

Fall 2020 - Board Meeting Minutes

Wednesday, October 14, 2020

Attendance

Board: Laurie Volk (Chair), Susan Henderson (Chair Elect), Lynn Richards (CEO & President), Gary Scott (Chapter Representative Elect), David Kim, Matt Lambert (Treasurer), Frank Starkey, Larry Gould (Chapter Representative)

Staff: Margaret O'Neal (Director of Programs), Claire Strickland (Special Assistant to the President)

Absent: Emily Talen

Laurie Volk, Board Chair, called the meeting to order at 2:05pm. A quorum was present.

1. **Declaration of Conflict of Interest — Presented by Laurie Volk**

Discussion: No conflicts declared.

2. **President's Report — Presented by Lynn Richards**

3. **Consent Agenda— Presented by Laurie Volk**

Motion to accept the consent agenda by Susan Henderson.

Seconded by Matt Lambert.

Vote: Unanimously approved. Motion passes.

4. **Treasurer's Report — Presented by Matt Lambert**

Discussion: There was a discussion around CNU's accounting procedures and the transition from cash to accrual accounting.

5. **Fundraising Ideas – Presented by Lynn Richards**

Motion to move the meeting into executive session by Susan Henderson.

Seconded by Frank Starkey.

Vote: Unanimously approved. Motion passes.

Executive session begins at 2:10pm ET.

Executive session ends at 2:44pm ET.

6. **Board Nominations – Presented by Susan Henderson**

Discussion:

- Two open board seats in May 2020
 - One nominated by the board, since Laurie Volk is stepping down as Board Chair.
 - One elected by CNU members.
- Importance of increasing diversity on the board, while also making sure nominees have a deep understanding of CNU's mission.
- Conversation around different nominees.

Motion to nominate recommended candidate by Susan Henderon.

Seconded by Laurie Volk.

Vote: Unanimously approved. Motion passes.

Action Item:

- Laurie Volk and Lynn Richards to reach out to the new proposed member.

Motion to consider a second choice should the primary choice decline by Frank Starkey.

Seconded by Matt Lambert.

Vote: Unanimously approved. Motion passes.

Motion to adopt a proposal to have two alternative board members by Lynn Richards.

Seconded by Laurie Volk.

Discussion:

- Recognition that this serves as a "foyer" to board membership.
- Several amendments were discussed:
 - Change the memorandum's proposal to one alternative board member.
 - Delete the second bullet point.

Motion to approve the memo with proposed amendments by Laurie Volk.

Seconded by Susan Henderson.

Vote: Unanimously approved. Motion passes.

Action Items:

- Add policy to Board policy document.
- Send nominations of potential alternate Board members to Susan Henderson.
- Susan Henderson will present nominations for discussion at the January Board meeting.

7. **Board Meeting Schedule – Presented by Lynn Richards**

Discussion: There will be two long two-day board meetings (fall & spring) and two short half-day meetings (winter & summer) a year, with additional conversations as needed. Board meetings will all be virtual for at least the next year.

8. **Operations Plan & Performance Metrics – Presented by Lynn Richards**

Discussion:

The Operations Plan is meant to be a living document, and is the implementation arm of CNU's Strategic Plan.

- The board will need to decide on possible performance metrics for the Operations Plan so it's clear whether or not CNU is working to fulfill the Strategic Plan. Ideally, there will be 1-2 different metrics for each strategic area.
- Action Item
 - Create a Performance Metrics Committee

9. **Open Mic: What other issues do Board members want to discuss?**

Discussion:

- Conversation around CNU's reputation, history of association with Seaside, and how to reconcile. Reputation management requires ongoing maintenance and communication work (highlighting how people are applying the Charter on our website, for example), but also CNU might want to consider more drastic measures.

Emily Talen joined at 5:00pm ET.

10. **Equity & Inclusion Discussion - Presented by Emily Talen and Laurie Volk**

Discussion:

- Agreement on framework for tomorrow's conversation:
 - Board will go through each statement prepared by Emily and give it a thumbs up or thumbs down.
 - Board will discuss each statement if there is no consensus.
 - Prior to the conversation, Emily will organize her document and share with everyone.

Meeting adjourned by Laurie Volk at 5:50pm EDT.

Attendance

Board: Laurie Volk (Chair), Susan Henderson (Chair Elect), Lynn Richards (CEO & President), Gary Scott (Chapter Representative Elect), David Kim, Matt Lambert (Treasurer), Larry Gould (Chapter Representative), Emily Talen

Staff: Margaret O'Neal (Director of Programs), Claire Strickland (Special Assistant to the President)

Laurie Volk, Board Chair, called the meeting to order at 2:03pm. A quorum was present.

1. Equity & Inclusion - Presented by Emily Talen**Discussion:**

- Goal of this conversation is to give Lynn Richards direction on CNU's positions related to the BLM movement that CNU can engage with—and what issues CNU should not address—so she can communicate this to staff.
- The Board will not define CNU-specific actions.
- Board talked through the main issues outlined in a document prepared by Emily Talen and compiled a list of topics for refinement and further attention.
- Action Item:
 - Emily will craft a new charter principle related to this discussion and the BLM movement.

Emily left the meeting at 5:15pm ET.

2. Open Mic: What other issues do Board members want to discuss?

Executive session begins at 5:24pm ET.

Executive session ends, and the meeting was adjourned by Laurie Volk at 6:26pm ET.