



## GIRL SCOUT COUNCIL OF THE NATION'S CAPITAL

### 61<sup>st</sup> ANNUAL MEETING

**APRIL 22, 2023**

#### MINUTES

The 61<sup>st</sup> Annual Meeting of Girl Scout Council of the Nation's Capital (the Council) was held on Saturday, April 22, 2023, at Seneca Valley High School in Germantown, Maryland. The theme of the meeting was, "*You Belong in Girl Scouts.*" The opening ceremony, which included the traditional parade of Association flags, flag ceremony, Pledge of Allegiance, and singing of the National Anthem, was carried out under the leadership of two Girl Scouts.

Council President, Barbara Krumsiek, thanked the Girl Scout members from Association 32 in Montgomery County for hosting the meeting. Members, participants, and visitors were welcomed, including Diane Tipton, Girl Scouts of the USA (GSUSA) National Board Member and former Board President of Girl Scouts Nation's Capital. Current Board Members were recognized for working to ensure that the Council remains strong.

Barbara noted that at the end of the meeting our CEO Lidia Soto-Harmon would be departing the Council to begin a new adventure as National President and CEO of the Student Conservation Association (SCA). Barbara recognized Lidia's husband Robert Harmon and son Tomas Harmon, who were in attendance to help celebrate Lidia's departure. Barbara also noted that in celebration of Lidia, throughout the meeting several girls would share stories and memories of Lidia and of the impact Girl Scouting has had on their lives.

Barbara then called the business meeting to order at 9:50 AM and introduced Wendy White, Secretary of the Board of Directors and Parliamentarian, and Lidia Soto-Harmon, Chief Executive Officer.

#### CREDENTIALS REPORT

A Girl Scout Cadette and a Girl Scout Senior, serving on the Credentials Committee, reported that as of 9:00 AM, 258 voting members of the Council were present and 116 of 130 Service Units were represented. The Credentials Committee verified that a quorum was present and that all were active members of the Girl Scout movement, 14 years of age or over, and registered through Girl Scouts Nation's Capital, fulfilling the requirements to conduct business as stated in the Bylaws.

#### APPROVAL OF AGENDA, RULES OF ORDER, AND MINUTES from 2022 Annual Meeting

Barbara asked everyone to review the Agenda and Rules of Order that were printed in the program and noted that the minutes for April 30, 2022, were posted on the website for review prior to the meeting.

**Motion:            On motion duly made and seconded, the agenda and rules of order to govern the meeting, along with the minutes from the April 30, 2022 Annual Meeting, were approved as presented.**

### **TREASURER’S REPORT – María Rodríguez**

Council Treasurer María Rodríguez presented the report on the Council’s Financial Statements for the fiscal year ended September 30, 2022 (Fiscal Year 2022). A copy of the full report is attached as “Addendum I” and incorporated by reference in these minutes.

### **FORUM PRESENTATION – Antoinette Barksdale**

Second Vice President Antoinette Barksdale along with Teen Board Member Blue Ridgway reported on results of the forums held in February 2023. Antoinette reported that we hosted seven virtual Forums, including one Teen Forum, for almost 250 service unit delegates.

Discussion at Forums centered on receiving input for the National Council Session in July 2023 at which Forums delegates responded to the question: “What are the three most pressing issues the entire Girl Scout movement should focus on?” The four major themes that emerged from the discussions are summarized below:

1. **Improvement to the consistency and effectiveness of volunteer training.**  
Training content can be overwhelming, so several changes to the delivery structure were recommended.
2. **Parent engagement and volunteering.** Delegates suggested increasing opportunities where parents are encouraged to stay and participate in meetings instead of dropping off their children and then departing. There was also a recommendation to invite more male role models both to participate in meetings and to volunteer at events.
3. **Keep teen Girl Scouts invested and engaged in the Girl Scout Program.** There was an interest in facilitating teen Girl Scouts participation in programs beyond their service units and making available opportunities to meet Girl Scouts throughout the Council. Several teens commented that this approach would have a positive impact on their mental health by providing a structured approach to rebuilding their social skills after the pandemic. There was also a call from teens for increasing scholarships and program incentives to encourage older girls to remain active.
4. **Proposal for a refresh of the Girl Scout Leadership Experience program materials.** There was interest in earning badges that promote skill development and competency, not just a “try it” approach. Girl Scouts want to focus on basic life skills like cooking and sewing as well as expanding community service opportunities.

