



SAME Executive Committee Meeting Notes

1500, Tuesday, August 18, 2020

Attended			
Buddy Barnes	Mario Burgos	Craig Crotteau*	Mike Darrow
Mark Handley	Bob Keyser	Chris Knutson	Miro Kurka
Cynthia Lincicome	Victoria Mechtly	Bill Naughton	Dave Newkirk
Charlie Perham	Jim Romasz	Hal Rosen*	Heather Wishart-Smith
Neal Wright	Joe Schroedel*	Eddie Gonzalez*	Will Hoffman*
Kathy Off*	John Peabody*	Tony Leketa*	Dave Nash*
Matt Altman*			
Did Not Attend			

*Non-voting

Call to Order: 1502 hrs

A quorum was established. Heather Wishart-Smith, SAME President and chair of the XC, called the meeting to order and began with the Pledge of Allegiance.

2021 Planning (Strategic Plan 2025 main effort for 2020)

Kathy Off gave a report on PLW, COI Work Plans and next steps (Encl 2). The National Office and RVPs will work with Posts on development of their 2021 plans. RVPs will give a summary of their 2021 plans at the Fall BOD Meeting. Vice Presidents will assist COIs in refining their Annual Work Plans. Additionally, COI Assessments will be completed in the fall. Vice Presidents will give a summary of work plan progress and COI health.

President’s Initiatives

Elected Director Commitments

Heather gave a summary of commitments from Elected Directors to support the Society and Strategic Plan (Encl 2). Upon taking office in May, she reached out to them individually and asked for their individual specific commitments as BOD members. They will provide progress reports in mid-October to the President.

Strategic Plan Alignment Initiative

Buddy Barnes, Immediate Past President, described the work underway with his group, including examining re-alignment of Posts and Regions to better support member participation and industry-government engagement. He described the COI assessments which will be summarized at the Fall BOD Meeting and the re-alignment of COIs as the next step for the group.

Key Leader Development Commission

Matt Altman provided a comprehensive look at the long-term work of his diverse group (Encl 2). The overall mission of the KLDC is to “provide transparency and clarity on the volunteer and leadership succession process, and promote development through one’s SAME “career,” thereby increasing the pool of available and qualified candidates.” They want to get our Society past “chance encounters” as the primary means of furthering one’s Society career path. Once they have developed key leader position information, *anybody* should be able to recruit. They will provide a long-term path for the KLDC in December 2020.

One idea that came from the discussion was a “public service announcement” that would come from the President on why one should strive towards leadership positions within SAME. This PSA could also be created for event participation and justification to organizations for employee attendance. Heather will pursue with Stephen Karl.

Annual Governance & Management Review

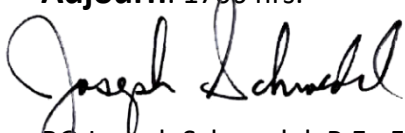
Joe Schroedel briefed the annual governance & management review (Encl 3). The focus this year is on the working relationship between the Society and the SAME Foundation, specifically the two areas of the Governance and Management Summary that pertain to the Foundation: fundraising and program support. He proposed the creation of a Task Force to assist in operationalizing the relationship between the Society and the Foundation (Encl 4). Hal Rosen, President of the Foundation, agreed with the concept. Clarification was made on the deliverables as a guide – they are not meant to be prescriptive. All agreed that it was the rational next step in the development of the Foundation. The XC voted to approve the creation of the Task Force to focus on the interfaces between the two organizations and ensure unity of effort. They also approved the guidance set forth in the proposal. Since this meeting was adjourned, the task force has been fully constructed:

Foundation Members	Society Board Members
Dave Nash (co-chair)	Mark Handley (co-chair)
John Peabody	Mike Darrow
Tony Leketa	Chris Knutson
<i>Staff support coordination: Eddie Gonzalez</i>	

Financial Update

Joe Schroedel and Will Hoffman gave a financial update (Encl 2). The Society has exceeded budgeted net revenue, mainly due to the lack of catering costs for events. It appears that we will close early on the Century House, eliminating 100K in expenses from the budget. Joe and Stephen Karl are working on communication of the sale to our members in the Nov/Dec issue of TME. Will is researching investment of the dividend from the sale of the Century House (2M). The National Office will have more to provide the XC at the December Budget Meeting on investment of the dividend and proposed investment of the principle. The Society budgeted 50K for requirements and search for a new Enterprise Management System; the RFP has gone out. This could potentially be a legitimate and worthy use of reserve funds. The National Office will come back to the XC with detailed analysis and recommendations on the disposition of sale proceeds and the management system.

