing Co., Williamstown, NJ

Staff:

Aaron Hilger – Chief Executive Officer
Susannah Forde – Executive Director, Communications & Marketing
John Franco – Director of Meetings & Convention
Eli P. Howard, III – Executive Director, Technical Services
Linda Jennings, Executive Director, Member Development & Innovation
Stan Kolbe – Executive Director, Legislative & Political Affairs
Jason Watson – Executive Director, Labor Relations

Nadine Witchel – Chief Financial Officer

Legal Counsel:

Daniel R. Kelly, Felhaber Larson, Minneapolis, MN

Guests

Jason Hanson, Chair, Council of Chapter Representatives, Dakota Metal Fabrication, Inc.,
Manvel, ND (Shanna, Sophia)

A. Welcome – President Martin

President Martin welcomed everyone to the meeting and made note of the new Board members in attendance, Dominic Bonitatis, Matthew Cole, Paul Klaus and Joseph Passannante.

B. Self-Introductions

President Martin asked all attendees to introduce themselves.

C. Call for Additional Agenda Items

Mr. Martin called for additional agenda items. Board members identified no additional agenda items.

II. Consent Agenda

A. July 2024 Board of Directors Meeting Report

B. October 2024 Executive Committee Meeting Report

C. SMACNA Organizational Chart

D. Executive Staff Reports

1. Member Development & Innovation – Ms. Jennings
2. Labor Relations – Mr. Watson
3. Technical Services – Mr. Howard
4. Communications & Marketing – Ms. Forde
5. Government Relations – Mr. Kolbe

Following a brief discussion regarding SMACNA’s organizational chart, a motion was made, seconded and passed to approve the Consent Agenda as presented.

III. Operational Agenda

A. Policy Review – Mr. Kelly

Mr. Kelly reviewed the following policies:

1. Anti-Trust Compliance & Procedures
2. Conflict-of-Interest Policy & Disclosure Statement
3. Whistleblower Policy

Mr. Kelly responded to questions from Board members. Mr. Kelly also requested that all Board members complete and return a Conflict-of-Interest Disclosure Statement.

B. Responsibilities of Directors – Mr. Kelly

Mr. Kelly reviewed and discussed the fiduciary responsibilities of SMACNA Board members from both a legal and practical perspective.

C. Strategic Plan Update – Mr. Hilger

1. Report on Strategic Plan Process

Mr. Hilger provided the Board with an update regarding progress toward achieving the goals established in SMACNA’s Strategic Plan.

2. Discussion – Next Steps for 2025/2026

Mr. Hilger provided the Board with specific strategic plan goals for 2025 and 2026. The Board discussed, at length, recruiting participants to serve on committees, task forces and otherwise engage in SMACNA activities.

D. Financial Report – Ms. Witchel

1. 2024 Financial Review

Ms. Witchel reviewed the 2024 financial results and responded to questions from the Board.

a. Reserve/Investment Fund

Ms. Witchel reported on the 2024 Reserve Fund investment performance results.

2. Proposed Budget 2025

Ms. Witchel reviewed the 2025 budget and responded to questions from the Board.

Action on the proposed budget for 2025 was deferred until the end of the meeting.

3. New Reimbursement Forms/Procedures

Ms. Witchel discussed the new expense reimbursement form for Board member expenses.

4. Technology Update

Ms. Witchel provided the Board with an update regarding SMACNA’s technology.

5. Bank Update

Ms. Witchel informed the Board that SMACNA was moving its accounts to M&T Bank.

E. Member Development & Innovation – Ms. Jennings

Ms. Jennings provided an update regarding the following:

- Department personnel and structure;
- TAB Market Sector Council;
- 2025 Trade Show collaboration with SMART;
- SMACNA AI Leadership Project;
- Joint Safety & Health Conference;

- Chapter, Membership, and International Membership; and
- Premier Partner/Associate Member/Innovation Alliance program.

A motion was made, seconded and passed to approve International Membership for Dania Air Control System Factory, Seagull HVAC Industry LLC, Seagull Industry, LLC, and Sara International Factory.

