

BOARD OF DIRECTORS MEETING
Tuesday, November 26, 2013

BOARD OF DIRECTORS The regular meeting of the Board of Directors of Girl Scouts of Western Ohio was held by telephone conference call. 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
Nancy Dawes*
Kimber Fender
Angela Granata
Ann Hartmann
Marjorie Houck
Catherine Ingram
Dave Kylander
Roni Luckenbill, CEO*
Patricia Neal-Miller
Susan Redman-Rengstorf
Kandi Staples
Cheryl Tyler-Folsom
*ex officio

**BOARD MEMBERS
NOT PRESENT**

Board members absent:
Karen Huelsman, Treasurer
Margaret Beck*
Kelci Culp*
Barb Oostra
Kayla Richer*
Christi West

**STAFF MEMBERS
PRESENT**

Staff members present:
Marcia Dowds, Director of Development & Marketing
Cheryl Drinnen, Assistant to the CEO
Linda Odenbeck, Finance Director
Susan Osborn, Chief Strategy Officer

**PRE-MEETING
MATERIALS**

Materials mailed:
Agenda Board of Directors Meeting
Memo & 2014 Budget Packet
Memo & Monitoring Report: Policy 2.4
Consent Agenda Memo
Minutes – October Board Meeting

Minutes – Executive Session Minutes
Addendum to the Investment Policy Statement
Board Monitor Memo & Report Form
Investment Update
Virtual Seating Chart

CALL TO ORDER

The meeting was called to order by Chair, Jody Wainscott, at 4:30 p.m.

**APPROVAL OF
AGENDA
MOTION**

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

**BUDGET
PRESENTATION**

Roni Luckenbill, CEO, presented the 2014 Plan of Work and Budget and reported that a major change for the 2014 plan of work budget is moving from a calendar year budget to a fiscal year budget. It was noted that four members of the board had previewed the budget and had an opportunity to provide input to the presentation. Those members were Kimber Fender, Karen Huelsman, Kandi Staples, and Cheryl Tyler-Folsom. Discussion followed and questions were answered.

**MONITORING REPORT
EXECUTIVE
LIMITATIONS**

Roni Luckenbill, presented the monitoring report of Executive Limitations, 2.4. She reported that Girl Scouts of Western Ohio is in compliance with all sub-policies, with the exception of 2.4.5, which requires an amount equal to the current year depreciation be allocated to the asset replacement fund. Discussion followed. It was recommended that a task group be formed to review the wording on the asset replacement fund policy. A motion was made as follows:

MOTION

That the board accepts the monitoring report for Policies 2.4 as reasonable interpretation and with reasonable rationale and evidence for noncompliance of Policy 2.4.5.

Motion approved.

**APPROVAL OF
CONSENT AGENDA
MOTION**

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

- October 2013 Board Meeting minutes
- October 2013 Executive Session minutes
- Addendum to the Investment Policy Statement

HOW DID WE WORK?

Ann Hartmann, 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.

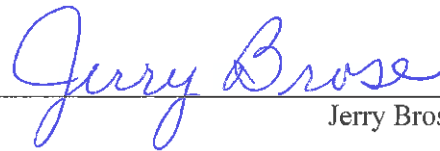
AGENDA PLANNING

The following agenda items will be included in the January meeting, which is scheduled on Tuesday, January 28, at the Dayton office:

- 2013 year-end management report
- Board kick-off of annual campaign
- Property update
- Board Development Committee update
- Policy monitoring schedule and revision to asset replacement fund policy

ADJOURNMENT

The meeting adjourned at 5:20 p.m.



Jerry Brose, Secretary