
2006 BOARD ELECTION

The Council's By-Laws provide for a Board consisting of thirty Directors (plus the President, ex officio), divided into five classes of six Directors. Each class serves for a term of five years. In each class three Directors are elected by the membership and three are appointed by the Board.

Directors with terms expiring on June 30, 2006, were Jeffrey L. Bewkes, Henry S. Bienen, Lee Cullum, Richard C. Holbrooke, Joan E. Spero, and Vin Weber.

The Nominating and Governance Committee was composed of Henry S. Bienen (Chairman), Madeleine K. Albright (Vice Chairman), Jeffrey Bewkes, Daniel William Christman, Kenneth M. Duberstein, Richard N. Foster, Bart Friedman, Nancy A. Jarvis, Maria Elena Lagomasino, Sylvia M. Mathews, Edward J. Mathias, Theodore Roosevelt IV, James B. Sitrick, G. Richard Thoman, James A. Thomson, and R. Keith Walton. On January 9, 2006, the Chairman invited the Council membership to propose possible candidates. The Nominating and Governance Committee met on March 13 to consider the pool of names suggested by Council members for the three elective vacancies. Mindful of its mandate to consider "the need for diversity with regard to age, sex, race, geographical representation, and professional background," the Nominating and Governance Committee developed the following slate of nominees: Richard C. Holbrooke, Alberto Ibarguen, Colin L. Powell, Penny Pritzker, Donna E. Shalala, and Christine Todd Whitman. On March 27, Council members were notified of the slate and of the petition process available to them in accordance with the By-Laws. Michael E. Bryant was nominated by petition signed by no fewer than ten members in accordance with By-Law V(B) and was included on the ballot.

This year the membership was also asked to vote on a resolution to expand the Board. In November 2005, Peter G. Peterson, Chairman of the Board of Directors, and Henry S. Bienen, Chairman of the Nominating and Governance Committee, sent a letter to the membership outlining the need for greater diversity on the Board of Directors and proposing that the number of Directors be increased—by five appointed Directors—from thirty-one to thirty-six, and soliciting comments from the membership. Forty-two members responded, a minority of whom expressed concerns about tilting the balance to appointed

Directors and that enlarging the Board would make it less able to function effectively. Mr. Peterson and Mr. Bienen, in a joint letter to members published in the April issue of the Council newsletter, addressed their particular concerns. The opportunity to vote "yes" or "no" on the Board Expansion Resolution was included on the ballot for the Annual Election of Directors.

The formal Notice of Meeting for the Annual Election of Directors and the text of proposed changes in the By-Laws and the Certificate of Incorporation that would enable a Board expansion were mailed to all members on April 7.

The election process this year, for the first time, offered members the opportunity to vote online via the members' password-protected website. The ballot was emailed (for members with email addresses) or mailed to all Council members on April 17.

On May 23, at the Annual Meeting for the Election of Directors, 2,322 members participated in person or by proxy, fulfilling the quorum required by By-Law V. No name was written on ten or more ballots cast at the meeting, and, therefore, no one was nominated for the 2007 election by the write-in procedure outlined in the By-Laws. Sarah A.W. Fitts, Donald S. Rice, and Nancy Young served as election overseers. The following nominees were elected for five-year terms beginning July 1, 2006, and expiring June 30, 2011: Richard C. Holbrooke, Colin L. Powell, and Christine Todd Whitman.

1,671 members voted for the Board Expansion Resolution and 651 members voted against. The affirmative votes constituted both a majority of those voting and a quorum (one-third of the membership). The Certificate of Incorporation has been amended. By-Law IV(A) has been updated, and new guidelines for Board composition will take effect in fiscal year 2007.

Acting on the recommendation of the Nominating and Governance Committee, at its June 8 meeting the Board appointed three Council members to serve five-year terms in the Class of 2011, beginning July 1, 2006, and expiring June 30, 2011: Henry S. Bienen, Joan E. Spero, and Vin Weber. Additionally, the Board confirmed appointment of Peter G. Peterson to the Class of 2007 and Carla A. Hills to the Class of 2009.*

* To ensure an orderly transition in Council leadership, the Board of Directors at its October 2000 meeting approved changes in the By-Laws that enable a Chairman and/or Vice Chairman to continue to serve, on a year-to-year basis.

CHAIRMAN'S ADVISORY COUNCIL

The Chairman's Advisory Council, established to assist the Board in overseeing a number of important program areas, is composed of the following Council members from around the country:

Peter G. Peterson
Chairman

Thomas E. Donilon
Vice Chairman

David K.Y. Tang
Vice Chairman

Robert John Abernethy
Stanley S. Arkin

Stephanie K. Bell-Rose
Jewelle Bickford
Denis A. Bovin
Patrick M. Byrne
Dan Caldwell
Bart Friedman
Michael B.G. Froman
Sergio J. Galvis

Timothy F. Geithner
Joachim Gfoeller Jr.
Mimi L. Haas
J. Tomilson Hill
Alberto Ibarguen
Merit E. Janow
Eason T. Jordan
Arnold Kanter

Maria Elena
Lagomasino
Ira A. Lipman
Marcus Mabry
Sylvia M. Mathews
Richard L. Plepler
Penny S. Pritzker

Steven L. Rattner
Scott D. Sagan
David E. Sanger
Thomas Schick
Douglas E. Schoen
Barbara Shailor
Alice Young