F. Joint Presentation – Ms. Forde & Ms. Jennings

Ms. Forde and Ms. Jennings discussed the following topics:

1. Trade Show Collaborations
2. Residential Market Sector
3. Operations Hub
4. MEP Innovation Conference
5. Education Program Marketing
6. SMACNA AI Initiative

G. Communications & Marketing – Ms. Forde

Ms. Forde showcased a video debuting the new features and functionality of the new SMACNA website. She also provided updates regarding:

1. Social Media
2. Public Relations/Media Outreach
3. SMACNA/SMART Joint Initiatives
4. Trade Show Update

H. Labor Relations

Mr. Watson provided the Board with an update on the 2025 Labor Relations department priorities, an update on SMACNA and SMART activities, joint regulatory efforts, results of collective bargaining activities for 2024, B4All activities, and upcoming SMACNA labor related educational programs. Management Co-Chair of the Best Practices Task Force, Kathy Kerber, reported on the activities of the task force.

I. Technical Services- Mr. Howard

Mr. Howard covered in detail ASME AG-1 regarding SMACNA inclusion for Small Module Nuclear Reactors, the revised ANSI/SMACNA Policy for SMACNA Standards, General project schedules for new and revisions to standards/manuals/guidelines, along with a policy discussion on SMACNA/SMART/NEMI direction with the Model Building Codes and other government and private sector standard developers.

J. Government Relations – Mr. Kolbe

Mr. Kolbe shared a policy and departmental overview of the following:

1. Review of the goals and achievements of the most recent session of the 118th Congress.
2. Review the goals and program objectives for the current year; and
3. Review and discuss the program activity as well as fundraising goal set for SMACPAC and the SMACAF.

K. 2025 Convention Update – Mr. Franco

Mr. Franco provided the Board with an update regarding the July Board meeting and the 2025 Convention.

L. ITI/NEMI/SMOHIT Update – Mr. Cramer

Mr. Cramer provided an update regarding ITI, NEMI and SMOHIT.

M. Best Practices Update – Ms. Kerber

Ms. Kerber provided an update regarding the work of the Best Practices Task Force.

N. New Horizons Foundation Update – Mr. Hilger

Mr. Hilger asked Board members for any suggestions regarding future projects for the New Horizons Foundation and discussed recent donations to New Horizons. He also discussed a New Horizons Foundation donation to Los Angeles fire efforts in conjunction with other construction industry foundations.

O. Leadership – President Martin

1. Board Liaisons Assignments and Engagement and Board Officer and Board Visits.

President Martin reported on visits to Chapters and encouraged Board engagement in the liaison program. Immediate Past President Duncan discussed the importance of visits to chapters even if the chapter is represented by a Board member.

2. Future Board Meeting Locations

President-Elect Hill announced the 2026 Board meeting locations.

3. Director Nominating Committee Members

President Martin announced his nominees to the Nominating Committee, joining those members elected at the Annual Business Meeting.

4. Appointment of Officer Nominating Committee

President Martin nominated the following individuals to serve on the Officer Nominating Committee in addition to Todd Hill and Joseph Samia:

1. Matthew Cramer
2. Matt Hildreth
3. Bobby McCally

A motion was made, seconded and passed that the Officer Nominating Committee shall consist of the following members: Matthew Cramer, Matt Hildreth, Todd Hill (Chair), Bobby McCally and Joseph Samia.

P. December Council Meeting Report - Mr. Hanson provided the Board with a report summarizing the December Council Meeting and provided the Council's suggestion that the Board collect data and establish metrics to measure the effectiveness of the Be4All program.

A motion was made, seconded and passed to seek a recommendation from Mr. Watson and his team relating to collecting data and establishing metrics to measure the effectiveness of the Be4All program.

Q. Appointment of Legal Counsel

President Martin referred to the memo from Dan Kelly outlining the services provided to SMACNA by Felhaber Larson in 2024.

A motion was made, seconded and passed to retain Felhaber Larsen as SMACNA legal counsel for 2025.

IV. Open Discussion

The Board held an Open discussion regarding a variety of topics, including:

- A. Expanding Associate Membership Program
- B. Expanding Education Officers
- C. AHR/ASHRAE Show (Orlando, Feb. 8)
- D. MCAA Convention 9Austin, March 2025)

V. Final Budget

A motion was made, seconded and passed to approve the 2025 budget as proposed.

VI. Adjournment

A motion was made, seconded and passed to adjourn the Board Meeting.

