



Board of Directors Regular Meeting

April 1, 2023

Continental style breakfast 8:30 a.m.
Meeting/Retreat 8:45 a.m. – 4:00 p.m.

Sacramento Regional Program Center
6601 Elvas Ave, Sacramento, CA
Meeting notification and packet emailed 2/22/2023

ATTENDANCE:

Voting Members Present: Bernadette Austin, Angie Balderas, Shannon Cooper, Patty Estopinal – Treasurer, Fran Halbakken – Vice Chair, Robin Kren, Alana Mathews, LeShelle May, Kim Mayes – Chair, Lisa Mazza, Lynne Meredith, Jenni Murphy, Kate Reid – Vice Chair, Margo Souza

Members Excused: Cathie Conner, Emma Pham-Tran, Janet Nunez-Pineda, Alejandra Quezada

Members (additional) present for the Board retreat: Lisa Cardoza – Secretary, Mira Shomar

Staff: Morgan Bauer – Chief of Staff, Marcella Cooper – COO, Linda Farley – CEO, Leslie S Parker – Executive Administrator, Rich Ryan – CFO, Susan Willson – CDO.

Guest: Laurie Durnell - Board Retreat Facilitator, Orpheus Laughlin – Girl Scout, Monique Laughlin – Troop Leader

Quorum needed: 10

Quorum established: 13

Meeting quorum max count: 16

CALL TO ORDER

Board Chair Kim Mayes opened the meeting at 8:33 a.m. with 13 Board members, six staff, and three guests 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 Girl Scout Ambassador Orpheus Laughlin, who will be bridging to adult at the Capitol Bridging on May 7. They have been a part of the GSHCC Color Guard for seven years and has trained new color guard members for the last few years.

Orpheus shared photos about their many color guard experiences as well as in their two troops. They talked about the learning experiences and then teaching what they learned to younger Girl Scouts, which has made them a strong leader. In their two troops, they had many adventures, including travel. In High Adventure Troop 15201 they were able to go rock climbing, axe-throwing, and more. They even designed a patch for the troop with rockers to signify their adventures together, which they exhibited on their Girl Scout vest, among many badges and patches.

Board members applauded Orpheus' presentation and asked how organizations could have the GSHCC Color Guard present at non-Girl Scout events.

Kim thanked Orpheus and their mom and troop leader, Monique, for coming from Placerville to present to the Board. They were both excused.

[Alana Mathews arrived at 8:59am.]

Kim introduced Laurie Durnell, from The Grove Consulting, who would be facilitating the upcoming retreat.

CONSENT AGENDA

The consent agenda, consisting of the Board Minutes of January 19, 2023, was accepted and approved as presented.

ENSURING NECESSARY RESOURCES

Finance

Treasurer Patty Estopinal moved to accept the February 2023 Financial Report. Lisa Mazza seconded the motion.



Discussion: Patty commented that GSHCC remains in a good position, though it looks a little lopsided right now until cookie revenue is posted. Rich added that fall product and retail are both above budget and expenses are below budget.

Motion passed unanimously.

Fund Development

Susan introduced the Friendship Circle for monthly or recurring donors and showed the patch that donors receive as members of the Circle. She then introduced the Founder's Club for donors who give more than \$1,000 each year. Each one has a set of benefits.

Susan passed out a gift to each of the members: a GSHCC Pad folio with pad of paper and GSHCC pen, a few GS stickers, a Planned Giving brochure, a card with info they can share with people they meet, and some personalized GSHCC Business cards.

Susan spoke about the upcoming inaugural fundraising event, [Gather and Give for Girl Scouts](#). She handed out postcards about the event and praised the hard working committee led by LeShelle May. She did a brief overview of the sponsorship levels and invited members to submit possible sponsor names.

SETTING STRATEGIC DIRECTION

Kim invited Linda to present the CEO report.

CEO Report

Linda introduced the Strategic Planning themes and process. She thanked Kim, Jenni, Fran, Emma, and Mira for participating. Slalom, the consultant, will present an Insights Report on April 10. The report will be based on data collected from volunteers, current Girl Scouts and parents/girls who are considered "non-joiners." This data will inform the Membership Value Proposition and Strategic Planning processes.

On April 18, the planning group will come together and create four value propositions that will be tested with girls and volunteers.

In May, there will be two planning sessions, and by May 25th, the plan should be completed. The goal is to share the plan with the Board at the June Board meeting.

Linda continued her CEO report talking about the recent 360 Membership Assessment. The process included presenting four key areas of work—recruitment, retention,



alternative programs, and girl experience programs—to the leadership of five other councils and receiving live, in-person, and candid feedback from them.

Key opportunities:

- Rethink organizational structure related to particular functions and their responsibilities.
- Greater focus on the Service Units and their roles and goals.
- Engage the volunteers in recruitment efforts.
- Assess overall size of GSHCC staff—appear to be understaffed.
- Stronger individual staff accountability.
- Ensure one person is responsible for each of the four national pillars: outdoors, STEM, entrepreneurship, life skills.

Strengths:

- Passion and commitment to the Girl Scout vision and mission.
- Property assets—in particular the STEM Centers.
- Multiple staff who are bi-lingual.
- Willingness to learn, grow and improve.
- Actively listening to our membership, especially the volunteers.
- Great first year leader training and mentorship program.

Board Chair Report

Kim shared with the Board that in her first 60 days she has learned a lot. She has met with Linda and with Jenni, together and separately, to determine her course of action. She presented Jenni a thank you gift for helping her learn the role and responsibilities. She is excited about what she's been learning and for the results of strategic and council planning.

Kim introduced several opportunities for the Board to engage and support the staff and the council. Three sign-up sheets were displayed and she invited members to sign up for the Capitol Bridging day, Staff Appreciation Breakfast, and Camp Staff Care Packages.

BOARD PERFORMANCE

Kim turned the floor over to Jenni to present the results of the Board assessment process for last year.

Jenni displayed slides showing the Board Member position summary and discussed the results completed surveys. There were 10 completed surveys. She noted that for the



Individual Self Assessments attendance, Board discussions, and advocacy & relationships rated a “somewhat” score; while mission and commitment, avoiding conflicts of interest, being prepared and participatory, and council finances all rated a “yes.”

For the Board as a whole, strategic leadership, Board culture, Board meetings, culture of trust, Board structure, management oversight, and membership assessments all rated high. She posed the questions for the Board to think on for the future:

- What does it look like to be more proactive with strategy?
- What does it look like to be more proactive with philanthropy?
- How might we want to approach a Bylaws and Policy Review?

It was suggested that next year’s assessment be filled out at a meeting.

DECISION INFLUENCING

None at this meeting.

PROVIDING OVERSIGHT

None at this meeting.

Kim asked if there was any other business to discuss. Hearing none the meeting was adjourned to the Annual Board Retreat at 9:35 a.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 June 15, 2023, Board Meeting.