

Review Areas:



SAME National Governance Summary

2022 Review DRAFT

Assessment:

Satisfactory



Needs Review



Governance Area	Decision Authority	Roles & Responsibilities			Reference	
		National Leader	National Office Lead*	Critical Responsibility	Title	Updated
Constitution versus Bylaws	BOD	President	Strategic & Stakeholder Relations	Original Constitution remains unchanged to reflect our original society purpose. Maintain currency of bylaws to govern the society. (industry standard approach).	Cert. of Incorporation Constitution Bylaws	12-5-1924 11-14-17 11-14-17
Governance vs. Management	BOD	President	Executive Director	Ensure all society leadership is trained adheres to the letter and spirit of our Governance and Management standard.	Annual Gov and Mgt Review with XC established Aug 2018	
<i>Fiduciary Responsibility</i>						
Nat'l Office Budget	XC	President	Dir. Ops & Finance	Sustain Financial health of the organization.	Bylaws IX:1:a:ii	11-14-17**
Annual Audit	Treasurer	President	Dir. Ops & Finance	Confirm financial health independently.	Bylaws VI:5	11-14-17**
Annual Report to Membership	Executive Director	President	Communications & TME Editor	Posts see direct connection from the work they accomplish to National goals.	Bylaws IX:1:a:iii	11-14-17
Financial Reserve Management	Treasurer	President	Dir. Ops & Finance	Ensure that Society can function in the face of negative circumstances.	Bylaws IX:a:ii (not explicit)	11-14-17**
National Foundation Fundraising	Foundation BOD	Foundation President	Executive Director	Grow financial resources to underwrite the Foundation purpose and related Society philanthropic goals. Leverage the current availability of resources.	No policy yet	
Investment Committee	XC	President	Dir. Ops & Finance	Sustain long-term financial growth of the Society.	Bylaws IX:1:a:ii (not explicit)	11-14-17**
Grants	BOD	President	Executive Director	Diversify revenue national streams by developing the Society's ability to win and manage grants in order to expand investments in strategic plan goals while balancing volunteer capacity.	Bylaws IX:1 (Propose creation of policy)	11-14-17**
<i>National Strategic Plan</i>						
BOD Responsibility	BOD	President	Executive Director	Ensure Strategic Plan drives the organization and is the basis for all decisions. Assess progress annually – determine corrective actions.	National Strategic Plan Bylaws V:1	Jan, 2016
Development and implementation of Plan	Posts	President	Executive Director	Posts participate in formation of plan and are ultimately responsible for executing the plan.	Bylaws IX:1 (not explicit)	11-14-17**
Metrics & Evaluation of Progress	National Office	President	Executive Director	Progress can be measured and tracked.	Bylaws IX (not explicit)	11-14-17**

National Governance Cycle	BOD	President	Executive Director	Minimize time and energy required of volunteer leaders while maximizing impact of strategic direction at the national and post level. Ensure predictability for volunteer leaders.	National Governance Cycle Slides	Integrate Foundation-BOD Interfaces
Membership	BOD	President	Dir. Membership & Meetings	SAME is a membership organization. Manage members in a manner that serves member needs and informs Society leadership of member needs to support decision making. Implement the most efficient and effective means of managing members (database) at national and post levels.	Bylaws III	11-14-17**
Events	XC	President	Dir. Membership & Meetings / Dir. Programs & IGE	Leverage the opportunities for face to face meetings to maximize value to members and grow revenue so support National Office and investments in strategic plan activities. Support Post events with expertise to help manage risk to members.	Bylaws 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 Past-President	Executive Director	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 Society Request for Foundation Support Society-Foundation MOU	11-14-17 4-28-16 1-19-22 11-27-20
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 9-27-21
Nat'l Officer Synch Matrix	President	President	Executive Director	Ensure immediate effectiveness of National Leadership Team after installation at JETC.	Nat'l Leadership Annual Synchronization Matrix	5-29-18
Academy of Fellows	BOD	President	Executive Director/ AOF Staff Liaison	Leverage and fully integrate all Fellows (Fellow, Distinguished, Emeritus) energize and support the Society's Strategic Plan.	Bylaws III:6, VIII:2 AOF Operations Manual	11-14-17/ 5-22-18 June 2021

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**
Community of Interest Support and Management	BOD	NOs COIs	Dir. Programs & IGE	Committees & Councils supplement national office support by providing operational, technical or mission support.	Bylaws VIII:5 COI Ops Manual	5-22-18 Nov. 2019
RVP Support and Management	BOD	NO RVPs	Dir. Membership & Meetings	RVPs translate National Direction to Posts and report Post contributions to National. Provide accountability of Post legal compliance.	RVP Manual Bylaws X	Summer 2020 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.*