

**GIRL SCOUTS OF CENTRAL TEXAS
BOARD OF DIRECTORS
MINUTES
January 29, 2015**

The meeting of the Board of Directors of the Girl Scouts of Central Texas was called to order at 11:30 AM on Thursday, January 29, 2015 at the GSCTX Kodosky Program Center in Austin, TX; Corporate President/Board Chair Beth Thorson presiding.

Call to Order: Beth Thorson started the meeting with roll call. A quorum was present.

- **Mission Moment**
 - Stem Program Manager, Mitchell Whittier, presented a demonstration of the KidGab program. KidGab provides girls with a secure online social media platform, in which they learn about net safety, build internet skills, interact with other Girl Scouts and earn virtual badges.
- **Board Announcements**
 - Appointments: None
 - Resignations:
 - Rebekah Miller-Levy, Member-at-Large
 - Carla Huber, Area 2 Region Chair
 - Introductions: Stephanie Guttman, 2015 UT McCombs Board Fellow

ACTION:

- **Consent Agenda**
 - Board Minutes – November 21, 2014. **See Exhibit A**
 - Investment Policy **See Exhibit B**

John Craddock moved to pull the Investment Policy from the Consent Agenda.

By a motion made, seconded and passed, the Board approved the November 2014 Board Minutes as presented.

John Craddock proposed revision of cross-referenced line items within the Investment Policy and the Delegation of Authority Policy and Matrix to facilitate alignment.

After discussion, and by a motion made, seconded and passed, the Board approved the Investment Policy as amended with provision for amendment to the Delegation of Authority Policy and Matrix.
- **Executive Committee**
 - By a motion made, seconded and passed, the Board ratified the January 20, 2015 Executive Committee approval of bylaws revisions to streamline board operation. **See Exhibits**
- **Audit Committee**
 - Audit Committee Chair, Patricia White introduced Steve Franke for presentation of the 2013-14 Audit. **See Exhibits**
 - By a motion made, seconded and passed, the Board approved the 2013-14 Audit as presented.

- **Council Board Development Committee**
 - Leslie Midgley presented the 2015 Slate. **See Exhibit**
 - By motion made, seconded and passed, the 2015 Slate was approved as presented.

STRATEGIC DISCUSSIONS:

- **Strategic Topic: Community Involvement**
 - Beth Thorson presented and led discussion on Community Involvement. **See Exhibit**

REPORTS AND UPDATES:

- **CEO Report**
 - Lynelle McKay presented updates on the November/December 2014 Goals & Objectives. **See Exhibits**
- **Finance Committee Update**
 - Linda Goss presented an update on Finance Committee activity and November/December 2014 financial highlights. **See Exhibits**
- **Governance Committee Update**
 - Suzanne Copeland presented an update on Governance Committee activity and efforts to fill Region 2 Chair vacancy.
- **Resource Development Committee Update**
 - Marianne DeLeon presented an update on Resource Development Committee activity.

NEW:

- **Business Log**
 - Pending Business was reviewed by Beth Thorson and agreed upon by the Board. **See Exhibit**
- **Council Events**
 - Beth Thorson reviewed the Council Event Calendar. **See Exhibit**
- **Meeting Adjournment**
 - Being no further business, a motion for adjournment was made, seconded and passed; the meeting was adjourned at 1:48 PM.



Beth K. Thorson
Board Chair/President



John Craddock
Board Secretary

PRESENT

Beth Thorson, Board Chair/President
Linda Goss, 1st Vice Chair
Suzanne Copeland, 2nd Vice Chair
John Craddock, Secretary
Nicole Schwartz, Treasurer
Lynelle McKay, Chief Executive Officer
Trish Coy, Member-at-Large
Sandra Forsythe, Member-at-Large
Megan Keen, Member-at-Large
Lyn Kuciemba, Member-at-Large
Pauline Lewis, Member-at-Large
Leslie Midgley, Member-at-Large
Rina Patel, Member-at-Large
Lisa Reifsnider, Member-at-Large
Tashi Theisman, Member-at-Large

EXCUSED ABSENCES

Charmaine Smith Winters, 3rd Vice Chair
Whitney Hamnett-Pirkle, Member-at-Large
Minerva Trujillo, Member-at-Large

UNEXCUSED ABSENCES

None

VISITORS

Jerry Spataro, Chief Financial Officer
Pamela Carroll, Director, Human Resources
M. DeLeon, Director, Resource Development
Flora McArthur, Senior Project Manager
Jodie Gay, Executive Administrative Assistant
Patricia White, Finance Committee Chair
Steve Franke, Certified Public Accountant
Stephanie Guttman, Board Fellow