

Girl Scouts of Eastern Iowa and Western Illinois, Inc.

940 Golden Valley Drive, Bettendorf, IA 52722

Board of Directors Meeting –January 18, 2017
The Board of Directors of Girl Scouts of Eastern Iowa and Western Illinois
Camp Liberty – 4415 295th Street New Liberty, IA 52765

Present: Andrew Abbott, Sarah Beckman, Teresa Colgan, Jill Dashner, Theresa Dunkin, Nancy Franzen, MaryTherese Gehrman, Scott Illingsworth, Marika Jones, Abby Laures, Lee Mowers, Anne Ryerson, Kay Sackville Breuer, Tracy Schwind, Katie Wiedemann (phone), Zora Sherman

Staff: Diane Nelson, Doug Nelson, Allison Johnson, Alison Henkle, Stacy Conforti, Shelly Wells-Cain, Kelly Campion, Nikki Habben

Absent: Laurie Hamen, John Cummings

Welcome & Introductions:

Teresa Colgan welcomed those in attendance and declared a quorum at 4:30 PM.

Consent Agenda:

A motion was made by Theresa Dunkin to approve the consent agenda. It was seconded by Sarah Beckman. The motion carried and the consent agenda was approved.

Minute for the Mission:

Zora Sherman presented information to the board related to her experiences as a Girl Scout. Girl Scouts has given Zora the confidence she needed for applying to college and leadership skills she has used during her robotics competitions.

Financials:

Auditor Report for Financial Statements for FYE September 30, 2017 and Letter to the Board of Directors

Sarah Beckman, chair of the Audit Committee introduced Frank Ludgate, partner with Honkamp Krueger & Co. P.C. who gave his report to the board via Skype, projected on a large screen. With Mr. Ludgate was Julie Tanner, Senior Audit Manager and Donna Azar, Audit Manager. Mr. Ludgate stated that the reports he was reviewing were presented, in detail, to the Audit and Finance Committees of GSEIWI at their meeting on December 21, 2017. His comments to the board summarized broad changes in the financial position of the council, including two years of increased net assets, due to large land sales at council camps. The change in net assets in FY 2017 was an increase of \$537,000, due to a gain on land sales (primarily Camp Tahigwa) of \$931,000. Expenses were lower than last year by over \$200,000. There were no disagreements with management and the audit was presented with a clean opinion, the kind that organizations want to receive. Mr. Ludgate then reviewed the management letter to advise the board of internal control issues and what the council is already doing to mitigate them, given that the council, and not-for-profits in general, cannot afford the number of positions in the finance area to support complete and proper internal controls.

Sarah Beckman, member of the audit committee, made a motion to accept the investment policies as forwarded by the finance committee. The motion was seconded by Lee Mowers and the motion was carried.

Girl Scouts of Eastern Iowa and Western Illinois, Inc.

940 Golden Valley Drive, Bettendorf, IA 52722

Discussion followed. Board member, Sarah Beckman then brought up the money from sale of camp Tahigwa and the future for that money. That money is currently in our undesignated funds, it was suggested that we make a motion to move that money into a fund for the betterment of the future of Girl Scouts.

Lee Mowers, Chair of the Finance Committee also suggested that we move that money to a designated account so that it is restricted from day-to-day operations.

Lee Mowers made a motion to move the \$1.230K from the proceeds of selling Camp Tahigwa be moved to a board designated account for future capital projects and the creation of new girl opportunities throughout the Girl Scout council. Andrew Abbott seconded the motion and the motion carried.

Discussion followed Lee's motion on whether or not the money should be separated out for the start of an endowment. It was decided that at this time we will move the money to a board designated fund. The Finance Committee will discuss setting up an endowment and bring it back to the Board in the future.

Secretary Report:

Secretary, Tracy Schwind presented the board with Marika Jones' letter of resignation. Tracy Schwind made a motion to accept Marika Jones' resignation. The motion was seconded by Sarah Beckman and the motion carried.

Board Development Committee:

Update on Girl Board Members:

We have started the process of sending out applications to interview our 2018-2019 girl board members. An e-blast went out to all members last week and all SUD directors were notified in our top 10. It's been advertised in GS update and on social media. We already have three applications in.

The deadline to have your application in is Friday January 26 and interviews will be the Jan. 29 – Feb. 2nd.

Update on Potential Board Members:

The board development committee has met and come up with a list of names for our potential new members. The list is available to view and the committee would like feedback on the names mentioned as well as anyone additional for consideration. A few things to note

- We have three immediate openings in our Dubuque, Quad Cities and Waterloo area. These positions would be filling current terms.
- We need to fill four positions by the end of February in our Burlington, Waterloo/Cedar Falls, Dubuque and Iowa City/Cedar Rapids areas for our 2018 membership year. These will be 3 two year terms.

Girl Scouts of Eastern Iowa and Western Illinois, Inc.

940 Golden Valley Drive, Bettendorf, IA 52722

- We would like to focus on individuals with skills in Fundraising, Education, Planned Giving, and Marketing.

Board Assessment Review:

We received the results of the board assessment, which was available in Drop Box. For the most part we received a good rating. Board Chair and Council CEO are the highest rated, so overall there is a lot of confidence in our leadership. There is always room for growth, and the specific areas that need attention were quality oversight and governance effectiveness.

Performance Excellence: See Attached.

Allison Johnson gave the performance gap review.

Property Update:

Scott Illingsworth presented to the board the property update.

We continue to do updates and repairs and construction at all three of our camps. At Camp Liberty we have applied for a grant for an environmental learning center. It is organized to be done by June 1st.

