

**BOARD OF DIRECTORS**

The regular meeting of the Board of Directors of Girl Scouts of Western Ohio was held via conference call. 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  
Patrice Borders, Secretary  
Zo Redman, Treasurer  
Kim Fender  
Sue Gantz Matz  
Amanda Graven  
Theresa Hirschauer  
Ellen Iobst\*  
Anna Jones Monnett  
Roni Luckenbill, CEO\*  
Bleuzette Marshall  
Jenny Michael  
La Costa Moore  
Patti Robb  
Vicki Rogers  
Bill Schretter  
Pam Viscione  
Kelly West  
Carole Williams  
\*ex officio

**BOARD MEMBERS  
ABSENT**

Board members absent:  
Melissa Cutcher  
Sophia Imundo\*  
Allison Ireys\*  
Laura Mitchell

**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  
June 2019 Board Meeting Minutes  
2020 Budget Packet  
Monitoring Report 2.4  
Revisions to the 403(b) Plan of Employees Memo  
Board Monitoring Memo & Form  
Investment Update

**CALL TO ORDER** The meeting was called to order by Chair, Victoria Nilles, at 4:33 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 June 2019 Board Meeting
- Resignation of 2<sup>nd</sup> Vice Chair, Shannon Glass Fisher, with regret
- Resignation of Member-at-Large, Paaras Parker, with regret
- Appointment of Corinne Hemesath as Board Development Committee Chair for the 2019-2020 year

**BOARD CHAIR REPORT** Victoria Nilles, Chair, reminded the board about the upcoming board retreat that will be held on Friday, November 1 – Saturday, November 2 at the Drury Inn in Dayton. A flyer was included in the board mailing. It will begin on Friday evening at 5:30 pm with the hotel manager’s reception, which includes cold and hot food and drinks, following by the board meeting. Saturday morning will begin at 9:00 am and end at noon. If you have not made your hotel reservations, please do so as soon as possible. She also reminded everyone that the 2020 board meeting calendar was in the mailing and to get the dates on your calendars now.

**BUDGET PRESENTATION** Roni Luckenbill, CEO, presented the 2020 plan of work and budget. She reviewed the process used in the development of the plan and budget, and thanked the following board members that reviewed the materials and had an opportunity to provide input: Amanda Graven, Carole Williams, Melissa Cutcher, Patti Robb, and Sophia Imundo. Discussion followed.

**REPORT ON EXECUTIVE LIMITATIONS** Roni Luckenbill, CEO, presented the monitoring report on Executive Limitations 2.4. Discussion followed. A motion was made as follows:

**MOTION** That the board accepts the monitoring report for Policy 2.4 as reasonable interpretation and in compliance, with the exception of 2.4.5

Motion approved.

**REVISIONS TO THE 403(b) PLAN** Roni Luckenbill, CEO, provided a brief overview of the plan design changes to move from a 403(b) Plan to a 401(k) Plan for employees. Following discussion, a motion was made as follows:

**MOTION** That the board accept the changes to the employee retirement fund as follows:

1. A move from a 3% guaranteed employer contribution and a 2% match, to implementation of a 5% dollar for dollar match, after a one-year waiting period, on the new 401(k) Plan.

2. The matching contribution will be 100% vested immediately upon eligibility for the employer contribution.

Motion approved.

### **COMPREHENSIVE CAMPAIGN**

Susan Redman-Rengstorf, Vice President of Special Campaigns, provided an update on the campaign, sharing the following results to date: \$1,999,271 from current and former board members, and individuals; \$1,000,000 in process with Ohio State Capital bill; and \$475,000 in pending asks. The groundbreaking for the new lodge at Camp Stonybrook was held on August 27 and photos were shared in the presentation.

### **BOARD DEVELOPMENT COMMITTEE**

Roni Luckenbill, CEO, reported that the committee has met and has a lot of work ahead of them. They will be presenting a slate for Officers, Members-at-Large, Board Development Committee members, as well as National Council Delegates and Alternate Delegates. If a board member is interested in being a National Council Delegate and has not completed the interest form, please let Roni know as soon as possible.

### **FUND DEVELOPMENT**

Theresa Hirschauer, Task Group Chair, provided an update on the Board Leadership Campaign. The 100% participation goal has been met and the dollar goal of \$46,000 has been surpassed, raising a total of \$46,925. She also reported that 19 members have met the give/get policy. Jenny Michael shared information about The Sky's the Limit event that will take place on Thursday, September 26. There will be 450 people in attendance and so far a total of \$110,000 has been raised. In addition to the monetary value, this event is raising the profile of Girl Scouting in the Dayton area.

### **HOW DID WE WORK?**

Kim Fender, September 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 held on Friday, November 1, at the Drury Inn – Dayton and will include the following agenda items:

- Board Development Committee Report
- Fund Development Task Group report
- Comprehensive Campaign update

### **ADJOURNMENT**

The meeting adjourned at 5:32 pm.



Patrice Borders, Secretary