

**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  
Maria Arcocha White  
Sheri Bogardus  
Angela Carter  
Melissa Cutcher  
Elizabeth Dreyer  
Amanda Graven  
Gillian Heineman\*  
Corinne Hemesath  
Theresa Hirschauer  
Ellen Iobst\*  
Anna Jones Monnett  
Roni Luckenbill, CEO\*  
Bleuzette Marshall  
Jenny Michael  
Tierney Rasmussen\*  
Patti Robb  
Melanie Towns  
Pam Viscione  
Carole Williams  
Vonda Willis  
\*ex officio

**BOARD MEMBERS  
ABSENT**

Board members absent:  
Bill Schretter

**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

**GUEST PRESENT**

Guest present:  
Sophia Imundo  
Allison Irely  
La Costa Moore  
Zo Redman  
Kelly West

**PRE-MEETING MATERIALS**

Materials mailed:

- Agenda Board of Directors Meeting
- Consent Agenda Memo
- January 2020 Board Meeting Minutes
- Corporate Resolution – Small Business Administration Loans
- Memo – Report on Business Continuity
- 2020-2022 Business Continuity and Recovery Plan Overview
- 2020 Board Leadership Campaign Update
- Board Monitoring Memo & Form
- Investment Update

**CALL TO ORDER**

The meeting was called to order by Chair, Victoria Nilles, at 5:04 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 January 2020 Board Meeting
- Approval of Gillian Heineman and Tierney Rasmussen to serve as Girl Members-at-Large on the board through April 2021.
- Approval of the following members to serve as the Fiduciary Committee for the Girl Scouts of Western Ohio 401(k) Plan:
  - Bill Schretter, Board Member
  - Roni Luckenbill, Chief Executive Officer
  - Linda Odenbeck, Chief Financial Officer
  - Cheryl Engel, Senior Director of Human Resources
  - Kristyn Harmon, Senior Accountant
- Corporate resolution to apply for funding for the Payroll Protection Plan loan in the amount up to \$1.315 million.

**BOARD CHAIR REPORT**

Victoria Nilles, Chair, shared brief remarks, including the closing of camp, closing of the 2020 national convention, and that we did not get a loan from the Small Business Administration during the first round. She reminded board members that when there are calls for help, to answer the calls.

**REPORT OF THE CEO**

Roni Luckenbill, CEO, gave a recap on what has happened over the past seven weeks. On March 17, all staff were asked to work from home and have kept working productively. Beginning Monday, April 27, seven staff seven staff members who work in our retail and business services departments were furloughed since there was not enough work for them going forward. They are furloughed through May 31 with full benefits. Adjustments to that schedule will be made as we go along.

All camps for this summer are canceled. There were just too many unknowns and too many restrictions. To date, the responses from parents and volunteers have been very supportive. Camp properties have also been closed to all members and the public through July, with the hope of opening up to troop camping in the fall.

Virtual program activities are offered twice a day, seven days a week. This has been well received and we continue to learn from our work and identify new ways to meet the needs of our girls and volunteers.

The cookie season ended last Friday, which has been the longest cookie season in history. As you may recall, the last week of cookie booth sales were canceled, which left us with an initial projection of 300,000 boxes. Our determined volunteers and staff stepped in and held virtual booth sales, reached out to their own networks, and enlisted businesses and organizations to help. Our estimate is now closer to less than 100,000 boxes of excess inventory. We had some great successes with our Business Bosses Supporting Cookie Bosses campaign. The Cincinnati Rotary Club has committed to \$22,000 at this point and, with additional donations that they will match, will go as high as \$40,000 in donations. Their donations are going to LaSoupe, which is the nonprofit that is providing meals for the Cincinnati Public School students and their families. The Cincinnati Police Department bought cookies to hand out on their beats and challenged other police departments to join in. Some restaurants handed out cookies to customers with takeout orders. Not only have we garnered lots of great PR, but we have learned a lot about working with partners in the cookie program, and I'm sure that some of the partnerships will continue into next year's sale.

From a cash flow perspective, we had a difficult few months, mostly because we had to delay our ACH cookie withdrawals from troop bank accounts and because of the excess inventory. We are watching our expenses carefully, as well as revising our projections for revenue. Because we raised the cookie price this year, we will be okay. We were planning for a surplus, instead we will end up close to flat. Our bank was slow to get us into the PPP loan process, so we were closed out of the first round and are hoping to make it into the second round of loans. In the meantime, we have frozen hires, except those deemed critical. Closing camps saves up a lot of money, including the fact that we will not be opening our pools, which is a big expense. We are also in the process of creating scenarios that will guide the development of our plan of work and budget for the coming year.

Attachment F is the first draft of a business continuity and recovery timeline, which was created with the senior leadership team and adjustments continue to be made. This pandemic has changed our work and we will likely not be going into schools in the way we have done in the past and not be able to reach families in the same ways. All this will require different skill sets and new ways of work. This loan will set us up through mid-2022 and that we should not expect growth until that time. The next two years will be primarily rebuilding and resetting for the new expectations. While this year is difficult, I think the next year will be the tougher year. Our volunteers and families will likely be risk-averse, when it comes to the cookie sale. And with that sale accounting for 70% of our annual revenue, we will be forced to adjust our business to meet the revenue we have available. That will mean fewer staff and, in some cases, different skill sets.

## **FUND DEVELOPMENT TASK GROUP**

Theresa Hirschauer, Task Group Chair, introduced the task group members: Kim Fender, Bleuzyette Marshall, and Jenny Michael. She gave a brief report on the 2020 Board Leadership Campaign. To date, 17 pledges have been received for a total of \$27,150, and 13 members have met the give/get policy. The goal is 100% participation and \$42,000.

Marcia Dowds presented information regarding the impact of COVID-19 on Girl Scouts of Western Ohio's fundraising, which included Immediate Revenue Impacts; Revising Plans for Fiscal 2020; and Long-Term Impacts – Fundraising 2020-2021. She reported that the biggest impact has been in the area of grants.

**COMPREHENSIVE  
CAMPAIGN REPORT**

Susan Redman-Rengstorf, Vice President of Special Campaigns, gave a brief update on the campaign. To date, \$2,267,320 has been raised from individuals, corporations and foundations; \$1,250,000 in process with Ohio State Capital Bill; and \$1,025,000 in pending asks. The new EMPOWER HER campaign video was shown.

**CAMP MASTER PLAN**

Susan Osborn, Chief Operating Officer, gave an update on the camp master plan. She shared: Key Learnings from Volunteers & Girls; Camp Design Themes for Each Camp; and Design Process Status and Next Steps.

**HOW DID WE WORK?**

Theresa Hirschauer, 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 changed from a conference call to an in-person meeting at our Dayton Office on Tuesday, June 23, 4:30 pm.

**ADJOURNMENT**

The meeting adjourned at 6:05 pm.



Patrice Borders, Secretary

