

BOARD OF DIRECTORS MEETING
Saturday, January 22, 2011

BOARD OF DIRECTORS The regular meeting of the Board of Directors of Girl Scouts of Western Ohio was held at the Girl Scout office in Dayton, Ohio. President, Nancy Dawes, was in the chair and Secretary, Jerry Brose, took the minutes.

**BOARD MEMBERS
PRESENT**

Board members present:
Nancy C. Dawes, Chair
Jody Wainscott, First Vice Chair
Sue Matz, Second Vice Chair
Jerry Brose, Secretary
Barbara J. Bonifas, CEO*
Kim Amrine
Ann Hartmann
Karen Huelsman
Ellen Iobst
Mary Ann Knoop
Dave Kylander
Kathy McMullen
Kerry Roe
Carol Sanders
Cheryl Tyler Folsom
Christi West
*ex officio

**STAFF MEMBERS
PRESENT**

Staff members present:
Jane Krites, Executive Vice President
Roni Luckenbill, Chief Operating Officer
Susan Osborn, Chief Strategy Officer
A.J. Office, Research and Development Director

**BOARD MEMBERS
NOT PRESENT**

Board members not present:
Kim Turco, Treasurer
Marjorie Houck
Catherine Ingram

**PRE-MEETING
MATERIALS**

Materials mailed:
Agenda Board of Directors Meeting
Consent Agenda Memo
Minutes: November Board Meeting
2010 Special Gifts List
Memo: Report on Ends
2010 Year End Management Report
Monitoring Report for Ends
Memo: Fund Development
Board Fund Development Scorecard

GSUSA 100th Anniversary Agreement
Donor Bill of Rights
Memo: 2011 Board Calendar
Board Monitoring Memo
Monitoring Report Form
Investment Update
Conflict of Interest Statement

HANDOUTS

Materials distributed:

Monitoring Summary: Policy 2.9
Sponsorship Opportunities: Women of Distinction
Individual Board Pledge Forms

CALL TO ORDER

The meeting was called to order by Chair, Nancy Dawes, at 10:00 a.m.

**APPROVAL OF
AGENDA
MOTION**

A motion was made to approve the agenda. Motion approved.

**APPROVAL OF
CONSENT AGENDA
MOTION**

The consent agenda was approved. The following agenda items were included on the consent agenda:

- November board meeting minutes
- 2010 Special Gifts list
- Approval of corporate resolution to authorize the CEO of Girl Scouts of Western Ohio to approve all 2011 requests for funding to United Ways within our jurisdiction.
- Approval of corporate resolution to authorize the CEO of Girl Scouts of Western Ohio to approve all 2011 Girl Scouts of the USA volunteer recognitions.

CEO REPORT

Barbara Bonifas, CEO, presented the 2010 Year End Report of Ends. After reviewing her interpretation of the Ends, Barbara summarized the findings of our research. Discussion followed. There is interest in identifying external benchmarks for future reports to provide an additional perspective.

MOTION

A motion was made as follows:

That the board accept the monitoring report for Policy 1.0 Global Ends as reasonable interpretations and in compliance. Motion approved.

**BOARD EVALUATION
OF ENDS**

Nancy Dawes reminded the board that the board evaluation of the Ends policy was included in their board packet and asked that they complete the evaluation and turn it in to her.

ANNUAL CAMPAIGN

Ellen Iobst solicited the board for the 2011 Annual Campaign. Board members were provided with individualized requests and asked to return their pledge prior to the next board meeting.

BOARD SCORECARD

Roni Luckenbill led the board in a small group discussion about the board's scorecard and how board members can get involved in our fund development efforts. Suggestions were made to assist the board in its work.

100TH ANNIVERSARY

Roni Luckenbill presented the GSUSA 100th Anniversary Partnership Agreement that GSUSA has asked all councils to sign as an affirmation that we are all working together to leverage resources.

MOTION

A motion was made to accept the GSUSA 100th Anniversary Partnership. Motion approved.

GIRL SCOUT FUNDING

Barbara Bonifas presented a PowerPoint presentation on the status of Girl Scout funding. Discussion followed.

ANNUAL MEETING UPDATE

Sue Matz provided the board with an update on plans for the Annual Meeting. The Annual Meeting will take place on Saturday, April 16 in Lima. Members will be invited, but it is expected that not many will attend. A state of the council report will be provided to the board in writing and will be available to members through the website and roundtable meetings. An abbreviated version will also be made available.

PROPERTY COMMUNICATION

Barbara Bonifas provided an overview of plans for communication with the membership regarding property issues. It is expected that the board will receive a property report in June. A consultant, who is an expert in crisis management, is working on a proposal to prepare the board and staff for the communication that must take place with members.

2011 BOARD CALENDAR

Nancy Dawes led the board in a discussion about the board meeting schedule for 2011. Meetings are scheduled as follows:

Tuesday, February 22, 6:00 p.m. – phone
Saturday, April 16, 10:00 a.m. – Lima
Saturday, June 11, 10:00 a.m. – Dayton
Saturday, September 17, 10:00 a.m. – Lima
Tuesday, October 11, 6:00 p.m. – phone
Tuesday, November 29, 6:00 p.m. – phone

Cheryl Drinnen will be sending the board a monitoring evaluation for several policies in the coming month through Survey Monkey. Board members are asked to complete the survey and return it as soon as possible.

HOW DID WE WORK?

Mary Ann Knoop, January Board Monitor, reported on her assessment of the board's performance during this board meeting. She used the monitoring evaluation and shared her assessment of the board's compliance. The evaluation form will be used at each meeting and kept with board files.

AGENDA PLANNING

The following agenda items will be included in the February meeting which is scheduled on Tuesday, February 22 by phone:

- CEO Performance Review (Executive Session)

ANNOUNCEMENTS

Thank you to Karen Huelsman for providing morning coffee cake and lunch for the board.

Board members were reminded to turn in their fund development commitment forms and conflict of interest statements.

ADJOURNMENT

The meeting adjourned at 12:20 p.m.



Jerry Brose, Secretary