



# SAME Executive Committee Meeting Notes

1400 - 1700, Sunday, August 7, 2022

Attended			
Mario Burgos*v	Sally Clark	Craig Crotteau*v	Mike Darrow
Rad Delaney	Brian Duffy v	Mark Handley	Mike Huffstetler
Charysse Knotts	Sharon Krock	Miro Kurka	Cindy Lincicome
Cindy Miller	Arpan Patel	Charlie Perham	Al Romano
Hal Rosen*	Joe Schroedel*	Joe O'Brien v Chair, Investment Cmte	
Did Not Attend			
Dana Otto			

\*Non-voting v Virtual Participation

## Opening

**1. Call to Order:** A quorum was established (13 of 14 voting members) at 1400 hours. Cindy Lincicome, National President and Chair of the XC, called the meeting to order. The meeting was conducted in person at Ft Lauderdale to support the PLW (7-9 Aug 2022; 130 Post leaders representing 60 posts registered).

**2. President’s Introduction:** Cindy reminded the XC to engage with members during the PLW and to engage in the XC meeting. She also emphasized the important topics of this XC (Encl 1): the Annual Governance Review, establishing benchmarks for the Strategic Plan tasks she assigned to NLT members and an important finance update from the XD in light of JETC not meeting revenue targets in May 2022. She emphasized that we are nearly three months into the Society year, so the intent behind her request to establish benchmarks (“where are we now?”) is to then set a doable course for real progress over the remainder of the Society year.

**3. Decisions:** There were three decisions scheduled for and approved during the XC. Readaheds were sent to the XC on 29 Aug 2022 (finance update sent 4 Aug 2022).

- Annual Governance Review – Areas recommended for review
- Home Fund - Investment Policy Guidance (IPG)
- Fall BOD Agenda (no discussion during XC; vote only; Encl 7)

## XD Report

**4. Annual Governance Review.** Joe Schroedel briefed the national office staff recommendation for governance areas that require review during this SAME year (May ‘22 to May ‘23, Encl 2). The staff’s recommendation ensures the continued and steady progress that we have made since initiating the Governance Review Summary and Annual Governance Review in August 2017. The staff recommendation is based on the significant progress made last year to raise the level of engagement

of the XC, especially the establishment of monthly XC calls and a more robust relationship between the NLT and the XC in making decisions and preparing decisions for the BOD.

**Decision:** The XC approved all review areas and assigned responsibility as noted in the descriptions that follow. Some additional context has been added to complement the XC discussion.

- a. **National Foundation.** The Society and the Foundation recently signed a MOU to codify the relationship between the two organizations. We now need an implementing document that operationalizes the MOU and can be referenced in the bylaws of both organizations. The immediate need is to establish operational procedures for the Society regarding funding support requests from SAME to the Foundation. Further, we need to create a policy that fully implements the MOU, especially one that clarifies the distinction between Post scholarship fundraising and Foundation fundraising efforts. The Programs team has already drafted the Society Support Request implementing document.
  - **Responsible: Mark Handley; Staff Lead: Program Director (Rob Biedermann).**
  - **CONTEXT:** The Foundation recently developed principles to guide their analyses of and response to Society requests. These principles assist the Foundation in balancing the Society's request against Foundation objectives to grow available funds while driving fundraising to grow the corpus. The Society will, especially until the Foundation grows much larger, need to reaffirm support request priorities each year and take a long-term view of Foundation support.
  
- b. **Grants.** One of the strategic objectives of several ongoing financial efforts, especially the Dues Restructuring Initiative, has been to reduce overall SAME financial risk by diversifying and expanding national office revenue which historically has been too heavily dependent on events. Having won our first grant from the United Engineering Fund (UEF) for \$62,000 to support a National LDP Student Project, we have a great opportunity to expand on the experience we've gained during the three years it took to win the grant and our present experience managing the grant execution. Additionally, there are other grants in being that need to be identified and wrapped into a grant program (eg. AFA Academy Camp; some post level grants). The requirement is to develop a grant program that addresses: unity of effort between the national and post level; roles of the National Office staff, COI's, Foundation, Posts, etc; and procedures for defining needs and identifying, pursuing, and managing grants.
  - **Responsible: Mark Handley; Staff Lead: Joe Schroedel.**
  
