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## Board of Directors Regular Meeting

January 19, 2023

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

Held electronically via Zoom Video Conferencing

*Meeting notification and packet emailed 1/9/23*

### **ATTENDANCE:**

Voting Members Present: Arwyn Austin, Angie Balderas, Kim Mayes – Vice Chair, Lisa Cardoza, Cathie Conner, Patty Estopinal – Treasurer, Fran Halbakken, Robin Kren – Past Chair, Lynne Meredith, Jenni Murphy – Chair, Janet Nunez-Pineda, Kate Reid – Secretary, Stacey Shelnut-Hendrick, Margo Souza

Members Excused: Bernadette Austin, LeShelle May, Lisa Mazza, Emma Pham-Tran, Alejandra Quezada

Staff: Marcella Cooper – COO, Linda Farley – CEO, Leslie S Parker – Executive Assistant, Rich Ryan – CFO, Susan Willson – CDO.

Guest: Dorothea Silva, Chair of the Audit Committee

Quorum needed: 10

**Quorum established: 12**

Meeting quorum max count: 14

### **CALL TO ORDER**

Board Chair Jenni Murphy opened the meeting at 5:02 p.m. with 12 Board members and five staff in attendance via Zoom.

### **MEETING ORGANIZATION**

Jenni reminded everyone that arrivals and departures would be recorded in the minutes to maintain a quorum during the 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.



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## GIRL MOMENT

COO Marcella Cooper introduced Girl Board Member Arwyn Austin to present the Girl Moment. She shared photos of her Girl Scout adventure since she was a Daisy. She began by thanking her mother who has served as her Troop Leader since the beginning. Arwyn talked about her troop's travel adventures, camping expeditions, fundraising for their trips, and community impact projects. She concluded by expressing her excitement to see where she and her Girl Scout sisters go after they graduate, having developed into amazing, driven young women with a variety of skills and talents, but ultimately all sharing the same values of courage, confidence, and character that Girl Scouts has instilled in them.

Arwyn posted her Smart Cookie link in the chat for members to utilize if they desired.

Jenni thanked and praised Arwyn for her work with Board and several members complimented her presentation skills.

[Dorothea Silva, Chair of the Audit Committee, joined the meeting at this time (5:15).]

## CONSENT AGENDA

The consent agenda, consisting of the Board Minutes of November 3, 2022, was accepted and approved as presented.

## ENSURING NECESSARY RESOURCES

### Finance

Treasurer Patty Estopinal moved to accept the November 2022 Financial Report. Kim Mayes seconded the motion.

Discussion: Patty commented that GSHCC is in a good position, as revenues are stronger and expenses are lower than budgeted. Rich announced that cookies sold are ahead of the same point last year, even with the increase in price.

Motion passed unanimously.

### Fiscal Year 2021-22 Audit

Treasurer Patty Estopinal moved to accept the Fiscal Year 2021-22 Audit. Angie Balderas seconded the motion.



Discussion: Patty said that the committee met on Tuesday with the Auditor, Bobbi Hales. She then turned the time over to Audit Committee Chair Dorothea Silva for remarks. There was nothing out of the ordinary or unusual that came out of the audit. Dorothea pointed out the required communications that accompany the audit and the “unmodified opinion” that is the best an organization can receive.

Motion passed unanimously.

Jenni thanked Dorothea and the committee for their work and Dorothea was excused. Cathie Conner spoke up and thanked Rich and his team for all their work throughout the year that makes the audit so clean.

### **SETTING STRATEGIC DIRECTION**

Jenni announced the agenda would be shuffled a little and that the CEO report would be presented next.

#### **CEO Report**

Inclusion Belonging Statement - Linda presented the final draft of the Inclusion Belonging Statement originally presented to the Board back in June. The statement has been revised a little but is essentially the same.

Secretary Kate Reid moved to accept the Inclusion Belonging Statement. Lisa Cardoza seconded the motion.

Discussion: No questions or discussion.

Motion passed unanimously.

Board Retreat 2023 – Linda recapped for the newer members of the Board that Jennifer Bartkowski, the CEO of Girl Scouts of Northeast Texas, had been scheduled to present at the cancelled April 2020 Retreat. She was to have spent some time talking with our Board about philanthropy and fundraising, the role of Board members, and how she approaches the large amount of fundraising undertaken at her council. The Board split into breakout rooms to discuss ideas and questions for Jennifer and any other ideas for the upcoming retreat.

