



SAME Board of Direction Minutes

Monday, May 12, 2025
Kentucky International Convention Center, Ballroom D

Voting Members

BOD Position	First	Last
RegVicePresident, Rocky Mtn	Wendy	Amann
ElectedDirector (RVP/Mbrshp)	Danielle	Barner
RegVicePresident, Pacific	Josh	Biggers
RegVicePresident, Europe	Adam	Boubede
Chair, Energy Security COI	Elizabeth	Bradford
RegVicePresident, Northeast	Lisa	Brandon
Treasurer	Mario	Burgos
RegVicePresident, Heartland	Robert	Burton
Chair, Engineering & Construction Camp COI	Allison	Cantu
RegVicePresident, California	Jim	Carter
Chair, Small Business Council	Sally	Clark
Chair, Young Member Council	Tim	Dahms
RegVicePresident, Tennessee/Kentucky	Hugh	Darville
ElectedDirector	Roland	DeGuzman
Chair, Environmental COI	Ann	Ewy
ElectedDirector	Tony	Funkhouser
RegVicePresident, Mid Atlantic	Summer	Gladden
Chair, K-12 COI	Josh	Graham
ElectedDirector	Scott	Grainger
ElectedDirector (Bylaws)	Tony	Higdon
RegVicePresident, North Atlantic	Mindy	Hinsley
Chair, Resilience COI	Patrick	Hogeboom
President-Elect (Tech COIs)	Mike	Huffstetler
RegVicePresident, Lakes	David	Johnson
President	Sharon	Krock
ElectedDirector	Erin	Krug
Chair, Membership Com.	Bobbi-Jo	Lang
Chair, Construction COI	Angie	Martinez
RegVicePresident, Ohio Valley	Alex	Masters
Vice President	Ben	Matthews
ElectedDirector (HC)	NK	Mbaya
Vice President (AOF)	Patrice	Melancon
RegVicePresident, Carolinas	Frank	Mondo
ElectedDirector (SMTF)	Dave	Newkirk
ElectedDirector (HC)	Arpan	Patel
Chair, Leader Development	Zakary	Payne
ElectedDirector	Shane	Payne
Past President (Strat Plan Implementation)	Charlie	Perham
RegVicePresident, Missouri River	Julia	Pluff
RegVicePresident, Northern Tier	Caroline	Roberts
Vice President (RVPs)	Albert	Romano
RegVicePresident, Southwest	Colleen	Rust
ElectedDirector	Candice	Scale
Chair, Warfighter COI	Rick	Sloop
RegVicePresident, Gulf Coast	Scott	Smith
RegVicePresident, Southeast	Mike	Ulekowski
ElectedDirector	Corey	Weaver
Chair, Architectural Practice COI	Laurie	Whitney
RegVicePresident, Texas	Eric	Wilbur
Chair, Uniformed Council	Brad	Wilson

Chair, Facility Management COI	Michael	Zapata
Chair, College Outreach COI	Marilyn	Zenko

~~did not attend~~

Call To Order

Sharon Krock, SAME President, called the meeting to order at approximately 0900 and a quorum was established. Incoming board members, staff, and other non-voting members were present as well. See Encl 1 for agenda and Encl 2 for slides. The formal portion of the board meeting ended prior to lunch. The program after lunch consisted of remarks from the President-Elect, Mike Huffstetler, outlining his priorities and closing remarks from Sharon. Sharon welcomed everybody and then proceeded with the agenda.

Executive Director Report

National Office Priorities (Encl 2, slide 4)

Mike Wehr, Executive Director, reiterated the National Office Priorities which were approved in December 2024. Under "People," he highlighted the current challenge with the accounting team and the hiring of two positions: Director of Finance & Administration and Senior Accountant. We have help from our Treasurer (past and present) and our auditor. Under "Partnerships," he mentioned the balance between staff and volunteer relationships. He highlighted partnerships with the U.S. Coast Guard, INDO Pacific region, and all of our govt. partners in examining the future of the Small Business Conference. Under "Solutions," he described the intent to bring on a consultant to assist with Membership and a potential partnership with AUSA. He introduced Jim Carter's role as Assistant Treasurer directly linked to Post Treasurer challenges and solutions.

SAME Finance Report Q1 (Encl 2, slides 5-10)

Mario Burgos, Treasurer, gave an overview of financial health of the organization through the first quarter of 2025. For revenue, he gave an explanation on variances on budget to actual over 10% or \$10K as outlined on the slide. Total revenue was up by \$55K. He repeated this analysis for expenses per the slide. Total expenses are down \$393K which means that overall, we are in a good place; expenses down to budget and revenue up to budget. We are financially healthy and within budget. The audit is complete with a clean bill of health and the 990s filed on time. Mario introduced the new Treasurer, Jordan Beard, with Jim Carter as Assistant Treasurer.

Discussion

- What is the number of members that leaders should be conveying? 22K
- Taha Seid, former Controller, is no longer with SAME as of May 2.

Events & Membership Report with Annual Dues Review (Encl 2, slides 15-23)

Ann McLeod, Director of Membership & Meetings, gave an overview of JETC registration numbers. We exceeded expectations with travel restrictions at over 2200 registrants. She gave the board a frame of reference on JETC and SBC attendance for the last several years.

Discussion

- What is the anticipated impact on SAME due to the decrease in attendance at JETC? Eliminating the registration fee for govt. helped with attendance and even some membership. We exceeded our budgeted revenue in sponsorship and exhibits which helped to make up the difference in other revenue. Additionally, many costs are variable (i.e. less people = less catering as opposed to AV which is not variable). Total impact will not come out until the event has been completely reconciled. We will not lose money, but we don't yet know how we are doing on the budgeted net revenue.
- We will be stressing intent on SBC with the Service Chiefs to help shape the conference. And moving forward, what do national events look like with restricted travel?

Because of the uncertainty of events, it is imperative that we continue to try and alleviate our reliance on event revenue. Ann reminded the board that in July, 2021, we codified the process of an annual dues review. We have an industry standard target of 33% revenue from dues for which we are significantly lagging. Additionally, we still do not cover the cost to serve a member which was the other benchmark used in the analysis. The proposed dues adjustment would bring overall revenue from membership from 19% to 25%, enable us to cover the cost to serve, increase individual rates from \$25-\$50 per person, and would not go into effect until January 1. Timing of the decision allows for better 2026 budgeting.

The dues increase was approved by the board as presented except for govt. rates which will remain unchanged.

Discussion

- What is the dollar amount we are trying to change to get to 33%? Without doing the budget and with the uncertainty of events, it's hard to say what the dollar amount might be. If SBC does not perform as it has in the past, the net profit will not be available to cover activities of the Society. It is extremely risky to rely on events to cover programmatic costs.
- We moved away from regional events in the past. If we move to a more regional model because of travel restrictions, do we know the financial impact of that? Europe and Pacific events are budget neutral for the National Office – we have not looked at it in that way yet. We should look at the data to determine courses of action. Southeast Regional JETS brings in around \$100K net, split between three Regions. Most Regionals do not bring in that much – overall it's not a lot compared to the amount of work. Mission essential government travel is still being approved, we should focus on that. The National Office has been focusing on that and will continue to provide tools and justification to govt. employees.
- There was feedback provided on the survey, particularly surrounding young enlisted costs. Last year after our dues increase, we did a promotion for junior enlisted members with two years for the price of one and heavy marketing. We received two members from that campaign. Furthermore, after sunseting the "Uniformed Life" membership type, we found that our ability to get new uniformed members was not affected at all. The price of membership has not impacted our ability to recruit uniformed and government members.
- It is hard to get junior enlisted people to grasp the value of SAME with a higher price. Those of us who have been in for a while try to share that value, but it's hard to convey that to somebody when they see the membership price.
- Do we have any way to project how far the big jump in dues will take us – will we be having the same discussion in one year? We made a big jump from 2024 to 2025 and we still don't cover the cost to serve. Do we need to suppress our appetite on growth and program offerings?
- The government rates continue to increase, but given the current state of the govt., that will make it harder to attract government members.
- We should be looking at attracting more members and utilizing the membership consultant to help us figure out our benchmarks which will also help the bottom line.
- How much of the cost to serve members is fixed vs variable? The cost to serve a member is not variable (staff time, EMS). Could we lower the cost to serve members?
- Are we trying to increase revenue or are we trying to manage risk? Are we transferring risk from Society to members? No, we are spreading the risk more broadly across the membership as opposed to those who attend national events.
- Companies are focused on events. When an individual joins, they look at the difference between member cost vs non-member cost to attend those events. People look at joining based on what it is going to cost them to attend events at the Post level and above.
- Did we consider raising the dues as a percentage vs a flat increase? The motion to accept the proposal was amended to raise the dues by a percentage (25%) for each category. The motion was further amended to accept proposed rates except for govt. which will remain the same; motion carried. Total govt. members as of May 12 = 2643.

Marketing & Communication (MARCOM) (Encl 2, slides 35-42)

Stephen Karl, Director of Communications & Marketing, gave a presentation about the initiatives that the National Office is taking to showcase members and the work they are doing. He highlighted the 30th Anniversary of the AOF with Pearls of Wisdom being collected from our Fellows. He described the oral history project surrounding the build-up to 2020, COVID-19, and the start of the second century. SAME Perspectives are taking the Society to the next level on thought leadership and action through our IGE Projects. He gave examples of different initiatives, programs, and event branding that members may see in communications forthcoming. SAME Engage will be integrated into the SAME app by the end of May.

IGE Update (Encl 2, slides 43-45)

Rob Biedermann, Director of IGE & Programs, gave an update on IGE projects. There is one new project: Energy Infrastructure Supply Chain Security. Two projects will be sunset: Electric Vehicle Infrastructure Challenge and Climate Change. He gave a summary of the IGE Summit sessions that occurred at Capital Week. He gave a status update of all projects. He highlighted the DAU Webinar Series that is a result of an LDP UPIC by Sam Barnett. They have been very well attended and we are looking forward to continuing the program. This is where govt. contracting professionals get a lot of their education, so SAME is very happy to be collaborating with them. Look for follow-up on projects in TME and via webinars. The EAG will also get updates on our most applicable IGE Projects. A partnering charter was signed at the JETC EAG.

Foundation Update (Encl 2, slides 46-50)

Tim Byers, President of the Foundation, gave an update on the work of the Foundation. He highlighted the great year that the Foundation saw in donations for 2024. The 2025 campaign is called "Count Me In" and focuses on external donations. We will continue to hold the Silent Auction and annual giving. The Foundation held a strategy session to ensure that we are on the right path to support the Society. A new Case Statement should be released shortly. We have three new Posts, Pikes Peak, Phoenix, and Philadelphia who may be investing with the Foundation. Foundation Board nominations will be accepted beginning on June 1. Tim made an on-the-spot donation of \$5K to the Foundation and challenged the board to support the Foundation as well. Mario Burgos made a matching challenge to the board as he has done annually for the past few years. He will donate up to \$15K to match donations from the incoming and outgoing leaders of the Society.

Consent Agenda (67% participation)

- BOD Meeting Minutes 11-19-24
- XC Meeting Minutes 12-18-24
- XC Meeting Minutes 3-24-25
- Foundation Meeting Minutes 1-9-24
- Foundation Bylaws Update
- 2025 Election Results

The BOD voted to approve the Consent Agenda.

Board Composition Task Force (Encl 2, slides 59-78)

Sharon thanked people for participating in the informational sessions leading up to the board meeting. Scott Grainger, Elected Director, led the effort along with NK Mbaya, Elected Director. He highlighted the results of a poll that was asked at every information session; an overwhelming number of people said they volunteered to be on the board to give back to the Society and support National Security. As part of the Strategic Plan development, a proposal was made at the November BOD meeting to adjust the size of the board. This resulted in a tie-vote and the establishment of this Task Force to do a deeper dive into board composition. The Task Force was established to develop courses of action for SAME BOD composition, general powers, and voting responsibilities. The impetus for

this action is to promote effective and efficient decision-making at the speed of relevance. Scott recognized the members of the Task Force consisting of leaders from every segment of the Society.

The Task Force proposed a “Flipped Paradigm BOD” course of action. In this model, issues would be generated from Society members to form the agenda for meetings and inform actions of leadership. This is in contrast to information being shared from the top.

- BOD becomes National Leadership Assembly, approving BOD slate with opportunity to return BOD decisions for more discussion – meets twice annually at JETC and SBC, but continually meeting with constituents and groups.
- XC becomes BOD, comprised of National Officers + 9 members of the National Leadership Assembly (3 Elected Directors, 3 RVPs, 3 C3s) appointed by the President, charged with executing measures needed to support the strategic plan – meets quarterly
- NLT becomes XC, comprised of National Officers charged with effective governance and strategic direction – meets monthly

Alignment in groups as approved at the November BOD meeting remains in effect. How people are selected to be on the BOD is no different than how XC members were selected, however, we have added more transparency on the factors taken into account. Over the course of the last month, the Task Force gathered a lot of feedback. The Society is ready for this change and communication will be critical moving forward.

While the Task Force presented a COA and associated Bylaws changes, they also provided recommendations for next steps to address operationalizing the NLA, a comprehensive Elected Director review, and how we will hold ourselves accountable to measure the success of this change. The changes are enacted immediately.

The board voted to approve the Task Force course of action as presented (34 to 11).

Discussion

- It's important to note that participation in meetings may be outside your primary role (ex: COI Chair meets with COI, but also may meet with other chairs, groups, etc...).
- There is a lot of representation on the Membership Group – this is partially by design, but also similar to how governance was organized previously. This is where we provide our value.
- How were the RVPs chosen to be on the board? The criteria hasn't changed; discussions begin in March to determine what is needed for the year, what the demographics of the pool are, who has been actively performing in their designated roles. Finally, the National Leadership Assembly will have the opportunity to vote on the slate. The designation of 3-3-3 per role adds a little more structure to the composition as well. We are all volunteers and all need to understand the additional responsibilities of sitting on the BOD.
- Brian Duffy, as Appointed Director, will be responsible for providing recommendations for operationalizing the NLA.
- The vision is clear, but the means of achieving it are unclear. There is too much subjectivity in how the board is selected. We are an evolving Society – as we navigate this journey, we may make changes moving forward. There is an element of trust in the leadership in choosing the XC previously and now the BOD. If adjustments need to be made in the future, there is no reason that can't happen. There needs to be an element of subjectivity similar to in the business world vs govt (or AI). We live in a democracy, but this is a business; companies don't run their businesses like a democracy.
- Need to make sure that the appointees are not chosen because of their voting practices. This is why the NLA will vote on the slate. Groups can potentially recommend individuals for the board in the future.
- Need to make sure we understand the difference between voice and vote. The person who developed the 2030 Strategic Plan and has elevated this recommendation is an Appointed Director (non-voting).
- Need to ensure that board members actually gather input from their counterparts on the NLA.

- The people making the BOD are coming from the NLA, so if people are concerned about who is selected for the BOD, maybe they should be more concerned about who is in the pool. All of those people were determined to be worthy leaders.
- If we use the member dues discussion as an example, we will be losing voices that helped to shape the outcome in that vote. Actually, the BOD moved something forward without a lot of preparation – a smaller, more nimble board could dig a little deeper into the issue and canvas constituents to make a more educated decision.
- When this initial proposal came out, I presented it to my Posts and we were all against it and had major concerns. After attending the informational meetings, my Posts were more excited to be able to give me information to bring to leadership as opposed to how it had felt previously. We did the homework in canvassing constituents. Additionally, it is important to note that I was chosen for the board as somebody who had dissented from the initial proposal (i.e. not a “yes” person).
- How will the logistics work on the 2/3 dissent? The NLA will have two weeks to dissent once minutes have been received. There may be some structure added, but Engage would be a great way gather that input within the NLA.

Tony Higdon, Elected Director, presented the associated Bylaws changes (Encl 3) as well as some additional changes necessitated by recent executive orders. The changes were grouped into three areas: changes as a result of the approved governance structure, updated DEI language, and a conduct clause codifying established practice. The Bylaws Committee also took the opportunity to update C3 terminology, previously approved, and consolidate some redundancy.

The Bylaws changes were approved as presented.

Discussion

- We are not changing the way we operate regarding inclusion, but we are changing the language for political reasons which is bothersome. If we really feel a certain way about DEI, why are we changing? The primary reason is to ensure that we do not drive away govt. membership and the community we serve. We do not want to give a reason for govt. to disapprove attendance at SAME events.
- We had DEI language in there in the first place because of political change. When the govt. changes, we change – it’s that simple.

Board of Direction Slate (Encl 2, slide 93)

Sharon presented the board of direction slate to the new National Leadership Assembly for approval. Charlie encouraged NLA members to let peers and leadership know if they are interested in serving on future BOD slates. View this as an opportunity to be a “leader amongst leaders.”

The NLA approved the slate as presented.

