

Delegate Council Meeting Overview

Delegate Council Meeting – Spring 2022

March 21, 2022, from 7-9 pm

~ virtual ~

Invited: GSEP Board of Directors, Board Development Committee Members, GSEP Girl Advisors & Girl Delegates, Service Unit Delegates & Alternates, National Council Session (NCS) Delegates, and Interested Members

Meeting Opening

Debbie Hassan, Board Chair, opened the Delegate Council meeting by welcoming the 110+ attendees to the virtual meeting. She then invited the Girl Advisors to the Board – Lizzy Q., Christian R., and Devyn S. - to lead the group in saying the Pledge of Allegiance, Girl Scout Promise and Girl Scout Law.

Mission Moment

Debbie Hassan introduced the Mission Moment by reminding the attendees that Girl Scouts celebrated our 110th birthday this month. Girl Scout Cadette Ella P. then shared her experience of presenting a brief history of Girl Scouts to the Bucks County Commissioners as a prelude to their issuance of a proclamation recognizing and celebrating the 110th birthday.

Introductions

Board Chair Debbie Hassan recognized the respective cohorts in attendance (Board, Board Development Committee, National Council Session Delegates, SU Delegates, and Girl Delegates). She thanked all the members for their service.

Board Development Committee Report

On behalf of BDC Chair Debbie O'Brien, Deb Walters, a member of the BDC, shared an update on the work of the Committee. First, she reminded the attendees that the BDC will present a single slate of nominees for the Board, BDC, Girl Advisors, and Girl Delegates at the Annual Meeting on May 7th. The voting members of the Delegate Council will receive the Official Notice of the Annual Meeting via email on April 7th, as required by the Bylaws. This will include the slates and biographies of nominees to the Board, BDC, and Girl Advisors.

Also, the BDC is recommending two minor amendments to the Bylaws. On the advice of governance experts at GSUSA, a motion will be presented at the Annual Meeting to add the duty of serving as a Delegate to the National Council to the list of responsibilities of the Board Chair and CEO in our Bylaws.

National Governance News from GSUSA

First, Debbie Hassan explained the basic responsibilities of a National Council Session (NCS) Delegate, which had originally been shared during the Fall Delegate Council Meeting. She used that reminder to set the stage to announce that the applications to apply to be an NCS Delegate to the 2023 National Council Session in July 2023 would be accepted between April 1st – May 1st. She then shared that the NCS Delegate Selection Subcommittee would review all applications over the summer and create a suggested slate for the BDC to approve and present for election at the Fall Delegate Council meeting in September.

GSEP's CEO, Kim E. Fraites-Dow, then talked about GSUSA's new CEO, Sofia Chang. Ms. Chang is the mother of a Girl Scout, a Lifetime member herself, and a Juliette Gordon Low Society member. She comes to GSUSA after a 20-year career at HBO/Warner Media. She is a native Philadelphian and continues to serve on the board of the University of Pennsylvania's Professional Women's Alliance. Kim also shared that the 2022 Council Leadership Summit will be held in Philadelphia in late April; this is a gathering of CEOs and other C-suite leaders from all 111 Girl Scout councils across the country.

Finally, Kim dropped a teaser that an exciting message from GSUSA will be shared on April 1st. GSUSA will be making a major news announcement for a membership recruitment and renewal event for girls featuring another national celebrity (similar to Michelle Obama's virtual gathering last May). GSEP is also offering incentives to individuals, troops, and service units who renew members for MY23 in April, May, and June. She also thanked the members of the Communications Focus Group who work with our Marketing and Community Engagement teams to create the list of incentives.

NCS Proposals Strategy Café

Debbie Hassan then turned the meeting over to members of the 2020 NCS Delegation to facilitate the Strategy Café discussions. Girl Advisor and NCS Alternate Delegate Devyn Stek opened this section of the meeting by reminding the participants of the new preparation timeline for the 2023 National Council Session. We are currently in the first two "seasons" of the NCS calendar: the Election Season (hence, the applications being opened on April 1st) and the Proposal Season (final proposals are due to GSUSA by June 30th).

NCS Delegate Heather Schoener shared the results of the poll from the Fall Delegate Council Meeting on the attendees' preferences for which of the nine suggested topics the NCS Delegation should research and work on to determine viability as formal proposals. The NCS Delegation worked on the top five vote getters and added a sixth. Other members of the Delegation then presented their work on each of these topics and the decision about whether to submit as a formal proposal. Kim Fraites-Dow emphasized all of the topics are important, but not all of them warrant being a formal proposal to change the Blue Book of Basic Documents (the national governance resource).

