



Girl Scouts Louisiana East, Inc.
Annual Meeting
Saturday, April 16, 2011

*RENEWING THE PROMISE
FOR THE NEXT
100 YEARS*

PROGRAM AGENDA

Annual Meeting to be Held at:

**Council Headquarters
841 S. Clearview Pkw.
New Orleans, LA 70121**



Girl Scouts Louisiana East, Inc.
Annual Meeting
Saturday, April 16, 2011

*RENEWING THE PROMISE
FOR THE NEXT
100 YEARS*

**VOTING MEMBER
WORKBOOK**

Annual Meeting to be Held at:

**Council Headquarters
841 S. Clearview Pkwy.
New Orleans, LA 70121**

GIRL SCOUTS

The Girl Scout Promise:

On my honor, I will try:
To serve God and my country,
To help people at all times,
And to live by the Girl Scout Law.

The Girl Scout Mission:

Girl Scouting builds girls of courage, confidence, and character,
who make the world a better place.

Girl Scout Movement Envisioned Future:

From their first encounter with Girl Scouts, girls enjoy the fun, friendship and power of girls together. In partnership with caring, committed adults, girls develop the strength, confidence, motivation, leadership and skills to succeed for a lifetime. Girls embrace the values of the Girl Scout Promise and Law as touchstones for life decisions.

Voting Member Handbook

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March, 2011

Dear Members of the Board and Board Development Committee, Delegates and Alternates:

How exciting it is to come together to share our third Anniversary as Girl Scouts Louisiana East, Inc. to prepare for our National Convention in Houston this November, and begin the celebration for the Girl Scout Centennial! It's the perfect opportunity for re-dedicating our love for Girl Scouting as we move towards our 100th birthday, March 12, 2012.

Renewing the Promise for the Next 100 Years

The excitement begins on Saturday, April 16, 2011 at Girl Scouts Louisiana East's corporate headquarters, 841 S. Clearview Pkwy., New Orleans, Louisiana 70121, we've enclosed a map for those not familiar with its location. Registration, coffee and refreshments will begin at 9:30am. All Delegates and visitors must be seated by 10am PROMPTLY and adjournment is scheduled for noon.

The Agenda includes the following State of the Council Reports; Board Development Committee report; and Election of Board Members and Board Development Committee members. As a Council voting member, your attention to information and issues reported is essential to the continued success of Girl Scouting in our 23-parish jurisdiction. Please study the enclosed material and share it with your service unit's and come informed, though not instructed. If for some reason you are unable to serve as your unit's representative, it is your responsibility to notify your Service Unit Administrator and your Service Unit's Alternate. Constituency Delegates, Board Members and Board Development Committee Members will have assigned seating. Please call or email the Receptionist at 504-733-8220 (800-644-7571) or jbermudez@gsle.org no later than April 1, 2011 to register.

As Adult Girl Scouts, let's practice living by the Girl Scout Promise and Law and our Motto: 'Be Prepared to give membership responsibilities a priority. Be prepared to participate in open honest dialogue, discussing those issues that matter most, especially agenda items to the National Convention. And most of all be prepared to contribute to the development of our growth into a High Capacity Council and our CELEBRATION of our 100th Birthday Year!

Yours **TRULY** in Girl Scouting,

A handwritten signature in blue ink that reads "Jackie Daniels".

Jacquelyn S. Daniels
Council Chair

Regional Service Center
545 Colonial Drive, Baton Rouge, LA 70806
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**GIRL SCOUTS LOUISIANA EAST, INC.
ANNUAL MEETING**

Renewing the Promise for the Next 100 Years

Council Headquarters

841 S. Clearview Pkwy.

New Orleans, LA 70121

Saturday, April 16, 2011 — 10:00 AM

CALL TO ORDER	Jacquelyn S. Daniels, Chair
INVOCATION	TBA
OPENING FLAG CEREMONY	Girl Scouts
INTRODUCTION(S)	Jacquelyn S. Daniels
CHIEF EXECUTIVE OFFICER'S MESSAGE	Jacqueline Alexander Chief Executive Officer
PRESIDENT'S MESSAGE Report of the Board's Work—April 2010 to Present	Jacquelyn S. Daniels
REGISTRATION & CREDENTIALS REPORTS MINUTES, 2010 ANNUAL MEETING ADOPTION OF ANNUAL MEETING RULES COUNCIL BY-LAWS	Robyn Merrick, Secretary
STEWARDSHIP REPORT	Linda Law-Clark, 1st Vice-Chair
BOARD DEVELOPMENT COMMITTEE REPORT	Angela Ashner-Cage, Chair
ELECTION OF BOARD MEMBERS-AT-LARGE, BOARD DEVELOPMENT COMMITTEE & DELEGATES TO NATIONAL COUNCIL MEETING	Jacquelyn S. Daniels
INSTALLATION AND REDEDICATION OF BOARD OFFICERS AND DIRECTORS AND BOARD DEVELOPMENT COMMITTEE	TBA
ANNOUNCEMENTS/ADJOURNMENT	Jacquelyn S. Daniels

