



# SAME Executive Committee Meeting Minutes

Wednesday, August 25, 2021, 1030 – 1300 EDT

BOD Position	First	Last	Term
Chair, Small Business COI	Mario	Burgos	2019-2021
Elected Director	Sally	Clark	2020-2023
<del>**Counsel</del>	<del>Craig</del>	<del>Crotteau</del>	<del>2020-2023</del>
Vice President	Rad	Delaney	2021-2023
President	Mark	Handley	2021-2022
Chair, Membership COI	Mike	Huffstetler	2020-2022
<del>**Treasurer</del>	<del>Allison</del>	<del>Ingram</del>	<del>2020-2023</del>
Chair, International COI	Chris	Knutson	2020-2022
Vice President	Sharon	Krock	2021-2023
President-Elect	Cindy	Lincicome	2021-2022
Chair, Engineering & Construction Camp COI	Cindy	Miller	2021-2023
Vice President	Charlie	Perham	2020-2022
Chair, Leader Development	Caroline	Roberts	2020-2022
** Chair, Foundation	Hal	Rosen	2020-2023
**Executive Director/Secretary	Joe	Schroedel	2014-2020
Chair, Young Member COI	Corey	Weaver	2021-2023
Reg Vice President, North Atlantic	Carrie Ann	Williams	2020-2022
Past President	Heather	Wishart-Smith	2021-2022

\*\*Non-voting / did not attend

## Call To Order

Mark Handley, SAME President, called the meeting to order at 1035 and a quorum was established. Mark gave an overview of the agenda and the importance of the IGE management process. The XC will help prioritize, align with stakeholders and listen to COIs and RVPs. He talked about the challenge of engaging our members as it pertains to the upcoming BOD meeting in November. We have made a lot of progress, but more can be done in specific areas that affect membership engagement. Mark gave some additional updates. We are tracking to have requirements to the Foundation by December. For SBC, we are constantly monitoring the situation in Atlanta, government restrictions and industry attendance.

## Finance

The Executive Director, Joe Schroedel, gave an overview of the society finances (see Encl 1). **2021 Execution:** Joe explained the National Office Priorities to Support Strategic Plan 2025; we are on track to complete all objectives for 2021. The budget forecast looks great too: with only SBC revenue outstanding, we should finish the year in the black (est. \$100,000). Since COVID began and with the concurrence of the XC, we have been closely managing a risk-based budget (vice balanced budget) by tracking three leading indicators of our overall financial health: advertising, membership and national events. Only membership has tracked downward (no overall impact). **Management Changes:** With the departure of Allison Ingram (former CFO) last year and now Will Hoffman (Financial Manager), the National Office will be outsourcing financial management and converting to a more dynamic (less labor intensive) system (Intacct). There is no risk in this approach to managing day-to-day financial operations.

## Discussion

- **Net operations are positive.** The investment committee has guidelines on how big the reserves should be. Where do we stand on how big our reserves should be compared to our operating budget? At what point do we consider the growth in the reserve account to be revenue? We have not used it for revenue in the past. In general, we have a budget somewhere between \$7-9M. Last year our budget was \$4M. Historically, half of our budget is revenue we pull in for JETC and SBC. The ratio is something we can talk about. In 2020, the National Office proposed the creation of a Reserve Management Plan. XC has approved \$1M for the new EMS, \$150K for new COI managers, and \$.4M for the Centennial. We have not had to liquidate any reserves for these asks. We will focus on the Reserve Management Plan during the 2022 Budget Briefing to the XC in December. We will not request any additional funds, rather detail if, and when we will exercise the XC's earlier authority to withdraw funds.

- Who decides what will happen with the profit from the sale of the Century House? Joe plans to take proposals and courses of action to the XC for approval. There is an Investment Policy held by the Investment Committee that is also approved by the XC.
- Are there any investments anticipated in advance of December? No, National Office will be more focused in providing an update to what is being done with previous reserve use approvals.

