



SAME Executive Committee Minutes

1500 – 1730, August 19, 2018

Executive Boardroom, Hyatt Regency Coconut Point Resort and Spa, Bonita Springs, FL

Attended or called in:		
John Accardi	Buddy Barnes	Bob Bevins
Marvin Fisher	Jackie Hacker	Rich Houghton
Dave Howe	Cindy Lincicome	Scott Prosuch
Sal Nodjomian	Lisa Theole	Heather Wishart-Smith
Joe Schroedel**	Allison Ingram**	Stephen Karl**
Kathy Off**	Eddie Gonzalez**	

Not Attending		
Rich Khalil**	Hal Rosen**	Ann McLeod**
Bill Haight	Tony Higdon	

**Non-voting

Call to Order: SAME President, Marvin Fisher, called the room to order at 1500 hours. He thanked everybody for being present or on the phone and set the stage for a thorough and efficient governance review by the Executive Committee (XC) (Encl 1). Quorum was confirmed. Dial in capability was established and maintained throughout the XC meeting which adjourned at 1730.

Financial Update: SAME Finance & Operations Director, Allison Ingram, gave an updated snapshot of SAME’s financial position as of June 30, 2018 (Encl 2). She stated that as of June 30, 2018, SAME has a 10-month reserve which exceeds the industry benchmark. She did note to the XC that we need to be aware of our dependence on conferences as our primary revenue source and look for revenue diversification options. Currently, projections for the year show a SAME in a net loss position. Two factors leading to this loss are as follows: 1) The market has been volatile and has returned a year to date loss and 2) the projections for revenue are low, but expenses are generous. Additionally, revenue gained from the co-location of the VA’s conference with SBC is very conservative, as the outcome is difficult to predict. Overall, there are no major concerns about SAME’s financial position.

National Management and Governance Review: SAME Executive Director, Joe Schroedel, provided the background for the National Management and Governance Review by referring to the National Office 2018 Priorities that were approved in December, 2017 by the XC. Priority #9 was to conduct this review prior to the start of the development of strategic plan 2025. He then established that he would facilitate the discussion using Enclosures 3 thru 6. He further established that the President would lead the discussion. The discussion was vibrant and all areas were discussed with decisions rendered and guidance to the staff provided (see Enclosure 7). The following are notable points made during the Review:

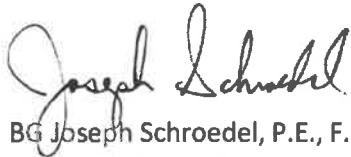
- The XC liked the format and timing of the read-ahead information for this meeting, indicating that it greatly facilitated preparation (vice posting read aheads to the website).
- XC adjustments to the organization charts on slides 9 and 10 (Encl 3) have been made.
- Per the XC, the Run to 2020 Dashboard has been adjusted to align with five lines of effort (see slide 13, Encl 3).
- The XC pointed out that life members and students (Virtual Student Chapter) should be tracked in the membership database. This is already being done. Life members receive mail correspondence with a request for reply. If address and contact information is no longer valid, they are no longer considered members. The Virtual Student Chapter is created and functioning in the database with the means to accept student members and track them.

- For decision matrices, it was suggested to use lead and support designations instead of just X's to denote roles and responsibilities.
- It was suggested that RVPs should be Fellows before taking on the role. The XC agreed that this would eliminate talent and that RVPs should rely on Regional Fellows Points of Contact to provide AOF information and mentorship. The suggestion was declined.

Centennial Planning: The XC agreed with the Centennial Planning Concept (Encl 8) and will identify a Task Force Chair and Deputy for a 2.5 – 3 year term to oversee volunteer coordination leading up to JETC 2020 and to coordinate Post celebrations and contributions during phase 3 to coincide with President Eisenhower convoy re-enactment.

Additional Decisions: The XC will convene virtually in early October to discuss further consent agenda items:

- Bylaws Update (AOF changes)
- NCO Council Proposal
- Fall BOD Agenda



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

Encl 1: Meeting Agenda

Encl 2: Financial Update

Encl 3: National Executive Committee Governance and Management Review (ppt)

Encl 4: Point Papers (referred to as Attachments (slide 2, Encl 3)

- (Attachment #2) Annual National Governance Cycle
- (Attachment #5) Post Membership Database Improvements
- (Attachment # 6) RVP Support and Management
- (Attachment # 7) Committee & Council Support and Management
- (Attachment # 8) Strategic Partnership Management
- (Attachment # 9) Grant Management

Encl 5: Governance Survey Summary

Encl 6: SAME National Governance Summary

Encl 7: SAME BOD Decision & Action Tracker

Encl 8: Centennial Planning Concept



SAME Executive Committee Meeting Agenda

1500 – 1700, August 19, 2018

Executive Boardroom, Hyatt Regency Coconut Point Resort and Spa, Bonita Springs, FL

Conference Call: dial 703-549-6071 PIN: 599130

Attending		
John Accardi	Buddy Barnes	*Bob Bevins
Marvin Fisher	*Jackie Hacker	*Bill Haight
*Tony Higdon	*Rich Houghton	Dave Howe
Cindy Lincicome	Scott Prosuch	Sal Nodjomian
*Lisa Theole	Heather Wishart-Smith	
Joe Schroedel**	Allison Ingram**	Stephen Karl**
Kathy Off**	Eddie Gonzalez**	Jill Murphy**

Not Attending		
Rich Khalil**	Hal Rosen**	Ann McLeod**

* Calling in
 **Non-voting

TIME	AGENDA	BRIEFER
1500 – 1505	Call to order, Pledge of Allegiance, President’s Welcome	Marv Fisher
1505 – 1515	Financial Update	Allison Ingram
1515 – 1620	Governance Review (discussion if needed & decisions) <ul style="list-style-type: none"> • Global Outcomes • Roles & Responsibilities • National Governance Cycle • Membership • RVP Support & Management • C&C Support & Management • Strategic Partnership Management • Grant Management • Moving SAME Forward Strategically 	Marv Fisher/Joe Schroedel
1620 – 1650	Centennial Planning	Joe Schroedel
To be addressed virtually after XC meeting:	Additional Decisions <ul style="list-style-type: none"> • Bylaws Update (AOF changes) • NCO Council Proposal • Fall BOD Agenda 	Kathy Off
1650 – 1700	Summary and Adjourn	Marv Fisher

- Encls:
- 1) Financial Update
 - 2) Centennial Planning Committee

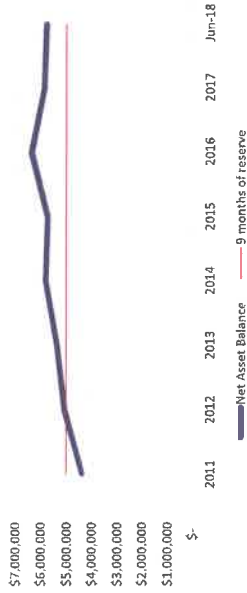


Statements of Financial Position
 As of June 30,

	2018	2017
Assets		
Cash & Cash Equivalents	\$ 1,058	\$ 1,009
Accounts Receivable, net of allowance	262	226
Prepaid expenses and deposits	209	191
Investments	5,854	5,435
Investments held for deferred compensation	0	0
Property and Equipment, Net	761	831
Total Assets	<u>8,144</u>	<u>7,691</u>
Liabilities and Net Assets		
Liabilities		
Accounts Payable and Accrued Expenses	154	223
Accrued payroll liabilities	156	79
Deferred compensation	0	0
Deferred Revenue		
Membership	1,079	1,092
Events	812	561
Advertising	155	138
Partnership	0	0
Total Liabilities	<u>2,356</u>	<u>2,093</u>
Net Assets		
Change in Net Assets- Current Year	(105)	(769)
Net Assets - Prior Year	5,893	6,368
Total Net Assets	<u>5,788</u>	<u>5,599</u>
Total Liabilities and Net Assets	<u>\$ 8,144</u>	<u>\$ 7,691</u>

**Society of American Military Engineers
June 30, 2018
Key Financial Performance Indicators**

**NET ASSET (UNRESTRICTED RESERVE)
BALANCE**



The metric for a healthy association is six to nine months of Operating Expenses in Net Assets. Based on current year projections, SAME's net asset reserve is approximately 10 months.

Notable Trends



Red = Area of Concern
Yellow = Watching closely
Green = Positive News

Non-dues revenue continues to be strong and opportunity still exists. However, with the loss of a sales person for the first quarter, web advertising is not performing at the same pace as it did last year. There is definite opportunity here, especially with the web redesign opening more space for advertising.

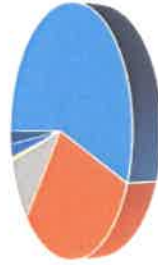
Print Advertising revenue is outpacing prior year revenue. With the addition of advertising at fair prices in the partner contracts, only \$130K additional revenue needs to be billed to break even with prior year.

Sustaining member revenue has grown by 2% from prior year, however, individual membership has actually declined by 5%.

Our projections are currently trending to a net loss. There are a couple of timing differences that will close the gap. However, we will need SBC and NWSBE to exceed expectations to break event. The loss of a Director salary is offset by the addition of an unbudgeted STEM Manager.

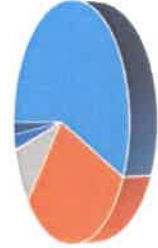
NATIONAL OFFICE SOURCES OF REVENUE

2018 Budget \$6,823,000



- Conferences and Meetings 55.5%
- Membership 30.6%
- Publications and Advertising 9.4%
- Continuing Education 0.5%
- Post Operations 2.0%
- Investment Income 2.0%

2018 YTD Actual \$3,290,000



- Conferences and Meetings 56.2%
- Membership 30.5%
- Publications and Advertising 8.8%
- Continuing Education 0.2%
- Post Operations 2.4%
- Investment Income 2.0%

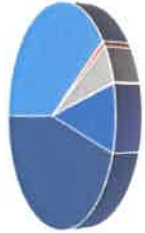
2018 Projections \$7,387,000



- Conferences and Meetings 61.9%
- Membership 27.6%
- Publications and Advertising 8.6%
- Continuing Education 0.2%
- Post Operations 1.2%
- Investment Income 0.5%

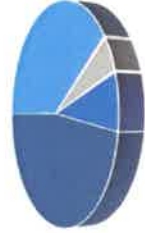
NATIONAL OFFICE EXPENSES BY FUNCTIONAL AREA

2018 Budget \$6,823,000



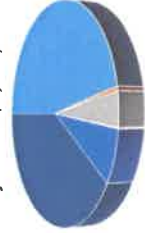
- Conferences and Meetings 40.5%
- Membership Activities 0.8%
- Publications and Communications 4.7%
- Continuing Education/Programs 0.1%
- Post Operations 8.2%
- Management and General 45.6%

2018 YTD Actual \$3,299,000



- Conferences and Meetings 40.0%
- Membership Activities 0.3%
- Publications and Marketing 4.5%
- Continuing Education 0.2%
- Post Operations 7.1%
- Management and General 47.9%

2018 Projections \$7,640,000



- Conferences and Meetings 46.8%
- Membership Activities 0.5%
- Publications and Communications 4.3%
- Continuing Education 0.1%
- Post Operations 7.0%
- Management and General 41.2%

NOTE- The information presented on this dashboard represents only part of the Association's financial picture for this fiscal period. Please see the attached statement of financial position (balance sheet) and statement of activities (income statement) for a more complete summary of the Association's financial results.