Adjourn: 1700 hrs.



BG Joseph Schroedel, P.E., F.SAME, USA (Ret.)
Executive Director

- Encl 1: Agenda
- Encl 2: Presentation Slides
- Encl 3: Governance & Management Review Matrix
- Encl 4: Memo: Governance & Management Review

Enclosure 1: Agenda

TIME	AGENDA	BRIEFER
1500 - 1505	Welcome & Call to Order	Heather Wishart-Smith
1505 - 1515	2021 Planning (PLW, COI Work Plans)	Kathy Off
1515 - 1530	FY 20-21 Initiatives – Updates <ul style="list-style-type: none"> • Elected Director Involvement Initiative • Strategic Plan Alignment Initiative • Succession Planning and Key Leader Development Commission (KLDC) 	Heather Wishart-Smith Buddy Barnes Matt Altman
1530 - 1615	Annual Governance & Management Review <i>(Operationalize Society-Foundation Relationship)</i> <ul style="list-style-type: none"> • <u>Task Force Recommendation (decision)</u> • <u>Review Task Force deliverables</u> 	Joe Schroedel
1615 - 1640	Financial Update	Joe Schroedel/Will Hoffman
	<ul style="list-style-type: none"> • FY 2020 (cash flow, balance sheet) 	
	<ul style="list-style-type: none"> • FY 2021 Mock Budget (COVID) 	
	<ul style="list-style-type: none"> • Investments 	
	<ul style="list-style-type: none"> • Disposition of Century House sale proceeds 	
	<ul style="list-style-type: none"> • Reserve Management Plan 	
	<ul style="list-style-type: none"> • Enterprise Management System 	
	<ul style="list-style-type: none"> • RIF Plan 	
1640 - 1700	Discussion, Actions, Decisions, Adjourn	Heather Wishart-Smith



Welcome & Call to Order

Pledge



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PLW Outcome Achieved: Posts have all the necessary tools to make 2021 plans to support the 2025 Strategic Plan.

- **Posts understand that they were given extra time by the BOD to plan for 2021.**
 - BOD intent is that plans are in place by Fall Board. RVPs will give summary of Post plans at the board.
 - Message: Membership requirements are nothing new, but we are ready to adjust course if needed.
 - Message: Quality vs Quantity, less prescriptive – allowing for more member engagement!
- **Posts can learn from the virtual environment in order to improve future face to face events.**
 - Message: National is ready to assist Post of every size with virtual platforms.
 - Message: Finding opportunities to network is important (meaningful conversations).
 - Message: The future consists of hybrid events.
- **PLW encouraged Posts to reach out to COIs for programming and assistance.**
 - COIs can also help facilitate relationships with Strategic Partners.

“One Society of vibrant Posts, relevant locally, while contributing to a common national direction.”

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COI work underway, much more work to be done.

- **COI Work Plans: 100% complete and reviewed by VPs. Staff assessment - quality is at about 50%.**
 - Need VPs to push COIs to improve quality by Fall Board.
 - Strat Plan Alignment TF should review 2020 Work Plans to identify gaps.
- **COI Health Assessments: Will be complete and reported at Fall Board.**
- **COI Education Plan: Communication & Marketing plan to educate Post on value and capabilities of COIs.**
- **COI Tools: National Office Management System in development.**

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Elected Director Commitments

Purpose: Work with our Elected Directors to deliver value and impact through meaningful engagements reflected in commitment statements that match their passion with SAME’s needs.

Adam	Boubede	KLDC
Sally	Clark	SBC Exhibitor Advisory Council
Patrick	Coullahan	Century Book & History
Michael	Darrow	LDP
Candis	Hamilton	TBD/Awards or International
Richard	Houghton	Health Eng TF w/IGE, resilience/emerging tech
Elizabeth	Parent	TBD/SBC
Robert	Ruch	Roadmap for AD members while serving
Marci	Snyder	COI Marketing Plan
JJ	Tang	AP COI- awards & energy/sustainability coordination
Christine	Tsai	Inclusion & Diversity Working Group
Matthew	Turner	Posts/Regions assessment/Strategic Plan Alignment Initiative (supporting Bob)

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Strategic Plan Alignment Initiative

- **Purpose:** *Strengthen our Society and advance our 2025 Strategic Plan by reviewing the COIs and Regions to determine whether they are structured to best support our 2025 Strategic Plan, and make recommendations on how to restructure, as appropriate.*
- Region/Post re-alignment underway to facilitate better member participation and industry-government engagement.
- COI assessments developed and delivered.
- COI Health reported at SBC.
- Next step – strategic re-alignment of COIs.

