



Board of Directors Meeting Minutes – January 17, 2024
Hybrid: Sally Cheever Girl Scout Leadership Center/Zoom

Board Members in Attendance

Dr. Sarah Baray, Chair
Lea Ream, 1st Vice Chair
Sara Brouillard, 2nd Vice Chair
Gwendolyn Jaramillo, Secretary
Amy Grubbs, Treasurer
Rebecca Brune
Dr. Gretcha Flinn
Luis de la Garza
Kim Ford
Carrie Gray
Teri Grubb
Lori Johnson Leal
Michelle Martinez
Makayla Matheson
Anthony Medina
Erika Prosper
Maritza Rodriguez
Amy Shaw
Claudia Smithwick
Dr. Sandi Wolff
Angie Salinas, CEO, Ex Officio

Board Members Absent.

Excused
Monica Gonzalez
Amy Perry
Annie Uribe Turner

Ex Officio Girl Board in Attendance

Erin Bean, Girl Board Chair
Morgan Stone, Girl Board Vice Chair
Mona Ceguera
Nicolette Duque
Aliana Flores
Anushka Jain
Ayesha Obhrai
Ria Vazir

Ex Officio Girl Board Absent

Ashley Dudzikowski
Audrie Quesnot Torres
Josephine Schultz
Rachel Sherman

Staff & Guests in Attendance

Gina Abad, CMO
Stephanie Finleon Cortez, CDCO
Blythe Simonson, CFO
Ed Scott, IT Manager
Leticia Martinez, EA
Rebecca Keffer, AKDF

Call to Order: Dr. Baray, Chair, called the meeting to order at 5:06 p.m. The meeting was held as a hybrid of both in-person and virtual participants.

Ms. Jaramillo, Secretary, conducted roll call and confirmed quorum.

Dr. Baray called for any motions to amend the agenda. Ms. Ford, Audit Committee Chair, moved to amend the agenda so that the audit report occurred after the Chair Update. It was seconded by Mr. de la Garza and the motion carried.

Ms. Bean, Girl Board Chair, led the Pledge of Allegiance followed by the Girl Scout Promise. The icebreaker was tabled until Ms. Stone, the Girl Board Vice Chair, arrived. Girl Board Member Mona Ceguera shared her Mission Moment.

The following items were presented for approval in the Consent Agenda:

- Nov 8, 2023 Board of Directors Meeting Minutes
- Resolution by the Board of Directors: Subsidiary Bank Accounts Rev. January 17, 2024
- Motion to approve Board Approved Volunteer Awards

Ms. Jaramillo moved to approve. It was seconded by Ms. Grubbs and the motion carried.

Chair Update Dr. Baray, Chair, shared a welcome and opening remarks.

Increase and Diversify Funding

Ms. Ford, Audit Committee Chair, presented the FY2022-2023 Financial Audit Report. She acknowledged Ms. Keffer, from the AKDF Audit Team. On behalf of the Audit Committee, Ms. Ford moved to accept the FY2022-2023 Financial Audit Report. The motion carried.

Bylaws Amendment

Ms. Ream, 1st Vice Chair, reported that in accordance with the council Bylaws: the proposed amendments were submitted to the Board Secretary, Gwendolyn Jaramillo, on December 14, 2023. The Secretary then distributed to the Board members on the same day.

Ms. Ream reviewed the rationale for the amendments on Action by Written Consent and discussion occurred.

- Article II: Bylaws Amendment for Board of Directors – Action by Written Consent
- Article IV: Bylaws Amendment for Executive Committee - Action by Written Consent
- Article V: Bylaws Amendment for Board Development Committee – Action by Written Consent
- Article IX: Bylaws Amendment for Standing or Established Committees – Action by Written Consent

Ms. Ream moved to amend the Bylaws of the Girl Scouts of Southwest Texas as proposed by the Bylaws Review Team to amend Articles II, IV, V and IX. Mr. de la Garza seconded and the motion carried.

Attract and Retain a More Diverse Volunteer Base

Ms. Smithwick, BDC Chair, presented the Board Development Committee update on recruitment efforts.

Ms. Brune, VAT Liaison, provided an update on Volunteer Advisory Team.

Increase and Diversify Funding

Ms. Grubbs, Treasurer, delivered the financial report ending November 2023. Ms. Simonson, CFO, stated there was no new Investment Sub-Committee report since the last meeting.

Ms. Brouillard, 2nd Vice Chair, gave the Fund Development Report and update on Backyard Campaign.

Provide Engaging Programs for Girls

Mr. Medina, LRPC Chair delivered the Long Range Property report.

CEO Update

Ms. Finleon Cortez, CDCO, provided an update on Centennial planning.

Ms. Salinas, CEO, provided an update on Council activities

Ms. Bean, Girl Board Chair, provided an update on Girl Board activities.

New Business and Executive Session

There was no new business or executive session.

Announcements & Adjourn:

Next meeting: Annual Meeting on March 2, 2024 from 9:30 a.m. – 1 p.m. at SCGSLC.

Meeting adjourned 6:16 p.m.