GIRL SCOUTS LOUISIANA EAST, INC.
MINUTES OF THE 2ND ANNUAL MEETING
APRIL 24, 2010

CALL TO ORDER

The 2nd Annual Meeting of Girl Scouts Louisiana East, Inc. was held Saturday, April 24, 2010, at the Holiday Inn, 1500 E. Highway 30, Gonzales, LA 70737. The meeting was called to order by Chair Jacquelyn S. Daniels at 9:03a.m., “*What Did You Do Today?*” was the theme. Board Member Glenna Fallin, filled in for Secretary Robyn Merrick who was unable to be present.

INVOCATION

Former Board Chair and Member-at-Large Margie Loud Zeno gave the Invocation.

OPENING FLAG CEREMONY

Girl Scouts representing troops 40826/Service Unit 415 presented the Opening Flag Ceremony. Members stood and recited the Pledge of Allegiance and the Girl Scout Promise.

INTRODUCTIONS

Daniels introduced the Board of Directors, Board Development Committee members, Service Unit Delegates, guests, and Employed Staff.

INTRODUCTION OF KEYNOTE SPEAKER

Linda Law Clark, First Vice-Chair, introduced the Keynote Speaker, Sylvia Acevedo of the National Board of Directors, Girl Scouts of the USA.

“WHAT DID YOU DO TODAY?”

Sylvia Acevedo of the National Board of Directors, Girl Scouts of the USA presented “What did you do today?”, a compelling and inspiring narrative regarding the powerful impact that Girl Scouting has had on her life and that of her entire family, and how her destiny was forever changed through the core values that she learned as a young girl in Girl Scouts. She recounted to all present that pivotal moment in her girlhood when a troop leader halted a Brownie meeting in order to instruct her in the proper way to hand someone scissors (handles first). In addition, she spoke of her sister’s challenges after an unfortunate bout with meningitis, but who eventually triumphed in the Special Olympics and of her mother’s personal triumph of learning English and becoming a United States citizen, among other noteworthy accomplishments.

REPORT OF THE CEO

Chair Daniels introduced Alexander, who presented the new Marketing Campaign Video and power point presentation. She provided all present with a plethora of data regarding new brand, slogan, television commercials, radio spots, ads, color palette and all things Girl Scouts in order to make the 2010 campaign and beyond a resounding and unqualified success.

REPORT OF THE BOARDS’ WORK

Chair Daniels gave the following report on the work of the Board.

Board actions that occurred over these 12 months include:

- Received and accepted the 2009 Financial Audit by Laporte, Sehrt, Romig and Hand noting clean opinion
- Board members approved and signed individual Board Member Agreements, Confidentiality Policy, Conflict of Interest Agreement and Pledge Agreements
- Approved and extended the contract with DEMCO for the use of Camp Marydale as an emergency staging area until 2012
- Approved the Fund Development Policy
- Approved provisions to the Volunteer Policy

- All Board meeting minutes were approved and either published or corrected. Revised Board Agenda when necessary
- Used the consent calendar including e-Ballot reports, future meeting dates, etc.
- Reviewed the Management Report of the Chief Executive Officer and the current operations update and they received the report from the Board Chair's work
- Completed an annual performance assessment of the CEO
- Received and reported the recommendations of an operations review committee, reviewed annual giving reports, operating and capital budget and approved the proposed Agenda for today's meeting
- Approved the Formula for Determining the Number of Constituency Delegates for the annual meeting and date and Adult Recognitions Committee recommendations
- The following Board resignations were accepted with regret: Member-at-Large, Tammy Woods, Board Development Committee Members, Tammy Woods, Barbara Windshorst,
- The following Board appointments were approved: from the position of Chair of the Board Development Committee, Durinda Robinson, became a Member of the Board of Directors; and Bradley McCoy, in order to fill a vacancy on the Board
- Slate approved by the Board Development Committee to help with orientation and training

A major function of your Board of Directors is the Development and Stewardship of Resources.

