



**Girl Scouts of Southern Illinois
Board Meeting Minutes
Wednesday, February 22, 2023 5:00PM
Glen Carbon office & Zoom Meeting**

PRESENT:

Voting Board Members:	Voting Board Members Absent:
Deanna Litzenburg, Chair	Robin Steinmann
Anne Haltenhof	
Steven Bushong	
Norma Trimble	
Amanda Highlander	
Elizabeth Shore	
Paul Frazier	
Marianne Doll	
Gloria Sweida	
Kathryn Diak	
Linda Manley	
Trish Manning	
Julia Deien	Staff members:
Kevin Doak	Loretta Graham, CEO
	Jessica Upchurch, COO
	Ashley Green-Bryant, Governance Coordinator
Non-Voting Board Members:	Guests:
	Mike Labelle – Schmersahl Treloar, CPA's
Kaitlyn Olmstead -absent	
Abigail Brown- absent	
<p><i>*Note any late arrivals or early departures here: Norma Trimble – 6:30PM Trish Manning – 6:30PM Paul Frazier – 6:30PM</i></p>	

1. Mission Moment

Cookie Season Presentation – Introducing the new cookie - Raspberry Rally!
Cookie Goal – 850,000 packages, currently 733,225 packages sold
Exceeded last year’s sales by 2%, Per Girl Average 223
Hometown Heroes donation program overview
Video – Daisy Girl Scout cookie ask

2. Approval of the Consent Agenda

- Board of Directors Minutes 12.7.2022
- Finance Partial Packet 1.25.2023 & 2.15.2023
- Property Task Force Partial Packet 11.28.2022 & 1.23.2023
- Girl Scout Experience Fund Committee Partial Packet 1.24.2023
- Fund Development Committee Partial Packet 2.09.2023

Note: Correction needed on page 22, change finance agenda date from Jan 25 to Feb 15.

Motion: To Approve Consent Agenda Items with correction to finance committee dates.

Moved: Norma Trimble

Seconded: Linda Manley

MOTION CARRIED

3. CEO Summary

Development Update: Loretta and Fund Development meeting with several grantors including: United Way, Scott Air Force Base Spouses, 100 Women in Mattoon, Ander’s CPA, Madison Co., St. Clair Co., and car dealerships.

Camp Update: Starting to get resident and day camp registrations at Torqua. Council will be partnering with Camp Whispering Pines & Camp Ondessonk for camps. First year for resident camp at Torqua.

May 4th – Business after hours at Camp Torqua – fundraising event – big ask from funders for camp improvements.

FBI Training upcoming for girls

Town Hall Meeting – great meeting with volunteers

Planning our Gala is underway– Sept 9th 2023 – save the date

National Council Session, July 2023 in Orlando – agenda was released

Annual Meeting is coming up – April 15th – please attend.

Operations Update

Feb 2023: 6208 girls, 97% to total girl goal, 3034 adults, 109% of goal

Total overall goal for 2023 is 9200, goal met at 100% in February, with several month to go in membership year. Girls K-3rd grade - increase in market share for our Council.

Adult membership reminder to Board members. Early Bird starts April 1st, for membership year 2024.

Cookies – Extended Cookie season from March 5-10th because of the raspberry rally launch.

Programs – Big updates coming and travel plans to Costa Rica in June, Space Camp in Oct ‘23

National Convention in July ‘23, Niagara Falls 2024 & planning international trip for 2025.

4. Operations Update Continued.

Adult Awards – Sunday May 21st, Recognition of Excellence, award ceremony where adult awards are presented. Must be Board approved as they are National GS Awards.

Motion: To Approve Adult Awards as they are Presented in the Packet.

Moved: Amanda Highlander

Seconded: Linda Manley

MOTION CARRIED

5. Board Chair Summary

Membership Reminder, May 4th – Networking event at Camp Torqua, donors will be present. Town Hall was a success, happy volunteers – not a lot of questions.

6. Finance Committee Updates

- Finance Reports through January 2023

Up in fundraising, pension relief is a help to budget.

