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Date: April 14, 2010
To: Board of Directors
From: Barbara J. Bonifas, CEO
Subject: CEO Perspective on Board Membership Discussion

Girl Scouting is a mission-focused organization, as articulated in the *Blue Book of Basic Documents*, Articles II and III, and communicated in Nancy's memo. In addition, Article VII states that "Local Girl Scout councils shall be organized to further the development of the Girl Scout Movement in the United States; to establish local responsibility for leadership, administration, and supervision of the program; and to develop, manage, and maintain Girl Scouting in accordance with the terms of their charters"

This memo will include the CEO interpretation of Policy 2.0 (Global Executive Constraint) and the rationale for that interpretation. You may recall that the 2009 Year End Management Report, presented to the board in January 2010, provided a report on current membership; the report could have more clearly articulated the data in the context of the current charter requirements. (During this merger period, GSUSA has suspended the chartering process and are implementing temporary scorecard compliance. Girl Scouts of Western Ohio will be going through this chartering process during summer 2010 – which will provide an outside audit of our membership and financial markers).

Policy Title: Global Executive Constraint

The CEO shall not fail to demonstrate added value to the organization or cause or allow any practice, activity, decision, or organizational circumstance which is either unlawful, imprudent, in violation of commonly accepted business practices, professional ethics, fails to promote diversity, or is **contrary to the Girl Scouts of the USA charter and policies** or board's Ends priorities.

CEO Interpretation of Policy 2.0

Our operational definition of compliance concerning "contrary to the Girl Scouts of the USA charter and policies," is that we will ensure that we are in compliance with GSUSA charter requirements, as defined in the Blue Book of Basic Documents. Based on this interpretation, we do not believe that additional sub-policies are necessary.

Interpretation of Compliance

The *Blue Book of Basic Documents* provides the requirements for chartering. Criterion 1 (page 27) contains the only standard related to membership and says that “*Based on a thorough understanding of the populations within its jurisdiction, the council attracts and retains membership from all areas of its jurisdiction and all segments of its population.*” There is no requirement that membership be increased or maintained at a specific level. When we communicate that we are a membership organization, it is in the following context: membership as a Girl Scout is granted to any girl or adult who:

- has made the Girl Scout Promise and accepted the Girl Scout Law;
- has paid annual membership dues;
- meets applicable membership standards (*Blue Book of Basic Documents*)

Being a membership organization means that we serve girls who are members of our organization; it does not refer to a requirement that we increase membership or reach out to a specific number of girls.

In the absence of a specific marker, Girl Scouts of Western Ohio has operationalized this charter requirement and measured itself against other councils and GSUSA. The GSUSA national market share is 1:10 girls served. Girl Scouts of Western Ohio has benchmarked itself against this number and has a current market share of 1:7 girls, well above the national average. Membership loss was predicted by GSUSA during realignment. But we also experienced membership loss by making intentional decisions to pull out of activities that were contrary to our organizational values, including:

- ♦ Serving girls through one to two day activities – 3011 girls (at minimum). This reflects 2008 membership registration of 2657 girls in Toledo for one day activities and 354 girls in Dayton for one to two day activities.
- ♦ Several hundred girls served through two to three day “library days” or similar activities in Toledo, Lima, and Dayton, that did not use the Girl Scout program processes (girl led, experiential learning, and cooperative learning).
- ♦ Serving boys and girls together in classrooms, in three regions. (Toledo phased out serving boys in 2009 and Lima and Dayton will not serve boys after August 2010.) Serving boys is not compliant with our program design and unnecessarily exposes staff, the board, and the council to uninsured liability, since this audience is not covered by our Directors and Officers policy, our council liability insurance, or the GSUSA medical insurance plans.

Attached is a 2009 memo to the board of directors from me regarding membership projections. (Attachment F)

The temporary scorecard process (implemented to manage during the realignment process) is communicated on pages 23-25 of the *Blue Book of Basic Documents*. As mentioned in the opening paragraph, Girl Scouts of Western Ohio will be taking part in this outside auditing process in July of this year. Within the context of the scorecard process, a number of membership and financial metrics will be reviewed and benchmarked.

We hope that the conversation during the April board meeting will provide clarification on the information that the board would like included in the year end management report.

Our Mission

*Girl Scouting builds girls of courage, confidence, and character,
who make the world a better place.*