OPP FINAL: 03/12/2021

United States Naval Academy Foundation
Athletic and Scholarship Programs (ASP) Trustees Operating Policies and Procedures (OPP)

PURPOSE OF OPP:

To provide standard operating policies and procedures for the Trustees of the Foundation under the authority of Article III of the Bylaws and the Operating Policies and Procedures of the Foundation. These Procedures may be changed by majority vote of the Trustees. They shall not be in conflict with the Bylaws or Operating Policies and Procedures of the Foundation.

MISSION OF THE ASP TRUSTEES:

To provide leadership, need based funding, guidance and mentoring to all Foundation Preparatory School students, to provide needed private funding to all USNA varsity, club and intramural sports teams through The Fund for Athletic Excellence and to remain a highly respected organization in support of the Physical Mission of the US Naval Academy.

TRUSTEE DECISION PROCESS:

Trustee program responsibility, oversight and other issues may be raised by Trustees, Committees, or staff on an as-occurring basis. Those issues requiring a decision by the Trustees that require further research and development of alternatives will be assigned by the Chair of the Executive Committee to a Committee of the Trustees to research the issue with staff and prepare a proposed course of action. The cognizant Committee Chair will brief the Executive Committee and prepare a summary of the issue findings and a proposed decision to be included in a read-ahead package for the next meeting of the Trustees.

If Trustees have questions, or are not in agreement with the proposed action, they should discuss their concern with the cognizant Committee Chair in advance of the meeting if they wish to be recognized from the floor when the issue comes up for vote by the Trustees. The procedure of advising concerns in advance (in order to be recognized from the floor) is necessary to conduct business in an orderly manner in view of the large number of Trustees. Furthermore, most concerns may be satisfied through discussion with the cognizant Committee Chair in advance of the Trustee meeting. The Chair of the Executive Committee is responsible for directing implementation of decisions made by the Trustees.

OVERSIGHT PROCESS*:*

The Trustee oversight process will be achieved through reports, oral and written, to the Trustees by Chairs of Trustee Committees, Trustee Committee members of Foundation standing Committees, professional Trustee staff and by audits and other reports of independent consultants as appropriate.

TRUSTEE PARTICIPATION AND REQUIREMENTS:

Once inducted, a Trustee serves an initial three year term. All Trustees who remain in good standing may continue to serve additional three year terms, pending review and recommendation of the Membership Committee.

For those Trustees who are less than 15 years from graduation, a required minimum annual donation to the Naval Academy Foundation of $1500 in each fiscal year. This donation will support The Fund for Athletic Excellence while also covering the annual Dues [$750] to support A&SP operations. One payment to cover both parts should be made to the A&SP Executive Director, online or to the USNA Foundation.

For those Trustees at or beyond 15 years from graduation, a required minimum annual donation to the Naval Academy Foundation of $2500 in each fiscal year. This donation will support The Fund for Athletic Excellence while also covering the annual Dues [$750] to support A&SP operations. One payment to cover both parts should be made to the A&SP Executive Director, online or to the USNA Foundation.

All Trustees are encouraged to support other Physical Mission initiatives from time to time including Special Projects by the Athletic Director, Single Sport team initiatives and Capital Projects. This type of financial participation by Trustees is a personal decision. However, the only requirement to remain in good standing as a Trustee are the required minimum annual amounts to the Fund for Athletic Excellence delineated above.

All Trustees are required to attend at least 3 of 6 semiannual Trustee Meetings during each 3 year term. To better enable Trustees to meet this requirement when restricted on travel, Video Conference capability will be provided to enable Trustee attendance.

Although not a requirement, Trustees are encouraged to serve on Standing or ad-hoc Committees, special projects and other A&SP or regional work. Trustees are also encouraged to advocate for The Fund for Athletic Excellence in their respective Class Projects to support A&SP and our goals.

When possible, Trustees are encouraged to identify to the Membership Committee candidates for future Trustee openings. This should be done by adhering to the Membership Committee process and coordinating all needed requirements for nomination.

