

**BOARD OF DIRECTORS MEETING**  
**Tuesday, January 22, 2013**

**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. President, Jody Wainscott, was in the chair and Secretary, Jerry Brose, took the minutes.

**BOARD MEMBERS  
PRESENT**

Board members present:  
Jody Wainscott, Chair  
Ellen Iobst, First Vice Chair  
Sue Matz, Second Vice Chair  
Jerry Brose, Secretary  
Karen Huelsman, Treasurer  
Meredith Bailey\*  
Nancy Dawes\*  
Ann Hartmann  
Marjorie Houck  
Dave Kylander  
Roni Luckenbill, CEO\*  
Kandi Staples  
Corrine Tipping\*  
Christi West  
\*ex officio

**STAFF MEMBERS  
PRESENT**

Staff members present:  
A.J. Office, Director of Research & Evaluation  
Cheryl Drinnen, Assistant to the CEO  
Ginny Hizer, Director of Development & Marketing  
Susan Osborn, Chief Strategy Officer

**BOARD MEMBERS  
NOT PRESENT**

Board members not present:  
Kim Amrine\*  
Catherine Ingram  
Kathy McMullen  
Simone Polk  
Cheryl Tyler-Folsom

**PRE-MEETING  
MATERIALS**

Materials mailed:  
Agenda Board of Directors Meeting  
Memo – Report on Ends  
2012 Year-End Report on Ends  
2012 Year-End Operational Overview  
Monitoring Worksheet on Ends Policies  
Memo – Strategic Review of Ends Policies  
Memo – Confidential Camp Myeerah Offer  
Letter of Intent  
Camp Myeerah Comparison of Options

Consent Agenda Memo  
Minutes – November Board Meeting  
2012 Gift List  
Board Monitoring Report Memo & Form  
Investment Update  
Conflict of Interest Statement

**HANDOUTS**

Materials distributed:  
Important 2013 Dates  
Individual Board Pledge Forms

**CALL TO ORDER**

The meeting was called to order by Chair, Jody Wainscott, at 4:32 p.m. The Girl Scout Promise and Law was read by the board.

**APPROVAL OF  
AGENDA  
MOTION**

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

**STRATEGIC REVIEW  
OF ENDS POLICIES**

Ellen Iobst, 1<sup>st</sup> Vice Chair facilitated a discussion on the following questions: Is there anything you worry about that is not clearly addressed in the existing Ends policy, and what policy language would you like to see to address this. It was noted that a conversation is needed on how do we best measure and report on the Ends. Task group members Ellen Iobst, Kandi Staples, and Cheryl Tyler-Folsom recommended that no changes be made. The board concurred.

**CEO REPORT**

Roni Luckenbill, CEO, presented the 2012 Year-End Report of Ends and 2012 Year-End Operational Overview. After Roni reviewed her interpretation of the Ends, A.J. Office, Director of Research & Evaluation, summarized the evidence. Discussion followed.

**MOTION**

A motion was made as follows:

That the board accepts the monitoring report for Policy 1.0, Global Ends, as reasonable interpretation and in compliance. Motion approved.

**ANNUAL CAMPAIGN**

Ann Hartmann and Christi West shared their stories about why they give to Girl Scouts of Western Ohio, and solicited the board for the 2013 Annual Campaign. Board members were provided with individualized requests and asked to return their pledge by February 28, 2013.

**PROPERTY DISCUSSION**

Roni Luckenbill, CEO, presented an update regarding a new offer for Camp Myeerah. The Trust for Public Land proposes to acquire the property through a grant from the Clean Ohio Fund. The grant request will be submitted and requires the board to sign a non-binding letter of intent that Girl Scouts of Western Ohio will agree to the sale if the funds are allocated for the project. Jody Wainscott, Karen Huelsman, and Dave Kylander met with Roni Luckenbill and Susan Osborn to discuss the offer and its implications. After reviewing the options, they are recommending that the board accepts this offer. Discussion followed.

**MOTION**

That the board accept the offer from the Trust for Public Land, as described in the non-binding letter of intent dated January 10, 2013. Motion approved.

**BOARD DEVELOPMENT COMMITTEE REPORT**

Ann Hartmann, Board Development Committee member, reported that an overwhelming number of referrals were submitted and the committee has a good pool of candidates for this year and for 2014. The potential slate will be finalized in February and sent to the board.

**APPROVAL OF CONSENT AGENDA MOTION**

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

- November 2012 Board Meeting minutes
- 2012 Gift List

**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 is used at each meeting and kept with board files.

**AGENDA PLANNING**

The following agenda items will be included in the April meeting, which is scheduled on Tuesday, April 23, at the Dayton office:

- Property update on Camp Myeerah
- Fund development
- Strategic review of governing policies
- Charter review task group appointment
- Welcome new members and recognize outgoing members
- Discussion on possible board retreat
- Schedule for annual CEO review
- Appointment of girl board members

**ADJOURNMENT**

The meeting adjourned at 6:12 p.m.

  
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Jerry Brose, Secretary