

Minutes of RESNET Board Executive Committee Meeting July 22, 2022

| Members Present | Members Absent | Staff Present |
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| David Beam Matt Gingrich Philip Fairey John Hensley Mark Johnson | | Steve Baden Christine Do Cardice Howard |

Meeting Called to Order

RESNET Board President John Hensley called the meeting to order at 1:01 PM Eastern.

Roll Call

Roll was called by RESNET Board Secretary Philip Fairey. All members were present.

Approve Agenda

David Beam made the motion to approve the draft agenda that was previously sent out with the meeting notice. Philip Fairey seconded the motion. The motion was adopted by unanimous voice vote.

Reminder of RESNET Anti-Trust Policy

John Hensley reviewed the RESNET Anti-Trust policy, which was sent to Executive Committee members prior to the call.

Approve Minutes of April 5, 2022 Executive Committee Meeting

Philip Fairey made a motion that the draft minutes of the April 5, 2022 Executive Committee Meeting that was previously sent to members be approved. David Beam seconded the motion. The motion was adopted by unanimous voice vote.

Consideration of RESNET Staff Recommendations on RESNET Board Election Reform

RESNET Executive Director Steve Baden presented the RESNET staff's Recommendations on RESNET Board Election Reform, which was sent to Executive Committee members prior to the call.

Based upon the results of the RESNET member survey, RESNET staff recommend the following:

- RESNET send out earlier communications regarding the election process
- RESNET send out more frequent communications regarding the election process
- RESNET Staff will develop a RESNET Election Process web page to be prominently placed on the RESNET website.

Based upon the Board discussion after the RESNET member survey results were posted, RESNET staff recommend the following:

- Extend RESNET membership to all active certified RESNET HERS Raters in good standing at no cost.
- The current HERS Rating Company representatives on the RESNET Board be changed to Certified HERS Raters
- All Certified RESNET HERS Raters members would be eligible to run for election and vote for the Certified RESNET HERS Raters representatives on the RESNET Board.

Philip Fairey made a motion to recommend the RESNET Staff Recommendations on RESNET Board Election Reform to the RESNET Board. David Beam seconded the motion

Philip asked for clarification regarding whether RESNET By-Laws would need to be updated to address the suggested change from "HERS Rating Company representatives on the RESNET Board" to "Certified RESNET HERS Raters". Steve Baden responded that the by-laws currently define membership as the latter ("Certified RESNET HERS Raters").

Matt Gingrich asked for consideration of adjusting the membership on the Board of Directors to include more HERS Rater seats. Mr. Baden responded that RESNET's bylaws currently limit how many Board members there are. This topic is to be further discussed at the August Board of Directors meeting. Steve suggested that it be recommended to the Board that the Executive Committee be tasked at the August Board meeting to investigate further and make recommendations. Philip and John agreed with this suggestion.

John Hensley asked about the process of the board election, and how visible the candidates' biographies and information will be. Steve Baden responded that this was

considered and addressed in staff's recommendations. There will be more communications to the network, as well as a dedicated webpage on the election process. Steve will meet with RESNET staff to discuss what the new website will look like.

RESNET Staff Recommendations on RESNET Board Election Reform were accepted by unanimous vote to be recommended to the RESNET Board at the August meeting.

New Business

There was no new business to discuss.

Executive Session

After the scheduled business was completed, the RESNET Board Executive Committee met in executive session to discuss legal matters.

Adjournment

Philip Fairey made a motion to adjourn. Meeting adjourned at 1:26 PM Eastern.

Respectfully Submitted,

Philip Fairey, Secretary