Antoinette noted that the feedback shared during the Forums will inform the conversations at the National Council session in Florida. However, work has already begun nationally and locally on some of these recommendations, including:

- The Council is already looking at new ways to package training content in more manageable offerings as well as expanding offerings of Youth Mental Health First Aid.
- GSUSA recently established a new scholarship for the Gold Award honorees with recipients receiving \$10,000, and a proposal related to the Gold Award scholarship is being considered at the National Council Session this summer.

Antoinette referred everyone to the summary highlights in the program and noted that a more detailed report is posted on our website.

**NOMINATING COMMITTEE REPORT AND ELECTION – Harriett Thompson**

Barbara noted that, pursuant to the Council Bylaws regarding nominations from the floor, no nominations from the floor were received in advance of this Annual Meeting. Barbara then introduced Harriett Thompson, Chair of the Nominating Committee, and asked her to present the Committee’s report.

Harriett thanked the members of the Committee for their work in putting together the slate of nominees for officers and members-at-large for the Board of Directors and for members of the Nominating Committee. Harriett noted that the slate of nominees was consistent with our democratic principles and that of Girl Scouts of the USA.

Harriett noted that one nominee for member-at-large for the Board of Directors withdrew his nomination two days before the Annual Meeting, leaving a vacancy which will be filled through the Nominating Committee when work begins in the fall. Harriett presented the following slate of nominees in the categories set forth below:

**For Officers of the Board of Directors, three-year term,  
October 1, 2023 – September 30, 2026:**

President:	Barbara Krumsiek
1 <sup>st</sup> Vice President:	Nicole (Nikki) Clifton
2 <sup>nd</sup> Vice President:	Antoinette Barksdale
3 <sup>rd</sup> Vice President:	Kathleen Matthews
Secretary:	Wendy White
Treasurer:	Maria Rodriguez
Assistant Treasurer:	Jenny Herrera

**For Members-at-Large of the Board of Directors, three-year term,  
October 1, 2023 – September 30, 2026:**

Nedra Agnew	Debbi Jarvis
Kathleen Carl	Susan Moser
Michelle Floh	Harriett Thompson

**For Member-at-Large of the Board of Directors, unexpired one-year term,  
October 1, 2023 – September 30, 2024:**

Mary Abbajay

**For Members-at-Large of the Board of Directors, one-year term, Teen Girls,  
October 1, 2023 – September 30, 2024:**

Namara Mugamba  
Megan Sawant

**For Members of the Nominating Committee, three-year term,  
October 1, 2023 – September 30, 2026:**

Cheryl Gooding  
Janet Osborn  
Kate Shattuck

**Motion: The slate of nominees for all positions and categories were elected as presented by acclamation.**

**RECOGNITION OF OUTGOING MEMBERS**

Barbara thanked the following individuals, whose terms will expire at the end of the fiscal year on September 30, 2023, for their service on the Board of Directors and Nominating Committee.

**From the Board of Directors, Members-at-Large**

Sherry Bellamy	Blue Ridgway
Zara Javeri	Jeff Sella
Barbara Ostrom	Carolyn Thompson

**From the Nominating Committee**

Jeri Fellerman  
Jeri Somers  
Harriett Thompson

**INSTALLATION OF NEWLY ELECTED OFFICIALS**

Barbara conducted the installation of the newly elected Officers and Members-at-large for the Board of Directors, and members for the Nominating Committee. Current Board and Nominating Committee members were asked to join in the installation to reaffirm their commitment by reciting the pledge. Barbara thanked the newly elected members for their willingness to serve.

**RECOGNITION OF ADULT VOLUNTEERS**

Sue Hansen, Chair of Adult Recognition Panel, presided over the recognitions of our outstanding adult volunteers who have been demonstrating their commitment to Girl Scouting. Several volunteers received Longevity Pins, including Karen Brown for 70 years as a Girl Scout member. Tamara Vineyard, Chair of the Council's Audit Committee, received the Capital Award for her outstanding work in helping to obtain clean audit opinions on financial statements over the past several years.

