

**GIRL SCOUTS OF CENTRAL TEXAS
BOARD OF DIRECTORS
MINUTES
September 27, 2014**

The meeting of the Board of Directors of the Girl Scouts of Central Texas was called to order at 12:00 PM on Saturday, September 27, 2014 at the GSCTX Service Center in College Station, 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: Three Generations of Scouting**
 - Irene, Debra and Emma shared their experiences as a three-generational family of Central Texas Girl Scouts.
- **Board Announcements**
 - Appointments: None
 - Resignations: Trisha Menchu, Member-at-Large **See Exhibit A**
 - Board Mission Moment: Charmaine Smith-Winters and Lisa Reifsnider shared highlights from the Samsung Tech Challenge event; Suzanne Copeland shared highlights of her travels in Italy.

ACTION:

- **Consent Agenda**
 - July 12, 2014 Board Minutes. **See Exhibit B**

By consensus, the Board approved the Consent Agenda.
- **Executive Committee**
 - By a motion made, seconded and passed, the Board ratified the September 2, 2014 Executive Committee approval of the Wells Fargo Line of Credit renewal. **See Exhibits C, D**
- **Appointments:**
 - Beth Thorson presented for appointment Patricia White as Audit Committee Chair. By a motion made, seconded and passed, the appointment was approved as presented.
- **2014-2017 Strategic Plan:**
 - Whitney Hamnett-Pirkle presented the 2014-2017 Strategic Plan. **See Exhibits E, F**

After discussion, Strategic Planning Committee Chair, Whitney Hamnett-Pirkle moved to approve the 2014-2017 Strategic Plan presented on pages 8-12 of the 9/27/2014 GSCTX Board Meeting Packet. The motion was passed and the 2014-2017 Strategic Plan was approved as presented.
- **2014-2015 Goals and Objectives:**
 - Lynelle McKay presented the 2014-2015 Goals and Objectives. **See Exhibit G, H**

Following discussion and by a motion made, seconded and passed, the Board approved as amended the 2014-2015 Goals and Objectives on pages 29-32 of the 9/27/2014 GSCTX Board Meeting Packet.

- **2014-2015 Operating Budget:**

- CFO Jerry Spataro presented the 2014-2015 Operating Budget. **See Exhibits I, J**

After review and discussion, and by a motion made, seconded and passed, the Board approved the 2014-2015 Operating budget as presented.

- **2014-2015 Capital Budget:**

- CFO Jerry Spataro presented the 2014-2015 Capital Budget and additional MPP Phase 1 Capital Budget of \$30,000. **See Exhibit K**

After review and discussion, and by a motion made, seconded and passed, the Board approved the 2014-2015 Capital budget as amended.

By a motion made, seconded and passed, the Board approved the MPP Phase 1 Capital Budget of \$30,000.

- **MPP Campaign: Board Giving/Fundraising Commitment**

- Charmaine Smith-Winters presented examples of proposed collective Board giving/fundraising commitment level. **See Exhibit L**

Following discussion, Resource Development Committee Chair, Charmaine Smith-Winters moved to approve a collective 10% Board giving/fundraising commitment level for Phase One of the GSCTX Master Property Plan. The motion passed and the MPP Campaign Board giving/fundraising commitment was approved.

BOARD TRAINING:

- **Board Mini-Training**

- CEO Lynelle McKay presented part one of Board Orientation training. **See Exhibit M**

REPORTS AND UPDATES:

- **CEO Report**

- Lynelle McKay presented the July and August updates for the 2013/2014 Goals & Objectives and the Dashboard. **See Exhibits N, O**

- **Governance Committee Update**

- Governance Committee Chair Suzanne Copeland issued final reminder to board members to submit feedback on GSCTX Policies and Standards. **See Exhibit P**
- Member-at-Large Rebecca Miller-Levy recommended review to ensure an Active Shooter guidelines exist within the Business Continuity Plan.

- **Resource Development Committee Update**

- Charmaine Smith-Winters presented an update on Resource Development Committee activity.

- **Council Board Development Committee Update**

- Leslie Midgely presented an update on Council Board Development Committee activity and continued strategic search efforts to identify candidates to fill Board vacancies.

- **Finance Committee Update**

- Linda Goss presented an update on Finance Committee activity and July/August financial highlights. **See Exhibits Q-V**

NEW:

- **Business Log**

- Pending Business was reviewed by Beth Thorson and agreed upon by the Board.
See Exhibit W

- **Council Events**

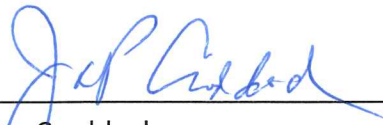
- Beth Thorson reviewed the Council Event Calendar. **See Exhibit X**

- **Meeting Adjournment**

- Being no further business, a motion for adjournment was made, seconded and passed; the meeting was adjourned at 3:12 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
Charmaine Smith Winters, 3rd Vice Chair
Nicole Schwartz, Treasurer
Lynelle McKay, Chief Executive Officer
Megan Keen, Member-at-Large
Lyn Kuciemba, Member-at-Large
Leslie Midgley, Member-at-Large
Rebekah Miller-Levy, Member-at-Large
Rina Patel, Member-at-Large
Lisa Reifsnider, Member-at-Large
Tashi Theisman, Member-at-Large
Whitney Hamnett-Pirkle, Member-at-Large

EXCUSED ABSENCES

John Craddock, Secretary
Trish Coy, Member-at-Large
Minerva Trujillo, Member-at-Large

UNEXCUSED ABSENCES

Sandra Forsythe, Member-at-Large

VISITORS

M. DeLeon, Director, Resource Development
Jerry Spataro, Chief Financial Officer
Nikki Bruce, Board Fellow
Nicole Velasquez, Board Fellow