



## 2018 Annual Meeting Minutes Saturday, April 28, 2017 - 3:00 pm

### Welcome, GS Promise, Flag Ceremony, & Call to Order

Connie Amos, Acting Board Chair, welcomed everyone to Annual Meeting and officially called the meeting to order at 3:02 p.m. It was announced that Brenda Scheer, Board Chair, was on a leave of absence as she is teaching at the University of Utah campus in South Korea.

The National Delegates recognized the Board of Directors, the Board Development Committee, Council Delegates, staff, visitors, and special guests. They then posted the colors before leading attendees in the Pledge of Allegiance and the Girl Scout Promise.

Roll Call was completed by the National Delegates. Communities responding to the roll call were:

Alta	Lake View	Scenic View
Cache	Millcreek	Suncrest
Copper Meadows	Mount Olympus	Sunrise
Crystal View	Nebo Shadows	Sunnyside
Francis Peak	Oquirrh	Trefoil
Jordan	Sandy	Wasatch
Juniper		

It was determined that a quorum was present with 49 voting members in attendance (in person and via webinar), representing 17 of 33 Communities within our Council.

### Approval of the Consent Agenda

Connie Amos, Acting Board Chair, presented the Consent Agenda to the voting membership – the use of a Consent Agenda is standard practice in Girl Scouts governance for items that are routine and have been presented to the voting membership prior to the meeting. Peeches Cederholm motioned to approve the Annual Meeting Consent Agenda. Luz Escamilla seconded the motion.

Voting was unanimous in favor of approving the minutes.

Following the vote, Connie expressed the appreciation of the GSU Board of Directors to the Council's delegation to the 54<sup>th</sup> National Council Session by reading a Board Resolution approved on 3/1/18:

*RESOLVED, that the Board of Directors of Girl Scouts of Utah expresses its appreciation to National Delegates, Alternates, and volunteer leaders and staff support for their successful efforts and hard work to prepare for the 54th National Council Session and Convention. On behalf of the board and the entire organization, thank you to each of you for your service as National Delegates and Alternates.*

## **National Convention Report**

Sue Dickey, National Delegate, reported on business conducted at the 54th National Council Session in October 2017. The National Delegates voted on the slate for national Board of Directors and Board Development Committee; participated in discussions surrounding three proposals; and listened to our national leaders discuss the current and future goals of Girl Scouts. Overall, the National Delegates had a wonderful experience participating and preparing for the National Council Session and Convention. Sue put a call out to adults and to girls currently in 7<sup>th</sup> – 9<sup>th</sup> grade who will be eligible to serve as National Delegates for 2020, encouraging them to apply once the selection process begins in 2019.

## **Financial Report**

Sara Baese, Treasurer, reported on the financial performance of the corporation during FY 2017, based upon the audited financial statement. The audit, conducted by Eide Bailly & Associates, had no findings and was deemed a clean audit. The board has determination to invest a limited amount of excess reserves to support the growth initiatives of the Council. Sara presented a comparison of FY16 and FY17 revenue and expenses.

## **Governance Report**

Connie Amos, Acting Chair, provided a governance report indicating that the Utah Council is doing very well. She presented three specific areas that indicate health:

- Growth in girl membership
- Addition of ten new board members since 2015
- Completion of the Strategic Alignment Roadmap for 2018-2020

Connie expressed the Board's commitment to Girl Success, to the volunteer experience, and to the 33 Girl Scout Communities within our Council. Connie also reported on the continued efforts of the Board to secure Camp Cloud Rim for the future through partnerships and land conservation efforts. In conclusion, Connie expressed her pleasure serving on the Board and thanked the leaders, mentors, delegates and alternates for their service in moving our council forward, making it possible for more girls to be Girl Scouts.

