

Board of Directors Regular Meeting

September 19, 2019

Social/Refreshments 4:30 pm
Meeting 5-7:00 pm

Sacramento Regional Program Center
6601 Elvas Ave., Sacramento, CA

ATTENDANCE:

Voting Members Present: Bernadette Austin, Angie Balderas, Kim Bedford, George Claire, Flojaune (Flo) Cofer, Catherine Conner-Past Chair, Patty Estopinal-Secretary, Reese Ferriman, Robert (Rob) Ferriman, Juanita Garcia-Past Chair, Linda Hischier (remote), Robin Kren, Alana Mathews-Vice Chair (remote), LeShelle May, Lynne Meredith (remote), Jenni Murphy-Chair, Kate Reid (remote), Jaana Remes, Beth Leonard Schatz-Treasurer, Stacey Shelnut-Hendrick, Elena Soto-Chapa (remote)

Members Excused: Deveshi Buch

Staff: Marcella Cooper, COO; Linda Farley, CEO; Leslie S Parker, Executive Assistant; Rich Ryan, CFO; Lynne Van Tilburg, CDO

Guest: Madison Shepard, Director of Outdoor Adventure

Quorum needed [50%+1]: 12

Quorum established: 21

Call to Order

The meeting was called to order at 5:04 pm with Board Chair Jenni Murphy welcoming everyone.

Girl Moment - Cookie Incentive Programs

Linda Farley introduced Madison Shepard, GSHCC's Director of Outdoor Adventure. Madison presented information on two Girl Scout Cookie incentive trips that were earned by seven girls, who each sold a minimum of 3,000 packages of cookies. She shared some photographs and told stories about trips to Montana and Hawaii. One girl was far outside her comfort zone but was able to push herself to try white water rafting in Montana. This same girl was too nervous to participate in zip-lining. These experiences are "challenge by choice" where no one has to do anything they don't wish to do. Madison stayed with her and helped her to understand and learn that it was OK. She used the large and small rubber band analogy from Dr. JoAnn Deak to help her celebrate small (rubber band) steps and recognize her (large rubber band) talents and skills.

Madison was thanked for her presentation and was excused.

(Alana Mathews joined the meeting at 5:09 pm.)



Meeting Organization and Consent Agenda

Jenni reminded everyone that any late arrivals or early departures would be recorded in the minutes to assure that a quorum is maintained. She asked if anyone had any conflict of interest with anything on the agenda. No one responded.

The Consent Agenda, consisting of the Board Minutes of June 19, 2019, and the Committee Reports, was accepted and approved as presented.

Linda Farley announced that the GSHCC Fall Product sales are underway and passed a clipboard around to have members sign up to be contacted by a girl.

Setting Strategic Direction

CEO Report

Linda Farley reviewed the triangle graphic representing GSHCC's Strategic Priorities. She then presented GSHCC's FY20 goals & objectives with brief explanations of new and continuing points.

She highlighted these specific objectives:

- ♦ Elevating the Girl Scout Gold Award, including a separate Gold Award event at the Crocker Art Museum on June 14, 2020. It will include a reception, display of girls' projects and a formal ceremony.
- ♦ Day at the Capitol is expanding from Cadette participation only to now include a program for Seniors and Ambassadors, who will focus on advocacy. This program invites girl participation from all California councils. GSHCC hosts this event due to our proximity to the State Capitol.
- ♦ Adding training of adults and leaders in the STEM Centers and in the outdoors.
- ♦ The Diversity and Inclusion program is being delivered to Volunteers this year. The trainings have been named the 'Girl Scout Sisterhood of Inclusion' and focuses on every girl/Girl Scout feeling a sense of belonging with our organization.
- ♦ Linda F. will present four State of the Council sessions to volunteers in four regions of our council.
- ♦ Three samples of current billboards were shown and comments were made that they had been seen in various areas of the council already. Linda F. gave a shout out to Angie Balderas who helped get our PSA's on many radio stations within our council. There has been a good response from these spots.

Jenni asked the members how they would like to be updated, with so much going on. Linda has been sending out a CEO Report via email. Suggestions were made: email with headlines and then further down short bullets points so members can go directly to those of interest, Video/livestream/Facebook live the town halls/quarterly updates.

It was asked if a Board presence was desired at the quarterly CEO State of the Council sessions with volunteers. Linda said she would look into Board participation, presentations or presence.

(Bernadette Austin joined the meeting at 5:32 pm.)