- Thirteen individuals have notified us that they have made a Planned Gift to the Council and joined the Juliette Gordon Low Heritage Society. If you have made a Planned Gift through a will, insurance policy, Certificate of Deposit, stocks, bonds or other means which includes our Girl Scout Council and have not let us know, we want to know so we may welcome you to the Society's ranks.
- The "Mayor's Molding Girls Making Leaders" Multi-Year Funding event was held in November 2009 at the Audubon Tea Room raising \$34,359
- The "Mayor's Molding Girls Making Leaders" Multi-Year Funding event that was held this past March at the Lod Cook Alumni Center on the LSU campus brought the Council \$22,171
- There are now 20 members of the Molding Girls Making Leaders Society who have made pledges, a five year pledge joining at the Silver, Gold, Benefactor or Patron levels
- Are you a member of the Alumni Group, *Still Growing Strong*? If not, we ask you to please join that group. You can find that information on the GSLE web site
- Jackie and I also attended the National CEO Leadership Conference this past February in St. Louis. I also attended the Board Chair Leading High Performance Council's Training at the Ian Macy Service Center this past May, 2009

I thank you, our constituents, for the support you have given and are giving your Board of Directors and myself. It is truly appreciated.

REGISTRATION & CREDENTIALS REPORTS

ADOPTION OF ANNUAL MEETING RULES

Daniels: As we begin our order of business today, those authorized to vote will do so using one of the following methods: acclamation, standing or raising of hands.

The Chair recognizes Glenna Fallin who will be filling in for Secretary Robyn Merrick in presenting the Registration and Credentials Report, the Annual Meeting rules and Voter Member Workbook corrections.

Fallin: Thank you, Madam Chair. Are there any voting members who have not checked in with credentials? If so, please check in at this time. Madam President, the official report of the Registration Committee as of 9:30 a.m. Saturday, April 24, 2010 is as follows:

Board Members	15
Board Development Committee Members	3
Guests	17
Employed Staff	<u>26</u>
Grand Total	61

Madam President, on behalf of the Registration Committee, I move to adopt the Registration Committee's Report.

Daniels: The question is on the adoption of the Registration Committee’s Report. Does anyone want the numbers repeated? Are you ready for the question? All in favor signify by saying “Yes”, all against signify by saying “No”.

There being a majority vote in the affirmative, the Registrations Committee Report is adopted.

MOTION CARRIED

Fallin: Madam President, the Credentials Report is as follows:

Board Members	15
Board Development Committee Members	3
Constituency Delegates	<u>62</u> (Representing 32 Service Units)
Number eligible to vote	80

Madam President, I move adoption of the Credentials Report.

MOTION CARRIED

Daniels announced that a quorum had been established. Number of votes necessary to approve that the Credentials Report be approved read is 141.

CORRECTIONS TO THE VOTING MEMBER WORKBOOK

Corrections were made to voting member workbook as follows since some officers’ positions were placed incorrectly next to their names:

- Correction of Melinda Bourgeois position as 2nd Vice-Chair;
- Removal of continuing Board Members bio and the placement of term ending year (only) with no month.
- These corrections were printed in the current workbooks and require no action.

Fallin moved:

That the annual meeting rules be adopted as printed in the voting member workbook.

Linda Law Clark offered a second to the motion.

MOTION CARRIED

STEWARDSHIP REPORT

Treasurer and Finance Management Committee Chair Peggy T. Armstrong presented the Stewardship Report.

“The 2009 Audit will be presented at the March, 2010 Regular Board Meeting by our auditing firm, LaPorte, Sehr, Romig and Hand.

Girl Scouts Louisiana East, Inc. – Sources of Revenue: Where Does the Money Come From?

- Contributions and grants for 2009 were \$308,949 or 9% of total revenues, compared to \$356,096 or 10% of total revenues in 2008.
- United Way Contributions were approximately \$231,447 or 7% of total revenues in 2009. In 2008, United Way Contributions were \$257,203 or 7% of total revenues.
- Program Service Fees for 2009 were \$305,760 or 9% of total revenues, compared to \$284,538 or 8% of total revenues in 2008.
- Cookie and Fall Product Sales (net) were \$2,278,605 or 67% of total revenues in 2009, compared to \$2,521,997 or 71% of total revenues in 2008.
- Girl Scout Equipment Sales for 2009 were \$102,110 or 3% of total revenues. Sales were \$91,892 or 3% of total revenue in 2008.

- Investment and Miscellaneous Income were \$155,124 or 5% of 2009 revenue. This item was \$45,621 or 1% of total revenues in 2008.
- Total 2009 Revenue was \$3,381,994 as compared to \$3,557,347 for 2008.

Girl Scouts Louisiana East, Inc. – Expenditures: Where Does the Money Go?

- 76% or \$2,912,787 was for program delivery
- 6% or \$246,249 was for fund development
- 18% or \$707,081 was for management and general

Girl Scouts Louisiana East, Inc. – How Do We Measure Up?

- The cookie and fall product sales accounted for 67% of our 2009 revenue while contributions and United Ways were only 16%. We are working toward GSUSA’s standards of only 50% of our revenue from product sales and 33% from contributions. We must increase the role of fund development to achieve this goal.
- Another GSUSA financial standard is to have a six-month reserve. We have made this a priority and at the end of 2009 we had a 5.4 month reserve. The future financial security of our Council depends upon such stable fiscal management..