**PRESIDENT'S REMARKS – Barbara Krumsiek**

Barbara began her remarks by reporting on the Board's work for the last year, which included adoption of a Diversity, Equity, Inclusion, and Accessibility (DEIA) commitment statement for the Council. Her remarks ended with a farewell to Lidia.

The full remarks of the President are attached as "Addendum II" and incorporated by reference in these minutes.

**CHIEF EXECUTIVE OFFICER’S REMARKS – Lidia Soto-Harmon**

Lidia began her remarks by noting that this was her last Annual Meeting. Highlights of her remarks included some of the accomplishments during her tenure, which included membership, cookies, program, and signature programs such as Keys to Leadership and Encuentro de La Chicas. Lidia concluded her remarks by sharing that as she departs, Colleen Cibula, Chief Operating Officer, will be the Acting CEO as the board plans for the transition.

The full remarks of the Chief Executive Officer are attached as “Addendum III” and incorporated by reference in these minutes.

**NEXT MEETING AND ADJOURNMENT**

Barbara thanked everyone for participating in the Annual Meeting and announced that the next Annual Meeting is scheduled for Saturday, April 20, 2024.

There being no further business, the 61<sup>st</sup> Annual Meeting of Girl Scouts Nation’s Capital adjourned at 11:40 AM.

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Wendy White  
Secretary of the Board

**TREASURER'S REPORT**

**María Rodríguez**

Good morning, Girl Scouts! My goodness - what a tough act to follow!

Thank you, Ava and Eliana. You both certainly have Lidia's kindness, cleverness, and enthusiasm that we all love so much!

I am so happy to be here with all of you to report on our Council's financial condition. The main focus of my report is on the fiscal year that ended **September 30, 2022**, specifically, the Council's **Statement of Financial Position** and **Statement of Activities**.

The Council's financial statements, which are audited annually, were posted for your review before this meeting and are available on the Council's website.

I am pleased to report that our external accounting firm, Aprio LLP, formerly known as Aronson LLC, has stated that our financial statements accurately present our financial position in accordance with generally accepted accounting principles.

I am also delighted to let you know that in 2022, the Council experienced a strong rebound from the effects of the COVID-19 pandemic. We had great Cookie and Fall product sales and exceeded retail sales and contribution goals.

We operated two sleep-away camps last summer and are excited to have three running this summer at Camp Winona, Camp May Flather, and Camp Potomac Woods.

We can't wait to see many of you at camp this summer!

Ok, now for the details. Please feel free to follow along by scanning the QR code on the back of your name tag, swipe to see the agenda, and click on "Treasurer's Report- FY2022" or you can look at the big screen behind me.

I'm going to start with the **Council's Assets**. At the end of our fiscal year, our total assets were \$53.9 million.

The Council's assets are divided into three categories:

- Current Assets -- our cash, accounts receivable, shop inventory, and prepaid expenses;
- Investments -- our Board operating reserve and endowments; and
- Property & Equipment -- all our Fixed Assets.

The percentage of each category is shown on the first pie chart.

If you swipe your phone, you'll see the second pie chart we have up on screen, which shows the **Council's Liabilities** in two categories.

- Current Liabilities – our debts or obligations that are due within one year, like accounts payable and accrued payroll liability; and
- Long-term Liabilities – these are debts or obligations due in future years beyond one year, like deferred rent and capital leases.

Total Liabilities for 2022 were \$2.2M.

### **Let's move to the Council's Revenue**

Swipe your phone one more time and you'll see revenue without donor restrictions. These include revenue from the Girl Scout product programs, camping, donations from individuals, corporations and foundations, and financial COVID-19 relief from the government.

The Council had Net Sales of more than \$14.8 million, which includes sales from Fall Product, the Cookie Program, and the Girl Scout Shops. This represents a 50 percent increase from the previous year, primarily due to higher cookie sales.

