

Review Areas:

**SAME National Governance Summary****2022 Review DRAFT**

Assessment: As of 25 July 2022

Satisfactory Needs Review 

Governance Area	Decision Authority	Roles & Responsibilities			Reference	
		National Leader	National Office Lead*	Critical Responsibility	Title	Reviewed/Updated
Constitution versus Bylaws	BOD	President	Strategic & Stakeholder Relations	Original Constitution remains unchanged to reflect our original society purpose. Maintain currency of bylaws to govern the society. (industry standard approach).	Cert. of Incorporation Constitution Bylaws	12-5-1924 11-14-17 5-9-22
Governance vs. Management	BOD	President	Executive Director	Ensure all society leadership is trained adheres to the letter and spirit of our Governance and Management standard.	Annual Gov and Mgt Review with XC established Aug 2018	
<i>Fiduciary Responsibility</i>						
Nat'l Office Budget	XC	President	Executive Director	Sustain Financial health of the organization.	Bylaws VIII:1:b	5-9-22
Annual Audit	Treasurer	President	Executive Director	Confirm financial health independently.	Bylaws VI:5	5-9-22
Annual Report to Membership	Executive Director	President	Dir. Communications & Marketing	Posts see direct connection from the work they accomplish to National goals.	Bylaws IX:1:a:iii	5-9-22
Financial Reserve Management	Treasurer	President	Executive Director	Ensure that Society can function in the face of negative circumstances.	Bylaws IX:a:ii (not explicit)	5-9-22
National Foundation Fundraising	Foundation BOD	Foundation President	Executive Director (Programs Director)	Grow financial resources to underwrite the Foundation's compelling purpose and support Society programs.		Need policy: Define; clarify distinction vs Post fundraising, etc.
Investment Committee	XC	President	Executive Director	Sustain long-term financial growth of the Society.	Bylaws IX:1:a:ii (not explicit)	5-9-22
Grants	BOD	President	Executive Director (Programs Director)	Diversify revenue national streams by developing the Society's ability to win and manage grants to expand investments in strategic plan goals while balancing volunteer capacity.	Bylaws IX:1	5-9-22 Need Policy: build on first UEF win.
<i>National Strategic Plan</i>						
BOD Responsibility	BOD	President	Executive Director	Ensure Strategic Plan drives the organization and is the basis for all decisions. Assess progress annually – determine corrective actions.	National Strategic Plan Bylaws V:1	Jan, 2016 5-9-22
Development and implementation of Plan	Posts	President	Executive Director	Posts participate in formation of plan and are ultimately responsible for executing the plan.	Bylaws IX:1 (not explicit)	5-9-22
Metrics & Evaluation of Progress	National Office	President	Executive Director (All Directors)	Progress can be measured and tracked.	Bylaws IX (not explicit)	5-9-22

