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## Board of Directors Regular Meeting

June 16, 2022

Social/Dinner 4:30 p.m.  
Meeting 5-7 p.m.

Modesto Regional STEM Center + MakerSpace  
3330 Oakdale Road, Modesto, CA  
*Meeting notification and Packet sent 6/7/2022*

### **ATTENDANCE:**

Voting Members Present: Angie Balderas, Kim Bedford – Vice Chair, Lisa Cardoza, Cathie Conner (remote), Patty Estopinal – Treasurer, Fran Halbakken, Robin Kren – Past Chair (remote), Lynne Meredith, Jenni Murphy – Chair, Emma Pham-Tran, Alejandra Quezada

Members Excused: Arwyn Austin, Bernadette Austin, LeShelle May, Lisa Mazza, Janet Nunez-Pineda, Kate Reid – Secretary, Stacey Shelnut-Hendrick, Margo Souza

Staff: Linda Farley-CEO, Leslie S Parker-Executive Assistant, Rich Ryan-CFO, Susan Willson-CDO.

Quorum needed: 10

**Quorum established: 10**

Meeting quorum max count: 11

### **CALL TO ORDER**

Board Chair Jenni Murphy opened the meeting at 5:01 p.m., with 10 Board members and four staff in attendance. She thanked everyone for hosting the meeting at the Modesto STEM Center + MakerSpace. She also thanked all those who were able to travel to the meeting and excused those who could not make it.

### **MEETING ORGANIZATION**

Jenni reminded everyone that arrivals and departures (physical and remote) 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 is a conflict of interest with anything on the agenda. No objections were noted.

Jenni started by asking everyone to sing Happy Birthday to Leslie, whose day it is today.

### **GIRL MOMENT**

CEO Linda Farley introduced Maryann Zeledon, one of GSHCC's three Community Partnership Managers, who has been with GSHCC since last fall.

Maryann expressed her thanks for being invited to share photos and stories about the Outdoor Adventure Campout (OAC) that happened April 22-24 at Lake Comanche. It was



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a wonderful and fun event for all participants. Over 700 people attended the event, participating in archery, fishing, horses/horseback riding, and water sports. There was also an expo area where program partners talked about their opportunities available for Girl Scouts. There was a climbing wall, birding information, knot tying, solar cooking demonstration, and more.

Maryann was overseeing the paddling area and shared a story about a Girl Scout who was so excited about paddling, which she had never done before. She tried and tried to stand up on the Board and after several tries, fell into the water. After getting back on, she succeeded, and when she was done they shared a high five. The girl said that falling into the water was refreshing. It woke her up and motivated her.

Maryann said there were many experiences like this and that “Challenge by Choice” was the motto for the day, as many girls were able to experience new and sometimes frightening things and succeed.

At the end of the day, there was a candle ceremony where all the candles were lit from a candle that was lit by Juliette Gordon Low (our Founder), and a brief video of the entire OAC group singing *Make New Friends* was played. Maryann was thanked and excused.

[Lisa Cardoza arrived at the meeting at 5:09 pm]

## **CONSENT AGENDA**

The consent agenda, consisting of the Board Minutes of April 9, 2022, was accepted and approved as presented.

## **ENSURING NECESSARY RESOURCES**

### Financials

Treasurer Patty Estopinal moved to accept the April 2022 Financial Report. Kim Bedford seconded the motion.

Discussion: Patty commented that the adherence to the budget continues to be strong and on point. Rich said that cookie sales exceeded the budgeted amount, and some cookie funds arrived early due to the earlier online orders. There are also savings in staffing and overall expenses at this time.

Motion passed unanimously.

### FY23 Price of Cookies

Jenni turned the time over to Linda to talk about the price of cookies. It has been more than seven years since GSHCC raised the price of a package of cookies. They are currently \$5, and gluten-free are \$6. GS Northern CA (NorCal) usually raises their price, and other councils follow suit the next year. NorCal did that this season. The price increase will be presented to the Board for approval in the budget at the September meeting. If there are any questions, send them to Linda or Rich.



