

**BOARD OF DIRECTORS**

The regular meeting of the Board of Directors of Girl Scouts of Western Ohio was held via video conference. President, Victoria Nilles, was in the chair and Patrice Borders, Secretary, took the minutes.

**BOARD MEMBERS  
PRESENT**

Board members present:  
Victoria Nilles, Chair  
Cassie Barlow, 1<sup>st</sup> Vice Chair  
Kim Fender, 2<sup>nd</sup> Vice Chair  
Patrice Borders, Secretary  
Sue Gantz Matz, Treasurer  
Sheri Bogardus  
Angela Carter  
Melissa Cutcher  
Elizabeth Dreyer  
Amanda Graven  
Corinne Hemesath  
Theresa Hirschauer  
Ellen Iobst\*  
Anna Jones Monnett  
Roni Luckenbill, CEO\*  
Tierney Rasmussen\*  
Patti Robb  
Bill Schretter  
Melanie Towns  
Maria White  
Pam Viscione  
Carole Williams  
Vonda Willis  
\*ex officio

**BOARD MEMBERS  
ABSENT**

Board members absent:  
Gillian Heineman\*  
Bleuzette Marshall  
Jenny Michael

**STAFF MEMBERS  
PRESENT**

Staff members present:  
Marcia Dowds, Chief Development Officer  
Cheryl Drinnen, Assistant to the CEO  
Linda Odenbeck, Chief Financial Officer  
Susan Osborn, Chief Operating Officer  
Susan Redman-Rengstorf, Vice President of Special Campaigns

**PRE-MEETING  
MATERIALS**

Materials mailed:  
Agenda Board of Directors Meeting  
Consent Agenda Memo  
September 2020 Board Meeting Minutes  
National Council Session Results Memo  
Antiracism Book Discussion Memo  
Book Club Study Guide  
Board Monitoring Memo & Form  
Investment Update

**CALL TO ORDER**

The meeting was called to order by Chair, Victoria Nilles, at 4:34 pm.

**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:

- Minutes of the September 2020 Board Meeting
- Appointment of CEO Performance Review Task Group: Victoria Nilles, Cassie Barlow, Kim Fender, Patrice Borders, and Sue Matz

**BOARD CHAIR REMARKS**

Victoria Nilles, shared that this time of the year is usually the board retreat and she always felt re-energized after the girl panel discussions, reminding her of what Girl Scouts do. She also reminded the board, that a year ago, we were talking about the marketplace competition with the Boy Scouts and that talking points are available from the staff.

**COVID UPDATE**

Roni Luckenbill, CEO, gave an update regarding our response to COVID-19 in several areas: A) Finances – we budgeted our fall product sale to be down about 23%, but the sale was 25% over goal and very close to flat to last year’s number. We still have not received forgiveness on our PPP loan. Strong plans are in place for our cookie program, and we are doing everything possible to strengthen our support to troops. A few strategies include drive-through cookie booths, cookie program boxes and we are looking at reduced shipping options. B) Membership – we ended our September 30, 2020 membership year down about 10% over the previous year. Nationally, the movement is trending about 26% down, and we are currently right at that point. Our current projections are to end next year flat with this past year. C) Program Support – we closed our camp properties beginning in March and offered camp boxes. This was a successful initiative, selling almost 4,000 boxes. Girls received the boxes at their front door and had the opportunity to learn new skills in their own backyard. We are currently planning for a regular camp season in 2021 with reduced capacity. We think there is a path forward that will allow in-person participation, but we continue to monitor the trends. We also held very successful Facebook live programming for several months to help girls learn skills and do badge work. Learning from that experience, all troops were given the option of getting free Zoom licenses and that has proved to be very popular. Girl Scout meetings can now be held in person, if parents agree and if the meeting meets the guidelines established by the State of Ohio. D) Staff – beginning in July, staff were asked to work a minimum of two days per week in the office, depending upon their role, some staff work full time in the office. We had furloughed a few staff in April and then made the difficult decision to permanently lay off four of those staff members, since the positions were no longer effective in this new environment. Earlier this month, we eliminated two positions that were held by a number of staff. Due to vacancies only three positions were impacted and laid off, the rest of the staff eliminations were made to vacant positions, for a total of 13 eliminated positions. We continue to monitor our membership and revenue and will make additional budget cuts if needed, after the initial cookie sale numbers are known. Discussion followed.

## **NATIONAL COUNCIL SESSION**

Roni Luckenbill, CEO, gave a brief overview on the results of the National Council Session that was held virtually on October 23-25. There were six proposals that were deliberated and voted on. Each proposal was approved and some had minor word changes: Proposal 1 – Establishment of a Task Force to Examine the Feasibility of a National Gold Award Scholarship Foundation; Proposal 2 – Constitutional Amendment on Membership Dues; Proposal 3 – Adoption of a Procedure for Communication on Dues Actions by the National Board; Proposal 4 – Membership Dues Increase Restriction; Proposal 5 – Constitutional Amendment on Consistency in Delegate Terms; and Proposal 6 – Lifetime Membership Discounts. We plan to meet with the delegates to debrief and look into the possibility of having the delegates conduct a webinar with the membership to share what took place. In addition, we will need to make changes to our bylaws regarding when delegates are elected. They have been sent to our lawyers for this change and to clean up a few other changes.

## **FUND DEVELOPMENT TASK GROUP**

Theresa Hirschauer, thanked and congratulated the board on meeting the goals of the 2020 Board Leadership Campaign, raising \$42,051 and 100% participation. She also thanked the board for the \$270,000 they have given toward the comprehensive capital campaign. The focus for 2021 will be on thanking and stewarding donors, and the board goal will remain the same of \$42,000 and 100% participation. Task group members will be reaching out to board members in January and the campaign should be wrapped up by March. She reminded members that they only have to pledge at that time and reiterated the importance of 100% participation. Theresa also welcomed Carole Williams to the Juliette Gordon Low Society and Melanie Towns as a new member of the Fund Development Task Group. Brief discussion followed.

## **COMPREHENSIVE CAMPAIGN REPORT**

Susan Redman-Rengstorf, Vice President of Special Campaigns, gave a brief update on the campaign. To date, right under \$2.5 million has been raised from individuals, corporations and foundations. She shared that a partnership with the Ohio Department of Natural Resources has been confirmed and we are in the Ohio State Capital Bill -- \$1 million in Warren County and \$250,000 in Defiance County. Governor Dewine has shared his support and the vote will take place in early December. In addition, four virtual events have been held, raising over \$30,000. Please reach out to Susan if you are interested in hosting an event. Susan is hopeful to be at \$3 million at the end of December.

## **ANTI-RACISM ADVISORY**

Patrice Borders and Maria White, Co-Chairs of the Antiracism Advisory Committee led the board in its first book club discussion on *White Fragility: Why It's So Hard for White People to Talk About Racism*, by Robin DiAngelo. An additional discussion will be held on December 8, 4:00-6:00 pm via Zoom. The second book discussion on *How To Be An Antiracist*, by Ibram X Kendi, will be held during the January 26, 2021 meeting, with a follow-up discussion on February 9, 2021, 4:00-6:00 pm

## **HOW DID WE WORK?**

Cassie Barlow, Board Monitor, reported on her assessment of the board's performance during the 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 next meeting of the board will be on Tuesday, January 26, 2021, 4:30 pm.

**ADJOURNMENT**

The meeting adjourned at 6:25 pm.



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Patrice Borders, Secretary