**Statement of Activities (no Functional Expense Allocation)
For the Period of Six Months Ended June 30, 2018**

	2018 Budget	Year-To-Date Budget	Actual	Variance \$ Change	Variance %
REVENUE					
Conferences and Meetings	\$ 3,787	\$ 1,947	\$ 1,849	\$ (98)	-5%
Membership	2,091	1,046	1,005	(41)	-4%
Publications and Advertising	642	289	288	(1)	0%
Continuing Education	31	18	6	(12)	-69%
Post Operations	137	128	78	(50)	-39%
Interest and Dividends	135	68	65	(3)	-4%
Other Income	-	-	-	-	#DIV/0!
TOTAL REVENUE	6,823	3,495	3,290	(205)	-6%
EXPENSES					
Program Services:					
Conferences and Meetings	2,766	1,412	1,320	92	-7%
Membership Activities	55	27	11	15	-57%
Publications and Marketing	321	142	149	(7)	5%
Continuing Education	10	6	7	(1)	16%
Post Operations	563	216	233	(18)	8%
Total Program Services	3,714	1,803	1,722	81	-5%
Supporting Services:					
Management and General	3,109	1,537	1,578	(40)	3%
Fundraising	-	-	-	-	-
Total Supporting Services	3,109	1,537	1,578	(40)	3%
TOTAL EXPENSES	6,823	3,340	3,299	41	-1%
CHANGE IN NET ASSETS FROM OPERATIONS	(0)	154	(9)	(164)	-106%
Change in Value of Investments	-	-	(96)	(96)	
NET CHANGE IN NETS ASSETS	\$ (0)	\$ 154	\$ (105)	\$ (259)	-168%

Society of American Military Engineers
Statements of Activity
For the Period of Six Months Ended June 30,

	<u>2018</u>	<u>2017</u>
Revenue:		
401C Dues - Individual Members	113,735	119,525
4011 Dues - Uniform Service Members	12,020	10,520
403C Dues - I/M Life Members	2,330	4,825
406C Dues - Sustaining Member	872,505	853,485
407C Dues - Public Agency Member	4,271	4,473
410C Advertising	266,475	264,275
420C Registrations & Sponsorships	973,997	955,857
421C Conference Exhibitor Income	433,555	555,195
422C Conference Sponsorship Income	188,600	118,814
423C Partnership Revenue	331,815	318,992
430C Sales	21,723	18,555
435C Subscriptions & Reprints	4,119	2,849
4602 Donations - E&M Fund	-	-
471C Interest & Dividends	64,781	74,820
472C Gain/Loss on Investments	(95,749)	185,902
Total Revenue	<u>3,194,184</u>	<u>3,488,088</u>
Expenses		
501C Salaries and Wages	928,682	850,772
502C Payroll Taxes	77,273	71,435
503C Insurance - Group Health	95,752	66,045
504C Retirement Contribution	38,097	31,572
508C Other Employment-Related Exp	8,004	8,346
5081 Employee Training	7,342	11,885
509C Temporary Help	45,845	20,843
511C Accounting	31,354	28,784
512C Legal	4,541	1,742
513C Editor	-	1,750
514C Sales Commissions	34,604	22,715
516C Workshop Professional Fees	41,505	47,585
5161 Instructors/Speakers Expenses	4,547	8,656
517C Revenue Sharing - Posts etc	22,702	48,552
519C Other Professional Fees	26,543	27,515
521C Dues Paid to Posts - I/M	25,664	25,380
522C Dues Paid to Posts - S/M	80,784	126,242
531C Facilities Rental - Events	105,953	145,582
5311 Catering - Events	619,832	726,585
5312 Audio Visual - Events	133,035	179,940
5313 Exhibit Costs - Events	100,400	96,451
5314 Registration Costs - Events	145,273	89,292
5315 Group Transportation - Events	2,550	11,304
532C Travel & Lodging	128,665	87,131
533C Entertainment - Events	7,580	5,180
534C Local Travel	965	485
539C Other Meeting Costs - Events	74,895	32,585
541C Printing & Production	71,105	80,041
5425 Misc Publications Costs	-	-
543C Postage & Delivery	30,394	34,821
544C Advertising & Promotional	6,366	13,691
551C Medals, Awards, Donations, Sti	84,162	1,059,575
552C SAME Store purchases	13,765	7,168
561C Equipment Rental, Repairs & Ma	8,138	10,755
562C Building Repairs and Maintenanc	10,810	8,650
563C Utilities	8,372	5,272
564C Telephone	15,601	16,035
565C Teleconference	600	575
571C Computer Programming & Expense	64,400	70,815
572C Office Supplies	9,502	8,160
573C Dues, Memberships & Publicatio	3,539	5,022
574C Other Office Expense	21,364	7,544
575C Insurance - General	18,105	17,341
577C Insurance- Mtg Cancellation	1,000	4,788
591C Bank & Credit Card Fees	75,775	57,257
597C Taxes & Licences	23,205	34,705
5971 Income Tax Expense	-	-
598C Depreciation & Amortization	39,470	40,775
9995 Clearing Account	1,163	207
Total Expenses	<u>3,299,242</u>	<u>4,257,569</u>
Net Income	<u>(105,058)</u>	<u>(769,482)</u>

Society of American Military Engineers
Statement of Activity
For the Period of Six Months Ended June 30, 2018
Membership

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	Membership
Revenue:	
4010 Dues - Individual Members	113,735
4011 Dues - Uniform Service Member	12,020
4030 Dues - I/M Life Members	2,330
4060 Dues - Sustaining Member	872,508
4070 Dues - Public Agency Member	4,271
Total Revenue	1,004,864
Expenses	
5080 Other Employment-Related Exp	34
5081 Employee Training	99
5130 Editor	0
5140 Sales Commissions	811
5314 Registration Costs - Events	0
5320 Travel & Lodging	1,185
5390 Other Meeting Costs - Events	3,787
5410 Printing & Production	914
5430 Postage & Delivery	4,138
5440 Advertising & Promotional	192
5510 Medals, Awards, Donations, Sti	223
Total Expenses	11,382
Net Income	993,482

Society of American Military Engineers
Statement of Activity
For the Period of Six Months Ended June 30, 2018
Communications

	Total	000 General	201 TME	203 Directory	204 Web
Revenue:					
4100 Advertising	266,476		251,507		14,370
4300 Sales	17,225			600	17,225
4350 Subscriptions & Reprints	4,119		4,119		
Total Revenue	287,820	-	255,625	600	31,595
Expenses					
5090 Temporary Help	35,436	35,436			
5130 Editor	-				
5140 Sales Commissions	16,509		16,509		
5390 Other Meeting Costs - Events	99	99			
5410 Printing & Production	59,493	2,223	57,270		
5430 Postage & Delivery	17,307		17,307		
5440 Advertising & Promotional	2,549	2,549			
5710 Computer Programming & Expe	7,798	-	299		7,499
5970 Taxes & Licences	10,200		10,200		
Total Expenses	149,391	40,307	101,585	-	7,499
Net Income	138,429	(40,307)	154,040	600	24,095

Society of American Military Engineers
 Statements of Activity
 For the Period of Six Months Ended June 30, 2018
Meetings & Events

	305	310	321
	Transitions Workshop and Job Fair	DOD Briefing	NVSBE
Total			
Revenue:			
4200 Registrations & Sponsorships	900,128		
4210 Conference Exhibitor Income	433,555	213,530	
4220 Conference Sponsorship Income	188,600	23,800	
4230 Partnership Revenue	326,818	39,374	
Total Revenue	1,849,101	276,704	-
Expenses			
5090 Temporary Help	1,832		
5130 Editor	-		
5140 Sales Commissions	17,284		
5160 Workshop Professional Fees	37,500	150	
5161 Instructors/Speakers Expenses	4,547	336	
5170 Revenue Sharing - Posts etc	22,702		
5310 Facilities Rental - Events	29,046	4,073	
5311 Catering - Events	615,908	9,312	
5312 Audio Visual - Events	125,713		
5313 Exhibit Costs - Events	100,400		
5314 Registration Costs - Events	145,133		
5315 Group Transportation - Events	1,700		
5320 Travel & Lodging	69,482		
5330 Entertainment - Events	6,650	1,375	
5340 Local Travel	339		
5390 Other Meeting Costs - Events	63,625		
5410 Printing & Production	10,593		
5430 Postage & Delivery	286		
5440 Advertising & Promotional	305		
5510 Medals, Awards, Donations, St	56,788		
5630 Utilities	4,700		
5720 Office Supplies	58		
5740 Other Office Expense	35		
5770 Insurance- Mtg Cancellation	1,000		
5910 Bank & Credit Card Fees	4,500		
Total Expenses	1,320,124	18,994	143,962
Net Income	528,976	15,606	-

	324	342	378	390
	SBC	Facilities Mgmt Workshop	JETC	Ind/Govt Engagement
Revenue:				
4200 Registrations & Sponsorships	-	101,979	542,018	
4210 Conference Exhibitor Income	-	40,429	393,126	
4220 Conference Sponsorship Income	-		164,800	
4230 Partnership Revenue	-	15,888	213,531	
Total Revenue	-	158,296	1,313,475	-
Expenses				
5090 Temporary Help	-		1,832	
5130 Editor	-		-	
5140 Sales Commissions	6,296		10,838	
5160 Workshop Professional Fees	-		32,500	
5161 Instructors/Speakers Expenses	-		4,212	
5170 Revenue Sharing - Posts etc		22,702		
5310 Facilities Rental - Events		89,047	389,707	118
5311 Catering - Events		17,309	92,644	
5312 Audio Visual - Events		540	99,860	
5313 Exhibit Costs - Events		6,425	111,453	
5314 Registration Costs - Events			1,700	
5315 Group Transportation - Events		8,562	51,204	
5320 Travel & Lodging			6,650	
5330 Entertainment - Events				
5340 Local Travel				
5390 Other Meeting Costs - Events	(8,112)	1,664	65,090	
5410 Printing & Production		1,860	4,117	
5430 Postage & Delivery		286		
5440 Advertising & Promotional			273	
5510 Medals, Awards, Donations, Sti			51,848	
5630 Utilities			4,700	
5720 Office Supplies			22	
5740 Other Office Expense			35	
5770 Insurance- Mtg Cancellation				
5910 Bank & Credit Card Fees		4,500		
Total Expenses	(1,816)	152,895	953,657	118
Net Income	1,816	5,401	359,818	(118)