**THE SHEET METAL AND AIR CONDITIONING CONTRACTORS'
NATIONAL ASSOCIATION, INC.
(SMACNA)
BOARD OF DIRECTORS MEETING REPORT
July 15-16, 2024
Quebec City, Quebec**

July 15, 2024

I. CALL TO ORDER:

President Duncan called the meeting to order at 8:00 a.m. Central Time.

A. Welcome – President Duncan

President Duncan welcomed the Board members to the meeting.

IN ATTENDANCE:

Members of the Executive Committee:

Aaron Hilger, Chief Executive Officer

Carol Duncan, President, General Sheet Metal, Clackamas, OR

Thomas E. Martin, President-Elect, T. H. Martin, Inc., Cleveland, OH

Todd Hill, Secretary-Treasurer, Ventcon, Allen Park, MI

A. Scott Vidimos, Vice-President, East Chicago, IN

Anthony Kocurek, Immediate Past President, Energy Balance & Integration, LLC,
Albuquerque, NM

Members of the Board of Directors:

Bernie Antchak, SMACNA BC, Surrey, British Columbia, Canada

Todd Byxbe, Miller Engineering Co., Rockford, IL

Matthew D. Cramer, Dee Cramer, Inc., Holly, MI

Rick Ferguson, Black & McDonald, Ltd., Scarborough, Ontario, Canada

Mitch Golay, Corn States Metal Fabricators, Inc., West Des Moines, IA

Douglas Gudenburr, Ductmate Industries, Inc., Charleroi, PA

Paul Heimann, Welsch Heating & Cooling Co., St. Louis, MO

Matt Hildreth, The Waldinger Corporation, Wichita, KS

Paul Irwin, Bell Products, Inc., Napa, CA

Roy Jensen, MechOne, Colorado Springs, CO

Kathleen Kerber, KSM Metal Fabrication, Troy, OH

Kenneth Kleeberg, Yankee Sheet Metal, East Hartford, CT

Carmen Koo, Applied Air Conditioning, Inc., Fullerton, CA

Jeff Link, Norpac Sheet Metal, Inc., Billings, MT

Bobby McCally, The Brandt Companies, Carrollton, TX

Daniel Monahan, J. E. Monahan Metals, Inc., Queensbury NY

Gary Myers, Intech Mechanical Company, Inc., Roseville, CA

Matthew Sano, Fisher Balancing Co., Williamstown, NJ

Staff:

Joye Blanscett, Executive Director, Operations

Susannah Forde, Executive Director, Communications & Marketing

John Franco, Director of Meetings and Convention

Eli P. Howard, III, Executive Director, Technical Services

Linda M. Jennings, CAE, Executive Director, Innovation, Integration & Learning

Stan Kolbe, Executive Director, Legislative & Political Affairs

Jason Watson, Executive Director, Labor Relations

Nadine Witchel, Chief Financial Officer

Legal Counsel:

Daniel R. Kelly, Felhaber Larson, Minneapolis, MN

Guests

Dr. Anirban Basu, MPP, MA, JD, Ph.D., Sage Policy Group, Baltimore, MD

B. Introductions

President Duncan asked all attendees to introduce themselves.

C. Call for Additional Agenda Items

President Duncan called for additional agenda items. None were offered.

II. CONSENT AGENDA

President Duncan asked whether any consent agenda items should be moved to the operational agenda. No Director requested that any consent agenda items be moved to the operational agenda.

A. Board of Directors Meeting Report – January 2024

B. Executive Committee Meeting Report – July 13, 2024 (provided to Board members by email on July 15, 2024)

C. Executive Staff Reports

1. Labor Relations

2. Operations & Membership

3. Technical Services

4. Innovations, Integration & Learning

5. Communications & Marketing

6. Government Relations

A motion was made, seconded, and carried unanimously to approve the consent agenda.

III. OPERATIONAL AGENDA

A. Innovation, Integration & Learning – Linda Jennings

Ms. Jennings provided an update on the new SMACNA, MCAA, TAUC Safety and Health Conference and the 2023-24 update to the SMACNA, MCAA, NECA Equipment Rental Guide. Ms. Jennings also discussed architectural contractor interest in creating a Rainscreen/Panel Systems/Cladding Installation Certification and Board interest in creating a SMACNA Start Up Council for new and emerging construction tech companies. Ms. Jennings provided an update on the learning integration function of the department through the work of Erykka Thompson.

