



Board of Directors Regular Meeting

November 16, 2023

Social & Tech check 4:30 p.m.
Meeting 5-7 p.m.

Held electronically via Zoom Video Conferencing

Meeting notification and packet emailed 11/6/23

ATTENDANCE:

Voting Members Present: Bernadette Austin, Angie Balderas, Lisa Cardoza – Secretary, Cathie Conner, Shannon Cooper, Patty Estopinal – Treasurer, Fran Halbakken – Vice Chair, Robin Kren, Alana Mathews, Kim Mayes – Chair, Lisa Mazza, Jenni Murphy, Kate Reid – Vice Chair, Mira Shomar

Members Excused: LeShelle May, Janet Nunez-Pineda, Emma Pham-Tran, Lynne Meredith, Alejandra Quezada, Margo Souza

Staff: Desiree Aragon, CHRODO, Marcella Cooper – COO, Linda Farley – CEO, Leslie S Parker – Executive Administrator, Rich Ryan – CFO, Susan Willson – CDMO.

Guests: Marissa Gong – Gold Award Girl Scout, Noorain Khan – GSUSA Board Chair, Dr. Lydia Mallet – GSUSA DEIRJ Co-Chair and member of the GSUSA Board

Quorum needed: 11

Quorum established: 11

Meeting quorum max count: 14

CALL TO ORDER

Board Chair Kim Mayes opened the meeting at 5:01 p.m. with 11 Board members, six staff, and three guests in attendance.

MEETING ORGANIZATION

Kim reminded everyone that arrivals and departures would be recorded in the minutes to maintain a quorum during the Board meeting. She asked if any members had an objection to recording the meeting to facilitate the minutes or if there was a conflict of interest with anything on the agenda. No objections were noted.



GIRL MOMENT

COO Marcella Cooper introduced Gold Award Girl Scout Marissa Gong, a senior at John F Kennedy High School in Sacramento and part of Troop 569-31. She has been a Girl Scout for twelve years, and loves her troop like sisters. She plans to attend a four year college studying political science, as her passion for equity and equality, especially in school systems, has been a prominent factor to many projects she leads.

[Shannon Murphy arrived at 5:06 p.m.]

Marissa's Gold Award project was titled "Everyone Deserves to Read." She chose this project due to the statistics of students who read below basic fourth grade level. Knowing that reading comprehension is a foundational skill for everyone to achieve success in life, her project set up resources, including a website, a school-wide book swap, gifts of personal books, and a little free library, for a local charter school. She solicited funds, books, supplies, and décor to carry out her project. She shared photos of all the books collected and of kids excited to receive a book of their very own.

The Board members expressed that they were in awe of the work she did on her project. Kim thanked Marissa for presenting her project to the Board and she was excused.

CONSENT AGENDA

The consent agenda, consisting of the Board minutes of September 21, 2023, was presented. The consent agenda was accepted and approved as presented.

CONVERSATION WITH GSUSA

Kim introduced Noorain Khan, GSUSA Board Chair and Dr. Lydia Mallet, GSUSA Board member and the DEIRJ Committee Co-Chair. Kim invited them to have a conversation with the GSHCC Board members concerning GSHCC Board and staff delegation not attending NCS last July.

Noorain thanked the Board members for their service and commitment to the Movement and complimented Marissa on her Gold Award presentation. She shared her vision and outlined some of the top priorities and goals of the National Board, working with GSUSA CEO Bonnie Barczykowski. They are focused on Movement growth, financial stability, programming for girls, technology fixes, and DEIRJ.

[Alana Mathews arrived at 5:18pm]



Lydia shared more about the DEIRJ Board Advisory Committee at GSUSA and how they are addressing DEIRJ and anti-racism in a structural manner. That was the rationale behind the proposal to update the Blue Book of Documents stating that GSUSA is an anti-racist organization. GSUSA wants to support girls of color and those with other intersections of identity so they will remain in Girl Scouts and the Movement will have a sustainable membership. She is proud of the non-adversarial partnership with councils who have the same shared values.

Kim asked Noorain to talk about her passion and the legacy she desires as the incoming Board Chair. Noorain answered that she is passionate about making GSUSA sustainable financially, first and foremost. This includes increasing membership. And she wants to make sure every girl feels she belongs.

Linda recapped the decision to not attend NCS due to the travel advisories. Noorain stated that it was very clear why the GSHCC Delegates made the decision to not attend NCS. The National Board talked at length about the safety of girls and attendees of NCS being of paramount importance. She applauded the GSHCC Board and Delegates and expressed her respect for the thought and care of the decision. She appreciated the dialogue and the clear reasoning about why decisions were made.

Noorain and Lydia were thanked and excused at 5:49pm.

ENSURING NECESSARY RESOURCES

Financials

Treasurer Patty Estopinal moved to accept the preliminary September 2023 Financial Report. Cathie Conner seconded the motion.