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## **SETTING STRATEGIC DIRECTION**

### **CEO Report**

#### Volunteer Experience

Linda started her report with the current Volunteer Experience work. GSHCC has engaged the consulting services of Jeanne Bliss, who is a leadership and customer experience expert. The GSHCC team has been working closely with Jeanne to better understand what the volunteers are trying to achieve through their experience.

Jeanne joined the meeting via Zoom from Seattle and prefaced her remarks by telling the Board that as a youth, she was a Girl Scout earning every badge in the book. She was thrilled when Linda contacted her, and she's been enjoying the work with the team. She went on to tell a little about her experience in general and the scope of the work with GSHCC. She explained what her coaching and sessions accomplish: Deliver what the customer cares about and earn the right to have them as a volunteer.

At the September Board meeting, the members will be updated and learn more about what comes next in the process. Linda thanked Jeanne for joining the meeting and she was excused.

#### Planned Giving Event debrief

Linda turned the time over to Robin Kren, Planned Giving Committee Chair, to talk about the May 23 Planned Giving event. Robin spoke about welcoming Dianne Belk, the Founding Chair of GSUSA's Juliette Gordon Low Society (JGLS), which is a group that acknowledges people who include Girl Scouts in their estate plan. About 30 people attended at the Sacramento STEM Center + MakerSpace to hear Dianne speak and tell her story. At the end of her presentation, people were invited to become members of the JGLS and eight new members were pinned with the signature Daisy planned giving pin. Susan will be following up with the people and will continue talking about the program. Robin extended kudos to the Fund Development Team for putting it all together and making it a success.

#### Property Task Force

A new Property Task Force has been created that will be evaluating and making recommendations on what to do with 6655 Elvas Avenue. Board Member Kate Reid has agreed to chair the task force, which will include a volunteer, several staff, and Fran Halbakken.

#### GSUSA 2022 Summit

In April, Linda, Rich, Marcella, and Florida Arias traveled to Philadelphia to the GSUSA Leadership Summit. There were about 300 people there, including the new National CEO, Sofia Chang. The two major concerns discussed were membership and technology. Membership is down nationwide, and the technology system infrastructure is not working as it should. In November, Linda and Kim Bedford will be attending the Board Chair/CEO conference in St. Louis and expect these topics to be addressed again.



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Marcella is not attending tonight because she was asked to help onboard brand new COOs. She has spent the week at the Edith Macy Center, the GSUSA Girl Scout camp and conference center in upstate New York. It is a nice compliment that she was invited.

### **Board Chair Report**

Jenni thanked Linda for her report.

Last Sunday was the Gold and Rose Award Ceremony at CSUS. While the Zoom versions of the past two years were enjoyable, seeing the girls in person and presenting them their awards was “crazy impressive” and joyful. Four scholarships were awarded, including the \$3,500 Board Scholarship. It was awarded to Maya Lee.

Cathie invited the Board, Board committee members, and staff to attend a reception at her home, like the one in March of 2019. This gathering will be only social interaction with no presentations. There would be vanpooling like last time. Jenni thanked Cathie for her offer, and the members were enthusiastic about the idea.

### **PROVIDING OVERSIGHT**

#### **DEISJ Inclusion and Belonging Statement**

Linda explained what the statement is and that it’s still being developed. Juan Anzada, Manager of Equity and Inclusion, created the draft statement with input from staff and volunteers. It will be brought back to the Board at the September meeting, for Board approval, after the full staff have given their feedback. Once it is approved, it will be posted to the website and used in other ways that are still being determined.

Juan is attending the GSUSA Diversity, Equity, Inclusion, and Racial Justice (DEIRJ) summit at the Macy Center this summer.

### **BOARD PERFORMANCE**

#### **Retreat Follow-Up on *What Success Looks Like***

Jenni introduced an activity to follow up on the ideas presented at the April Retreat. The members broke up into groups of two and reviewed the flipcharts on “What Success Looks Like.” Jenni asked the members to imagine how the Board can support, can enable, and find resources for the council to achieve that success.

