

**Girl Scouts of Eastern South Carolina, Inc.**  
**14<sup>th</sup> Annual Council Meeting**  
**June 5, 2021**  
**Sandy Ridge and Virtual**  
**Bennettsville, South Carolina**

**MINUTES**

**REGISTRATION**

GSESC staff assisted registered Delegates, Board members and visitors at the registration table.

**WELCOME AND OPENING**

Cliff McBride, Board Chair, welcomed everyone to the 2021 Annual Meeting of the Girl Scouts of Eastern South Carolina. He asked that the virtual delegates via Zoom mute themselves and turn on their camera so that their presence can be verified. He asked the delegates attending in-person to please remain quiet so that there would be less noise for everyone in-person and via Zoom to be able to hear. Cindy Watson, Office/HR Generalist, conducted an electronic roll call attendance for the delegates via Zoom. Girls from Dr. Gwendolyn Coe's Troop #905 in Service Unit #645 presented the Flag Ceremony.

**CALL TO ORDER**

Mr. McBride called the 2021 Annual Meeting to order at 11:10 am and welcomed everyone in-person and via Zoom. He asked the current Board members to stand if in-person or wave if via Zoom. Mr. McBride thanked each of the Board members for their volunteer time and dedication to Girl Scouts. Belinda Copeland was recognized as the only Past Council President attending. Council staff was asked to stand and be recognized, and he thanked staff for arranging the Annual Meeting to be held at Camp. Mr. McBride reminded everyone that only delegates and board members are voting members and are allowed to cast a vote. The delegates in-person received a red card for a no vote and a green card for a yes vote at check-in, and they will be asked to raise these cards to vote. For those delegates who are voting on Zoom, an electronic roll call vote will be conducted by Cindy Watson.

**CREDENTIALS REPORT**

Mr. McBride recognized Sharon Arnold, Board Secretary, to provide the Credential's report. According to our by-Laws Article I, Section 7, one quarter (25%) of the delegate assembly shall be present in person to constitute a quorum for the transaction of business, provided that a majority of the service units shall have at least one of their elected delegates present at such meeting.

Of the 87 eligible delegates, there were 37 members present, either in-person or electronically, representing 14 service units or 43% of the members of the assembly. Based on the credentials report, a quorum was declared for the transaction of business.

**MINUTES**

Sharon Arnold presented the minutes of the 2020 Annual Meeting and the November 2020 Special Meeting minutes. There were no questions or corrections made, and Mrs. Arnold made the motion to accept the minutes. Debbie Hendershot seconded the motion. The minutes of the 2020 Annual Meeting and the November 2020 Special Meeting were approved as presented.

**FINANCIAL REPORT**

Belinda Copeland, Board Treasurer, presented the September 30, 2020 Financial Report. Ms. Copeland stated that the GSESC Board is a volunteer Board comprised of people from various backgrounds and locations who all have a vested interest in Girl Scouts, and that a major responsibility of the Board is to oversee the Council's finances. She stated that her report is for information purposes only and is not subject to a vote by the delegate assembly.

WebsterRogers again performed the GSESC independent audit for the fiscal year ending September 30, 2020. The audit was reviewed by the Council's Audit Committee in January 2021 and by the Board in February 2021. We received an unqualified opinion on the financial statements which is the highest opinion that can be received. For the seventh year in a row, the auditors reported no deficiencies. Our financial results are positive again this year.

Our investments are managed by an external investment manager, Charleston Investment Advisors, per the GSESC investment policy statement. The investment performance was negative as of September 30, 2020 reflecting the not fully realized rebound from the pandemic market conditions. This included income from interest and dividends as well as realized and unrealized losses. Our goal is for operational results to cover depreciation expense, and our 2020 results exceeded depreciation by \$543,423.

The Fall Sale and Cookie Sale continue to be our primary source of funding for the Council, accounting for 77% of revenue from operations, with only 6% from adult-generated giving. Program Service revenue was significantly down because we were unable to operate our Resident Camp here at Sandy Ridge. In 2020, the cookie program was changed from order-taking to "cookies in hand". This change increased our cookie sales by 24%. Council receives cookie sale money between January and April. The cash generated is used to pay expenses until the next cookie sale. Since 2014 we have needed to borrow money to meet immediate cash needs. Ms. Copeland was pleased to report that in this current fiscal year, we did not utilize the line of credit.

In 2019, net income from operations was \$179,823 before the \$50,522 depreciation expense. Working with our CFO Consultant, depreciation was reviewed and adjusted to reflect a more accurate assessment of Council's assets. The depreciation expense for 2020 was \$25,228. The results from operations increased by \$414,122.

