

CONSENT AGENDA

Girl Scouts of Nassau County, Inc.

Minutes Board of Directors Meeting November 9, 2005

The regular meeting of the Board of Directors of the Girl Scouts of Nassau County, Inc. was held on November 9, 2005 at the office of the Corporation, 110 Ring Road West, Garden City, New York.

Attendance

Officers and Directors in attendance constituting a quorum:

Michelle Armstrong	Alison Gilbert	Diane McFarlane
Sandra Ashby	Geri Gregor	Carol Ransom
Jackie Beder	Margaret Iamunno	Christine Rio
Lisa Burke	Debra Ieraci	Linda Sullivan
Austin Cannon	Edward Kang	Diane White
Donna Ceravolo	Phyllis Marino	Sandra Echols Williams
Sandy Cutrone	William Mays	
Mark Florio	Carolyn Mazzenga	

Absent:

Ruth Bigman	Kathleen Eagan	John Moye
Sarah Brewster	Mini Krishnan	Adrienne O'Brien

Guests:

Barbara DeMatteo

Staff:

Deborah Goldsmith, Chief Operating Officer
Fran Monahan, Associate Executive Director
Luci Duckson-Bramble, Fund Development Officer
Marilyn Stolz, Assistant Director, Finance
Leigh Lynch, Adult Education Coordinator
Janet Rafferty, Executive Assistant

Opening

The meeting was called to order at 7:40 p.m. by President Tina Rio. Secretary of the Board Debra Ieraci recorded the minutes.

Fifth National Latina Conference

A short PowerPoint presentation highlighting the activities of the Fifth National Latina Conference hosted by GSNC from July 14-17, 2005 was shown. Donna Ceravolo narrated, in the absence of Claudia Pagan, staff coordinator of the event.

**Consent
Agenda**

Moved, seconded (William Mays, Geri Gregor) and voted unanimously to accept the Consent Agenda, which consisted of:

- Board Meeting Minutes, September 14, 2005
- Resignation of Linda Sullivan, as Member-at-Large of the Board of Directors
- Appointment of Barbara DeMatteo, as Member-at-Large of the Board of Directors

**Treasurer's
Report**

In the absence of Treasurer Mini Krishnan, President Tina Rio gave the Treasurer's Report based on September 30, 2005 financials (subject to audit). Tina noted the following:

- Annual Giving (factoring out the \$300,000 bequest in 2004) shows a 6% increase for 2005 over last year.
- Total income from Foundations, Grants, Organizations, Restricted Contributions, Corporate and Unsolicited Gifts, shows a combined increase of 23% last year. However, Income from Fundraising Events, Product Sales, Summer Camp, Program Fees and Shop are down 10.5%, or \$360,000.
- Total expenses, not including Latina Conference expenses, are at 67% of budget and down 2.3% from 2004.

Tina commented that our membership was down 1,000 girls last year, which, in turn, affected the number of Cookies sold. Concentrated efforts will be made to increase our numbers in both categories. We average 70 boxes of Cookies per girl, below the national average of 100.

**Fund
Development
Committee**

Geri Gregor, Chair of the Fund Development Committee, gave a report on the Annual Luncheon, held October 25th at the Garden City Hotel, honoring Victoria Murphy and The Simon Youth Foundation. 270 guests were in attendance. The Luncheon grossed \$75,506, with a preliminary net of \$48,000. Plans are progressing to identify potential recipients for next year's awards.

Geri announced that 90 tickets have been sold for the Grand Opening of the Grand Lux Café on Saturday evening, November 12th. Tickets are priced at \$50 per person and all proceeds come to Girl Scouts of Nassau County. \$4,500 has been raised to date, and tickets are still available.

