

Girl Scouts of New Mexico Trails

Minutes of Board of Directors Meeting

January 23, 2021

Location: Zoom Call

Members present: Anne Layne, Christy Tafoya, Duane Trythall, Gil Berry, John Trujillo, Karen Bergren, Linda Deck, Martha Benn, Marti Fournier-Revo, Mary Homan, Molly Emkes, Nancy Martira, Patricia Komko, Shunnae Love

Members Excused: N/A

Members Non-Excused: Amanda Lujan

Guests and Staff Present: Annette LeFebre, Molly Garza, Rebecca Latham

- I. Call to Order and Welcome: Board Chair Karen Bergren called meeting to order at 10:03 a.m.
- II. Adoption of Agenda for January 23, 2021: Motion made, seconded and approved unanimously to add under *V. Action Items* item b. Resignation of Becky Teague.
- III. Consent Agenda
 - a. Minutes of November 14, 2020. Minutes approved as presented.
- IV. Board Orientation: Martha Benn presented a document titled "*Board of Directors in a Non-Profit Organization*". She reviewed the roles/responsibilities of board of director members. Those responsibilities include:
 - setting direction for the organization;
 - overseeing financial management of the organization;
 - ensuring funds are available for operation of the organization;
 - hiring the CEO;
 - participating in the work of at least one committee or task group, lead as needed;
 - represent the Board in the community.
- V. Action Items
 - a. Council Service Fee – Annual Review: The Council Service Fee amount is set by each Council and is to help support operational activities of the Council. (The membership fee goes to GSUSA.) Each January the Board of Directors reviews the service fee and determines the amount to set. CEO Rebecca Latham recommended

the service fee remain at \$15.00 for 2021. **A motion was made, seconded and passed unanimously to retain the Council Service Fee at \$15.00 for 2021.**

- b. Resignation of Becky Teague. Ms. Teague submitted, with regret, her resignation from the Board of Directors. A motion was made, seconded, and passed unanimously to accept her resignation. The Board of Directors wished to express to Ms. Teague our deep appreciation for her leadership and for her support for New Mexico's girl scouts and wish her well.

VI. Chair's Report: Karen Bergren. Highlights of her report included:

- She and Rebecca attended via zoom the "Board Chair and CEO Conference" where discussions centered around the challenges faced regarding fund raising, membership and cookie sales.
- She and Marti-Fournier Revo meet weekly with Rebecca.
- Karen emphasized the importance of each committee and the importance of working closely with the appropriate staff member.
- Encouraged board members making contacts – for girl membership, for recruiting adult volunteers and for financial support.
- Encourage board members to look for possible future board member. Also, committee members may be non-board members.

VII. CEO Report: Rebecca Latham. Highlights of her report included:

- GSUSA Pension Relief: The National Board put four million (\$4M) into the Pension Relief Fund. Distribution will be twice per year when the Council is in compliance with the pension fund.
- GSUSA Council Health Assessment reviewed the Council's organizational development; governance and the Board; finance, revenue and risk; membership and operations; and fund development and philanthropy. The assessment made observations and recommendation in the areas. The Council will review the recommendations and implement as much as feasible during the year.
- Cookie Sales. The pandemic has changed the way girls may sell cookies. The challenge is creating new and safe ways for selling. Cookie season will start in February.

VIII. Committee Reports

- a. Finance Report – Molly Emkes:

- Financial Reports as of 12/31/2020 were presented. After review, no questions. Reports accepted as presented.
 - PPP (Payroll Protection Program) paperwork being prepared to approve non-payment of loan and new paperwork being prepared for submission for next available PPE loan.
 - A presentation on how to read a financial report will be given during the March board meeting.
- b. Fund Development – Duane Trythall: The Fund Development Committee report included the following:
- 24% of overall operation budget goal of \$161,000 has been reached to date.
 - Committee is working on developing individual and corporate relationships.
 - The seasonal newsletter has gone out and restarting a quarterly donor newsletter.
- c. Capital Campaign Committee – Marti Fournier-Revo reported \$240,000 of the \$1,000,000 goal for a lodge at Camp Elliott Barker has been raised. The committee is also re-evaluating how the committee works and partnering with the Property Committee.
- d. Audit & Risk Committee- John Trujillo reported the Audit Report will be presented to the Board at the March Board of Directors meeting
- e. Property Committee – Martha Benn reported the master development plans for both Camp Elliott Barker and Rancho del Chaparral are being reviewed for possible *updating*.
- f. *Board Development Committee – Martha Benn: no report.*
- IX. New Business: Question and Answer session.
- X. Adjournment: A motion was made, seconded and passed unanimously to adjourn. The meeting was adjourned at 12:30 p.m.

Minutes presented by Molly Emkes, Secretary