

**GIRL SCOUTS OF GREATER MISSISSIPPI
BOARD OF DIRECTORS MEETING**

**GSGMS Headquarters/Service Center
1471 West County Line Road
and Conference Call**

Tuesday, November 28, 2017

Members in Attendance: Gloria Johnson, Chairman; Tracy Wofford, Secretary; Carolyn Boteler, Immediate Past Chairman; Members: Dan Robinson, Robin Robinson, Marlena Pickering, Candie Simmons, Elee Reeves, Janice Touchstone, Michele Thames

GSGMS Staff Members: Becky Traweek, CEO; Pam Britt, CFO and Sarah Edwards, COO

Members Joining Late: Wanda Russell, Janice Brown, and Angela Herzog at 10:10.

Members Absent: Marc Brand, Jan Rideout, Kearn Cherry, Carmen Walters, Sarah Palmer, Dan Thurtell, Mary Hill

Call to Order: Gloria Johnson called the meeting to order at 10:06 a.m. with a quorum in attendance. Roll was called. Gloria asked if there was anyone else on the call. No one else announced their presence.

Consent Agenda: Gloria presented the consent agenda for approval. Candie Simmons made a motion to approve the consent agenda. Carolyn Boteler seconded the motion. There was no discussion. The motion passed unanimously.

Finance Committee Report: Angela Herzog was not available. Pam Britt delivered the report with the following highlights:

- 🌀 The annual audit went well.
- 🌀 GSGMS ended the fiscal year with strong cash position. After depreciation and expenditures for property improvements, the cash balance totaled \$25,514. Overall, revenue was 5% over budget.
- 🌀 We have insurance receivables for legal fees from our D&O insurance.
- 🌀 Since the Adams & Reese, LLP has agreed to a cap fees, we will be receiving a refund for a portion of what has already been remitted.
- 🌀 Product sales receivable equal \$16,000. Collection efforts with the Hinds County Sheriff's Department are ongoing.

Carolyn Boteler made a motion to approve the financial report. Wanda Russell seconded the motion. There were no questions or discussion. The motion passed unanimously.

By-Laws: The draft from the attorney is not yet ready. Once the document is, the staff will present to the volunteers at the January roundtable meetings. This will give them an opportunity to ask questions before annual meeting.

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Board Development: In Committee Chair, Mary Hill's absence, Becky Traweek and Gloria Johnson delivered the report. Carolyn and Becky have created a timeline from formation of Greater Mississippi Council. The spreadsheet notates 1) who was elected to the Board and the term, 2) who motioned for acceptance and 3) who seconded the motion.

The nomination form is posted to the website by the end of the day. There will be 3 board openings in April. Mary Hill, Marc Brand and Jan Rideout will complete their terms. Anyone can make a nomination for service on the Board. The committee asks that if you nominate, you do not tell the nominee. The committee has a process when selecting people for Board positions. There are many factors including expertise and geographic region that go into the selections. There is not a guarantee a candidate will be selected.

There were no questions or discussion

Other Business:

- 🌀 Becky provided a property update. The Civitans would like to build a new campsite at Itta Kana. They have \$55,000 in hand for this endeavor. Additionally, they want to construct a bathroom near the lake boat house at the lake/ The proposed cost is \$5,000.

Robin Robinson made a motion that we allow the Civitans to make these proposed improvements at Iti Kana. Seconded by Dan Robinson. No discussion. The motion passed unanimously.

- 🌀 Gloria asked Becky if there had been feedback from the Boy Scouts announcement to allow girls to participate in their program. Becky reported all feedback we received had been positive towards girls needing a single gender program.

Becky also addressed the statement by national CEO, Sylvia Acevedo, that girls not be pressured into hugging family members during the upcoming holidays. We were contacted by media for a statement, but we were not available, and we will defer all requests to GSUSA.

- 🌀 Gloria spoke to the need to diversify our funding.
- 🌀 Becky reported that we have a new Fund Development Director, Susan Merle. Susan has already applied for \$20,000 in new funding including
 - ✓ \$12,000 from Weyerhaeuser for supplies for STEM activities
 - ✓ \$8,000 from the American Dermatological Association to build a new shade structure at Camp Wahi.

At 10:35 am, Wanda Russell made a motion that the Board go into executive session; seconded by Candie Simmons.

At 10:55 am, the members came out of Executive Session and the meeting was adjourned.

These minutes were prepared by Sarah Edwards, COO and Tracy Wofford, Board Secretary.

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Respectfully submitted,

A handwritten signature in cursive script, appearing to read "Tracy K. Wofford".

Tracy K. Wofford, Secretary
GSGMS Board of Directors, 2017 – 2018

Approved:

Gloria Johnson, Chairman
GSGMS Board of Directors, 2017 - 2018