Armstrong concluded her report by thanking everyone for their continued support of the cookie sale, fall product sale and annual giving.

BOARD DEVELOPMENT COMMITTEE REPORT

Durinda Robinson, Board Development Committee Chair – GSLE Board Development Committee would like to make a nomination from the floor in accordance to the Council By-laws, Article 5, Section 4C nomination can be made from the floor providing the Council received written consent of the nominee has been secured by the Board Chair, no less than 7 business days before the annual meeting. The Board Development Committee would then establish the eligibility of the individual so nominated in accordance with these by-laws and inform the Chair the findings prior to the annual meeting. Having met the criteria the GSLE Board Development Committee is proud to present the following nominees: Ending 2012, Chair Jacquelyn Daniels, 1st Vice-Chair Linda Law Clark, 2nd Vice-Chair Melinda Bourgeois, Treasurer Peggy Armstrong and Secretary Robyn Merrick, member at large elected from the floor ending 2011, Angela Ashner-Cage, member at large to fill a vacancy ending 2012, Ethel Madden, Kizzy Payton, members at large ending 2013, Tressa Fuller, Desiree’ Honore’, Tres Hood, Lyndia Jones, Julie LeBlanc, Bradley McCoy, Board Development Committee Chair ending 2011 Durinda Robinson, Board Development Committee member to fill vacancy ending 2011 Angela Ashner-Cage.

Robinson moved:

That the slate be elected by acclamation.

MOTION CARRIED

INSTALLATION AND REDEDICATION OF BOARD OFFICERS, DIRECTORS AND BOARD DEVELOPMENT COMMITTEE

Carried out by Sylvia Acevedo

OUTGOING BOARD MEMBERS

Chair Daniels presented tokens of appreciation to outgoing Board Members Perry Sholes and Cheri Gioe.

ANNOUNCEMENTS/ADJOURNMENT

There being no further business to come before the Council, Daniels adjourned the 2nd Annual Meeting of the Girl Scouts Louisiana East, Inc. at 10:31am, April 24, 2010.

Cherrill A. Morvant, Recorder

Attest:

Robyn Merrick, Secretary

Jacquelyn S. Daniels, Board Chair

Attachments (To Official Minutes Only)

Girl Scouts Louisiana East, Inc. ANNUAL MEETING RULES

Girl Scouts Louisiana East, Inc. meets annually. Notice of the time, place, and purpose of the meeting is sent to each Girl Scout Delegate and Alternate, and to each member of the Council Board of Directors and Board Development Committee.

1. This Annual Meeting will be conducted in accordance with:
 - The Constitution and Bylaws of Girl Scouts of the U.S.A., and
 - The Articles of Incorporation and Bylaws of Girl Scouts Louisiana East, Inc., and
 - Robert's Rules of Order Newly Revised
2. Only Delegates, Board members and Board Development Committee members shall be seated in the area reserved for voting members.
3. The Credentials Committee shall report the number of Delegates elected by the Service Unit members of the Board of Directors and member of the Board Development Committee that are present. The Committee shall also report on how many service units are represented, and whether or not a quorum has been established.
4. Regular reports of the Chief Executive Officer, Board of Directors, plus any proposals presented by the Board, will be included in the Call to the Annual Meeting and placed on the Agenda.
5. The following practices and customs observed by speakers and other members in an assembly assist in the carrying on of debate in a smooth and orderly manner:
 - All questions and debate shall be directed to the presiding officer.
 - All motions made shall be given to the chair in writing on the official motion sheets provided at the meeting.
 - Every speaker shall identify her/himself by name and position in Girl Scouting prior to beginning her/his remarks.
 - A Council member:
 - may speak for only two minutes in debate. Timing of the two-minute period allowed the speaker for debate should begin immediately following the required identification.
 - shall confine remarks to the merits of the pending question.
 - may speak a second time on a question only if every other Council member wishing to speak a first time shall have done so.
 - shall speak only twice on the same question.
 - speaking on a question may not move to close debate (move the previous question).
 - must be seated during an interruption by the chair.
 - refrain from disturbing the assembly (i.e., whispering, walking across the floor).**ALL CELL PHONES, BEEPERS, ETC. ARE TO BE TURNED OFF.**
6. In case of fire or other great emergency, the Chair has the right and the duty to declare the assembly adjourned to some other time (and place if necessary), if it is impracticable to take a vote, or in her/his opinion, dangerous to delay for a vote.
7. This assembly provides a smoke-free environment.

GIRL SCOUTS LOUISIANA EAST, INC
BYLAWS

ARTICLE I. NAME

The name of this organization shall be Girl Scouts Louisiana East, Inc., hereinafter referred to as the “Council”.