NOTE- If extenuating circumstances arise where a Trustee is temporarily unable to meet all requirements to remain in good standing, those circumstances can be considered by the Membership Committee at the time the Trustee is considered for continuation at the end of each 3 year term. It is understood that circumstances do arise and unique constraints will occur. It is appreciated that Trustees occasionally need time to work through these circumstances while desiring to regain good standing.

EMERITUS TRUSTEES

In recognition of past commitment and contributions to achieving the goals of ASP, active Trustees may be considered for elevation to Emeritus status if they so desire. The Membership Committee will recommend active Trustees in good standing who are willing to relinquish their active Trustee position for designation as Emeritus Trustees. Active Trustees who have remained in good standing and have served for at least 10 years will be considered. Trustees recommended for Emeritus Status must be approved by the Executive Committee, and then will be so informed. Emeritus Trustees have no specific donation requirements but are highly encouraged to continue contributions to USNA's physical mission, particularly the unrestricted Athletic Excellence Fund. Emeritus Trustees are encouraged to attend semiannual meetings/social events and may serve on Committees in capacities other than Chairman.

NOMINATION OF A PROSPECTIVE TRUSTEE – PROCEDURE

The Chair of the Membership Committee will send a letter to the candidate with a copy to the potential sponsor that lays out the requirements for induction as an active Trustee with particular emphasis on the required level of contribution to the Foundation.

The candidate will submit a candidate package to his or her sponsor. This package will contain a form provided by the Membership Committee that requests consideration for selection as a Trustee and states that he or she understands all the requirements of serving as an active Trustee.

The sponsoring Trustee will provide a letter endorsing the candidate and forward the entire package to the Chair of the Membership Committee.

At least semiannually the Chair of the Membership Committee, with the concurrence of the Committee, will forward those individuals to the Executive Committee, via the Policy Review Committee (PRC), a list of new candidates for eventual induction.

This list will be provided, when necessary, to the membership via a link in the A&SP Monthly Message. If any Trustee has concerns with a candidate listed by the Membership Committee, they should raise those concerns privately to the Chair of the Executive Committee who will - in consultation with the sponsor - decide whether to continue or cancel the nomination.

Once promulgated to the membership, candidates will be eligible to be selected for induction at the next meeting of the Membership Committee.

Candidates recommended for induction as active Trustees by the Membership Committee will be endorsed by the PRC and approved by the Executive Committee.

Once approved by the Executive Committee, candidates will be notified that they are now considered active Trustees. They will be formally recognized at the next semiannual meeting.

INDUCTION OF TRUSTEES IN SPECIAL CIRCUMSTANCES

In certain cases, the Chair of the Executive Committee or NAAA may, in conjunction with the ASP Executive Director, recommend an individual for priority processing of his or her candidacy. In these cases, the procedures in the paragraph above can be modified to eliminate the requirement to wait for the next regularly scheduled meeting of the Membership Committee prior to being considered for selection for induction. New Trustees selected using these special procedures cannot exceed 40% of the available openings to remain within the prescribed ceiling of active Trustees.

Of note, all other requirements of the above section remain in effect, particularly the acknowledgement by the candidate of all obligations associated with serving as an active Trustee.

NEW TRUSTEE ORIENTATION

New Trustees must attend an in-depth briefing of the status, goals, objectives, and expectations of membership provided at the time of induction or at the first reasonable opportunity thereafter. This briefing by the Executive Director may be conducted virtually in those cases where the new Trustee is unable to attend in person.

TRUSTEE MEETINGS

Two regular meetings of the Trustees shall be held each year, one in the Fall and one in the Spring. The dates of these meetings will be announced at least six months in advance. A meeting booklet or link to the digitial version containing the agenda, read-ahead materials and issues to be voted on will be provided to all Trustees for their perusal in advance of a regular meeting. The Foundation operates on a fiscal year of 1 July to 30 June.

QUORUM: Quorum is achieved with a majority of Trustees present
APPROVAL: Requires a simple majority vote of quorum

Topics to be covered at regular Trustee meetings are as follows.