SAME Year-End National Officer Reports

R2C Report (Encl 2, slides 95-99)

Charlie Perham, Past President and Chair of the Ranking & Review Committee (R2C), gave a report on FY’25 allocation. \$286K came from the Foundation and \$51K was allocated in the budget. Total spend to date is \$92K. Charlie shared the current amounts spent for each program to date. Total FY’26 requests are at approximately \$302K. The R2C will continue to be comprised of members of the NLA. This process continues to evolve as the Foundation and Society grow. Oversight of allocation provides an opportunity to maximize value to members. Recommend more regular check-ins with program POCs on expenditures. Some programs (Camps) are providing monthly expenditure reports; need to apply that practice to others as well. We instituted quarterly reporting for FY’25 with mixed adherence; we will focus on improving. The National Office provides the continuity, but there is attention given to requests that should be part of the budget vs request to the Foundation.

AOF Report (Encl 2, slides 100-106)

Patrice Melançon, Vice President & AOF Chair, gave an update on AOF activities. She thanked the members of the AOF Executive Committee for their work. She highlighted the success of the Journey to Fellow program started by Jeanne LeBron which will continue under a new Fellow, Marty Ray. She also presented the progress of the Post Mentoring Support Program as originally outlined in the Strategic Plan Implementation briefing at SBC. It has been a collaborative effort led by Bill Grip and Russ Patterson, with Frank Mondo on the RVP side with oversight by Albert Romano. The Post Assessment tool will be a key element in determining need. Three Posts were in the pilot program: Inland Empire, Coast Carolina, and Spokane; all three have benefited from the program. Currently in the process of collecting mentoring information from Fellows to build a pool with various skills by August. We also want to complete a Fellows Post POC list and ensure Posts are adding this to their Post Officers report. We will also be examining RFPOC terms and succession.

Technical COIs (Encl 2, slides 107-115)

Mike Huffstetler, President-Elect, gave an overview of Technical COIs, which will now be referred to by “Project Lifecycle Group” per the November board meeting. He encouraged NLA members to talk to COI Chairs if they see touchpoints for collaboration on any particular initiative; we should use them as resources. He highlighted achievements for the Architectural Practice COI, Construction COI, Energy Security COI, Environmental COI, FAM COI, Geospatial WG, Warfighter COI, and Resilience COI per the slides. Of note, the Partnering Line of Effort under the Construction COI will be producing a Unified Partnering Playbook. Members of the EAG signed an agreement at JETC to support this effort. Project Lifecycle Group is where govt. employees can really engage with the Society in their official capacity. Mike encouraged COI Chairs to ensure that their websites are up-to-date and have the outward facing information that would be valuable to members and in attracting members. Patrice Melançon will take over the Project Lifecycle Group for the 2025-2026 SAME year.

Human Capital COIs (Encl 2, slides 116-119)

Ben Matthews, Vice President, gave an overview of Human Capital COIs, which will now be referred to as “Workforce Development Group” per the November board meeting. He highlighted the alignment of the C3s against the strategic plan and thanked the national staff for their help in updating assessments, parallel to what RVPs have done. He presented a baseline for growth in the areas of strategic alignment, participation, operating order, value, and external reach. He presented some achievements and best practices of the STEM COI, Camps COI, College Outreach COI, Leader Development COI, and Young Professionals Council per the slides. He reiterated his mantra adapted from AGC: Identify, Inspire, Connect, and Retain. Carrie Ann Williams will take over the Workforce Development Group for the 2025-2026 SAME year.

Regions, Awards & Membership (Encl 2, slides 120-133)

Albert Romano, Vice President, gave an update on RVPs, Membership, and Councils. He highlighted ongoing efforts of RVPs and upcoming efforts to include the 2025 RVP Post Assessment debuting this year. Frank Mondo, RVP, gave a presentation on the new assessment tool (slides 123-126). This was a draft with the final being an online submission. It is designed to better align with SP2030, Post operations and annual national requirements. Corrective action recommendations are not meant to be punitive, but to help the Post gain resources. It is meant to be a two-way conversation between the Post and RVP. Knowing that some Posts are small and may not be able to achieve all the elements, that is something that the RVP would work on with the Post. There is also a bonus section that allows for work being done that doesn’t necessarily fall within another category. This will be an evolving process. Albert noted that we had 64 streamer submissions, 61 awarded, and 58 with distinction. All activities had increased from the previous year. Streamer submissions (programmatic activities) are required for all Posts. Membership Committee, Small Business Council, and Uniformed Council gave updates on their activities per the slides. Uniformed Council highlighted efforts to include hosting webinars, supporting the Hawaii STEM Camp, Arctic Industry Forum, and building our roster of senior enlisted leaders to enhance collaboration and maintain engagement. Governance structure will be a focused effort this year transitioning from Enlisted COI to Uniformed Council as well as demonstrating value to uniformed members. Ben Matthews will take over RVPs under the

Membership umbrella and Albert Romano will keep Membership, Awards, and Councils under the Membership Group.

President Closing Remarks

Sharon described her path to SAME leadership and the evolution of board operations. She gave a summary of efforts over the past year to include the development of the Strategic Plan, implementation, board composition, streamlining of national camps processes, and highlighting our C3s which is an ongoing effort. She thanked the National Officers for their assistance throughout the year and many of the other leaders and staff who have assisted with her initiatives throughout the year. She recognized departing leadership and her President's Medal awardees: Scott Grainger, Mario Burgos, and John Knight.

President-Elect Closing Remarks

Mike Huffstetler thanked those departing and welcomed those joining our "National Governance," making the distinction between the national office and our volunteer leaders who run the Society. He described the efforts to get Posts to focus on IGE through the streamer program and the progress we've made on IGE and bringing value to both industry and government. He has prioritized his initiatives to dovetail into the three goals of our Strategic Plan. Everything we do should advance the IGE relationship. The theme for this year is "Build the Bond." The three initiatives for the year are:

- Meet "them" at the point of need
- Optimize our impact
- Fuel our profession

To reiterate roles, Ben Matthews, 2025-2026 President Elect, will oversee RVPs under the Membership Group. Albert Romano, Vice President, will oversee Membership, Awards, and Councils under the Membership Group. Patrice Melancon, Vice President, will oversee the Project Lifecycle Group. Carrie Ann Williams, Vice President, will oversee the Workforce Development Group. Sharon Krock, 2025-2026 Past President, will chair the Academy of Fellows and oversee the R2C process. Appointed Directors are Brian Duffy, Angie Martinez, and Shawn Moore. The new members of the National Leadership Team were sworn in.

Board Training (Encl 2, slides 138-151)

Training was provided on the R2C process, National Office organization, and the leadership score card with more detailed information provided in breakout sessions.



MG Mike Wehr, P.E., USA (Ret.)
Executive Director

Encl 1: Agenda

Encl 2: Presentation

Encl 3: Society Bylaws

ENCLOSURE 1: Agenda

TIME	AGENDA	RESPONSIBLE
0830 - 0900	Continental Breakfast	
0900 – 0905	Call to Order, Pledge, Welcome	Sharon Krock
0905 – 0940	Executive Director Report <ul style="list-style-type: none"> National Office Priorities Finance – 1st Quarter Membership/Events <ul style="list-style-type: none"> Dues - Decision 2025-2026 MARCOM IGE/Programs Update 	Mike Wehr Mike Wehr Mario Burgos Ann McLeod Stephen Karl Rob Biedermann
0940 - 0950	Foundation Update	Tim Byers
0950 – 1000	Consent Agenda (items without unanimous pre-vote will be moved from the Consent Agenda for BOD discussion) <ul style="list-style-type: none"> BOD Meeting Minutes 11-19-24 XC Meeting Minutes 12-18-24 XC Meeting Minutes 3-24-25 Foundation Meeting Minutes 1-7-25 Foundation Bylaws Update 2025 Election Results 	Sharon Krock
1000 - 1100	BOD Composition Task Force <ul style="list-style-type: none"> Proposal – Decision Bylaws - Decision 	Scott Grainger/NK Mbaya
1100 - 1110	2025-2026 Board of Direction / Executive Committee - Decision	Sharon Krock
1110 - 1210	SAME-year-end National Officer Reports <ul style="list-style-type: none"> R2C Report AOF Tech COIs HC COIs RVPs/Membership 	Charlie Perham Patrice Melançon Mike Huffstetler Ben Matthews Albert Romano
1210 – 1315	Lunch & Networking	
1315 - 1400	Leadership Orientation & Training <ul style="list-style-type: none"> President’s Closing Remarks (look back) Outgoing Leadership Recognition President Elect’s Remarks (look forward) Training R2C Process 	Sharon Krock Mike Huffstetler Mike Wehr/Kathy Off Rob Biedermann
1400 - 1515	Breakouts/Training <ul style="list-style-type: none"> Membership Project Life Cycle Workforce Development Elected & Appointed Directors 	National Officers Ben, Albert Patrice Carrie Ann Mike H., Sharon
1515 - 1525	Outgoing Leadership recognition Incoming Leadership Swear-in Short introductions (2 min each)	Sharon Krock
1525 – 1535	President’s Closing (Review Actions and Direction)	Sharon Krock
1535 - 1545	President Elect Remarks & Initiatives & Team Photo	Mike Huffstetler
1545 – 1730	Break	
1730 – 1900	President’s Reception	Sharon Krock



Welcome to Board Day!

- 0830 – 0900: Continental Breakfast
- 0900 – 1210: Formal Board Meeting
- 1210 – 1315: Lunch
- 1315 – 1545: Meetings/Training
- 1730 - 1900: President's Reception

WIFI

Network Name: SAMEJETC

Password: Resilience!

Dedicated to National Security Since 1920

1



Board Meeting



Call to Order



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2

SAME Executive Director Report

Mike Wehr, SAME Executive Director



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2025 SAME National Office Priorities Approved by the XC Dec. 2024

Inspired by the 2030 SAME Strategic Plan

...People

- ❑ *(Internal) Set a High Standard.* Commit to exceptional communication across departments to increase overall awareness among staff members and enable their necessary interdependence to most effectively support the Society.
 - Have a common understanding of the “5-Ws” we are trying to Accomplish, inclusively Align, hold Accountable, and deliberately Anticipate.

...Partnerships

- ❑ *(Multiplier) Reach Consensus Earlier.* Commit to establishing or resetting staff-and-volunteer relationships and overall stakeholder interactions to nurture a more common understanding of how overall SAME projects, programs, and activities align within our mission.
 - Support Posts, COIs, Camps, LDP, Foundation, AOF, BOD, EAG, etc., with saying “yes; no; or no, but” while making those decisions alongside day-to-day workloads, budget parameters, and potentially differing expectations...while encouraging similar understanding among members.

...Solutions

- ❑ *(External) Unified Focus on MEMBERSHIP.* Follow national leadership’s call to increase member growth and member engagement by emphasizing the many aspects of “membership”: research, recruit, retain, reaffirm, review, and reward.
 - Holistically follow the commander’s intent to Share the Value of SAME: Research (what is our potential universe?); Recruit (add members); Retain & Reaffirm (keep members and leaders through programming, events, customer service, benefits, and training, systems and resources); Review (policies, processes, red flags?); and Reward (celebrate members—awards/recognition; and highlight their impact—storytelling).

Past Financial Performance is No Guarantee of Future Results

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SAME Finance Report (Jan 1 – Mar 31 2025) Mario Burgos, Treasurer



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Revenue Analysis – Budget to Actual

Account	March 2025 - Actual	March 2025 - Budget	Variance	Remarks (10% & 10,000 variance explained)
REVENUE				
Membership	549K	565K	(15K)	Decrease in individual Membership
Communication	223K	237K	(14K)	Timing difference – Royalties budgeted in March arrived in April.
Meetings & Events	570K	536K	33K	Better Performance than budgeted (Cap Week and Transition Workshop)
Programs	316K	313K	3K	
Post Operations	164K	128K	35K	More posted dues than budgeted
Admin & Operation	86K	73K	13K	Unrealized gain (Long-term investment value – noncash – not budgeted)
Total Revenue	1.91M	1.85M	55K	

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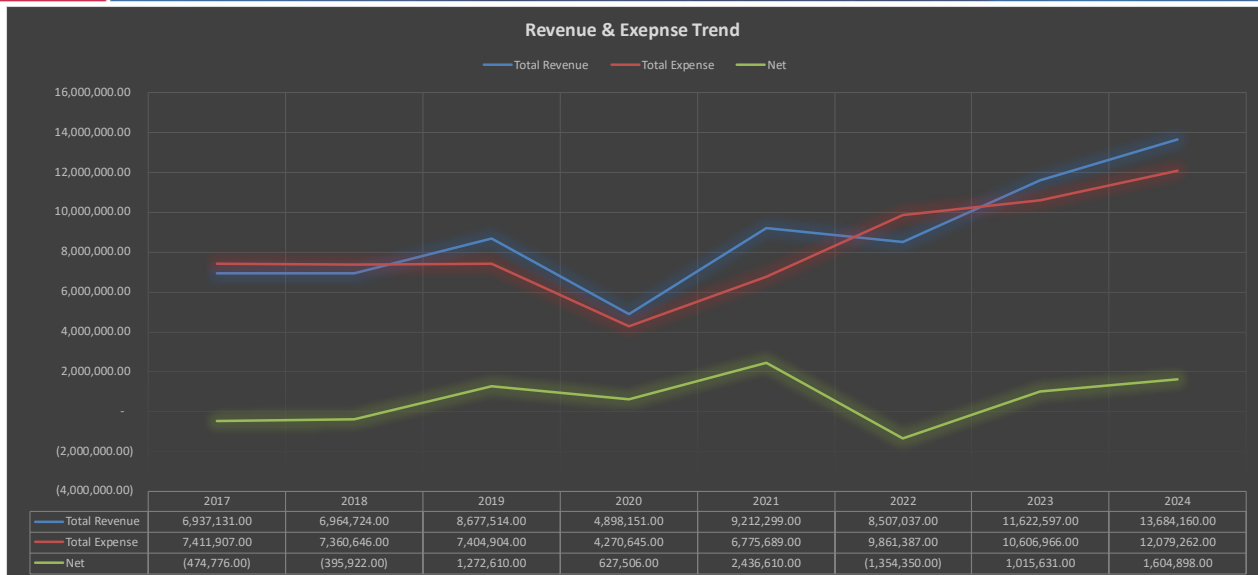
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Expenses Analysis – Budget to Actual

Account	March 2025 - Actual	March 2025 - Budget	Variance	Remarks
EXPENSES				
Membership	100K	171K	(71K)	A professional fee of 66K was budgeted in March but has not been spent yet—timing difference.
Communication	262K	282K	(19K)	New employee for budgeted, not hired yet.
Meetings & Events	500K	494K	6K	
Programs	257K	344K	(86K)	Program support budgeted in March, charged in April – timing variance
Post Operations	21K	26K	(5K)	
Admin & Operations	556K	776K	(220K)	Employee training of \$95K, bonus of \$30K, and computer programming expense of 95K budgeted in the 1 st Q but not charged yet- timing variance.
Total Expense	1.71M	2.09M	(393K)	Within budget

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We are financially healthy.

We are within budget

Serve to Inspire!

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Looking forward

- Tax (990) filed on May 8, 2025
- April Financials will be presented in June 2025
- May financials will be presented in July 2025
- June financials will be presented in August 2025

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SAME Event History & Annual Membership Dues Review

Ann McLeod, Director of Membership & Meetings



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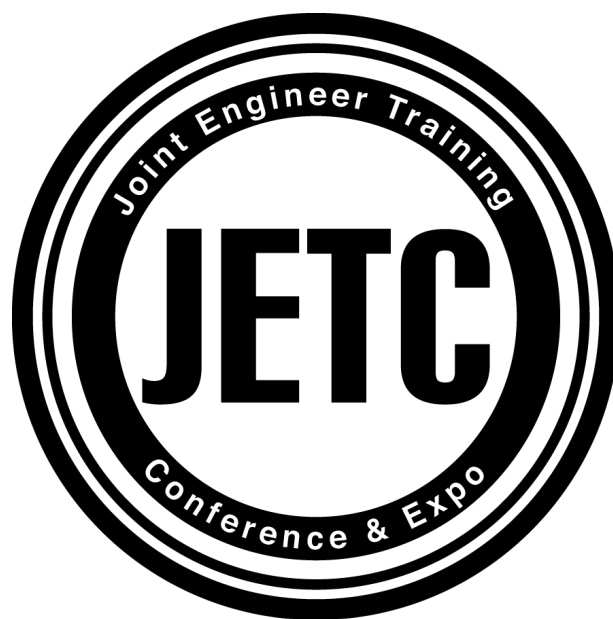
15

JETC Facts and Figures as of 05/08/2025

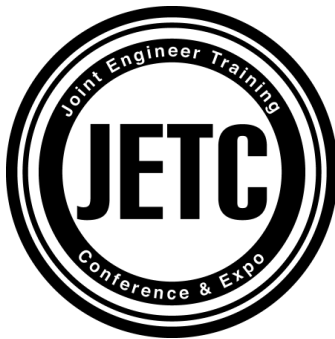
Total registrants: 1,993

- Small businesses - 29%
- Medium businesses - 28%
- Large businesses - 27%
- Government – 12%
- Non-profit, academia, retired – 4%

**Total Exhibiting/Sponsoring
Companies: 191**



JETC History of Government Attendance



	2019	2020*	2021*	2022	2023	2024	2025 Current
USA	86	166	110	76	182	116	71
USMC	3	12	7	7	7	9	4
USN	99	173	107	115	154	66	46
USAF	170	250	152	189	304	194	72
USCG	51	37	25	58	56	44	15
USPHS	11	32	32	11	9	7	6
NOAA	0	0	0	0	0	3	3
Other Govt.	28	49	52	55	83	110	27
TOTAL GOVT	448	719	485	511	795	549	244
Total Industry	1,585	1,407	1,165	1,567	1,913	2,198	1,749
OVERALL TOTAL	2,033	2,126	1,650	2,078	2,708	2,747	1,993

SBC History of Government Attendance



	2019	2020 virtual	2021 hybrid	2022	2023	2024	2025
USA	322	685	268	369	429	430	?
USMC	4	0	6	0	0	0	?
USN	40	27	93	58	105	150	?
USAF	86	45	76	87	158	120	?
USCG	1	0	0	0	0	0	?
USPHS	1	0	0	7	0	0	?
NOAA	0	0	0	0	0	0	?
VA	<i>Did not track separately</i>					120	?
Other Govt.	126	117	128	202	140	150	?
TOTAL GOVT	580	901	582	723	875	1,000	?
Total Industry	3,151	1,378	2,832	3,954	4,202	5,251	?
OVERALL TOTAL	3,731	2,279	3,414	4,677	5,077	6,251	?