	601	609
	Golden Eagle Dinner	Other Fellow Activities
Revenue:		
4200 Registrations & Sponsorships	17,581	3,820
4210 Conference Exhibitor Income		
4220 Conference Sponsorship Income		
4230 Partnership Revenue	44,625	
Total Revenue	62,206	3,820
Expenses		
5090 Temporary Help		
5130 Editor		
5140 Sales Commissions		
5160 Workshop Professional Fees		
5161 Instructors/Speakers Expenses		
5170 Revenue Sharing - Posts etc		
5310 Facilities Rental - Events		
5311 Catering - Events	45,354	1,425
5312 Audio Visual - Events	1,356	949
5313 Exhibit Costs - Events		
5314 Registration Costs - Events		
5315 Group Transportation - Events		
5320 Travel & Lodging	26	
5330 Entertainment - Events		
5340 Local Travel		
5390 Other Meeting Costs - Events	1,050	322
5410 Printing & Production	609	
5430 Postage & Delivery		
5440 Advertising & Promotional		
5510 Medals, Awards, Donations, Sti	1,070	154
5630 Utilities		
5720 Office Supplies		
5740 Other Office Expense		
5770 Insurance- Mtg Cancellation		
5910 Bank & Credit Card Fees		
Total Expenses	49,464	2,850
Net Income	12,742	970

Society of American Military Engineers
 Statements of Activity
 For the Period of Six Months Ended June 30, 2018
Post Operations

	410	421	422	440
	SAME Store	Post Leadership Workshop Winter	Post Leadership Workshop Fall	Summer Camps
Total				
Revenue:				
4200 Registrations & Sponsorships	68,328			68,328
4230 Partnership Revenue	5,000			5,000
4300 Sales	4,498	3,628		
Total Revenue	77,826	3,628	-	73,328
Expenses				
5081 Employee Training	7			
5120 Legal	1,466			
5160 Workshop Professional Fees	4,009			4,009
5210 Dues Paid to Posts - I/M	25,664			
5220 Dues Paid to Posts - S/M	80,784			
5310 Facilities Rental - Events	76,907			76,907
5314 Registration Costs - Events	110			
5320 Travel & Lodging	16,224			5,817
5340 Local Travel	30			
5390 Other Meeting Costs - Events	6,480			6,281
5440 Advertising & Promotional	908			
5510 Medals, Awards, Donations, Sti	7,042			
5520 SAME Store purchases	13,765	344		(1,250)
5720 Office Supplies	-	13,765		
Total Expenses	233,396	14,109	-	91,764
Net Income	(155,570)	(10,481)	-	(18,435)

490

**Other Post
Operations**

Revenue:	
4200 Registrations & Sponsorship	
4230 Partnership Revenue	870
4300 Sales	870
Total Revenue	<u>870</u>

Expenses	
5081 Employee Training	7
5120 Legal	1,466
5160 Workshop Professional Fees	-
5210 Dues Paid to Posts - I/M	25,664
5220 Dues Paid to Posts - S/M	80,784
5310 Facilities Rental - Events	
5314 Registration Costs - Events	110
5320 Travel & Lodging	10,407
5340 Local Travel	30
5390 Other Meeting Costs - Event:	199
5440 Advertising & Promotional	908
5510 Medals, Awards, Donations,	7,949
5520 SAME Store purchases	
5720 Office Supplies	
Total Expenses	<u>127,523</u>

Net Income	<u><u>(126,653)</u></u>
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Society of American Military Engineers
 Statements of Activity
 For the Period of Six Months Ended June 30, 2018
Programs

	540	580	590
	JEOC	Webinars	Other Seminars and Workshops
Total			
Revenue:			
4200 Registrations & Sponsorships	3,000	2,541	
Total Revenue	3,000	2,541	-
Expenses			
5311 Catering - Events	140		
5320 Travel & Lodging	4,557		
5340 Local Travel	-		
5390 Other Meeting Costs - Events	475		
5710 Computer Programming & Expense	5,172	2,268	
Total Expenses	7,440	2,268	-
Net Income	(1,899)	273	-

Society of American Military Engineers
Statement of Activity
For the Period of Six Months Ended June 30, 2018
Administration

	Total	000 General	901 Board of Direction	920 Non-SAME Events
Revenue:				
403C Dues - I/M Life Members	64,781	64,781		
471C Interest & Dividends	(95,749)	(95,749)		
472C Gain/Loss on Investments	(30,968)	(30,968)		
Total Revenue				
Expenses				
501C Salaries and Wages	928,682	928,682		
502C Payroll Taxes	77,273	77,273		
503C Insurance - Group Health	95,752	95,752		
504C Retirement Contribution	38,097	38,097		
508C Other Employment-Related Expenses	7,970	7,936	33	
508A Employee Training	7,236	7,236		
509C Temporary Help	8,580	8,580		
511C Accounting	31,354	31,354		
512C Legal	3,075	3,075		
514C Sales Commissions	-	-		
516C Workshop Professional Fees	-	-		
517C Revenue Sharing - Posts etc	-	-		
519C Other Professional Fees	26,543	26,543		
5311 Catering - Events	3,785	62	3,722	
5312 Audio Visual - Events	7,323	7,323		
5314 Registration Costs - Events	30	30		
5315 Group Transportation - Events	850	850		28,605
532C Travel & Lodging	37,218	237	8,371	
533C Entertainment - Events	930	930		
534C Local Travel	596	577		19
539C Other Meeting Costs - Events	432	388	44	
541C Printing & Production	109	109		
543C Postage & Delivery	8,663	8,663		
544C Advertising & Promotional	2,412	2,412		
551C Medals, Awards, Donations, S	20,105	5,214	14,895	
552C SAME Store purchases	-	-		
561C Equipment Rental, Repairs & I	8,138	8,138		
562C Building Repairs and Mainten	10,810	10,810		
563C Utilities	3,672	3,672		
564C Telephone	15,601	15,601		
565C Teleconference	600	600		
571C Computer Programming & Ex	54,334	54,324	10	
572C Office Supplies	9,444	8,995	449	
573C Dues, Memberships & Publica	3,539	3,539		
574C Other Office Expense	21,325	21,325		
575C Insurance - General	18,106	18,106		
591C Bank & Credit Card Fees	71,275	71,275		
597C Taxes & Licences	13,006	13,006		
598C Depreciation & Amortization	39,470	39,470		
9995 Clearing Account	1,163	1,163		
Total Expenses	1,577,508	1,513,073	35,806	28,629
Net Income	(1,508,476)	(1,544,041)	(35,806)	(28,629)

Society of American Military Engineers
Statement of Activities (no Functional Expense Allocation)
 Actuals for the Five Months Ended June 30, 2018 and Projections for the Period of July-December 2018

REVENUE	Actuals					Projection					Total	Budget	Projection to Budget Variance	
	Year to Date	July	August	September	October	November	December							
1,849,101 \$	- \$	- \$	- \$	- \$	- \$	2,741,884 \$	174,271 \$	174,271 \$	174,271 \$	174,271 \$	174,271 \$	4,590,935 \$	3,787,150 \$	803,785 \$
1,004,864 \$	174,271 \$	174,271 \$	174,271 \$	174,271 \$	174,271 \$	94,750 \$	94,750 \$	94,750 \$	94,750 \$	94,750 \$	94,750 \$	2,050,489 \$	2,091,250 \$	(40,761) \$
287,820 \$	94,750 \$	94,750 \$	94,750 \$	94,750 \$	94,750 \$	2,083 \$	2,083 \$	2,083 \$	2,083 \$	2,083 \$	2,083 \$	642,000 \$	642,000 \$	(880) \$
5,541 \$	2,083 \$	2,083 \$	2,083 \$	2,083 \$	2,083 \$	833 \$	833 \$	833 \$	833 \$	833 \$	833 \$	31,000 \$	31,000 \$	(12,959) \$
77,826 \$	833 \$	4,333 \$	833 \$	833 \$	833 \$	833 \$	833 \$	833 \$	833 \$	833 \$	833 \$	136,500 \$	136,500 \$	(50,174) \$
-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
TOTAL REVENUE	3,225,152 \$	271,938 \$	190,438 \$	271,938 \$	221,938 \$	3,018,772 \$	186,938 \$	186,938 \$	186,938 \$	186,938 \$	186,938 \$	7,387,111 \$	6,687,900 \$	699,211 \$
EXPENSES														
Program Services:														
Conferences and Meetings	1,320,124 \$	4,876 \$	4,376 \$	4,876 \$	4,376 \$	2,258,183 \$	4,876 \$	4,876 \$	4,876 \$	4,369 \$	4,369 \$	3,578,307 \$	2,766,450 \$	(811,857) \$
Membership Activities	11,382 \$	39,642 \$	7,642 \$	39,642 \$	42,642 \$	40,392 \$	40,392 \$	40,392 \$	40,392 \$	8,642 \$	8,642 \$	39,130 \$	54,500 \$	15,370 \$
Society Publications and Communications	149,891 \$	1,000 \$	- \$	1,450 \$	- \$	- \$	- \$	- \$	- \$	650 \$	650 \$	327,991 \$	320,700 \$	(7,291) \$
Programs	7,440 \$	25,375 \$	174,825 \$	25,375 \$	25,375 \$	25,375 \$	25,375 \$	25,375 \$	25,375 \$	25,375 \$	25,375 \$	10,540 \$	9,500 \$	(1,040) \$
Post Operations	293,896 \$	70,892 \$	186,842 \$	71,342 \$	72,392 \$	2,328,825 \$	39,036 \$	39,036 \$	39,036 \$	39,036 \$	39,036 \$	535,096 \$	562,551 \$	27,454 \$
Total Program Services	1,721,734 \$	245,642 \$	249,642 \$	255,142 \$	253,142 \$	266,842 \$	301,442 \$	301,442 \$	301,442 \$	301,442 \$	301,442 \$	3,149,358 \$	3,109,200 \$	(40,158) \$
Supporting Services:														
Management and General Fundraising	1,577,508 \$	316,534 \$	436,484 \$	326,484 \$	325,534 \$	2,595,667 \$	340,478 \$	340,478 \$	340,478 \$	340,478 \$	340,478 \$	6,822,900 \$	6,822,900 \$	(817,522) \$
Total Supporting Services	1,577,508 \$	316,534 \$	436,484 \$	326,484 \$	325,534 \$	2,595,667 \$	340,478 \$	340,478 \$	340,478 \$	340,478 \$	340,478 \$	6,822,900 \$	6,822,900 \$	(817,522) \$
TOTAL EXPENSES	3,299,242 \$	562,176 \$	686,126 \$	581,626 \$	578,676 \$	5,262,509 \$	641,920 \$	641,920 \$	641,920 \$	641,920 \$	641,920 \$	10,172,258 \$	10,172,258 \$	(685,147) \$
CHANGE IN NET ASSETS FROM OPERATIONS	(74,090) \$	(84,596) \$	(246,046) \$	(54,546) \$	(103,596) \$	423,105 \$	(153,540) \$	(153,540) \$	(153,540) \$	(153,540) \$	(153,540) \$	(253,311) \$	(135,000) \$	(118,311) \$
Change in Value of Investments	(30,968) \$	11,250 \$	11,250 \$	11,250 \$	11,250 \$	11,250 \$	11,250 \$	11,250 \$	11,250 \$	11,250 \$	11,250 \$	36,532 \$	135,000 \$	(98,468) \$
NET CHANGE IN NETS ASSETS	(105,058) \$	(33,346) \$	(234,796) \$	(43,296) \$	(92,346) \$	434,355 \$	(142,290) \$	(142,290) \$	(142,290) \$	(142,290) \$	(142,290) \$	(216,779) \$	(135,000) \$	(81,779) \$



