

**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)
BOARD OF DIRECTORS MEETING
REPORT
January 15, 2024
Peninsula Papagayo, Costa Rica**

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, Northwest Sheet Metal, Surrey, BC Canada

Todd Byxbe, Miller Engineering Co., Rockford, IL

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

Rick Ferguson, PQS, Black & McDonald, Ltd., Scarborough, ONT Canada

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

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

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Susannah Forde, Executive Director, Communications & Marketing
John Franco, Director of Meetings and Convention
Eli P. Howard, III, Executive Director, Technical Services
Linda M. Jennings, Executive Director, Innovation, Integration & Learning
Stan Kolbe, Executive Director, Legislative & Political Affairs
Jason Watson, Executive Director, Labor Relations

Legal Counsel:

Daniel R. Kelly, Felhaber Larson, Minneapolis, MN

Guests

Cheryl Sprague, Chair, Council of Chapter Representatives, Sacramento, CA

Excused

Mitch Golay, Corn States Metal Fabricators, Inc., West Des Moines, IA
Matthew Sano, Fisher Balancing Co., Williamstown, NJ

B. Introductions

President Duncan asked all attendees to introduce themselves.

C. Call for Additional Agenda Items

Mr. Martin requested that the Board discuss, during the open discussion, the impact of mega-projects on recruiting and retention of employees.

II. Consent Agenda

A. Meeting Reports

1. July 2023 Board of Directors Meeting Report
2. October 2023 Executive Committee Meeting Report
3. January 2024 Executive Committee Meeting Report

B. Executive Reports

1. Operations, Membership & Education – Ms. Blanscett
2. Labor Relations – Mr. Watson
3. Innovation, Integration & Learning – Ms. Jennings
4. Technical Services – Mr. Howard
5. Communications & Marketing – Ms. Forde
6. Government Relations – Mr. Kolbe

C. Updated Organizational Chart & Staff List – Mr. Hilger

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 questionnaire.

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. Financial – Secretary-Treasurer Hill/Mr. Hilger/Ms. Blanscett

Mr. Hilger and Ms. Blanscett led a review of the draft year-end financial statements, the performance of the investment portfolio, and proposed 2024 budget. Mr. Hilger also described SMACNA's retention of Bonadio and Company as its new certified public accounting firm. The Board approved, by written action, the retention of Bonadio and Company prior to the meeting.

D. Proposed Budget 2024 – Action on the 2024 proposed budget was deferred until the end of the meeting.

E. Industry Updates

1. New Horizons Foundation – Mr. Hilger updated the Board on the New Horizons Foundation activities and projects.
2. ITI/NEMI/SMOHIT – Mr. Cramer provided a description of the activities of ITI and encouraged all Board members and their respective Chapters to take advantage of its offerings. Mr. Cramer also complimented ITI's leadership. Mr. Howard and Ms. Jennings also reported on the activities of NEMI and SMOHIT.
3. SMACNA, NECA, MCAA – Mr. Hilger described SMACNA's ongoing discussions with NECA and MCAA.

F. Operations, Membership & Education – Ms. Blanscett

1. Internal Technologies & Processes - Ms. Blanscett provided an update regarding operations, membership and education. Ms. Blanscett provided an update regarding the new internal technologies and processes, with a focus on the Association Management Software.
2. Membership Department Plan for 2024 - Ms. Blanscett discussed the efforts around enhancing our membership department which in 2024 will include beginning personal outreach to non-engaged members, improve the volunteer experience to bring more transparency to opportunities that currently exist as well as identify micro-volunteering opportunities we can offer.

3. BE4All Rapid Response Protocol – Ms. Blanscett discussed BE4All’s rapid response protocol rollout. Ms. Blanscett discussed the purpose of the protocol and proposed training that will accompany the rollout.

4. Membership

a. Dissolution of Idaho Chapter - Ms. Blanscett indicated that the Idaho SMACNA Chapter had no active members or activity. Ms. Blanscett indicates that the non-profit corporation, Sheet Metal Contractors of Idaho, Inc. is inactive and was forfeited. Therefore, she recommended that the Board revoke the Idaho Chapter’s Charter.

A motion was made, seconded and passed unanimously to revoke the Idaho Chapter’s Charter.

b. International Member Applications For Approval - Ms. Blanscett reported that SMACNA had received four international member applications from the following organizations:

- i. Breffni Air Ireland Unlimited
- ii. Garah Advanced for General Contracting
- iii. Montajes Fivi S.L.
- iv. Rabie Al-Takyeeef Factory

A motion was made, seconded and passed unanimously to approve the international member applications.

c. Mid-State & Springfield, IL merger – Mr. Kelly reported that two Illinois associations, Mid-State and Springfield, sought to merge subject to approval by the Board.

