
**Report on the
Space Frontier Foundation Board of Directors**

60-Day Review Resolution

Part II

December 18, 2001 – February 16, 2002

Released February 18, 2002

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Introduction

At the inaugural meeting of the new Board, a resolution was passed that called for the Board to perform a 60-day review focusing on ten different aspects of the Foundation in order to recommend changes that would strengthen our organization. On December 18, 2001 the original review period ended. At that time, the Board had completed its review of the first six items in the resolution that dealt with the way the Foundation operates but found that the last four items in the resolution that dealt with the structure of the Foundation proved to be more complex, requiring additional care and effort.

At that point, the Board passed two new resolutions, one releasing an initial report addressing the completed items and the other extending the review period for the last four items for another 60 days. On December 31, 2001, the 60-day Review Report – Part I, was released. All of these resolutions and the 60-day Review Report – Part I can be found on the Advocates Web Site (<http://www.space-frontier.org/Advocates/index.html>). The resolution extending the review period for another 60-days for the last four items is also included as the next section in this report.

As of February 16, 2001, the second 60-day period has ended and the assigned Board members have completed their reviews of the remaining four items. This report includes a compilation of the findings and recommendations for these items. It is being distributed to the Advocates through the Advocates Web site for a comment period that will last until March 2, 2002. Advocates can comment on this report by posting to the appropriate thread on the Advocates BBS. The Board will consider all comments before implementing any of our recommended changes. We look forward to reporting our findings and recommendations on these items to you soon.

-- Bob Noteboom, Chairman of the Board

Resolution to Extend the 60-Day Review Period

*Space Frontier Foundation Board of Directors
Resolution to Extend the 60-day Review Period
December 18, 2001- February 16, 2002*

Recognizing the extreme care with which organizational changes to the Foundation must be executed, the review period for the following four items from the 60 Day Review Resolution will be extended for no more than 60 days:

- Rick Tumlinson will work with other Board members and the Founders to perform a Vision/Policy review. The goal of this review is to develop an overall Vision Map for the Foundation that highlights and explains the goals and inter-relationships between existing Projects, activities and the core Vision of the Foundation.
- An individual appointed by the Board will work with the President and other officers to perform a PR/Media review. The goal of this review is to define (based on the final state of message development, Vision Map and top level goals of the organization) the type, form and structure of the Foundation's media operations, outreach, and archival activities.
- An individual appointed by the Board will work with the President and other officers to perform a review of the Foundation's organizational affiliations. The goal of this review is to trace, define and explain the strategic value, benefit, commitments, cost and potential liability associated with relationships between the Foundation and other organizations.
- The Chairman of the Board coordinating with all other Board members and the advice of legal counsel will review the bylaws of the Foundation and identify to the Board the changes required to strengthen our organization and to allow it to transition into an organization that can continue to grow and sustain itself.

And, concerning the first five bullets of the Resolution:

- Recognizing the outstanding contributions and superior work ethic displayed by the current President, Treasurer, Secretary, Advocates Coordinator and the Executive Director, we request that each of these individuals continue in their current positions and provide assistance to the Board during the length of this review.

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- The Executive Director will report to the Board Chair or his/her designated representative on a schedule selected by the Board during this review period.
 - As a minimum, weekly Board meetings will be held to report progress on objectives listed below. Meetings shall not exceed 90 minutes without approval of the Board. All members of the Board as well as the President, Treasurer, Secretary, Advocates Coordinator, Project Coordinator and the Executive Director will be expected to attend these meetings.
 - Due to potential legal and fiscal liabilities, new projects, new contracts and other obligations must be approved by the Board prior to initiation.
 - In order to deepen the communication between the Board and operations of the Foundation, all official media statements (e.g. press releases, interviews, etc.) shall be reviewed by the Board prior to release, or, in the case of breaking news stories, as quickly as practicable thereafter.

These shall expire concurrent with the completion of the four aforementioned tasks.

Summary of Key Findings

1. While many sources of information exist describing the Foundation's vision, policies, positions, projects, and their interrelationships, there is no single consistent source of this information available and a standard process for updating it does not exist.
2. While in the past the Foundation has been capable of presenting messages and the policies that resonate well with the media, public and policy leaders, it has not been able to consistently maintain this capability due to a lack of in-place systems, finance and personnel
3. The Foundation has various degrees of affiliation with at least fifteen other organizations but an understanding of these relationships rests with very few people and there exists no formal strategy for evaluation and engagement of external and internal affiliations.
4. There are four types of changes that could improve the Foundation's bylaws: a) administrative changes to clarify and simplify the bylaws, b) minor changes that would strengthen the organization but require some discussion, c) addition of articles addressing topics typically found in bylaws but not found in ours, and d) major structural changes intended to allow the Foundation to transition into an organization that can continue to grow and sustain itself.

