

The Annual Meeting of Girl Scouts of Eastern Pennsylvania was held virtually on Saturday, May 2, 2020 via the online platform GoToWebinar and using a voting mechanism via the online platform Qualtrics.

Call to Order

The Meeting was called to order by Board Chair Debbie Hassan at 10:08 am.

Opening Ceremony

The meeting started off with the Pledge of Allegiance, Girl Scout Promise, and Girl Scout Law led by the Girl Advisors to the Board.

Mission Moments

First, Debbie Hassan presented the Governance Award to Deb Walters, a second time recipient, for her outstanding work on the Bylaws Committee. Deb W. thanked the Council for the recognition and appreciation gift.

Then, Mosey Wood Camp Director April “Ape” Beattie spoke on the adaptations the Girl Experience team has made due to the public health crisis. An example she shared was the camp directors and staff have held Zoom calls on Saturday nights to bring Girl Scout campers together virtually. The campers have enjoyed a talent show, making s’mores. and singing camp songs together. The photograph shown during Ape’s remarks was a young Girl Scout toasting a marshmallow while participating in the Zoom meeting on her laptop.

CEO Opening Remarks

CEO Kim Fraites-Dow first wished all attendees continued good health and expressed gratitude for all our girls, volunteers, and families who are working or supporting those on the front lines of the public health crisis. She also thanked everyone for joining today’s first virtual Annual Meeting and announced that we had the most attendees ever. She then shared the three phases of GSEP’s COVID-19 Emergency Action Plan.

Phase I started on March 13th with the mandate that staff work from home and all in-person programming was cancelled through May 11th. The cookie sale was finalized, and the Lehigh Valley Service Center was sold during this period (as already planned). Phase II involved launching Girl Scouts at Home, virtual programming for girls and virtual training for volunteers. More than 40% of the staff was involved in this initiative. An audit of work and current personnel was conducted. The Finance team secured a Small Business Administration Payroll Protection Plan Loan, which allowed for the retention of all full-time staff. All Girl Scout in-person programming was cancelled through June 19th and summer camp is now delayed by two weeks. Phase III is about creating a stronger GSEP for the remaining 80 staff to remain focused on providing ongoing virtual Girl Scouts @ Home programming for all age levels and supporting volunteers so they can also continue to lead their troops virtually.

Overview of Parliamentary Rules & Confirmation of Quorum

The presiding Parliamentarian, Mary Scout, provided an overview of the rules of parliamentary procedure, and she included caveats about operating in a virtual environment.

Board Secretary Deb Walters delivered the report on Quorum, noting that Quorum was achieved by a count of 152 voting delegates. GSEP Bylaws require 40% for quorum or 72 voting delegates. In addition, a record number of Girl Scouts and interested members were in attendance.

Approval of Agenda & Minutes Committee

Board Chair Debbie Hassan explained that the next order of business was to approve the Agenda for the meeting. The agenda was approved by a vote of 147 in favor, 0 against.

The Delegates then approved a Minutes Committee to review and approve the Minutes of the Annual Meeting on behalf of the entire Delegate Body. The vote was 146 in favor; zero opposed. The committee is comprised of Karen Harris, Megan Hughes, Kristin Kolody-Iadicicco, and Olga Torres.

Appointment of Tellers

Board Chair Debbie Hassan appointed Charlene Reidy as Head Teller and Cassie Grow, Alexa Iannace, and Linda Mills to serve as Tellers for the meeting.

Governance Report

Board Chair Debbie Hassan presented the Governance Report, which included reports on:

- Delegate Meeting recaps, including an overview of GSEP's improved Smoking Policy, Social Media policy and Bylaws
- 2020 National Council Session News and Proposals:
 - The National Board has decided to hold a *virtual* National Council Session in October
 - NCS Proposals to be voted on this year are:
 - Establish a task force to determine the viability of developing a Gold Award Scholarship Foundation.
 - Establishing consistency of delegate terms across the Movement
 - A lifetime membership discount for volunteers who have served 10+ years
 - Changing Membership Dues: National Board first needs input from the National Council
 - Changing Membership Dues: National Board must communicate the intended use of the funds and the impact on the movement prior to any changes.
 - Changing Membership Dues: for an increase of 25% or more, the National Board MUST seek approval from the National Council
- The Governance report concluded with Special Acknowledgements for the Girl Advisors to the Board: Nya, Sydney, and Brianna.

