



Girl Scouts of Southern Illinois
Board Meeting Minutes
January 29, 2020
The Korte Company, Highland, IL

PRESENT:

Voting Board Members:	Voting Board Members Absent:
Deanna Litzenburg, Chair	Priscilla Jacks – out of town/work
Anne Haltenhof	
Norma Trimble	
Phil Climaco	
John McCracken	
Paula Nixon	
James Sabella	
Beth Shindel	
Melanle Mills	
Micki Weaver	
Tracy Smith	
Susan Bowman	
Carla Nilson	
Steve Bushong	
Amy Williamson	
	Staff members:
	Loretta Graham, CEO
	Kelley Young, CFO
	Ashley Green-Bryant, Exec Governance Coord.
	Jessica Upchurch, VP
	Kathy Morgan, VP
Non-Voting Board Members:	Guests:
Linda Manley, Ex Officio – Yes	Michael LaBelle- Schmersahl Treloar & Co.
Alla Barcus, Girl Ex-Officio -- YES	
Rebecca Noack, Girl Ex-Officio -- Absent	

**Note any late arrivals or early departures here:*

Beth Shindel left at 6:15, she had a class to prepare for.
Amy Williamson left at 6:50.

1. Mission Moment

- First Lego League featured Video from FOX 2 News
Lego League State Championship, the Girl Scouts did well. Loretta went to cheer them on.

2. Approval of the Consent Agenda

- Board of Directors Minutes 12/14/2019
- Fund Development Partial Packet 11/19/2019 & 01/16/2020
- Finance Committee Partial Packet 11/21/2019, 12/19/2019, & 01/23/2020
- Annual Meeting Task Force Partial Packet 11/04/2019 & 01/06/2020
- Ad Hoc Property Committee 11/25/2019 & 12/14/2019
- Management Report

Motion: To Approve the Consent Agenda of 01/29/2020 as presented.

Moved: John McCracken

Seconded: Beth Shindel

MOTION CARRIED

3. CEO Summary

Loretta reported that she's been in touch with a pro NFL player from the New Orleans Saints, Terron Amrstead, who has offered to help with the Gala. She has received a check for \$7000 from his sister. There has been no adverse feedback from the higher price for cookies this year. Booth sales are upcoming, along with the national convention in Orlando this coming October, the increased price of registration (from \$15 to \$25) will be a point of discussion there, as it has caused a case in Alaska to go to the Alaskan Supreme Court.

4. Board Chair Summary

Deanna reminded us about the AAA agreement for board members. She discussed putting board goals re: donor names and numbers on our dashboard (to make our AAA commitments more concrete). This will be part of a strategic planning session by the board to help with long term planning. The board was encouraged to help Loretta meet her goals by getting her connected and out in our communities with "the ask". A doodle poll will be sent out to determine a good time for strategic planning, perhaps around the board retreat this spring. Deanna updated us on the lawsuit against GSUSA — they were ruled against regarding their authority to raise dues (on behalf of 800 girls from Alaska). Further discussion is expected at the national convention.

Pension numbers were also discussed (\$21,000/mo expense, may possibly pay less).

5. Finance Committee Updates

Susan and auditor, Michael Le Belle of Schmersahl Treloar, reported on the 990 explanation of GSofSI and Shagbark trust. The audit went well (to year end Sept. 2019) and was presented to the finance committee in December. The audit is in draft form and presented to the board for feedback. Some monies are up (grants) and some are down (donations, United Way) — product sales per girl are up, but the number of girls selling is down. The finance committee reviewed the audit without problems.

Motion: To approve FY 18/19 Audit as Presented.

Moved: Amy Williamson

Seconded: Anne Haltenhof

MOTION CARRIED

Susan reported on the budget. We are holding our own. The staff is proactive and fundraising is ramping up (namely with the Gala). Savings/sales/camp use and cuts were discussed. We need to stay on top of planning to address our deficits.

Susan and The Finance Committee Motioned To Approve Financial Reports through 12/31/2019.
Vote: Unanimous.
Motion Carried.

Susan reported there was Board Designated Self-Insurance for Unemployment that was found on the Audit. These designated funds are necessary as operations expenses this item if needed.

Susan and The Finance Committee Motioned To Remove Designated Insurance as Unrestricted Funds.
Vote: Unanimous.
Motion Carried.

6. Ad Hock Property Committee- Deanna

John raised the questions of where the money goes from any property sale(s) and how we ensure money goes to GS experiences that happened at sold places. He suggested we develop a fund to hold these (camp) monies and have proceeds fund program/experiences without touching the principle. A process for this needs to be determined. He asked that Loretta and staff let us know a plan for process. Anne reported on a matrix of camp use numbers to understand property use. There was much discussion about camps and experiences. We will seek membership feedback at upcoming town halls, the council wide virtual one on Feb. 24th in particular.

7. Fund Development Committee- Melanie

Melanie and Loretta reported that the FDC is working to have more meaningful connections with other relevant committees and staff regarding fundraising to make stronger, more coordinated efforts together (gala, leading ladies, and the pearl society). They also reported that the council was going to reduce the number of asks to twice a year to address donor fatigue and use our resources better. Board members were encouraged to seek out sponsorships and silent/live auction items for the Gala.

8. Annual Meeting Task Force- Anne

Anne reported that things are going well. The silent auction has been returned and will be run by volunteers. Board members should plan to attend, Saturday March 28, 2020 @ Bellecourt Manor in Belleville.

9. Governance

We have a full slate of candidates to run at the annual meeting, although there are some committee vacancies.

Motion: The Board Development Committee recommends appointing Amanda Highlander to the Board of Directors,
Moved: Anne Haltenhof
Seconded: Carla Nilson
MOTION CARRIED

10. Open Discussion

The board was updated on the possible sale of council property in Mt. Vernon and Glen Carbon. There was discussion of how to maintain the services offered by any location that is changed. Loretta is meeting with the realtor and will report back at the Feb. meeting.

11. Adjournment

Motion: To adjourn the January 29, 2020 Board of Directors meeting
Moved: Susan Bowman
Seconded: Mickl Weaver
MOTION CARRIED

Submitted by:

Name: Melanie Mills 03/02/2020

Signature & Date: Melanie Mills

Transcribed by:

Name: Ashley Green-Bryant

Signature & Date: Ashley Green-Bryant
02/26/2020

Adopted by the Board in the meeting

of 2/26/2020

(Date of Meeting)

Dean R. P. P.

(Signature of Presiding Officer)