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KLDC Purpose

- Increase the size and diversity of SAME Key Leader Position (KLP) candidates
 - KLPs include National President, Vice Presidents, Elected Directors, RVPs, and COIs
- Ensure consistent pipeline of interested, qualified candidates for SAME volunteer positions at the Regional and National levels
- Help members navigate their SAME “career” by gaining and applying a diverse set of experiences
- Demystify KLP requirements, expectations and selection process
 - Formally dispel any perception of “smoke filled room” selections

The KLDC is intended to provide transparency and clarity on the volunteer and leadership succession process, and promote development through one’s SAME “career,” thereby increasing the pool of available and qualified candidates.

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KLDC Contributors

- Col Matt Altman – Chair
- SMSgt Adam Boubede
- Capt Ryan Combest
- Jeff Davis
- Pete Delano
- Ann Ewy
- Suzanne Grix
- Sharon Krock
- Ben Matthews – Vice Chair
- Philip Mok
- Angela Nocera
- Col (Ret.) Sal Nodjomian – Senior Mentor
- Kathy Off – National Office Rep
- Lisa Thoele
- Carrie Ann Williams



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Way Forward

- June – Build Commission team and lay out action plan
- July – Identify KLP descriptions and desired experience/capabilities
- August – Refine KLP information; develop smart info graphics
- September – Inform the recruiters and educate/inform posts; publicize KLP nomination process
- October – Engage/recruit potential KLP candidates through existing SAME structure (i.e. Fellows selection process, LD COI, LDP, RVPs, etc.)
- November – Develop succession knowledge transfer plans
 - Support National Leader Selection Committee, as needed
- December – Recommend way forward for long-term KLDC

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Annual Governance & Management Review

- Task Force Recommendation (decision)
- Review Task Force Deliverables

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FY 2020 Budget and EOY Forecast

BOTTOM LINE: Our COVID Financial Management Plan (March 2020; see back up slides) is working. **Projection:** cash positive at EOY with no staff or pay reductions.

Revenue (leading indicators):

Advertising has stabilized since March and April when several companies pulled Ads

Membership appears to be stabilizing since membership push in June and July.

Conferences:

Event	Budget	Actual
CAP Wk	\$ 119K	\$ 0
TW	\$ 15K	\$ 35K
VIETC	\$ 110k	\$150k
VFMW	\$ 25k	\$ 35k
PLW	\$ -105K	\$ 4K
VSBC	\$1,200k	\$???

PPP Loan: Secured one time, \$357k loan (2.5 months staff salary – May-Jul) – working to have forgiven (file by 31 Oct 2020).

Expenses: Controlled (see COVID Financial Mgt Plan).

Risks: VSBC Revenue

Conference penalties: **Pending: \$175k** (15 Dallas hotels); **Forgiven: \$396K** (Cap Week, JETC, FMW, PLW, Dallas Conv Center)

Risk Mitigation: If close sale of Century House by Aug 31, avoid c. \$100k facility expenses for 4th quarter.

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BOTTOM LINE: Despite volatility and uncertainty in the market, reserves remain healthy and resilient.

Investments (reserves):

- Since the lows in March of 2020 we have seen impressive returns.
- The accounts are still negative for the year but investments nearing December 2019 values
- SAME Foundation has added 3 new post since May. Hampton Roads(check has not cleared), Huntsville Posts(check has not cleared) and Tampa Bay(money deposited in June)

Proceeds from sale of Century House (c. \$2 million)

Bank advisors developing 3 options for secure investment vehicle

RBC developing conservative investment options

Principles:

- Protect the principal for future XC investment decision (eg Foundation, etc)
- If invest, keep separate from reserve and Foundation investments
- Generate cash flow for national office revenue (through COVID; estimate 3 years, review annually)

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BOTTOM LINE: Earlier budget development ongoing (mock 2021 budget) to apply 2020 COVID experience.

