

Girl Scouts of Eastern Iowa & Western Illinois  
2011- 2<sup>nd</sup> Avenue  
Rock Island, IL 61201

MINUTES  
Board of Directors Meeting  
**October 16, 2008**

The Board of Directors of Girl Scouts of Eastern Iowa & Western Illinois met on Thursday, October 16, 2008 at five video conferencing locations: Cedar Rapids, Decorah, West Burlington, Dubuque and Davenport.

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Present: Mary Lagerblade, Candace Arp, Teresa Colgan, Deb Oliver, Amy Olson, Barb Anderson, Mary Ann Brown, Denise Bulat, John Lohman, Carolyn Hauptert, Anne Menke, Ann Hutchinson, Kim Armstrong, Beth Freeman.  
Staff: Doug Nelson, Diane Nelson, Kathy Pinger, Marcie Van Note, Gene Averhoff, Donna Logan, Allison Johnson, Diane Koster, Chuck Gysi, Justin Spawn.

Absent: Bill Leaver, Danielle Gibbs, Marilyn Field. Gloria Frost, Christine Grant, Julie Winkler, Lu Barron, Pat Kier, Harry Coin, Melissa Hillman, Heather Prendergast, Michael Stone, Jim Vermazen, Jennifer Waldron, and LaMetta Wynn.

Consent Agenda:

The meeting was called to order at 4:30. Quorum was met.

The minutes from the July 17, 2008 board meeting were presented. A motion was made by Teresa Colgan and seconded by Ann Hutchinson to accept the minutes.  
Motion Carried.

Welcome & Introductions:

Board Chair, Mary Lagerblade thanked Barb Anderson for traveling to Davenport to facilitate the 5 ICN connections. Barb has also agreed to assist with the connection for the annual meeting.

New Business:

Secretary's Report:

Nothing new to report

Treasurer's Report

Amy Olson presented the financial reports for July, 2008.

In July, the store had a strong month in sales and we received the 2<sup>nd</sup> and 3<sup>rd</sup> insurance reimbursements. The finance committee presented a motion to accept the July financials as presented. Ann Hutchinson seconded the motion and it carried.

Amy Olson also presented the financial reports for August, 2008. It was noted that the council received flood relief donations, the 2<sup>nd</sup> half of the Dubuque United Way funding and revenues from the Commit to A Girl event held in Mt. Pleasant. The finance committee made a motion to accept the August financials as presented. Ann Hutchinson seconded the motion and the motion carried.

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Amy also presented the 2009 Operating Budget. A thank you was given to the finance committee as well as the council staff for the time and effort they invested in the new budget. This budget shows an increase is needed in grants and donors as well as in cookie and product sales. The fact that Daisies can now participate in the sales will hopefully help us reach these new goals. The finance committee made a motion to accept the 2009 Operating Budget. Ann Hutchinson seconded and the motion carried

Amy Olson presented the 2009 Capitol Budget as well. Discussion followed. Thanks were offered to Diane Nelson, Doug Nelson, the staff and the finance committee for their hard work in putting this budget together. The finance committee made a motion to have the 2009 Capitol Budget accepted. Ann Hutchinson seconded and the motion was passed.

### Bylaws Revision

Mary Ann Brown, of the Bylaws Task Group presented their recommendations:

**It is recommended that the following articles be amended:**

- **Article I - #6 Quorums - change 3% of voting members to 100 voting members.**

**RATIONALE:** The purpose of a quorum requirement is to protect against unrepresentative action-action that could be taken by just a handful of people or just the board if only the board showed up at the meeting. 100 is a reasonable quorum number that would ensure adequate representation. Using 100 still ensures that the quorum number is larger than the board and board development committee members.

- **Article VII – Community Boards, #1, #2, #3 – change the wording to say “may” instead of “shall”**

**RATIONALE:** The council has not had the opportunity to implement Community Boards. It is recommended that the council targets an area to pilot this concept to, in order to ensure that Community Boards are viable and sustainable.

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### **Bylaws Clarification (vote not needed)**

- **Article II- Board Development Committee, #2 is presented for clarification purposes only.**

**RATIONALE:** The board Development Committee (formerly known as the Nominating Committee) was originally appointed by the Council Realignment Committee. The Bylaws were written for the new council. Since the current terms are staggered, it is OK that the Bylaws read (Members of the committee shall be elected by the members of the Council for a term of three (3) years.) This also holds true for the term of board members at large. The officer’s term is not necessarily staggered, but the task group is OK with this.

The motion was presented by Mary Ann Brown and seconded by Candace Arp. Motion carried

## Girl Scouts of Eastern Iowa & Western Illinois

### Annual Meeting:

The annual meeting has been set for November 13, 2008. The member meeting will be held from 6:00 pm to 6:45 pm. The annual meeting portion will be from 7:00 pm to 8:00 pm. The meeting will be held via video conferencing established throughout the council. Confirmed sites are located in Burlington, Pleasant Valley, Bettendorf, Center Point, Iowa City, Decorah, Dubuque, and Cedar Falls. Mary Ann Brown made a motion to accept these locations. It was seconded by Kim Armstrong; motion passed.