**SAME National Executive Committee
Governance and Management Review**

*Setting the Stage for the Next Century ...
and Beyond*

19 August 2018




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Study Sequence

Use the sequence below to guide your study of this Review. This is fundamentally a Roles and Responsibilities review.

- Read Slide 3: Context: Why Review National Governance and Management now?
- Read Slide 4: Outcomes of the Executive Committee Review
- Read Slides 5, 6 and 7: Governance versus Management: Non Profit Industry Standard
 - This section is intended to establish a common background based on industry standards
- Read and Study attachment #1: Same National Governance and Management Summary
 - This summary indicates the current assessment of the areas considered in the review
 - This summary indicates (yellow highlight) the areas that need improvement and are addressed later
 - Note: the links to bylaws and other important documents are embedded in the matrix
- Read and Study slide 8: SAME National Roles and Responsibilities Summary
 - Refer to slide 9: SAME National Governance and Management Organization
 - Refer to Slide 10: SAME Committee and Council Organization
 - Refer to Slide 11: National Committee and Council Chairs
- Read Attachment #2: SAME Annual National Governance Cycle
 - Refer to Attachment #3: Governance Survey Response Summary
 - Refer to Attachment #4: Governance Survey Responses (by question)
- Read and Study Attachment #5: Post Membership Database Improvements
- Read and Study Attachment #6: RVP Support and Management
- Read and Study Attachment #7: Committee and Council Support and Management
 - Refer to organizational slides 9, 10 and 11 if needed
- Read and Study Attachment #8: National Strategic Partnership Management
- Read and Study Attachment #9: Grant Management
- Read and Study Slides 12, 13, 14 and 15: Moving SAME Forward Strategically
- Slides 16, 17 and 18: Summary of Executive Committee Decisions and Actions will be used to track XC decisions as the discussion progresses.

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Context: Why Review National Governance and Management Now?

- To set the course for increasing momentum as we enter our second century.
 - We have established momentum and beginning to realize our significant potential to impact the needs of our nation and industry because of the unique role we have established by our vision.
 - We are operating more as One Society with a clear, relevant mission and vision (Indicator: virtually all posts now submit their annual reports vice historic 60% rate).
 - Our strategic plan is now the driver of success for the Society and is maturing.
 - It is time to begin the development of Strategic Plan 2025, based on the pillars that have emerged from the success of Strategic Plan 2020.
 - The National Office is now firmly established as a professionally organized and run management structure that clearly understands it's role to support the Society.
- To identify and clearly establish how we manage risks in order to sustain Strategic Plan progress over time.
 - We have too many single points of success such as programs at national and post level that are entirely dependent upon one individual – risk to the Society.
 - We must be better at balancing our volunteer capacity with the desire for strategic plan progress by:
 - focusing our plan even more than we did (Strat Plan 2020 reduced the number of objectives by 50% - 35 to 17);
 - Consciously deciding to resource elements of our plan that are difficult to sustain via volunteer effort (eg. Camp mentors – underwrite as a leader development activity of the Foundation).
 - We must increase the accountability of the BOD and Society leadership. (Indicator: results of governance survey to recently sent 120 current and recent BOD members:
 - First suspense: 28 respondents; 6 knew the focus of the Run to 2020 (increase member Participation)
 - Second Suspense: 58 respondents; 13 knew the focus of the Run to 2020
 - We also have risks to individual members as a result of the historic "loose confederation" nature of our organization (eg. pending embezzlement case in the Phoenix Post).
 - We have now established a positive direction for leveraging Fellows as a Society resource via the AOF Action Plan.
 - We have expanded our potential resource base by creating a National Foundation that is set to focus heavily on fund raising.

Outcomes of the Executive Committee Review

- Reaffirm our commitment to drive SAME with our Strategic Plan – as we have since the bottom up development and implementation of *Strategic Plan 2020* in 2015.
- Reaffirm our commitment to being "One Society of vibrant posts ... that are relevant locally .. and contribute to the national strategic plan."
- Clarify Roles and Responsibilities in order to increase Accountability for delivery of the strategic plan at all levels of the organization while: **enabling volunteer efforts and managing our pace of progress.**
- Review progress toward evolving SAME's governance and management from its historical informal roots to a professionally run society that has a unique and important role within the AEC industry as defined by our current vision.
- Address areas identified in the Review that require Executive Committee action in order to reaffirm or revise the SAME national standard of governance and management (ie. principles and practices) and to set the stage for the development of *Strategic Plan 2025* – draft by May 2019 – as a natural evolution of *Strategic Plan 2020* and the lines of effort that have emerged – focus on **IMPACT** for the nation (outcomes).
- Incorporate this review into the annual New Board Member Orientation in order to ensure the continuity of the SAME National Standard of Governance and Management.

Governance versus Management: Nonprofit Industry Standard

BLUF: Boards Govern, Staffs Manage

Governance of a volunteer, membership organization:

Volunteer leaders are responsible for the direction of the organization. The board governs, develops policy and sets the course. The mission statement should frame all discussions. The IRS has mandated that Boards will be transparent, accountable and independent. Board Responsibilities: Source: BoardSource.com:

- Determine and advance the organization's mission and purpose.
- Select the chief paid executive (not staff – CEO leads, manages, develops staff).
- Support the chief executive and assess performance in the organization (ie. Budget, goal achievement, etc.).
- Conduct organizational planning.
- Ensure adequate resources (funds, time, volunteers, staff).
- Resource and financial oversight.
- Determine, monitor, enhance programs and services.
- Promote the organization.
- Ensure legal and ethical integrity.
- Maintain accountability, transparency and independence – ensure policies mandated by IRS are in place (audit, audit committee, document destruction, conflict of interest, public records, board and committee minutes, etc).
- Develop future leaders.

Management of a volunteer, membership organization :

The staff is responsible for the administration of the organization. The staff partners with the board to advance goals and strategies, while taking care of the daily administrative needs unique to nonprofit organizations.

Governance versus Management

Legal Principles

Duty of Care: Requires leaders to use reasonable judgment in making their decisions on behalf of the organization.

Duty of Loyalty: Requires leaders to be faithful to the organization, avoiding conflicts of interest.

Duty of Obedience: Requires leaders to comply with governing documents (ie. Bylaws, articles of incorporation, policies, etc.).

Guiding Principles

Organizational Values develop over time that guide the board. Some that have evolved over time for SAME:

- Integrity
- Outcome driven
- Member focused
- Transparency
- **Accountability – needs work**
- Respect
- Diversity
- Innovation
- BOD Discipline: Roberts Rules of Order

Governance versus Management

Volunteer Insurance and Immunity

Directors and Officers (D&O Liability): may cover legal defense for employment, copyright and antitrust claims, as examples.

General Liability Insurance: covers property damages and injuries relating to the organization.

Fidelity Bond: covers losses resulting from fraudulent or dishonest acts committed by an employee.

Meeting Cancellation: covers the loss of revenue due to cancellation, curtailment, postponement because of weather, strikes, etc.

Post Affiliate Agreements: Posts obtain their IRS status from the national entity. Hence, Posts have an obligation to comply with applicable laws and to diligently report status to the National Office to ensure legal and fiduciary accountability is maintained for the entire Society.

Risk Management

Public records: requests for annual tax returns (Form 990) must be made available for last three years or fines for noncompliance.

Antitrust Violations: occur when two or more persons from the same industry or profession discuss suppliers, processes, prices or operations.

Apparent Authority: arises when a board chair, though not granting actual authority, permits directors, committees, or posts to behave as if they have authority. Authority rests with the chief elected officer and cannot be usurped.

Financial Audits: by an independent financial expert; appoint an audit committee to oversee and report on the process.

Conflicts of Interest: disclosed at the start of the term and throughout the year.

SAME National Roles and Responsibilities Summary

BOD:

National Leadership: govern the society – set the direction; be visible to Society; recruit and inspire future national leaders; public advocate for SAME (see the National Leadership Synchronization Matrix).

Executive Committee: make executive decisions for the BOD; oversee national office budget and society financial resources;

RVPs: lead regions; support posts: by advocating their needs and interests, assessing post contributions to the strategic plan, inspiring Fellow engagement and the regional Fellow, making communications work.

Committees and Councils: supplement board and staff work that is aligned with strategic plan.