Summary of Key Recommendations

1. A complete Vision Map for the Foundation should be created that describes our vision, policies, positions, projects, and their interrelationships, a process should be established under the purview of the Message and Policy Committee for updating it, and it should be made available to Advocates, Supporters, and the outside world.
2. The Foundation should a) develop a media handbook featuring systems for creating and disseminating media output, b) adopt formal processes for identifying topics on which the Foundation should write, produce, and approve policy papers, and c) empower its members to generate articles, media and opinions sourced from the Foundation's concepts for dissemination to the public.
3. A review should be performed of each existing affiliation in order to get an understanding of these relationships, this information should be documented, and an Affiliations Committee should be established to manage and develop these relationships in the future.
4. A temporary Bylaws Committee should be established to facilitate the creation of amendments covering each of the four types of bylaws changes proposed.

Action 7 – Vision Review

The Resolution:

Rick Tumlinson will work with other Board members and the Founders to perform a Vision/Policy review. The goal of this review is to develop an overall Vision Map for the Foundation that highlights and explains the goals and inter-relationships between existing Projects, activities and the core Vision of the Foundation.

Findings:

1. There is a significant amount of information on the Foundation web site that explains our vision, policies, positions, projects, and their interrelationships.
2. The Advocates Handbook contains a significant amount of information on our vision, policies, and projects but this document is only available in draft form and has not been updated since 1997.
3. Many other documents describing our vision, policies, and projects have been produced in support of projects, conferences and marketing materials but these materials are not widely available to Advocates, Supporters, or the outside world.
4. The various sources of information on Foundation vision, policies, positions, and projects are not always consistent and there is no process in place to update this information.
5. There is no central repository that an Advocate or Supporter can go to get information on Foundation vision, policies, positions, and projects.

Recommendations:

1. A Vision Map should be created that describes our vision, policies, positions, projects, and their interrelationships by combining the existing sources of information.
2. A process should be put in place under the purview of the Message and Policy Committee for continually updating the Vision Map.
3. The Vision Map should be made available to Advocates, Supporters, and the outside world by posting it to our web site.

Action 8 – Media Review

The Resolution:

An individual appointed by the Board will work with the President and other officers to perform a PR/Media review. The goal of this review is to define (based on the final state of message development, Vision Map and top level goals of the organization) the type, form and structure of the Foundation's media operations, outreach, and archival activities.

Findings:

1. The Foundation has a clear and “common sense” tone to its media message. The content of the message and the policies that underlie it are sound, and resonate well with the media, public and policy leaders.
2. Foundation ideas, opinions and spokespeople have repeatedly been successfully placed in the stream of policy/media discussions of space issues on a scale that is far greater than the size or wealth of the organization would indicate.
3. The Foundation has not been able to consistently maintain its ability to join in public discussions and debate on issues important to the organization due to a lack of in-place systems, finance and personnel.
4. The Foundation is required to make three types of media statements
 - a. Foundation Event or Project related announcements
 - b. Reactions to external events
 - c. Policy and position announcementsThere is no formal mechanism in place to reliably produce these statements.
5. The Foundation can disseminate printed media statements through several vehicles:
 - a. Posting to the Foundation web-site
 - b. Sending e-mails to Advocates, Supporters, the media, related groups, etc.
 - c. Sending faxes to the media, related groups, etc.
 - d. Sending letters to the media, related groups, etc.
 - e. Performing interviewsThere is no formal mechanism in place to reliably disseminate these statements.
6. There are two locations on the Foundation web-site where archived Foundation media statements can be found. The “Press Releases” section contains an archive of all Foundation Press Releases. The “Foundation In The News” section contains references to media pieces that reference the Foundation. However, these sections are updated sporadically and no one is specifically responsible for their content.

Recommendations:

1. The Foundation's Board of Directors needs to acknowledge media as a prime function of the Foundation and to develop systems and financial support mechanisms for media as a standard budget item.
2. The Foundation needs to mold a more formal bedrock of policies based on internal consensus that can be used to support our public positions and media statements and to back up policy statements by providing more in depth support for our statements and positions.
3. The Message and Policy Committee should adopt a formal process (such as that proposed in the recommendations for action 6) for identifying topics on which the Foundation should write a policy paper and for producing and approving these papers.
4. The Foundation needs to develop a media handbook featuring systems for creating and disseminating media output. Ben Muniz has begun the process of formulating a Foundation Media Handbook that will address many of these issues.
5. The Foundation needs to empower and enable its members to generate articles, media and opinions sourced from the Foundation's concepts for dissemination to the public.
6. The Foundation needs to establish a long term coordinated media plan that includes event, issue and policy message placement, the placement of Foundation spokespeople on radio and television, placement of Foundation generated articles and Op-Eds in the media, and the development of long term relationships with the media.
7. The Foundation needs to develop a long-term strategy for keeping speakers in the media, and to keep Foundation speakers in the media's "Rolodex" or databases.
8. The Projects Coordinator in conjunction with the Message and Policy Committee should establish guidelines suggesting when projects should make announcements and formal process for approving these statements. The Projects Coordinator should ensure projects prepare a media plan (when appropriate) and include the costs of distributing these announcements in their budgets.
9. The Foundation should require all event and project teams to submit media plans and budgets to support them.
10. The Foundation must develop a plan for the care and feeding of media contacts, including a focus on consistency, professionalism and personal relationships.

