

## CONSENT AGENDA

Girl Scouts of Nassau County, Inc.

### **Minutes Board of Directors Meeting September 14, 2005**

The regular meeting of the Board of Directors of the Girl Scouts of Nassau County, Inc. was held on September 14, 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	Mark Florio	Carolyn Mazzenga
Sandra Ashby	Alison Gilbert	Diane McFarlane
Jackie Beder	Geri Gregor	Adrienne O'Brien
Sarah Brewster	Margaret Iamunno	Carol Ransom
Lisa Burke	Marianela Jordan	Christine Rio
Austin Cannon	Edward Kang	Diane White
Donna Ceravolo	Mini Krishnan	Sandra Echols Williams
Sandy Cutrone	William Mays	

##### Absent:

Ruth Bigman	Debra Ieraci	John Moye
Kathleen Eagan	Phyllis Marino	Linda Sullivan

##### Guests:

Janet Hundt  
Carmel Mendoza  
Malorie Mendoza

##### Staff:

Fran Monahan, Associate Executive Director  
Susan Caruso, Director, Human Resources  
Luci Duckson-Bramble, Fund Development Officer  
Marilyn Stolz, Assistant Director, Finance  
Yvonne Mowatt, Manager, Community Services  
Carole Aksak, Volunteer Coordinator  
Vivian Gupta, Community Initiatives Consultant  
Janet Rafferty, Executive Assistant

#### **Opening**

The meeting was called to order at 7:35 p.m. by President Tina Rio. In the absence of Secretary Debra Ieraci, the minutes were recorded by Member-at-Large Diane White.

**STUDIO 2B**  
*destinations*  
**Presentation**

Malorie Mendoza, a Senior Girl Scout who attended Space Camp this past summer, spoke about her experiences and gave a slide presentation. She was joined by two of the chaperones for this event, Janet Hundt and Carmel Mendoza. Forty-eight girls from GSNC traveled to Huntsville, Alabama to Space Camp for a two-week program entitled "Astronaut Fast Track – U.S. Space and Rocket Center."

**CelebrASIAN:**  
**Uniting Girls &**  
**Cultures**

Vivian Gupta, Community Initiatives Consultant, presented an overview of the upcoming Asian Girl Summit, a one-day conference scheduled for Saturday, October 29<sup>th</sup> at C.W. Post Campus. She was joined by Dr. Edward Kang and Malorie Mendoza, members of the Asian Task Force. Dr. Kang encouraged all Board members to attend this event to show their support of the girls. President Tina Rio thanked Dr. Kang for his involvement in the Asian Task Force and acknowledged his personal donation to sponsor this event.

**Consent**  
**Agenda**

**Moved**, seconded (Edward Kang, Sandra Echols Williams) and voted unanimously to accept the Consent Agenda, which consisted of:

- Board Meeting Minutes, June 8, 2005
- Resignation of Barbara Heck from the Council Nominating Committee
- Appointment of Michelle Armstrong to the Council Nominating Committee
- Appointment of Sheila Bohan as Chair of the Community Relations Committee
- Appointment of Bonnie Palace to the Community Relations Committee

**Treasurer's**  
**Report**

Treasurer Mini Krishnan gave the Treasurer's Report based on July 2005 financials subject to audit. Mini noted the following highlights:

- Total income to date for 2005 is down \$327,000 or 9% from 2004. This is primarily due to a decrease in Cookie sales of \$219,000 and a decrease in resident and summer camp fees of \$111,000.
- Total expenses, not including the Latina Conference expenses, as of July 2005 are \$20,000 less than last year (less than 1%).
- Preliminary numbers for the Fifth National Latina Conference show total income of \$203,271 (\$5,066 of which was transferred from our General Operating Budget for fees for staff/VIPs/girls from the Girl Scouts Where You Live Program) and total expenses of \$180,000, resulting in an anticipated excess of \$23,271 over direct expenses.

**Human  
Resources  
Committee**

Carol Ransom, Chair of the Human Resources Committee, presented a revised Volunteer Policies draft (with minor changes) for consideration by the Board. She thanked Board members for reviewing the draft so that questions could be addressed prior to the vote.

The Board voted unanimously to approve the Volunteer Policies as presented. A copy of the approved Volunteer Policies, effective September 14, 2005, is included with the file copy of these Minutes.

**Finance  
Committee**Property Update

Sandra Echols Williams, Chair of the Finance Committee, gave an update on GSNC camp properties.

Staff requested and received appraisals from two firms hired by the Town of Southampton for the three lots at Camp Tekakwitha. One appraisal came in at \$3,337,250; the other at \$5,864,000. An appraisal ordered by GSNC came in at \$4,575,000. GSNC's appraiser is reviewing the Town's appraisals and preparing an analysis. Once this comparison of appraisals is complete, the counter proposal for Tekakwitha can be discussed.

The counter offer to the Town of East Hampton for Camp Blue Bay has been made. In lieu of the development rights to 90 acres, GSNC has proposed the sale of approximately 35 acres. An appraisal will be ordered if the Town agrees to our proposal to sale in lieu of development rights. To date, the Town of East Hampton has not responded to our counter proposal for Blue Bay.

Sandra noted that during the next three to five years, discussion/change will be occurring in the structure of many Girl Scout Councils, Girl Scouts of Nassau County included. The Board must be proactive about making property decisions to ensure that we are in the strongest possible position during realignment.

