

GIRL SCOUTS OF GREATER MISSISSIPPI 12TH ANNUAL

Virtual Meeting

Saturday, April 23, 2022

10:00 a.m.

The meeting was called to order at 10:05am by Robin Robinson, Board Chair.

Board members present were: Barbara Travis, Betty Mallett, Charlotte Seals, Gloria Johnson, Henry Michel, Janice Touchstone, Jennifer Hall, Laura Hearn, Lauren McGraw, Mary Hill, Meredith Aldridge, Robin Robinson and Sarah Palmer.

Guests on the call were Greg Goodwiller, Parliamentarian, and Ms. Kimberly Strong, CPA of Harper, Raines and Knight.

There were no objections to ratify the decision of the Board to use the state's emergency bylaw Mississippi Code Annotated 79-11-147 (1988) procedure for a video conferenced meeting.

The invocation was given by Sawyer Walters, an ordained minister and field representative from US Congressman, Steven Palazzo, followed by the Pledge of Allegiance and the Girl Scout Promise and Law by Jaida Terry of Jackson, from Anderson United Methodist Church, Troop 5022.

Robin introduced those at the virtual head table: Dr. Greg Goodwiller, Parliamentarian, Becky Traweek, CEO, Ms. Kimberly Strong, our CPA, of Harper, Raines, and Knight, our auditing firm, Mary Hill, Chair of the Board Development Committee, Betty Mallett, Secretary of the Board, Pam Britt CFO, and Sarah Edwards, COO.

Robin Robinson reviewed the accomplishments of the Council during the previous year.

Greg Goodwiller reviewed how participation in the meeting was being tracked and the participants practiced the voting process.

Robin Robinson then called Betty Mallett to give the credentials report. The credentials report was given.

We had 95 voting members present for the meeting. Additionally, there are 48 Service Units, with 36 represented, for a total of 75%. Accordingly, both provisions in the bylaws have been met, and a quorum was present.

The count is:

13 Board Members

27 Service Unit Managers

40 Delegates
15 Life Members

There was no objection that we adopt the Credentials Report as presented.

Robin Robinson asked, to maintain our quorum, that anyone who needed to check out during the meeting do so by sending a “chat” through Zoom.

Greg Goodwiller explained the Standing Rules for the meeting.

There was no objection to accepting the Standing Rules for the meeting as presented. The Standing Rules were adopted by a majority vote.

Robin Robinson asked the voting members for a motion to accept the agenda as presented. The vote was held. The motioned passed with 75 votes in the affirmative, and the agenda was adopted.

The minutes from the April, 2021 Annual Meeting were presented. There were no changes suggested. Therefore, the minutes were approved as presented.

Robin Robinson called on Board Treasurer Laura Hearn to deliver the Treasurer’s Report.

Robin then introduced Kimberly Strong from Harper, Raines & Knight accounting firm to give the highlights of our financial position. She pointed out that we are in very good financial shape, with greater cash reserves than the previous year. Additionally, this is another year, the 5th year their firm has done the audit, in which we have received another unqualified audit. She commended Girl Scouts of Greater Mississippi for the transparency and assistance provided during the audit.

Robin Robinson asked for a motion to accept the Treasurer’s Report. Barbara Travis so moved. The vote was held. The Treasurer’s Report was accepted as presented.

Mary Hill, chair of the Board Development Committee, explained the method used for nominations to the Board for the Class of 2025. She then presented the single slate of nominees.

Mary Hill had been selected by the board to fulfill a board position vacated by Trace Swartzfager, and Gloria Johnson is rolling off the board after 6 years of dedicated service. Mary Hill is being nominated for a term as an elected member of the board. To fill the other seat, Tina Lackey is being nominated.

The four current board members being nominated for a 2nd term include Charlotte Seals, Jennifer Hall, Cindy Hollingsworth and Betty Mallett. These six individuals make up the class of 2025.

Since the motion came from a committee, no second is required. A vote was held. The motion passed unanimously.

Regarding the Board Development Committee, Mary Hill announced that three people were rolling off the committee. They are Katie Feibelman, Kimberla Little and Mary Hill. The nominees to replace them are: John Hardy, Dr. Tracy Daniel-Hardy and Erica Weber Jones.

Robin Robinson moved that the slate as presented as accepted as the new members to the Board Development Committee. As the motion comes from a committee, no second is needed. The vote was held. The motion passed unanimously.

Mary Hill announced that the next National Convention of Girl Scouts of the USA will be held in Orlando, Florida, in July, 2023. GSUSA has requested that delegates be elected this year. The Board Development Committee submits the following slate to participate in the National Convention in July, 2023:

Becky Traweek, CEO

The Board Chair in 2023

Megan Coxwell, Adult Representative

Jenny Carroll, Adult Representative

Mordestlla Brown, Girl Representative

Megan Ingram, Girl Representative

Aniyah Coleman, Alternate

The motion, coming from a committee, needs no second. The slate passed unanimously.

Robin Robinson congratulated all the new members to the Board and the Board Development Committee and the delegates elected to attend the national convention.

Becky Traweek, CEO, delivered her comments, thanking those rolling off the board for their service, discussing challenges during the cookie sale, highlighting the improvements being made at Camp Wahi and talking about tornado damage that will be repaired at Camp Iti Kana.

There being no other business, Robin Robinson asked for a motion to end the meeting. Motion made by Erin Fortenberry. There were many seconds. The meeting adjourned at 11:04 a.m.