Last year our Council was also fortunate to receive a \$3.8 million contribution from philanthropist MacKenzie Scott. We are very appreciative of her impactful gift, and the Council's leadership is currently developing a five-year spend plan for that contribution that aligns with the Council's strategic objectives.

We also earned some revenue from the two operating sleep-away camps I mentioned earlier, and some in-person camp programming.

The Government contribution on the pie chart is the full forgiveness of our second Paycheck Protection Program or PPP loan and one Employee Retention Credit payment. In total, our operating revenue was \$22.3 million, which is up 38% from the previous year.

**The next pie chart** shows the Council's expenses for fiscal year 2022.

- Program services are the costs associated with providing direct programs and services to girls and adults, which totaled \$12.6 million.
- The other expenses on the chart are for Council management, general administrative services, and fundraising. These expenses totaled \$3.4 million.

When you compare how money is spent on programs versus overhead, nearly 80% of Council expenses go directly to program services – to serve girls and support their leaders. We are grateful for how hard the Council staff works to ensure that year after year we exceed the industry benchmark of 70% for direct service expenditures.

This concludes my report looking back at our financial performance in fiscal year 2022. If you have specific questions about the financial statements, please get in touch with our Chief Financial Officer, Jessica McClain. She loves talking Girl Scout numbers!

**Before I exit the stage though**, let me give you a peek at fiscal year 2023.

I want to start by acknowledging our Council's challenges during this year's Cookie sale. Due to cookie inventory shortages, we had to delay the Direct Ship opening. As shortages continued during the season, only three cookie varieties were available online when Direct Ship opened in late February. And, the new online-only cookie, Raspberry Rally, also sold out in less than 24 hours.

I know lots of folks were disappointed that they couldn't try the new cookie, let alone order some of their all-time favorites.

These "supply chain" challenges have been happening since the beginning of the COVID-19 pandemic. And we are not alone. Disruptions in service and product delivery have affected many sectors and many organizations. We have worked with our cookie baker, Little Brownie Bakers, for almost 50 years and they share our concerns. I want you to know that they are committed to working with us to prevent these problems in the future.

We understand these challenges were difficult and have marveled at how our Girl Scout community responded. You sold over 4.4 million boxes of cookies, which is 6.7 percent more boxes than last year. WOW!

On behalf of the entire Council, we deeply appreciate all our Girl Scouts and dedicated volunteers who helped make this year's Cookie Program a success. Because of everyone's extraordinary efforts, our Council expects to end the fiscal year in good shape.

How about joining me in a round of applause for all of **YOU? Congratulations, Girl Scouts Nation's Capital!** Together, we've made a huge impact for Girl Scout programming across our region.

This concludes my report, which will be filed as presented.

Thank you.



**PRESIDENT'S REMARKS**

**Barbara Krumsiek**

Over the past year, we've made so much progress. All our volunteers, staff and Board members have worked tirelessly to ensure that our programs and initiatives meet all members' needs and provide them with valuable experiences that will help them develop into strong, confident leaders.

All our hard work could not have been possible without generous supporters like you, who donate and secure the resources we need to sustain and grow our programs.

**INVEST IN GIRLS**

Our Council's goal was to raise \$2,200,000 in donations - an increase of 10% over 2021. This goal was exceeded by over \$190,000—truly remarkable. Many thanks to everyone in our Girl Scout community and our corporate and foundation partners who made this possible.

The foundation of our development efforts is our family campaign, *SHARE Your Love of Girl Scouting*. I would like to take a moment to recognize all our SHARE Volunteers—at the Association, Service Unit and Troop level—who help to raise critical funding for our council. Thank you for all you do for us. In particular, I want to recognize Association 15 for exceeding this year's SHARE goal already!

Let's also give a round of applause to all the Service Units listed here who met or exceeded their goals.

Fantastic job everyone!

**ORLANDO HERE WE COME!**

This summer, our 33 national delegates are heading to Orlando for the Triennium, our 56<sup>th</sup> Girl Scout National Council Session which is similar to our Annual Meeting. Think about it as the governance gathering for the Girl Movement.

Our delegates consider a number of proposals that will impact issues such as the representation of Councils at the national level and the movement's commitment to the future of Girl Scouts.