2025 Annual Dues Review

5/27/2025

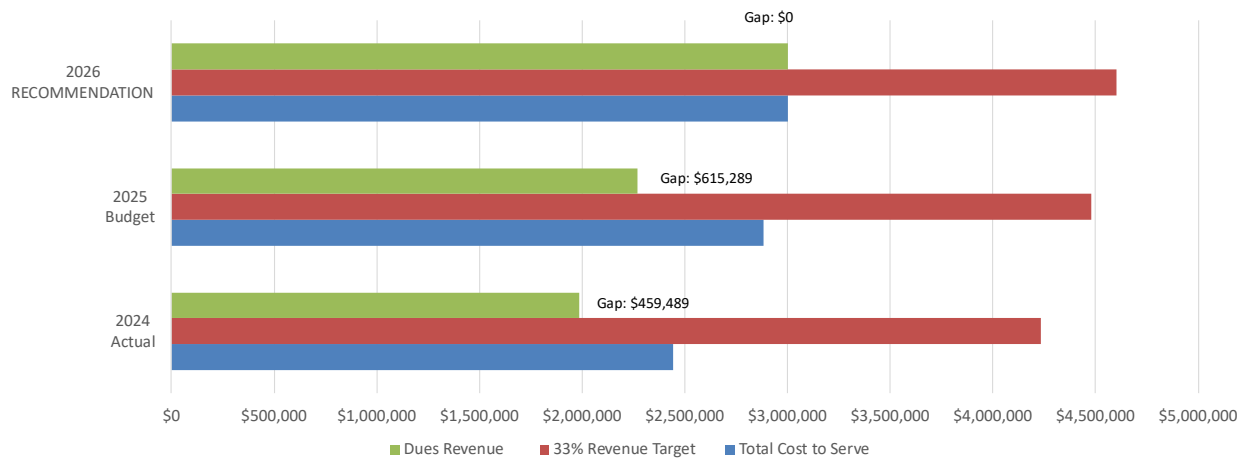
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Compelling Outcomes of Dues Adjustments

1. Budgets reflect more financial stability, mitigate risk, rely less on event performance.
2. More accurately track and decide to fund other member benefits, Society initiatives, or Foundation support.
3. Improve SAME's financial stability by:
 - ❖ aligning dues with the value we provide,
 - ❖ covering the cost to serve our members,
 - ❖ better balancing overall organizational revenue streams, and
 - ❖ adjusting rates in accordance with external economic factors.
4. Better serve and manage our members at Post and Nat'l levels.
5. Provide a responsive and relevant approach to member management and financial adjustments over time.

Recent Status and 2026 Recommendation



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RECOMMENDATION

Propose a dues adjustment that:

- Would bring 2026 overall revenue from membership from 19% to 25%
 - 33% is the Assn. industry goal standard
- Enables us to cover the cost to serve
- Increases individual rates from \$25 - \$50 per person
- Maintains individual rates that are lower than those of our competitive set
- Allows flexibility to implement new ideas and programming such as offering uniformed/government members complimentary JETC registration, chapter management software like Bill Highway, etc.

Propose an implementation of January 1 (vs July 1):

- Delay raising rates in current climate
- Provide more time for members to budget accordingly

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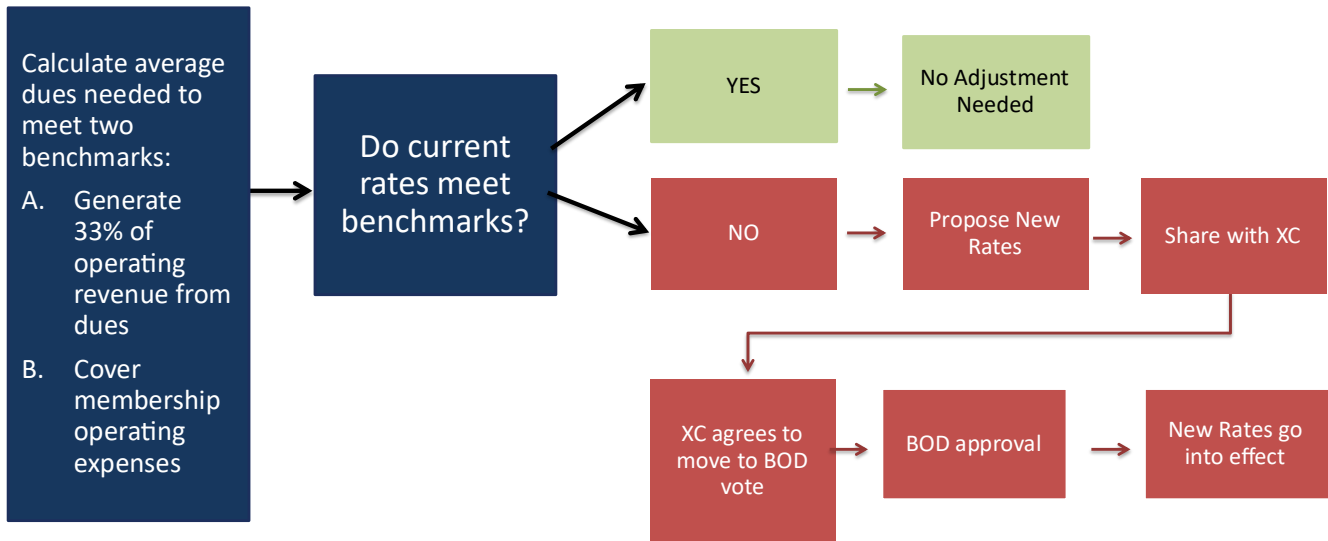


Next Steps

1. Conduct vote and gain BOD approval.
2. Build 2026 budget based on outcome of vote.
 1. Approval of new rates allows for closing gap between cost to serve and actual dues revenue, implementation of new programming, etc.
 2. Disapproval requires possible limitation of benefits and services.
3. Conduct dues review annually following the same process.

BACKUP

BOD Approved Process



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Benchmark A - Generate 33% of total revenue from dues

- Determine SAME's average operating revenue in a typical year:
 - 2024: \$12,720,938
 - 2023: \$11,515,157
 - 2022: \$8,445,036
 - **AVERAGE: \$10,893,710**
- Calculate target average revenue from membership using 33% standard: **\$3,631,237**
 - *Actual revenue from regular membership dues in 2024: \$2,421,074*
 - *Actual average revenue per individual, using number of all individual members: \$113*
- Calculate rate needed per individual/year to generate 1/3 of operational revenue from membership dues (divide target revenue by # of members):

Member Count	2025 Calculation	2024 actual revenue / member
All Individuals (21,412)	\$170	\$113
Professionals Only (20,192)	\$180	\$120
Paying Only (17,538)	\$207	\$138
AVERAGE = BENCHMARK A:	\$186	\$123.67

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Benchmark B – Cover Membership Expenses

Cover the total costs related to providing services to members in a typical year (i.e. webinars, IGE, database, websites, PLW, personnel & overhead, travel subsidies, awards, etc.)

- Direct and indirect costs to serve members, use 2024 figures: **\$2,444,726**
 - *Actual revenue from regular membership + post dues in 2024: \$2,421,074*
 - *Actual revenue from just membership dues: \$1,985,237*
- Calculate average rate needed per individual/year to cover expenses:

Member Count	2025 Calculation	2024 actual	2023 actual
All Individuals (21,412)	\$114	\$113	\$76
Professionals Only (20,192)	\$121	\$120	\$82
Paying Only (17,538)	\$139	\$138	\$95
AVERAGE = BENCHMARK B:	\$125	\$123.66	\$84.33

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Compare Current Individual Member Rates to Benchmarks

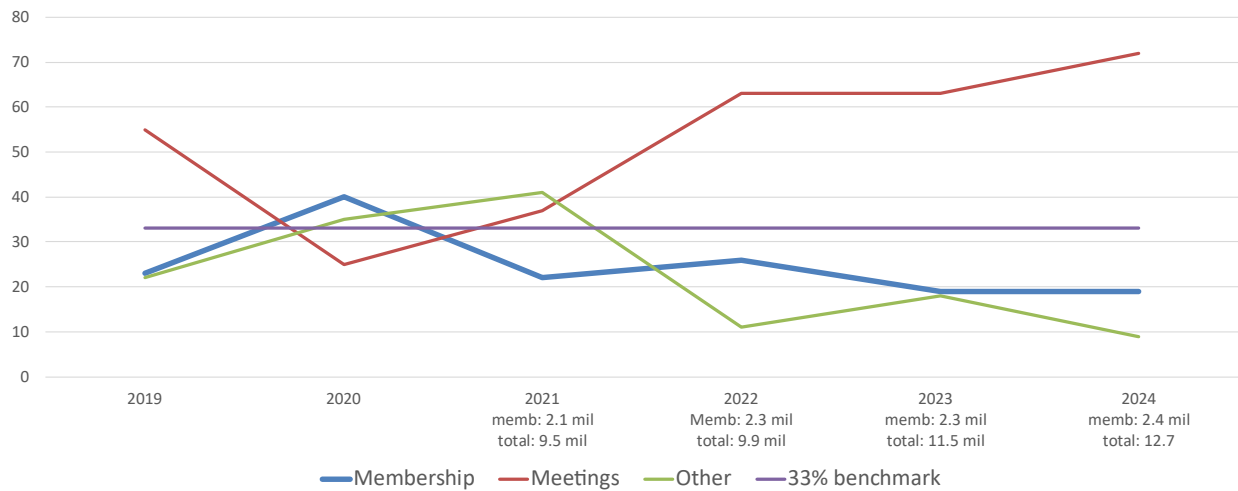
Member Type	Current Rate	Meets Benchmark A (\$186)?	Meets Benchmark B (\$125)?
Private Industry			
Private Industry Regular	\$150	N	Y
Private Industry Corporate	\$120	N	N
Private Industry Young Professional	\$100	N	N
Private Industry Corporate YP	\$85	N	N
Government (Uniformed or Civilian)			
Govt. Regular	\$75	N	N
Govt. Young Professional	\$50	N	N
E-6 & below 2-year membership*	\$50	N	N
Academia or Non-Profit			
Academia or Non-Profit Young Prof.	\$50	N	N
Retired	\$75	N	N

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Trends / Historic % of Overall Revenue

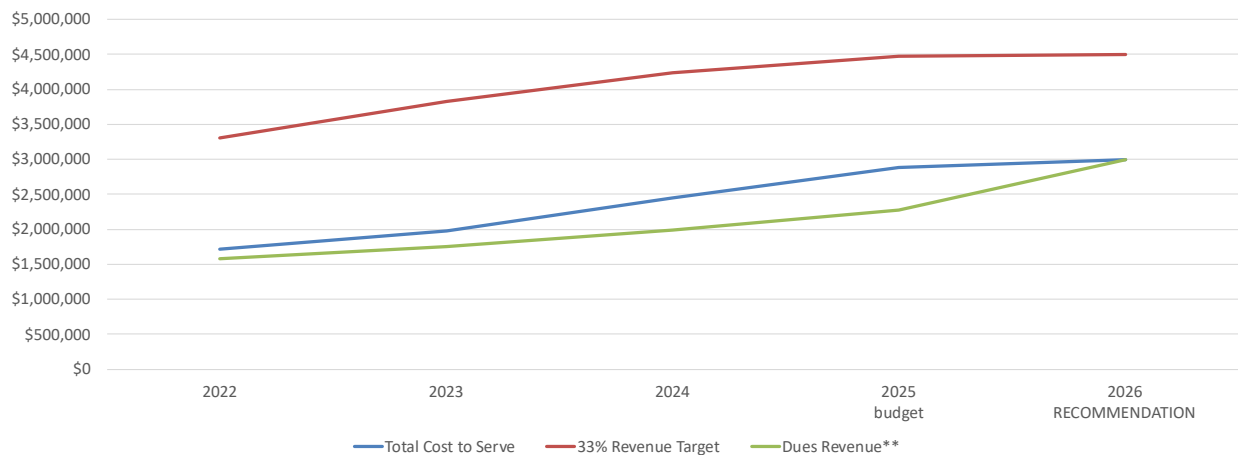


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Trends in Membership Expenses & Revenue



****does NOT include post dues revenue**

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Competitive Set Individual Dues Comparison

2025	Student	YP	Govt / Military	Private	Consultant	Corporate Member	Academic Nonprofit	Retired
SAME	\$0	\$50/85	\$75	\$150	N/A	\$120	\$75	\$75
AVERAGE DUES OTHER ORGS*	\$41	\$101	\$130	\$328	\$379	\$252	\$280	\$57

*Compiled from 36 Govt./military focused professional organizations. Average is calculated based on the organizations that have the same categories.

Adjutant General's Corps Regimental Assn.
AFCEA
Air Force Assn.
American Public Health Assn.
American Society of Naval Engineers
Army Engineer Assn.
Assn. for Govt. Leasing and Finance
Assn. of Govt. Accountants
Assn. of Quartermasters
Assn. of the United States Army
Assn. of the US Navy

Ceiling & Interior Systems Construction Assn.
CMAA
Construction Owners Assn. of America
DBIA
IFMA
InterNat'l Assn. of Govt. Officials
InterNat'l Code Council
Logistic Officer Assn.
Marine Corps Engineer Assn.
Military Officers of America Assn.
Nat'l 8(a) Association
Nat'l Assn. of Govt. Communicators
Nat'l Assn. of Govt. Contractors

Nat'l Assn. of Govt. Web Profs.
Nat'l Assn. of Women in Construction
PMI
Red Horse & Prime Beef Assn.
Reserve Officers Assn.
SMPS
Society of American Archivists
Society of Federal Health Professionals
United States Army Ordnance Corps Assn.
US Army Warrant Officers Assn.
US Calvary Assn.

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Individual Member Dues Adjustment Proposal

The following dues rates are recommended to get closer to membership revenue generation {benchmark A (\$186)} and better cover the costs to serve members {benchmark B (\$125)}

Member Type	Proposed Rate	Current Rate
Private Industry		
Private Industry Regular	\$200	\$150
Private Industry Corporate	\$175	\$120
Private Industry Young Professional	\$150	\$100
Private Industry Corporate YP	\$135	\$85
Government (Uniformed or Civilian)		
Govt. Regular	\$125	\$75
Govt. Young Professional	\$100	\$50
Academia or Non-Profit		
Academia or Non-Profit Young Prof.	\$100	\$50
Retired	\$100	\$75

Recommend: Adjust the individual dues rates.

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Corporate Member Dues Adjustment Proposal

6 Individual memberships are included in most corporate memberships;

3 are included for companies with 10 or fewer employees.

The following dues adjustments are recommended to meet revenue targets and cover the costs to serve members.

PRIVATE COMPANY DUES		
Employees (# members)	PROPOSED	Current
1-10 (350 companies)	\$600	\$400
11-50 (450 companies)	\$1,200	\$800
51-100 (175 companies)	\$1,400	\$1,000
101-500 (200 companies)	\$1,600	\$1,150
501-1,000 (50 companies)	\$1,800	\$1,300
1,001-5,000 (75 companies)	\$2,000	\$1,450
5,001 + (30 companies)	\$2,200	\$1,700

Recommend: Adjust the Corporate Membership dues rates so that rate covers cost to serve each included membership.

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Agency/Organization Dues No Change Recommended

Organization dues includes 3 individual memberships.

The following dues adjustments are recommended to cover the costs to serve members.

PROPOSED DUES – NO CHANGE			Current Dues	
Type (# members)	Nat'l	Per Post	Nat'l	Per Post
Govt. Agency (30)	\$400/3 years	\$80	\$400/3 years	\$80
Academic Inst. (9)	\$400/year	\$80	\$400/year	\$80
Non-Profit Org. (10)	\$400/year	\$80	\$400/year	\$80

Recommend: Do not adjust the Public Agency and Organization dues. Rates above align with individual rates for these categories and do cover the cost to serve.