ARTICLE II. PURPOSE

The purpose for which the corporation is formed is exclusively charitable and educational as contemplated by Section 501(C)(3) of the Internal Revenue Code of 1954. Any reference herein to any provision of such code shall be deemed to mean such provision as now or hereafter existing, amended, supplemented, or superseded as the case may be.

The specific and primary purpose for which this corporation is formed is to offer all girls residing within its jurisdiction an opportunity to participate in the Girl Scout program in accordance with the purpose of the Girl Scout movement in the United States of America, and to that end to develop, manage, and maintain Girl Scouting throughout the area of its jurisdiction in such a manner and subject to such limitations as prescribed by the Constitution, the Bylaws, and the policies of the Girl Scouts of the United States of America, and by the terms of the charter granted to this corporation by the Girl Scouts of the United States of America.

ARTICLE III. MEMBERS

Section 1. Eligibility

Individuals eighteen (18) years of age or older, registered through the Council, are eligible to be members of the Council.

Section 2. Composition

A. Membership of the Council shall consist of:

1. Delegates elected by the service units as described in Article X;
2. Elected members of the Board of Directors, herein after referred to as the “Board”; and
3. Members of the Council board development committee.

B. The total number of members in the Council should not be less than 80.

C. At least two-thirds (2/3) of the members of the Council must be elected by the service units.

Section 3. Election & Voting Procedures

A. Each Service Unit shall elect delegates and alternates in accordance with the policies and procedures established by the Board.

B. Each Service Unit shall be entitled to elect 1 delegate plus additional delegates based on registered girl membership at the close of business on September 30. The formula to determine number of delegates is administered and determined by the Board.

C. Term and Vacancies

1. Delegates must be registered Girl Scouts.

2. Delegates serve a term on one year or until their successor is elected. Delegates should not

serve more than six consecutive years in this position.

3. Terms of office shall coincide with the membership year, with elections to take place within thirty days of September 30.

Section 4. Duties – Council Members

The members of the Council shall:

A. Elect the members of the Board, the officers, the members of the board development committee, and the delegates and alternates to the National Council of Girl Scouts of the United States of America;

B. Determine the general lines of direction for Girl Scouting within the jurisdiction of the Council by receiving and responding to reports and information from the Board;

C. Amend the articles of incorporation and Bylaws;

D. Take all other action requiring membership vote;

E. Conduct such other business as may, from time to time, come before the members.

Section 5. Duties – Delegates

Delegates shall in addition to their identified duties and responsibilities to the Council, shall represent the members of the council in the policy-influencing and decision- influencing process by:

- A. Attend and participate in bi-annual delegate meetings, at which training shall be provided by the Board, special meetings as called by the Chair of the Board and the Council annual meeting.
- B. Report to their Service Units Council/Board decisions and reasons for same.
- C. Attend briefing meetings conducted by the Council and participate as requested when reactions to Council/Board business are being considered, communicating the broad view of opinions present within their service units.
- D. Guide the Delegate Core Committee in their responsibilities as outlined herein.

Section 6 – Delegate Core Committee - Policy Influencing Liaison

A. Composition

The delegate core committee shall consist of five (5) to eight (8) delegates. The second vice-chair shall be an ex officio member of and shall serve as chairman of the delegate core committee.

A. Method of Election and Term

Each service unit may nominate one of its delegates for election to the delegate core committee. The delegate core committee will be elected by plurality from a ballot of all nominees at the first delegate meeting of the year. Terms will be for one (1) year concurrent with the term as delegate or until their successors are elected.

A. Duties

The delegate core committee shall:

1. Give input and reaction to proposed plans and policy matters being considered by the Board;
2. Initiate proposals which foster and improve Girl Scouting within the Council for consideration by the Board;
3. Consider ways of improving the quality of Girl Scouting in the service units;
4. Distribute to delegates information received from the Board;
5. Perform other such duties as may be designated by the Board.

A. Meetings

Meetings of the delegate core committee may be called by the chairman and shall be called at the written request of a majority of the delegate core committee. A majority of committee members shall be present in person to constitute a quorum for the transaction of business.

Section 7. Vacancies

The chair with approval of the Board shall fill Council delegate and delegate core committee vacancies for the remainder of the unexpired term.

Section 8. Annual Meeting

The Annual meeting of the Council shall be held at such time and place as may be determined by the Board provided it is held within 120 days following the close of the fiscal year. Notice of the time, place, and purpose of the meeting, together with the slate of nominees for all offices and positions to be filled pursuant to these Bylaws, shall be given in writing to each member of the Council not less than thirty (30) days before the meeting.

