
Thursday, December 13, 2019

Attendees

Board: Lynn Richards (President and CEO), Michael Pride (Chair), Laurie Volk (Chair Elect), Susan Henderson (Treasurer), Larry Gould, Matthew Lambert, David Kim, Emily Talen (Late arrival), Jessica Millman, and Frank Starkey

Absent: Rob Benaicha, Matt Lewis (Secretary), Scot Spencer

Staff: Moira Albanese, Abigail Sheridan, Leslie Creane

Michael Pride, Board Chair called the meeting to order at 1:04PM ET. A quorum was present.

1. Declaration of Conflict of Interest – Presented by Michael Pride (Chair)

Discussion: No financial conflicts.

2. Board Member Presentations

Discussion: Larry Gould and Frank Starkey presented short bios on their work and professional life.

3. Consent Agenda – Presented by Michael Pride (Chair)

Motion: To approve the consent agenda, by David Kim. Seconded by Laurie Volk.

Proposal: The consent agenda includes the following:

- September and November Board meeting minutes
- Treasurer's report
- China memo
- Board election schedule memo

Vote: All in favor, motion passes.

4. Financial Memo – Presented by Susan Henderson (Treasurer)

Motion: On behalf of the Finance Committee, Susan Henderson motioned to approve the proposed Operating Reserve Fund Policy with friendly amendments:

- Add language: “assess the availability of funds and *use those funds...*”
- Change target minimum from \$300,000 to \$200,000
- Change date
- Change and to “or” in funds that we are avoiding

Discussion: The Finance Committee developed a policy to support CNU's long term sustainability goals by investing three months' worth of expenses (\$200K) in a high performance fiscal, social, and equitable fund. This fund will act as an internal line of credit for the organization for short term funding, as well as a demonstration of the sustainability of the organization to potential endowment funders. This is a small part of a larger disaster planning policy the organization is developing in response to the recession of 2008.

Vote: All in favor, motion passes.

5. 2019 Budget — Presented by Susan Henderson (Treasurer)

Motion: On behalf of the Finance Committee, Susan Henderson motioned to approve the proposed 2019 budget.

Discussion: The new budget format separates expenses by organizational business lines and is supported by a detailed set of spreadsheets created by Abby and Lynn. By approving the summary budget, the CEO is allowed greater flexibility in her financial decision making.

Vote: All in favor, motion passes.

6. Annual Board Pledge — Presented by Laurie Volk (Chair Elect)

Discussion: This new document is not a policy, but a best practice comprised of existing policies. The main purpose of this document is to reaffirm one's participation on the board, with a lesser purpose of an advanced funds pledge. Abby has a document with the confidential give/get for each board member, that tracks the personal donations and fundraising each year. In-kind donations can be counted if they offset a cost that otherwise would be incurred by the organization.

Next Steps: The Nominations Committee will consider adding estimated monthly volunteer hours for board members, and clarifying give/get expectation to the document. The committee will send this out to the board members in early January, to be returned with signatures by the end of the month.

7. Board Telethon —presented by Lynn Richards (President & CEO) and Abby Sheridan (Deputy Director)

Discussion: Board members reported out on fundraising calls for CNU.27Louisville.

Next Steps: The board will continue to reach out to assigned contacts and follow up with Thank You notes when appropriate. Board members will notify staff (Abby and Jay) of fundraising efforts and needed follow up.

8. Board Values Statement

Discussion: The board is creating a written set of values that will be a touchpoint for guiding policy and decision making. These values will be refined over the next few months to ensure the board is satisfied that the documents represent the board's preferred interactions, the value it sees in itself and its members, and the board's relationship the movement.

Next Steps: The Google Doc will be sent to the entire board for edits and comments. This will be on the March, and May agenda if needed.

9. What Does CNU Do? Q & A – facilitated by Lynn Richards (President & CEO)

Discussion: The formatting of the president's letter with the business lines of the organization is new for the board. This formatting allows for greater transparency between the work of the organization and the work of the members. By the next board meeting, there will be an update to the website, to be clarify the work done by the organization, and work done by the members. The website will highlight CNU's added value to a subject and how to get involved.

10. Open Questions – facilitated by Michael Pride (Chair)

Discussion: Members reported out on NUFuture events and emerging themes, including:

- Climate change mitigation and adaptation
- Affordable housing and land use in underserved communities
- Transportation and autonomous vehicles
- Legacy Cities

Meeting adjourned at 4:53 PM EST.