She also provided an update regarding an upcoming joint meeting between the Construction Technology Committee and the Safety & Health Committee to demonstrate how they are involving committee members in a move toward innovation and integration for SMACNA end users. Finally, Ms. Jennings provided an advanced look at the 28 education sessions that will be offered at the convention.

B. Joint Presentation by Linda Jennings & Susannah Forde

Ms. Jennings and Ms. Forde provided a presentation highlighting the various joint projects their departments are spearheading together.

C. Communications & Marketing – Susannah Forde

Ms. Forde also provided an update on the new website redesign, public relations and thought leadership efforts, social media metrics and the BE4ALL microsite launch.

D. Financial – Nadine Witchel

Ms. Witchel reviewed the audited 2023 year-end financial statements as well as the May 2024 financial statements. Ms. Witchel also discussed mid-year budget adjustments which included an increased contribution to the Labor and Management Cooperation Fund of \$150,000 and a decrease in the Innovation and Learning budget resulting in a mid-year budget adjustment of \$32,000.

A motion was made, seconded, and carried unanimously to approve the mid-year budget adjustments presented by Ms. Witchel.

Ms. Witchel also provided the Board with an explanation and recommendations regarding the minimum and maximum dues. The Board discussed the minimum and maximum dues policy.

A motion to eliminate the minimum dues policy was made, seconded, and carried.

Lastly, Ms. Witchel and Mr. Hilger provided an update regarding the status of SMACNA's reserve fund.

E. Operations & Membership – Joye Blanscett

Ms. Blanscett outlined the reorganization of her department and how the different segments, membership, chapter support, and internal operations will work together to benefit SMACNA members. She also discussed the BE4ALL bias and belonging training as well as the new Culture of Respect campaign. Finally, Ms. Blanscett gave an overview of planned enhancements for the portal that will roll out soon.

F. Leadership

1. Report of Officer Nominating Committee & Election of Officers – President-Elect Martin reported that the Officer Nominating Committee recommended Joseph Samia for the office of Vice President. President Duncan requested other nominations. None were offered. The Committee nominated the following officers to begin terms immediately following the Annual Meeting in October 2024:

Immediate Past President: Carol Duncan

President: Thomas E. Martin

President-Elect: Todd Hill

Secretary Treasurer: A. Scott Vidimos

Vice-President: Joseph Samia

A motion was made, seconded, and carried to approve the slate of officers nominated by the Officer Nominating Committee.

2. Board Liaison Reports – President Duncan and other Board members provided information regarding board liaison activities undertaken during the previous six months. Board members also offered suggestions as to how to make the board liaison program more beneficial to Chapters and Contractor Members to ensure Chapter Executives and Contractors are made aware of the various offerings from SMACNA.

3. Board Meeting Locations – Mr. Hilger and Mr. Franco provided a report regarding upcoming board meeting sites. Because the hotel at which the July 2025 was scheduled to occur is undergoing renovations, Mr. Franco recommended moving the July 2025 Board meeting to Whistler, British Columbia.

A motion to move the July 2025 Board meeting to Whistler, British Columbia contingent upon SMACNA obtaining suitable accommodations was made, seconded, and carried. The Board also authorized staff to identify an alternative location in the event SMACNA cannot reach an agreement regarding accommodations in Whistler, British Columbia.

4. Director Nominating Committee Meeting – Mr. Hilger reported that the Director Nominating Committee was meeting on July 30, 2024.

5. June Council of Chapter Representatives Report – The Chair of the Council of Chapter Representatives, Cheryl Sprague, sent her regrets as she was unable to attend the Board meeting. On behalf of Chair Sprague, Ms. Blanscett provided a report regarding the June 2024 Council Meeting.

G. 2024 Annual Convention Update – Aaron Hilger/John Franco

Mr. Franco and Mr. Hilger provided a 2024 Annual Convention update. Mr. Franco reported that in excess of 1,000 attendees had registered for the 2024 Convention. He further reported that the College of Fellows golf event was sold out and that the pickle ball event was nearly sold out. Mr. Franco reported that SMACNA was unable to host a trap shooting event in California but hoped that the annual trap shooting event would resume at the 2025 Convention.