Treasurer's Report

Treasurer Rick Perkins presented the Treasurer's Report. He gave an overview of the financial statements for the year-ended September 30, 2019 and the year-to-date as of March 31, 2020. Key points covered were:

- The auditors have issued GSEP an unmodified (or, favorable) financial outcome report for Fiscal Year 2019.

- Fiscal Year 2019 had revenue of \$16,871,067 (2% higher than FY2018) and expenses of \$16,653,258, resulting in a surplus of \$200,000.
 - Earned revenue increases were primarily from a successful cookie sale and a strong camp season. Contributed revenue increased by \$128,000 from the three Take the Lead events.
 - 84% of the expenses in FY2019 went toward programs for girls

Rick then highlighted the Product Program (Cookie Sale) and explained that this is the largest girl-run business in the world and helps girls develop five essential life skills. The Cookie Sale Program gross revenue was \$16,028,415 in FY2019.

- 84% of the revenue from cookie program sale directly benefits troops, service units and all Girl Scouts in our Council

Rick also shared the status of Year-to-Date FY 2020 (as of March). In the first half of the year, GSEP is 2% ahead of goal, tracking \$400,000 ahead of budget due to a successful cookie sale ending before the COVID-19 crisis. During this year's cookie sale, our girls sold 144,000 more boxes than 2019. The per girl average was 25 boxes higher than in 2019.

Attendees were able to type in questions in the chat log and CFO Michael Vanic and CEO Kim Fraites-Dow responded:

- Q: Assuming pandemic lasts through summer, could that lead to a deficit for the year?
 - A: There will be a shortfall for revenue for camp & programs, but we still expect to have a surplus.
- Q: What is an example of a benefit to troops?
 - Cookie proceeds pay for cost of goods, troop benefits, girl and adult recognitions, and benefits to all girls e.g., weekend programming, camp programming and maintenance, etc.
- Q: Will additional scholarships be offered?
 - A: There are many different scholarships that the girls can apply for and financial aid is always available to those in need.

Management Report

CEO Kim Fraites-Dow presented the Management Report, reporting on the operations of GSEP during Year 3 of the three-year strategic plan (2016-2019). The plan has 7 guiding principles: Leadership, Community, Service, Inclusion, Respect, Integrity, and Innovation. The vision is for GSEP to be known as the premier leadership organization for girls that is driven by an engaged community of volunteers, members, alumnae, partners, and staff, and supported by an organizational culture of service, learning, and growth.

Highlights of her presentation included:

- Goal 1 (Our Organization): A major focus was on defining diversity, equity, and inclusion, for GSEP, and understanding what communities are underrepresented. Priority was given to increasing the number of Latina, African American and Asian staff, volunteers and girls. Recruitment plans were developed and leadership inclusion training for staff, volunteer, members and board were developed and implemented to encourage a comfortable environment for all members. Service center spaces were updated to be more welcoming and inclusive; for example, the front desk/shop area was updated and a new Friendship Corner room at Valley Forge was created.

- Goal 2 (Communications): GSEP expanded its social media marketing efforts with a call to action deliverable, resulting in an increase of followers, new/renewed memberships and enhanced communication with parents, alumni, girls and funders. The Communications Focus Group provided feedback on the ideas for the Spring renewal campaign, county-specific marketing tools, and camp offerings. GSEP also focused on promoting the Girl Scout Gold Award and gave access to Gold Award press releases, media contacts, and promotional social media tips to girls and volunteers.
- Goal 3 (Girl Experience): A Girl Program steering committee was created with older girls providing impact information to improve the Girl Scout experience. They helped co-create programs like the girl track at the 2020 Women’s Leadership Summit. GSEP engaged 12,447 girls in various GSLE programs, and 4,635 girls attended summer camp in 2019. 94% of campers surveyed said they would recommend camp and 92% said they would return. They also reported feeling more confident and able to take charge. Plus, 437 girls were honored as 2019 Cookie Bosses (those girls sold 1,000+ boxes) and 350 girls were added to the 500 Club.
- Goal 4 (Volunteer Experience): The Volunteer Support team provided enhanced relationship management and support to Service Unit Managers and Troop Leaders. GSEP also offered more consistent communications to new Leaders and other volunteers via weekly newsletters and monthly virtual meetings. GSEP also revised and expanded its resources for volunteers, including the Volunteer Tool-Kit Guide, a searchable web version of Volunteer Essentials, the Leader’s Guide to Success, a Family Guide for new members, updated Product Program manuals, and regionalized Spark Program Guides. GSEP saw a 12% increase in learning facilitators, representing a more diverse community. More options for in-person and online training for new leaders were offered.
- Goal 5 (Financial Sustainability and Revenue Enhancement): GSEP provided additional resources to improve facility rentals for service units, troops and outside groups that resulted in a 53% increase in utilization. Plus, as was reported earlier in the meeting, functional expense ratios for Girl Scout programs over the past five years moved from 72% in Membership Year 2015 to 84% in Membership Year 2019.

