

**MEMORANDUM OF UNDERSTANDING  
BETWEEN  
THE SOCIETY OF AMERICAN MILITARY ENGINEERS  
AND  
THE SOCIETY OF AMERICAN MILITARY ENGINEERS FOUNDATION**

1. **Parties.** This Memorandum of Understanding (hereinafter referred to as “MOU”) is made and entered into by and between the Society of American Military Engineers (SAME) and the Society of American Military Engineers Foundation (SAME Foundation)

2. **Purpose.** The Society of American Military Engineers (SAME) and the SAME Foundation are interdependent organizations serving a common purpose as outlined in their bylaws. The optimal functioning of each organization depends on effective interaction between both organizations. This Memorandum of Understanding is designed to facilitate such interaction. The purpose of this MOU is to further strengthen the relationship between SAME and the SAME Foundation. This MOU is developed to provide sufficient structure to foster good communication and collaboration in furtherance of the strategic objectives of both organizations which are guided by the SAME Strategic Plan.

3. **Strategic Plan**

**SAME:** The SAME Strategic plan guides the Society. The SAME Board of Direction is responsible for developing and approving the Strategic Plan.

**Foundation:** The Foundation board, represented by its President, supports the development of the strategic plan by providing input on point of intersection and interest to the Foundation. The Foundation is the Philanthropic arm of the Society to further objectives of the strategic plan

4. **Governance**

**SAME:** The SAME National Leadership Team, Executive Committee and Society Board provide leadership and governance of the Society.

**Foundation:** The Foundation President and Foundation Board of Directors provide leadership and governance of the Foundation. The Foundation takes input from the society’s strategic plan but executes independently. The Foundation is responsible and accountable to its donors which includes the Society and its members.

The President of the Foundation is selected by the Foundation Board and appointed by the Board of Direction of the Society.

## 5. Foundation Board Nominations

**SAME:** The SAME Executive Committee reviews the recommended Foundation Board candidates and makes formal appointments to the Foundation Board of Direction.

**Foundation:** The Foundation's Governance and Nominations committee shall identify, vet, review and recommend candidates for the Foundation Board. The Full Foundation board reviews and recommends to the SAME Executive Committee Board Members for appointment.

## 6. Programs

**SAME:** The Society will transmit to the Foundation an annual request for support of programs that support the goals of the SAME strategic plan. As part of their annual workplan development, Communities of Interest (COI) leads will identify resourcing requirements and those requirements will be aggregated into an annual request to be considered by the BOD. The SAME BOD may conduct a mid-year review of approved programs and any changes will be transmitted to the Foundation.

The Society will report out annually on the outcomes of funding provided.

**Foundation:** The Foundation will review all requests from the Society and formally respond with validation of programs to be funded. The Foundation may also suggest to the society any additional areas or programs of special interest. The Foundation will communicate to the Society any ranking criteria used to prioritize program support.

## 7. Communication

The Society and the Foundation will share information to ensure open communication regarding issues of importance to each organization. Essential elements of information will be developed by the Society/Foundation Task Force in consultation with the Society and Foundation Boards, and a schedule of presentations developed to communicate those elements to the respective Boards.

**SAME Board Meetings:** The Foundation President/Executive Director will annually provide an update to the SAME Board on the Foundation and their contributions to supporting the strategic plan.

**Foundation Board Meetings:** The Society President/Executive Director will annually provide an update to the Foundation Board on the SAME Strategic Plan, highlighting areas where the Foundation support is needed

**SAME National Leadership Team:** The Foundation President will attend National Leadership Team meetings to maintain situational awareness on Society issues and provide periodic updates on the progress and challenges facing the Foundation.

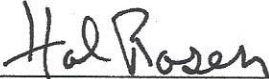
**8. Staff**

**SAME:** The National Office supports the administration of the Society.

**Foundation:** The National Office staff currently supports the administration of the Foundation, including the maintenance of donor records for the Foundation. The Foundation will fund any additional professional fundraising support for the Foundation as deemed appropriate by the Foundation Board.


The effective date of this MOU is the date of the signature last affixed to this page and should be reviewed biannually.

**Society of American Military Engineers Foundation**

  
\_\_\_\_\_  
Hal Rosen, President

11/27/20  
\_\_\_\_\_  
Date

**Society of American Military Engineers**

  
\_\_\_\_\_  
Heather L. Wishart-Smith, President

November 24, 2020  
\_\_\_\_\_  
Date