A motion was made, seconded and passed unanimously to approve the expansion of the geographical territory of the Mid-State Sheet Metal & Air Conditioning Contractors Association. The expansion will include the current geographical territory of the Springfield & Vicinity Sheet Metal Contractors Association, contingent upon voluntary relinquishment of the Springfield & Vicinity Sheet Metal Contractors Association, and statutory merger of the Springfield & Vicinity Sheet Metal Contractors Association and Mid-State Sheet Metal & Air Conditioning Contractors Association.

G. Innovation, Integration & Learning – Ms. Jennings

1. Ms. Jennings provided an overview of department activities and discussed moving toward a culture of innovation and integration.
2. Ms. Jennings described innovating Market Sector Councils through deeper conversations within the councils, integrated thought leadership between departments, and innovative projects to help SMACNA contractors raise the bar.
3. Ms. Jennings also provided a brief review of the following Innovations in Technology initiatives:
 - Fab Forum
 - MEP Innovation Conference

Construction Technology Survey
Technology Playbook
Contractors Operations Hub Podcasts

4. She also discussed Innovations in Safety including the Safety Awards Program, noting, deficiencies in the previous program and explaining how the new program addresses those deficiencies.
5. Ms. Jennings also described Innovations in Education. She explained that SMACNA's vision was to continue to have a robust offering of educational opportunities for members and their employees, that can be path driven, and delivered directly from SMACNA programming, through virtual content, and/or via SMACNA chapters.
6. Ms. Jennings described new programs to be developed, including fabrication and manufacturing, lean techniques/quality control, and construction technology. She also discussed a Business Management University Master's Class to include leadership development, marketing and communication development, emotional intelligence, and diversity training. Finally, she described the goal to have an Advanced Supervisory Training Academy program and focused programs for emerging company leaders.

H. Technical Services- Mr. Howard

Mr. Howard provided the Board of Directors with an update regarding SMACNA's Technical Services Department. The discussion covered two new manuals being released this month: the HVAC Systems Duct Design Manual and the Testing, Adjusting & Balancing Manual. Mr. Howard also discussed the 2024 outlook for technical standards, building code changes, educational programs and Testing & Research Institute applications.

I. Communications & Marketing – Ms. Forde

Ms. Forde provided the Board of Directors with an update regarding her department. Ms. Forde provided an overview of results for 2023, including multi-media (podcasts, videos, webinars), social media, media relations/PR, thought leadership, IAQ and creative projects. She also highlighted 2024 key initiatives, including a new website, AMS launch support and collaboration with Labor Relations and SMART.

J. Labor Relations

Mr. Watson provided the Board of Directors with an update on the 2024 Labor Relations department priorities, staff changes at SMART, ongoing collaborative communication efforts between SMACNA and SMART, joint regulatory efforts, results of collective bargaining activities for 2023, upcoming SMACNA labor related educational programs and the activities of the Best Practices task force.

Management Co-Chair Kathy Kerber reported on the activities of the Best Practices Task Force.

K. Meetings & Events – Mr. Franco and Mr. Hilger

Messrs. Franco and Hilger provided a summary regarding the upcoming Convention and gave an update regarding the 2024 Convention, including providing a description of the planned speakers and entertainment. In addition, Messrs. Franco and Hilger described changes to the upcoming Convention, which included providing breakfast to attendees and restructuring Monday night, which has been traditionally SMAC-PAC night. Based upon some of the changes, Messrs. Franco and Hilger recommended increased registration fees for the upcoming Convention. The proposed increased registration fees were included in SMACNA's proposed budget and subject to approval as part of the proposed 2024 budget.

L. Government Relations – Mr. Kolbe

Mr. Kolbe presented an overview of the recent developments in the government and political affairs department since the Board of Directors' last meeting and addressed the coming priorities in the second session of the 118th Congress and the regulatory agencies for the rest of 2024. Many challenges to recently enacted SMACNA priorities in the labor management arena were offered in detail and a significant number of priority opportunities were also discussed. These included: extending the Research and Development credit and the IRS 179 equipment expensing provision, passing federal contract change order reform, enacting the SAFE Banking legislation, and commenting on numerous regulatory measures.

In addition to the legislative and regulatory discussion, an overview of the SMAC PAC fundraising and prior approval efforts were presented with highly positive results achieved on many levels. Highlights included the recent raising of additional new Club funds and a major updating of the PAC and prior approval databases utilizing administrative fund resources.

M. December 2023 Council of Chapter Representatives Report – Ms. Sprague, Chair of the Council of Chapter Representatives, described the presentations received by the Council of Chapter Representatives at its December 2023 meeting. Ms. Sprague thanked the Board for having the opportunity to provide the update to the Board.

N. Officer & Board Chapter Visits – President Duncan reviewed the Officer and Board Chapter Visits.

O. Appointment of Legal Counsel

President Duncan referred to the memo from Dan Kelly outlining the service provided to SMACNA by Felhaber Larson in 2023.