Board Retreat follow-up

Jenni talked about addressing some of the items and lists created at the retreat and discussed at the June meeting: call for donations, email etiquette, etc. She thanked Beth and Stacey for working on the Board Communication Etiquette document. This document will be presented at the next meeting and will evolve over time. Jenni suggested that at each meeting time could be devoted to Board Performance, continual process improvements and best practices for a high performing Board.

Ensuring Necessary Resources

Fund Development

Lynne Van Tilburg was thanked and applauded for exceeding this year's goal. Lynne reviewed the revenue for FY2018-19 and the goals for Board Giving and Planned Giving.

Several suggestions were given to increase planned giving:

- an estate planning seminar or conference
- offsite presentations for groups in retirement communities such as Sun City Roseville and Lincoln
- make a video of the program that people could access on the website or do a livestream/Facebook Live event
- print instructional brochures to be handed out at the board meeting for members to distribute.

(Alana Mathews' call was disconnected and she rejoined the meeting at 5:44pm.)

Fundraising Event

LeShelle May, chair of the committee, gave an overview of the planning thus far. She has worked with Linda F., Lynne V., and Erica Ralston, Sr. Director of Development, to ask community members about themes, concepts, dates, and ideas for the fundraising event. She announced that the event will happen on Friday evening, September 11, 2020, here at GSHCC in Sacramento. It will be casual, fun and engaging rather than an elegant evening. Girl Scouts of San Diego did a similar event and Erica has been talking to them about it. Suggestions for activities and attractions included archery, stations for fun Girl Scout activities, high-end appetizers and beverages, sit-down dessert for the auction. The Fundraising Committee will consist of four sub-committees (food and wine, sponsorship, auction items, and activities and décor) and is being established.

LeShelle explained that they would like the Board members to help sell tickets, give/get silent auction items, ask for in-kind donations and other tasks as they may come up. She invited members to volunteer for a committee. The price for a ticket will be \$150 with a maximum of 200 people.

Finance

July Financials

Beth Schatz moved to accept the July 2019 Financial Report. Seconded by Patty Estopinal.



Discussion included that the net funds from cookies flattened a little due to the higher than expected incentives earned (a good problem) and more leftover cookies than prior years. Salaries and benefits were down due to vacant positions.

Motion Carried

FY2019-20 Annual Budget

Beth moved to accept the Fiscal Year 2019-20 Budget. Seconded by Rob Ferriman.

Discussion: Beth applauded Rich Ryan for his preparedness and good work on the budget, making it easy for the Finance Committee and the Board. There were no questions or comments.

Motion carried.

Form 990 Review

Beth moved to accept the Fiscal Year 2017-18 Form 990 Tax Return. Seconded by Flo Cofer.

Discussion: Beth encouraged all members to really read the Form 990 if they want to learn info about GSHCC. There were no questions or comments.

Motion carried

Providing Oversight

GSUSA Dashboard

Linda Farley presented highlights of the Dashboard that GSHCC completes for GSUSA every year. This same dashboard is used to renew our Charter from GSUSA every three years. The dashboard reports the council's health to GSUSA. Linda reviewed a few key metrics presented in the document.

Bylaw update

Juanita Garcia outlined the work of the established Task Group so far. They are currently reviewing all the bylaws for all eight California councils. There are three governance models used by councils: Delegate based, that GSHCC currently uses; one member-one vote, where every registered member in a council can vote; and self-perpetuating Board, where the Board accepts input from members but makes the final decisions.

Juanita contacted the Board Chair for Girl Scouts of San Diego with whom she attended the GSUSA Board Chair training. San Diego recently changed to a self-perpetuating Board model. One of the important things that they realized is that each registered member is a member of GSUSA, not the local council. The members are "affiliated" with a council. This was the basis of their change. The Task Force is looking at the corporate code for the State of California for reference.

The Task Force will make a recommendation to the Board at a later date once this has all been discussed and considered.

The final changes are slated to be presented at the 2021 Annual Meeting.



Board Performance

No content at this meeting.

Decision Influencing

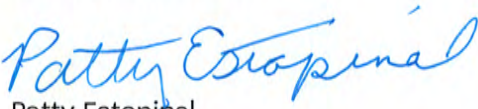
No content at this meeting.

Next regular meeting: November 21, 2019 – Modesto Regional Program Center

The meeting was adjourned at 7:00 pm.

Respectfully submitted,

Leslie S Parker, PACE
Executive Assistant


Patty Estopinal
Board Secretary

These minutes were approved as [circle one: presented, corrected, amended] at the November 21, 2019, Board Meeting.