Standing Committees: identified in bylaws; appointed annually; formed and disbanded by BOD action
Ad Hoc (eg. Task Forces): formed for specific need and disbanded upon completion

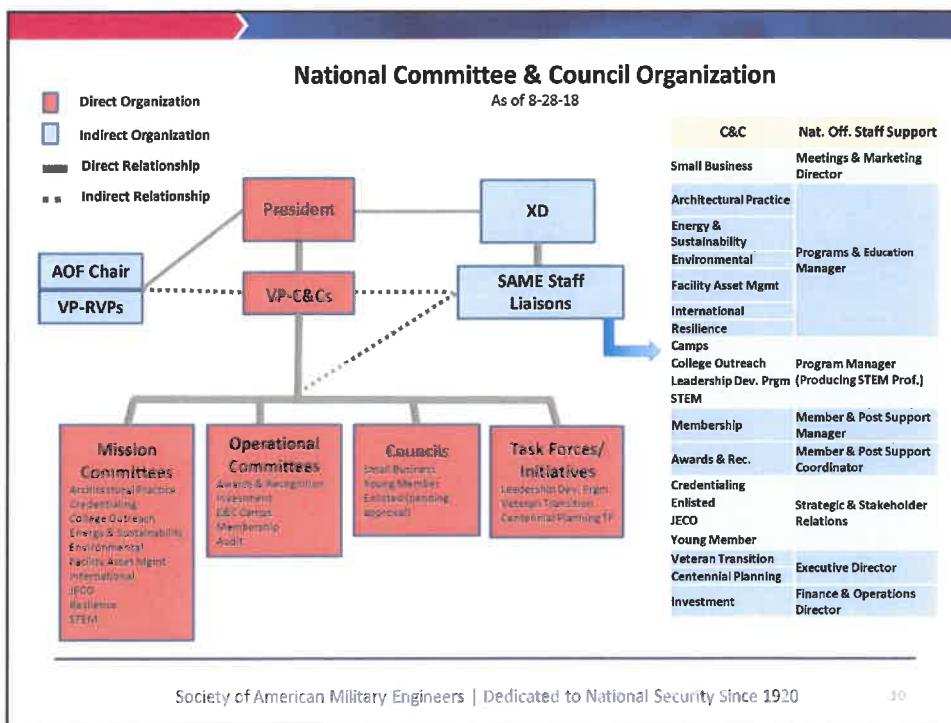
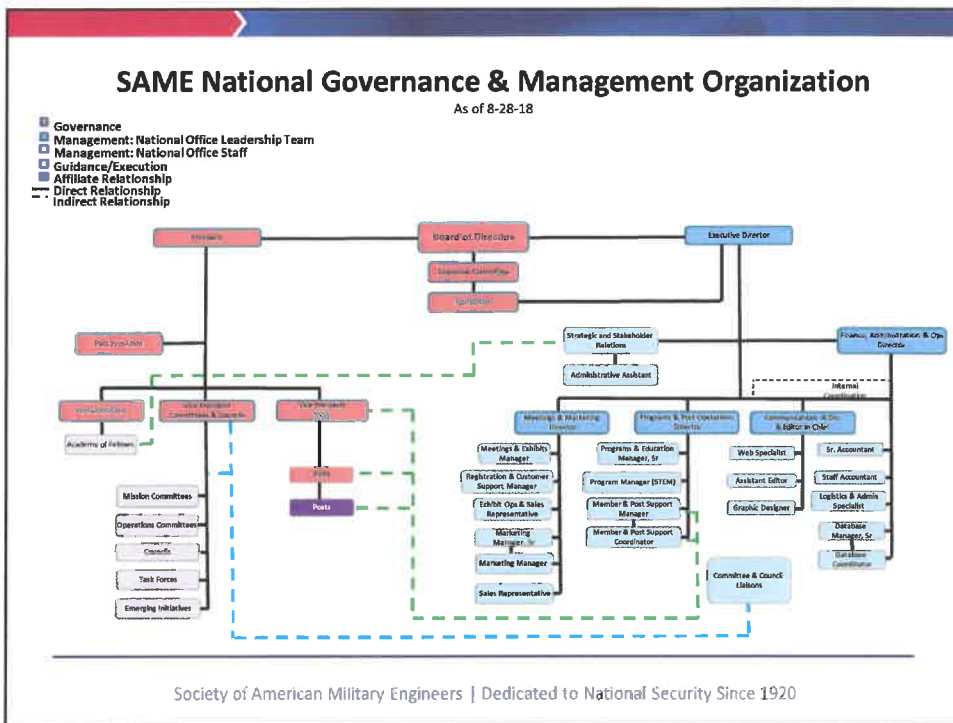
Elected Directors: fulfill specific role given by the BOD.

Appointed Directors: fulfill specific role given by the BOD.

National Office: The National Office (NOT HQ) has three priorities beyond the statutory and administration responsibilities associated with managing the Society: 1. Support Posts; 2. Support the Strategic Plan; 3. Enhance the National Reputation of SAME.

National Foundation: as a subordinate philanthropic entity of the BOD, fulfill the compelling purpose of the National Foundation of fostering engineering leadership by garnering and managing the resources necessary; grow and manage Foundation resources.

ACTION: Revise process for assigning specific roles to Elected Directors.



National Committee & Council Chairs

As of 7-30-18

Type	Title	Chair
Mission Committees	<i>Architectural Practice</i>	David Packard, RA, F.SAME
	<i>College Outreach</i>	Maj. Seth Lorimer, USAF
	<i>Credentialing</i>	Chief Master Sgt. Tamara Olson, USAF (Ret.)
	<i>Energy & Sustainability</i>	Brig. Gen. Dave Howe, USAF (Ret.)
	<i>Environmental</i>	Rick Cox
	<i>Facilities Asset Management</i>	Mark Tomassoni
	<i>International</i>	Col. Blair Schantz, USA (Ret.)
	<i>Joint Engineer Contingency Operations</i>	Col. Bill Haight, USA (Ret.)
	<i>Resilience</i>	Col. Joe Manous Jr., D.WRE, PhD, P.E., F.SAME
	<i>STEM</i>	Lt. Col. Scott Prosuch, F.SAME, USA, (Ret.)
Operational Committees	<i>Awards and Recognition</i>	Michell Chambliss
	<i>Engineering & Construction Camps</i>	Cdr. Joseph Angell II, P.E., F.SAME, USN (Ret.)
	<i>Membership</i>	Cindy Lincicome, F.SAME
	<i>Investment</i>	Rear Adm. Mark Handley, P.E., F.SAME, USN (Ret.)
Councils	<i>Audit</i>	Rich Khalil
	<i>Enlisted</i>	Chief Master Sgt. Adam Boubede, USAF
	<i>Small Business</i>	Karen Buniak
	<i>Young Member</i>	Lisa Thoele

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Moving SAME Forward Strategically

Strategic Plan 2020:

The BOD has set "Member Participation as the main effort over the next two years in order to maximize the impact of our Centennial.

Hence, the strategic metric at the moment is "Participation" (See the *Run to 2020 and Beyond Dashboard*, next slide).

Objectives, Metrics, and Streamers:

Strategic Plan 2020 is a "bridging plan" that :

- enabled the Society to move toward a strategic plan-driven organization
- established a very clear mission and vision which likely do not require any work
- reduced the number of objectives significantly, but fell short of precise streamer requirements and strategic metrics with which the plan could be measured in terms of impact (outcomes) . Posts still have a "check the block" mentality toward streamers (old habit of - "make the HQ happy". This mentality is changing slowly.

Impact-Driven Emerging Lines of Effort for Strategic Plan 2025:

As a result of our progress in developing and implementing Strategic Plan 2020, the interests and desires of our members are clearer and can be translated into the following five emerging strategic lines of effort that form the basis of our goals for the development of Strategic Plan 2025 (see the latest briefing):

- Lead Industry-Government Engagement for the AEC Industry**
- Produce STEM Professionals for the nation**
- Prepare veterans for the AEC Industry**
- Develop engineering leaders for the nation**
- Foster resilience**

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Moving SAME Forward Strategically

Examples Metrics for Consideration (Strategic Plan 2025):

<p>Leading IGE: # of IGE events held across the Society # of attendees at JETC # of attendees at SBC # of attendees at IFMA Workshop</p>	<p>Preparing Veterans for the AEC Industry: # of hours contributed to Veteran events \$\$ contributed to Vet events # of credentials awarded to transitioning Vets # attending Transition workshop</p>
<p>Producing STEM Professionals: \$\$ of scholarships awarded (and maybe the # as well) # of hours contributed to STEM events \$\$ provided for STEM events # of campers (and maybe # of camps)</p>	<p>Improving Resiliency: # of attendees at JETC TTX # of Post readiness workshops # of SAME members and sustaining member firms # of hours contributed to community services</p>
<p>Developing Leaders: # of professionals in the Leadership Development program # of new Fellows # of attendees at the Golden Eagle event # of new Post Board members</p>	

ACTION: Continue to focus on member participation as the strategic metric for the Run to 2020 and Beyond in order to increase momentum that can then be sustained as Strategic Plan 2025 is developed with Society involvement and the Centennial preparations fuel the excitement of the next century.

ACTION: Set the development of higher quality and focused objectives, related streamer requirements and simple but clear strategic metrics as a priority for the development of Strategic Plan 2025 beginning in November 2018.

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The Final Stretch --- The Run to 2020 and Beyond:
BOD Focus: 2018-2020

September 2018: Launch Member Needs Survey (every three years, budgeted for 2018)

BOD November 2018: Annual Strategic Plan Assessments (RVP, C&C, Staff Analysis – see BOD Nov 2017)
 Include assessment of impact of tools (from BOD May, 2018 and PLW 2018)
 Update on Centennial Planning
 Initiate development of Strategic Plan 2025 (based on emerging lines of effort)

ACTION: National Staff develop a Strategic Plan 2025 Development timeline for BOD consideration and approval

BOD May 2019: Update Centennial Planning
 Approve Strategic Plan 2025 (ie. Objectives, streamers, metrics, awards)
 3rd SAME Annual Report

BOD November 2019: Annual Strategic Plan Assessment – begin transition to Strategic Plan 2025 – new metrics in place as of Jan 2020.
 Centennial Plan Rehearsal

BOD May 2020: Final Checks for Centennial Kickoff Celebration

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Summary of Executive Committee Decisions and Actions

Global Outcomes

- Reaffirmed our commitment to drive SAME with our Strategic Plan.
- Reaffirmed our commitment to being "One Society of vibrant posts ... that are relevant locally ... and contribute to the strategic plan."
- Clarified roles and responsibilities of the BOD, National Leadership, National Office, RVPs, Committees and Councils, Elected Directors and Appointed Directors.
- Reviewed areas presented (see subsequent sections).
- Agreed to incorporate this review into the annual New Board Member Orientation in order to ensure the continuity of the SAME National Standard of Governance and Management.