A motion was made, seconded and passed to retain Felhaber Larsen as SMACNA legal counsel for 2024.

Following the Board appointment of legal counsel, Messrs. Hilger Kelly reported that they had reviewed SMACNA's Constitution and Bylaws, as is done periodically, and did not identify any reason to engage in a Constitution or Bylaws amendment process at this time.

P. Appointment of Officer Nominating Committee – President Duncan nominated the following individuals to serve on the Officer Nominating Committee, in addition to Tom Martin and Scott Vidimos:

1. Todd Byxbe;
2. Roy Jenson; and
3. Dan Monahan.

A motion was made, seconded and passed that the Officer Nominating Committee shall consist of the following members: Todd Byxbe, Roy Jenson, Dan Monahan, Tom Martin (chair) and Scott Vidimos.

Q. Finalize 2024 Budget – Ms. Blanscett recommended the budget as originally proposed in the Board materials be modified in two ways. First, she recommended that the revenue anticipated from the Industry Fund of the United States be increased to \$9.1 million based upon the recent trend of contributions. In addition, she recommended that the budget include an additional expense of \$25,000 for a contribution to the Labor Management Cooperation Committee to support 50% of a \$50,000 contribution to the Heavy Metal initiative.

A motion was made, seconded and passed to approve the operating budget as proposed and modified by Ms. Blanscett.

IV. Open Discussion – Mr. Hilger

- A. Strategic Plan Progress** - Mr. Hilger described the progress SMACNA has made toward accomplishing the goals set forth in the Strategic Plan.
- B. Member Engagement** – Mr. Hilger led a discussion regarding how best to measure and improve member engagement.
- C. Promoting Tech Standards and Usage** – The Board held an open discussion regarding promoting technical standards and usage through establishment of a code official/design community Associate Member Program. The Board further discussed the impact of artificial intelligence on the industry and, in particular, in the establishment of technical standards and codes.

A motion was made, seconded and passed to approve an expense of up to \$150,000 to further explore the use of artificial intelligence to promote the use of technical standards and related topics.

- D.** Mr. Martin and other board members led a discussion regarding the impact of mega-projects on recruiting and retention of key employees.

- V. Adjournment to Executive Session**
- 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 was made, seconded and passed to adjourn the Board Meeting.

**THE SHEET METAL AND AIR CONDITIONING CONTRACTORS'
NATIONAL ASSOCIATION, INC.
(SMACNA)
EXECUTIVE COMMITTEE MEETING
July 13, 2024
Quebec City, Quebec**

I. CALL TO ORDER

A meeting of the SMACNA Executive Committee was held on July 13, 2024 at the Fairmont Le Chateau Frontenac in Quebec City, Quebec. President Duncan called the meeting to order at 8:20 a.m., Central Time.

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
Joye Blanscett – Executive Director of Operations
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

II. Consent Agenda

The consent agenda items were reviewed. President Duncan asked if there were any questions and none were offered.

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 updated 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 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/Aaron Hilger

Ms. Witchel provided a mid-year financial report, discussed the recent audit completed by SMACNA's outside auditors, and reviewed the mid-year budget adjustments. Ms. Witchel also discussed a proposal regarding revising the minimum and maximum dues policy. The Executive Committee also received a summary of the performance of SMACNA's Reserve Account. Also discussed by Ms. Witchel and Mr. Hilger was a proposal to use SMACNA cash reserves to purchase a townhome for use by SMACNA employees when traveling to Virginia.

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 – President Carol Duncan/President-Elect Tom Martin/Aaron Hilger

Mr. Hilger reported that the Officer Nominating Committee is nominating Joseph Samia as Vice President to begin his term following SMACNA's upcoming Convention

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

Mr. Franco reported over 1000 attendees are registered for the October Annual SMACNA Convention. He indicated that rooms remain available because SMACNA has increased its room allotment for upcoming conventions. He also reported that the College of Fellows Golf Tournament was sold out and that the Pickle Ball event is nearly sold out.

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 the Executive Committee with 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 – Aaron Hilger/Matthew Cramer/Linda Jennings/Eli Howard

A brief overview of the New Horizons Foundation, ITI/NEMI/SMOHIT and SMACNA/NECA/MCAA were discussed.

K. Government Relations – Stan Kolbe

Mr. Kolbe gave a brief update regarding the extensive activities of his department.

- IV. EXECUTIVE SESSION WITH THE EXECUTIVE COMMITTEE, COUNSEL, MESSRS. HILGER AND WATSON AND MSES. BLANSCETT AND JENNINGS**
- V. EXECUTIVE SESSION WITH EXECUTIVE COMMITTEE AND CEO**
- VI. EXECUTIVE SESSION WITH EXECUTIVE COMMITTEE AND COUNSEL**
- VII. ADJOURNMENT**

Respectfully submitted,

Daniel R. Kelly
Recording Secretary