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SAME Communications & Engagement

Stephen Karl, Director of Communications & Marketing



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Celebrating Pearls of Wisdom!

www.same.org/pearls



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The Once-in-a-Lifetime Event That Nearly Wasn't

An Oral History of the 2020 JETC, COVID-19, and Sprint to the Start of SAME's Second Century (Virtually)

A group of 14 SAME national leadership and staff reflect on the pivotal period surrounding SAME's Centennial, and how it served as a catalyst for how the Society would adapt and grow as it moved toward the 2030 Strategic Plan.

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SAME Perspectives: Collaborative Delivery Federal Policy Recommendation

An analysis of current USACE, NAVFAC, and AFCEC construction contracting methods and the integration of collaborative delivery models.

Society of American Military Engineers, May 2025



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SAME ENGAGE

The place to collaborate and network with A/E/C industry leaders in a joint service environment, on both local and national levels.

Featured Network: Small Business

Connect with SAME members in the Small Business C&I, and share questions, discussion topics, and answers on topics related to small businesses in the federal A/E/C sector, such as rules and regulations, subcontracting, and size standards.

[Learn More](#)

★ Posts & Chapters

SAME has more than 100 Posts and Field Chapters located throughout the United States and in several countries internationally. In addition, there are Student Chapters affiliated with SAME Posts located at over 25 colleges and universities.

[Learn More](#)

★ Strengthening IGE

Through its multi-disciplined membership, SAME is uniquely positioned to address the nation's engineering-related challenges by providing a collaborative, inclusive environment for focused industry-government engagement.

[Learn More](#)

★ SAME Newsroom

Find the latest announcements on happenings across the Society, news and features on members, updates on national events and programs, and technical topics of interest to the joint engineering community and A/E/C industry.

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CREDENTIALING REVIEW COURSE (CRC) PROGRAM SHEET

OVERVIEW

The Society of SAME (Society of American Military Engineers) is a national organization that provides SAME members with the opportunity to earn a credentialing review course (CRC) that is recognized by the American Council on Education (ACE) and the American Society of Professional Engineers (ASPE).

REQUIREMENTS

Participants must be active members of the Society of SAME and must have completed the following requirements:

- Completed the CRC program within the specified time frame.
- Completed the CRC program with a passing grade.
- Completed the CRC program with a passing grade.

ON-DEMAND CREDENTIALING REVIEW COURSES

The Society of SAME offers on-demand credentialing review courses that are available to members at any time and from any location.

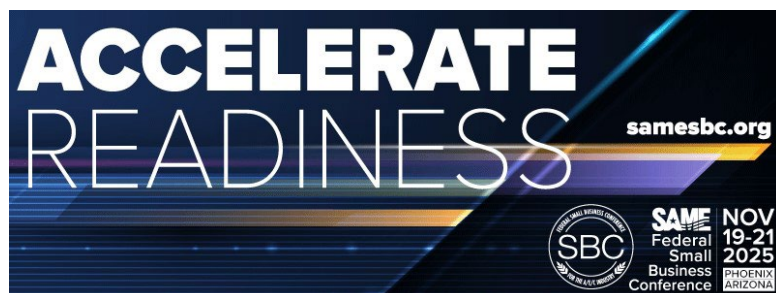
PROGRAM PARTICIPATION ACCOUNTABILITY

Participants must be active members of the Society of SAME and must have completed the following requirements:

- Completed the CRC program within the specified time frame.
- Completed the CRC program with a passing grade.
- Completed the CRC program with a passing grade.



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Sharing A Few More Items...

2025

- First LDP Class—5th Anniversary of its Graduation
- New Credentialing Review Course
- AOF 30th Anniversary, Pearls of Wisdom

2026

- SAME Foundation 10th Anniversary

SAME Camps Program:

- Summer 2025, Camps Coverage
- Alumni Initiative, Where Are They Now?
- *TME* Interview with Alyssa Agustin and Samantha Long (Hawaii STEM Camp)

SAME National Events:

2025 SBC

Advance Readiness

Call for Presentations Closes June 2

Indo-Pacific Regional Summit

Bridging the Distance, Together

Registration Open: www.sameindopacific.org

IGE:

- SAME Perspectives on Collaborative Delivery
- From the Field, On the Job (webinars, articles)
- *TME* interview with Sam Barnett, DAU seminars

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SAME IGE Update

Rob Biedermann, Director of IGE & Programs

IGE is SAME's
PRIORITY,
C3s are the
SOLUTION
LABORATORIES



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IGE Updates

- COI name, charter change: Energy Security (ES) ~~Energy & Sustainability~~
- One new IGE project: *Energy Infrastructure Supply Chain Security (ES COI)*
- Sunset two IGE projects:
 - *Addressing the Electric Vehicle Infrastructure Challenge (EVIC)*
 - *Climate Change: Sea Level Rise in Coastal Regions and its Effect on Military and other Public Infrastructure*
- CON COI and AI IGE Team *conducted IGE Summit* sessions
- Other IGE projects on track

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IGE Updates

Project	Status	Notes
Project Partnering (Pre-Award)	5/5/25	5/5/25: No change ; 5/2/24: Project on HOLD (pending pilot results); 4/20/23: On track, pilots ongoing. 9/26/22: Developing interim conclusions; DoD pilot
Alternative Project Delivery (ADM)	5/5/25	5/5/25: No change ; 5/2/24: Project on HOLD (pending pilot results); 4/20/23: Rescope based on NAVFAC Pressing Issue, conducting JETC panel.
 Small Business Size Standards: Challenges Facing Transitioning Federal Small Businesses: A Proposed Framework & Solution	5/5/25	5/5/25: No change ; 5/2/24: CHANGE of PM: Mike Ramos, continues legislative efforts, deadline for results set ~2 yrs; 4/20/23: <i>Success Act</i> language not included in NDAA'23; efforts continue to include in future legislation. 9/23/22: SIGNIFICANT PROGRESS CONTINUES: Ramp Up Act will be submitted as an amendment to the Senate FY'23 NDAA by Young (IN), co
Avoiding PFAS Information Overload: Targeted Training for Operational Entities	5/5/25	5/5/25: Webinars continue ; 11/5/24: 3 webinars since last report; 5/2/24: CHANGE of PM: Lisa Kammer, continues Fact Sheet development & deployment - additional issues FEB'24; 4/21/23: Webinars and
Cybersecurity: Raising Awareness of Current & Emerging Cyber Threats to Smart Operational Technologies (OT) & Development of Effective Policy & Standards Enhancing Cybersecurity Resiliency for Federal Facilities & Infrastructure	5/9/25	5/9/25: Team remains very active, WFS'25 and Innovaton Pavilion simulations. 11/5/24: Team remains very active; 5/2/24: VERY ACTIVE project team, involved w/ IoF IGE and multiple COIs, 4/20/23: Hosting cyber attack topic as part of the WFS; delivering multiple recommendations to the EAG; continued post engagements. 10/7/22: Increasing Post, Regional 4/20/23 and conference engagement including a JETC'23 Warfighter Seminar topic; on track for a JETC'23 completion 7/29/22: Project progressing.
Artificial Intelligence: Knowledge Sharing, Security Concerns, Implementation Guidelines and Best Practices	5/9/25	5/9/25: Conducted highly successful IGE Summit session, good Gov't participation. Exciting team ; 3/21/25: Project Team conducting IGE Summit 2025 & JETC'25 Pre-Session; 11/5/24: Team formed, very active, meeting regularly; 7/10/24: Approved by XC
Energy Infrastructure Supply Chain Security	5/5/25	5/5/25: Project team formomg ; 3/21/25: Proposed to XC 3/24/25, approved for adoption

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SAME Foundation Report

Tim Byers, President



This is *your* Foundation

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Foundation Update

- **Thanks for making 2024 our best year ever!**
 - Tremendous Post and regional support; strong 2024 “Individual Giving” **raised \$563,575...\$316,000 went to Society programs...both were records!**
 - LDP UPIC “Cradle to STEM” project – New Orleans Boys and Girls Club as part of SBC was a tremendous success...Building Strong Bridges and Clean Water!
- **2025 Campaign - Count me in! \$1 Million goal**
 - Helping “STEM journeys start and rising leaders soar.” Can we **Count You In?**
 - Focus on external corporate giving with individual/Post donations
 - **2nd Annual Silent Auction at Cap Week – “Regional Pride”** was a huge success **\$72,181.40 was raised—exceeding the \$50k goal!**
 - **Planned Giving** focus - the Foundation can be part of an individual’s continued legacy of support through **Planned Giving**

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Foundation Update

- **Foundation Strategy** – focus on lessons learned, industry best practices and building for the future...where we want to be in 5 years!
- **Case Statement** updated...key for external corporate donations
- **Financial Update – SAMEF Fiducient Investment Performance:**
 - End of Q1FY25/Mar 25 value was \$4.3M (+ \$5K Calendar)
 - **SAMEF Balance:** \$1.47M (34%) | **Post Balance:** \$2.826M (66%)
 - **Post Participation (current balance):** 15 Posts currently participate [Houston (\$399,475), NOVA (\$150,589), Narragansett Bay (\$54,147), Omaha (\$807,374), Panama City (\$28,699), Mid Maryland (\$38,240), Tampa Bay (\$293,507), Huntsville (\$99,859), Hampton Roads (\$542,416), Orange County (\$90,055), Central VA (\$22,059), Pittsburgh (\$40,556), Buffalo (\$105,379), Louisiana (\$121,465), and Albuquerque(\$32,654).
 - **Interested Posts:** Pikes Peak and Phoenix Posts

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Foundation Board Nominations

- **2026 Foundation Board needs at least 3 new members**
- Online **nominations start 1 Jun and end 1 August**. No self nominations.
- **Qualifications**
 - **Prerequisite: Unquestioned ethics, behavior, loyalty, and integrity**
 - Demonstrated **commitment** to the Society's mission, vision, & strategic plan – 25%
 - **Experience** with fundraising for philanthropic organizations OR financial management OR marketing OR stewardship of donations OR charity ratings for philanthropic organizations – 40%
 - Strong multi-level communications skills – 15%
 - Previous high-level leadership in military service or corporate private sector – 10%
 - Diverse backgrounds withing the full spectrum of Society membership -10%

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Count Me In! 2025 Campaign

- ✓ *Can we count on you to make dreams come true?*
- ✓ *Can we count on you to help STEM journeys start?*
- ✓ *Can we count on you to make rising leaders soar?*
- ✓ *Can we count on you to invest in SAME's future?*

**We're shaping the future of engineering leadership for
the nation...this is *your* Foundation
can we COUNT YOU IN FOR 2025?**

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Consent Agenda – 67%

- BOD Meeting Minutes 11-19-24
- XC Meeting Minutes 12-18-24
- XC Meeting Minutes 3-24-25
- Foundation Meeting Minutes 1-9-24
- Foundation Bylaws Update
- 2025 Election Results



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SAME BOARD OF DIRECTION TASK FORCE (BODTF)

Board Structure Recommendations



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Voting Summary

The BOD will vote on what the NLT and XC have reviewed and approved:

- ✓ Board Re-structure & Composition
 - NLT becomes the Executive committee (XC)
 - 7 National Officers, Executive Director, Foundation Chair, Counsel
 - XC becomes Board of Direction (BOD) w/16 voting members
 - 7 National Officers
 - 3 RVPs, 3 C3 Chairs, 3 Elected Directors
 - BOD becomes National Leadership Assembly (NLA)
- ✓ Bylaws changes to implement the new governance structure
 - ✓ Changes sent as read-aheads to JETC Meeting



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Agenda/Overview

- Quick Recap of the BOD-Task Force
 - Why
 - Imperatives
 - Journey
- Recommendation
- BoD Composition and Selection
- Roles, Responsibilities & Structure
- Lessons Learned
- Vote!

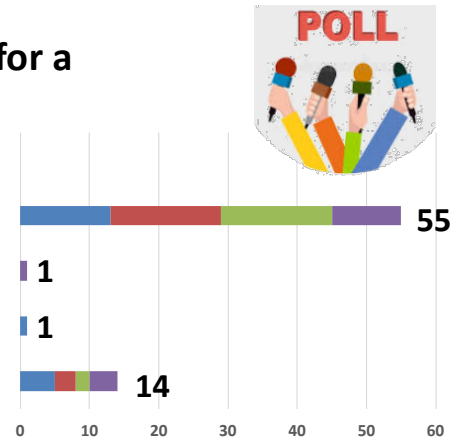
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Poll Results

Q: What was my primary reason for volunteering for a leadership position in the Society?

1. To give back to the Society and support National Security
2. To become a voting member of the Board of Direction
3. To provide a unique technical expertise
4. To support future leaders in the AEC community



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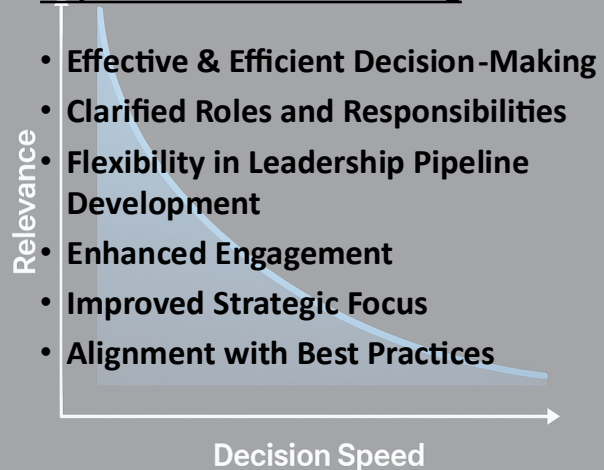
BOD – TF: What we had to do and Why

BoDTF Established and Tasked to:

- **Develop Courses of Action** for SAME Board of Direction **Composition, General Powers, and Voting Responsibilities.**
- Develop proposed revisions to the Executive Committee General Powers description (in Bylaws) to better delineate those areas subject to BoD involvement and those reserved for the Executive Committee

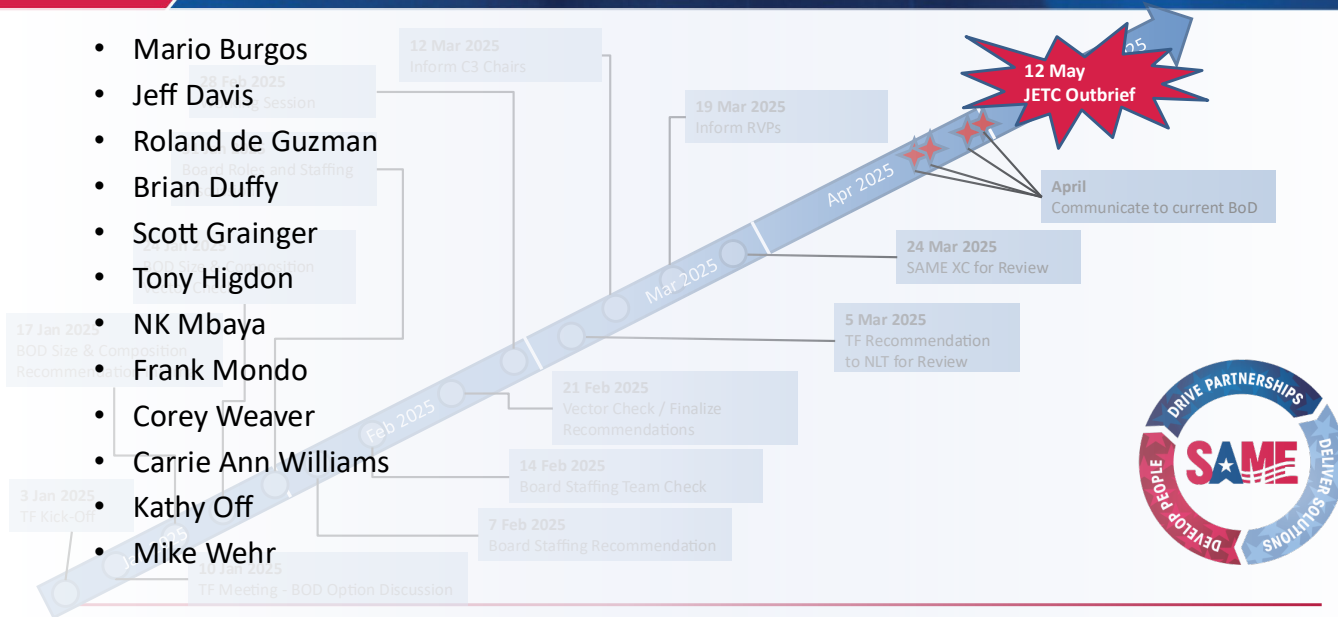
The Speed of Relevance

Imperatives for Restructuring



Restructuring Enables SAME to Operate at the Speed of Relevance!