NCS Delegates Sandy Faust and Suzi Walters worked on three administrative topics that were not part of the original nine presented at the Fall 2021 meeting. The first idea was requiring a neutral third party to prepare proposals for each NCS. Sandy explained that creating a process to identify the neutral party and the possible cost involved seemed too much of a challenge; plus, there is already a mechanism to ensure that proposals are

considered by the National Board (Councils need to acquire support from 15% of other councils). Therefore, they recommended not proceeding with this idea. The second administrative topic was to broaden the timeframe for nominations from the floor for National Board members. However, since GSUSA has expanded the opportunity for NCS Delegates to get to know the nominees before the NCS via virtual webinars, the NCS Delegates agreed not to pursue this as a formal proposal. The third administrative topic suggested including girls and Council CEOs on the National Board. GSUSA has recently established a Girl Scout Advisory Board of older girls. Although this is not a governance group, this Advisory Board does interact with, learn from, and communicate with the National Board of Directors. Kim also shared that the new National CEO seems open to learning more from local Councils. So, the NCS Delegates also declined to pursue this as a formal proposal.

NCS Delegate Sarah Campbell and her subgroup discussed the idea of requiring GSUSA to annually share a report on the status of key strategic priorities. The NCS Delegation recognized that GSUSA has already made great strides to move in this direction organically. Plus, the new National CEO is well-known for her commitment to transparency and data-driven decision-making, so the group also decided not to create a formal proposal on this topic.

NCS Delegate Angie Manning presented the group's work on the idea of free Lifetime memberships for all Gold Award Girl Scouts, which received the second highest number of votes at the Fall Delegate Council meeting. Although the group thinks this is a wonderful idea in principle, they are concerned about the budgetary impact on both GSUSA and local Councils. Plus, through the Cookie Program and other money-earners, girls have the opportunity to earn their own membership. Because of the monetary concerns, the groups declined to pursue this as a formal proposal.

NCS Delegate Olga Torres then shared the group's work on the idea of a reduced/sliding scale of membership fees for families with multiple members. This concept seems like it would be an excellent recruitment tool for additional adult volunteers. However, the financial impact made the group pause in their endorsement to turn this into a formal proposal. Girl Scouts already offers excellent benefits, programs, and experiences for only \$25 a year; we do not want to undersell ourselves. Plus, there has already been a decline in membership nationwide, which translates into less revenue for GSUSA. Tracking the sliding scale of fees might turn into an administrative nightmare. On the other hand, many Councils – including GSEP – offer financial assistance to both girls and adults. Plus, girls have the opportunity to earn their own membership fee by participating in the Cookie Program. Also, there already is a mechanism for the National Council to change the dues. However, because this is such an intriguing idea which potentially affects all 111 Councils, the group is recommending submitting this as a formal discussion topic at the 2023 National Council Session.

NCS Delegates Bridget Powell and Diane Nordmark shared the research and rationale on the proposal topic involving requiring every Council to include girls in their NCS Delegations. After receiving quantitative information from GSUSA on the size of typical NCS Delegations (e.g., at least half of all delegations have less than 10 members), GSEP's group is recommending changing the proposal to "strongly encouraging Councils with Delegations of at least 6 to include at least 2 girls." This respects the necessary adult-to-minor ratios and

still allows local control and input over who is representing a local Council while ensuring Girl Scouting is girl-led.

The final proposal presented allows the possibility of virtual attendance at Special Sessions and at the National Council Session itself. Chris Reber, the lead researcher of this subgroup, shared the rationale that the pandemic has shown us that virtual attendance can, in fact, allow for national business to be discussed and voted on. There are a number of places in the Blue Book which would need to be updated if this proposal passed, but the group is recommending submitting this as a formal proposal to GSUSA.

The Delegate Council then broke into smaller groups to discuss the three topics that the 2020 NCS Delegation is recommending submitting to GSUSA (virtual attendance, encouraging girls as members of a Council's NCS delegation, and offering a reduced/sliding scale fee for families with multiple members). After a 15-minute breakout session, the smaller groups offered report outs to the reconstituted large group. The majority of the discussions focused on the family membership fees.

A Zoom poll was conducted to determine if GSEP's Delegate Council agreed with the recommendation of the NCS Delegation to proceed to submit two formal proposals and one discussion topic to GSUSA. The poll results indicated overwhelming agreement with this plan.

Board Secretary Deb Walters then shared the next step was for the NCS Delegation to continue to wordsmith the topics to submit to GSUSA by April 15 for feedback. GSUSA will tell us if other Councils are working on similar themes and offer practical advice before official submission on June 30.

Closing

Board Chair Debbie Hassan thanked everyone for their input. She announced that all attendees are able to ask for a 10% discount at GSEP's shops until April 22nd. She also strongly encouraged all voting members of the Delegate Council to register for the Annual Meeting, since we need quorum to officially conduct business and our Bylaws require 2/3 majority vote to approve the proposed amendments to the Bylaws. She then reminded all attendees that the 2023 NCS Delegate application will open on April 1st with the deadline to submit of May 1st.

Debbie asked that all attendees share what we discussed tonight with their Service Units, troops and Girl Scout friends; any additional thoughts or feedback can be sent to governance@gsep.org.

Debbie adjourned the Spring Delegate Council Meeting at 8:49 p.m.

If you would like to suggest a topic for the Fall 2022 Delegate Meeting in September, please email governance@gsep.org