Review Area: Roles and Responsibilities

- Affirmed our current roles and responsibilities as described and as depicted on the organizational charts.
- Affirmed Action to revise process for assigning specific roles to Elected Directors.
- Modified roles and responsibilities:
 -
 -
 -
 -

Review Area: National Governance Cycle

- Affirmed the findings of the Governance Survey.
- Modified the findings of the Governance Survey:
 -
 -
 -

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Summary of Executive Committee Decisions and Actions

Review Area: Membership

- Concurred with the direction and progress timeline presented to correct the management and accountability of members.
- Modified the current effort:
 -
 -
 -

Review Area: RVP Support and Management

- Affirmed the Actions presented.
- Modified the Actions:
 -
 -
 -

Review Area: Committee and Council Support and Management

- Affirmed the Actions presented.
- Modified the Actions:
 -
 -
 -

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Summary of Executive Committee Decisions and Actions

Review Area: National Strategic Partnership Management

- Affirmed the Actions presented:
- Modified the Actions:
 -
 -
 -

Review Area: Grant Management

- Affirmed the Actions presented:
- Modified the Actions:
 -
 -
 -

Moving SAME Forward Strategically

- Affirmed the action: National Staff develop a Strategic Plan 2025 Development timeline for BOD consideration and approval in November 2018.
- Modified the Actions:
 -
 -
 -

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Annual National Governance Cycle

Governance vs. Management: The overall outcome of a well synchronized and predictable governance cycle is the efficient and effective application of governance and management to produce Strategic Plan progress. This cycle has evolved since adopting Strategic Plan 2020 in January, 2016 and has served the Society well.

1. Current Cycle:

January: Post streamer submissions and financial reports due; National Leadership Nominating Committees convene (one for President Elect, one for Elected Director)

February: National Office Audit and Tax preparation; appoint Audit committee; hire independent auditor

March: Post Annual Reports and Awards submissions due; National Audit and taxes due; Capital Week with face-to-face XC and Golden Eagle Award Dinner; develop Annual Report for last fiscal year

April: Membership voting for National Leaders (online).

May: BOD (JETC): Annual Report Video roll out, Ball, Post Awards, USAG, strat plan progress

July: Written Annual Report in TME; New President letter to Past Presidents

August: PLW with face-to-face XC; Committees and Councils submit Annual Work Plans with resource requirements and priorities to the National Office for consideration in the annual National Office budget process

September: Member needs survey (every three years 2015, 2018 ...)

November: BOD (SBC): Annual Strategic Plan Assessment, USAG

December: National Leader Nominations Due, National Office Budget Brief and National Office Priorities for the next Fiscal Year to XC (virtual)

2. Annual Governance Suggestions. During the last BOD in May, 2018, several suggestions were made regarding the sequence of events during JETC and BOD Day. A survey was then developed and sent to all current BOD members and BOD members who had just completed three years on the BOD (120 total with 58 responses). The results of the survey are attached. Actions below reflect the sentiments of the respondents.

ACTION: Affirm the National Annual Governance Cycle.

ACTION: National Office develop for implementation in May, 2019 a robust New Board Member Orientation.

ACTION: Provide read ahead material to BOD members at least three weeks in advance of a BOD.

ACTION: Maintain the schedule of conducting BOD Day at the front end of JETC ad SBC.

ACTION: Implement the BOD Day format as proposed in the Governance Survey at the November BOD (less the orientation – implement in May, 2019).

ACTION: Beginning in May, 2019, transition the BOD and President at the Post Awards Lunch.

Post Membership Database Improvements

Current database configuration makes it very difficult for Post Officers to foster active participation and membership growth, as indicated in the SAME Strategic Plan, and does not allow SAME to track engaged, active members at the Post level.

Specifically:

- Post roster download is cumbersome and frustrating
- Post rosters consist of two lists which must be merged every time in order to get a full membership count
- There are no dates associated with members joining and leaving a Post
- Post Officers cannot see when or why a member disappeared from their roster
- There is no designation of which Post is a member's Primary Post so Post leaders cannot account for their potentially most active and engaged members
- The Membership Streamer is based on multiple Post memberships and is not an accurate measure of membership growth and participation

The SAME membership database is being restructured to allow for the following:

- The Post download will be a simple link from a Post Officer's member account
- The Post Rosters will be ONE FULL list with no merging required
- All SAME members will be able to view the current members of a Post (without any personal or sensitive data disclosed)
- Post join and leave dates will be captured and stored so Post officers can see when a member leaves or joins their post.
- Members will choose which Post is their primary so that Post Officers will know who they can count on for active Post participation
- The Membership Steamer baseline will be modified to include Primary members as the membership count for Posts

The database restructure will be shown as a prototype at the Post Leaders Workshop in August 2018 and the final configuration will go live and be available on October 1, 2018. New Membership Streamer metrics will go into effect on January 1, 2019. Financial impacts to SAME are negligible because configuration work is being done by SAME staff.

ACTION: XC agrees with this plan and timeline.

RVP Support and Management

Governance vs. Management: Since Posts maintain an affiliate relationship with the National Office, with formation and deactivation lying with the BOD, RVPs play a key role in their legal compliance to the non-profit status and support of the Strategic Plan.

1. Areas of compliance:

- **Strategic Plan:** Required to meet the purposes in the Certificate of Incorporation and to ensure the future sustainability of SAME. Posts should support the plan accordingly.
- **Bylaws:** Must be current and approved/submitted to the BOD via SAME National Office.
- **Taxes:** Posts are required to comply with federal, state and local tax laws and requirements. Forms shall be submitted on time, with copies to SAME National Office.
- **Annual Reports:** Give SAME National and the BOD a snapshot of the health of a Post and contributions to the Strategic Plan.
- **Affiliate Agreements:** Required to maintain Post 501c3 tax exempt status. An affiliation agreement provides for certain assistance to the Post in exchange for the Post agreeing to certain restrictions, oversight, and standards of conduct imposed by the parent (SAME National and the BOD), along with access to programs and resources of the parent. An affiliation agreement sets forth the relationship between the Post and SAME, including SAME's obligations to the Post and identifying those areas where the Post enjoys autonomy in its activities.

2. Roles & Responsibilities:

	National Office	Vice President, RVPs	RVP	Posts
Governance		X	X	X
Strategic Plan Post Contributions			X	X
501c3 Compliance	X	X	X	X
Accountability		X	X	X
Standardization	X	X		
Administration	X		X	X
Communications	X		X	X
Finance & Liability	X			X
Policies	X	X		
Resources	X			X
Contracts	*			X
Institutional Memory	X			X
Post Event Calendar & POC			X	X

*National Office available for technical support and review.

ACTION: Approve and add Roles & Responsibility matrix to the RVP Manual.

ACTION: Ensure all Posts have signed Affiliate Agreements on file at National Office.

Committee & Council (C&C) Support and Management

Governance vs. Management: C&Cs are an extension of the National Office.

1. **Types of C&C** in relation to the Strategic Plan:

- **Community of Practice:** Segment of population that shares a common interest or discipline within the A/E/C industries. Affiliation with communities is voluntary. Communities shall be governed by a Committee or Council.
- **Mission Committees:** Address issues that directly promote the Strategic Plan of SAME within a Community of Practice. The charter includes the broad outcomes that are to be achieved by the Community. Each Committee should develop annual goals with specific actions to be accomplished in the coming year.
- **Operational Committees:** Provide operational support to SAME National Office. Each Committee will have a mission statement with specific recurring tasks and shall include any special tasks that should be accomplished in support of SAME’s Strategic Plan.
- **Councils:** Allow a demographic population of SAME membership to organize itself in support of the Strategic Plan and/or to facilitate the development of relationships among a demographic of SAME membership.

2. **Roles & Responsibilities.** In support of the National Strategic Plan and to manage risk to SAME and individuals, the division of labor between the National Office and C&Cs is as follows:

	National Office*	Vice President, C&Cs	Mission Committee	Operational Committee	Council
Governance		X	X	X	X
Strategic Plan - C&C Contributions			X	X	X
Program Management	X				
Accountability		X			
Standardization	X	X			
Administration	X		X	X	X
Communications	X				
Finance & Liability	X				
Contracts/Grants	X				
Resources	X				
Policies	X	X			
Institutional Memory	X				
Subject Matter Expertise			X	X	X
Operational Execution	X			X	

*C&Cs provide input in development.

ACTION: VP, C&Cs oversee development of a Committee & Council Operations Manual.

National Strategic Partnership Management

Governance vs. Management: The governance of SAME’s Strategic Partnership philosophy is laid out in the mission and vision – i.e. “SAME is recognized as the multi-disciplined integrator of military, public, private, and academic national infrastructure-related capabilities to produce viable solutions for America’s national security.” Management of formal partnerships at the National level provides opportunities for Posts to develop informal relationships that can lead to collaboration so solve issues, recruit new members, expand geographic reach, and gain access to new intellectual property.

- Partnering Philosophy.** National Strategic Partnerships establish executive commitment and relationships, and open opportunities for SAME Posts and Committees & Councils to leverage other organizations to build relationships and collaboration that is mutually beneficial without committing volunteer resources. SAME implemented a policy in 2015 that consists of five criteria for structuring memorandums of agreement or understanding: mutually beneficial, no money exchanged, must be able to deliver, focused toward a strategic outcome and simple.
- Who do we partner with?** In the past, SAME primarily reached out to organizations to partner for the sole purpose of increasing revenue either directly or indirectly. Lately, there is an influx of organizations soliciting SAME to partner knowing full well that no money will be exchanged. SAME pursues all partnerships according to lines of effort from the Strategic Plan and using the established policy. If there is any question as to whether or not SAME should partner with an organization, Strategic & Stakeholder Relations will discuss it with the XD and/or any subject matter experts on the National BOD.
- Process.** The Bylaws state that the XD has the authority to execute partnerships and contracts (most partnerships are executed via Memorandum of Agreement or Understanding). The board has advised the National Staff on how to communicate the existence of Strategic Partnerships more effectively – this action is always evolving based on feedback from Posts who primarily execute the focus of the agreement.
- Existing Strategic Partners aligned by Run 20 2020 & Beyond Lines of Effort:

Enhancing Industry-Government Engagement

AGC	DBIA
IFMA (potential)	National 8a Association
NCPFP	National HubZone Council
ACEC (potential)	

Developing Leaders for the Profession

AIA	CMAA
DBIA	NSPE
SMPS	

Producing STEM Professionals for the Nation

Drexel Online	Northwestern
Diversity in Action	Learning for Life (BSA)
NCSSS	TSA (informal)
HUD STEM (potential)	

Preparing Veterans for the A/E/C Industry

APPA	Drexel Online
NCCER	NCEES
NICET	PMI
Northwestern	HFOT
Next Op	PAVE
Vets2PM	AEA (potential)
MCEA (informal)	

Building Resilience Throughout the Country

ACG/EMA	ICC
EPRI (potential)	

ACTION: XC reaffirm partnering philosophy.