Section 9. Special Meetings

Special meetings of the Council shall be called by the chair, within fourteen (14) days, upon written request of two-thirds (2/3) of the members of the Board or of twenty-five (25) percent of the members, provided that at least a majority of the service units are represented, for any purpose within the Council, at any time. The purpose of such meetings shall be stated in the written request. No business shall be transacted except that for which the meeting has been called. Notice of time, place and purpose of the meeting shall be communicated in writing to the Council by the member. Notice must be given not more than thirty (30) days and not less than ten (10) days before the meeting.

Section 10. Quorum

Twenty-five (25) percent of the members of the Council shall be present in person, or through agreed-upon telecommunication, to constitute a quorum for the transaction of business, provided, however, that a majority of the service units shall have at least one (1) of their elected delegates present at each such meeting.

ARTICLE IV. OFFICERS

Section 1. Number and Title

The officers of the Council shall be the chair; a first vice-chair; a second vice-chair; a secretary; a treasurer; and the chief executive officer, who shall serve without privilege of vote.

Section 2. Election, Term and Vacancies

The chair, vice-chairs, secretary and treasurer shall be elected by the members of the Council for a term of **two (2)** years, or until their successors are elected. No member shall hold more than one position at a time. An officer shall serve for no more than **three (3)** consecutive terms in any one office or combination of the offices of vice-chairs, secretary or treasurer. Regardless of the number of consecutive terms served, any person shall be eligible to serve **two (2)** consecutive terms as chair. Terms of office shall begin at the close of the annual meeting at which elections are held. A vacancy among the officers, other than the chair, shall be filled by the Board until the next annual meeting. In the case of a permanent vacancy in the office of chair, the vice-chairs will succeed in order of their rank until the next annual meeting. In the case that no vice chair is able to accept such, the Board shall have the power to elect the chair from its own membership to serve until the next annual meeting.

Section 3. Duties

The duties of the officers shall be as follows:

A. The Chair shall:

1. Be the chief corporate officer of the corporation and preside at all meetings of the Council, the Board and the executive committee;
2. Be responsible for seeing that the items of direction given by the Council and the actions of the Board are carried into effect;
3. Report to the membership and the Board on the conduct and management of the affairs of the Council;
4. Insure that the vice-chairs are appropriately included in the conduct and management of the affairs of the Council to facilitate continuity and the possible ascension of the vice-chairs to the office of chair;
5. Be an ex officio member of all committees established by the Board;
6. Have such other powers and perform such other duties as may be assigned by the Board or prescribed elsewhere in the Bylaws.

- A. The vice-chairs shall have the following duties:
 - 1. In temporary absence or disability of the chair, the vice-chairs in order of their rank shall preside at meetings of the Council and of the Board;
 - 2. They shall have such other powers and perform such other duties as may be assigned by the chair;
 - 3. The first vice-chair shall insure an understanding of the overall conduct and management of the affairs of the Council through coordination with the chair for a possible nomination to the office of chair;
 - 4. The second vice-chair shall serve as chairman of the delegate core committee.

- A. The secretary shall:
 - 1. Be responsible for seeing that notices are issued of all meetings of the Council and the Board and that minutes of the meeting are kept;
 - 2. Be responsible for the custody of corporate books, records and files;
 - 3. Serve as historian;
 - 4. Exercise powers and perform such other duties usually incident to the office of secretary or as may be assigned by the chair and Board.

- A. The treasurer shall:
 - 1. Be responsible for monitoring the control, receipt, and custody of all assets of the Council;
 - 2. Be responsible for monitoring disbursements as authorized by the Board;
 - 3. Be responsible for keeping accurate accounts of monies received and paid out;
 - 4. Be responsible for execution of contracts or other instruments authorized by the Board;
 - 5. Be responsible for preparation and issuance of financial statements and reports;
 - 6. Be ex officio a member of the finance committee;
 - 7. Be responsible for monitoring investment of the funds of the Council in accordance with the direction of the finance committee subject to the supervision of the Board;
 - 8. Exercise the powers and perform such other duties usually incident to the office of the treasurer or as may be assigned by the chair or Board.

- A. The chief executive officer shall be appointed by the Board to hold office at its pleasure and shall serve as an officer of the Board without vote. The chief executive officer shall:

1. Be the chief executive officer of the Council;
2. Be responsible for providing advice and assistance to the Council, the Board, the chair and other officers, and the committees;
3. Be responsible for administering the total operations of the Council;
4. Have the authority to employ and release all employed staff in accordance with policies adopted by the Board;
5. Have such other powers and perform such other duties as may be designated by the Board through the chair.

Section 4. Removal

An elected officer may be removed, with or without cause, by a vote of two-thirds (2/3) of the total membership of the Board. An elected officer who is absent from **two (2)** consecutive Board meetings without good cause and communication of same will be deemed to have resigned and shall be notified by the Board in writing of same.

