

**MINUTES
ANNUAL MEETING OF THE COUNCIL
GIRL SCOUTS OF GULFCOAST FLORIDA, INC.
TUESDAY, FEBRUARY 22, 2022**

Call to Order

The virtual 59th Annual Meeting of the Girl Scouts of Gulfcoast Florida, Inc. was called to order by President Richard Cyphers at 7:01pm via GoToWebinar and announced the meeting was being recorded to be shared for future viewing. GoToWebinar attendee instructions were provided for participant communication. Grace Williams, Gulfcoast board member and Girl Scout Ambassador, led the assembly in the Pledge of Allegiance, Girl Scout Promise and Girl Scout Law.

Welcome

President Cyphers welcomed delegates, members, community supporters, and guests from the ten county jurisdiction of Girl Scouts of Gulfcoast Florida, Inc. Girl member delegates in attendance were recognized. President Cyphers announced the Annual Meeting Minutes Committee approved the minutes of the 2021 Annual Meeting and they were included in the Delegate Workbook. President Cyphers appointed Board Secretary Ashley Harris to serve as Chair of the Minutes Committee, along with committee members Karin Bleyer and Sharon Preston-Folta. President Cyphers introduced the officers and members-at-large of the Board of Directors, girl representatives of the Board of Directors, and Chief Executive Officer Mary Anne Servian. He recognized with appreciation the staff for their dedicated efforts in supporting council goals.

Ms. Servian joined President Cyphers in welcoming attendees. Due to laptop hard drive failure preceding the meeting start, Ms. Servian joined via audio only. For almost 120 years, Girl Scouts has focused on creating a community of sisterhoods nationwide that pave the pathway to prepare girls for a lifetime of leadership. Throughout this time, we have faced unforeseen challenges including these last couple of years – but we are Girl Scouts and rely on a strong foundation built through programming and dedication of volunteers, board members, donors, alum and staff to react to adversity with great strength and resilience. Noting the date is World Thinking Day, attendees were encouraged to share their celebration photos on the Gulfcoast council media sites.

Ms. Servian introduced Ileana Musa, Girl Scouts of the USA National board member, as the guest speaker. Ms. Musa shared her perspective on serving as a national board member, working as a Latina professional and leading by example, and the hope that her daughter and Girl Scouts around the world will be positively impacted by her personal mantra which includes to never fail to embrace the unknown while never forgetting who you are. Ms. Musa provided updates on the Movement focus to grow and serve more girls, the commitment to be an anti-racist organization and critical DEI&RJ work, on awards and scholarship opportunities, and the excitement for the July 2023 National Council Session and Phenom by Girl Scouts in Orlando.

Report of Delegate Count and Quorum

President Cyphers stated the Council Bylaws Article 1 Section 7 require that 25% of the voting members of the council shall be present to constitute a quorum for the transaction of business, provided that a majority of the service units have at least one elected delegate present. Therefore, the number of voting members required for quorum was 18 and 11 service units. Gulfcoast staff Kelly McGraw reported 48 delegates were present and 14 service units were represented. The total number of attendees at the meeting was 73. The Bylaws Article 1 Section 7 requirements were met, and President Cyphers declared a quorum present.

TREASURER'S ANNUAL REPORT

Board Treasurer Karen Huebner reported the fiscal year 2021 Audit has been issued with an unmodified opinion with no irregularities, material weaknesses or fraud identified. The management letter communicated three recommendations to strengthen internal controls relating to credit card limits, agreement review, and retention of employee offer letters. Management has accepted and implemented all three recommendations. There was one adjustment provided by management to accrue \$13,560 for invoices received after year-end. Total revenue was \$4,398,110 and expenses were \$3,512,527, which includes depreciation and pension arrearages, resulting in an increase in net assets of \$885,584. The functional expense breakdown indicated

85% of spending on program services, 11% on management & general, and 4% on fundraising. Total net assets were \$14,394,896.

GULFCOAST ANNUAL REPORT

President Cyphers and Ms. Servian presented highlights of the council's accomplishments for the 2020-2021 Membership Year for the 2021 Gulfcoast Annual Report. Together we are stronger and together we are able to triumph over adversity. Together we will RESET, REFRESH, and REBUILD Girl Scouts of Gulfcoast Florida council. The Annual Report is published on the council website. Attendees were asked to consider serving on the Bylaws Task Group and submitting a request for consideration to be nominated for the elected girl member-at-large position and as National Council delegates and alternates based on eligibility. A Special Meeting of the council will be called in July for elections and for bylaws amendments, if recommended by the task group. All were reminded to plan to attend the National Council Session and Phenom by Girl Scouts 2023 from July 18-23, 2023 in Orlando.

ELECTION

On behalf of the Board of Directors, Vice President Juliana Meek presented the 2022 single slate of nominees consistent with our democratic principles. Nominated as members-at-large for a 2-year term ending 2024: Karin Bleyer, Maegan Cardillo, Bonny Eads Dery, and Rosalind Mathews. Council Bylaws, Article 1, allow nominations for any of the elected positions to be made from the floor at the Annual Meeting provided the individual to be nominated has consented in writing to serve if elected and the nomination has been submitted in writing to the chair of the board development committee, or her/his designee, at least 72 hours before the convening of the Annual Meeting. There were no nominations received. President Cyphers declared the nominations for members-at-large closed and proceeded with the election process. The Bylaws allowed for a poll vote as there were no nominations from the floor and a single slate was presented. A motion was made by Amy Goodson that those nominated be declared elected. The motion was seconded by Laura Woolf. The poll was launched and closed. The results of the poll revealed the motion carried. President Cyphers declared all duly elected.

PROGRAM: CELEBRATING VOLUNTEERS

President Cyphers introduced Christina Ottman, board member and troop leader, as the guest speaker to share her Girl Scout journey. On behalf of the Board of Directors, Ms. Ottman expressed a deep appreciation for all volunteers. Ms. Ottman shared her Girl Scout journey of self-growth, service to others, and a passion for the Movement from young girl member, troop leader for her daughters, board member, and now troop leader for her granddaughter.

President Cyphers informed a new tradition is starting April 30 with an in-person celebration for volunteer recognitions to include Honor Pin, Appreciation Pin, Volunteer of Excellence, Green Angel, and membership year pins. He encouraged all to congratulate and thank the volunteers listed.

ADJOURNMENT

Ms. Servian thanked Ms. Musa and Ms. Ottman for their remarks and shared how inspired she was by the girls, families, volunteers, donors, board, and staff. We have great opportunities and challenges ahead as we focus on the council's future and RESET, REFRESH, and REBUILD. We are Girl Scouts – we can do it and have fun along the way.

President Cyphers adjourned the 59th Annual Meeting of the Council at 7:55pm.

Ashley Harris

Ashley Harris, Minutes Chair
Board of Directors Secretary