

Girl Scouts of Greater Mississippi  
Board of Directors Meeting Conference Call  
Tuesday, November 19th, 2019 10:00-11:00am

**Members in Attendance:** Gloria Johnson, Chair, Dr. Janice Touchstone, Dan Robinson, Candie Simmons, Sarah Palmer, Jennifer Hall, Betty Mallett, Trace Swartzfager, Joanie McLain, Charlotte Seals, Marlena Pickering, Janice Brown and Mary Hill.

**GSGMS staff members:** Becky Traweek, Pam Britt, and Sarah Edwards

**Members Absent:** Cindy Hollingsworth Michele Thames Kearn Cherry, Carmen Walters, Connie Moran, Robin Robinson, Marlena Pickering, Dan Thurtell, Steve Seale, and Wanda Russell.

The meeting was called to order by Gloria Johnson at 10:02 a.m. noting a quorum was met.

**Minutes:**

Gloria Johnson presented the consent agenda. Becky requested the minutes be pulled from consent agenda in order to be changed to reflect a vote that was taken at the last meeting. A motion was made by Candie Simmons to approve the consent agenda with the exception of the minutes and was seconded by Charlotte Seals. There was no discussion. The motion passed unanimously.

Becky pointed out that the vote to allow staff submission for United Way funding and allowing staff the authority to close inactive Girl Scout troop accounts was not reflected in the minutes as part of the finance committee report.

Betty made a motion that the vote that was taken in September be added to those minutes. Joni seconded the motion. It was unanimous. It will be added to the September 24, 2019 minutes under the Finance Committee Report and resent to Board.

Sarah mentioned notable “mission moments” of the past 2 months, include the Leader Retreat, which offered training in First Aid, Small Craft safety, Archery, Outdoor Living Skills, Volunteer Policies and Procedures and activities they can take back to their troops and the Girl Scout Olympics, which had 200 girls competing in athletic events.

**CEO Report**

Becky reviewed the CEO report. She did that to get a Board vote on employee insurance for the upcoming year. At that point, Gloria excused herself from the meeting due to a possible conflict of interest. Becky reviewed the options for insurance for the upcoming year and the recommendation of the management team, which was presented in the CEO Report. Betty moved to accept the recommendation to continue with our current agent. Candie seconded the motion. There was no

discussion. It passed unanimously. Gloria was notified that portion of the meeting was over, and she returned to the meeting.

The subject of the CEO being able to sign operational contracts came up. There was no agreement on the wording of a motion to allow the CEO to sign certain contracts or certain limits. The topic was tabled to allow more time to craft a motion meeting the need.

### **Finance Committee Report**

Pam reported that the audit is over and went very well. We will have the completed audit in January. Pam gave highlights of the year. We ended with a positive excess after depreciation of \$44,212. Comparing figures to last year, our income overall income was 1.08% higher than goal. Our expenses were .46% under budget.

Pam Britt and Candie reported that the committee has talked about investing some council money. The next steps are to look for an investment policy and template. They have reached out to at least 3 entities to see what they use. To date, we have spread our money over several banks. By keeping deposits under the \$250,000 amount, we are within the FDIC insured limit, and we have built relationships with the banks, who in turn sponsor our events.

Charlotte made a motion to approve the finance report. It was seconded by Trace. There was no discussion. The motion passed unanimously.

### **Property Committee Report**

Dan Robinson delivered the property report, which includes highlights of the property tour conducted on September 30 and October 1 of this year. He and Becky went into more detail on the five items on the report.

At the end of the report, Trace made a motion to move ahead on updating 3 bath houses at Camp Wahi and repairing roofs at Camp Iti Kana. Joni seconded the motion. There was no future discussion. The motion passed unanimously.

Candie moved that the council approve of the proposed Civitan improvements to Iti Kana presented in the report. It was seconded by Joni. There was no future discussion. The motion passed unanimously.

Gloria suggested we take before and after pictures for use at the annual meeting.

### **Executive Committee Report**

Gloria reported that the Executive Committee has not met since the last board meeting.

### **Board Development Report**

Mary Hill will be working with Board Development Committee on delegation selection for the National Convention and vacancies on the Board of Directors and Board Development Committee.

At this time, Gloria asked for a motion to go into executive session. The staff left the meeting. After the executive session, the meeting ended at 11:06.

Respectfully submitted,

Sarah Palmer  
Secretary