

BOARD OF DIRECTORS MEETING
Tuesday, September 25, 2012

BOARD OF DIRECTORS The regular meeting of the Board of Directors of Girl Scouts of Western Ohio was held at the Girl Scout office in Dayton, Ohio. 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
Karen Huelsman, Treasurer
Nancy Dawes*
Ann Hartmann
Marjorie Houck
Mary Ann Knoop
Roni Luckenbill, CEO*
Simone Polk
Kandi Staples
Corrine Tipping*
Cheryl Tyler-Folsom
Christi West
*ex officio

**STAFF MEMBERS
PRESENT**

Staff members present:
A.J. Office, Director of Research & Evaluation
Cheryl Drinnen, Assistant to the CEO
Ginny Hizer, Director of Development & Marketing
Susan Osborn, Chief Strategy Officer

**BOARD MEMBERS
NOT PRESENT**

Board members not present:
Kim Amrine*
Meredith Bailey*
Catherine Ingram
Dave Kylander
Kathy McMullen

**PRE-MEETING
MATERIALS**

Materials mailed:
Agenda Board of Directors Meeting
Consent Agenda Memo
Memo: Camp Myeerah Offer – Communications and Summary Update
Memo: Investment Committee Report – Issue of Fracking
Board Monitoring Memo & Report Form
Investment Update

**MATERIALS
DISRIBUTED**

Materials distributed:

Board of Directors 2013 Meeting Dates
Communications Alert from GSUSA on Commemorative Coin Designs
Referral Form for Board of Directors and Board Development Committee
Land Trust Information

CALL TO ORDER

The meeting was called to order by Chair, Jody Wainscott, at 4:33 p.m. The ToGetHerThere video was shown.

**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:

- June 2012 Board Meeting minutes

PROPERTY PROPOSAL

Roni Luckenbill, CEO, presented information on the findings of the Property Communications Task Group, as well as a communications summary and update regarding the Camp Myeerah offer. Discussion followed. It was decided that a new appraisal be conducted with and without the conservation easement.

MOTION

That the board delays a decision on CampMyeerah at least three months to investigate all options that comply with the current camp property recommendations. Motion approved.

Roni Luckenbill will communicate to the purchaser and the Audubon Society. Information regarding the board's decision will be posted on the council's website within 48 hours.

**BOARD DEVELOPMENT
COMMITTEE REPORT**

Ann Hartmann, Board Development Committee member, reported that the committee is trying to develop a pool of potential candidates to serve on the Board of Directors, Board Development Committee or a board task group. Each member is asked to submit at least two names using the referral distributed or the online form on the board website. The forms are due by October 9 to Cheryl Drinnen at the Cincinnati office.

**DEVELOPING A BOARD
PIPELINE**

Jody Wainscott provided an update on the plan of action created by the short-term task group. They will start in the Cincinnati region by meeting with some key, influential women and surveying them on how to engage corporate and business women to serve on the board or task group.

INVESTMENT UPDATE

Jerry Brose, Investment Task Group member, presented the results of the impact study on the issue of fracking that was conducted by the investment managers. It was decided to accept the advice of the investment managers and continue to maintain exposure in the energy sector, but at a lower weight than 10%.

BOARD DASHBOARD

Jody Wainscott asked for members interested in serving on a short-term task group to look into the details of a dashboard report and to determine if this would be helpful to the board. Nancy Dawes offered to serve, and anyone else interested in serving should contact Jody.

HOW DID WE WORK?

Ellen Iobst, September 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 will be used at each meeting and kept with board files.

AGENDA PLANNING

The following agenda items will be included in the November meeting, which is scheduled on Tuesday, November 27 by conference call:

- 2013 Plan of Work and budget review
- Report from Dashboard Task Group
- Update on Camp Myeerah
- Report from Developing a Board Pipeline Task Group

ADJOURNMENT

The meeting adjourned at 6:13 p.m.

EXECUTIVE SESSION

The board then entered into Executive Session.

Jerry Brose, Secretary