Assumptions:

- COVID restrictions will apply throughout 2021 (conservative view)
- Extend expense controls of 2020 COVID Financial Management Plan
- 90-day notice prior to any actions that adversely impact staff compensation or employment
- PPP (or other small business government assistance) not extended
- NSPE Lease executed as signed
- Sale of Century House closed (avoid 607 Prince Street facility expenses)
- Reserves not appropriate for operational shortcomings

Planning Guidance:

- Plan for in-person events; secure COVID escape clause for venues (some contracts already in place)
- Develop and implement alternative revenue streams (Advertorials, Webinars, etc) (beginning in 2020)
- Continue management system initiative (focus on membership); develop decision brief for XC (use reserves to invest in new system)
- Develop plan to invest proceeds of the sale of the Century House in FDIC secure financial vehicle to be used as national office staff revenue until COVID is over (will require XC approval)
- We have drafted FY 2021 National Office Priorities which will be used to guide the budget process

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- **FY2020 Budget Execution:** Our strong cash position in March enabled a smooth transition to the unexpected. Our COVID Response Financial Management Plan is working. We are aggressively managing cash flow and, assuming a successful SBC, we will achieve the budget that was approved by the XC in December 2019.
- **RESERVES:** SAME National Office and SAME Foundation reserves took hits initially but have rebounded; net loss less than 5%. Management firms aggressively managing uncertainty.
- **FY2021 Budget Development:**
 - Mock Budget developed early to learn from and apply COVID experience
 - Robust assumptions and planning guidance anticipate and accommodate uncertainty
- **Future XC Decisions**
 - Management System Investment (market research ongoing)
 - Disposition of sale of Century House proceeds (23 Aug is end of due diligence period)

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- Discussion
- Action
- Decisions
- Adjourn

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Enclosure 3: Governance & Management Review Matrix

Review Areas:



SAME National Governance Summary 2020 Review

Assessment:

Satisfactory



Needs Review



Governance Area	Decision Authority	Roles & Responsibilities			Reference	
		National Leader	National Office Lead*	Critical Responsibility	Title	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 11-14-17
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	Dir. Ops & Finance	Sustain Financial health of the organization.	Bylaws IX:1.a.ii	11-14-17**
Annual Audit	Treasurer	President	Dir. Ops & Finance	Confirm financial health independently.	Bylaws VI:5	11-14-17**
Annual Report to Membership	Executive Director	President	Communications & TME Editor	Posts see direct connection from the work they accomplish to National goals.	Bylaws IX:1.a.iii	11-14-17
Financial Reserve Management	Treasurer	President	Dir. Ops & Finance	Ensure that Society can function in the face of negative circumstances.	Bylaws IX:a.ii (not explicit)	11-14-17**
National Foundation Fundraising	Foundation BOD	Foundation President	Executive Director	Grow financial resources to underwrite the Foundation purpose and related Society philanthropic goals. Leverage the current availability of resources.	No policy yet	
Investment Committee	XC	President	Dir. Ops & Finance	Sustain long-term financial growth of the Society.	Bylaws IX:1.a.ii (not explicit)	11-14-17**
Grants	BOD	President	Executive Director	Diversify revenue national streams by developing the Society's ability to win and manage grants in order to expand investments in strategic plan goals while balancing volunteer capacity.	Bylaws IX:1 (Propose creation of policy)	11-14-17**
<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
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)	11-14-17**
Metrics & Evaluation of Progress	National Office	President	Executive Director	Progress can be measured and tracked.	Bylaws IX (not explicit)	11-14-17**