SPRING MEETING

Chairman's remarks
Approval of minutes of previous meeting
Approval of Athletic Program and Scholarship Program Support budgets for next FY
Committee reports
Proposed new nominee slate
Recognition of new Trustees
Other business

FALL MEETING

Chairman's remarks
Approval of minutes of previous meeting
Review performance of previous fiscal year
Committee reports
Annual audit report
Proposed new nominee slate
Recognition of new Trustees

Other business

STANDING COMMITTEES

Standing committees of the Trustees are established to support the Trustees in the execution of their functions. The standing committees, in reviewing and making recommendations for areas under their cognizance, shall, through reports to the Trustees, facilitate the development, oversight and execution of policy and programs approved by the Trustees. Major functions assigned to standing committees are enumerated below. These functions may be expanded by the Chair of the Executive Committee.

The Chairs of standing committees are ex-officio members of the Executive Committee.

EXECUTIVE COMMITTEE (EC)

- Conduct routine business of the Trustees between meetings
- Present proposed FY operations, Athletic Excellence, budget plans and volunteer involvement plans for Trustee approval
- Provide slates of new nominees for Trustee approval
- Approve slates for induction of new Trustees
- Approve Trustees for Emeritus status

When extraordinary actions are required by the Executive Committee between Trustee meetings, the Trustees will be informed of such actions in a timely manner.

POLICY REVIEW COMMITTEE (PRC)

- Coordinate policy and procedure changes for approval of the Executive Committee and the Trustees.
- Report on development and execution of operations, Athletic Excellence budget plans, Physical Mission initiatives and Scholarship Prep Program.
- Review the names of prospective new Trustees for possible induction and also those recommended for Emeritus Status
- Coordinate use of metrics to measure overall ASP performance during the year.
- Committee Chair serves as ASP voting member on the Joint Foundation/Alumni Association Finance and Audit Committee.
- Review recommendations from the Membership Committee concerning those Trustees to be recommended for a renewal every 3 years of their membership status.
- Oversee the review and processing of Superintendent / NAAA requests for support of Athletic Excellence, Physical Mission and Scholarships.
- Review and report on execution of Scholarship Program

AWARDS COMMITTEE (AC)

- Develop Athletic awards and a program to recognize outstanding performance of midshipmen and coaches.

- Serve as conduit between the Trustees, the Commandant and Director of Athletics for matters concerning recognition of Athletic Excellence.

MEMBERSHIP COMMITTEE (MC)

- Maintain status of Trustees, Trustees Emeriti and Trustee nominees
- Develop new nominee and reelection slates for Trustee approval
- Review and recommend to the Executive Committee, Trustees for Emeritus status
- Report membership status at regular meetings of the Board
- In conjunction with the Executive Director, review the currency status for 3-year membership renewal and, based on the review, take appropriate action for those Trustees who have not satisfied the minimum requirements.

VOLUNTEER INVOLVEMENT COMMITTEE (VIC)

Increase ASP relevance in support of athletic excellence through increased active volunteer involvement in projects or programs requested by the Superintendent, Commandant and Director of Athletics. This may include Outreach brief / presentations as well as the repair, upkeep and maintenance of team locker rooms, coaches' offices and trophy cases.

FUNDRAISING SUPPORT COMMITTEE (FSC)

- Facilitates the generation of donations supporting all aspects of athletic excellence at the Naval Academy, including the Athletic Excellence and Athletic Excellence Sustainment Funds.
- Serves as a conduit between the Development Division of the Foundation, NAAA and the ASP Division for fundraising matters and fosters communication related to priorities and goals.
- Monitors progress toward Athletic Excellence targets established by the Naval Academy, the Foundation and ASP as part of the strategic planning and budget process.

PREP PROGRAM ADVISORY COMMITTEE

- Monitors the execution of the Prep School Scholarship program
- Provides oversight of prep program procedures, scholarship expenses, policies and execution
- Meets periodically with the Executive Director to receive update briefs and endorse changes/decisions affecting the prep program.