Task Force Journey



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Courses of Action

Evaluated 3 COAs

1. Flipped Paradigm BOD
 - 16 Voting BOD
2. As proposed at Nov BOD
 - 68 Total (47 Voting)
3. No Change
 - 69 Total (52 Voting)

Recommended – Flipped Paradigm



Executive Committee (formerly NLT)

President, President - Elect, Past President, 3 Vice Presidents, Treasurer
Meets Monthly



New Board of Direction (formerly XC)

Comprised of NLT and 9 representatives from Leadership Assembly
Meets quarterly

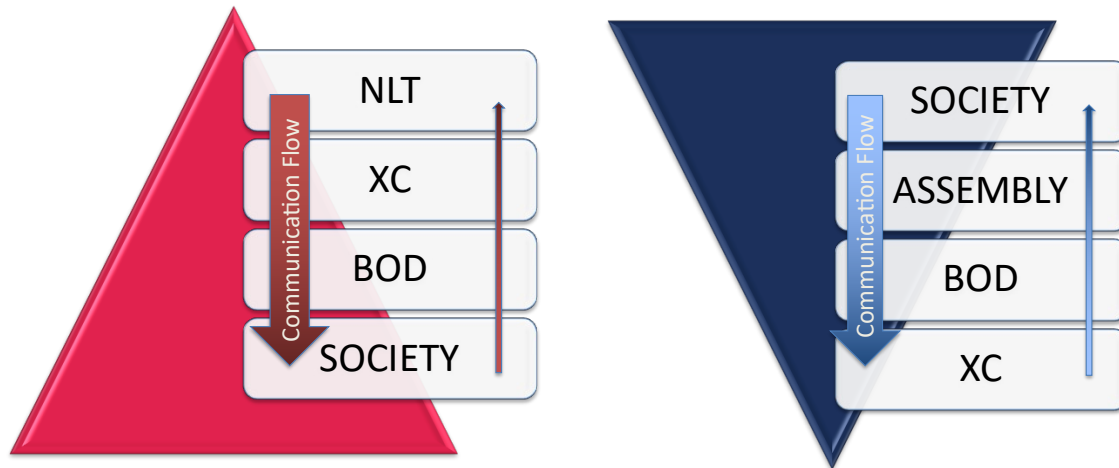


National Leadership Assembly (formerly BOD)

57 Members and Growing
Meets twice a year
Focused on issues and interests of broader membership

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Flip the Paradigm



The NLA Elevates and Amplifies the Voice of the Society!

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Proposed BOD Composition

BOD is comprised of XC + 9 representatives from NLA

- Total 16 Voting Members
 - 7 XC- Past, Current and President Elect, 3 VPs, Treasurer (XD, Counsel, Foundation President are non-voting)
 - 9 members selected from National Leadership Assembly
 - 3 Elected Directors
 - 3 RVPs
 - 3 COI/Council/Committee Chairs
- **If a tie vote occurs, Foundation President is the tie-breaker**

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Considerations for BOD composition

- **Previous engagement and performance (to include scorecard)**
- Universal Considerations
 - Mix of public (uniformed and civilian) and private sector (large, small, AE, construction)
 - Mix of disciplines within the A/E/C umbrella
 - Mix of service affiliation— active or retired
 - Mix of continuity and fresh perspective
 - Mix of Fellows and emerging Fellows
 - Not necessarily personally known to incoming President
 - At least 1-2 YPs
 - High potential for future national leadership (XC) role
 - Ability to represent a broader demographic beyond specific role
 - Geographic diversity
 - Confirmed full commitment to expectations
- RVPs
 - Regional diversity
 - Strong Posts
 - Strategic importance (Indo-PACOM, Europe)
- COI/Council/Committee
 - Mix of human capital and technical
 - SWOT across programs
 - Strategic importance
- Elected Directors
 - Previously held positions/strategic need
 - Background diversity

- **9 Members selected by the President in collaboration with National Officers/XD/Staff**
- **NLA approves the BOD slate by majority vote**

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Roles and Responsibilities – National Leadership Assembly (NLA)

The National Leadership Assembly (NLA) is charged with being active representatives for their constituents within SAME. NLA members will report on status and progress within their respective scope of responsibilities/assignment during the biennial meetings.

From this, the NLA provides guidance and direction, recommends policy changes, develops resource requests, and leads actions in support of the SAME Mission, Vision, and Strategic Plan.

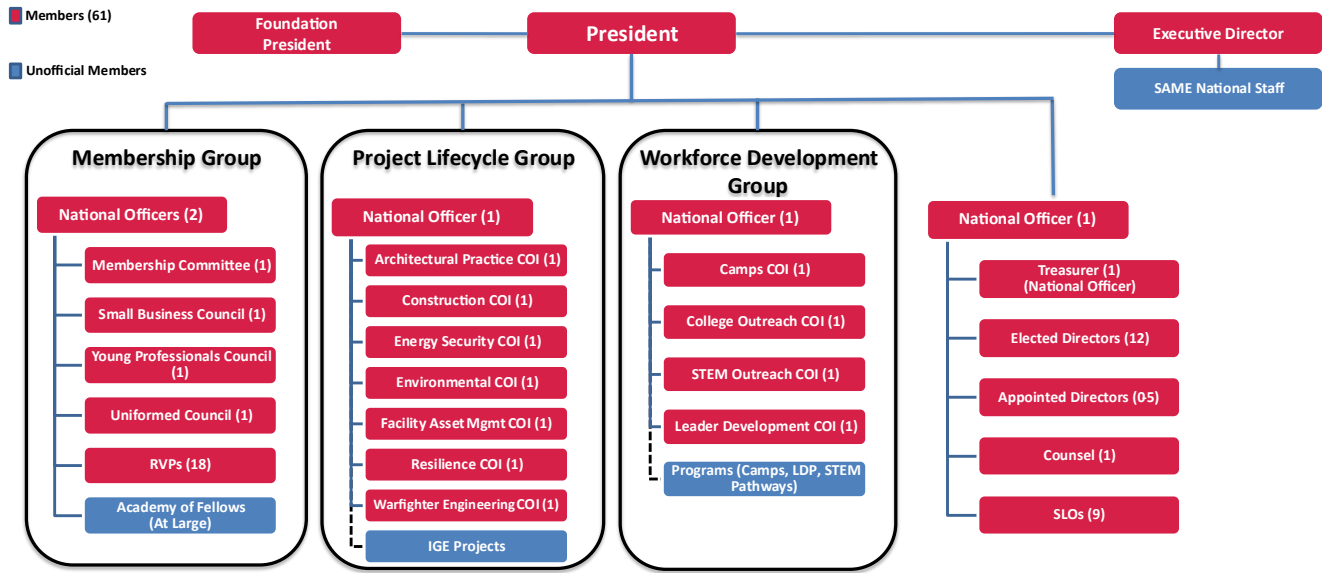


- **NLA approves the slate of members joining the BOD for the following year with majority vote.**
- **NLA may return a BOD vote for more discussion with 2/3 dissent provided within two weeks of receiving the minutes.**

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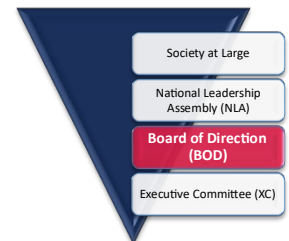
National Leadership Assembly



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Roles and Responsibilities – Board of Direction (BOD)

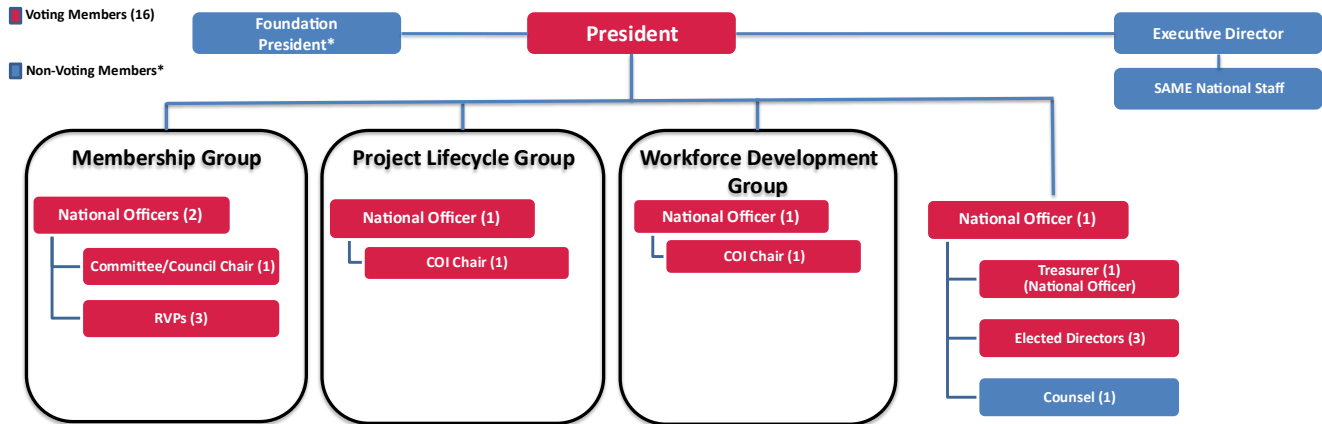
The Board of Direction has overall charge of all activities of SAME, and has the power, within the limits specified in the Constitution and Bylaws, to **initiate and execute measures needed to support the SAME Mission, Vision, and Strategic Plan.**



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National Board of Direction



* Foundation President will be tie-breaking vote

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Roles and Responsibilities – Executive Committee (XC)

The XC (*Pres, Past Pres, Pres-Elect, 3 VPs, Treasurer, Counsel, XD, Foundation Chair*) collectively ensures **effective governance** and **strategic direction** for the organization.

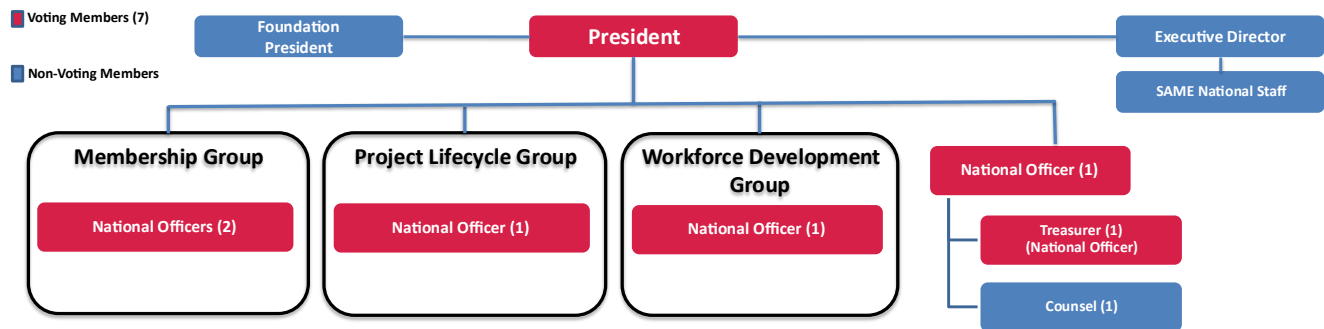
This includes leading the Board of Direction, National Leadership Assembly, and SAME members. They share information among SAME entities.



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Executive Committee



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What we Heard/Learned

- We are fortunate to have such passionate leaders in the Society
- The Society is ready for this change
- Communication is critical to ensure transparency and credibility
- National Leaders are meeting regularly for collaboration and engagement and are "assembling" in person twice a year
- Impact is determined by engagement, preparedness, and responsiveness

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Recommendations for Next Steps

- Operationalize the NLA
 - Process for gathering input
 - Organization for meeting
- Comprehensive Elected Director Review
 - What are the Roles/Missions/Expectations?
 - Do we have the right number?
- 1, 2, 3 – year lookback at governance structure to measure success

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Vote – Restructuring

The NLT and XC have reviewed and approved the following for BOD vote.

- ✓ Board Re-structure & Composition
 - NLT becomes the Executive committee (XC)
 - 7 National Officers, Executive Director, Foundation Chair, Counsel
 - XC becomes Board of Direction (BOD) w/16 voting members
 - 7 National Officers
 - 3 RVPs, 3 C3 Chairs, 3 Elected Directors
 - BOD becomes National Leadership Assembly (NLA)



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Vote – Bylaws

The NLT and XC have reviewed and approved the following for BOD vote.

Changes were sent as read-aheads for the JETC Meeting

- ✓ Bylaws changes to implement the new governance structure
- ✓ Updated DEI Language
- ✓ Added conduct clause

Updated Terminology

- Updated C3 Terminology
- Consolidated language to eliminate redundancy



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2025-2026 Board of Direction

BOD Position	First	Last
C3 Chair Membership	Brad	Wilson
C3 Chair Project Lifecycle	Ann	Ewy
C3 Chair Workforce Development	Zakary	Payne
Chair, Foundation	Tim	Byers
Counsel	Craig	Crotteau
Elected Director	Shane	Payne
Elected Director	Roland	DeGuzman
Elected Director	Sid	Osgood
Executive Director/Secretary	Mike	Wehr
Past President	Sharon	Krock
President	Mike	Huffstetler
President-Elect	Ben	Matthews
RVP	Colleen	Rust
RVP	Wendy	Amann
RVP	Ed	Chamberlayne
Treasurer	Justin	Beard
Vice President	Carrie Ann	Williams
Vice President	Patrice	Melancon
Vice President	Albert	Romano



VOTE

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SAME Year-end National Officer Reports

Charlie Perham, R2C Chair

Patrice Melancon, AOF

Mike Huffstetler, Tech COIs

Ben Matthews, HC C3s

Albert Romano, RVPs/Membership



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Review & Ranking Committee (R²C) Board of Direction Report

Charlie Perham, Immediate Past President

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R²C REPORT – FY'25 Allocation

- Total FY 2025 **INVESTMENT**: \$336,638

Funding Source:

Funding Source	Amount	Portion
Foundation	\$286,000**	84.9%
Budget	\$50,638	15.1%

Category Allocation:

Category	Amount	Portion
Leadership	\$167,238	49.7%
STEM	\$139,400	41.4%
Other	\$30,000	8.9%

- TOTAL FY'25 SPEND TO DATE: \$91,783

** DOES NOT include \$30,000 SAME Foundation staff support

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R²C REPORT – FY'25 Spending

C3	PROGRAM / STATUS	2025 FUNDING	YTD'25 SPEND	COMMENTS
YP	Credentiailling Review Course Pilot Program	\$5,000	\$5,000	FULLY EXPENDED; Program is in excellent shape with good participation
	Credentiailling Assistance Program (CAP)	\$4,000	\$1,000	Pending additional applicants; YTD = 2 submissions/disbursements
LD	Cohort Onboarding, Graduation Support	\$141,238	\$16,557	Final costs recognized ~JUN/JUL'25
	UPIC Financial Support	\$10,000	\$0	Held for UPIC '25/'26 UPIC projects, team leadership assessment (reallocation)
	Pathway to (Dredging) Success	\$16,000	\$0	Anticipate full expenditure; events scheduled for End of September 2026 (100 hours) for male general population & Veterans Day weekend (50 hours) incarcerated veterans only. 4th Circuit Court judges contacted; most class participants will be sentenced to the program.
	National Webinar Speaker Support	\$6,000	\$3,000	Anticipate full expenditure; 1 st webinar: 40 attendees, COL Bob Dixon, USA (Ret), leadership and getting people in the right seats on your team; 2 nd webinar: JUL'25
CO	Student Chapter Workshop held during SBC'25	\$42,400	\$0	Planning TBD

ON TRACK

CONCERN

INADEQUATE

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R²C REPORT – Spending (cont.)

C3	PROGRAM / STATUS	2025 FUNDING	YTD'25 SPEND	COMMENTS
STEM O'Reach	STEM Pathways for Indigenous Youth	\$150,000 (\$30,000 (SAME -F))	\$0	Events planned for Q2, Q3 & Q4'25;
VTW	VTW Junior Officer / Enlisted Travel Stipends	\$5,000	\$7,917	Additional OCONUS travel costs; increase request for 2026 to previous \$10,000 level
CAMPS	Insurance	\$15,000	\$51,456	FULLY EXPENDED; budgeted \$15,000 (SAME-F), \$15,000 (SAME budget); Added Sexual Misconduct coverage (\$20,966)
	Mentor travel (airfare, transportation)	\$10,000	\$0	Anticipate full expenditure, funds expended JUN/JUL'25
	OCONUS camper transportation	\$5,000	\$0	Anticipate full expenditure; funds expended JUN/JUL'25
	Marketing support	\$10,000	\$4,791	REMAINING FUNDS AVAILABLE FOR REALLOCATION, outstanding MAR/COMM support, 491 applications received vs 270 camper slots
N/A	2025 Texas Region Leader Development Program	\$10,000	\$2,134	Anticipate full expenditure; additional events scheduled for remainder of the year
TOTAL FY'25 SPEND TO DATE (as of 4/30/25):			\$91,783	

ON TRACK

CONCERN

INADEQUATE

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R²C REPORT – FY'26 Requests

- Total FY 2026 **REQUESTS**: \$301,554

Category Allocation:

Category	Amount	Portion
STEM	\$113,000	34.1%
Leadership Development	\$167,054	50.4%
Professional Development	\$21,500	15.5%
Other	\$0	0.0%

**** DOES NOT include SAME Foundation staff support request**

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AOF Report

Patrice Melancon, AOF Chair & Vice President



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AOF Year End Report

Thank you to my XC!!!

