



BOARD OF DIRECTORS

MINUTES

GSCO BOARD MEETING and STRATEGIC PLANNING

March 17, 2023

Attendance

(All present throughout, maintaining quorum.)

- Board members attending: Cherie Axelrod, Brooke Bodart, Caroline Cornell, Crystal Eustis, Megan Flori King, Victoria Gigoux, Christina Gunn, Genia Herndon, Maureen McDonald, Amy McGarrity, Angela Roberts, Anji Roe Wood, Raneesh Sheno, MD, Shannon Sisler
- Board members excused: Christy Belz, Haley Harris, Meredith Kuehler, Barbara Myrick, Erica Fukuhara, Carrie Walters
- Membership Connection Committee Representatives to the Board (non-voting): JoAnne Busch, Wendy Doak, Nicole Lockwood, Teya F. - excused
- GSCO Staff (non-voting): Leanna Clark - *ex-officio*, Rychelle Arnold, Michelle Boot, Selene Figueroa, Kristin Hamm, Donnell Heistand, Melissa Holmberg, Martha Johnson, Katie Singleton, Lindsay Standish, Heidi Vielhaber
- Guests: Joe Bronesky, GSCO General Counsel; Kim Ryan, Rubin Brown

Call to Order

With a quorum present, Caroline Cornell, Chair of the Girl Scouts of Colorado (GSCO) Board of Directors, called the meeting to order at 9:20 a.m. The meeting was held hybrid both in-person at the GSCO Dream and via Zoom video call. No conflicts were declared.

Executive Session

The board broke into a brief Executive Session led by Ms. Eustis and included Mr. Bronesky to discuss recent Whistleblower activity. No action was taken.

Audit Report

Ms. Ryan presented the annual 990 tax return review and led the discussion.

- There were no concerns or red flags raised.

ACTION: On a motion made by the Standing Audit Committee and seconded, the Board unanimously approved the 990 for filing. A quorum was present.

Consent Agenda

The Board reviewed the consent agenda.

- Board approved the minutes from the January 20, 2023, meeting.
- Standing and Ad-Hoc Committee Reports were approved including Audit, Finance, Membership Connection (MCC), Philanthropy and Bylaws.
- Board approved the extension of the Loveland Office space lease.
- Board approved additional lease space for the History Center.
- Board approved the renewal of Vectra Line of Credit.
- Board approved opening CD and to sweep accounts at PNC and/or Vectra.

ACTION: The Board unanimously approved the above-named actions on the Consent Agenda. A quorum was present.

Finance Report

Ms. Heistand reviewed the overview of finances and budget as presented in the Board Packet.

- January 2023 YTD financials reflect operational timing issues
- Reflect \$2.0M operating loss which is worse than budgeted, primarily because Digital Cookie Orders did not start in January as anticipated.
- Once again budget was impacted by cookie availability, timing of direct ship, and changing guidance from LBB.
- Budget forecast includes Denver office lease buyout, BackStage lease and Denver office move.

ACTION: On a motion made by the Standing Finance Committee and seconded, the Board unanimously approved the January 2023 Financials. A quorum was present.

Council Update

Ms. Clark highlighted council updates as outlined in the Board Packet.

- Volunteer training is relaunching this spring with new First Aid/CPR offerings.
- GSCO will offer a Discount Day on April 6, 2023, offering 50% off annuals membership renewals one day only.
 - Discount Day has proven to be an excellent retention tool.
 - 5,911 renewed in April 2022; 93.7% are still connected to a troop and 74.7% participated in the cookie program.
- Marcomm team hired a Marketing and Communications Specialist. This position will assist in creating content using the podcast and media booth at the DreamLab.
- GSCO partnered with Nichelle Howe (formerly GSUSA HR) to design the Performance Review process and roll out plan. Mid-year performance check-ins will begin in April 2023. This round will include market-based pay increases.
- Fund Development received a grant of \$100,000 from Anschutz Foundation to continue GSCO work on Sisterhood of Support Mental Wellness Program.
- Fund Development has raised \$675,835 towards the FY goal of \$1,836,000 and is 48% to goal at the mid-year point.
- DreamLab celebrated its grand opening on Sunday, March 12th. Over 1,000 Girl Scouts, families, key partners and community members RSVP'ed for the event.
- The opening of the DreamLab coincides with exiting the Denver office lease and opening the BackStage for behind-the-scenes shipping, printing, assembling and storage.
- Sky High Ranch is considering using DU funds to renovate existing structures and adding more high-adventure elements.
- Camp registration launched in January and currently 2,077 campers are registered with programs at 66% capacity.

**Capital Campaign
Exploratory
Discussion**

The board discussed further exploration of a capital campaign to determine possible next steps for the council.

- Potential exploration areas were touched on to include funding additional DreamLab spaces across Colorado, an endowment to support camps, and a possible headquarters facility that would be an expanded DreamLab concept.
 - Possible locations discussed were the National Western Center redevelopment, particularly the CSU Spur campus area.
- The Morgridge Foundation has tentatively approved a \$45K grant to partially fund a Feasibility Study to explore donor interest and support for a capital campaign.
- In preparation for this discussion, Ms. Clark evaluated potential consultant partners and selected CCS Fundraising.

In parallel to a Feasibility Study, the board recommended pursuing a Relevancy Study to evaluate the likelihood for member and non-member case for support.

- Ms. Clark & Ms. Cornell will take this project as an action item.

ACTION: On a motion made by Ms. Roe-Wood and seconded, the Board unanimously approved partially funding a Feasibility Study expense up to \$100,000 and fully funding a Relevancy Study expense up to \$50,000. A quorum was present.

APPROVED by Girl Scouts of Colorado Board of Directors on May 19, 2023, by vote of 18 in favor; 0 opposed; 0 abstained.



Girl Scouts of Colorado
Brooke Bodart, Board Secretary, GSCO Board of Directors