Grant Management

Governance vs. Management: In order to manage risk to either the Society or individual members, grants will be managed by the National Office with support from appropriate Committee & Council and Post representatives. All grant efforts will be reported as part of the financial reports to the BOD.

1. Grant efforts to date.

- a. In August 2014, Bill Anderson, then the SAME National Office TISP manager, was tasked to investigate the potential for SAME to pursue grants as a potential source of revenue. The initial intent was to investigate the potential to secure external funding to help resource SAME initiatives related to the National Academies Grand Challenges (College Outreach) or TISP. The conclusion of almost year of effort was that in order to properly secure (win) and then manage grants, professional grant writing capability was required. The decision then was to table grant possibilities until the strategic plan was completed (Jan 2016) and the national office established in support of that plan.
- b. Recently, the NJ post and the STEM Committee initiated pursuit of grants on their own. At this point, the first step in the process has been taken (white papers).

2. Risk. The risk to both the Society and to individuals members include:

- **Capacity and Grant Deliverables:** Grants can augment an organization's programmatic budget, staff salary, and overhead. Accepting the grant commits the organization to a set of deliverables. Those deliverables should align with some part of the strategic plan. If the organization cannot meet those deliverables, it may prevent the organization from applying to or being selected by that particular funder in the future. Before submitting a grant, SAME needs to be clear on whether it has the staff and organizational capacity to achieve the grant deliverables. Posts should not be in a position to force programming that does not align with our strategic mission or commit SAME to unachievable deliverables.
- **Compliance:** Many grants have specific reporting requirements. While some reporting requirements are simple, some are more cumbersome, and in fact, government grants can require different audit requirements (though we are nowhere near that threshold yet.) The fear with volunteer led grants is they won't meet the deadlines, volunteers will turn over and not realize we have compliance requirements. Additionally, we need to ensure accurate information is included in the grants application. If we unintentionally mislead that could create future compliance issues. We also must ensure all grants are consistent with our stated tax-exempt purpose. As Posts get their tax-exempt status from us, if they do something that is somewhat questionable, it could create issues for SAME's tax-exempt designation. While this may be a remote possibility, it is still a possibility.
- **Reputation:** Lack of attention to grant deliverables, compliance, incorrect information on an application, lack of responsiveness, etc... could lead to reputational issues for SAME nationally that might preclude us from future grants.
- **Resource Allocation:** If volunteers independently apply for grants, does that limit our ability to use grant money in areas that are more pressing? As a completely hypothetical example: Gates Foundation has \$1M to give away. NJ applies for the grant to support a local post initiative and is awarded the grant. However, where SAME really needed the money was to support the establishment of a new cybersecurity center in DC. If we have local initiatives, are we missing the bigger picture?

ACTION: The National Office develops a Grant Policy for XC approval.

Governance Survey Summary

Q1: By what means do you best achieve a good understanding of the SAME Strategic Plan?

Summary: Most people said that they get a good understanding of the plan by reading it – augmented with explanation via BOD discussions and from SAME National. Consistency in repeating the information regularly is also a factor.

Q2: What is the primary outcome of the Run to 2020 and Beyond?

Summary: These answers were slightly disappointing. Understanding that some responses were from past board members, all current board members should know that PARTICIPATION is the primary outcome of the Run to 2020 and Beyond. Of the 55 responses, 13 people either used the word “participation” or member engagement.

Q3: Currently, we orient new board members by providing a detailed letter and a short session prior to the JETC BOD with the XD and President. We feel the new board member training should be expanded to three hours and led by the XD, President Elect and National Staff. Reflecting on your orientation when you became a BOD member, what topics should we cover that would have better prepared you to fully understand your role and responsibilities? Did we adequately and clearly set the expectations for your tenure on the BOD?

Summary: While we have come a long way (past board members affirmed the fact that there was previously no orientation at all), the overwhelming response is that the training could be more robust and basic to roles & responsibilities, general governance, etc.... Two caveats: 1) one on one integration with position replacements are most important for learning the details and operational information (understanding that directors do not usually have this opportunity) and 2) outcomes should be well defined – orientation should not be time-based, but outcome based. Propose written job descriptions for each board position.

Q4: Please comment on the value to you as a board member of the following; please include any suggestions to improve their usefulness to you in fulfilling your responsibilities:

a. The Board Day publication that describes the relationship between the BOD and the XD/CEO (provided during orientation).

Summary: Those who received the article found it very useful and informative.

b. The New Board Member letter from the XD (provided during orientation).

Summary: Most people agree that this a good practice – even if, individually, somebody doesn’t feel it is valuable.

c. The members-only governance section of the national web site which contains all official governance documents (Constitution, Bylaws, BOD minutes, XC minutes, etc.).

Summary: This was kind of a trick question because the governance page of the website is NOT members only and it is extremely easy to access. However, judging by people's answers, they are not familiar with it. Propose adding a basic website session to the orientation.

d. Read ahead material that is provided in advance of BOD meetings, especially supporting documentation for the consent agenda.

Summary: Most respondents agree that the read-ahead material is needed, efficient, and required in order to prepare for the meeting and make educated decisions in a limited amount of time. However, there seems to be a general consensus that more time be given to the consent agenda to allow for discussion if desired.

Q5: How do you expect to be held accountable for fulfilling your responsibilities?

Summary: Answers to this question were really all over the map (everything from "no clue" to "my own sense of self-worth" and everything in between) which leads one to believe that there is a lack of understanding of roles and responsibilities, reporting and accountability structure of the BOD.

Q6: Every BOD member has a responsibility to not only understand the BOD intent and direction, but to communicate and inspire clear understanding and action within your area of influence to fulfill the BOD intent. What challenges, other than time, inhibit your ability to effectively communicate and motivate members within your area of influence?

Summary: Again, answers are extremely variable, alluding to a need for more defined roles & responsibilities, but also clear and defined links from the strategic direction to member involvement. This is an opportunity to use Post "stories" as examples of direct links to the Strategic Plan. The more we promote examples of the linkage, the more people will catch on at all levels of the organization. Two-way communication is key.

Q7: Annual National Governance Cycle: We have operationalized the strategic plan as the guiding direction for the entire society and built a vibrant Annual National Governance Cycle. We are also now fulfilling the legal requirement to provide a meaningful Annual Report to our membership. What adjustments would you make to the Annual National Governance Cycle?

- a. **January: Post Annual reports and financial reports due, National Leadership Nominating Committees convene.**
- b. **February: Facilities Management Workshop (FMW), Transition Workshop**
- c. **March: Streamers, Awards Due, National Audit and taxes due, Capital Week with face-to-face XC**
- d. **April: Membership voting for National Leaders (online).**
- e. **May: Annual Report Video rolled out at JETC, Annual Society Meeting (JETC), BOD: continuity of governance and strategic plan progress, USAG**
- f. **July: Written Annual Report in TME, New President letter to Past Presidents**

- g. August: PLW with face-to-face XC**
- h. September: Member needs survey (every three years)**
- i. November: SBC, BOD: Annual Strategic Plan Assessment, USAG**
- j. December: National Leader Nominations Due, National Office Budget Brief to XC (virtual)**

Summary: Most like the flow with few minor edits and suggestions:

- 1) Annual reports are due in March and Streamers are due in January
- 2) Add Fellow information to rhythm
- 3) Suggest pushing National Leader nominations earlier to allow more preparation for JETC.

Q8: Board Day Timing: Currently the SAME National Board of Direction meeting is held at the beginning of our two annual conferences, JETC and SBC. The intent has been to ensure that board members: have the opportunity to reengage fellow board members and transition from travel; conduct board business while fresh (vice at the end of a conference); have the most current information in order to further the society’s direction when engaging members during then conference, especially during key governance activities such as the USAG, CEO Roundtables, Industry Working Groups, etc; and leverage follow up opportunities on BOD initiatives during the event (meeting with committee or council members, fellow VPS, etc). Should we sustain the practice of conducting the BOD meeting immediately prior to JETC and SBC? If so, why; if not, why not?

Summary: Overwhelming response is to keep schedule as is.

Q9: Board Day Format: We have tried several different formats for what we now call “Board Day” ranging from a full day board meeting consisting of all briefings to a day filled with work group action culminating with a short (one hour) official Board Meeting. Considering all feedback received to date, the following is a recommended balanced approach that takes into account the preferences of all who have provided feedback. Please comment on the draft Board Day schedule and Board Meeting Topical Agenda.

a. BOD Day Schedule

- 0730 – 0830 National Leadership Breakfast to review outcomes of BOD Day**
- 0900 – 1200 Expanded New Board Member Orientation (XD, Pres Elect, staff)**
- 0900 – 1200 RVP Meeting with VP; Committee and Council Meeting with VP**
- 1200 – 1300 Lunch (Old and New Board)**
- 1300 – 1700 BOD Day and Official Board Meeting (new board members sit on side and observe); block of time can be split between tight BOD meeting and any necessary discussions or work group activities as required**
- 1700 – 1900 President’s Reception (reset to the original purpose – team building event for new and old BOD members, the national staff and any VIPs); Move recognition of outgoing BOD members to the Post Awards lunch. *NOTE: an option would be to conduct the RVP and C&C**

huddles with the VPs on the night prior to allow new RVPs and C&C Chairs to attend the RVP/C&C huddles with VPs as well as the new BOD Member orientation.

b. Official Board Meeting Topical Agenda (General Sequence):

- **Opening (establish quorum, pledge) (XD)**
- **President's remarks**
- **President Elect comments and announce the new XC**
- **Show Annual Report Video (JETC)**
- **National Office Staff Briefs (1-2 trend charts – with metrics by functional area below)**
- **Consent Agenda (XD)**
- **Summary of major actions and strategic plan progress (XD)**
- **Strategic Relationships and Partnerships (XD)**
- **Finances (CFO)**
- **Membership**
- **Communication**
- **Foundation (Foundation President)**
- **VP Status Briefs (RVP, C&C, AOF)**
- **Issue discussions and decisions (as required and prepared)**
- **Closing**

Summary: Most agree with the format as presented. Some argue that RVP and C&C meetings can be done via teleconference in advance to minimize time on board day and allow new members to attend both those meetings and the orientation.

