

**GIRL SCOUTS OF CENTRAL TEXAS
BOARD OF DIRECTORS
MINUTES
July 11, 2015**

The meeting of the Board of Directors of the Girl Scouts of Central Texas was called to order at 3:18 PM on Saturday, July 11, 2015 in the library of Harker Heights High School, President Elect/Vice Chair Leslie Midgley presiding.

Call to Order: Leslie Midgley started the meeting with roll call. A quorum was present.

- **Mission Moment**
 - Ravyn, a Girl Scout Cadette, told of the confidence she has gained through her experiences in Girl Scouts, including earning her Silver Award, four Presidential Service Awards, being a Council top cookie seller and participating in GSCTX Media Girls.
- **Board Announcements**
 - Appointments:
 - Mike Bruemmer, Council Board Development Committee
 - Jare Smith, Council Board Development Committee
 - Resignations: none
- **Board Mission Moment**
 - Lisa Reifsnider shared experiences from the Camp Kachina Pool ribbon cutting ceremony.
 - Becky Fearing reported on the Made with Code event held at the Google Fiber Space.
 - Leslie Midgley shared information on the Emerging Leaders pilot event held at the home of Advisory Board member Mary Scott Nabers.
 - Suzanne Copeland issued a challenge for Board Members to contribute and participate in Race on the River with a race for Board vs. Staff.

ACTION:

- **Consent Agenda**
 - Board Minutes – March 28, 2015. **See Exhibit A**
 - Appointment: Memorie Word, Member-at-Large, term ending March 2017. **See Exhibits B-C**
By a motion made, seconded and passed, the Board approved the Consent Agenda as presented.
- **Executive Committee**
 - Executive Committee actions taken at the May 29, 2015 meeting were presented for ratification by the Board of Directors. **See Exhibits D-M**
 - Executive Committee Minutes: **(D)**
 - Board/Committee Appointments: **(E)**
 - Leslie Midgley appointed President-Elect/Vice Chair
 - Suzanne Copeland appointed Member-at-Large, 3/15 - 3/17 term
 - Charmaine Winters appointed Member-at-Large, 3/15 - 3/16 term
 - Charmaine Winters appointed on Executive Committee
 - Becky Fearing appointed Member-at-Large, 3/15 - 3/17 term **(F)**
 - Council Awards **(G-H)**

- Council Policies **(I)**
 - Drug and Alcohol Policy
 - Resident Camp Immunization Policy
- Personnel Handbook Update **(J)**
- Consolidation of old, unidentifiable Brownwood restricted investment accounts into new Council cash reserve account **(K-L)**
- Auditor Selection: Maxwell, Locke & Ritter **(M)**
- Board Resolution: Check Signing Authorization **(N)**

After discussion, and by a motion made, seconded and passed, the Board ratified the Executive Committee Actions by acclamation.

- **Finance Committee**

- On behalf of the Finance Committee, Jerry Spataro presented proposed revision to the Delegation of Authority Policy to allow for board written approval of disbursements over \$5K and annual blanket approval of recurring disbursements over \$5K. **See Exhibits O-S**
After discussion, and by a motion made and passed, the Board approved revision to the Delegation of Authority Policy to allow for board written approval of disbursements over \$5K and annual blanket approval of recurring disbursements over \$5K.
- Jerry Spataro presented an update on Finance Committee activity and March – May 2015 financial highlights. **See Exhibits T-HH**

STRATEGIC DISCUSSIONS:

- **Strategic Plan**

- Whitney Hamnett-Pirkle presented a year-to-date update on status and activities related to the Strategic Plan. Next steps were discussed and a request was made for Board Members to join the Strategic Planning Committee. **See Exhibit II**
- Lisa Reifsnider, Tashi Theisman and Pauline Lewis volunteered to participate as members of the Strategic Planning Committee for the upcoming year.

- **Master Property Plan (MPP) Capital Campaign**

- John Craddock presented an update on status and activities related to Phase I of the MPP. **See Exhibit JJ**
- Lynelle McKay requested and recorded suggestions of board contacts for potential corporate and major donors.
- Marianne DeLeon presented on the Phase I collective Board fundraising goal of \$50K and 100% Board participation. **See Exhibit KK**

- **Volunteer Experience**

- Lynelle McKay presented an overview of the Council year 3 priorities and Customer Engagement Initiative (CEI). **See Exhibit LL, MM**

- **Public Revenue**

- Jerry Spataro presented data on the cookie budget shortfall and its impact on the capital and operating budgets. **See Exhibit NN**
- Leslie Midgley discussed Board recruitment for increased fundraising capability.

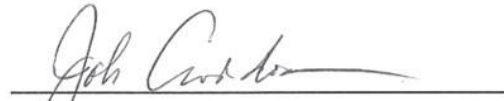
- Lynelle McKay discussed the Resource Development forecast and requested Board assistance in sourcing 30 new Juliette's Circle members. **See Exhibit KK**
- **CEO Report**
 - Lynelle McKay shared a GSUSA Dashboard example and a funding comparison graphic highlighting regional and national donor trends across non-profit youth programs. **See Exhibits QQ, UU**
 - Due to time restrictions, Lynelle McKay directed Board Members to the March – May 2015 Goals & Objectives, Dashboard and additional reference materials for Board consideration. **See Exhibits OO-PP; RR-TT**

GENERAL:

- **GSCTX Announcement**
 - Lynelle McKay announced that, following an exhaustive search, Kenya Johnson has been offered and accepted the position of Chief Operating Officer, with an effective start date of Monday, August 10, 2015. **See Exhibit VV**
- **Business Log**
 - Pending Business was reviewed by Leslie Midgley and agreed upon by the Board. **See Exhibit WW**
- **Council Events**
 - Leslie Midgley reviewed the Council Event Calendar. **See Exhibit XX**
- **Meeting Adjournment**
 - Being no further business, a motion for adjournment was made, seconded and passed; the meeting was adjourned at 5:09 PM.



Leslie Midgley
President Elect/Vice Chair



John Craddock
Board Secretary

PRESENT

Leslie Midgley, Member-at-Large
John Craddock, Secretary
Nicole Schwartz, Treasurer
Lynelle McKay, Chief Executive Officer
Suzanne Copeland, Member-at-Large
Trish Coy, Member-at-Large
Becky Fearing, Member-at-Large
Whitney Hamnett-Pirkle, Member-at-Large
Megan Keen, Member-at-Large
Lyn Kuciemba, Member-at-Large
Pauline Lewis, Member-at-Large
Paul Pulley, Member-at-Large
Lisa Reifsnider, Member-at-Large
Tashi Theisman, Member-at-Large
Minerva Trujillo, Member-at-Large

EXCUSED ABSENCES

Beth Thorson, Board Chair/President
Rina Patel, Member-at-Large
Charmaine Smith Winters, Member-at-Large

UNEXCUSED ABSENCES

Sandra Forsythe, Member-at-Large

VISITORS

Jerry Spataro, Chief Financial Officer
Pamela Carroll, Director, Human Resources
M. DeLeon, Director, Resource Development
Jodie Gay, Executive Administrative Assistant