



Board of Directors Regular Meeting

January 16, 2025

Social and tech check 4:30 p.m.
Meeting 5:00-7:00 p.m.

Held electronically via Zoom Video Conferencing

Meeting notification and packet emailed 1/6/25

ATTENDANCE:

Voting Members Present: Bernadette Austin, Angie Balderas, Lisa Cardoza – Secretary, Cathie Conner, Shannon Cooper, Patty Estopinal – Treasurer, Fran Halbakken – Vice Chair, Robin Kren, Noor Latif, Kim Mayes – Chair, Lynne Meredith, Jenni Murphy, Alejandra Quezada, Kate Reid – Vice Chair; Adrian Ruiz, Mira Shomar, Rhonda Staley-Brooks

Members Excused: Maddy de Lange, Alana Mathews, Lisa Mazza, Margo Souza, Kathleen Webb

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

Guests: Rob Ferriman – Audit Committee Chair

Quorum needed: 12

Quorum established: 15

Meeting quorum max count: 17

CALL TO ORDER

Board Chair Kim Mayes opened the meeting at 5:00 p.m. with 15 Board members, five staff, and one guest 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 Board member Mira Shomar, who joined Girl Scouts as a Brownie after falling in love with crafting activities. She is currently a senior at Vista del Lago High School and will be graduating this year.

Mira shared her favorite experiences as a Girl Scout, including finding a new troop in middle school, building strong connections with her Girl Scout sisters, completing eight journeys, and earning her Silver Award. She is currently working on her Gold Award, a community garden project. The garden is at her local church, and she has engaged local youth by hosting planting sessions. They planted mostly culturally significant herbs that are used in Middle Eastern cooking. She enjoyed learning to use new tools to build planters and will soon hold a seed drive and create lesson plans on planting climate-appropriate plants. Mira is passionate about civic engagement and her plans include studying architecture or urban planning.

Board members asked about her favorite part of being on the Board and if she had anything to recommend going forward. Mira thanked the Board members for the experiences and insights she gained from all of them, for their openness, and the overall awareness it brought her about governance and business. She recommended that new Board members be given even more detailed information and rationale on the Board's procedures and the council's governance.

The Board members praised Mira's presentation and service to the Board.

[5:05pm – Bernadette Austin arrived. Quorum at 16.]

CONSENT AGENDA

The consent agenda, consisting of the Board meeting minutes of November 21, 2024, was presented. The consent agenda was accepted and approved as presented.

[5:07pm – Alejandra Quezada arrived. Quorum at 17.]

FINANCIALS

November 2024 Financial Report

Treasurer Patty Estopinal moved to accept the November 2024 Financial Report. Bernadette Austin seconded the motion.



Discussion: Patty noted that even though it's early in the fiscal year, the year-to-date numbers are performing better than what was budgeted. While there is still a net loss, it is smaller than expected. Additionally, the Fall Product program exceeded the budget, and expenses are lower than anticipated. Rich added that higher investment dividends and fundraising revenue, along with expense savings, contributed to the positive trends.

Motion carried.

Annual Audit

Treasurer Patty Estopinal moved to accept fiscal year 2023-2024 annual audit. Cathie Conner seconded the motion.

Discussion: Patty introduced Rob Ferriman, Chair of the Audit Committee, to lead the discussion. Rob reviewed the audit process and reported the unmodified opinion issued by Gilbert CPA's. He commended Rich and his staff for their exceptional work and high-quality interactions throughout the process. In response to a question about a decrease in investment revenue, Rich explained that the decline was due to a matured CD being moved to a money market account. He noted that while reserves had decreased slightly, GSHCC still maintained 10 months of reserves as of September 30, 2024. Rich also recognized Ashly Williams, Director of Finance, for taking on the majority of the audit work.

Motion carried.