H. Technical Services – Eli Howard

Mr. Howard provided an update regarding the recently released SMACNA Standards for the first two quarters in 2024, and the progress on various new projects for 2024-2025. A preview of brand-new technical education videos was also presented based around SMACNA Standards.

I. Labor Relations - Jason Watson

Mr. Watson provided an update on the 2024 Labor Relations Department's top priorities, ongoing joint efforts with SMART, joint regulatory efforts, SMART staffing changes, 2024 bargaining activities, grievance activity, maternity leave, and the Chevron Supreme Court Decision.

J. Industry Updates

1. New Horizons Foundation – Mr. Hilger gave an update regarding the activities of the New Horizons Foundation.

2. ITI/NEMI/SMOHIT Update – Mr. Cramer provided a report regarding the activities of ITI, NEMI and SMOHIT. He also reported he anticipated one or more of the trusts would be seeking an increase in cents-per hour contributions in the near future.

3. SMACNA, NECA, MCAA – Mr. Hilger provided an update regarding the ongoing coordination of events between SMACNA, NECA, and MCAA. He also reported that on July 10, 2024, SMACNA entered into a Strategic Alliance Agreement with MCAA, NECA and TAUC. He reported the Agreement would not substantively change the work that the four organizations have been undertaking recently.

K. Government Relations – Stan Kolbe

Mr. Kolbe provided a summary of the activities of the Government Relations Department including the Department’s achievements and legislative agenda. He also reported that SMACNA would have a presence at both the Democratic and Republican Conventions. Mr. Kolbe continued to highlight SMACNA’s efforts relating to Davis-Bacon, the Cares Act, Chips and Science Act, Infrastructure bills, the BRAVE Act, and the Defense Authorization ACT. Mr. Kolbe reported that SMACNA and his department took a leading role in the Construction Employers of America National Issues conference held in May 2024. Mr. Kolbe also provided a summary of the SMAC PAC activity, contributions, and prior authorizations.

July 16, 2024

The Board Meeting reconvened at 8:00 a.m. on July 16, 2024.

IV. Presentation & Bio - Dr. Anirban Basu, MPP, MA, JD, Ph.D., Chairman & Chief Executive Officer, Sage Policy Group, Inc.

Dr. Basu provided in-depth analysis of major factors shaping economic outcomes including interest rates, global conflict, wage dynamics, business confidence, and demographics.

V. Open Discussion

President Duncan opened the meeting for additional discussion items. The Board engaged in a discussion regarding changes to the legislative and regulatory landscape as a result of the United States Supreme Court decision in the *Loper Bright Enterprises v. Raimondo* case.

VI. Executive Session With CEO

VII. Executive Session Board Only

VIII. Adjournment

There being no further business, the meeting moved into Executive Session with the CEO and Board only.

A motion to adjourn the Board meeting was made, seconded, and carried.

**THE SHEET METAL AND AIR CONDITIONING CONTRACTORS’
NATIONAL ASSOCIATION, INC.
(SMACNA)
EXECUTIVE COMMITTEE MEETING
October 26, 2024
Palm Desert, California**

I. CALL TO ORDER

A meeting of the SMACNA Executive Committee was held on October 26, 2024 at The JW Marriott Desert Springs Resort & Spa, Palm Desert, California. President Carol Duncan called the meeting to order at 8:01 a.m.

ATTENDEES:

Members of the Executive Committee:

Carol Duncan – President
Tom Martin – President-Elect
Todd Hill – Secretary-Treasurer
Tony Kocurek – Immediate Past President
Scott Vidimos – Vice President
Aaron Hilger – Chief Executive Officer

Staff and Legal Counsel:

Susannah Forde – Executive Director of Marketing & Communications
Eli P. Howard, III – Executive Director of Technical Services
Jason Watson – Executive Director of Labor Relations
John Franco – Director, Meetings and Convention (Attended a portion of the meeting)
Linda Jennings – Executive Director, Innovation, Integration and Learning
Stan Kolbe – Executive Director, Legislative & Political Affairs
Nadine Witchel – Chief Financial Officer
Daniel R. Kelly, Felhaber Larson – SMACNA General Counsel
Erykka Thompson – Assistant Director of Legislative Affairs (Attended a portion of the meeting)

Others

Joseph Samia, Vice President-Elect

- A. Request for New Business Items. President Duncan requested new business items. No new items were added to the agenda.