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11. The Message and Policy Committee should establish a formal process for identifying external events that the Foundation should respond to and for producing and approving related media statements.
 12. Foundation Operations should establish standard operating procedures for posting content to the web site, maintaining and using Foundation e-mail lists, maintaining and using Foundation fax phone lists, and using fax services to distribute press releases. These procedures should define the mechanism by which projects and events are charged for the use of these services when appropriate.
 13. A Communications Director should be appointed who is responsible for determining which mechanism(s) should be used to disseminate a Foundation media statement (also see recommendations for action 6) and coordinating with Foundation Operations and external organizations as required.
 14. Foundation Operations should establish a process (preferably automated) that will ensure that the “Press Releases” section of the web site is updated whenever new press releases are distributed. The Communications Director should be responsible for identifying media references to the Foundation and ensuring they are posted to the “Foundation In The News” section of the web site.

Action 9 – Affiliations Review

The Resolution:

An individual appointed by the Board will work with the President and other officers to perform a review of the Foundation's organizational affiliations. The goal of this review is to trace, define and explain the strategic value, benefit, commitments, cost and potential liability associated with relationships between the Foundation and other organizations.

Findings:

1. To varying degrees the Foundation participates in the following affiliations:
 - a. NASA
 - b. Mars Society
 - c. National Space Society
 - d. Planetary Society
 - e. Search for Extraterrestrial Intelligence
 - f. Space Studies Institute
 - g. ProSpace
 - h. Foundation for the Independent Non-Governmental Development of Space
 - i. CATO Institute
 - j. California Space Authority
 - k. Space Access Society
 - l. Moon Society (formerly Artemis Society)
 - m. Yuri's Night
 - n. Permission to Dream
 - o. Women of Space
2. Knowledge of the relationships and relevant history regarding our participation in these affiliations rests with very few people, leaving an institutional gap.
3. There exists no formal strategy for evaluation and engagement of external and internal affiliations.

Recommendations:

1. After such time as the Foundation redefines its direction and priorities that a full review of each affiliated organization be undertaken to:
 - a. Fully define the nature of the current relationships, including key players and points of participation, and how those relationships relate to the Foundation's objectives,

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- b. Illuminate all past assumptions and pieces of history which influence the current relationship
 - c. Create new ideas and suggestions for how the Space Frontier Foundation might, in its role of space community builder, even more constructively engage each named affiliated organization.
 2. That a system of institutional memory capture be established and utilized to systematically record key activities in the Foundation's affiliation efforts.
 3. That a standing Affiliations Committee consisting of no more than 5 people be established for the purpose of:
 - a. Developing and documenting a coordinated strategy for engagement for each affiliation, and affiliations in relation to the whole,
 - b. Developing a specific action plan to reengage and/or enhance the current affiliated relationships,
 - c. Monitoring the implementation of the action plan above,
 - d. Identifying ongoing activities that are not supporting the Foundation's objectives and reporting such to the Board for consideration.

Action 10 – Bylaws Review

The Resolution:

The Chairman of the Board coordinating with all other Board members and the advice of legal counsel will review the bylaws of the Foundation and identify to the Board the changes required to strengthen our organization and to allow it to transition into an organization that can continue to grow and sustain itself.

Findings:

1. A legal review of the bylaws performed by John Carter McKnight uncovered a number of problems with the bylaws as currently written. Specifically,
 - a. There are a number of administrative changes needed to clarify and simplify the bylaws that should be made immediately and require little discussion. Examples include correcting administrative errors and consolidating common functions currently found under different articles under a single article.
 - b. There are a number of more significant changes that could be made to the bylaws that would strengthen the organization and probably require some but not much debate. Examples include changing the state of incorporation, adding provisions for Advocate nomination, selection, and removal, adjusting the term of Board Members, and improving the job descriptions of officers.
 - c. There are a number of topics typically found in bylaws that are not addressed our bylaws. Examples include audit requirements, indemnification of officers and directors, advisory boards, registered agent, authorized signatures, compensation, fiscal year, and insurance.

A copy of the bylaws including John's notes incorporated as comments in a Microsoft Word file can be found on the Advocates web site.

2. A number of significant changes could be made to the bylaws that would further strengthen the organization by changing its structure, but it will take significant discussion and debate to reach a consensus as to what these changes should be.

Recommendations:

1. A temporary Bylaws Committee should be established to facilitate the creation of amendments to the bylaws.

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2. The first action of the Bylaws Committee should create specific amendments to the bylaws making the administrative changes needed to clarify and simplify the bylaws. These amendments should be prepared and proposed immediately.
 3. The second action Bylaws Committee should create a separate set of amendments to the bylaws that include the more significant bylaws changes as well as the addition of articles addressing areas usually addressed by bylaws but missing from ours.
 4. The final action of the Bylaws Committee should be to facilitate the creation of a set of bylaws changes that would structurally change the Foundation in order to strengthen it and allow it to transition into an organization that can continue to grow and sustain itself.