
June 9-10, 2022

Attendance

Board: Susan Henderson (in person), Matt Lambert (in person), Frank Starkey (in person), Emily Talen (virtual), Jocelyn Gibson (virtual), Gary Scott (virtual), David Kim (virtual), Mitchell Silver (virtual)

Staff: Rick Cole (in person), Margaret Gattis (in person)

Counsel: Dan Slone (virtual)

Susan Henderson, Board Chair, called the meeting to order at 9:02 AM PT. A quorum was present including Susan, Matt, Frank, Larry, Mitchell, and David.

1. **Declaration of Conflict of Interest — Presented by Susan Henderson (Chair)**

Discussion: No conflicts declared.

Emily and Gary join at 9:05am.

2. **Consent Agenda— Presented by Susan Henderson (Chair)**

Motion: Motion to accept consent agenda made by Larry Gould, seconded by David Kim.

Discussion: No discussion.

Vote: Motion passes.

3. **Committee Reports - Gary, Rick**

Discussion: Presentation by Gary of Engagement Committee progress. Rick reports that Development will be presented tomorrow.

4. **Director's Report — Presented by Rick Cole, Executive Director**

Discussion: No discussion.

5. Consider By-Law Amendment to increase Board members from 12-13 - Susan and Matt

Motion to vote on amending the board number requirements made by Frank Starkey (treasurer), discussion opened by Susan Henderson.

Discussion: Board discussed the past expansion and contraction of the board and the ideal number of directors.

Vote: Motion to expand Seconded by Matt Lambert (chair elect). No opposed, no abstain. Motion passes to change Article 2, Section 2 of the CNU bylaws to increase the total board members to 13.

6. Nominations Discussion - Matt Lambert

Presentation of three nominations for new board members: Ashleigh Walton, Rob Parker, and Marques King.

Jocelyn joins at 9:22am.

Discussion: Opened by Matt. Board discussed each of the three nominees.

Vote: Motion made by Matt Lambert (Chair Elect) to approve all three nominations.

Second for Ashleigh Walton made by Frank, no objections or abstentions. Motion carries.
Second for Rob Parker made by David, no objections or abstentions. Motion carries.
Second for Marques King made by Frank, no objections or abstentions. Motion carries.

7. Board Terms - Susan Henderson (Chair)

Appointed members David Kim opts to not extend his term on the board.

Appointed members Frank Starkey (Treasurer) and Matt Lambert (Chair Elect) have opted to be considered for their terms to be extended.

Discussion: none.

Vote: Larry Gould moves that we approve Matt and Frank for second terms. Emily Talen seconds the motion, no objections or abstentions. Motion carries.

Recess taken - 9:45am

Reconvene - 10:01am

8. Councils and Summits - Matt Lambert

Discussion: Board discusses the history of CNU councils and summits; their role in program development and execution.

No motions or votes.

9. Charter Amendment - Mitchell Silver and Emily Talen (Secretary)

Discussion: Board reviewed a document prepared by Mitchell and Emily on a potential process for amending the CNU Charter. Board discussed the proposed process.

Mitchell and Emily proposed developing a draft amendment to the Charter based on the Board DEI statement with a future committee considered to discuss amending actual Charter text.

Lunch Recess 11:51am

Reconvene at 12:35pm

Russ Preston (guest) arrives

10. Congress Rethink - Russ Preston

Discussion: Board discusses reconvening a Congress Rethink Committee, which previously existed to guide the development of Congress structure. Working session on issues that need to be addressed.

No Motion or vote.

Russ leaves.

Recess 2:30pm PT

Reconvene 2:45pm PT

11. CNU 32 RFP Presentations

Cincinnati - presented virtually

San Diego / Tijuana - presented virtually

Providence - presented in person

Discussion: Board discussed the three presentations.

Vote: Motion made by Larry Gould to award CNU 32 to Cincinnati and provisionally award CNU 33 to Providence. Seconded by Frank Starkey. No opposition, no abstention. Motion carries.

Recess at 5:40 pm PT.

Reconvene the meeting at 9:01am on Friday, June 10

12. CNU Organizational Business - Margaret Gattis and Rick Cole

Discussion: Board views presentation about CNU 30 feedback and financials, is briefed on staffing updates and changes, discusses upcoming development committee formation and program strategy.

No motion or vote.

Recess at 10:32am

Reconvene at 10:40am

13. CNU Board Business - Susan Henderson

Discussion: Board reviews the in person attendance policy for board members, currently on hold due to Covid travel and gathering restrictions. No motion or vote. Issue was tabled for future discussion.

Discussion: Board meeting schedule for the coming year. Fall Board Meeting will take place in Charlotte (CNU 32 Host City) on 9/15 - 9/16. January 2023 board meeting scheduled for 1/12 to be held virtually. No motion or vote.

Discussion: Board discussed current term limits and their impact on leadership development within the board. No motion or vote. Dan Slone will draft language to consider at the fall meeting.

Discussion: Board discussed the 360 review process for Rick Cole and next steps. Surveys will be developed for Rick and the Board. No motion or vote.

Congress for the New Urbanism
Summer Board Meeting
Pasadena, CA & Virtual

Motion made to adjourn the meeting by David Kim, seconded by Matt Lambert (Chair Elect).

Board meeting adjourned at 11:47am.