National Governance Cycle	BOD	President	Executive Director	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 & Programs	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	11-14-17**
Events	XC	President	Dir. Marketing & Events/ Dir. Membership & Programs	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 IX:1:a:i (not explicit) Event Concept Papers	11-14-17** 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 5-22-17
National Foundation	BOD	FDN President	Executive Director/ Dir. Ops & Finance	Leads all efforts to resource philanthropic objectives of the Society in order to foster investment in SAME while keeping the operational side of the SAME National Office separate.	Bylaws VIII:3 Foundation Bylaws	11-14-17 4-28-16
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	11-14-17
Nat'l Officer Selection	Members	President	Executive Director	Recruiting (succession) – all national leaders actively encourage qualified candidates seek nomination.	Nat'l Leadership Nominating Procedures	Est. May 2015
Voting Procedures	National Office	President	Executive Director	Elections are fair, transparent, and reflect the needs of members.	Bylaws VII Nat'l Leadership Nominating Procedures	5-22-18 Est. May 2015, updated May 2018
Nat'l Officer Synch Matrix	President	President	Executive Director	Ensure immediate effectiveness of National Leadership Team after installation at JETC.	Nat'l Leadership Annual Synchronization Matrix	5-29-18
Academy of Fellows	BOD	President	Executive Director/ AOF Staff Liaison	Leverage and fully integrate all Fellows (Fellow, Distinguished, Emeritus) energize and support the Society's Strategic Plan.	Bylaws III:6, VIII:2 AOF Action Plan (will become Ops Manual)	11-14-17/ 5-22-18 5-22-18
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	11-14-17**
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	11-14-17**
Committee & Council Support and Management	BOD	VP, C&C	Designated National Office Staff	Committees & Councils supplement national office support by providing operational, technical or mission support.	Bylaws VIII:5 Propose creation of Ops Manual	5-22-18
RVP Support and Management	BOD	VP, RVP	Dir. Membership & Programs	RVPs translate National Direction to Posts and report Post contributions to National. Provide accountability of Post legal compliance.	RVP Manual Bylaws X	9-20-16 11-14-17**
Director Support and Management	BOD	President	Executive Director	Elected and Appointed Directors expand on Society initiatives that are growing or need extra attention.	Bylaws V:3 (not explicit)	11-14-17
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	2012 change - included in Bylaws, 11-14-17.
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	11-14-17**
National Office						
Management of Executive Director Selection	BOD	President	NA	Ensure National Office can manage Society at the highest level of competency, efficiency, and professionalism.	Bylaws IX	11-14-17**

*The Executive Director is the final authority on all National Office Actions and Responsibilities.

**Governance has not changed since at least 2014, but was clarified or re-worded to be more clear. In some cases, governance was partially in Constitution and partially in Bylaws before adopting the original Constitution.



Society of American Military Engineers

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5 August 2020

**TO: SAME Executive Committee
SAME Foundation Board of Directors**

**SUBJECT: 2020 SAME Governance and Management Review
Operationalizing the Relationship (Society and the SAME Foundation)**

PRESIDENT
HEATHER L. WISHART-SMITH, P.E., PMP, LEED AP, F.SAME, F.ASCE
JACOBS

PRESIDENT-ELECT
REAR ADM. MARK A. HANDLEY, P.E., F.SAME, USN (Ret.)
AECOM

PAST PRESIDENT
LT. COL. WENDELL L. "BUDDY" BARNES, P.E., F.SAME, USA (Ret.)
SENGINEERING LLC

VICE PRESIDENT
COL. ROBERT B. KEYSER, P.E., F.SAME, USA (Ret.)
GRS—QUATERNARY RESOURCE INVESTIGATIONS

VICE PRESIDENT
COL. CHARLES D. PERHAM, F.SAME, USAF (Ret.)
MATRIX DESIGN GROUP

VICE PRESIDENT
LT. COL. NEAL T. WRIGHT, P.E., PMP, F.SAME, F.ASCE, F.NSPE, USA (Ret.)
STV GROUP INC.

EXECUTIVE DIRECTOR
BRIG. GEN. JOSEPH SCHROEDER, P.E., F.SAME, USA (Ret.)

1. General. The focus of this year's annual SAME Governance and Management Review is "*operationalizing the relationship between the SAME BOD and the SAME Foundation Board.*" This paper proposes the approach and scope of work to achieve that end.

2. Operating Principles. These principles underscore the fundamental importance of *unity of effort* between the Society and its Foundation.

- The Society is the primary benefactor of the Foundation.
- The Foundation was created by the Society to encourage philanthropy in support of the SAME Strategic Plan.
- The Foundation's Compelling Purpose statement, "Fostering engineering leadership for the nation," further focuses the outcomes of the Foundation's efforts in support of the SAME Strategic Plan.
- The Society exercises appointment authority over the Foundation Board Directors (type I supported organization; see IRS Schedule D, form 1023).
- The Foundation Board manages the Foundation.
- The Society BOD decides program support requirements on behalf of the Society; individual requests from members are not communicated directly to the Foundation.
- The Foundation is accountable to donors; the Society with its Posts is the largest donor.

3. Approach. Form a small, joint SAME BOD-SAME Foundation Board Task Force that will develop the operational procedures; format to be determined by the Task Force. Task Force members will be appointed by the Presidents of both organizations and co-chaired by individuals designated by the Presidents. The Task Force will commence when directed by the XC and conclude NLT the fall BOD.