- c. **National Industry-Government Engagement (IGE) Plan.** Now that the National IGE Management System is functioning, we need to ensure the XC is kept continuously and adequately informed to enable their decisions and oversight of the IGE system. Just as importantly this year is the Strategic Plan task that Cindy assigned to Charlie to increase Post level understanding of IGE efforts at the local level. The XC should also consider how to annually assess the effectiveness of local IGE engagements and incorporate that assessment as part of the Annual Governance Review.
  - **Responsible: Charlie Perham; Staff Lead: Program Director (Rob Biedermann).**

- d. **Operationalizing COI's.** Several aspects of the ongoing, albeit slow, efforts to operationalize COIs were discussed: COI evaluation process for continued existence; need to clearly define operational vs community of practice roles of every COI; leveraging the new EMS to permit better COI engagement tracking; enhancing communication between RVPs and COI Chairs; and transitioning management of strategic partners to COI steering committees.
- **Responsible: Charlie Perham and Sharon Krock; Staff Lead: Rob Biedermann.**
  - **CONTEXT:** The BOD agreed in 2019 that COI's serve two primary purposes: operational or program management of national programs to complement the national office staff; and secondly, as "*communities of practice*" to provide a forum for dialogue, idea sharing and more among experts in that area of expertise. A prime example and one of the tasks assigned by the President this year is to develop a National Camps Program (Sharon). Our national camps are an operational program and must be managed and resourced as such if we plan to sustain them over time and grow their impact over time – yet we do not have a clear program management plan. Beyond our established national camps, our Posts need a resource for camp ideas that they can consider for implementation at their level – this is a community of practice capability that does not exist in our present Camps COI. Operationalizing COI's simply means that we need to ensure that the two roles of each COI are effectively organized and resourced to produce the right impact. When properly operationalized, COI's will also have tremendous impact on member recruitment and engagement – for example, the CEO's of IFMA and APWA would like to bring their members into our FAM COI when it is operationalized to get their members connected to potential work and problem solving teams (IGE).
- e. **Elected Director Utilization.** Historically we have not managed Elected Directors to ensure they have clear roles as BOD members so they can make tangible contributions. We have tried several approaches: treating them as BOD members at large with no portfolio; assigning them adhoc roles such as leadership of Task Forces; the President personally assigning them roles based on their interests then managing them personally; and this year, assigning them to NLT members to help support the Strategic Plan tasks assigned to the NLT members by the President. While it is too early to assess the value of the approach that we are taking this year, in some cases Elected Directors still have not been engaged by the NLT. The requirement is to evaluate past and current approaches to develop and codify an effective approach.
- **Responsible: Mike Huffstetler; Staff Lead: Kathy Off.**
- f. **Executive Director Succession Model.** The SAME bylaws and the XD employment contract fall short of a succession model that will ensure continuity of effective executive leadership for the Society and personal leadership of the national office staff in support of the Society. Now that the governance of the Society has matured, to include the thought invested in the KLDC, the opportunity exists to develop a viable succession model. Joe noted that this effort does not constitute his intent to depart.
- **Responsible: Cindy Lincicome; Staff Lead: Joe Schroedel.**

**5. Finance.** Joe provided an update on national office finances (Encl 3). The Treasurer has been engaged continuously and the President, Foundation President and NLT have been kept informed.