- Deputy – Jeanne LeBron
- VC, Internal – Beth Harris Durscher
- VC, Outreach & Engagement – Bill Grip & Russ Patterson
- VC, Mentoring – Shawn Moore
- VC, Communications & Marketing – NK Mbaya & Carrie Ann Williams
- VC, Awards – Marilyn Lewis
- VC, Events – Lisa Thoele Dugan

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Journey to Fellow

Deputy Jeanne LeBron developed

- Session 1 – What is a Fellow?
- Session 2 – Detours & Alternate Paths to Fellow
- Session 3 – It's YOUR Journey!
- Session 4 – Benefits of Being a Fellow

Support team – Chef Scheffler, Lindsey Roberts
McKenzie, and Jeff Duguid

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Post Mentoring Support Program

- Derived from Strat Plan 2030
- Collaborative effort with RVPs
- Leadership
 - Bill Grip, AOF XC
 - Russ Patterson, AOF XC
 - Albert Romano, Ntl VP, RVP Liaison

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Post Mentoring Support Program

- Initial Effort – 3 posts
 - Inland Empire
 - Coastal Carolina
 - Spokane
- RVPs and Post Assessments
- Mentoring Survey

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Post Mentoring Support Program

- Post Fellows POC ID – 67%
- RVP/RFPOC Integration Call
- AoF Liaison participation in RVP Calls
- Quarterly Town Hall/Bimonthly RFPOC mtgs

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- Future Activity
 - RVP/RFPOC Call Ingegration – 1 Jun
 - Post Fellow POC Roster – 1 Jul
 - RVP Assessment → Entry to PMSP – 1 Jul
 - Potential Changes to RFPOC duties – 1 Oct
 - Mentoring Survey – 1 Aug
 - RVP Call collaboration
 - Expand/Initiate Collab w/YP, SB, US Councils

Technical COI Report

Mike Huffstetler, President Elect

- Chair: Laurie Whitney / Incoming Chair: Darryl Moser
- Offered an impressive 41 learning units specifically approved as continuing education for licensed architects at SBC with another 43 offered at JETC
- Successfully launched an annual SAME Design Awards program- awards being presented at JETC
- Executed a Memorandum of Agreement with the American Institute of Architects, cementing our strategic partnership
- Submitted IGE "Installations of the Future" white paper
- Met all workplan objectives

- Chair: Angie Martinez / Incoming Chair: Curt Haldeman
- Collaborative Delivery line of effort completed our report on Collaborative Delivery methods which will be published for JETC25
- Partnering LOE facilitated conversations and IGE sessions to develop a Unified Partnering Playbook (Mike B presenting to EAG)
- A training curriculum, via webinar series, in partnership with DAU went from idea to reality. Sam Barnett's LDP UPIC with support from the Construction COI
- COI has led panel discussions and IGE sessions at local, regional, and national events
- Weekly calls consistently have industry members with SAME, government reps from USACE and NAVFAC, and our partner organizations (AGC, DBIA) all actively involved

- Chair: Matt McCann / Incoming Chair: Elizabeth Bradford
- Renamed from Energy & Sustainability COI to **Energy Security COI**
- Updated ES COI charter to align 2030 SAME Strategic Plan; updated the ES COI Work Plan to ensure supports the mission and Strategic Plan
- COI leadership team clearly identified roles and responsibilities in the Charter for each Vice Chair position, which allowed volunteers serving in these positions to focus their effort and goals on specific tasks in direct support of the COI's goals which were in line with the 2030 SAME Strategic Plan.
- Cancelled the Electric Vehicle Infrastructure IGE, replacing it with a new IGE proposal: "Addressing the Security of the Energy Infrastructure Supply Chain"

- Chair: Ann Ewy
- In accordance with our workplan, the ECOI provided an opportunity to facilitate meaningful relationships between Government and industry by hosting an ECOI meeting at SBC 2024 with Government speakers
- ECOI began sending monthly newsletters, which had not previously been done, to broaden our reach to ECOI members
- ECOI completely revamped monthly meetings by using a clear and consistent agenda that includes updates from steering committee members on relevant topics and monthly spotlight speakers
- Developed a succession plan matrix to aid in planning for future leaders in the ECOI while still providing consistency from existing steering committee members
- The PFAS IGE in conjunction with the ECOI continued to provide extensive PFAS related information via webinars and factsheets to support our environmental community in this evolving topic

- Chair: Michael Zapata / Incoming Chair: Rigo Cisneros
- Strategic Partnerships: MOU w/ IFMA* to catalyze FAM industry engagement
- FAM Knowledge: Established Monthly COI Webinars for membership value
- Engagement: Standup of SMS Working Group for Facility Assessments
- Membership: Pivot to topic focused Working Groups to facilitate participation
- Collaboration: Conducting FAM IGE Roundtable with IFMA* at JETC 2025

**IFMA = International Facility Management Association*

- Chair: David Foster
- JETC 2024 GeoWERX Demonstration
- DoD Geospatial Engineering Community Engagement & Support
 - DoD Geospatial Engineering Leadership Forum (GELF) Meeting (JETC 2025)
 - DoD Geospatial Engineering Roundtable (JETC 2024)
 - DoD Geospatial Engineering Leadership Forum (GELF) 2024 - Chartered. Standing body, direct result of SAME GWG activities and support
- Publications: September -October 2024 TME Geospatial Engineering focus. Numerous articles in all TME periodicals have geospatial engineering, a cross functional enabler, content.
- JETC 2025 DoD travel restrictions impacts: GeoWERX Demo and DoD Installation Geospatial Information & Services Governance Group (IGG) Quarterly Meeting

- Chair: Rick Sloop / Incoming Chair: Matt Beverly
- Scheduled and executing CGO-led Warfighter Seminar for JETC
- Supported all seven JEOC offerings with Contractors on the Battlefield briefs.
- Briefed JS on the 2024 Warfighter Findings
- COI SMEs helped influence NAVFAC to include GCSMAC Contractors in their WARP Exercises -- 7 exercises over the last 12 months. Additionally, PACAF has invited the AFCAP Contractors to their Weaponizing Construction in the Indo Pacific Conference
- Collaborated with the Construction COI on the Progressive Design Build paper

- Chair: Patrick Hogeboom / Incoming Chair: Paul Tschirky
- Led cyber collaboration efforts on the Cybersecurity Maturity Model Certification (CMMC) 2.0 requirements for Operational Technology (OT) Systems, Cyber OT IGE, and the development of the first ever JETC Cyber Track
- Provided support to Post Resilience events and presentations to include: National Levee Safety Program, military installation resilience, coast to coast resilience lessons learned, California wildfires, and Tsunami preparedness
- Fostered continued growth and development of three IGEs (Cyber OT, Sea Level Rise*, and Planning for Future Federal Facilities Innovation). Sea Level Rise IGE concludes in May 2025 after meeting the IGE goals of advocacy and education
- Supported and promoted post and workforce development COI resilience efforts, increased collaboration efforts with industry partners, provided leadership opportunities in addition to the COI's technical opportunities outlined in the revised Charter

*Climate Change: Sea Level Rise in Coastal Regions and its Effect on Military and other Public Infrastructure (started September 2021)

Human Capital C3 Report

Ben Matthews, Vice President

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Overall Summary

- Thank you to our Chairs:
 - Josh Graham, Allison Cantu, Marilyn Zenko, LCDR Tim Dahms, Zakary Payne
- Welcome our New Vice President and Chairs
 - Carrie Ann Williams, Victoria Hernandez, Christopher Poulus
- Leveraging the SAME HQ tools
 - Work Plans and Assessments

#1 Strategic Alignment and Governance	Adherence to foundational governance principles and alignment with SAME's strategic goals. Up -to-date charter, succession planning, and a structured Steering Committee that ensures the mission, of each C3 operates in a way that advances organizational priorities.
#2 Participation	Engagement and involvement of C3 members and volunteers, with a focus on filling leadership roles, maintaining consistent volunteer support, and tracking participation in C3 activities.
#3 Operating Order & Standards	Operational effectiveness of each C3, focusing on communication practices, newsletters, Engage updates, website maintenance, and timely scheduling of webinars.
#4 Value to Members	How C3s deliver value by providing members with access to industry expertise, fostering professional networking, and facilitating collaborative solutions. By excelling in these areas, C3s enhance member benefits and drive meaningful engagement.
#5 External Reach	Effectiveness in establishing relationships with external partners and other C3s. By building strategic partnerships and exploring synergies, C3s can expand their impact.

- Baseline for Growth with strong alignment

	STRATEGIC ALIGNMENT & GOVERNANCE	PARTICIPATION	OPERATING ORDER & STANDARDS	VALUE TO MEMBERS	EXTERNAL REACH
K-12 STEM	5.0	3.3	2.7	3.7	3.0
National Officer	4.6	3.3	2.7	3.8	2.8
Camps	4.0	3.3	4.5	4.5	3.0
National Officer	3.7	3.3	3.3	4.5	2.3
College Outreach	3.2	3.0	3.7	3.3	2.5
National Officer	3.2	3.3	3.3	3.3	2.3
YP	4.2	3.7	3.7	4.0	3.3
National Officer	4.9	4.0	3.7	4.0	3.5
Leader Development	3.0	3.0	3.3	4.0	2.0
National Officer	3.4	3.5	3.3	4.2	2.3

- Areas of Excellence/Best Practices
 - STEM spotlights Post best practices through monthly webinars
 - Camps Manual is a gem for governance and mission alignment
 - College Outreach encourages their volunteers and subcommittees to run
 - LD COI call tempo/agenda creates stability
 - YPs building strong R2C requests and a robust steering committee
- Identify, Inspire, Connect, Retain.
- Connection is the key



RVPs/Membership Report

Albert Romano, Vice President

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RVPs Update

Ongoing:

- RVPs continued to focus on post engagement and providing support in alignment with SAME's priorities and the SP2030.
- Continued Monthly RVPs' Calls. Third Wednesday of the month at 3PM ET:
 - Updates on National Initiatives & Operations.
 - Post Operations, deliverable requirements, and Regional Updates.
 - Sharing lessons-learned and best practices amongst RVPs.
 - Guest engagement, including: AOF collaboration, Membership Committee updates, BOD structure and new credentialing program benefits, and National Office leadership participation & updates.
- Utilizing the "Engage" tool to communicate with RVP/DRVPs in between meetings

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Upcoming:

- 2025 RVP Post Assessments due this summer.
- Revised “Post Assessment” tool debuts this year (Thank you Frank Mondo & Team!).
 - Designed to better align with SP2030, post operations & annual national requirements.
 - Evaluation tool moving to an online submission
- Surveys to begin in August 2025 after PLW - RVP/Post President Dialogue
- PLW Planning is underway with Post Leader topic survey
- Expanding collaboration & engagement by RVPs:
 - AOF Posts’ Mentoring & Support Program.
 - RFPOC Quarterly Joint Calls

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DRAFT Revision

Post Operational Compliance										0	3	5	Date Submitted
										No	Yes, but late	YES	14-Feb
										No	Yes, but late	YES	15-Mar
										No	Yes, but late	YES	16-Mar
										No	Yes, but late	YES	1-May
										No	Yes, but late	YES	2024
										No	Yes, but late	YES	1-Jun
										Comments: (SAMPLE) Submitted Streamer on 14 Feb. Post has not updated their By-Laws in 7 years; engage with National Office for support.			
										Subtotal:		23	77%
												70% or better	
												50 - 69%	
												Below 50%	

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DRAFT Revision

[illegible]

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DRAFT Revision

[illegible]

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Outgoing RVPs

Huge Thank you to the following outgoing RVPs for their leadership !!

First Name	Last Name	Region
Jim	Carter	California
Frank	Mondo	Carolinas
Robert	Burton	Heartland
David	Johnson	Lakes
Summer	Gladden	MidAtlantic
Julia	Pluff	Missouri River
Lisa	Brandon	Northeast
Caroline	Roberts	Northern Tier
Alexander	Masters	Ohio Valley
Joshua	Biggers	Pacific
Eric	Wilbur	Texas

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RVPs - Streamers/Awards

- **Distinguished Posts and Streamer:**
 - **64** Complete submissions – **61** Streamers awarded
 - **58** Posts with Distinction
- **Highlights of Streamer submissions:**
 - ↑ 624 IGE events & activities
 - ↑ 336 Resilience events & activities
 - ↑ 616 Develop Leaders & related activities
 - ↑ 757 STEM activities
 - ↑ 387 Veterans Transition & support activities
- **Membership Streamer**
 - 81 Posts grew their membership in 2024.
 - 77 grew by 5% or more!

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National Level Post Awards:

- IGE Post Award – Pikes Peak
- Post STEM Award – Panama City (large) Anchorage (medium)
- Post Service Medal – Yvonne Rivera

Streamer Reminders:

- **NOT optional for Posts.**
Programmatic info is needed from every post!
- **Portal is open on Post Resource Center!**
- **Enter information regularly throughout the year!**

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Highlights:

- Revised Work Plan to reflect the SP2030 goals.
- Revising “Charter” to reflect the SP2030 goals & support to Posts.
- Continuing monthly calls with Post Membership POCs to share best practices & resources.
- Collaborating with SAME National Office to enhance accuracy of membership database information.
- Expanding collaboration with RVPs & the AOF to support Posts.
- Leveraging the “Engage” tool to expand communications & information/resource sharing.

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- Chair: Sally Clark / Incoming Chair: Lori Revely
- Communications:
 - Supported monthly Small Business newsletter to keep members in the know about key issues; contract opportunities; and events of interest
 - First COI to launch Engage community
 - Routine posting on LinkedIn to extend visibility
- Education
 - Hot-topic webinars to educate members on impacts of new administration
 - Regular Webinar Wednesdays
- Outreach
 - Monthly meetings with Post small business liaison officers
 - Support of regional events
 - Enhanced engagement with related Strategic Partners
- Conferences!!
 - Support abstract reviews for both SBC and JETC
 - Helped grow SBC to over 6,000 registrants through continual feedback on increasing value, broadening government participation, adding activities such as Capability Statement reviews
 - Established an Exhibitor Advisory Council to ensure high ROI for corporate members

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Uniformed Council

Chair: Brad Wilson

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Looking Back

Share the Value

Sharon Krock, President



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THANK YOU & KEEP UP THE GOOD WORK!

- Danielle Barner
- Josh Biggers
- Lisa Brandon
- Mario Burgos
- Robert Burton
- Jim Carter*
- Sally Clark
- Rad Delaney
- Summer Gladden
- Josh Graham
- Patrick Hogeboom
- Mike Huffstetler*
- David Johnson
- Sharon Krock*
- Angie Martinez*
- Alexander Masters
- Ben Matthews*
- NK Mbaya
- Frank Mondo
- Dave Newkirk
- Arpan Patel
- Charlie Perham
- Julia Pluff
- Caroline Roberts
- Rick Sloop*
- Laurie Whitney
- Eric Wilbur
- Mike Zapata
- Marilyn Zenko



*moving to different position

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Looking Forward

Build the Bond

Mike Huffstetler, President-Elect



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OATH OF OFFICE

Please raise your right hand and repeat after me the oath of office. In the presence of honored guests and members here assembled - **I, (state your name), do so solemnly promise and pledge - that I will faithfully and honestly- discharge the duties of my position to the best of my knowledge and ability to serve our Society Members, Posts, Regions, National Entities and the National Security of our Nation.**

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Ranking & Review Committee (R²C) and Resource Request Process

Rob Biedermann

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Resource Request & R²C Overview

Three-part process:

1. C3s and Programs **SUBMIT**
Resource Requests
2. R²C **ADJUDICATES** requests
and **ALLOCATES** funding
3. BoD **APPROVES** Budget
/allocated funds



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Submission Dates

[SAME Engage! Board of Direction](#)
[Library COI, Council, Program](#)
[Chairs folder](#)

PART 1

NLT APR 30: C3s & Programs SUBMIT DRAFT *Resource Request(s)* to National Officers for REVIEW, copy Staff Liaisons

NLT JUN 30: C3s & Programs SUBMIT FINAL *Resource Request(s)* to National Officers for REVIEW and ENDORSEMENT, copy Staff Liaison

- DRAFT *Resource Requests* allows National Officers and National Office Staff to refine requests prior to final submission to the R²C

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Submission Dates

[SAME Engage! Board of Direction](#)
[Library COI, Council, Program](#)
[Chairs folder](#)

PART 2

NLT EOM JUN: R²C REVIEWS all *Resource Requests*, creates a DRAFT *Allocation*, SUBMITS to XC

AUG XC Mtg: XC REVIEWS DRAFT *Allocation*, TENTATIVELY APPROVES

AUG: National Officers INFORM C3s & Programs of TENTATIVE approval or disapproval

NLT OCT 15: SAME Foundation NOTIFIES SAME of next FY funding

NLT EOM OCT: R²C CONSIDERS SAME Foundation funding, DETERMINES FINAL C3, Program funding, SUBMITS recommended funding to XC

- R²C allocates both *Foundation* and *Budget* monies as related to C3 and Program requests

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Submission Dates

[SAME Engage! Board of Direction
Library COI, Council, Program
Chairs folder](#)

PART 3

NLT DEC XC Mtg: National Office PREPARES & SUBMITS final budget to the XC to include R²C-recommended funding

DEC, Upon Budget Approval: National Office staff PREPARES Funding Memorandums, DISTRIBUTES to C3s, Programs

- R²C works by the authority of the Board of Direction, final allocations are ultimately approved by the BoD
- *Funding Memos* detail amount allocated, any restrictions, reporting requirements
- Programs receiving *Foundation support* MUST submit a report detailing the impacts of their program in the following FY. Why? Fundraising!