Kim shared that a more comprehensive overview of Year Three of the Strategic Plan can be found in the 2019 Annual Report, which will be available on GSEP’s website immediately following the Annual Meeting.

Board Development Committee Report

Board Development Committee Chair Susan Mucciarone presented the report of the Board Development Committee, which included the committee’s charge and the processes behind their work. Susan also explained that two subcommittees identified candidates for the National Council Session Delegate and Girl Delegate positions with an emphasis on diversity of age, county, race/ethnicity, and governance experience. She then presented the slates to the Delegate Council, including 6 Board Members-at-Large, 3 Girl Advisors, 3 Board Development Committee Members, 30 Girl Delegates, and 25 National Council Session Delegates, along with 3 Alternate NCS Delegates.

The Votes

- **Board of Directors: Members-at-Large**

This election was uncontested and the slate, as presented, **was** approved (139 in favor):

- 1st term - Clare Freimuth and Jennifer Fox
- 2nd term - Joanne McFall, Debbie O’Brien, Shelley Smith, and Allison Snyder

- **Board of Directors: Girl Advisors to the Board**

This election was uncontested and the slate, as presented, **was** approved (136 in favor):

- Paris Graves, Mikayla Havers, and Rachael Thornton

- **Board Development Committee Members**

This election was uncontested and the slate, as presented, **was** approved (131 in favor):

- 1st term - Laura Azzalina and Allison Green
- 2nd term - Miriam Shou

- **Girl Delegates**

This election was uncontested and the slate, as presented, **was** approved (139 in favor):

Aisha Ali
Mackenzie Beals
Lillian Carlson
Anika Chaudhary
Abigayle Dwyer
Amelia Folk
Kate Hafer
Megan Hughes
Lauren LaBruto
Sarah Mash
Taylor Mueller
Riya Naveen
Kaylee Overby
Emmerson Piacine
Elizabeth Qian
Christian Roach
Victoria Robinson
Shayla Rohr
Cami Samuel
Catherine Sarte
Suzanne Schleig
Alessandra Scipioni
Catherine Shea
Kate Slavin
Emma Smirk
Devyn Stek
Phebe Anne Wagner
Gavriella Weinstein
Sereina Williams
Myah Young

- **National Council Session Delegates and Alternate NCS Delegates**

This election was uncontested and the slate, as presented, **was** approved (133 in favor):

- *2020 National Council Session Delegates*

Sarah Campbell
Brianna Davis
Sandra Faust
Kim Fraites-Dow
Clare Freimuth
Susan Groff
Debbie Hassan
Mikayla Havers
Amanda Hunsberger
Kathy Limbaugh
Morgan Limbaugh
Raquel Lopez
Angie Manning
Kristie Piacine
Bridget Powell
Christine Reber
Christian Roach
Monica Roach
Katrina Rossiter
Heather Schoener
Anusha Sindia
Olga Torres
Deb Walters
Suzann Walters
Sereina Williams

- *NCS Alternate Delegates*
Nya Cherry
Diane Nordmark
Devyn Stek

Vote on the new proposed Bylaws

Deb Walters, chair of the Bylaws Committee, reported that the committee has met for the past 8 months to discuss updates to the GSEP Bylaws, starting with the 139 comments and questions generated at the Fall (2019) Delegate Meeting. The proposed Bylaws would be the first significant update in 13 years. The Bylaws Committee educated and shared with the Delegates their process through educational outreach including newsletters and a webinar. Three areas of focus were to create clarity, include definitions, and make substantive changes to bring the Bylaws up to date with the Council's needs. Deb Walters then moved for the adoption of the updated Bylaws on behalf of the Bylaws Committee.

The vote on the adoption of the new revised GSEP Bylaws required 2/3 approval by the Delegate Council or 120 votes. While Delegates were submitting their vote, a short video created by Cadette Troop 8133 in Northampton County was shared.

The new Bylaws were approved by 136 votes in favor (one vote opposed); therefore, they are adopted as of May 2, 2020 and in effect immediately.