COMMUNICATIONS COMMITTEE

- Develop Communication Strategy for AS&P
- Liaison with USNA Alumni Association and Foundation & NAAA to promote AS&P Mission through print and social media.
- Upgrade and maintain the current AS&P website
- Work in close cooperation with the other committees AS&P

OUTREACH COMMITTEE

- A catalyst to enhance the USNA brand via increased alumni interest and participation across the board, in all activities related to strengthening the "links in the chain" of USNA support.
- Ensure all Trustees are members of local Alumni Chapter(s).
- Facilitate and sustain new outreach initiatives and coordinate A&SP Trustee activity with USNA and alumni related events in each state.
- Identify ways to collect information about USNA "away" events happening across the country, and make information available to our Trustees, in conjunction with alumni chapters.

AD-HOC COMMITTEES

The Chair of the Executive Committee may appoint temporary AdHoc Committees on an "as required" basis if the tasks assigned are not otherwise appropriate for a standing committee.

STANDING COMMITTEE STRUCTURE

Committee Chair appointments rest solely within the authority of the Chair, Executive Committee. At the discretion of the Chair, Executive Committee, each Committee Chair shall serve one two year term with the option for appointment to a second two year term. The Chair, Executive Committee will call for potential Committee Chair candidates via the Executive Committee prior to the Spring ASP Trustee meeting in odd calendar years (note: initiated at the 2019 Spring Meeting). The Chair, Executive Committee will collaborate with the Ad Hoc Transition Committee, (Committee appointed by Chair, Executive Committee), discuss with Executive Committee, then select and appoint the new Committee Chairs. The new Committee Chairs will assume leadership responsibilities immediately following said Spring Meeting. Membership on a standing committee shall be comprised of Trustee volunteers selected by the Committee Chair. Committee members are expected to attend committee meetings on a regular basis. If unable to do so, Trustees should excuse themselves from membership on the committee. The Executive Secretary/Director will serve as a member on all committees. In accordance with the Bylaws of the Naval Academy Foundation, the Chair of the Executive Committee and Executive Committee members are to be approved by a vote of those Trustees present at the Spring semi-annual meeting.

STANDING COMMITTEE MEETINGS

Standing Committee meetings will be at the call of the respective Committee Chair with consideration given to the ability of members to attend. A majority of those appointed to a Standing Committee shall constitute a quorum. From time-to-time consultants/advisors may be retained to facilitate understanding of issues and solutions. Compensation for such will require advance approval by the Chairman of the Executive Committee.

Process for Election of Chair of the ASP Trustees Executive Committee

The Ad Hoc Transition Committee (Committee appointed by the Chair, Executive Committee) will be charged by Chair, Executive Committee to confidentially recommend a successor at least two semi-annual Trustee meetings prior to pending retirement.

Ad Hoc Transition Committee reaches consensus on a prospective Candidate with the current Chair, Executive Committee.

Ad Hoc Transition Committee or Chair, Executive Committee outreach to Candidate to assess commitment.

Current Chair, Executive Committee shall vet recommendation with key stakeholders as a courtesy [i.e. Foundation Board Chair; Alumni Association Trustees Chair; Superintendent; Director of Athletics; Director of Admissions and others.] and shares feedback with Ad Hoc Transition Committee.

Ad Hoc Transition Committee votes to formally recommend Candidate to the Executive Committee. The term limit for the Chair, Executive Committee, is an initial term of 4 years with two additional 2-year terms.

Current Chair, Executive Committee (and/or Ad Hoc Transition Committee) presents Chair candidate to Executive Committee who in turn votes to approve recommended Candidate.

Current Chair, Executive Committee presents Candidate for election to Trustees at next regularly scheduled Trustee Meeting with the endorsement of the Ad Hoc Transition Committee and Executive Committee.

Following affirmation by the Trustees (a majority of those present), the new Chair relieves the out-going Chair, Executive Committee.

If outgoing Chair, Executive Committee is unable to provide advance notice per para. 1 above, the Ad Hoc Transition Committee will work with outgoing Chair, Executive Committee to the extent practicable to name a replacement. If that is not accomplished, the Ad Hoc Transition Committee will select an Interim Chair, Executive Committee and recommend candidate for approval by the Executive Committee, who in turn will present Interim Chair, Executive Committee selection for approval by the Trustees at the next regularly scheduled Trustee meeting. The term of the Interim Chair, Executive Committee will be up to one year from the date of election by the Trustees.