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Resource Request Tips

[SAME Engage! Board of Direction
Library COI, Council, Program
Chairs folder](#)

- Must be well thought out and presented – *do not take this for granted !!*
- Remember – *How does this request support the SAME Strategic Plan*
- Funds may be allocated *with restrictions* – delicate balance between too specific, too general...
- No *pot of money* requests...
- R²C considers all requests, not just STEM and leadership...
- Use the funds you're allocated or notify soonest...
- Must be *programmatic*...
- *Pigs get fat, hogs get slaughtered!* Requestors should be realistic

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COI Resource Requests

- Resource Request process:

- Date, Requestor:
- Program, support description
- Outcomes, impacts
- Measurements
- Strategic Plan, Workplan alignment
- Support type
 - \$\$s
 - Workhours: AOF
 - Other
- Budget
- When, over how long

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COI Resource Requests

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Groups beginning May 12, 2025

Workforce Development Group

- Chair: National Officer
- Member Chairs
 - Camps COI
 - College Outreach COI
 - K-12 STEM COI
 - Leader Development COI
- Program Chairs
 - Leader Development Program
 - National Camps Program
 - STEM Pathways Program



Membership Group

- Chair: National Officer (x2)
- Membership Committee
- Councils (YP, SB, Uniformed)
- RVPs
- AOF

Project Life Cycle Group

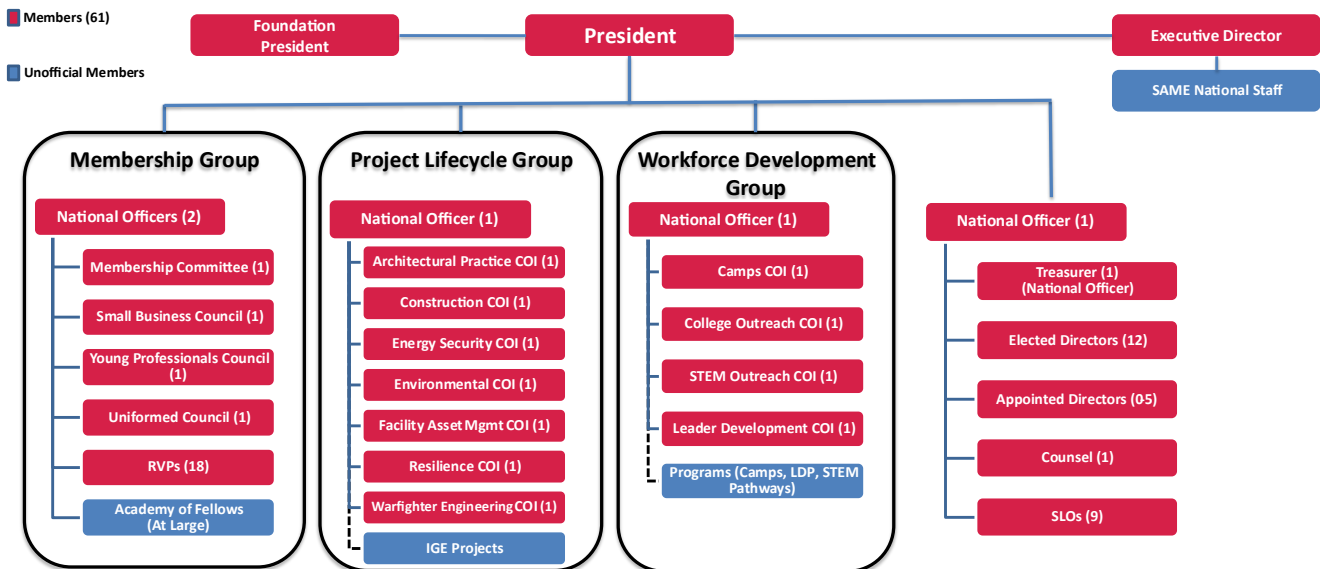
- Chair: National Officer
- Member Chairs
 - Architectural Practice COI
 - Construction COI
 - Energy & Sustainability COI
 - Environmental COI
 - FAM COI
 - Resilience COI
 - Warfighter COI (formerly JECO)
- IGE Project Leads



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National Leadership Assembly



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Executive Committee
(formerly NLT)

President, President- Elect, Past President, 3 Vice Presidents, Treasurer
Meets Monthly



New Board of Direction
(formerly XC)

Comprised of NLT and 9 representatives from Leadership Assembly
Meets quarterly



National Leadership Assembly
(formerly BOD)

57 Members and Growing
Meets twice a year
Focused on issues and interests of broader membership

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SAME Leadership Score Card 2025 -2026

Prepare

- ✓ JETC Board Meeting – May 9, 2025
- ✓ SBC NLA Meeting – Nov 15, 2025
- ✓ JETC NLA Meeting – May 15, 2026

Attend

- ✓ JETC Board Meeting – May 12, 2025
- ✓ SBC NLA Meeting – Nov 18, 2025
- ✓ JETC NLA Meeting – May 18, 2026
- ✓ Positional Meetings (75%)
- ✓ Group Meetings (75%)

Deliver

- ✓ Conflict of Interest Statement – May 9, 2025
- ✓ Director Report (Directors) – one week prior to board meetings
- ✓ Streamer Review (Directors) – complete by end of Feb
- ✓ Post Assessments (RVPs) – early Oct.
- ✓ Post Reports (RVPs) – 100% Post follow-up by end of calendar year
- ✓ C3 Annual Work Plans & assoc. docs. (C3s) – Jul. 1, 2025
- ✓ C3 Assessments (C3s) – Oct. 15, 2025



Enclosure 3 – Updated SAME Bylaws



Bylaws of the Society of American Military Engineers

As amended by the Board of Direction, May 12, 2025

Article I: Name of Organization

1. This Nonprofit organization is named the Society of American Military Engineers (SAME) and hereto after, referred to as SAME or the Society.
2. The National Office will be located in Alexandria, VA, or as determined by the Board of Direction.

Article II: Corporate Purpose

1. **Nonprofit Purpose.** SAME is organized exclusively for education, training, charitable, and collaborative purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
2. **Specific Purpose.** To honor the enduring purpose of SAME as established in the original Constitution (Article II). The original Constitution will remain fixed as originally written.

Article III: Membership

1. **Eligibility.** Any individual, private company, public agency, non-profit organization, academic institution or division thereof desiring to become a member shall make application to SAME National Office using SAME's membership application forms or online application. There are no eligibility requirements for membership.
2. **Membership Business Procedures.** The Board of Direction has the authority to oversee business related aspects of membership. Changes to membership structure and/or dues will be approved by the Board of Direction. The National Office will maintain the SAME Membership Business Procedures Guide.
3. **Rights of Members.** Only Members of SAME who are current in dues may vote, hold office and receive the benefits of membership in SAME. At the discretion of the Executive Director, individual membership may be extended into their retirement in recognition of good and faithful service.
4. **Resignation and Termination.** Members may be dropped for unpaid dues or cause by a majority vote of the Executive Committee; provided, that the members shall have been given full opportunity for a hearing in their own defense; provided further, that members so dropped may be reinstated at a later date by a majority vote of the Executive Committee; provided further, that prior to such reinstatement the Member shall liquidate all their indebtedness to SAME.

Article IV: Meetings of Members

1. **Annual Meetings.** SAME shall hold an annual meeting for members. Notice of the place, day, and hour shall be published at least two months prior to the date of the meeting.
2. **Regional Meetings.** Regional conferences or events hosted by one or more Posts, may be held as approved by the Regional Vice President(s). The Executive Director shall approve the dates to avoid conflicts with Federal and religious holidays and other regional and national activities.
3. **Post Meetings.** Posts shall hold meetings and workshops with a frequency determined by each Post Board of Direction to accomplish the goals and objectives of SAME.

Article V: National Officers. The National Officers consist of the President, Immediate Past President, President-Elect, three Vice Presidents, Treasurer, General Counsel, Foundation Chair, and Secretary. The National Officers also serve the same roles on the Board of Direction. The Executive Director acts as Secretary of the Board of Direction. The National Officers will serve as the Executive Committee, act as agents of the Board of Direction, and assist in coordination and sharing of information among entities. An elected National Officer will serve as the chair of the Academy of Fellows as directed by the SAME President.

1. **President.** The President shall:
 - a. Provide leadership to the SAME Board of Direction, Posts and members;
 - b. Determine the specific roles of the immediate Past President, President Elect and Vice Presidents in coordination with the Executive Director;
 - c. Chair meetings of the National Leadership Assembly, Board of Direction, and the Executive Committee;
 - d. With the Executive Director, oversee established policies for succession planning for all aspects of SAME Governance;
 - e. Oversee the Executive Director management and succession in accordance with the Executive Director Management & Succession Procedures.
 - f. Participate in regular in-person or remote meetings with the other Officers of SAME.
2. **Immediate Past President.** In general, the immediate Past President will assist the current President with Strategic Plan-related special projects. The Immediate Past President will assist with succession planning, chair the National Election Committee for Vice Presidents and President-Elect and serve the Board of Direction and Executive Committee in an advisory role. The Immediate Past President will participate in regular in-person or remote meetings with the other Officers of SAME.
3. **President-Elect.** The President-Elect will serve as President at the end of his or her term. The President Elect will direct and coordinate activities of the Board of Direction in a role determined by the President. The President-Elect will participate in regular in-person or remote meetings with the other Officers of SAME
4. **Vice President.** The three Vice Presidents will direct and coordinate activities of the Board of Direction in a role determined by the President. The Vice Presidents will participate in regular in-person or remote meetings with the other Officers of SAME. One Vice President, appointed by the President, will chair the National Election Committee for Elected Directors.

5. **Treasurer.** The Treasurer provides volunteer financial oversight on behalf of the Board of Direction. The Treasurer should have a thorough knowledge and understanding of the organization's financial reports and keep the board apprised of key financial events, trends, and concerns in coordination with the Executive Director and appropriate National Office Staff. The Treasurer will serve as a non-voting ex-officio member of the SAME Foundation Board of Directors and as a member of the Investment Committee. The Treasurer will serve as Audit Committee Chair for the annual audit. The Treasurer is appointed by the President and approved by the **National Leadership Assembly** for a three-year term and may be reappointed for one additional term.
6. **Secretary.** The Executive Director serves as the Secretary. Assisted by National Office Staff, the Secretary will: record all votes and minutes of all proceedings; organize regular in-person or remote meetings with the other Officers of SAME; send notice of all meetings to members of the Executive Committee and Board of Direction; and perform all official correspondence.
7. **General Counsel.** The General Counsel will be approved by and serve at the discretion of the President, President-Elect, Immediate Past President, Foundation Chair, and the Executive Director. The General Counsel will be a licensed attorney and current or former member of a state or D.C. bar who serves in an advisory role to the Board of Direction and the Executive Director, providing legal and strategic advice. General Counsel will be included in meetings and discussions of the National Officers, Executive Committee, Foundation Board of Directors, and SAME Board of Direction at the discretion of the Executive Director and other National Officers.
8. **Vacancies.** If the office of President becomes vacant for any reason between election cycles, the position shall be filled by the President-Elect, or as decided by a majority of the Board of Direction, one of the three Vice Presidents. If all offices of President, President-Elect and Vice Presidents become vacant, the Executive Director, or in the event of his disability, the Treasurer, shall temporarily perform the duties of President and shall immediately call a meeting of the Board of Direction for the purpose of filling the vacancies until the next regular election

Article VI: Elections

1. **National Elections.** The National Officers and Elected Directors, as required to fill positions vacant or due to become vacant at the Annual Meeting, will be elected prior to such Annual Meeting each year to serve until their successors will be elected, provided that a plurality of votes cast will be necessary for election. Per these Bylaws, elected National Officers of SAME shall consist of a President, a President-Elect, the Immediate Past President, and three Vice Presidents. (Reference National Nominating Procedures Guide)
 - a. **Terms.** The President-Elect shall be elected by the general membership for a one-year term. Once elected, the President-Elect shall become the President without further election for one year upon which he or she becomes the Immediate Past President. The three Vice Presidents shall be elected for a two-year term. Elected Directors serve three-year terms such that four are elected each year.
2. **Regional Vice President Elections.** Regional Vice President positions shall be filled through elections conducted in the regions within which they occur, and officers so elected shall serve for a period of two years commencing on the date of the spring **National Leadership Assembly** meeting. A Regional Vice President may remain in office once elected for an additional year without re-election by submitting intentions in writing to the National Officer who oversees RVPs. Final decision for extensions will be made by the President and Executive Director. Regions should plan for succession by assigning Deputy Regional Vice Presidents when appropriate. (Reference RVP Manual)
 - a. **Terms.** Regional Vice Presidents shall be elected by their regions for two-year terms (see Article VI, 2.).

Article VII: National Entities

1. National Leadership Assembly

- a. **General Powers.** The National Leadership Assembly shall be members in good standing and shall represent various overlapping segments of membership; and, in the discharge of its duties, shall vote to approve the National Board of Direction slate annually. The Assembly will bring forth concerns or issues and report on the activities of the Society. They may return decisions to the National Board of Direction for further discussion and re-vote with a 2/3 majority dissent.
- b. **Composition.** The voting members of the National Leadership Assembly consist of National Officers, Regional Vice Presidents, Committee/Council/Community of Interest (C3) Chairs, and Directors. The non-voting members consist of the SAME Executive Director, SAME staff in attendance, Service Liaison Officers, General Counsel, and SAME Foundation Chair.
- c. **Terms.** Terms of the National Leadership Assembly will be consistent with position terms set forth in this document (see Article VI, 1.a.-2.a., Article V, and Article VII, 7., a., i.). The President may appoint up to five Directors to serve for two-year terms and may be reappointed for one additional term.
- d. **Regular and Annual Meetings.** Annual meetings of the National Leadership Assembly will be held in conjunction with other national meetings or conferences in order to minimize travel expenses. Regional Vice Presidents and C3 Chairs may send deputies, vice chairs or incumbents if the actual assembly member cannot attend in person to act as non-voting representatives. Virtual meetings may be called outside of the normal schedule by the President.
- e. **Quorum.** The presence, in person of a majority of current members of the National Leadership Assembly shall be necessary to constitute a quorum to vote.
- f. **Vacancies.** The President of SAME may appoint individuals to fill any elected director position becoming vacant during the year upon the recommendation of the Executive Director. Vacancies occurring in a Region will be filled by a Deputy or Incumbent Regional Vice President and approved by a majority of the National Leadership Assembly. Vacancies occurring in a C3 will be filled by a Deputy or Vice Chair and approved by a majority of National Leadership Assembly.
- g. **Compensation.** Members of the National Leadership Assembly shall not receive any compensation for their services. When able, SAME will provide discounted registrations and/or travel & lodging if appropriate, to alleviate volunteer financial burden. See Benefits section of National Nominating Procedures Guide and National Travel & Lodging Guidance.
- h. **Parliamentary Procedure.** Any question concerning parliamentary procedure at meetings shall be determined by the President by reference to Robert's Rules of Order.
- i. **Removal.** Any member of the National Leadership Assembly may be removed with or without cause, at any time, by vote of three-quarters (3/4) of the members of the National Leadership Assembly if, in their judgment, the best interest of SAME would be served thereby.

2. National Board of Direction

- a. **General Powers.** The Board of Direction shall be members in good standing and have overall charge of all activities of SAME; and, in the discharge of its duties, shall have power, within the limitations of the Constitution and these Bylaws, to initiate and execute any measure whatsoever which, in its judgment, seems necessary or expedient to support the SAME Mission, Vision and Strategic Plan.
- b. **Composition.** The voting members of the Board of Direction consist of the President, Immediate Past-President, President-Elect, Vice Presidents, Treasurer, and nine positions appointed by the President from the National Leadership Assembly consisting of three Regional Vice Presidents, three C3 Chairs, and three Elected Directors. The non-voting members consist of the SAME Executive Director, General Counsel, and SAME Foundation Chair. In the case of a tie-vote, the Foundation Chair shall become a voting member of the Board of Direction to break the tie.
- c. **Terms.** Terms of the Board of Direction will be consistent with position terms set forth in this document (see Article VI, 1.a.-2.a., Article V, and Article VII, 7., a., i.). The President will appoint three Regional Vice Presidents, three C3 Chairs, and three Elected Directors on an annual basis. The Board of Direction slate will be approved by the National Leadership Assembly annually.
- d. **Meetings.** Formal meetings of the Board of Direction will be held once per quarter. To the extent possible, they will be held in conjunction with other national meetings or virtually to minimize travel expenses. Additional calls or formal meetings may be scheduled by the President.
- e. **Quorum.** The presence of a majority of current members of the Board of Direction shall be necessary to constitute a quorum to transact business, but a lesser number shall have power to adjourn to a specified later date or via e-mail correspondence without notice. The act of a majority of the members of the Board of Direction present at a meeting at which a quorum is present will be the act of the Board of Direction.
- f. **Compensation.** Members of the Board of Direction shall not receive any compensation for their services.. When able, SAME will provide discounted registrations and/or travel & lodging if appropriate, to alleviate volunteer financial burden. See Benefits section of National Nominating Procedures Guide and National Travel & Lodging Guidance.
- g. **Parliamentary Procedure.** Any question concerning parliamentary procedure at meetings shall be determined by the President by reference to Robert's Rules of Order.
- h. **Removal.** Any member of the Board of Direction may be removed with or without cause, at any time, by vote of three-quarters (3/4) of the members of the Board of Direction if, in their judgment, the best interest of SAME would be served thereby.