Camp L-Kee-Ta:

At the July board meeting the board approved the sale of the 57.3 acer parcel, which was the landlocked portion to the West. The sale was scheduled to close December 2017 but was rescheduled to January 2018.

Camp Little Cloud:

Mr. Illingsworth continued the discussion onto Camp Little Cloud. He called to attention the usage numbers of Camp Little Cloud and the 63 acres we are using consistently. The rest of the property is not being utilized. The property was surveyed and appraised at 1.3 Million.

The first avenue explored was for the Girl Scouts retain the 63 acres and to speak with neighboring property owners to see if there are interested buyers for the 50 and 40 acre parcels. Four out of the five neighbors stated they had some interest in purchasing parcels.

The other avenue explored was for the University of Dubuque to buy the entire camp.

Discussion followed on the two options.

Lee Mowers made a motion to charge the staff with the oversight of the property community to do the following for Camp Little Cloud:

- Survey and replot 3a which is about 30 acres and 3d, at 50 acres.

Girl Scouts of Eastern Iowa and Western Illinois, Inc.

940 Golden Valley Drive, Bettendorf, IA 52722

- Authorize that staff to negotiate with the adjacent property owners and tenants of the 65 parcels 3a, 3d, 4 and 5. That keeps the remaining properties, 1, 2, 3b, 3c. This would divest 65 acres that is underutilized.
- Andrew Abbott made an amendment to the previous motion. We are going to use these camps to their maximum capacity possible, for not only girl benefit but community benefit and maximize the profit and use of these camps.

Board Chair, Teresa Colgan made a motion to approve the amendment and the motion carried. Board Chair, Teresa Colgan then made a motion to approve the motion Lee Mowers made and the motion carried.

Bylaw Committee (See Attached)

Theresa Dunkin presented changes to the bylaws that the bylaw task force is presenting to the membership for their vote at the Annual Meeting.

President Report:

Board Chair, Teresa Colgan gave the President report:

Annual Meeting

Our Annual Meeting is being held on Saturday, April 14th at Camp Liberty. The meeting is scheduled for 10 am - noon. We encouraged all of you to attend the meeting and help us recognize those board members who are ending their term and transitioning off the board, and also to welcome the new board members.

Those who are transiting off the board include: Nancy Franzen, Kay Sackville Breuer, John Cummings and Scott Illingsworth.

Town Halls

Town Halls have been scheduled for February, 26th in Dubuque. February 27th in the QC and March 6th in Cedar Rapids. All are scheduled from 6:30-8 pm and can be attended via Skype. All board members are encouraged to attend.

CEO Operational Report:

Diane Nelson – Gave the CEO Operation Report

Cookie Sale

Cookie sale starts Friday, 19th! We are concerned about the cookie sale because we are down in girl members. We have put many plans in place to encourage girls to participate.

- Budget built around 12,960 girls registered by the end of January.

Girl Scouts of Eastern Iowa and Western Illinois, Inc.

940 Golden Valley Drive, Bettendorf, IA 52722

- Budget was also built around 75% of the registered girls selling at an average of 155 packages per girl.
- With the prediction that the 12,960 girl goal would not be reached, efforts to increase the participation rate and packages sold per girl.
 - Cookie Rookie program created for new troops to get special instruction and training to maximize their experience
 - Cookie Captain Program created to keep older girls engaged by helping with the younger girls.
 - All troops who didn't participate last year were contacted to make sure they had what they needed for this year's sale.
 - New training webinars were developed to support troop leaders throughout the sale.
 - A Disney incentive added at the 2,500 package level to encourage the top sellers.
 - Enhanced promotion of the Digital Cookie program with allows girls to capture sales electronically.
 - Changes in our Cookie Share program which will support the military this year.
 - Mailing sent out to all registered members with crafted messaging to promote a 200 package average, the Disney incentive, the Digital Cookie program, Cookie Share, etc.
 - A service unit bonus was put in place to the areas the meet certain sales and programming goals.
 - A plan was put in place to contact the SU Directors throughout the sale to monitor SU goals.

Membership Numbers

Membership:

- Currently at 11,208 for total girl membership
 - 9,868 in traditional troops and 1,340 in the outreach program
- Winter Daisy push for Jan/Feb initiated by GSUSA
 - Our council goal is 287 new or reregistered Daisies
 - GSUSA developed marketing materials and social media support
 - Our Recruiters are continuing efforts to get into schools who do not have Daisy troops established
 - The Girl Experience team has created programs to support the efforts:
 - Daisy year-plan to show leaders what the rest of the year would look like
 - Dive into Daisy program that shows leaders what a meeting would look like by doing a program with the girls
 - Webinars designed for Daisy leaders to ask questions and get additional support
- Recruiters are continuing to meet with Principals or other school officials as well as local volunteers to develop a plan for each of the 409 elementary schools and the best way to recruit at each.
- Outreach continues to meet their membership goal and offering program to those involved.

Girl Scouts of Eastern Iowa and Western Illinois, Inc.

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- The Member Engagement teams are working on developing a Renewal plan for 2018-2019 which the support from a volunteer task group.
- The Recruiters are developing a Kindergarten Round-up plan to get leaders registered and trained before the new membership year begins.

Marika Jones motioned the meeting be adjourned. Sarah Beckman offered the second and the meeting adjourned at 6:52 pm.

Submitted by,

Kelly Campion, Executive Assistant to the CEO.

Attachments: Bylaw Proposed Changes, Performance Excellence Report