ARTICLE V. BOARD DEVELOPMENT COMMITTEE

Section 1. Composition

There shall be a board development committee of the Council of seven (7) elected members, of whom, two (2) shall be elected from among the members of the Board. The board development committee chair shall be an ex-officio member, if not already a member, of the Board, and shall serve with full privilege of vote. The majority of the board development committee shall be non-Board members. The chief executive officer shall attend all meetings of the board development committee to provide support and ensure continuity. This responsibility should not be delegated.

Section 2. Terms

A. Members of the initial committee shall be elected by the members of the Council for a term of three (3) years, or until their successors are elected. Members of successive board development committees shall be elected for a term of two (2) years and shall not be eligible again for board development committee membership until after a lapse of one (1) year.

The chair of the committee shall be appointed by the chair with Board approval from among the committee members for a term of one (1) year and may serve no more than two (2) terms as chair. A vacancy in the office of the chair

shall be filled by the president with Board approval for the remainder of the unexpired term.

- A. Terms of office shall begin at the close of the annual meeting at which the elections are held, and shall expire at each annual meeting of the Council. The Board shall have the power to fill vacancies in the committee until the next annual meeting of the Council.

Section 3. Quorum

A majority of the members of the committee shall be present in person, or through agreed-upon telecommunication, to constitute a quorum for the transaction of business provided that the number of elected Board members does not exceed the number of non-Board members.

Section 4. Duties

- A. The committee shall present to the membership at the annual meeting a single slate of nominees for officers of the Council, a single slate of nominees for members-at-large of the Board, and a single slate of nominees for members of the board development committee.
- B. At a meeting of the Council held in the year of the regular meeting of the National Council Meeting of Girl Scouts of the United States of America, the committee shall in addition, present to the membership a single slate of nominees for delegates to the National Council meeting, and a single slate of nominees to fill vacancies among elected delegates, should vacancies occur.
- C. Nominations may be made from the floor at the Council meeting, provided that written consent of the nominee has been secured and submitted to the Board Chair no later than seven (7) business days before the annual meeting. The board development committee will then establish the eligibility of the individuals so nominated "in accordance with these Bylaws" and inform the chair of their findings prior to the annual meeting.

Section 5. Removal

A member of the board development committee who is absent from three (3) consecutive meetings without good cause and communication of same will be deemed to have resigned and shall be notified by the Board in writing of same.

ARTICLE VI. ELECTION PROCEDURES

Section 1. Election of officers, directors-at-large, Board Development Committee members, and National Council delegates shall occur by one of the methods listed below. Only one (1) method may be used for an election; there shall not be a combination of voting methods during an election.

Section 2. The method of voting to be used during a particular election cycle shall be determined by the board of directors. The methods which may be used are:

- A. at the annual meeting by members present in person or linked by telecommunication or by means such that all members participating in the meeting are able to hear one another and participate in the proceedings; or
- B. by mail ballot in accordance with the procedure established by the board of directors.
 - i. If this method is utilized, members shall be notified that election will be held by mail ballot **no less than 10 and no more than 30** days prior to the annual meeting at which election results will be announced.
 - ii. A majority of ballots cast by mail shall elect, provided that at least the number of members required for a quorum at the annual meeting shall have cast a ballot.
- C. Electronic Voting: Voting through electronic means will be permitted as deemed necessary by the Board.

ARTICLE VII. BOARD OF DIRECTORS

Section 1. Composition

The Board of Directors shall consist of fifteen to twenty nine members, including the five officers of the Council, and the elected Directors, herein called “members-at-large”. 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 but if not a member, shall not be counted as to maximum members.

Section 2. Election and Term

The members-at-large shall be elected by the members of the Council for a term of three (3) years, or until their successors are elected and shall serve for no more than two (2) consecutive terms. Terms of office shall begin at the close of the annual meeting at which the elections are held. The term of office of one-third (1/3) of the members-at-large shall expire at each annual meeting of the Council. Regardless of the number of consecutive terms any person shall have served as a member-at-large, such person shall be eligible to be a member of the Board when serving as an officer or as chair of the board development committee.

A person who has served more than half of a term in an office (as the term for the office is set forth in the Bylaws), either by reason of appointment and/or election, shall be considered to have served the full term for the purpose of determining eligibility to serve additional terms in that office or another position.

