

# *"75 Years of Camp Four Echoes "*Annual Meeting 2013 Minutes for April 27, 2013 Approved by the Board of Directors on May 13, 2013

10:00am Welcome: Victoria Roberge, Board Chair

Flag Ceremony Pledge of Allegiance Girl Scout Promise & Law

Call to order: Victoria Roberge, Board Chair

Introduction of Board or Directors & special guests

Credentials Report: Kelly Irvine, Secretary/Treasurer

71 delegates, 13 board members, 4 board nominees, 22 guests and 32 staff in attendance.

A Quorum of over 25 percent of registered Delegates was present.

Adoption of Standing Rules: Don Spencer, Acting Parliamentarian

No objections. Standing rules approved as received.

Adoption of Agenda: Victoria Roberge, Board Chair

No objections. Stands as approved.

2012 Board Meeting Minutes: Victoria Roberge, Board Chair

Meeting minutes stand as approved.

Board Chair Report: Victoria Roberge, Board Chair

Treasurer's Report: Kelly Irvine, Treasurer

Information was given to the Delegates and Guests that the 2012 Annual Report was

available on the website.

CEO Report: Pam Lund, CEO

Proposed Bylaws Amendment 3.2: Nancy Wainwright, Policy and Bylaw Committee Chair

## Section 3.2 currently reads:

3.2 Composition. The board of directors shall consist of:

3.2.1 the officers of the council,

3.2.2 a range of 12-15 directors, herein called members-at-large.

Amended March 12, 2011

3.2.3 the Board of Directors shall seek representation of the various regions of the council.

Amended March 12, 2011

**3.2.4** the chair of the board development committee, if not elected to the board of directors

otherwise, shall be an ex officio member of the board, serving without a vote.

### **Proposed Addition to section 3.2:**

3.2.5 One (1) girl member 15 years or older, shall be appointed by the Board of Directors upon the recommendation of the Board Development Committee to the Board of Directors ("Girl Board Participants"). Girl Board Participants shall be non-voting members of the Board of Directors. Girl Board Participants shall be registered Girl Scouts at least fifteen (15) years of age. Girl Board Participants shall serve one-year (1) terms and may be reappointed.

#### Rationale:

The addition of section 3.2.5 allows the Board of GSEWNI to accept a girl, 15 year or older, as a non-voting member of the GSEWNI Board of Directors for a one year renewable term.

#### Debate:

- 1. Proposed to make the girl member a voting member of the Board, motion received a second. Two in favor, motion defeated.
- 2. Proposed to change from one girl to two girls on the Board, motion received a second. Four opposed, Motion carries.
- 3. Proposed to have one girl from Idaho and one girl from Washington, unless there were not any qualified candidates, then both could be from either Washington or Idaho, motion received a second. 39 in favor, 35 opposed, Motion carries.

#### 3.2.5 to now read:

Two (2) girl member 15 years or older, shall be appointed by the Board of Directors upon the recommendation of the Board Development Committee to the Board of Directors ("Girl Board Participants"). One girl shall be from Idaho and one girl from Washington, unless there are not any qualified candidates, then both girls could be from either Washington or Idaho. Girl Board Participants shall be non-voting members of the Board of Directors. Girl Board Participants shall be registered Girl Scouts at least fifteen (15) years of age. Girl Board Participants shall serve one-year (1) terms and may be reappointed.

#### Debate:

1. Call for vote on amended bylaw, received a second, Motion Carries.

Slate of Board of Director Candidates: Michelle Jung, Board Development Committee Chair Candidates declared elected for:

- Board Chair: Don Spencer.
- 1<sup>st</sup> Vice Chair: Staci Huffman.
- 2<sup>nd</sup> Vice Chair: Darlene Russell-Neunherz.
- Secretary: Annette Herup.
- Board of Directors: Robyn Parks, Victoria Roberge, Nancy Wainwright, Peter Erb, John Pilcher and Conni Stamper.
- Board Development Committee: Robyn Parks and Victoria Roberge.

There were no objections. The motion to accept the Slate as proposed carried by a majority vote.

Greetings from National: Kim St. Bernard, Council Partnership Consultant, GSUSA
Recognition and Awards: Rodger McRoberts, Pam Lund, Victoria Roberge, Kelly Thompson,
Doug Duer

# Investiture of new Board Members and the Board of Directors

Passing of the Gavel: Victoria Roberge to Don Spencer

New Board Chair Remarks: Don Spencer, Board Chair

**Colors Retired** 

Meeting adjourned at 12:23pm.

Kelly Invine Secretary Don Spencer Board Chair