A discussion followed regarding the acceptability of accepting email votes. Mary Ann Brown made a motion to approve the possibility of including email as a remote sight for the annual meeting if needed. Additional information will be included in the annual meeting invitation. The motion was seconded by Denise Bulat and carried.

### Board Slate

Ann Hutchinson, chairperson of the Board Development Committee, explained the reasoning for having staggered service terms, so that everyone would not be leaving the board at the same time. However, now that these terms are established, those who were serving one year terms will now be serving three year terms. Three board members have declined to serve another term due to family and business commitments. Contacts have begun to locate three people to fill these vacancies.

Based on interviews and qualifications, three girl board members have been selected to serve the 2008-2009 board years: Jeralyn Westercamp, Devra Flatte and Julia O'Donnell. A motion was made by Ann to accept these nominees. The motion was seconded by Denise Bulat and carried.

### National Proposals

Deb Oliver gave a presentation on National Proposals.

#### **Quick Summary of Proposals for National Council Meeting**

##### **Proposal 1 Language Changes**

- **Local will be eliminated from language (i.e. local council)**
- **Eliminating language that talks about geographic areas**  
(keep in mind that the National Council meeting every 3 years is rotated throughout US)

##### **Proposal 2 National Council**

- **Size of National Council – reduce from 2000 to 1000**  
From survey, 79% of respondents wanted 1000 members or less
- **2C When calling National Session – geographics no longer apply**  
Will require attendance from 25%

##### **Proposal 3 Dues Increase**

- **Increase of \$2**  
2003 was the last time dues were raised  
In comparison proportions of spending, from 2003 to 2007, the area of the budget that has increased has been costs of program development and training

##### **Proposal 4 Elimination of Paper Ballot**

- **Could be done electronically**  
– Also talks about current rights of the National Board – in regard to raising dues

##### **Proposal 5 Changes in Nomination Committee**

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- **5A Rename committee to be the National Board Development Committee**
- **5B Change in powers of National Council**
- would be able to fill Chair of Nominating Committee also

**Proposal 6 Flexibility of Membership**

Taking off the limits of 1 year or lifetime membership as the only choices.

Discussion followed regarding reports found on the website:

<http://www.gdwhitepaper.com>

Policy Review

Marcy Van Note, VP of Human Resource for GSEIWI presented two changes to the policies and procedures

Current Policy:

**C. PAID TIME OFF**

The following paid time off schedule applies to full-time eligible employees:

<u>Years Service</u>	<u>PTO</u>	<u>Per Payroll Hourly Accrual</u> (24 pay periods, 8hr. day)
1-3	20	6.67
4-7	23	7.67
8-12	27	9.00
13+	32	10.67

Part-time employees earn paid time off on a pro rata basis.

Employees may carry over a maximum of 10 days or 80 hours per year. The "banked" time is not to exceed an aggregate total of 45 days or 360 hours.

When calculating paid time off allowance, earned tenure credit is given for employment in another Girl Scout Council or with Girl Scouts of the U.S.A. immediately prior to the employment date. This provision is applicable in instances where a break in service is 90 days or less.

The smallest permissible unit of paid time off leave is one half day for salaried employees and hourly increments for hourly employees.

Addition to Policy:

Accrued time off will be used until exhausted.

Justification:

Require employees to use accrued time prior to using unpaid time, for consistency and fairness and to simplify tracking of time off.

Current Policy

**PROMOTIONS OR TRANSFERS WITHIN COUNCIL**

Employees who are promoted or otherwise placed in a new position within the Council will have an orientation to their new position, but will continue to receive their regular benefit programs

New Policy:

GSEIWI offers employees promotions or transfers to different positions when appropriate.

Promotion from within looks at current employees with the necessary qualifications and skills to fill vacancies. There are times when outside recruitment is considered to be in the company's best interest.

(1) All employees are encouraged to seek advancement opportunities and to obtain promotion and career guidance from their supervisors, and the HR department.

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(2) Employee eligibility for promotion/transfer will be determined by the requirements of the new job. In addition, to be considered, employees must have held their current position for at least 12 months, have a satisfactory performance record and have no disciplinary actions during the same period. Management retains the discretion to make exceptions to the policy.

(3) Job openings and promotions for which management solicits candidates from within the company normally will be posted via e-mail and announced on the council's Web site. When job openings or promotion opportunities are posted:

- Interested employees must provide a resume and cover letter and forward it to the HR department .
- The HR department may, at its discretion, solicit outside candidates during or after the posting period.

(5) Employee candidates for promotion will normally be screened and selected based on attendance and work records, performance appraisals and job-related qualifications.