4. Scope. The task force scope of work is:

Task: Deliver a concise document to guide the operational relationship between the SAME BOD, SAME National Office and the SAME Foundation Board over the course of a typical fiscal year. Focus is on the interfaces between the two organizations and ensuring unity of effort.

Purpose: Significantly enhance collaboration between the Society and the Foundation in order to increase the lasting impact of the Foundation (specific, measurable contributions to the SAME Strategic Plan) and increase fundraising to provide the long term means to support the Society's program requests.

Deliverables: Address interfaces, but not limited to those listed here.

(a) Proactive Support Between Society and Foundation: Define means of enhancing pro-active support of the Foundation by the Society and vice versa.

(b) Communications: (i) Consider the full range of communications between Foundation and the Society; suggest improvements. (ii) Define the content of Foundation Board reports to the Society BOD and XC such as status and forecasts of funding for Society programs, status of the endowment, investment account corpus and projected growth, status of Post Funds Policy, fundraising campaign plans (status, support required, etc). (iii) Define content of Society reports to the Foundation Board. As a minimum consider return on the investment in Society programs (this in turn will be used by the Foundation to support fundraising efforts). (iv) Define the process for Foundation webpage updates, modifications and corrections. (v) Suggest methods of routinely educating members and stakeholders on the Foundation (assess the effectiveness of the Foundation documents archived on the web site).

(c) Program Underwriting: (i) Define how the Society communicates program underwriting requests to the Foundation (outcomes, link to strategic plan, funding, duration, etc.). (ii) Define how the Foundation Board develops and communicates to the Society its responses to and plans for program underwriting requests from the Society. (iii) Identify internal (to the BOD or Foundation Board) required supporting processes (eg. how are requests consolidated, assessed and decided by the BOD prior to transmittal to the Foundation, etc.).

(d) Fundraising Support: (i) Define the process for Foundation communication to Society of its Fundraising Strategic Plan and status. (ii) Define the process for Society buy-in of the Foundation's Fundraising Strategic Plan. (iii) Define how the Society (National Leadership Team, Board of Direction, Executive Committee, Posts, Regions, Academy of Fellows, members) can best be utilized to support the fundraising efforts in support of the Strategic Plan. (iv) Define how the Foundation's fundraising efforts access SAME members.

(e) Finance and Accounting and Record Keeping: (i) Define how and when the Foundation's annual budget is presented to the Society (one option is to brief the XC with the National Office in December during the period that the National Office Staff is providing pro bono staff support). (ii) Define record keeping needs and responsibilities to support donations and donor data recording and stewardship. (iii) Review the current integrated (Society and Foundation) financial management arrangement (record keeping, audit and tax reporting, Post Funds Management, Joint Investment Committee, etc.) and recommend changes if any. (iv) Define a standard for (% of funds raised contributed to the endowment) to support the development of the Foundation endowment (retained permanent funds with only earnings used for program underwritings vs spending donations).

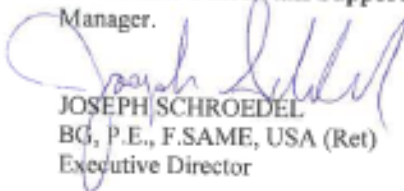
(f) Foundation Board Member Selection (succession planning): Review the SAME Foundation Board Member Selection Procedure (dated 4 Aug 2020) to assess its effectiveness as a tool to foster collaboration between the Society and the Foundation.

(g) Society Staff: (i) Define the process for Foundation requests of Society staff and Society staff response to Foundation requests. (ii) Provide a process and timing for hiring support staff for the Foundation, particularly with fundraising experience.

(h) Governance Documents: (i) Recommend bylaw changes (Society or Foundation) if appropriate or necessary to implement the TF recommendations. (ii) Update the "SAME Governance Cycle" with Foundation interface milestones (eg. Annual Report, Annual Audit, Program and Fundraising Reports to the BOD, Reports to the Foundation, etc).

5. References. All Foundation related documentation since the inception of the concept of a Foundation is readily available on the SAME web. The Task Force should consider examples of successful collaboration between an existing Foundation and its benefactor organization such as the National Park Service and the National Park Foundation.

6. National Office Staff Support for this effort will be coordinated by Mr. Eddie Gonzalez, Foundation Program Manager.


JOSEPH SCHROEDEL
BG, P.E., F.SAME, USA (Ret)
Executive Director