- B. Meetings and Events. Mr. Franco provided a summary of the Convention events. He reported that approximately 1,050 members and guests registered for the Convention and, including exhibitors, a total of approximately 1,200 people were attending the Convention. The Executive Committee then discussed, briefly, the format for next

year's Convention and whether to have more main stage events rather than breakout sessions.

II. FINANCIAL REPORT

The Committee reviewed and discussed key agenda items:

- A. Year-to-Date Update. Chief Financial Officer Nadine Witchel provided a financial report which included a year-to-date comparative balance sheet and an organizational income/expense report as well as a department-by-department report.
- B. Technology & AMS Discussion/2025 Planning. The Executive Committee held an executive session with its attorney, subject to the attorney-client privilege, relating to Memberplex and the Association Management System ("AMS"). Ms. Witchel reported that to move the project forward, SMACNA would discontinue use of the Memberplex product for purposes of the AMS software. The transition to a different AMS would begin with obtaining a single sign on.

A motion was made, seconded and carried unanimously to authorize an amount not to exceed \$40,000 to contract with an outside vendor to replace the ineffective and unusable single sign on system created by Memberplex.

A motion was made, seconded and carried unanimously to authorize SMACNA to enter into an agreement with NetForum to provide an Association Management System software package to replace the nonfunctioning system Memberplex was unable to provide, the cost of the two phases not to exceed \$355,000 with ongoing yearly costs of \$90,900 and ongoing yearly maintenance of \$40,000. To the extent the implementation costs exceed \$355,000 by more than 20%, SMACNA Management is required to seek additional approval from the Executive Committee or Board of Directors. Approval to enter into the agreement with Net Forum is contingent upon SMACNA receiving between 3-5 favorable recommendations from NetForum Association Management Software customers similar in size to SMACNA.

A motion was made, seconded and carried unanimously that any change order agreed to by SMACNA relating to software costs, including implementation, annual costs or maintenance, must be approved, in writing, by the SMACNA Chief Executive Officer and SMACNA Chief Financial Officer.

- C. 2025 Budget Considerations.
 - a. Technology. Ms. Witchel reported that she intended to formulate a plan relating to systematically replace SMACNA's outdated technology and would include replacement expenses in the 2025 budget.
 - b. Staff Costs. Ms. Witchel and Mr. Hilger reported that SMACNA intended to budget an increase in staff costs of between 4-5%.

- c. Hours Assumption. The Executive Committee discussed an hours assumption for the 2025 budget and agreed that hours would likely increase between 0% and 3%.
- d. Ms. Witchel reported that she also intended to include amounts in the 2025 budget for improvements to SMACNA buildings located in Washington, D.C. and Chantilly, Virginia.

III. DISCUSSION ITEMS

- A. Strategic Plan Progress Report & Next Steps. The Executive Committee, acting as the Compensation Committee, previously reviewed the Strategic Plan Progress Report & Next Steps.
- B. Base Pay Range Study / Suggestion from Bobby McCally. The Executive Committee entered into an executive session subject to attorney-client privilege, to discuss a suggestion to undertake a base-pay range study.
- C. Ontario Chapter Request. The Executive Committee discussed ways in which SMACNA could become more involved in the Ontario Chapter. The Ontario Chapter requested a one-time sponsorship relating to its annual meeting held in Lisbon, Portugal. Given that COVID restrictions precluded more active involvement with the Ontario Chapter, the Executed Committee agreed, in an effort to re-establish ongoing involvement and goodwill with the Ontario Chapter, to fund, in part, the Ontario Chapter's upcoming annual meeting.

A motion was made, seconded and carried unanimously to sponsor the Ontario Chapter annual meeting in the amount of \$7,500.

- D. Committee Participation. Given the ever-changing types of ownership groups within the Sheet Metal Industry, the Executive Committee discussed membership on SMACNA's Committees and Task Forces. Ultimately, the Executive Committee made no change to its committee member requirements which require committee and task force members to be owners, officers, directors or employees of SMACNA members.