- a. **Budget Shortfall (Mid-year Statement of Activities):** Dues revenue targets were miscalculated which accounts for the shortfall in dues. Additionally, JETC 2022 fell significantly short of its revenue targets. After reconciling JETC receipts and recognizing the dues miscalculation, the mid-year review on 20 July revealed an End of Year (EOY) budget forecast of a \$727k shortfall. **Note:** The Statement of Financial Position however remains strong since the current cash balance is \$1.6 million and an additional \$650k has been spent on the EMS in 2020 and 2021 without executing authorized withdrawals from reserves. \$200k has been requested and will be liquidated and provided to the national office in early September. EMS costs are not reflected in the Statement of Activities, rather they are being accrued in the statement of Financial Position until they are capitalized (after implementation of the EMS).
- b. **SBC:** The remaining revenue generating area for FY22 is SBC. The SBC budget was adjusted (more conservative) based on the JETC experience. Those adjustments are reflected in the mid-year EOY forecast. SBC sales to date have already surpassed budget targets for booth sales which was the major shortfall of the JETC experience. Aggressive marketing and sales will continue to maximize SBC profitability.
- c. **Dues Restructuring Initiative:** Joe noted that the Individual Member (IM) Dues restructuring took place on 1 Jan 2022 with no impact. The potential impact of the Sustaining Member (SM) Dues Restructuring Initiative is unknown since implementation of the new SM structure began on 1 July 2022 and will continue through 30 June 2023. Joe briefed the detailed model being used to track the restructuring implementation monthly to establish revenue forecasting trends. The first month (July) revealed little impact and virtually the same results experienced in previous years under the previous dues structure. It was noted that the remaining companies that did not renew in July have 60 days to renew, hence we will continue our aggressive sales to maximize renewals. The XC requested that the tracking model include information regarding dues under the old structure for comparison.
- d. **Closing the Budget Gap:** There are opportunities to close the budget gap prior to year-end:
- Obtain Tennessee state sales tax relief for SBC (\$150K) – certificate was obtained from the Memphis Post.
  - SBC Sales – continue trend to exceed net budgeted revenue
  - Reduce professional fees by rebuilding in house finance team
  - Sustain aggressive actions to maximize SM renewals under the Dues Restructuring Initiative.
  - Aggressively manage expenses; defer expense items that can be deferred.
- e. **Home Fund:** The value of the proceeds from the sale of the Century House remains \$2,070,000 since it has been in our bank in a money market account (not invested) since the sale closed in August 2021. Joe O'Brien, Chair of the Investment Committee, briefed the XC on the proposed Home Fund Policy Guidance. The guidance was carefully developed with the support of RBC, the management firm that will manage the Home Fund. The Home Fund will be managed as an endowment with the overall objectives of protecting the principle, principle growth, and generating dividends. **Decision:** The XC approved the SAME Home Fund Investment Policy Guidance (IPG) Proposal.

- f. **EMS:** Total first costs for the EMS amount will to \$941,580 by the end of 2022 which includes nearly \$45k for licenses out to 2024 as noted on the readahead slide. We are well under the projected amount and are on track to “go live” with the AMS on 31 August (Euclid contract expires on 31 August). The member database will be down from 24 Aug to 31 August as we transfer records. Going forward, this will begin an active year of implementation of all parts of the EMS (AMS, CMS, FMS) within the national office and with Posts and COI’s. The end result will be a very powerful and well-integrated system.
  
- g. **Finance Team Personnel Turbulence:** Labor market issues in the country have literally dismantled the finance team over the last 5 months. The short summary is that in a 4-month span, CLA lost 2 controllers and two staff accountants that were supporting SAME and we lost both in house staff accountants. The only remaining finance team member is the CLA CFO (Daniel Watford) who wound up trying to perform all finance functions with no help from CLA because of their personnel losses and the market has produced no relief. We reached out to Robert Half (professional accountant placement firm) who told us they have nothing. Despite this issue we implemented the first two legs of our EMS (finance) but this issue has slowed implementation of the expense system. The investment committee has continued to function effectively since it is all volunteer. Our auditor has also experienced personnel turbulence which has slowed their progress, but that as worked in our favor given our situation. Going forward, we just (11 Aug) landed the one (entry level) accountant we were able to find. Additionally, in June we brought on a controller from Tatum to work in house to help rebuild the in-house team. Lastly, in July Ann McLeod agreed to provide extra business operations support beyond her normal responsibilities of managing the events budgets and implementing the Dues Restructuring Initiative, both major components of our budget. Despite this turbulence, we are managing our finances prudently.

