



## **BOT Mission**

**Effective 7 November 2024**

The Board of Trustees, as the governing body of the of the United States Naval Academy Alumni Association, provides strategic direction and oversight of the business, assets, programs, and services of the Association. The Board oversees the resources and programs to ensure the Association achieves its mission, and that its actions are in the best interest of the collective membership in accordance with the Association's articles of incorporation and bylaws.

## **NOTES ON MISSION**

### **STRATEGIC DIRECTION**

The Association requires a broad perspective of present situations and future challenges and opportunities facing the Association, the influence of internal and external social dynamics, and the current and future motivations and needs of the membership. The Board advises, reviews and approves the strategic direction as developed by management by leveraging:

- The broad range of experiences and perspectives from its membership and their diverse leadership experiences across a diverse spectrum of command, citizenship, and government.
- The voices of various constituencies through each Trustee's representation of affiliated classes, chapters, and groups while recognizing its high responsibility of representation of the whole alumni base.

### **FIDUCIARY OVERSIGHT**

The Board of Trustees is accountable to the membership for the performance of the Association. (GMC: Removed "elected" here) Trustees and Non-Trustee Committee members by appointment owe a duty to the Association, including:

- *Duty of Care:* Ensuring the exercise of reasonable care in its oversight of the prudent use of the Association's physical and financial assets, facilities, people, and goodwill. This duty is demonstrated by attending meetings, preparing for Board meetings, actively participating in meetings of the Board, and ensuring that Board decisions are made after a robust deliberative process.
- *Duty of Loyalty:* Every Board member must place the interest of the Association ahead of their own at all times. Board members will disclose any conflicts of interest and not use Board membership as a means for personal gain.
- *Duty of Obedience:* Ensures that the Association complies with applicable laws, regulations, and bylaws, and that its activities adhere to the stated purpose and mission.
- *Duty of Confidentiality:* The Board speaks as one, so board members are required to keep board information and deliberations confidential and not make public statements on behalf of the Association unless authorized to do so.

The Board leverages two principal organizational means for delivering the promised performance to its membership:

1. The Board and Committees of the Board, guided by the Committee Charters:



- Develop strategic plans, to include strategic vision and aims.
- Review progress on strategic goals developed by staff to support the strategic plan.
- Hire and assess the performance of the Chief Executive Officer.
- Develop appropriate governance frameworks under which the CEO, staff, and Board operate.
- Protect assets and provide financial oversight by approving budgets and measures of performance.
- Ensure that programs deliver value and services to the membership in accordance with their needs and with the Strategic Plan.
- Evaluate the Board's effectiveness (GMC: Deleted "via the use of surveys and other means as deemed necessary.")

2. The CEO & staff:

- Manage the Enterprise on a day-to-day basis to achieve the Association's mission.
- Determine the means and methods to achieve goals, then develop and staff these into specific executable programs.
- Propose budgets and measures of performance and approve schedules for programs.
- Execute programs.
- Report as requested to the Board via the appropriate committees the planning, performance, and execution of programs including whether each program is achieving its goals.