The results in 2019 and 2020 are positive, but adult-generated funding, re-building our membership, and assessing how we can operate more efficiently and effectively still needs to be addressed. Fund development is an area in which we all have a role and each of us can increase our efforts. The long-term success of the Council requires that every fiscal year provide better results than the prior year.

As the Finance Report is for information only, Ms. Copeland and Diane Flanagan, CEO, would be available after the Annual Meeting to address any questions about the fiscal year 2020 financials.

#### **BYLAWS CHANGES**

Mr. McBride reported that the proposed Bylaws changes were received in delegate packets.

Amendment to Article VI (6): Meetings, Section 1. Regular Meeting: the Board of Directors moves that the Annual Meeting is required to be held during the first six (6) months of the calendar year. As this motion comes from the Board, no second is required. There was no discussion or questions, so the in-person delegates were asked to hold up their green voting card and say "aye". Cindy Watson conducted an electronic roll call vote via Zoom. There were no "nay" votes, and the motion carried.

Amendment Article XII (12): National Council Delegates: the Board of Directors moves that the delegates to the GSUSA National Council Session shall be elected by the members of the delegate assembly for a three year term in the year preceding the National Council Session. As this motion comes from the Board, no second is required. There was no discussion or questions, so the in-person delegates were asked to hold up their green voting card and say "aye". Cindy Watson conducted an electronic roll call vote via Zoom. There were no "nay" votes, and the motion carried.

The Bylaws will be amended.

## **JOINT STATE OF THE COUNCIL REPORT**

Mr. McBride introduced Diane Flanagan, CEO. Together they presented the Council Report slide show.

- Ms. Flanagan reported that as of September 2020, GSESC membership decline of girls was by 11%, compared to GSUSA 12%.
- Our initiative, Share the Love, gave every girl the opportunity to be a Girl Scout because Council paid for girls after the Troop paid for the first five girls. The Board supported this initiative 100%.
- Two postcards were mailed in August and December 2020 reaching out to each of our girls.
- Postcard was mailed by GSUSA to over 26,000 girls in our Council who were not registered. We received 15 new girls from that mailing so it was not as successful as hoped.
- Outdoor, in-person recruitments were held: Party in the Park in Charleston, Florence and Myrtle Beach; Cookies and Cocoa in Florence, Myrtle Beach and Orangeburg; and virtual recruitments were held on Thursday evenings.
- Continued Lead on Us! Initiative for the third year that Council pays for membership fee and background check fees for our leaders. This was also unanimously approved by the Board.
- Two parking lot drive-throughs were held in August and April to support and see our volunteers. There were many Board members who also attended.
- Monthly SU Coordinator Check-Ins continue. These are not council report outs, just great brain storming meetings. The SUDs event is being discussed to change to a volunteer training, just service unit position trainings.
- Cost for trainings will remain free, except the CPR Training.
- Zoom troop accounts will continue to be discounted cost.
- Grant meetings with leaders have been held to work with leaders in the grant area to decide on specific needs for those grant funds.
- Due to COVID, our offices closed on March 13, 2020. GSESC partnered with Mountains to Midlands Council, and within a week, had virtual programs with over 3,000 live participants, over 4,700 YouTube views and over 38,000 Facebook Live views. Badge in a Box was created, held World Thinking Day, virtual Page Program, and the SC Aquarium Sleep Overs.
- Nine-week virtual camp program was held because Resident Camp was cancelled due to COVID.
- CEO patch was virtually earned by girls who sent in a “jazz hands” photo with advice on being CEO for a Day or on their Take Action project.
- Overwhelming success was had with “cookies in hand”. GSESC became one million box council for first time ever. The 24% increase was the largest in the nation. Our per girl box average was 368, compared to the national average of 165. Ms. Flanagan stated that this success was due to changes in our incentives, making the cookie sale and cookie distribution easier and staff supporting our volunteers. Mr. McBride added that we have super seller girls and very supportive communities throughout our council. The Board participated in the trainings and visited cookie booths in their cities. Pricing may be a factor because we are staying at \$4/box and surrounding councils have increased their box price.
- GSESC was only council to hold in-person trainings for fall sale and cookie sale. Sold 794,604 boxes that was 96% of our budget. Online sales were 195,068, up 63% and Cookies for a Cause was 17,426 boxes. Ms. Flanagan thanked the Blue Star Moms in Myrtle Beach for distributing the Cookies for a Cause. There were 25 girls who sold 3,000+ boxes. 14 girls will be going on the Cookie Cruise October 7-10, 2021. The top cookie seller for 2021 was Isabella Arrwood with 7,694 boxes. The council will be going with ABC Cookie Company in 2022.
- Women of Distinction has been rescheduled four times but will be held July 24, 2021.
- The Zimmerman Gala committee is still discussing whether to hold it in 2021.