**Finance
Committee**

2006 Proposed Operating Budget

Sandra Echols Williams, Chair of the Finance Committee, reviewed the 2006 proposed Operating Budget, focusing on the following:

- Overall expenses at approximately \$5,100,000 are \$59,000 less than budgeted for 2005 – factoring out the Latina Conference costs. This represents a 1% decrease in expenses.
- Salaries and Benefits represent 65% of the expenses. The decrease in budget from 2005 to 2006 is the result of staff positions that were vacated during 2005 and have not been replaced – existing staff has assumed those job responsibilities.
- There will be no expenditures for the Volunteer Recognitions Dinner in 2006 due to a change in the scheduling of this event – moving it to the spring of 2007. This represents a net savings of \$12,000.
- The significant increase in Capital Expenditures for 2006 includes the emergency repairs to both roads and water at Camp Blue Bay and water hookup at Camp Tekakwitha. These expenses are offset by the Board approved transfer of \$115,000 from the Capital Fund growth.
- With Revenue budgeted at \$4,600,000, this would mean a deficit budget of \$442,000.
- Expenses have been held in line and our only options for cutting expenses would be a reduction in staff, which would correlate to a reduction in services to our girls. As an alternative, ways must be found to increase our revenue.
- The largest percentage of the short fall is Cookie revenue. Staff is working to boost the Cookie Program – mailings, phone-a-thons, increased corporate booth sales, new mid-sale rally and incentives for girls – in the hopes of improving the number of boxes sold per girl. An increase from 68 boxes per girl to 100 boxes sold would increase our net sale by over \$330,000.

Discussion ensued and a question posed as to how we would cover the \$442K shortfall. Donna Ceravolo explained that in 2006, we would draw on our Operating Reserve Fund – which will cut it by approximately 50%. We will know by June how well the Cookie Program went. If necessary, staff positions will have to be cut to eliminate the deficit.

Sandra remarked that the Fund Development and Finance Committees will be taking a critical look at various alternatives to enhancing revenues and will make a presentation at the February Board meeting. She stressed the importance of working collectively to address and solve the problem of falling revenues.

Following discussion, the Chair asked for a motion to accept the budget.

Moved, seconded (Phyllis Marino, Sandra Ashby) and voted unanimously to approve the 2006 proposed Operating Budget as presented.

**Council
Nominating
Committee**

Chair Carol Ransom reported that the Committee has begun the nominating process for 2006. The Committee is completing their phone interviews of incumbent Board members. The terms of ten Members-at-Large will expire in 2006 as well as five members of the Nominating Committee. President Tina Rio has suggested to the Committee that they slate one or two additional Members-at-Large in 2006 to ensure that we operate above the minimum mandated by GSNC Bylaws.

Carol asked Board members to consider their business associates and community colleagues as potential candidates and to make referrals. It was noted that younger representation – women and men – in the 18-29 age range would be most welcome. The Nominating Committee will be present at the Adult Recognitions Dinner and Delegate Forum to solicit referrals. Forms are available at the Council office, on the GSNC web site and in *GirlFriends*.

**2005
National
Meeting
Report**Convention Overview

Sandra Echols William, head of the GSNC Convention Delegation, presented an overview of the proceedings at the 50th Annual Girl Scout National Council Session held October 7-10 in Atlanta. GSNC's delegation numbered 41, with 13 National Delegates, 2 Alternate Delegates, 10 Girl Congress participants (including 3 Girl Delegates) and 16 Official Visitors. An Open Space discussion on governance was held the day before the official opening of the Council Meeting and Strategy Cafés were ongoing during the Convention in the Exhibit Hall. Girls from all over the USA attended a Girl Congress held on October 6th - 7th.

Proposal Results

Sandra reported that all proposals brought before the National Council voting assembly were approved as written. Patricia Diaz Dennis was elected the new Chair of the Board. She is the first Latina to serve in this position. Sandra directed the Board to the GSUSA website, www.girlscouts.org/strategy for detailed information on the Core Business Strategy outlined at the National Council Meeting. The next National Council Meeting is scheduled for October 2008 in Indianapolis, Indiana.

