

Girl Scouts of Greater Mississippi
Board of Directors Meeting Conference Call
Tuesday, January 24, 2023, 10:00 am

Members in Attendance: Robin Robinson, Mary Hill, Tina Lakey, Sarah Palmer, Henry Michel, Jennifer Hall, Betty Mallett, Janice Brown, Janice Touchstone, Meredith Aldridge, Dan Robinson, Charlotte Seals, Cindy Hollingsworth, Lauren McGraw, Kathy Northington and Kearn Cherry.

Members Absent: Ron Mumbower, Barbara Travis, Connie Moran, Laura Hearn, and Pam Ware.

GSGMS staff members: Becky Traweek, Pam Britt, Angie Miller and Sarah Edwards.

Guest: Kimberly Strong, Harper Raines and Knight

The meeting was opened at 10:05 by Robin Robinson.

The meeting began with Kimberly Strong from Harper, Raines and Knight, our auditors, giving a report on our 2021-2022 audit. We have an unmodified opinion, which is the highest level of assurance an organization can receive. She also reviewed several highlights of the audit. Kim noted our strong cash and reserve position primarily due to the CARES Act programs, ERTC funding, our insurance claim at Iti kana, and a very good cookie season. She went over the various Statements and pertinent Notes to the Financial Statements. She was very favorable of our non-profit organization during such uncertain times with many organizations.

Sarah Palmer, on behalf of the audit committee, moved to approve the audit report as presented by Kimberly Strong. Having come from the committee, no second is needed. There were no questions. The motion passed unanimously.

Kim then reviewed the Communications to the Board Letter and our Form 990 with the board. There were no deficiencies noted in the communications standard letter. She pointed out that our program expenses are 87% of our overall expenses. She said in the non-profit sector, they are looking for anything over 80%, so we are doing a great job.

Sarah Palmer made a motion to approve the Form 990. It was seconded by Charlotte Seals. There were no questions. The motion passed unanimously.

Minutes: The minutes of the November meeting were presented. A motion was made by Betty Mallett to accept the minutes as presented. It was seconded by Cathy Northington. Motion passed unanimously.

Treasurer's Report

Pam Britt reported on the November financials in Laura's absence. She reminded everyone that we are seasonal in our income, that our largest income maker, the cookies, happens in the spring. We do, though, have a strong cash position due to insurance proceeds, PPP 1 & 2 and ERTC. We are currently in our fall product sale, and that income will be realized in December. Our net loss for the month is \$237,137 and our year-to-date loss is \$338,778. This is tracking very close to last year's numbers. Pam also went over the Budget to Actual Comparison, explaining various line items.

A motion was made by Kern Cherry to accept the report as presented. It was seconded by Meredith Aldridge. The motion passed unanimously.

CEO Report

Becky delivered the CEO report which is included in the meeting packet.

The council hosted a very nice, informative leader retreat at Camp Wahi in January. The leaders were all very impressed with the improvements made at the camp. Becky talked to the leaders about safety for the girls and themselves, especially when on trips and about encouraging girls in their own faith to earn the awards available from GSUSA for growing in their own particular faith.

Cookie delivery begins February 4 to the troops. We are anticipating some problems with the bakery with our re-order.

She asked for a motion to get a short term loan from Regions again this year to pay the initial payment for the cookies. The amount due is lower if paid within a certain window. We save between \$7,000 and \$10,000 each year by taking out this loan.

Mary Hill moved that the board approve a short-term loan not to exceed \$950,000 from Regions for the initial payment on the cookies. It was seconded by Kearn Cherry. There was no discussion. The motion passed unanimously.

Becky reminded everyone that the Annual Meeting is April 22 at Iti Kana.

Becky thanked Jennifer Hall for her help updating the employee handbook. Our goal is to have that ready for board approval by the next meeting in March.

We have some security concerns at the Meridian office. It may be time to start looking for new office space there.

COO Report

Sarah delivered the COO report which is included in the meeting packet. We are at 97 percent of our membership goal.

Dan reported that the property committee met on January 14. There was a dispute between Mike McDonald and the fence company that did work at Camp Wahi. Mike has not paid them all due to them. The fence company has placed a lien on Camp Wahi. We are hopeful this can be resolved soon. We may have to take Mike McDonald to court for resolution, though.

At Iti Kana, we are looking for a small company to help Robert complete repairs for tornado damage. We currently have \$347,00 remaining in tornado proceeds.

Board Development Committee – Charlotte Seal reported that the committee met last week and selected candidates to fill the two board vacancy positions. They are making asks of these people currently.

Executive Committee – no meeting.

Robin asked if there was any other business. There was not. The meeting was adjourned at 10:37 am.