- Mr. McBride reported that he, Ms. Flanagan and the three girl delegates did not go to Orlando, but attended the 55<sup>th</sup> GSUSA National Council Session electronically in October 2020. All six GSUSA proposals passed and were debated over three days and over 34,000 hours of engagement. 27% of the delegates were girl members. Ms. Flanagan added that our three girl delegates were engaged and participated representing our council very well.
- Mr. McBride reported that GSESC was granted a 3-year charter. Our successes were volunteer satisfaction increased from 16 to 40 and girl satisfaction increased from 41 to 51. He thanked our troop leaders for that increase. Our overall council financial health is good because we were fortunate of the timing for our cookie sale before COVID.
- Mr. McBride stated that things we need to work on is to improve our girl market share and girl retention rate. We are only retaining 56% of our girls. We also need to grow outside sources of revenue through fund development. He asked volunteers to email him and staff for ways to be more accessible and ideas for fund raising.

Next year, the 2022 Annual Meeting will be held April 30. Ms. Flanagan stated that the Annual Meeting Quest will be brought back for service units to propose the site for that Annual Meeting. Mr. McBride stated that he and Ms. Flanagan would be available after the meeting to discuss anything further.

#### **BOARD DEVELOPMENT COMMITTEE REPORT**

Dr. Kendra Spencer, Board Development Committee Chair, has moved to Savannah, so Mr. McBride presented the Board Development Committee report. The biographies of all the nominees were included in the delegate packets. The charge was to fill four positions on the slate of Officers and six positions on the slate of members-at-large.

Mr. McBride introduced the 2021 slate:

Officer nominees for a 3-year term, 2021-2024:

1<sup>st</sup> Vice Chair: Teresa Mason, Latta

Treasurer: Dustin LaPorte, Mt. Pleasant

Officer nominee for a 1-year term, 2021-2022:

2<sup>nd</sup> Vice Chair: Renida Manigault, Moncks Corner

Officer nominee for a 2-year term, 2021-2023:

3<sup>rd</sup> Vice Chair: Rachelle Jamerson-Holmes, Orangeburg

Member-At-Large nominees for a 3-year term, 2021-2024:

Dee Fortson, Mt. Pleasant

Anne Liebergall, Charleston

Jennifer Meador, Summerville

Jennifer Sobich, Johns Island

Beth van Delden, Daniel Island

Dana Zamrick, North Myrtle Beach

Mr. McBride made the motion to accept the 2021 slate for the Board of Directors. He stated that as this motion comes from the Board Development Committee, a second is not required. The in-person delegates were asked to hold up their green voting card and say "aye". Cindy Watson conducted an electronic roll call vote via Zoom. There were no "nay" votes, and the motion carried. Mr. McBride thanked Board member, Courtney Cavatoni, for helping identify new members for the Board.

**INSTALLATION CEREMONY**

Belinda Copeland administered the oath of office to newly elected members of the Board of Directors.

**CLOSING**

Mr. McBride thanked everyone for their continued, selfless contributions as a volunteer. He stated that Girl Scouts is 1% staff and 99% volunteers, and we would not exist without our volunteers.

Retiring Board members who were not in-person or on Zoom were recognized: Kelly Golden, 2<sup>nd</sup> Vice Chair; Dr. Kendra Spencer, 3<sup>rd</sup> Vice Chair; and Holly Dean, Member-at-Large. Mr. McBride thanked them for their service and stated that their appreciation engraved plaque will be mailed to them. Mr. McBride recognized Belinda Copeland as our outgoing Board Treasurer. He stated that he started with Girl Scouts and with Ms. Copeland in 1986. She has uplifted Girl Scouts as a role model and mentor, serving as a troop leader and was active on the service unit and council level. Ms. Copeland has served as Board Chair three times, has won the Thanks Badge, Volunteer of the Year award, is a Women of Distinction and a Girl Scout life member. Ms. Flanagan added that Ms. Copeland chaired the CEO Search Committee and offered her the position of CEO in August 2018. She stated that Ms. Copeland is one of a kind and is loved so much for all her time and impact on all the girls. Ms. Flanagan presented her with a bracelet and appreciation engraved plaque.

The business portion of the 2021 Annual meeting was adjourned at 12:55 pm.