**GIRL SCOUTS OF GREATER MISSISSIPPI**

**15TH ANNUAL COUNCIL MEETING**

**CAMP ITI KANA**

**APRIL 27, 2024 10:00 A.M.**

The meeting was called to order at 10:00 am by Betty Mallett, Board Secretary, standing in for Robin Robinson, Board Chair.

Board members present were: Betty Mallett, Mary Hill and Kearn Cherry.

Board development committee member present was Kearn Cherry, standing in for Charlotte Seals, chair of the committee.

Guest was Cynthia Bell, Parliamentarian.

The meeting was opened with the invocation led by lifetime member Jennifer Rothert. She was followed by Troop 4853 with the flag ceremony, Pledge of Allegiance, the Girl Scout Promise and the Girl Scout law, led by Girl Scout troop leader Megan Coxwell from Wayne County Service Unit.

Betty introduced those at the head table: Cynthia Bell, Parlimentarian, Becky Traweek, CEO, Kearn Cherry, Board Member and Board Development Committee Member, Pam Britt CFO, and Sarah Edwards, COO.

Betty Mallett reviewed the accomplishments of the Council during the previous year and recognized the importance and contributions by the many Girl Scout volunteers.

Betty then called for the credentials report. The report was given.

We had 74 voting members present for the meeting. Additionally, there are 43 Service Units, with 25 represented, for a total of 58%. Accordingly, both provisions in the bylaws have been met, and a quorum was present.

The count is:

3 Board Members

1 Board Development Committee Member

16 Service Unit Managers

37 Delegates

17 Life Members

Becky Traweek moved the credentials report be accepted as presented. The motion was seconded by Angel Stenmark, Tall Pines Service Unit. The motion passed, and the Credentials Report adopted as presented.

Cynthia Bell, Parliamentarian, 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.

Betty Mallett asked the voting members for a motion to accept the agenda as presented. The vote was held. The motion passed unanimously, and the agenda was adopted.

Next, Betty explained that the council by-laws did not expressly authorize electronic meetings, as required by Robert’s Rules of Order. Therefore, we need a motion and a second to ratify the actions of the 2023 annual meeting actions. The motion was made by Renea Foley, Tall Pines service unit and seconded by Sarah Larue from Co-Lin service unit. The motion passed unanimously.

The minutes from the April, 2023 Annual Meeting were presented. There were no corrections. Betty asked that the minutes be accepted as presented. There were no objections. The minutes were approved as presented.

Pam Britt, council chief financial officer, delivered the Treasurer’s Report, as Laura Hearn, Board Treasurer was unable to attend. Pam highlighted the strengths of our fiscal year. The audit committee and the board of directors approved the audited financial report and tax returns on January 30, 2024 noted the necessary filings had been made to the Internal Revenue Service, the office of the Secretary of State of the State of Mississippi and to GSUSA.

After the Treasurer’s report, Betty again called upon Pam Britt to speak on behalf of our auditing firm, as their representative was unable to join us today. Pam reviewed the report that was prepared by Kimberly Strong of Harper, Raines and Knight. She affirmed our strong financial position and the fact that the council keeps our administration and fund raising costs very low, well within established guidelines. Additionally, this is another year in which we have received an unmodified audit. The report highlighted information in our audited financial statements for the year ended September 30, 2023. Betty thanked Pam for presenting this information.

Before turning the meeting over to the chair of the Board Development Committee, Betty thanked our board members whose terms have expired, Robin Robinson, Connie Moran, Sarah Palmer, Dan Robinson, Dr. Ron Mumbower and Kearn Cherry.

Betty then introduced Kearn Cherry, a member of the Board Development Committee, standing in for Charlotte Seals, chair of the Board Development Committee, who explained the method used for nominations to the Board for the Class of 2025. She thanked the members whose terms have expired for their years of service. She then presented the single slate of nominees which was presented in the packet everyone received.

Betty submitted this slate on behalf of the Board Development Committee. Since the motion came from a committee, no second is required. A vote was held. The motion passed unanimously. The new board members are: Dr. Denise Cherry, Dr. Cindy Karlson, Josh Thrash, Derick Vance and Cathy Watson, Ed.D.

Kearn then presented the slate for Board Development Committee members. She announced that her term is expiring. Pam Ware, a member of the Board, is presented on the slate of the Board Development Committee. Charlotte Seals’ first term on the Board Development Committee is ending. She is eligible to serve a second term and is on the slate to be approved, as well.

Kearn moved for the slate for the new members of the Board Development Committee which has come from the committee, to be accepted.

Betty presented the motion. Having come from the committee, no second is needed. The motion passed unanimously and the slate was accepted.

Betty then introduced Leah Ingram, service unit manager for Greater Hattiesburg service unit, and Megan Coxwell, service unit manager for Wayne County service unit, to speak about their experiences at the National Council Session of GSUSA, which was held in July of 2023.

Betty asked if there were any new business items to discuss. There being none, the meeting was turned over to Becky Traweek, CEO, who delivered her comments, thanking those rolling off the board for their service, discussing challenges and highlighting the improvements being made at Camp Wahi and Camp Iti Kana. She also invited those in attendance that were interested in making a bequest to the council through the Juliette Gordon Low fund to contact her for more information.

There being no other business, Betty asked if there was an objection to ending the meeting. There being none, the meeting ended at 11:06 a.m.