GSNC Mission Statement

Sandra Ashby reported that the Community Relations Committee discussed the new GSUSA Mission Statement at their last meeting, and recommends that GSNC adopt it as our own. She reviewed the wording of the Girl Scout Mission Statement from its conception in 1912, emphasizing that times and women have changed. The new Mission statement still embodies the principles set forth by founder Juliette Low, but is more contemporary in its approach.

Speaking in favor of adoption of the Mission Statement, Diane White, Chair of the Delegate Communications Committee, remarked that discussion was held at the last Delegate Forum on the subject, and that the wording of the GSUSA Mission Statement was favorably received by those present.

There being no further discussion, a motion was made (Sandra Ashby) to adopt the following as Girl Scouts of Nassau County's Mission Statement to align GSNC with Girl Scouts of the USA:

*Girl Scouting builds girls of courage, confidence, and character,
who make the world a better place.*

Motion carried.

Management Report

Donna Ceravolo presented her Management Report to the Board for approval.

A question was raised concerning the status of the GSUSA Council realignment issue. Tina explained that there are currently 313 Councils in the USA and approximately 1/3 of them are in financial distress. GSUSA has hired a team of demographers to look at population trends, where people work and live, media markets and other resources. It is expected that a first draft of a new map of Councils will be presented at the CEO/Board Chair meeting scheduled for the end of February 2006. Both Donna and Tina Rio will attend this meeting.

Donna said she does not know if National is considering a possible merge for our Council with either Suffolk or Greater New York. In the meantime, her position is that we respect the autonomy of these three Councils, while looking for ways to share resources. Suffolk CEO Marilyn Proios is retiring the end of January 2006, and the CEO position will be filled by their current Director of Operations, Yvonne Grant. Greater NY does not presently have a CEO in place – Rosa Agosto resigned shortly after taking the position earlier this year. [Editor's note: On November 10th, GSGNY announced the appointment of Dolores Swirin as their new CEO, beginning January 2, 2006.]

Donna has spoken with Jackie Liebowitz, Chief of Staff at GSUSA, and GSUSA will be calling a meeting with Nassau, Suffolk and Greater New York Councils to discuss the subject of realignment. Board Presidents will be included in the meeting.

Donna remarked that Westchester*Putnam has been talking with adjoining Councils – Sarah Wells, Rockland, Dutchess, and Orange – and it is quite possible that they may merge to form a “Lower Hudson Valley Council.”

Donna stressed that we must focus on what's best for the girls. She will keep the Board posted and report back following the meeting with GSUSA and our neighboring Councils.

Referring to earlier questions on ways to bolster the 2006 Cookie Program, Donna solicited the Board's assistance with an upcoming phone-a-thon. Phone-a-thon volunteers will call every Leader and/or Cookie Chair in GSNC to see how their Troop's Cookie Program is going and to encourage them to increase their efforts. Those volunteering to make calls will be provided with a script, a telephone and a light supper. Calls will be made the evenings of January 18th, 19th and 23rd.

Moved, seconded (Edward Kang, Linda Sullivan) and voted unanimously to accept the August-October 2005 Management Report.

New Business

Tina announced that the recent *CelebrAsian – Uniting Girls and Cultures* was a great success. She thanked Ed Kang for his contribution and support of the event.

Adrienne O'Brien and Kathie Eagan were cited for their generous support of the Girl Scout Luncheon.

Tina thanked Lisa Burke for providing the travel/tote bags for all members of the GSNC Convention Delegation.

Congratulations were extended to Diane McFarlane on her new position as Manager of Staffing and Professional Development with the law firm of Goodwin Procter, LLP.

Tina asked the Board to save the date – she will host her Annual Board Party on Saturday, February 4, 2006. Invitations are forthcoming.


Lastly, Tina acknowledged Board member Bill Mays as the Chair of the 2006 Council Performance Assessment Task Group and thanked him for volunteering.

Adjournment

There being no further business, the President called for a motion to adjourn.

Moved, seconded (Debra Ieraci, Carol Ransom) and voted unanimously to adjourn. The meeting adjourned at 9:05 p.m.

Respectfully Submitted,



Debra Ieraci
Secretary

Admin/jr