**Fund  
Development  
Committee**Golf Event

Geri Gregor, Chair of the Fund Development Committee and Golf Committee reported on the *Go for the Green* Golf Event, held on August 8<sup>th</sup> at the Mill River Club. The event attracted 97 golfers and 15 guests and netted \$32,000 (\$67,800 gross). This was a 3% decrease from 2004. Geri remarked that there was no honoree this year, which may have contributed to the decline in income. Presently, the Golf Committee is very small and needs to rebuild. They are open to suggestions for next year.

### Corporate Luncheon

Invitations have been sent out for the Annual Corporate Luncheon to be held October 25<sup>th</sup> at the Garden City Hotel. To date, seven of the eleven major sponsorships have been taken. The goal for the event is to have 400 guests. Geri urged the Board to support the Luncheon by attending and/or taking an ad in the journal.

### Board of Directors Income Goal

Geri addressed the Board regarding the Board Annual Giving Goal. She remarked that the Board Goal, set at \$25,000 in 2003, has remained the same for the past three years. This goal was met in 2004, but not 100% of the Board participated. Contributions from the Nominating Committee and other Standing Committees of the Board were included in this figure. So far, for 2005, only \$11,000 has been raised. Geri asked Board members to please make/honor their pledges if they have not already done so. Tina Rio remarked that the lack of participation by the entire Board was cited on our last Council Performance Assessment, and potential donors and sponsors do ask if our own Board gives; hence lack of full Board participation hampers our ability to obtain grants and garner other gifts.

After discussion, a suggestion was made to increase the Board Goal by \$5,000 for 2006.

**Moved**, seconded (Geri Gregor, Adrienne O'Brien) to set the 2006 Board Giving Goal at \$30,000. (26 in favor; 1 abstention). Motion passed.

## **Executive Reports**

### Mid-Year Management Report by Integrated Objectives

Donna Ceravolo reviewed the Mid-Year Management Report by Integrated Objectives. She noted a correction to Objective VIII found on page 7 of the Report. The third bullet point should read "Supported the Human Resources Committee in reviewing GSNC's Volunteer Policies" – not "Policies, Standards and Guidelines."

**Moved**, seconded (Bill Mays, Ed Kang) and voted unanimously to accept the 2005 Mid-Year Management Report by Integrated Objectives as corrected. [A copy of the corrected Report is attached to the file copy of these minutes.]

### Management Report – June-August 2005

As the Board only received this report at the meeting, Donna reviewed the content before the Board vote.

**Moved**, seconded (Carol Ransom, Marianela Jordan) and voted unanimously to accept the June-August 2005 Management Report.

**2005  
National  
Council  
Session**

Tina Rio announced that Sandra Echols Williams, elected Delegate to the National Council Session, would lead our delegation to Atlanta.

Sandra reviewed the National Proposals and conducted a straw poll. Sandra explained that the results would be given to the National Delegates, along with results of straw polls conducted in Associations, with Council staff, and at the upcoming Delegate Forum. When the Proposals are put up for vote at the Council Session, Delegates vote “informed, not instructed.”

Diane White, Chair of the Delegate Communications Committee, invited Board members to attend the Delegate Forum on September 27<sup>th</sup>.

**New Business**

Donna Ceravolo presented a request from staff that a temporary change to *GSNC Policies, Standards and Guidelines* regarding Troop/Group money-earning activities during Council sponsored Product Sale Program Events be considered. Donna explained that GSUSA has adopted a special rule of order allowing girl members to engage in activities that may include direct solicitation of money to support emergency relief for the Hurricane Katrina disaster. Dates for this special rule of order are from September 12, 2005 through May 31, 2006. In order for our membership to join in these efforts and comply with GSNC’s policy regarding fundraising during Product Sale Program Events, we would need to follow suit with a special rule of order.

**Moved**, seconded (Adrienne O’Brien, Sandra Ashby) and voted unanimously to “adopt a special rule of order, which will allow an exception to the GSNC policy regarding Troop/Group money earning during Council sponsored Product Sale Program Events. Dates for this special rule of order will be from September 15, 2005 through May 31, 2006.”

Tina Rio announced that the 2005 Council Nominating Committee held their first meeting and elected Carol Ransom their Chair for 2005-2006. The Committee is seeking referrals for Board of Directors Members-at-Large and succeeding members of the Council Nominating Committee. Referral forms were distributed.

Tina reminded the Board that annual Girl Scout membership registration is due by October 1<sup>st</sup> for those who are not Lifetime members.

The QSP Magazine and Product Sale will run from October 7<sup>th</sup> through November 7<sup>th</sup>. Packets and order forms were distributed. Board members are urged to support this Product Sale Program.

Donna Ceravolo announced that the Board page on GSNC’s web site is up and running and now contains current bios of Board members.

Diane White asked that it be put on record that Intellicorp, the company that does GSNC background checks is owned by the company where she is employed. Tina assured her that this was not a conflict of interest.

**Performance  
Review**

In closed session, President Tina Rio shared with the Board the results of the Executive Director's performance review that Tina and Executive Vice President Sandra Echols Williams recently conducted. Tina praised Donna Ceravolo for her leadership.

**Adjournment**

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

**Moved**, seconded (Carol Ransom, Michelle Armstrong) and voted unanimously to adjourn. The meeting adjourned at 9:45 p.m.

Respectfully Submitted,

Diane White  
Member-at-Large

Admin/jr  
attachment