

**GIRL SCOUTS OF CENTRAL TEXAS
BOARD OF DIRECTORS
MINUTES
September 22, 2016**

The meeting of the Board of Directors of the Girl Scouts of Central Texas was called to order at 11:01 AM on Thursday, September 22, 2016 via teleconference at Texas Land Title Association; Board Chair Leslie Midgley presiding.

Quorum: Present.

Roll Call: Taken.

BOARD ANNOUNCEMENTS:

- Appointments:
 - Kathy Rapp, Human Resources Task Force, Member
 - Jare Smith, Advisory Board Member
 - Curtis Page, Advisory Board Member
 - Eve Lawrence, Region 4 Chair
 - Cheryl Quartaro, Region 6 Chair
 - Sabrina LeMay, Region 7 Chair
- Resignations:
 - Memorie Word, Board of Directors, Member-at-Large
- Board Leadership Manuals now available on USB (flash) drives.
- Board Mission Moment: Paul Pulley spoke about the Bryan/College Station Women of Distinction event on September 1. Paul's sister provided the evening's entertainment. Fundraising for the event was focused on Camp Howdy. Charmaine Smith-Winters talked about the Juliette's Circle House Party at her home on September 10. Leslie reported on the Dine Out For Girls event on September 19, which featured guest speaker GSUSA interim CEO, Sylvia Acevedo.

ACTION:

- **Consent Agenda**
 - Board Minutes – July 9, 2016. **Exhibit A**

By motion made by Suzanne Copeland, seconded by Trish Coy and passed, the consent agenda was approved unanimously as presented.
- **Budget Approval**

On behalf of the Finance Committee, Jerry Spataro presented the 2016/17 Operating and Capital Budgets. **Exhibits B-D**

By motion made by Paul Pulley, seconded by John Craddock and passed, the 2016/17 Operating & Capital Budgets were approved unanimously as presented.
- **Handbook of Personnel Policies Approval**

Charmaine Smith-Winters presented and explained the Handbook of Personnel Policies changes, noting that the changes pertain to employees only, not volunteers. **Exhibit E**

By motion made by Charmaine Smith-Winters, seconded by Paul Pulley and passed, the Handbook of Personnel Policies updates was approved unanimously as presented.

BOARD TOPICS/DISCUSSION:

- **CEO Report and Dashboard**

Lynelle McKay presented updates on the June – August 2016 Goals and Objectives and Dashboard Report. **Exhibits F-G**

- **Goals and Objectives (2016-2017)**

Lynelle McKay presented the Goals and Objectives for 2016-2017. **Exhibit H**

- **Financial Statement Review**

Jerry Spataro presented an update on Finance Committee activity and June – August 2016 financial highlights. **Exhibits I-X**

- **Master Property Plan (MPP) Update**

John Craddock presented the MPP Update and answered questions from the board. **Exhibit Y**

The board specifically elaborated on the decision to divest Camp Woodlake in Brownwood, returning the property to the Brown County Water Improvement District.

By motion made by John Craddock, seconded by Trish Coy and passed, the decision to start negotiations to exit the Camp Woodlake lease was approved unanimously as presented.

The board further discussed whether to keep or divest the Rockdale Scout House in Milam County. At issue was membership growth and improvements.

A motion was made to delay the sale of the Rockdale Scout House to see if membership goals are met. The motion was amended to include reevaluating this decision in the first quarter of 2017.

By motion made, duly seconded and passed, the decision to delay the sale of Rockdale Scout House, pending girl membership results in the first quarter of 2017, was approved unanimously as presented. After Q1 2017, the sale will proceed if girl membership goal is not achieved.

- **Camp Kachina Development Update**

Lynelle McKay presented the Camp Kachina Development Status and Update report and answered questions from the board. **Exhibit Z**

- **Standing Committee Updates**

Governance Committee: Suzanne Copeland confirmed that the Governance Committee was working on re-appointments of Region Chairs who have completed 2 year terms.

Council Board Development Committee: Pauline Lewis reported that she will be surveying those board members who are up for second and third term renewals.

- **Strategic Plan Task Force**

Whitney Hamnett-Pirkle reported that it is time for the annual review of operating priorities. She requested 4-5 board members to participate in the review. Lisa Reifsnider responded affirmatively.

- **Business Log**

The Business Log was reviewed by Lynelle McKay and agreed upon by the board. **Exhibit AA**

Action item recorded:

- Add MPP update on Rockdale Scout House first quarter 2017.

- **Upcoming Council Events and Closing Remarks**

Leslie Midgley reviewed the GSCTX Council Events calendar. **Exhibit BB**

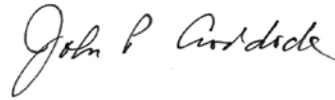
- **Meeting Adjournment**

Being no further business, the meeting was adjourned at 12:54 pm.



Leslie Midgley

Corporate President/Board Chair



John Craddock

Board Secretary

PRESENT

Leslie Midgley, Corporation President/Board Chair
Charmaine Smith-Winters, Pres-Elect/Vice Chair
John Craddock, Secretary
Paul Pulley, Treasurer
Rina Patel, Member-at-Large
Pauline Lewis, Member-at-Large
Trish Coy, Member-at-Large
Alison Meador, Member-at-Large
Whitney Hamnett-Pirkle, Member-at-Large
Suzanne Copeland, Member-at-Large
Lisa Reifsnider, Member-at-Large
Dr. Mischca Scales, Member-at-Large
Suzi Marshall, Member-at-Large
Dr. Colette Pierce Smith, Member-at-Large
Lynelle McKay, Chief Executive Officer

EXCUSED ABSENCES

Nicole Schwartz, Member-at-Large
Mary Kennedy Thompson, Member-at-Large
Dr. Gregory Vincent, Member-at-Large

UNEXCUSED ABSENCES

None

VISITORS

Tamaria Kai Perry, for Dr. Gregory Vincent
Jerry Spataro, Chief Financial Officer
Kenya Johnson, Chief Operating Officer
Pamela Carroll, Human Resources Director
Dolly Shubert, Executive Administrative Assistant