IV. EDUCATION PROGRAMMING REVIEW

Ms. Thompson gave a report to the Executive Committee regarding her work in reviewing and planning SMACNA's educational offerings.

V. OPERATIONAL UPDATES

- A. Member Development & Innovation. Ms. Jennings provided an update regarding the following topics:

Market Sectors:

- Reference Manual for Labor Units Taskforce
- Contractors Operation Committee

Alternative Delivery Methods and Career Path Mapping papers are finished and published on the SMACNA website.

- The Operations Hub

The first five episodes are available for download and the sixth was recorded on October 23rd.

- Construction Technology Committee
 - o SMACNA's Innovation Alliance Program is ready for the 1/1/2025 rollout
 - o MEP Conference, January 27-20, 2025, Los Angeles
 - o The SMACNA AI Leadership Project - the first presentation ready for the Council Meeting
 - o Fab Forum, April 7-9, 2025 in Boston

Safety & Health:

- MCAA/SMACNA/TAUC Joint Safety and Health Conference, January 13-16, 2025, Ft. Lauderdale
- 2024 Diversity, Equity, and Inclusion Safety Champion Award by the National Safety Council

Corporate Relations/Sponsorships/Associate Memberships:

- 73 engaged companies

Membership Development and Chapter Relations:

- Employee structure
- Fabricator in Dubai (discussion)
- PremiStar - when equity firms are not only buying union shops (discussion)
- Members through multiple chapters (discussion)

Education and Business Management Education Programs:

- Budget to breakeven or for income (discussion)

B. Labor Relations. Mr. Watson provided an update regarding the work in which SMACNA’s Labor Department was engaged including providing a SMART Update, 2024 Bargaining Overview, a preview of the 2026 Partners In Progress Conference, NJAB Update and other department educational and regulatory efforts. He shared that moving forward all B4All activities will be coordinated out of the of the labor relations department and described how that process is going to work. Finally, Mr. Watson shared that labor relations developments at the National level are remaining calm and steady and that the SMACNA Labor Relations department remains in

weekly contact with SMART, allowing us to share information and keep an open line of communication. These efforts have allowed SMACNA to coordinate with SMART better, foster and change the labor paradigm and culture with our labor partners. The calls are very productive and are yielding positive results for our members.

- C. Technical Services. Mr. Howard provided an update on all the existing technical standards that are in the new or revision process and highlighted both the Seismic Bracing & Rectangular Industrial Standards recently completed. The highly successful SMACNA Technical University programs and joint SMACNA/ASHRAE programs conducted through 2024 were discussed and the overall benefit to both SMACNA members and the HVAC&R Industry at large. The Finale Code Action Hearings for the ICC & IAPMO were presented including the inclusion of the new SMACNA TAB & System Leakage manuals. Discussion also included new information on adjustable cable hanging systems, EI ratings for 16ga TDC/TDF, concentric hangers for ductwork & new steel coating materials, all of which will be presented to the SMACNA Technical Resources Committee for finale disposition.
- D. Communications & Marketing. Ms. Forde provided an update on the status of the website redesign project, as well as an overview of multiple topics, including Labor Relations collaboration, SMACNA/SMART joint initiatives, Membership Development and Innovation collaboration, internal content creation and promotion, and PR and media outreach efforts.
- E. Government Relations. Mr. Kolbe provided an update regarding the achievements of the Legislative and Political Affairs Department in 2024. He further provided an update regarding the Political Action Committee and activities surrounding the PAC, including obtaining prior authorizations.

VI. OLD BUSINESS. None.

VII. ADJOURNMENT

The meeting adjourned to Executive Session at approximately 2:45 p.m.

**THE SHEET METAL AND AIR CONDITIONING CONTRACTORS'
NATIONAL ASSOCIATION, INC.
(SMACNA)
EXECUTIVE COMMITTEE MEETING
January 18, 2025
San Juan, Puerto Rico**

I. CALL TO ORDER

A meeting of the SMACNA Executive Committee was held on January 18, 2025 at Fairmont El San Juan Hotel, Isla Verde, Puerto Rico. President Martin called the meeting to order at 8:12 a.m., Atlantic Standard Time.