## **Operations Report**

Janet Frasier, CEO, presented highlights of the 2017 Member Year operations:

- Recap of 2017 Budget Allocation Detail
  - 51% of the budget was allocated to Girl Programs, including our popular year-round Camps
  - 24% of the budget was allocated to Adult Member Support and Leadership Development
  - 15% of the budget was invested in GROWTH activities including marketing to increase Public Awareness and generate new member leads, as well as fundraising expenses.
  - 2% of the budget was spent on Governance activities which includes the Town and Annual Meetings. I'd like to note that this percentage will be higher in FY 2018 due to the expenses of National Convention.
  - Finally 8% of the budget was spent on administration to run the organization. We are always mindful of keeping this expense low.
- Membership Performance - In FY 2017, we had a turnaround in Girl Membership! With a better approach to recruiting and troop formation due to CEI tools, Janet reported that membership grew 4% in FY 2017. GSU experienced a 6% growth in Daisy and Brownie troops.
- Cookie Program Performance - In FY 2017, Cookie Sale Revenues also had a turnaround to just over 122,000 case – or about 1.4 million packages. And, of course, the Utah Council was in the top rankings of Per Girl Average across the nation.

GSU staff has integrated the Strategic Alignment Roadmap into our everyday work, clarifying our Council purpose and how we come together as volunteers and staff to lead.



We define Girl Success in measureable ways:

- Earn Girl Scout Badges
- Complete Journeys
- Have a rich variety of experiences within the program
- Supported on the path to Higher Awards

Janet discussed the importance of member feedback and survey results in helping GSU staff identify areas for improvement and investment. For FY 2019, two special projects will occur based upon feedback:

- Reshape the Volunteer Community Representative role to better meet the goals of community-based leadership.
- Reshape the 6-12 grade Girl Scout experience in our Council

Both of these projects will involve members to help define improvements for the future.

Janet thanked the GSU Council Staff for the work they do every day. She invited all staff in attendance to stand and be recognized.

In closing, Janet clarified two governance issues:

- 1) Due to a last minute withdrawal from the slate, the number of board members is below the minimum number according to our by-laws. The BDC will continue recruitment and anticipates a special election during the year to bring the number of members up to compliance.
- 2) The BDC elected not to slate Girl Representatives to the Board this year based on feedback from the experience of previous girls that have served.

### **Presentation of GSU Proposal and Voting**

Carolyn Johnstone, National Delegate, presented a proposal to amend our Council agreement as it relates to cookie proceeds for Camp Cloud Rim. After reading the proposal, Carolyn moved to accept the proposal as presented in the written documents to the members. Pat Lowe seconded the motion.

Voting was unanimous in favor of approving the motion to approve the proposal.

### **Presentation of the Proposal for 2020 National Convention**

Barbara Gray, National Delegate, presented the draft of a National Proposal. After reading the proposal, Barbara moved that the council endorse to advance this proposal through the national proposal process. Kathleen Atkinson seconded the motion.

Voting was unanimous in favor of endorsing the proposal and advancing through the process.

### **Introduction of Slate of Nominees to the Board and Board Development Committee**

Peeches Cederholm, 2<sup>nd</sup> Vice Chair and Co-Chair of the BDC, introduced the Nominating Slate. She stated that the use of a single slate in Girl Scouting has become an organizational practice, and supports the development of an effective board of directors that will continue to attract diverse, capable individuals to govern the Council. The slate of nominees has been pre-selected by the BDC prior to approval of the voting membership as stated in the Council by-laws.

The National Delegate girls introduced the 2017 candidates for the Board Development Committee, Officers of the Board, and Board Members-at-Large. Pat Lowe motioned to approve the Slate of Nominees. Brekke Pattison seconded the motion.

Voting was unanimous in favor of approving the slate of nominees as presented.

### **Recognition of Retiring Board Members**

Connie Amos recognized Pam Lechner, for her years of service on GSU Board of Directors. Janet Frasier recognized Connie Amos for her service on the Board, for her dedication to the mission of Girl Scouts, and for serving as Acting Board Chair. Janet also recognized BDC Co-Chair, Phyllis Hockett, her service, though Phyllis was not in attendance.

### **Closing Remarks**

As her final act as Acting Chair, Connie thanked those who attended the Annual Meeting for their service to our Council and for participating in this important process.

**Closing Flag Ceremony was conducted by National and Community Delegates.**

**Annual Meeting was adjourned at 4:30 p.m.**