We will once again be the largest voting delegation in the Girl Scout Movement! And with additional Girl Scouts and volunteers from our Council joining as visitors, we will surely be a force to be reckoned with! Raise your hand if you're going to Orlando!

Many thanks to all who are attending and representing our Council.

## **YOU BELONG IN GIRL SCOUTS!**

One of our major accomplishments the past year was the unanimous vote by the Board of Directors to adopt a diversity, equity, inclusion, and accessibility (DEIA) commitment.

In a world where people often feel isolated and disconnected, our Council is committed and continues to work hard to create a welcoming and inclusive environment that provides EVERYONE the opportunity to participate fully--as their authentic selves-- in the Girl Scout program and community.

With your vote of confidence, I am honored to serve as your President for another three years and continue to champion this important work.

## **FAREWELL TO LIDIA**

Today is a bittersweet day for me. Since I became your President, I have had Lidia by my side as our talented CEO. Today is literally her last day with Girl Scouts, and she leaves to become the President and CEO of the Student Conservation Association this Monday.

The commitment that all of you have made to Diversity, Equity and Inclusion is something that is very near and dear to Lidia's heart. So, I am thrilled that today I can announce that we have secured over \$100,000 for an endowment in honor of Lidia and her tenure with Girl Scouts. The *Con Corazon/With Heart* endowment is funded and growing.

Thank you to all who contributed and especially to the Meyer Foundation for the matching grant.

Lidia, we will continue to honor your *Con Corazón/With Heart* sentiment, because you've truly shown us that, "everything is done better when we do it with heart."

You, Lidia, have captured the hearts of so many—and to celebrate you—I'd like to welcome alumni of Camp CEO to join us on stage, for a special tribute.

Camp CEO alumni, thank you for such great energy, such an enjoyable moment to share with you all.

**CHIEF EXECUTIVE OFFICER'S REMARKS**  
**LIDIA SOTO-HARMON**

Hola! Buenos dias a todos- good morning, everyone! I can't believe this day is finally here. This is my 12<sup>th</sup> Annual Meeting! It is indeed with a mix of sadness and pride that I stand before you today and say, I am Lidia Soto-Harmon, your CEO, for one last time.

Most, if not all of you know, today is my last day in my role as CEO of Girl Scouts Nation's Capital, which means, this year, my remarks are going to be a little different. It's hard to put into words how special the last almost 19 years have been serving first as your Chief Operating Officer and for the last 12 years as your CEO. And believe me it's not an easy task, because I definitely don't have a shortage of memories with this incredible Council—you know I have a phone full of photos that I will always cherish and share.

In 2004, just before starting, I had no idea I was about to begin the journey of a lifetime. But from that first day, I knew everything I did from then had to be **Con Corazón /With Heart**.

And I knew I had to do everything in my power to make sure we strengthened our membership and were inclusive of All girls—so, I got to work and my whole family came along for the ride. My daughter Nina became a cute Brownie, and my son Tomas became a camp counselor for the Boys Unit at Camp Primavera.

In my personal mission to reach more girls, especially girls in underserved communities, I spearheaded, “Encuentro de Chicas Latinas,” a space where girls, who are not Girl Scouts just yet, can attend and learn about leadership from women who have succeeded despite adversity, and attend a place where they can learn just how powerful Girl Scouting can be in developing confidence and courage.

In the six years that I was your COO, I am proud that we developed the Young Leaders Program to reach college students to become troop leaders in underserved areas, that we worked through Keys to Leadership to include girls of all abilities. And who can forget the amazing DC Step Showcase where Girl Scouts competed at Trinity Washington University in the art of stepping!

Fast forward to August 26, 2010, when I was appointed CEO of Girl Scouts Nation's Capital. By this point, with the unwavering support of our volunteers and dedicated staff, we had already done some pretty amazing things to spread Girl Scouting far and wide... And I knew there was no stopping us.

Despite some speed bumps through the years, the 2008 economic downturn and most recently a global pandemic, we continued to pursue and achieve incredible goals like:

- Having the largest membership in Girl Scouting
- Having one of the largest cookie sales in the country!
- And having more than 200 Girl Scouts earning our highest award, the Gold Award, annually

Now, I want to also take a moment to acknowledge what Girl Scouts has done for me, personally. I wasn't kidding when I said Girl Scouts has always been more than just a job. And I truly believe this is where I grew up.