3. Executive Committee.

- a. **Composition.** The Executive Committee shall consist of the National Officers of the Society with terms previously outlined in Article V.
- b. **General Powers.** The Executive Committee collectively ensures effective governance and strategic direction for the organization. They will lead the Board of Direction, National Leadership Assembly, and SAME members. They specifically set agendas for board meetings and address code of conduct violations. They share information among SAME entities in support of the SAME mission, vision, and strategic plan. The Executive Committee may appoint task forces, boards of review, and other assistants, but any action taken by these subcommittees, boards, or assistants shall be subject to the approval of the Board of Direction.

- c. **Meetings.** Meetings of the Executive Committee will be held monthly. Any meetings in which official decisions are made will be recorded in official minutes and approved by the Board of Direction.
- d. **Quorum.** At meetings of the Executive Committee, a majority of the Committee, in person or by conference call, provided that voting is accomplished by roll call for those not present in person, will constitute a quorum.

4. Academy of Fellows.

- a. **Purpose.** SAME Fellows will organize themselves as an Academy of Fellows for the purpose of advancing SAME's strategic plan through leadership, mentoring and fellowship. All Society Fellows are members of the Academy of Fellows. The Academy is authorized to adopt a distinctive crest. The Chair will report its activities to the SAME Executive Committee and the Board of Direction. The Academy of Fellows will recognize new Fellows by holding an annual Investiture and will recognize exemplary leaders and mentors within the Academy. (Reference the Academy of Fellows Operations Manual for more information.)
- b. **Composition.**
 - i. **Chair.** A SAME elected National Officer will serve as Chair of the Academy of Fellows.
 - ii. **Vice Chairs.** The Chair of the Academy of Fellows will appoint for two-year terms Vice Chairs to carry out the purposes of the Academy (see Academy of Fellows Operations Manual). The Chair and Vice Chairs will constitute the Academy of Fellows Executive Committee that shall organize, plan and direct the activities of the Academy.
 - iii. **Regional Fellows.** Each Regional Vice President shall appoint a Fellow to be the Regional Fellows Point of Contact to provide input to the Academy of Fellows Executive Committee.
 - iv. **Classification of Distinguished Fellow.** Distinguished Fellows are selected from the Academy at large for their achievements significantly over and above that expected of Fellows.

5. SAME Foundation

- a. **Purpose.** The Society created the SAME Foundation to establish a means independent of the Society's operational budget of raising and managing funds to support Society programs that contribute to the development of SAME members, the A/E/C profession, and our national security. The SAME Foundation further defined its compelling purpose as "Fostering engineering leadership for our nation."
- b. **Incorporation.** The SAME Foundation, as is the Society, is incorporated in the District of Columbia as a 501 c (3) nonprofit corporation.
- c. **Strategic Direction.** The SAME Strategic Plan is the SAME Foundation's strategic plan.
- d. **Governance.** The SAME Foundation Board consists solely of a Board of Directors. No director shall serve simultaneously in a voting capacity on both the SAME and SAME Foundation Boards. The Executive Director of the Society serves as the non-voting ex officio Executive Director of the Foundation Board. The Treasurer and General Counsel will serve as non-voting ex officio members of the Foundation Board. The Chair of the Foundation Board is selected by the Foundation Board and appointed by the SAME Board of Direction. The Foundation Board selects its Board officers. The Foundation Board exercises fiduciary, legal, and fundraising responsibilities, including the responsibilities of planning, developing, and implementing the cultivation,

solicitation, and stewardship of Foundation funds and supporters, and determining the appropriate development of fund development and management policies and procedures.

- e. **Management.** The National Office Staff serves as the staff of the Foundation and is functionally aligned to facilitate clear responsibilities, smooth coordination, and accurate accounting of administrative and labor costs. SAME and Foundation taxes and annual audit are joint. The joint financial management system also includes a joint Investment Committee which is responsible for reporting quarterly investment status to SAME Posts that are invested in the Foundation's Post Funds Policy. Society requests for Foundation financial support are governed by the Memorandum of Understanding and its implementing procedural document. The Foundation Chair will provide a status report and prognostication to the Society Board at each SAME BOD meeting.
6. **Executive Advisory Group (EAG).** In accordance with the Joint Ethics Regulations (JER), all engineering service leaders have the opportunity to advise the SAME Board of Direction as part of the EAG. The EAG provides input on how SAME can best support the Department of Defense. To assist with continuity and administration, service leaders may designate an assistant to serve as a Service Liaison Officer (SLO). Service Liaisons are non-voting members of the SAME National Board of Direction.
7. **Communities of Interest, Councils, and Committees (C3)s.** C3s are defined as a segments of SAME membership that share a common interest, function, or discipline within the Architecture / Engineering / Construction (A/E/C) and related industry. Member affiliation is voluntary and declared in the individual's membership record independent of Post affiliation. A C3 is chartered by the Board of Direction to promote the SAME Strategic Plan and National Direction. The purpose of a C3 is to serve as an extension of the National Office technical capabilities and to provide individual members with avenues to develop their professional interests and expertise. (Reference C3 Operations Manual)
 - a. **Governance.**
 - i. **Term.** All C3s will be self-governing for a two-year term with the Chair as a voting member of the **National Leadership Assembly**. The President shall appoint new chairpersons for up to a two-year term. The President may also reappoint an incumbent for an additional year if the incumbent submits intentions in writing to the National Officer who oversees the C3. If incumbent is invited to extend, the National Officer providing oversight will request the extension in writing to the President and Executive Director. Final decision for extensions will be made by the President and Executive Director. C3 Chairs normally will not be reappointed beyond a total of four consecutive years. Chairs are responsible to identify a successor or request to extend another year at least 6 months prior to term expiration.
 - ii. **Procedure.** The Executive Director and the National Officers shall annually review the C3s of SAME. This review should assess the viability of each C3 and result in a recommendation to the Board of Direction on which C3s should continue into the new term along with the designation of the incoming Chairs.
 - iii. **Composition.** C3s are open to all Society members; those individuals who are not members of SAME shall be required to join SAME as an individual. The C3 should attempt to include representation from all sectors of membership as appropriate. More information about C3 Operations can be found in the SAME C3 Operations Manual.

Article IX: National Office Staff

1. **Executive Director.** The Executive Director will be responsible to the Board of Direction, the Executive Committee, the SAME Foundation, and the President of SAME for the effective administration and operation of SAME, the SAME Foundation, and SAME's National Office in accordance with the provisions of the Certificate of

Incorporation, the Bylaws and the policies established by the Board of Direction and the Executive Committee. The Executive Director of the Society is the chief salaried administrator of the Society, responsible for the effective operation of the Society. The Executive Director is an ex-officio member of the **National Leadership Assembly**, Board of Direction, the Executive Committee, the Academy of Fellows Executive Committee, the Investment Committee, and the SAME Foundation with responsibility for recommending policies and programs to carry out the Society's mission and managing a National Staff.

- a. **Duties.** The specific duties, responsibilities, and authority of the Executive Director will be prescribed by the Executive Committee in a written job description and will include by reference those duties and responsibilities specified in these Bylaws. The Executive Director shall be responsible for staffing the National Office and carrying out all personnel actions.
 - i. **Contracts.** The Executive Director shall be responsible for the executive management of SAME, including signing all written contracts and obligations and management of the SAME National Office staff. The Executive Director may delegate the signing of contracts, with designated limitations, to SAME National Office Directors.
 - ii. **Finance and Budget.** The Executive Director, with the advice and assistance of staff, will be responsible for the financial integrity and business operations of SAME with oversight by the **Board of Direction**. The Executive Director will obtain approval for the Annual National Office Budget from the **Board of Direction** prior to the start of the fiscal year. The Executive Director is responsible for keeping the Executive Committee **and Board of Direction** apprised of budget execution throughout the year.
 - iii. **Annual Report.** The Executive Director shall present annually, a report for the previous calendar year which shall include a summary of the financial and membership status of SAME and a review of SAME's activities for the past fiscal year. The Annual Report will also be published each year in order to inform the entire SAME membership.
 - iv. **Foundation Impact Report.** The Executive Director shall present annually, a report for the previous calendar year which shall include a summary of the activities and impact of Foundation support for the past fiscal year. The Foundation Impact Report will also be published each year in order to inform the entire SAME membership and will be shared externally with potential Foundation donors.
- b. **Term.** The Executive Director's term is governed by a hiring contract. The Executive Committee will review the written job description for the Executive Director and prescribe changes as necessary prior to the start of any contract renewal of an Executive Director. The President, with a Compensation Committee, shall annually assess in writing the performance of the Executive Director and place such assessment in the permanent files of SAME. (Reference Executive Director Management & Succession Procedures)
- c. **Vacancy.** In anticipation of the absence of the Executive Director, or in the event of a disability, the SAME National Officers will appoint an individual to serve as Acting Executive Director, and to discharge for the necessary period the duties devolving upon such office or until an appropriate Executive Director is hired by the **Executive Committee**.

Article X: Operations. SAME will develop and maintain a Strategic Plan to meet the purposes in the Certificate of Incorporation and to ensure the future sustainability of SAME. Official meetings and conferences of SAME, including those of individual posts, regions and C3s will be directed accordingly.

1. **Strategic Plan.** The Strategic Plan will be a five-year plan with planning for the subsequent Strategic Plan beginning two years in advance. A Charter for a Development Team will be created and approved by the **Board of Direction**.
2. **Posts. SAME will organize geographically by Posts.** Student Chapters and Field Chapters may be organized as affiliates of existing Posts. (Reference Post Operations Manual)
 - a. **Formation.** Posts of SAME may be formed with the recommendation of the Regional Vice President and approval of the Board of Direction. Posts will be subsidiaries to the national organization and need not be separately incorporated. Annual Reports and tax forms shall be submitted on time, with copies to SAME National Office. Posts are required to sign an affiliate agreement to maintain their 501c3 tax exempt status.
 - b. **Deactivation.** The **Board of Direction** shall deactivate posts that are no longer sustainable upon the recommendation of the Regional Vice President and National Officers or are not meeting regulatory financial requirements.
3. **Awards and Recognition.** SAME Awards & Recognition Policies & Procedures will be maintained by the SAME National Office. New SAME awards or removal of SAME awards will be approved by the **Executive Committee**. (Reference SAME Awards & Recognition Policies & Procedures)
 - a. **Streamer Awards.** Posts of SAME will submit for Streamer Awards in recognition of outstanding performance and achievement and as part of their required annual report. The National Office will maintain the Strategic Plan Streamer Program which is approved by the Board of Direction with Strategic Plans.
 - b. **Regional Awards.** Regional Vice Presidents may recognize volunteers for contributions made at the Regional level. (Reference the SAME Regional Vice President's Manual).
4. **Strategic Partnerships.** In furtherance of its objectives, SAME will cooperate with other engineering and related societies and organizations toward the improvement of the professional status and standards of engineering and related professions, as well as the improvement of engineering education, the advancement of the knowledge of engineering and associated disciplines and will leverage expertise to partner with charitable organizations that support United States Armed Forces Veterans and their families. The Executive Director may sign and manage Memoranda of Agreements with other organizations in collaboration with C3s. The Executive Director will present such partnerships to the Board of Direction, for the benefit of individuals, companies and Posts in SAME.
5. **Publications.** SAME shall issue a periodical entitled ***The Military Engineer***, which shall be the official publication of SAME for providing its members with news and articles relevant to SAME's purpose and providing members information on the programs and activities of SAME, and such other publications as the Executive Committee may prescribe. The Executive Director and Editor in Chief shall have charge of ***The Military Engineer***, and other publications issued by SAME and shall be responsible for all details relating to the editorial and business management connected therewith; and shall determine on the fitness of all articles and communications submitted for publication.
6. **Insignia and Logo.** The Executive Director shall establish standards for use of SAME insignia and logo.
 - a. **Insignia.** The insignia of SAME shall consist of a curved shield surrounded by a garland of laurel, symbolic of honor, distinction, and fame, surmounted by a spread eagle within whose right claw is grasped a spray of laurel of thirteen leaves and within whose left claw is grasped a cluster of thirteen arrows. The field of the shield shall be partitioned horizontally at a third of the distance from the top, the upper partition being lined horizontally,

and the nether partition showing bars of equal width, vertically drawn, seven left blank and six depicted by vertical lines, thirteen bars in all symbolic of the thirteen original states. Charged, or superimposed, upon the field of the shield, shall be the turreted castle that has been the dominating feature of all insignia of the Corps of Engineers of the United States Army since 1840. The lower half of the edge of the laurel wreath which surrounds the shield shall be partially overlapped by a ribbon streamer with three major folds, upon which are inscribed the words: "American Military Engineers."

- b. **Logo.** The Board of Direction may approve a Society Logo.

Article XI: General Policy and Procedure

1. **Uniformed Services.** For the purposes of SAME, the term uniformed services shall be defined as the Army, Marine Corps, Navy, Air Force, Space Force, Coast Guard, National Oceanic and Atmospheric Administration, and Public Health Service, to include the Reserve components of these services and the National Guard.
2. **Equal Opportunity.** SAME fully supports the policy of equal opportunity and will not discriminate or knowingly participate in any activity that discriminates based on race, creed, ethnicity, color, religion, gender, sexual orientation, age, physical or mental ability, political affiliation, marital status, national origin or other non-merit factor. Likewise, SAME will take no official action which is or appears to be detrimental or discriminatory to any class or group of people.
3. **Commitment to Inclusive Excellence.**
 - a. The Society of American Military Engineers is dedicated to fostering an environment where the contributions of all members are integral to our mission. We are fully committed to promoting a culture where diversity of thought is welcomed in everything we do.
 - b. As a professional organization, we uphold the principle that every individual should feel valued and respected, irrespective of their background or identity.
 - c. We will realize this commitment through our Strategic Plan, guided by our vision to create lasting positive impacts on our Society and the future of the A/E/C profession.
4. **Ethics.** It is the policy of SAME to adhere to the highest standards of ethical conduct in all its activities, including adherence to the DOD Joint Ethics Regulations. SAME fully supports and expects strict compliance by every member with all applicable laws and regulations in the conduct of business and professions. SAME recognizes that members who represent the government in matters affecting the economic interests of others hold special positions of public trust requiring them to observe the highest ethical standards. Accordingly, SAME supports the principle that strict impartiality must prevail in all business relationships involving the government.
5. **Conduct.** SAME does not tolerate discrimination, intolerance, harassment, aggression, or ill-will of any kind, whether presented in-person, digitally, or via another method. SAME maintains a Code of Conduct with instructions for reporting, consequences, and resolution of alleged code violations. The SAME Code of Conduct is included in national conference registrations and should be shared with members on an annual basis. (Ref: National Code of Conduct)
6. **Conflict of Interest.** It is SAME policy that members avoid conflicts of interest between themselves and SAME through full and open disclosure with the appropriate Post or National Board of Direction.

- a. **Definition.** A conflict of interest is defined as an event or activity from which a member, a member's company or a member's family may gain direct financial benefit from SAME. Such a conflict or potential conflict must be reported by that member to the Post Board of Direction if at the Post level and to the SAME Executive Director if at the Regional or National level.
- b. **Investigation.** The Post Board of Direction will investigate and consider any conflict or potential conflict of interest at the Post level and make determinations as appropriate, and the National Board of Direction will do so with regard to any conflict or potential conflict at the Regional or National level.
- c. **Outcome.** The Post shall declare in advance and submit to SAME National as part of its yearly financial report, the results of any such investigation, the contract which governs the agreement if any, and the total compensation provided to the member, member's company, or member's family.

7. Insurance. SAME will maintain appropriate insurance to protect parties involved in operations of the Society.

Article XII: Amendments. Amendments to these Bylaws may be made at any regular or special meeting of the Board of Direction, by an affirmative vote of two thirds of the Board of Direction voting in person, or by two-thirds of the voting members of the Board of Direction by email vote, provided that the Executive Director shall have presented and the Executive Committee previously approved the proposed amendment by two-thirds of the Executive Committee members in person or by conference call.



MG Mike Wehr, P.E., USA (Ret.)
Executive Director