Q10: BOD Transition: When do we change the National President and BOD? Presently, the change of BOD occurs at the end of JETC immediately prior to the Society Ball. The rationale has been to change the President in the presence of the Engineering Service Chiefs who were historically the President. This rationale has outlived its relevance as has the Chief's concluding panel which the Chiefs have asked to eliminate. One suggestion had been to change the BOD at the Post Awards lunch in front of the largest assembly of post leaders and representatives. The Post Awards Lunch can be scheduled early or later during JETC). Please comment.

Summary: Most agree with changing BOD at the Post Awards lunch because it is a more appropriate setting and time. Must ensure that the new President has the opportunity to address the Society without taking away the spotlight from award recipients. It was suggested that the Chiefs are invited to attend the awards ceremony (which they always are).

Q11: Golden Eagle Dinner (GED): Two options are being considered: retain GED in Capital Week or move it to JETC. Presently, the GED is conducted during Capital Week. Please comment on when you think the GED should be conducted. Some considerations:

- **The service engineering chiefs have asked to expand Capital week by including more engagement with congressional representatives and more senior level round table discussions.**

- The GED was moved to Capital Week in order to accommodate the National Security GE recipient (who often resides in the DC area), accommodate members who desire to attend Capital Week, enhance Capital Week and provide a revenue generating event in DC.
- The GED has experienced declining interest over time for many reasons, but predominantly because of the time gap between Capital Week activities and the GED created by holding the Fellows Investiture prior to the GED. Hosting the GED as an integral part of Capital Week by moving the Investiture to JETC might resolve the current trend.

Summary: Answers are very divided with no clear consensus. It may be worth at least trying something different to gauge the membership.

Q12: Fellows Investiture: In light of the AOF Action Plan which shifts the focus of Fellow service to the Post level implementation of the Strategic Plan, the suggestion has been made to move the Fellows Investiture to JETC prior to the Society Ball which can be hosted by the AOF. The main rationale is to give the Investiture greater visibility to members at the SAME Annual Meeting (JETC). Please comment.

Summary: While divided on the previous question, more responses are in favor of moving only the Investiture as long as careful attention is given to the stature of the event and linkage to the Society Ball to maintain attendance (i.e. don't create another gap at JETC).

Review Areas:



SAME National Governance Summary

Assessment:

Satisfactory



Needs Review



Governance Area	Decision Authority	Roles & Responsibilities			Reference	Updated
		National Leader	National Office Lead*	Critical Responsibility		
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	
Fiduciary Responsibility						
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**
National Strategic Plan						
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 Governance Cycle Slides	

Membership	BOD	President	Dir. Membership & Programs	national and post level. Ensure predictability for volunteer leaders. 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 Synchron Matrix	President	President	Executive Director	Ensure immediate effectiveness of National Leadership Team after installation at JETC.	Nat'l Leadership 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.

SAME Board of Direction Decision/Action Tracker

#	Meeting/ Date	Decision	Authority	Related Action(s)
Overall Outcomes				
1	8-19-18	Agreed upon global outcomes of governance review as presented by XD (Slide 4 of Governance & Management Review Presentation) and the National Governance Summary.	XC	1
2	8-19-18	Accepted National Governance & Management Organization (Slide 9 of Governance & Management Review Presentation)	XC	1
3	8-19-18	Continue to focus on participation as the strategic metric for the Run to 2020 and beyond.	XC	2
Annual National Governance Cycle				
4	8-19-18	Affirmed National Annual Governance Cycle with addition of assignment of Elected Directors in May and presentation of JETC Concept in August	XC	
5	8-19-18	Maintain schedule of conducting BOD Day at the front end of JETC & SBC.	XC	
6	8-19-18	Implement BOD Day format as proposed in the Governance Survey.	XC	
7	8-19-18	May, 2019 – transition BOD and President at the Post Awards Lunch.	XC	
8	8-19-18	AOF Investiture will occur at JETC in May	XC	
9	8-19-18	AOF Golden Eagle Dinner will remain with Capital Week in March	XC	
Post Membership Database Improvements				
10	8-19-18	Affirmed plan and timeline for Membership Database improvements.	XC	3
RVP Support & Management				
11	8-19-18	Approved Roles & Responsibilities Matrix for RVPs.	XC	4
C&C Support & Management				
12	8-19-18	Approved Roles & Responsibilities Matrix for C&Cs.	XC	6
13	8-19-18	Investment Committee will have BOD seat for chair.	XC	
National Strategic Partnership Management				
13	8-19-18	Re-affirmed strategic partnering philosophy.	XC	
Grant Management				
14	8-19-18	Affirmed need for Grant Policy.	XC	7
Centennial Planning				
15	8-19-18	Approved Centennial Planning Concept	XC	8

SAME Board of Direction Decision/Action Tracker

#	Meeting/ Date	Action	Responsible	Estimated Completion or Update	Progress
1	8-19-18	Develop more robust BOD member orientation that includes SAME National Standard of Governance and Management. (New agenda to be implemented at 2019 JETC.)	Joe Schroedel/ Kathy Off	10-9-18	
2	8-19-18	Develop higher quality and focused objectives and metrics for measuring participation as a priority for the development of Strategic Plan 2025.	Marv Fisher/ BOD	10-30-18	
3	8-19-18	Update BOD on how Life Members and students are tracked annually.	Natasha Rocheleau	10-9-18	
4	8-19-18	Add RVP Roles & Responsibilities Matrix to RVP Manual	Jill Murphy	10-9-18	
5	8-19-18	Assign Elected Director to research Affiliate Agreements & Incorporation for Posts.	Nat'l Leadership Team	10-1-18	
6	8-19-18	Develop C&C Operations Manual.	Cindy Lincicome/SAME Staff	10-9-18	
7	8-19-18	Develop SAME Grant Policy to be approved by XC.	Eddie Gonzalez	12-1-18	
8	8-19-18	Assign Centennial Planning TF Chair	XC	10-1-18	
9	8-19-18	Evaluate metrics for measuring effectiveness of Strategic Partnerships	Joe Schroedel/Kathy Off	10-9-18	
10	8-19-18	Set call for future decisions: <ul style="list-style-type: none"> • Bylaws update proposal • NCO Council Proposal • Fall BOD Agenda 	Kathy Off	10-1-18	

*A completed or ongoing task will be shown as complete for one BOD meeting and then removed from the tracker.

SAME Centennial Planning Concept

1. Outcomes: SAME will leverage our Centennial during the period 2017 to 2021 as a means of gaining momentum toward achieving our significant long-term potential as we enter our second century of service. We will do that by generating member enthusiasm to be part of this unique and historical period which will gain their commitment beyond 2020. The long-term impact of our synchronized efforts will be the clear recognition of SAME as the leader of collaboration to solve the national security infrastructure challenges for our country.

2. Venue: The Walter E. Washington Convention Center in the nation's capital has been contracted for May 27-29, 2020 for JETC and the *SAME Centennial National Kick-Off Celebration*. Washington, D.C., is SAME's birthplace and the birthplace of the SAME National Foundation in 2016.

3. Conditions for Success: Since the implementation of the *2020 SAME Strategic Plan*, the Society has made significant strides toward our vision both internally and externally of being recognized as "the multi-disciplined integrator of military, public, private, and academic national infrastructure-related capabilities to produce viable solutions for America's national security." Additionally, we have re-established the importance of Posts and Regions as the foundation of SAME, where members can connect face-to-face and build enduring relationships to the benefit of our nation.

4. Concept: We will leverage our Centennial by conducting a three-phase campaign. The phases with the overall outcome or intent and some major elements of each phase are:

a. 2017-2020: The Run to 2020 and Beyond Campaign. Intent is to generate member participation.

1. Establish the National Centennial Planning Team by creating a Post board position for a Centennial planner. Round out the team by identifying positions on the planning team for BOD Elected Directors.
2. Design and socialize the Centennial Logo; begin advertising, produce logo wear, start generating excitement and awareness.
3. Complete the first National Governance and Management Review to set the stage for development of *Strategic Plan 2025*.
4. Draft *Strategic Plan 2025*.
5. Kick start Foundation fundraising.
6. Kick start Recruiting Campaign.
7. Publish WWI-Era *TME* Special Edition to reflect on SAME's relevance then and now.
8. Complete the digital archival of all *TME*'s—ensure our history is available to members and the public electronically (done).

b. May 2020: Centennial Kick-Off Celebration (JETC 2020): Intent is to host a national celebration of engineering contributions in the last 100 years as a way of underscoring the leadership role SAME plays (by bringing everyone together to celebrate what we have all done, not SAME).

1. Begin Reenactment of Eisenhower Convoy (Merrill Eisenhower and Colin Powell).
2. Produce First Century Book.
3. Services, Partners and Public participation—Celebrate engineering contributions to national security.
4. TTE in Washington, D.C.—large Joint Staff and interagency involvement.
5. Public recognition of SAME.
6. First SAME National Leader Development Program graduation.
7. Foundation Fund Raising—Gary Sinise; others?
8. Recognition of Past SAME Presidents—Get U.S. Vice President there (VP Charles Dawes was SAME President concurrently in 1928).
9. Academy of Fellows event.
10. Gala Ball—Golden Eagle (for this year only, not during Capital Week).

c. 2021: Post-Level Celebrations (Jun 2020 – May 2021). Intent is to emphasize the importance of SAME Posts and their relevance locally by having Posts celebrate something important to the Post and their local communities and/or nearby military installations.

1. Celebrate a Post-level accomplishment or recurring event (that contributed to SAME); involve partners (chapter/local level), community leaders, etc.
2. Synchronize the virtual convoy with Post celebrations—bring attention to “solutions, not problems” being brought to the nation by SAME and our profession (enhance collaboration at local level).
3. Create public awareness of SAME (Nightly News clips following the convoy; positive messages about solutions being generated by our profession).
4. Track celebrations throughout year in *TME*, online mediums, social media (member articles).

3. Centennial Task Force Organization:

Executive Committee: Oversee planning and execution; make decisions and employ the entire BOD as necessary.

Centennial Planning Task Force:

Chair: Select a volunteer from Elected Directors.

Deputy Chair: Select a volunteer from Elected Directors.

Task Force:

National Office staff with Committees and Councils.

Elected Directors (assigned subcommittee roles).

Post Centennial Planners.

4. Major Milestones:

19 August 2018: XC approves Centennial Planning Concept; informs the BOD.

19-21 August 2018: PLW—inform Post Leaders of XC decision and intent.

31 August 2018: National Office promulgates the concept, solicits volunteer leaders, solicits Post Centennial Planners.

30 September 2018: Centennial Planning organizational meeting (virtual).

30 October 2018: Centennial Planning Committee report to the BOD.