ATTENDEES:

Members of the Executive Committee:

Tom Martin – President
Todd Hill – President-Elect
Joseph Samia – Vice President
A. Scott Vidimos – Secretary-Treasurer
Carol Duncan – Immediate Past President
Aaron Hilger – Chief Executive Officer

Staff and Legal Counsel:

Susannah Forde – Executive Director of Marketing & Communications
Eli P. Howard, III – Executive Director of Technical Services
Jason Watson – Executive Director of Labor Relations
John Franco - Director, Meetings and Convention
Linda Jennings - Executive Director, Innovation, Integration and Learning
Stan Kolbe – Executive Director, Legislative & Political Affairs
Nadine Witchel – Chief Financial Officer
Daniel R. Kelly, Felhaber Larson – SMACNA General Counsel

A. Request for new business.

President Martin requested new business items. None were offered.
Mr. Franco reviewed the schedule with the Executive Committee.

B. SMACNA Organization Chart.

Mr. Hilger reviewed the SMACNA Organization Chart and reported that the Chart is distributed to Chapters. SMACNA currently employs 47 employees.

II. FINANCIAL REPORT

A. 2024 Financial Review.

Ms. Witchell and Mr. Hilger reviewed SMACNA's financial reports and responded to Executive Committee questions. The Executive Committee entered Executive Session to engage in attorney-client privileged discussions regarding a dispute with its former software development company.

B. Technology Update.

Ms. Witchell provided an update regarding the status of the SMACNA's single sign on a related issues.

C. Budget 2025.

The Executive Committee deferred its discussion of the 2025 budget and agreed to discuss the 2025 budget during the upcoming Board meeting.

III. DISCUSSION ITEMS FOR EXECUTIVE COMMITTEE

A. Trump Administration 2025 Planning/Activities.

Messrs. Hilger and Kolbe discussed anticipated actions resulting from the change in the Presidential administration and SMACNA's legislative strategy going forward.

B. Associate Member Program.

Mr. Hilger discussed efforts to recruit new Associate Members and one or more Premier Partners.

C. Convention Sponsorships.

Mr. Hilger and President Martin discussed expanding convention sponsorships.

D. Education Programming.

Mr. Hilger previewed a planned Board discussion relating to education programming.

IV. OPERATIONAL UPDATES

A. Membership Development & Innovation. Ms. Jennings provided an update regarding the following:

- Department personnel and structure;
- TAB Market Sector Council;
- 2025 trade show collaboration with SMART;
- SMACNA AI Leadership Project;
- Joint Safety & Health Conference;
- Chapter Membership, and International Membership; and
- Premier Partner/Associate Member/Innovation Alliance program.

- B. Communications and Marketing. Ms. Forde showcased a live run-through of the new website to the Executive Committee, along with a video debuting the new features and functionality of the website which will be shared with the entire Board of Directors. Ms. Forde also highlighted the great work done by the social media and public relations teams.
- C. Labor Relations. Mr. Watson provided the Executive Committee with an update on the 2025 Labor Relations department priorities, an update on SMACNA and SMART activities, joint regulatory efforts, results of collective bargaining activities for 2024, B4All activities, and SMART updates.
- D. Technical Services. Mr. Howard covered in detail ASME AG-1 regarding SMACNA inclusion for Small Module Nuclear Reactors, the revised ANSI/SMACNA Policy for SMACNA Standards, General project schedules for new and revisions to standards/manuals/guidelines along with a policy discussion on SMACNA/SMART/NEMI direction with the Model Building Codes and other government and private sector standard developers.
- E. Government Relations. Mr. Kolbe shared a policy and departmental overview of the following:
 - 1. Review of SMACNA's efforts to work with incoming President Trump's transition team.
 - 2. Review of the goals and achievements of the most recent session of the 118th Congress;
 - 3. Review the goals and program objectives for the current year; and
 - 4. Review and discuss the program activity as well as fundraising goal set for SMACPAC and the SMACAF.
- F. 2025 Convention Update. Mr. Franco reviewed the Convention Committee Report with the Executive Committee and provided an informal update.
- G. Review Other Board Agenda Items.
 - 1. Strategic Plan
 - 2. Fund updates (NEMI, ITI, SMOHIT)
 - 3. Board Meeting Schedule

VI. ADJOURNMENT

The Executive Committee held a brief executive session after which the meeting adjourned.

Respectfully submitted,

Daniel R. Kelly
Recording Secretary