National Industry-Government Engagement Plan	XC	President	Dir. Programs & IGE	Formalize and track process for IGE issues, awareness, and solutions arising from COIs, Posts, and EAG. Provide value to members and stakeholders.	National IGE Plan	Routine brief to XC for approval
National Governance Cycle	BOD	President	Executive Director (Strategic & Stakeholder Relations)	Minimize time and energy required of volunteer leaders while maximizing impact of strategic direction at the national and post level. Ensure predictability for volunteer leaders.	National Governance Cycle Slides	Integrate Foundation-BOD Interfaces
Membership	BOD	President	Dir. Membership & Meetings	SAME is a membership organization. Manage members in a manner that serves member needs and informs Society leadership of member needs to support decision making. Implement the most efficient and effective means of managing members (database) at national and post levels.	Bylaws III Membership Business Procedures Guide	5-9-22 May 2022
Events	XC	President	Dir. Membership & Meetings / Dir. Programs & IGE	Leverage the opportunities for face to face meetings to maximize value to members and grow revenue so support National Office and investments in strategic plan activities. Support Post events with expertise to help manage risk to members.	Bylaws IV Event Concept Papers	5-9-22 Prior to each event
National Strategic Partnerships	Executive Director	President	Strategic & Stakeholder Relations	Establish national partnerships in order to create opportunities for expanded relationships at all levels that contribute to the SAME Strategic Plan.	Partnering Philosophy Bylaws X:3, IX:1:a:i	4-12-18 5-9-22
National Foundation	BOD	FDN Past-President	Executive Director (Programs Director)	Foster investment in SAME by members and stakeholders by separating purpose of financial resources (philanthropic objectives of the Society executed by the Foundation vs the operational requirements of the SAME National Office).	Bylaws VIII:3 Foundation Bylaws Society-Foundation MOU <ul style="list-style-type: none"> • Society Request for Foundation Support • Implementation Plan 	5-9-22 July 22 11-27-20 1-19-22 In progress
National Leadership						
Terms & Qualifications	BOD	President	Executive Director	Leadership is qualified to lead the Society. Terms ensure that leadership does not become stagnant and that all members have an opportunity to lead. Early Termination for those not meeting requirements.	Bylaws V:3, VII:4	5-9-22
Nat'l Officer Selection	Members	President	Executive Director	Recruiting (succession) – all national leaders actively encourage qualified candidates seek nomination.	Nat'l Leadership Nominating Procedures	9-27-21
Voting Procedures	National Office	President	Executive Director	Elections are fair, transparent, and reflect the needs of members.	Bylaws VII Nat'l Leadership Nominating Procedures	5-9-22 9-27-21

Academy of Fellows	BOD	President	Strategic & Stakeholder Relations	Leverage and fully integrate all Fellows (Fellow, Distinguished, Emeritus) energize and support the Society's Strategic Plan.	Bylaws VIII:2 AOF Operations Manual	5-9-22 9-27-21
Board of Direction						
Board of Direction Member Selection & Election	VPs	President	Executive Director	Board is composed of individuals that understand their role, responsibilities, accountability, terms and authority and can translate the National Direction into action.	Bylaws V:3, VII Nat'l Leadership Nominating Procedures	5-9-22 9-27-21
Executive Committee Membership	President	President	Executive Director	XC is composed of strategic representatives from the board that can make certain decisions and distill decisions for the BOD consideration.	Bylaws VIII: 1	5-9-22
Community of Interest Support and Management	BOD	NOs COIs	Dir. Programs & IGE	Committees & Councils supplement national office support by providing operational, technical or mission support. Operationalized COIs increase member engagement and membership.	Bylaws VIII:5 COI Ops Manual COI Evaluation	5-22-18 Nov. 2019 In progress
RVP Support and Management	BOD	NO RVPs	Dir. Membership & Meetings	RVPs translate National Direction to Posts and report Post contributions to National. Provide accountability of Post legal compliance.	RVP Manual Bylaws X	Summer 2020 5-9-22
Director Support and Management	BOD	President	Executive Director (Programs Director)	Elected and Appointed Directors expand on Society initiatives that are growing or need extra attention. President assigns directors based on passions and needs of the Society.	Bylaws V:3 (not explicit)	5-9-22 Need to propose Bylaws change to be explicit in President's assignment of directors.
Service Liaison Officers	BOD	President	Strategic & Stakeholder Relations	SLOs convey Society direction to services and communicate service needs to Society.	Bylaws V:2, VIII:4	5-9-22
Terms & Qualifications	BOD	President	Executive Director	BOD is qualified to lead the Society. Terms ensure that members do not become stagnant and that all members have an opportunity to lead. Early Termination for those not meeting requirements.	Bylaws V:3	5-9-22
National Office						
Management of Executive Director	BOD	President	NA	Ensure continuity over time of the best possible executive director leadership for the Society (strategic direction) and the National Office (office leadership).	Bylaws IX XD Employment Contract XD Succession Model	5-9-22 8-4-2014 Need process model; Incorporate performance mgt practices.

**The Executive Director is the final authority on all National Office Actions and Responsibilities; National Office Staff Directors are delegated support responsibilities.*