Discussion: Patty commented that these are the preliminary numbers for our fiscal year-end. The year finished positively rather than the budgeted net loss. Rich commented that GSHCC reserves increased.

Motion passed unanimously.

Fund Development

Susan reported on the outcomes of GSHCC's inaugural fundraising event, Gather and Give for Girl Scouts. The event far-exceeded expectations. Initially, the event was going to be at the Sacramento Program Center with \$155,222 gross revenue budgeted. The actual gross revenue was \$201,160 and expenses were \$56,799 for a net revenue of \$144,361. She recapped the pre-event revenue as well as the night-of revenue. The event was fun and representative of Girl Scouts. She thanked the Board for their exceptional support. She



listed out the next steps for Gather and Give 2024. She asked for further feedback. Susan said the committee is aiming for October 11, 2024, which is the International Day of the Girl, for next year's event.

["iPhone" joined the meeting at 5:57pm. Identified as Angie Balderas.]

SETTING STRATEGIC DIRECTION

CEO Report

Linda shared information from the recent GSUSA Leadership Conference in Las Vegas. Membership continues to be of concern. The membership decline that was happening prior to the pandemic was exacerbated in 2020-21 due to the pandemic. (Currently, GSHCC is 33rd in membership across the country and 23rd in terms of the percentage increase over the previous year.)

As was reported at the conference, girls are more inclined to stay in Girl Scouts if they are engaged in four out of five of the following parts of the Girl Scout Leadership Experience (GSLE):

- National Program Portfolio (Petals, 2+ badges, journeys, awards)
- Outdoor or camping experience
- Community Service and/or Take Action
- Field trip and/or events
- Cookie program

Supporting the volunteers is critical to the success of the Movement and retention of girls. Supportive relationships is strongly linked to Girl Scout and caregiver satisfaction. One of the biggest challenges is finding adults who are willing, have the time, energy, and inclination to be a troop leader.

[Jenni Murphy joined the meeting at 6:17 pm]

Kim asked how the data from GSUSA feeds into the Strategic Plan that was just completed this last year. Linda cited the work done two years ago with Jeanne Bliss, the volunteer feedback sessions, and the Membership 360 evaluation with other councils last spring. This data informed our initiatives.

Linda continued by sharing the insights of a consulting firm hired by GSUSA, ShineScout. (See the meeting slides.)

Board Chair Report

Kim thanked Linda for the report and reminded the Board members that Board engagement is important. She thanked Lisa Cardoza who attended the Girl Scout Expo last month. Kim asked the members to be sure and let her know when they attend or engage in activities. The girls, volunteers, and caregivers like to see the Board members at events.

Kim shared that GSUSA announced that the 2026 National Council Session will take place in Washington D.C. The delegate selection process will begin next year.

Kim announced that as a result of conversations that took place at NCS in July, GSUSA recently formed a Movement Governance Advisory Team. There were more than 70 individuals who volunteered for the 20 person team. The team members are representative of the diversity of councils and the Movement across the country. The team is chartered to review the results of the democratic process and the delegate voice discussion topics that occur at the NCS, including the proposal processes and the frequency of NCS sessions. There is representation on the team from another California council.

Lastly, Kim reminded everyone about the Board Holiday Mixer that Lynne Meredith is hosting at her home on December 7. She asked everyone to please RSVP.

BOARD PERFORMANCE

Kim asked the members to take about seven minutes during the meeting to fill out the Individual and Group Board Assessments. The links to the online form were posted in the chat.

DECISION INFLUENCING

2024 Board Retreat - This item on the agenda was postponed due to time constraints.

PROVIDING OVERSIGHT

Fran Halbakken, Committee Chair, moved to accept the slate of candidates for the GSHCC Board of Directors as presented by the Board Development Committee.

Discussion: Fran commended Mira Shomar for taking the lead to interview and connect with the girl candidates. The recommendations from Mira and Emma were considered



and the Committee decided to select two girls for the slate this year. Linda explained that she and Kim have met with the four adults on the slate. She talked a little about each of them. Fran also thanked those Board members who put forth names for consideration.

Motion carried

[Angie Balderas left the meeting at 6:40pm]

Introduction

Linda introduced Desiree Aragon who was recently hired as the Chief Human Resources and Organizational Development Officer.

[Shannon Cooper left the meeting at 6:44pm]

ADJOURNMENT

Kim thanked everyone for attending and participating so fully in the meeting. She reminded everyone that the January meeting would also be virtual on Zoom. She was made the host of the Zoom meeting and excused the staff to discuss the CEO Evaluation process.

The Board members moved into an impromptu Executive Session at 6:47 pm.

The Board meeting and Executive Session were adjourned at 7:00 p.m.

Respectfully submitted,

Leslie S Parker, *PACE*
Executive Administrator
Recording Secretary

Kim Mayes
Board Chair

Lisa Cardoza, Ed.D.
Board Secretary

These minutes were approved as [indicate one: **presented**, corrected, amended] at the January 18, 2024, Board Meeting.