Board Chair Debbie Hassan also authorized the Bylaws Committee to correct any punctuation, article and section designations for cross referencing purposes and other technical and conforming changes as may be necessary to reflect the intent of our organization with the adoption of our new Bylaws. There were no objections from the Delegate Council to this statement, so the authorization by the Board Chair stands.

Top Cookie Sellers

Board Member Terri Boyer, co-chair of the Membership Strategy Committee, recognized the Top Cookies Sellers.

The Top Cookie Sellers in each grade level and the number of boxes they sold are as follows:

- Daisy: Saryia Jones (2502), Olivia Jackson (2000), Aubree Bradley (1510)
- Brownie: Scootaloo Laudenslager (4324), Natalie Hawks (2224), Journee Hopson (2117)
- Junior: Stella Perez (5501), Diahna Stubbs (2890), Gabriella Powell (2245)
- Cadette: Kayla Everett (4016), Maya Kearns (3200), Ava Kendig (3042)
- Senior: Myah Young (4019), Simone Johnson (4000), Melanie Theron (3249)
- Ambassador: Rachael Thornton (4220), Nialah Miller (3178), Hanna Mangold (3134)

Terri also announced the Top 5 Cookie Sellers in the Council:

- Stella Perez, Scootaloo Laudenslager, Rachael Thornton, Myah Young, Kayla Everett
 - GSEP was going to take these five girls and their moms to Orlando this October for the National Council Session, but since the NCS is now virtual they will be rewarded in a different way.
- As the Top Cookie Seller – or “2020 Cookie CEO” – Stella Perez will be celebrated by spending a day with our CEO at the office and learning more about what it takes to run such a successful organization like ours.

Scholarship Awardees

Board Members Ann Donley & Deb Walters recognized the GSEP scholarship recipients.

First, they announced the 16 girls who were nominated for The Union League of Philadelphia Good Citizenship Award:

Genevieve Eirich
Saakshi Girotra
Darci Hamer
Delaney Hampton
Megan Hughes
Elisabeth Kondisko
Sarah Mash

Rebekah Nester
Emmerson Piacine
Trinity Pryor
Valentina Sousa
Avery Stimmel
Rachael Thornton
Margaret Wade
Sereina Williams
Marley Yambor

Ann and Deb then explained that the scholarship committee reviewed 86 applications from girls who applied for 11 different scholarships.

The following scholarships/awards were presented:

Reneé Carol Harper Memorial Scholarship – Brianna Davis
Judy Borie Award – Sydney Machion
Elizabeth G. Dorsett Memorial Scholarship – Cecilia Weaver
Janet & Solomon Eshner College Scholarship – Jalyynn Johnson
Margaret Glenn Estey Award – Sabrina Adler, Corinne Carlson, Tatiana Davis, Bridget Schieder
Kiwanis Scholarship – Rebecca Anestad & Brianna Davis
Muriel E. Lehman Award – Nya Cherry
Monae Ragsdale-Mabrey Scholarship – Jalyynn Jones

Ann and Deb also explained the Girl Scouts of Eastern Pennsylvania Graduating Senior Award. This scholarship is fully funded through the Alum Committee's Adult Camping Weekend held every August. The GSEP Graduating Senior Scholarship was given to 13 girls; each girl receives \$1000 for further education. These girls demonstrate leadership involvement within the community:

Rebekah Atkins
Alexandra Aufiero
Purvi Bharne
Corinne Carlson
Nya Cherry
Jamie Hallinan
Molly Hughes
Ellie Joseph
Lena Kugelman
Rebecca Larimer
Elizabeth McKeown
Catharine Smith
Cecilia Weaver

Board Chair's Closing Remarks & Final Mission Moment

Debbie Hassan reminded the attendees that GSEP's Spring Renewal campaign kicked-off yesterday (May 1st). She explained that all Girl Scout members are encouraged to renew their membership for the next year (Membership Year 2021) now through June 30th. There are a number of incentives for girls who renew early as well as for Troop Leaders and Service Units with a 70% renewal rate.

Debbie then introduced Girl Scout Cadette Myah D. of Troop 1797 in Berks County, who shared her Silver Award project via a video she created. Myah's Silver Award project involved making masks for health care professionals, first responders and other essential workers in the community during the pandemic.

Adjournment of the Annual Meeting

Board Chair Debbie Hassan adjourned the meeting at 12:06 p.m.

These minutes were recorded by Karen Harris, Megan Hughes, Kristin Kolody-Iadicicco, and Olga Torres. and approved by the Minutes Committee on June 5, 2020.