Justification:

Clarify the process of promotions and transfers, include the requirement that an employee must be in position for 12 months before transferring to another department. It takes at least a year to learn a position and go through one Girl Scout cycle.

New Policy:

Volunteering

GSEIWI encourages each employee to volunteer up to four (4) hours each month while still getting paid. The first few months are critical to learning a new job and becoming productive. We ask that you wait two (2) months to take the opportunity to volunteer.

Justification:

We have encouraged staff to volunteer in the past but, not had a policy. In addition, we want them to become oriented to their position with Girl Scouts before volunteering.

Teresa Colgan made a motion to accept the changes as presented. The motion was seconded by Ann Hutchinson and the motion carried.

### Performance Excellence

Teresa Colgan made a presentation regarding the Girl Scouts of Eastern Iowa & Western Illinois Strategic Goals for 2009. Progress reports will be given to the board. Teresa made a motion to accept these goals. A second was made by Kim Armstrong and carried.

**LEADERSHIP EXPERIENCE FOR GIRLS** – Build the best leadership experience that promotes consistency and offers flexible pathways for participation, for all girls 5-17.

**VOLUNTEERISM** – Develop a nimble, state-of-the-art model of volunteerism that mobilizes a variety of volunteers committed to the Girl Scout Mission.

**FUNDING** – Substantially increase contributed income to fund a vibrant Girl Scout organization.

**GOVERNANCE AND ORGANIZATIONAL STRUCTURE** – Create an efficient and effective organizational structure and democratic governance system.

**BRAND** – Protect and substantially enhance the image of a vibrant Girl Scout organization

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Gene Averhoff reported on the camp numbers for 2008. Gene indicated that the numbers reflected the affects of the flooding this year. Some were affected by the flood directly others were unable to attend due to road conditions and some due to damage at camp and the insecurity it created among parents.

Surveys have been done to better understand what the girls are looking for in their camping experience. Discussions are under way regarding the 2009 camp guides and their distribution. Our Marketing & Communications team has been to the camps taking photos to develop new marketing materials

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#### RESIDENT CAMP NUMBERS

	<b>Camp Conestoga</b>	<b>Camp L-Kee-Ta</b>	<b>Camp Little Cloud</b>	<b>Camp Tahigwa</b>
Girls registered at end of camp season 2007	841	469	581	591
Total girls registered to attend camp in 2008	864*	645*	632	558**
Total girls attended camp in 2008	813	479	616	436

\*Cancellations this year were due to 2008 flood

\*\*Cancellations this year were due to 2008 flood and tornado at Boy Scout Camp

#### Property Committee:

Denise Bulat reported that the property committee had met in August and were continuing to work with our insurance carriers regarding flood damage. A letter has been received from the ARC indicating that they would not be opening up their building to the Girl Scouts after the flood damage has been repaired, The ARC will be using the entire facility themselves. The property committee is working with several local businesses and realtors to find a more permanent location.

#### Membership

Brenda Lloyd reported that our current girl registration is at 18,756 with 30% being new girls which are encouraging. They are currently focusing on retention of girls. Each school is being looked at and contact planned at each school. Once the areas of need are determined, membership will have another targeted round of recruitments. Eight of the regional managers were able to go to membership basics training at offered through GSUSA. All benefitted from the information learned and the contacts made. This opportunity was made possible by an anonymous donor.

#### CEO Report

Diane Nelson, CEO for the Girl Scouts of Eastern Iowa & Western Illinois shared general information about the town hall meetings and their results. She also reported

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that the second half of our disbursement from the Dubuque United Way had been received. Mary Lagerblade, Board Chair, Diane Nelson, CEO and Doug Nelson, CFO will meet with the Dubuque United Way chairperson regarding Mary's letter asking for clarification on the reduction of funding this year. Special thanks to Carolyn Hauptert for her communication between the two organizations.

#### President's Report

Mary Lagerblade made a motion to approve three United Way funding applications. It was seconded by Carolyn Hauptert and approved.

The annual appeal forms were distributed to those attending and will be mailed to those who did not get them tonight. Mary reported that our staff commitment was 100%.

A discussion was held regarding our January 2009 meeting. It will be an in person meeting at a location to be decided. It will start at 3:00 and there will be a board orientation presentation. The goal will be to learn the basics of Girl Scouting and the outreach programs. A survey will be sent to the board member regarding their views on video conference meeting, in person meeting, locations and times. Diane will report on the findings and act with the majority.

A reminder was given to each board member of their need to be current registered Girl Scouts. Kathy Pinger will send registration forms to all appropriate board members to be completed before the annual meeting.

#### Adjournment

At 6:30, a motion was made by Mary Lagerblade and seconded by Denise Bulat to adjourn the meeting. The motion was carried.

Respectfully submitted:

Kathy Pinger  
Administrative Assistant

#### Enclosures:

Financial reports  
Strategic Initiatives  
Bylaw revisions  
HR Policies

Camp Report  
7-17-08 minutes  
Board Calendar  
POW Objectives