Upon returning from the breakout rooms, a few of the ideas were shared. Linda asked for anyone who took notes to send them to Leslie.

- What is their (Jennifer's council) major success: events, grants, public or private campaigns?
- Suggestion to have a "fireside chat" with Jennifer instead of a presentation.
- Did she create her fundraising success or did she inherit it?
- Are there any events or campaigns that garnered a high return without an immense amount of manpower?
- How can Board members contribute to the efforts?
- How does Planned Giving work in their council and how do they get the Board involved?

Linda continued her CEO report to report on cookies. Girls started pre-orders last Friday (1/13/23). She presented an educational piece for the Board members that included the Cookie Program dates, the skills girls learn, the cookie line up, the new Raspberry Rally cookie, and the Girl Experience program incentives girls can earn. She invited the members to participate in one of the Cookie MegaDrops, in Sacramento on 2/18/23 or Turlock on 2/20/23, and mingle or volunteer and asked them to let her or Leslie know to expect them.

Cookie booths start on 2/24/23 and the Program ends on 3/19/23. Leslie asked the members to connect with her if they want Cookie Weekend patches to hand out to girls. She reminded them to ask questions and take a picture to send in.

### **Fund Development**

Jenni thanked everyone and turned the time over to Susan Willson.

Susan did a quick shout-out applauding the Board for 100% giving last year. She reminded the Board members that at the last meeting the concept of expanding the councils' network was discussed. The Fund Development Team will use the feedback received in the breakouts tonight to craft how the Team can support the Board as it pertains to fundraising. She will follow up with each of the members to learn the next steps, adding to the prospect list and connecting opportunities.

Susan highlighted the online giving days coming up in 2023: 209Gives, Big Day of Giving, and Giving Tuesday. She would like to capitalize on the Board members' connections online to cast a wider net of giving.



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Susan continued by applauding LeShelle May's leadership for GSHCC's inaugural fundraising event coming up on October 20, 2023, at the Old Sugar Mill in Clarksburg. Several other Board members are working on the sub-committees to plan the event. "Gather and Give for Girl Scouts" is the official name. The new logo was presented on a slide. She announced that sponsorship opportunities are available and will be distributed in February.

### SETTING STRATEGIC DIRECTION

None at this meeting.

### BOARD PERFORMANCE

Jenni reminded the members about the options for completing the Board Assessments. She encouraged everyone to write comments and ideas or questions. This data helps to shape the work of the Board for the coming year. The completion deadline date is March 1, so that they can be reviewed for the April Retreat. Anyone filling out a hard copy assessment should send them to Leslie for compilation. A couple of reminders will be sent out in February.

Jenni gave the time back to Linda to offer accolades to the departing Board members.

Linda first gave heartfelt thanks to Jenni and Robin for stepping back into roles when Alana Mathews decided to run for District Attorney. Then she thanked Kate for serving one year as Secretary before moving in the Vice Chair position. She went on to tell Arwyn and Stacey that they would be missed as they roll off the Board. Board members had been asked to submit words that reflect each member and they were put into Trefoil shaped word clouds, which were displayed on slides.

Linda reminded everyone that the Annual Meeting is coming up on 2/4/23. She will send out an email outlining the time and location, for those who want to attend, help, and mingle with girls and volunteers.

### DECISION INFLUENCING

All of the general business for the Board Meeting was concluded. The Board members moved into Executive Session at 6:36 p.m. Board Secretary Kate Reid was made the meeting host. The staff members were excused.



### Executive Session Minutes from Kate and Jenni

Two motions were made.

- The first motion was made by Kim Mayes. It was seconded by Cathie Conner. The motion was unanimously approved.
- The second motion was made by Kim Mayes. It was seconded by Stacey Shelnut-Hendrick. The motion was unanimously approved.

At 7:13 p.m. the Executive Session concluded and Jenni adjourned the meeting.

Respectfully submitted,

Leslie S Parker, *PACE*  
Executive Administrator  
*Recording Secretary*

Jenni Murphy, Ed.D.  
Board Chair

Katherine Reid  
Board Secretary

These minutes were approved as [indicate one: **presented**, corrected, amended] at the April 1, 2023, Board Meeting.