Groups shared some of the things they brainstormed:

- Lynne and Patty: *Fundraising*: Board members actively participate in fundraising events – auctions, wine donations, etc. Also, in addition to the fundraising event at the council, there could be smaller regional events, that Board members could help to engage donors in their local communities.
- Kim and Fran: *Create multiple revenue streams*: Possibly renting out part of the Elvas property. Have a larger event annually.



- Alejandra and Angie: *How to build the Board*: members could help with succession planning of the Board. Utilize the skills of the Board or potential members. Look strategically for members to fill holes in expertise.
- Robin and Cathie: talked about several of the subjects on the flipcharts to understand what is governance and what is operational. What can the Board do to assist in girl membership? DEI – not only ethnicity but how to cover the 18 counties properly and fill in with skills and expertise. Board and staff should have a synergy.
- Emma and Lisa: Culturally diverse organization: Board should help gather the perspectives and tap into the knowledge from different types of Girl Scouts including troop leaders, who are critical volunteers, Staff, Alumnae, Board members, and girls of all ages. Girls' perspectives especially should be taken into account.

Jenni thanked everyone for their participation and insight. She emphasized the importance of the Board collectively focusing on what success looks like and consider how as individual Board members, they can contribute. The Executive Committee can review possibilities, set priorities, and decide if Board support is warranted, not needed, or crucial.

### **Board Chair Terms**

Jenni touched on the tenure of Board officers, referencing the Board section of the bylaws included in the Packet. She asked the questions:

- How do we ensure continuity of leadership?
- How do we clarify and look at the different roles, especially between Chair and Vice Chair?
- How do we create succession planning and assure diversity in backgrounds with regards to experience and resources?
- What does becoming an officer mean for a long-term commitment?

Typically, Girl Scout Board Chairs serve longer than two year terms or serve consecutive terms, bringing more continuity. The Executive Committee has discussed looking at different models, defining the roles and duties of officers, and what would be a good fit for GSHCC. She announced the formation of a small task force to talk about it over the summer and then talk about the findings in September. Any changes would necessitate changing the Bylaws so it would need to be brought before the Board at the November meeting and then be on the agenda at the Annual Meeting in February.

Cathie asked if there was another council we might draw from. Linda will be gathering bylaws and information for that purpose. Lisa C., Lynne, and Kim volunteered to be part of the task force.

### **Board Meeting Days and Times**

Kate Reid created a survey to send out to the Board members to get a pulse on Board meeting schedules. She will compile the results on the process and then it will be discussed as a group. The schedule is already planned out for the next year so there is time to gather information and decide.



There was some discussion about the Board Packet and the best and preferred practices for its distribution. Lisa C. offered up the idea of a portal for the Board for saving the documents. Other suggestions: numbering pages of the packet PDF document, outlining what's in the Packet in the body of the email, and defining other attachments as well.

### DECISION INFLUENCING

#### NCS 2023 Proposal Submissions from Other Councils

[Cathie left at 6:52 pm]

Linda briefly explained the process of councils requesting support from other councils for proposals being submitted to GSUSA to be considered at the National Council Session (NCS). The more support garnered, the stronger probability that the National GSUSA Board to approve putting the proposal on the agenda for NCS. GSHCC has received five such requests, and Linda presented a synopsis of each one. There was discussion and questions on each preliminary proposal.


1. Electing Council CEO's to the National Board – no support at this time
2. Constitutional Amendment on credentials – no support at this time
3. Delegate (NCS) formula – no support at this time
4. Democratic Process – no support at this time
5. Girl Scout Promise and Law modification – no support at this time

Susan called attention to the flier in the green Board folders looking for sponsorships for Day at the Capitol.

Jenni thanked everyone for attending and asked if there was any other business? Hearing none, the meeting was adjourned at 7:05 p.m.

*Next regular meeting: September 15, 2022, planned for Sacramento.*

Respectfully submitted,

  
Leslie S Parker, PACE  
Executive Assistant  
Recording Secretary

  
Jenni Murphy  
Board Chair

  
Patty Estopinal  
Board Treasurer & Secretary – Pro Tem

These minutes were approved as [indicate one: **presented**, corrected, amended] at the September 15, 2022, Board Meeting.