Yo me considero primera generación en este país-- I consider myself first generation in this country. My parents are Cuban immigrants, and I was raised in Ecuador and El Salvador. I love this picture of my older sister Ani and me. My dad said to us, "Ponganse bien feás!" And, coming to the United States at the age of 15, I faced my own challenges... challenges that lingered through my career—Girl Scouts really made me feel like I belonged, and it helped me build my own courage, confidence, and character.

Girl Scouts taught me how to **Raise My Hand**- especially when raising my hand meant helping our Council and most importantly our Girl Scouts. And along the way, my now adult children and beloved husband were with me every step of the way.

Let's talk about **CONFIDENCE** - In 2011, I was asked to join First Lady Michelle Obama to discuss her new Let's Move campaign at the White House. Of course, I thought that hundreds of people would be present. When I arrived, I noticed it was just a few leaders who had come in from all over the country. So, when I entered the room I saw a Winged Back Chair in the corner with my name, I thought, certainly the First Lady does not want Girl Scouts sitting in a corner- so I grabbed the chair and asked the gentleman you to scooch on over, and just like that, Girl Scouts had a seat at the table!

**CHARACTER** - I have learned a lot about Character from the three amazing leaders who served as Board Chairs of this amazing Council during my time. Diane Tipton was the Chair of the Board when I was appointed and together, we did Rock the Mall. Yes, I still have the happy birthday fascinator from that glorious event where we brought over 250,000 of our best friends to the National Mall for a celebration of our 100 years.

I had the incredible leadership of Faye Fields as my partner for six years as we continued to grow our Council and worked on so many great initiatives to ensure that girls always belonged. We lost Faye too soon, actually one month after her term as President of our Board ended. But I will forever be grateful for the many lessons of grace and resilience she taught me.

And my current Board Chair, Barbara, has taught me about character. I cannot think of a more capable leader to help select the next Chief Executive Officer for this great Council. Barbara has everything that we need at this moment. She is one of the smartest people I know, she is kind and sharp. Her story of growing up in Queens, New York, and knowing that she had found a place to belong in Girl Scouts has always touched me. She WILL use her immense talent to get us to the next level. I am so grateful to have had these past three years with her as our leader.

Just like our Girl Scouts, they have taught me to be bold and brave, to try new things, to plan for growth and to be a sister to those coming after us.

Thank you, Diane, Faye, and Barbara, I am grateful to you!

**COURAGE** - This one is bittersweet. Because of Girl Scouts, I have the courage to start a new chapter in my career with the Student Conservation Association as their new President and CEO. In this national role, I will help play a part in inspiring young people to protect and heal our environment for generations to come.

But I have no doubt that Nation's Capital will continue its path to excellence. Because over the last 19 years, you all have shown the courage, character, and confidence it takes to make big leaps and support all the girls we serve.

After today, Colleen Cibula, a 20-year veteran of the Council and current Chief Operating Officer, will take on the role of Acting Chief Executive Officer. And believe me when I tell you, you are in the very best of hands. Colleen and I have worked side-by-side and I'm confident she'll do everything she can to ensure this transition continues to be seamless. And with Jessica McClain, our talented Chief Financial Officer, at her side she will continue to make us strong.

I know that great things are ahead for our Council as Board Chair Barbara and this amazing board plan for the transition.

The saying goes, once a Girl Scout, always a Girl Scout. And, you know you have that in me. I will continue to champion Girl Scouts as a supporter, a fan, and most importantly as a donor. I am humbled and excited to learn today that the endowment to support diversity, equity, inclusion, and accessibility is fully funded and growing. Thank you for helping make that a reality. **Con Corazón /With Heart** is what I have hoped for us always.

Now, before we end the day, tengo un favor mas, I have one last favor to ask. Will you join me in taking one FINAL SELFIE with me as your CEO?

OKAY READY... ON 3 we say "**Con Corazón /With Heart.**"

ONE...TWO...THREE...

**Con Corazón /With Heart!**