

BOARD OF DIRECTORS

The regular meeting of the Board of Directors of Girl Scouts of Western Ohio was held via conference call. President, Ellen Iobst, was in the chair and Kimber Fender, Secretary, took the minutes.

**BOARD MEMBERS
PRESENT**

Board members present:
Ellen Iobst, Chair
Victoria Nilles, 1st Vice Chair
Kimber Fender, Secretary
Zo Redman, Treasurer
Cassie Barlow
Patrice Borders
Stephanie Cihon
Kathryn Cordeiro*
Sue Gantz Matz
Shannon Glass Fisher
Angela Granata
Theresa Hirschauer
Anna Jones Monnett
Michelle Krummen
Roni Luckenbill, CEO*
Jenny Michael
La Costa Moore
Susan Redman-Rengstorf
Bill Schretter
Jody Wainscott*
Rebecca Westlake
*ex officio

**BOARD MEMBERS
ABSENT**

Board members absent:
Ann Hartmann
Whitney Weiss*

**STAFF MEMBERS
PRESENT**

Staff members present:
Marcia Dowds, Chief Development Officer
Cheryl Drinnen, Assistant to the CEO
Sarah Kelly, Program Team Leader
Linda Odenbeck, Chief Financial Officer
Susan Osborn, Chief Operating Officer

**PRE-MEETING
MATERIALS**

Materials mailed:
Agenda Board of Directors Meeting
Consent Agenda Memo
Corporate Resolution
2017 Annual Council Meeting Minutes
April 2017 Board Meeting Minutes
Monitoring Report Memo
Monitoring Report 2.1 – 2.3
Monitoring Report 2.5 – 2.7
Fund Development Dashboard

HANDOUTS

Materials distributed:
Board Meeting Presentation

CALL TO ORDER

The meeting was called to order by Chair, Ellen Iobst, at 4:30 pm.

**APPROVAL OF AGENDA
MOTION**

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

BOARD CHAIR REPORT

Ellen Iobst, Chair, shared the news that Sylvia Acevedo was appointed as National CEO. She also shared that in preparation for the national convention, which will be held October 4-8 in Columbus, national council delegates and alternates will be participating in a webinar to discuss the proposal of lifetime membership. She then gave a brief overview of the meeting's agenda.

**APPROVAL OF
CONSENT AGENDA
MOTION**

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

- Corporate Resolution to revise the Girl Scouts of Western Ohio 403(b) Thrift Plan
- Minutes of the 2017 Annual Council Meeting
- Minutes of the April 2017 Board Meeting

**REPORT ON EXECUTIVE
LIMITATIONS**

Roni Luckenbill, CEO, presented the monitoring reports on Executive Limitations 2.1, 2.2, 2.3., and 2.5, 2.6, 2.7. Discussion followed. Motions were made:

MOTION

That the board accepts the monitoring report for Policies 2.1, 2.2., and 2.3 as reasonable interpretations and in compliance.

Motion approved.

MOTION

That the board accepts the monitoring report for Policies 2.5, 2.6., and 2.7 as reasonable interpretations and in compliance.

Motion approved.

BOARD EDUCATION

Sarah Kelly, Program Team Leader, presented information on the G.I.R.L. (Go-Getter, Innovator, Risk-Taker, Leader) initiative, our new brand strategy. The presentation included defining the strategy and showing why it is important for the organization as a whole. G.I.R.L. is our new platform to describe how we take the lead every day. G.I.R.L. experiences and skills create our idea of leadership (leadership, the Girl Scout way) through everything we do. It's the heart of who we are as a Movement, what our program is all about, and the way that we build a stronger brand internally and externally.

**FUND DEVELOPMENT
TASK GROUP**

Theresa Hirschauer, Fund Development Task Group member, thanked the board for the conversations that took place at the April meeting. It is helpful for future work and we are making positive steps. It is clear that we need to keep educating members on what a give/get policy is. The group will provide education on what other councils do at the September meeting and we will bring in a consultant during the board retreat to continue work on wording on a policy. Theresa reported that we have 100% participation from board members and have achieved the goal dollar amount and thanked the board for a job well done.

**GOVERNANCE TASK
GROUP**

Victoria Nilles, Governance Task Group Chair, reminded the board that the group is charged with regular reviews of board roles and responsibilities and used the Compliance Monitoring Summary – survey of the board’s assessment of policies 3.0 – 4.3, to educate the board. The results of the survey and the relating policies were discussed.

**OUTDOOR EXPERIENCE
& PROPERTY TASK GROUP**

Sue Matz, Outdoor Experience & Property Task Group Chair, presented an update on why we talk about property at board meetings, based on a comment in the board self-assessment asking if we were talking in too much detail about property, potentially crossing into operations instead of remaining focused on governance questions. She explained the board’s role relating to property, the role of the task group, and a little background on the work of the group. Discussion followed.

HOW DID WE WORK?

Bill Schretter, June Board Monitor, reported on his assessment of the board’s performance during the board meeting. He used the monitoring evaluation and shared his 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 September meeting, which is scheduled for Tuesday, September 26, 2017, and will include:

- 2018 Plan of Work and Budget
- Board Development Committee Report
- Fund Development Task Group Report
- Governance Task Group Report
- Outdoor Experience & Property Task Group Report
- Board Education on our Outdoor Programs
- Report on the National Girl Scout Convention
- 2018 Board Calendar

ADJOURNMENT

The meeting adjourned at 5:39 pm.



Kimber Fender, Secretary