## IGE Update

**6. IGE Update:** Rob Biedermann gave an update on the National IGE. He began by noting that “IGE isn’t just a streamer.”

- a. **Current Project Highlights:** All projects are on schedule (see Encl 4).
  - TORN has had activity between Senate Armed Services and USACE. New language in the DRAFT FY-23 NDAA outlawing TORN. Will publish SAME Perspectives. Lead is Bob Keyser.
  - CPARS required a narrowing of scope. Got it in front of the chiefs – all were very interested and supportive. They all committed more senior participants for the project. Mike Blount is lead. We need to make sure we get the feedback from the chiefs on recommendations.
  
- b. **Pressing Issue Highlights:** We have seven pressing issues. We have enhanced the process, allowing chiefs to bring issues to the EAG for consideration. There was a lot of great dialogue at

the table regarding the issues – some being resolved at the EAG (JETC). Working with Mr. Dave Curfman on two Navy issues. For each issue, there is an opportunity for SAME to be the leader in these projects. We should provide updates on every pressing issue and drive movement. However, we need to be careful on overcommitting and under-delivery. We should use some of our untapped pools (LDP, AOF) and be sure to include our Strategic Partners. We also need to expand member engagement to be involved in these projects vs the same names. Rob will look adding volunteer leaders to assist with projects.

- WVOSB – facilitated government-only inter-agency best practices sharing session at SBC.
  - Design, Construction Oversight support (USPHS) – supporting agreement execution with USACE.
  - Industry engagement (VA, USPHS) – may submit joint pressing issue.
- c. **Post IGE Support:** The Streamer Program is a great reference with examples of what to do to support IGE. Post Leaders will also get a generic IGE workshop model at PLW. They will also get some great examples and stories during “This is How We IGE” during PLW – to include a practical exercise. There is also a Post IGE Team led by Charlie Perham that has identified focus areas to execute.

## NLT Focus Area Updates

**7. Technical COI Update:** Charlie Perham gave an overview of his progress on his benchmark directive from Cindy (“Strengthen IGE at Post level”). He is still missing some annual workplans which could be an indication of not being engaged. Elected directors are still getting organized to support the effort.

- a. **The International COI plans to sunset.** The status of the International COI was presented as a new issue to the XC. Some points made during the discussion (no decisions were made): the COI over the years has transitioned to more than just webinars – really taking on items that should be accomplished by the RVPs (which end up being the same people anyway); the webinars are equally suited to other COIs; COCOM conferences can be done as regional conferences; there was not much participation in calls and activities; and more. This encompasses Europe and Pacific and has been vetted with those RVPs. Some history was presented by Charysse, primarily the original motivation to form the IC: International Business Operations Webinars (IBOW). As COIs were developed, the reach was extended, but was already doing much of the work regionally. It was noted that the JECO COI also has a responsibility for some overseas programming in support of the COCOM engineers. This is an opportunity to enhance the other COIs in this case.

**XC Guidance:** The XC agreed to move the action forward. The discussion led to an agreement to develop a written proposal for closing the IC COI by the next XC call in September and submitting to the BOD for decision in November. **(NOTE: this is an accelerated timeline that may preclude thoughtful consideration)**

- b. We will be doing the self-assessments in the next couple months which will be reported on to the XC and formally at the BOD meeting at SBC.

- c. **The Environmental COI** is a success story – they have provided more value to members and Posts and looking for replacement chair. Jim Carter has volunteered for two positions and will pick one (COI or RVP); he cannot serve in both positions.
- d. **Small Business COI** is starting a Marketing Working Group under SB COI. It will be led by Mindy Hinsley – the effort stemmed from her Fellows Commitment Statement.
- e. **IGE:** No benchmark or assessment was provided.

**8. Human Capital COI Update:** Sharon Krock gave an overview of her progress on her benchmark directive from Cindy (“Operationalize Human Capital COI’s”). She did not have specific benchmarks for operationalizing COIs – there is a lot of communication work to do. All COI work plans are in. Many are working on getting inter-COI liaisons. There are no COIs considering sunsetting. The biggest issue is coordination with existing knowledge bases and resources. Encouraging COIs to put in funding requests. They have similar issues and could share webinars and programming in many cases. Assigned Elected Directors are enthusiastic – trying to focus them on specific projects.