CEO REPORT

Membership Dashboard

Linda presented revised membership dashboard numbers, noting a slight overall decline in membership compared to the figures distributed in the packet. She highlighted an increase in renewed memberships and commended the Service Unit Engagement Team for their successful efforts. Linda also reported a decrease in new members compared to last year but assured the group that strategies are being implemented to address recruitment challenges. There are potential increases in membership registration due to the upcoming camp registration season and extended-year registration that starts in April.



Community Troops and Girl Scouts After-School Clubs

Linda thanked Bernadette Austion and Rhonda Staley-Brooks for making connections to schools and districts on GSHCC's behalf. She remarked that membership on the Community Troop slide appears down due to girls transitioning to the Girl Scouts After-School Club troops. Marcella mentioned the ongoing recruitment efforts in several school districts and private schools.

Linda announced that the new Director of Development, Maddie Davis, will be starting on January 21. Maddie has a background as an annual giving manager. She also talked about meeting with Anna Davis-Vaughn, the founder of the STEM Memorial Scholarship. With that endowment fully funded, Linda is talking with Anna about the possibility of other STEM support she might be willing to champion, like sponsoring the STEM Centers and programming. Fran offered to use her connections to gather other women engineers, architects, etc. to participate and encourage girls in STEM fields.

Linda discussed the launch of the cookie program, which began on January 10. The initial order to ABC Bakers will be on January 29. Linda invited members to volunteer or visit an upcoming Mega Drop in Sacramento on February 15 or in Turlock on February 17. She announced that National Cookie Weekend is February 21-23 and encouraged Board members to attend a Mega Drop and participate in National Cookie Weekend by visiting booths. Patches to hand out to girls can be requested and mailed to members. Kim, Fran, and Alejandra shared their positive experiences at Mega Drop, emphasizing the extreme organization and enthusiasm of the troops, volunteers, and staff at the event. Cathie asked about the financial situation of the baker, ABC, regarding the announced bankruptcy at the last meeting. Linda said that it doesn't seem to be impacting their operations.

[5:56pm Rhonda Staley- Brooks departed. Quorum at 16.]

BOARD CHAIR REPORT

Kim began her report by expressing gratitude and appreciation for the outgoing members: Angie, Bernadette, Cathie, Mira, Alejandra, Lisa M., and Margo. Trefoil-shaped word cloud slides were presented, reflecting the impressions these members made on their fellow Board members.



Kim presented the board evaluation results, highlighting individual and group scores, including areas of excellence and opportunities for improvement. She noted that the upcoming Board retreat would include a focus on recognizing areas of excellence and addressing areas requiring development.

Kim reminded the Board about the Retreat on March 1, 2025, at the Sacramento office. She and Linda are working with the facilitator, Steve Weiss, to refine the agenda. More information will be forthcoming.

She provided an update on the virtual Annual Meeting scheduled for February 1. Information on registering, which is required, will be included in the email sent following tonight's meeting.

[6:17pm – Bernadette Austin departed. Quorum at 15.]

Board Gold Scholarship Discussion

Kim raised the question of the Board Gold Scholarship, noting that while the Board funds it, the council has subsidized the \$3,500 scholarship amount in recent years. Board members discussed continuing the scholarship, considering options such as reducing the scholarship amount or automatically designating donated funds to the scholarship until fully funded. Suggestions were also made to improve the process of collecting contributions from Board members, including regular reminders and updates on funding progress. It was agreed to take the suggestions offline and regroup to determine the best course of action.

Kim inquired about plans for Women's History Month and whether an event would be held. Linda responded that the Team is exploring several possibilities, including a concept where Powerful Women sponsor memberships for Powerful Girls to raise funds for memberships over a period of time. Additional information will be shared as plans develop.

ADJOURNMENT

Kim thanked everyone for attending and moved the meeting into executive session with Linda and the Chief Officers at 6:34pm.



At the conclusion of the executive session, the Board meeting was adjourned at 6:46 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 April 17, 2025, Board Meeting.