

*Girl Scouts Heart of Central California*  
**BOARD OF DIRECTORS**  
**REGULAR MEETING MINUTES**

April 21, 2011      6601 Elvas Avenue  
6:00pm – 7:22pm      Sacramento, CA

**PRESENT:** Debra Brown, Catherine Conner, Patty Estopinal, Anne Ferguson, Robert Ferriman, Robin Kren, Jan Opie, Princetta Purkins, Anita Rohn, Toni Rubin Susan Sheridan, and Paige Smith

**EXCUSED:** Barbara Ellis, John Gallagher, Beverly Lamb, and Judy Lin

**STAFF:** Jean DeCamilla, Kerry Koyasako, and Pam Saltenberger

**GUESTS:** Vrinda Agarwal, Senior Girl Scout

**Chair of the Board, Catherine Conner, called the meeting to order at 6:00.**

**I. CONSENT AGENDA**

The Consent Agenda included the following items:

- Minutes of the January 20, 2011 Board of Directors meeting
- Special Board Minutes of March 7, 2011
- Volunteer Management Policies Update
- Special Board Minutes of April 8, 2011
- Resignation of Genevieve Marsh from the Board

The Consent Agenda was approved by general consent.

**II. PROGRAM**

Vrinda Agarwal shared with the board her Girl Scout Gold Award project and how Girl Scouts has changed her life, given her amazing opportunities and

inspired her to be the best she could be! Her project entitled "Refugee Empowerment Service Project and Expanding Cultural Ties" (RESPECT) addressed the issues of refugee children at her school. These children fled the nations of Bhutan and Nepal due to political unrest. Her project included tutoring the children, having a book drive, and creating assimilation classes for them. The board of directors gave her a standing ovation at the end of her presentation.

### **III. FINANCE**

Rob Ferriman presented an overview of the February financials. He noted that we remain in good financial condition despite our contributions and grants being under budget by \$82,000. On the Statement of Financial position total assets grew by over \$1,500,000 compared to February 2010. This is primarily because of the Elvas property.

Rob Ferriman also reported that the gross Girl Scout Cookie sale is up 12.9% this year over the amount budgeted last year. The net profit is \$6,045,000 which is \$621,000 or 11.4% over the amount budgeted. Rob Ferriman, on behalf of the finance committee, moved to accept the February 2011 Statement of Activities and the February 2011 Statement of Financial Position. The motion passed unanimously.

Rob Ferriman also reviewed the Funds Transfer Agreement from the Bank of Sacramento. This agreement has been reviewed by our attorney and a resolution from the board is required. Rob Ferriman, on behalf of the finance committee, moved to accept the Funds Transfer Agreement as presented (Attachment A). The motion passed unanimously.

### **IV. GOALS FOR 2011 - 2014**

Pam Saltenberger briefly reviewed the notes from the board retreat in November 2010. At that retreat the board identified characteristics of a High Performing Girl Scout Council. The staff leadership team took those characteristics and translated them into goals for the 2011 – 2014 time period. The board identified as the number one priority to increase membership. Goals 1, 2, and 4 directly tie to that priority. The second identified priority was financial stability and Goal 5 and 6 tie to that priority. Good, relevant programs were the next priority and Goal 8 and 3 tie to it. Strong volunteers and a strong

presence in the community are represented by Goal 4 and 7 respectively. Cathie Conner requested that we add one more Goal that addresses expense control.

The revised Goals will be presented to the board at the June meeting for approval.

## **V. GIRL SCOUTS OF THE USA PENSION UPDATE**

Catherine Conner reviewed the letter and other information we received from GSUSA regarding withdrawal provisions. This has also been reviewed by our attorney and it is apparent that we do not have the resources to withdraw at this time. We have been approached by other councils that want to ban together and possibly write one demand letter to GSUSA. The board discussed various options including taking some additional action which might include joining with other councils reiterating our individual demands. All communication received by other councils and GSUSA will continue to be forwarded to the board and our attorney.

## **VI. PROPERTY COMMITTEE**

Anne Ferguson provided updates on the property. We received a Request for Proposal for a lease on the Rancho property but declined due to low rent and a required \$200,000 in tenant improvements. We also experienced two incidents of vandalism and are taking additional security measures.

We received a Letter of Intent on the Modesto property, which was forwarded to the board. We will probably decline this as well because the potential buyer cannot obtain financing. The board agreed that the property committee has the authority to make any reasonable deal.

At Camp Menzies we have four donated portables that we will be installing over the next two years. They will replace the staff house, office, and horse corral trailer.

We expect to execute the loan with the Bank of Sacramento early next week!

## VII. CAPITAL CAMPAIGN UPDATE

Catherine Conner reported that the Capital Campaign is well underway. We have identified a possible campaign chair and as soon as he or she says "yes" the brochure and video will be completed.

## VIII. BOARD REPRESENTATIVE COMMITTEE

Toni Rubin reported that the annual representative training will be May 31 in Modesto and June 1 in Sacramento. In addition, the orientation for National Council Delegates is scheduled for September 27. At that meeting we will review the proposals and their responsibilities as Delegates. Regional Forums with all of the representatives are scheduled on October 29 in Modesto and November 3 in Sacramento. We are also sending out a survey to all representatives to determine what could be done to get better participation from representatives from the southern part of the council.

## IX. MANAGEMENT REPORT

Pam Saltenberger reported that our membership is up 1.2% in volunteer led troops with an overall increase of 1.7%. She also reported that we are seeing a large increase in requests for financial assistance. Year to date we have awarded \$64,025 in financial assistance.

**Meeting adjourned at 7:18 p.m. and was opened at 7:20 because of unfinished business.**

The board had received the Funds Transfer Agreement from the Bank of Sacramento. This agreement has been reviewed by our attorney and a resolution from the board is required. Anita Rohn moved to approve the proposed ACH Origination Agreement required by Bank of Sacramento (Attachment B) The motion was seconded and passed unanimously.

**Meeting adjourned at 7:21pm.**

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Anne Ferguson, Secretary