



Board of Directors Regular Meeting Meeting Minutes

January 15, 2026

Tech check & social 4:30 p.m.
Meeting 5:00-7:00 p.m.

Held electronically via Zoom Video Conferencing
Meeting notification and packet emailed 1/5/26

ATTENDANCE:

Voting Members Present: Lisa Cardoza – Secretary, Maddy de Lange, Patty Estopinal, Fran Halbakken – Vice Chair, Robin Kren, Noor Latif, Kim Mayes – Chair, Lynne Meredith – Vice Chair, Jenni Murphy, Kate Reid, Adrian Ruiz, Rhonda Staley-Brooks, Kathleen Webb – Treasurer, Jeannie Vance, Bianca Zitelli

Members Excused: Kirpa Gill, Myel Thelen

Staff: Desireé Aragon – CHRODO, Linda Farley – CEO, Lani Longacre – COO, Leslie Parker – Executive Administrator, Rich Ryan – CFO

Guests: Bobbie Hales, Gilbert & Associates, CPA's

Quorum needed: 9

Quorum established: 14

Meeting quorum max count: 15

CALL TO ORDER

Board Chair Kim Mayes opened the meeting at 5:00 p.m. with 14 Board members, five staff, and one guest in attendance.

MEETING ORGANIZATION

Kim reminded the Board that arrivals and departures would be noted in the minutes to ensure quorum was maintained. She asked if anyone objected to recording the meeting for the purpose of accurate minute-taking or had any conflicts of interest related to the agenda. No objections were raised.

SPECIAL RECOGNITION

Linda announced that this will be the final Board meeting for CFO Rich Ryan. Several Board members commended and thanked him for his leadership, transparency, and long-term stewardship of the Council's financial health, particularly through periods of organizational change and during the COVID-19 pandemic. Rich thanked the Board and staff for the opportunity to serve.



Linda Farley also noted the upcoming retirements of:

- Mark Criswell, aka Uncle Buck, Director of Properties
- Sue Schoneman, Retail Shops manager

A staff recognition event will be held in March, and Board members will be invited to attend.

GIRL MOMENT

COO Lani Longacre introduced Girl Board member Maddy de Lange, a Juliette Girl Scout and Senior at Yuba City High School. Maddy shared photos and reflections on her 12-year Girl Scout journey, including camping experiences, cookie program participation (as a girl and a Board member), leadership development, and completion of her Gold Award. She also shared her plans to pursue pediatric occupational therapy at Sonoma State and reflected on the value of serving as a Girl Board Member.

Board members expressed their appreciation to Maddy for her service and contributions and asked questions regarding her experience serving on the Board. Maddy shared that while she enjoys her involvement with her local Service Unit, she has found her time working with the Board and staff to be particularly enlightening. She noted that it has been rewarding to gain insight into the work involved in strengthening programs and outcomes for girls.

CONSENT AGENDA

The consent agenda consisted of:

- Minutes of November 20, 2025, Board Meeting

With no objections, the consent agenda was approved as presented.

FINANCIALS

Financial Report

Treasurer Kathleen Webb moved to accept the November 2025 Financial Report. Patty Estopinal seconded the motion.

Discussion highlights: Fall Product Program exceeded expectations and expense savings contributed to a favorable early fiscal year position.

Motion carried.

FY 2024–2025 Annual Audit

Bobbie Hales, CEO of Gilbert & Associates, presented the FY 2024–25 Annual Audit. The audit will be issued with an unmodified (clean) opinion. All accounting policies were appropriate and consistently applied and minimal adjustments were needed. The council had strong liquidity and reserve position, exceeding nonprofit benchmarks and program expenses within best-practice ranges.



Bobbie commended staff leadership, particularly Rich Ryan, for their professionalism and transparency.

Kathleen Webb moved to accept the FY 2024–25 Annual Audit. The motion was seconded by Lisa Cardoza.

There was no further discussion.

Motion carried.

Bobbie was extended the gratitude of the staff and Board and she was excused.

CEO REPORT

Linda Farley provided updates on the following:

Membership & Retention

Girl retention is at 61%, slightly above the national average of 60%. There are continued challenges with new girl recruitment, particularly at the Cadette level. Two new Regional Coordinators are being hired to support recruitment and service units. There is continued growth in After-School Club participation and revenue.

State of the Girl Report – California

Girl Scouts of California (the eight CA councils) have contracted with Mount St. Mary's University – Center for the Advancement of Women to compile the report. The anticipated time for completion is April with a public launch in May. The report will support advocacy, policymaker engagement, and public awareness.

After-School Funding & State Budget

In the Governor's State of the State address, he announced that the preliminary budget reflects continued commitment to expanded learning. Our advocacy partners and Political Solutions are monitoring the legislative actions around this activity.

Cookie Program

Linda began the presentation by announcing the Program and Booth timelines, the increase to \$7.00 per package, and transparency regarding the use of cookie proceeds (how the cookie crumbles). Board members were encouraged to support the program through purchases, booth visits, volunteer participation, and promotion.

Linda turned the time over to Lani to review the Cookie Program challenges and proactive strategies.

- Economic and political climate
- Membership declines impacting participation
- Price sensitivity
- Troop inventory concerns



Strategies include enhanced value messaging, troop activation, expanded volunteer training, introduction of the new Exploremores cookie, after-school club cookie pilots, inventory exchange options, and incentive structures.

BOARD CHAIR REPORT

CEO Evaluation

Kim reported that the CEO evaluation for Linda Farley has been completed and delivered.

Future Board Meeting Format

Kim reprised the subject of future Board meetings mentioned at the November meeting. A poll was launched for the members to choose to return to all in-person Board meetings or to maintain the current schedule with two virtual meetings.

Board Giving

Kim shared that during a call with other Girl Scout council Board Chairs, she learned that GSHCC is among a small number of councils that do not have a defined Board charitable giving minimum. As a result of that discussion, Kim asked Board members to complete a poll to gather input on whether the Board should establish a minimum giving expectation or continue with the current practice of a “meaningful gift.” The poll first asked members whether they supported establishing a minimum Board giving policy. For those who answered in the affirmative, two follow-up questions were included: whether the minimum should consist solely of personal giving or could also include “gets” facilitated by a Board member (such as matching gifts, sponsorships, or inspired giving from their network), and what dollar range would be appropriate for such a minimum. Kim noted that the poll was intended to gauge overall Board sentiment and provide guidance for any future discussion or policy consideration regarding Board giving expectations.

Board- and Self-Evaluations

Kim confirmed there would be a Board Group Self-Evaluation but asked if members would use an Individual Self-Evaluation to review their own performance. A poll was launched to receive feedback. Guidelines and standards were requested about the questions that would be on the evaluation.

Kim will report on the results of the polls at the next Board meeting.

ADJOURNMENT

With no further business, the Board meeting was adjourned at 6:43 p.m.



Respectfully submitted,

A handwritten signature in blue ink that reads "Leslie S Parker".

Leslie S Parker, *PACE*
Executive Administrator
Recording Secretary

A handwritten signature in blue ink that reads "Kim Mayes".

Kim Mayes
Board Chair

A handwritten signature in blue ink that reads "Lisa Cardoza".

Lisa Cardoza, Ed.D.
Board Secretary

These minutes were approved as [indicate one: **presented**, corrected, amended] at the April 16, 2026, Board Meeting.