Fall Sale, revenue up over goal.

Salaries – 1 additional person to staff, but no CFO.

Interest Expense – up over year on the line of credit – interest rates are up.

1.6 million balance on line of credit, limit is 1.8, haven't used since January, will be paid off with cookie proceeds.

Finances looking healthy and hopefully a successful cookie sale.

Fundraising has also picked up this year, helping bottom line.

Motion: To Approve Financial Reports Through 1/31/2023.

Moved: Marianne Doll

Seconded: Gloria Sweida

MOTION CARRIED

- FY2021/2022 Council Audit Presented by Schmersahl, Treloar CPA's

Unmodified opinion as in past years, Auditor's report has been moved to the front of the audit instead of the end, due to a regulatory change.

Reviewed Audit in detail with Board.

990's are prepared – due March 15th

Finance Committee has already reviewed and approved audit in detail, Board needs to approve.

Motion: To Approve the GSOFSI Council FY2021/2022 audit as presented.

Moved: Coming Out of Committee.

Seconded: Not Needed, Out of Committee.

MOTION CARRIED

7. Property Task Force – Steve Bushong

- Property Updates

- Camp Torqua

Discovery Building is being remodeled into the Nurse's Station for resident camps, new septic & HVAC being installed.

New Shower House being built, will increase and almost double camp capacity.

Reevaluating expenses – need to make camp self-sufficient.

- Glen Carbon Service Center

Sale of building is on hold, not on the market currently.

Options: re-list building, remodel current building, converting building to STEM Center. Council looking at other Councils for guidance, nothing is off the table.

Council cannot afford resource centers without selling Glen Carbon office. Could we look at using libraries, colleges, public/city building to rent spaces throughout Council for resource centers?

8. Fund Development Updates

May 4th – Cocktails at Camp – Networking event – hoping for a big Board presence, Looking for sponsors for Camp projects.

May 20th – Women's Weekend at Camp – "Friend-raising" event at Camp Torqua.

Clair in Fund Development is leaving GSOSFI, please send us referrals if you know anyone looking for a position in Development.

Looking for Corporate Connections – give us names, FD & Council will do the rest.

9. Girl Scout Experience Fund Committee

- Updates

Page 78- \$12,000 has been granted so far this year. Word is getting out and applications are increasing month by month.

Several big programs coming up as summer months upcoming, will see an influx of applications as the spring continues.

Questions: was the \$100,000 moved back to investments? Council will verify and let board know the status.

10. Governance

- Updates

- Lesley Sanchez – Finance committee applicant

Partner at Ander's – CPA – audit experience, will be a huge help to finance committee.

Joining the Finance Committee in February.

- Annual Meeting Slate – Save the Date: April 15th

BDC has finished slate for Annual Meeting – Marianne Doll – 1st Vice Chair, 2nd Vice Chair – Linda Manley, Treasurer – Anne Haltenhof. New Board Member - Trish Manning.

BDC Slate - Still need another non-Board member, haven't been able to recruit anyone.

Jess will research to see if any volunteers would be interested.

Julia Deien – taking over as BDC Chair for the next year.

Suggestion for next year – BDC interview officer positions.

Discussion – displeasure with how slate of candidates is constructed.

11. Bylaws Task Force

Update Council Bylaws to include Succession Plan

Meeting with GSUSA & Parliamentarian, Joy Freeland, to help clarify vacancies and include in Bylaw updates.

Bylaw Amendments will be presented at Annual Meeting. Board will receive them as well.

12. Open Discussion

Reminder: Board meetings can include sensitive and passionate topics, please stay professional.

13. Adjournment

Motion: To Adjourn the February 22, 2023 Board of Directors Meeting.

Moved: Amanda Highlander

Seconded: Kevin Doak

MOTION CARRIED

Submitted by:

Name: Norma Trimble, Board Secretary

Signature & Date: _____

Transcribed by:

Name: Ashley Green-Green

Signature & Date: _____

Adopted by the Board in the meeting

of _____,

(Date of Meeting)

(Signature of Presiding Officer)