**Girl Scouts of Greater Mississippi**

**Board of Directors Meeting Conference Call**

**Tuesday, January 30, 2024, 10:00 am**

**Members in Attendance**: Mary Hill, Tina Lakey, Henry Michel, Jennifer Hall, Betty Mallett, Dan Robinson, Charlotte Seals, Cindy Hollingsworth, Kearn Cherry, Laura Hearn, Kimberla Little, Robby Luckett, Ron Mumbower, and Pam Ware.

**Members Absent**: Robin Robinson, Barbara Travis, Connie Moran, Meredith Aldridge, Lauren McGraw, Cathy Northington, and Sarah Palmer.

**GSGMS staff members**: Becky Traweek and Pam Britt

**Guest**: Kimberly Strong, Partner with Harper, Raines, and Knight & Co.

The meeting was opened at 10:05 by Jennifer Hall. She welcomed everyone to the board meeting and Kim Strong from our auditing firm.

**Minutes**

Betty Mallet presented the minutes from the November 28, 2023, meeting for review and approval. She made a motion to accept the minutes as presented, including one change to be made in the spelling of Cathy’s name. Tina Lakey seconded the motion. It was approved unanimously.

**Audit Committee Report**

Laura Hearn indicated the Audit Committee had met prior to the board meeting for the purpose of hearing the reports of our auditors. Pam Britt, CFO, introduced Kim Strong with Harper, Rains, and Knight & Co. to go over the Audited Financial Report, the Form 990 Tax Return and the Required Communication Letter to the Board. Kim pointed out that we have an unmodified opinion, which is the highest level of assurance an organization can receive, often referred to as a “clean” opinion. She also reviewed the highlights of the financial statements and disclosures. Kim noted our strong cash and reserve position, our strong net excess for the year, and our program expenses comprising 93.7% of our total expenses, which is excellent.

Kim reviewed the Form 990 tax return, pointing out that there were no significant changes in the financial and tax return information. Schedule B included a list of our significant donors. She also reviewed the required correspondence letter to the

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Board of Directors, indicating that there were no issues or deficiencies of any kind noted and no adjustments were noted.

Laura Hearn, on behalf of the audit committee, moved to approve the Audited Financial Report and Form 990 as presented by Kim Strong. Having come from the committee, no second is needed. There were no questions. The motion passed unanimously. Kim Strong was thanked for her services and left the call.

The Audit Committee had also received and reviewed the proposal of the firm of Harper, Rains, and Knight & Co. for the years 2024-2026 for $19,100, $20,000 and $20,950, respectively, for the audit services, tax services, communications letter, and presentations to the board and annual meeting. Laura Hearn made a motion to approve the proposal of Harper, Rains, and Knight & Co. Having come from the committee, no second is needed. There were no questions. The motion passed unanimously. Laura and Becky thanked the accounting team for their good work.

**Finance Committee Report**

Laura Hearn reported on the November financials. She reminded everyone that we are seasonal in our income, but our cash position remains very strong. We have completed our fall product program and fell a little short of our goal. Our net loss for the month is $18,086 and our year-to-date loss is $271,500.

A motion was made by Laura Hearn to accept the report as presented. It was seconded by Cindy Hollingsworth. The motion passed unanimously.

**Property Committee Report**

Dan Robinson reported on the progress of the renovation at Camp Iti Kana with Robert Boone overseeing the project with a small crew of workers. They are continuing to utilize the insurance money. They are looking for painters, as this comprises a large part of the work to be done.

Ron Mumbower made a motion to approve the report. It was seconded by Kearn Cherry. The motion passed unanimously.

**CEO Report**

Becky delivered the CEO report which is included in the meeting packet and referred to this report for pertinent information. From her report, there was a discussion about using the cash on hand to pay the initial invoices to the baker, since we had obtained a loan for approximately 2-3 weeks in the past. She indicated we have the

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funds in one bank now and our digital sales pay weekly, so we should have a significant sum from this to help cover the initial invoices.

Dan Robinson made a motion that we use our own funds for the initial invoices to pay the vendor for cookies. Mary Hill seconded the motion. It passed unanimously.

Charlotte Seals made a motion to accept the CEO report. Mary Hill seconded the motion. The motion passed unanimously.

**Mission Delivery Report**

Becky delivered the report in Sarah’s absence, which is included in the meeting packet. We are currently a little short of our membership goal. We have tightened strings on troops that didn’t turn in their Troop Finance Reports and banking information. Also, the United Way for Jackson and George Counties did not fund us this upcoming year due to a shortfall of funding. We did, however, receive a grant from FINRA for $40k over the next two years.

Charlotte Seals made a motion to accept the report. It was seconded by Tina Lakey. The motion passed unanimously.

**Executive Committee –** no meeting.

Jennifer asked if there was any other business. There was not. Mary Hill made a motion to adjourn the meeting. Pam Ware seconded the motion. The meeting was adjourned at 10:40 AM.

Prepared by: Pam Britt

Respectfully submitted,

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Betty Mallett, Secretary