- a. Cindy Lincicome formally congratulated Cindy Miller for her work on the camps this year. Cindy Miller shared information about the National Camps Program kick-off meeting. She described that the in-person meeting went a long way to change some directors’ minds as to National Office support. Camp Directors are getting burnt out and/or irreplaceable – need to consider increasing number of people helping them. One big task for the National Office is to get a mandate from AEOP to own the Army Camp – this leads to recruiting which is a big problem for them right now. Other services will follow.
- b. Tracking and succession planning are two big issues that Sharon will continue to work. The EMS will be valuable in tracking Human Capital.

**9. RVP Update:** Mike Darrow did not discuss his benchmark assignment from Cindy (“Ensure Posts understand and leverage the implementation of major ongoing Membership initiatives: Membership Dues Restructuring Implementation and Enterprise Management System Implementation”). Mike described the Post evaluation process set up by Jill Murphy which is part of our annual governance cycle – due at SBC. She has essentially three areas: needs help, move to Field Chapter, potentially close. Final results will be shared with the XC and BOD prior to SBC. RVPs are currently confirming results and making contact with Posts for additional surveying. Closing a Post should not be considered a failure – it is a recognition of current climate in the area. The National Leadership Team Engagement Plan allows for NLT to visit the Posts that need the most help. There are no Field Chapters that Mike is aware of wanting to become Posts. There is a request to become a Field Chapter (Wichita).

**10. AOF Update:** Rad Delaney shared the results of the AOF Survey which will serve as a benchmark for AOF engagement (Encl 5). 56% of Fellows responded to the survey. There were 28 Fellows from the last five years that did not respond. Many are retired from all aspects of professional life or cannot participate for personal reasons (family, medical, etc...). Making the “ask” is an important first step to getting Fellows involved. He outlined several items that the AOF will focus on for the year to increase

engagement. Need to find easy ways for Fellows to get engaged. One major focus will be on Fellows updating their records so that we can continue to track data and engagement. We will also focus on areas where no Fellows reside (regardless of Posts they claim). The AOF XC will need to determine how often we conduct the survey.

- **CONTEXT:** The AOF XC is currently discussing succession planning for themselves. They have not yet formerly addressed IGE opportunities and Operationalizing COI efforts.

## Foundation Bylaws

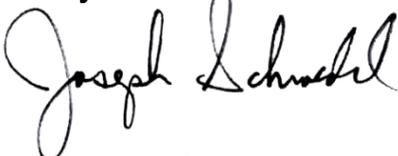
**11. Foundation Bylaws:** Hal quickly went through the changes proposed to the Foundation Bylaws (Encl 6). The only issue was with some wording in paragraph 3.1, which suggested that all officers of the Foundation Board are appointed by the Foundation Board Chair. The XC approved the Bylaws changes subject to clarifying paragraph 3.1 to ensure the understanding is that only the treasurer and secretary can be appointed by the Board Chair.

## DEI National Plan

**12. DEI National Plan Implementation:** Though not specifically discussed during the XC, the DEI subcommittee (Membership COI) was provided in the XC readahead because this PLW was established as the kick-off for the implementation of the new National DEI Plan that was approved as part of our bylaws in May 2022. Post leaders were energized by the outstanding presentation and session that was run by Debra Crafter and Nye Jones. The main objective of the kick-off was to start the long journey of understanding and awareness slowly and deliberately. That objective was very well accomplished.

**Next XC: 7 December 2022 (1100-1300 EDT): 2023 National Office Budget Briefing**

**Adjourn:** 1700 hrs.



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

Encl 1: XC Agenda

Encl 2: Governance Review

Encl 3: XD Report

Encl 4: IGE Report

Encl 5: AOF Report

Encl 6: Foundation Bylaws Changes

Encl 7: BOD Agenda