### **IGE Program Management**

Rob Biedermann gave an overview of his IGE Program Management plan (see Encl 1). The purpose of the briefing was to gain approval for the process. He thanked all those that provided feedback to the process. Intent was to build a process that is deliberate, consistent, repeatable, and transparent. Major outcomes are accountability, focus on top issues, and mobilizing resources. Phase 1 is governance – we are currently on track to meet the first two milestones. Phase 2 is management. The XC holds the responsibility to validate and prioritize issues. The IGE Society/ Program Management Office processes and manages those issues. Issues are tracked using the IGE Matrix. Issues are proposed, validated, then prioritized. We will use this process at the next XC meeting with current issues. If an issue does not meet the validation criteria, it could be kicked back for resubmission, referred to a region or COI as appropriate, or just rejected. XC members then score criteria for prioritization. Responsibilities are clearly defined in the process.

#### Discussion

- How do we sunset an issue? There is a reporting function that accompanies this process that goes back to the XC.
- After we go through any sort of ranking for prioritization, the XC needs to take a step back and look at things holistically. There are always exceptions to policy. The process is meant to cover the majority of situations that we have.
- Is there a reason we are not doing the validation and prioritization at the BOD level? From a governance and leadership perspective, the XC is more nimble to make the decisions, but they will still be presented to the BOD. Also, the NLT should be gathering input from all RVPs and COIs.
- How about issues that don't fit in our COI structure? We will not jam issues into COIs just so it resides in one. Task forces and project teams can be formed around a project outside the COIs (with authorities outlined per the process).
- The process gives more visibility and transparency to Posts as well.

**The XC had unanimous consensus for the IGE Program Management Process.**

### **BOD Meeting Agenda – November 2021 (see Encl 2 and 3)**

The agenda allows for balance of information to the board, while allowing contemplation and input from the BOD on particular issues. Face-to-face meetings are just an opportunity for National Leadership to meet with the appropriate groups. Agendas and structure will be determined by the leaders listed. The second part of the meeting will be dedicated to the formal portion of the meeting. The remainder of the meeting is about member engagement. This is the time in the governance cycle when we evaluate our progress toward realizing the strategic plan. KLDC, DEIWG, and Foundation updates will be in support of this effort. The intent of the IGE briefing is to focus on how we will support Posts. The intent of the breakouts is to use the information collected to come up with a list of things that work for Posts and member engagement and to share them across the Society. Timeline: 22 Sept – XC discusses IGE priorities; 20 Oct – have seen RVP/COI assessments and staff analysis; BOD meeting – brainstorm solutions. Noted in the consent agenda, the Bylaws Committee will begin work on updating the bylaws. Topics being presented always come to the XC first to ensure they are ready for the BOD.

#### Discussion

- As an example, Heather Wishart-Smith discussed the work being done by the DEIWG and the timeline they are following to present to the NLT, then XC, then BOD.
- Society requirements will go to Foundation in December. Elected Director, Mike Darrow, is working on the process which will be presented along with current requests for next year.
- After reviewing data already collected, one issue of note is that 30% of our volunteers hold more than one position. That is an opportunity to help Posts find alternatives.
- Breakouts will allow for suggestions for positive impact to help the Society move forward.

**The XC had unanimous consensus for the November BOD Meeting Agenda.**

Mark got comments and thoughts from the XC.

- Might help to share current situation on SBC with members. Information is included on the website – and will be included in RealTIME. Communication is key. Not everybody will be happy in any case, but all decisions will be made in the best interest of our members' safety. No exceptions will be made at this point as it would be impossible to manage.
- Creativity is important both for Posts and for COIs. Looking forward to the brainstorming sessions.
- LDP is doing a great job of building the SAME pipeline.
- From a small business perspective, SBC is valuable even if govt. is not there. Teaming and partnering is important, B2B.
- Some handholding might be needed as restrictions at SBC unfold.
- Don't forget to reach out to future leaders as we begin the cycle for this year.

Mark thanked the XC for their work thus far. The meeting ended at approximately 1230.



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

Encl 1: Presentation

Encl 2: November BOD Agenda

Encl 3: XD Email 8-24-21