Section 3. Duties

- A. The Board shall manage the corporate business and affairs of the Council, except as otherwise provided in these Bylaws or the articles of incorporation.
- A. The Board shall appoint the chief executive officer to serve at its pleasure.
- A. The Board is accountable: to the elected membership for managing the affairs of the Council; to the Board of Directors of GSUSA for compliance with the charter requirements; to the state in which it is incorporated for adhering to state corporate law; and to the federal government in matters relating to legislation affecting nonprofit and non-stock organizations.
- A. The Board shall communicate regularly with the delegate core committee about issues concerning program or of interest to the membership at large.
- A. The Board shall be responsible for maintaining the following fiscal policies and responsibilities:
 - 1. Any contributions, bequests and gifts made to the Council shall be accepted or collected as authorized by resolution of the Board of Directors. Guidelines for accepting contributions shall be established by the Board.
 - 2. All funds of the Council shall be deposited to the credit of the Council, under such conditions and in such banking institutions as shall be designated by the Board.

3. Approvals for signatures necessary on contracts, checks and orders for the payment, receipt or deposit of money, and access to securities of the Council shall be provided by resolution of the Board.
4. All persons having access to, or major responsibility for, the handling of monies and securities of the Council shall be bonded, as provided by resolution of the Board.
5. The annual budget of estimated income and expenditures shall be approved by the Board. No expense shall be incurred in excess of the total budgetary appropriations without prior approval of the Board.
6. A certified public accountant or other independent public accountant shall be retained by the Board to make an annual examination of the financial accounts of the corporation. A report of all examinations shall be submitted to the Board and to Girl Scouts of the United States of America.
7. Independent legal counsel should be consulted by the Council to:
 - a. Ensure compliance with federal and state requirements;
 - b. Review and advise on any and all legal instruments the Council executes, such as leases, contracts, property purchases or sales;
 - c. Review and advise on any official statements developed for the press and media.
1. Title of all property (with the exception of troop equipment) shall be held in the name of the Council.
2. A summary report of the financial operations of the Council shall be made at least annually to the membership and to the public.
3. The Board shall establish investment policies for the funds of the Council in accordance with the direction of the finance committee.

Section 4. Vacancies

Except as provided and/or restricted in these Bylaws, vacancies in the Board occurring by death, resignation, creating of new Directorships, or otherwise; shall be filled until the next annual meeting of the Council by affirmative vote of the remaining Directors then in office at any special meeting of the Board called for that purpose or at any regular meeting. A quorum is not necessary. Nominees shall be presented by the board nominating committee made up of the Board chair and two additional members of the board of directors.

Section 5. Regular Meetings

Regular meetings of the Board shall be held at such time and place as may be determined by resolution of the Board, except that the Board shall meet no less than six (6) times annually, including the annual meeting. Notice of time, place and

purpose of the meeting shall be mailed to each director not less than five (5) business days before the meeting. Participation by electronic communication is permitted.

Section 6. Special Meetings

Special meetings may be called by the chair, and shall be called upon written request of eight (8) Directors or written request of three (3) officers. The purpose of such meetings shall be stated with the request, and no business shall be transacted except that for which the meeting has been called. Special meetings of the Board shall be held at the same place that the regular meetings of the Board are held, unless otherwise determined by the Board.

Section 7. Quorum

A majority of the members of the Board shall be present in person, or by other permitted telecommunication means, to constitute a quorum for the transaction of business.

Section 8. Removal

Upon a Board member's unexcused absence from a **one (1)** meeting within a year, the secretary shall send a letter to said member informing him/her of the date, time and place of the next meeting and that failure to attend shall result in immediate removal from the Board. A member of the Board of Directors who is absent from **two (2)** meetings without good cause and communication of same will be deemed to have resigned and shall be notified by the Board in writing of same.

Section 9. Voting

Each member shall be entitled to one vote which may be cast in person or by other approved electronic or telecommunication means.

ARTICLE VIII. EXECUTIVE COMMITTEE

Section 1. Composition

The executive committee shall be composed of the elected officers of the Council and three members-at-large from the Board of Directors. The three members-at-large shall be elected by majority vote of the Board of Directors to serve for a term of one year.

Section 2. Duties

The executive committee shall have, and may exercise, the power of the Board in the interim between Board meetings, except that the executive committee shall not have the power to adopt the budget, to take any action which is contrary to, or a substantial departure from, the direction established by the Board, or which represents a major change in the affairs, business, or policy of the Council. The executive committee shall submit reports to the Board on actions taken.

Section 3. Meetings

The executive committee shall meet at the call of the chair or at the written request of three (3) members of the executive committee, three (3) days notice having been given.

Section 4. Quorum

A majority of the members of the committee shall be present in person or through agreed-upon telecommunication to constitute a quorum for the transaction of business.

ARTICLE IX. BOARD COMMITTEES AND TASK GROUPS

Section 1. Establishment

The Board may establish standing committees, study groups, special committees, and/or task groups, as it deems necessary. The name of the subcommittee, its duties and its responsibilities are determined by the Board.

Section 2. Composition

The chair shall appoint the chair and the members of the committees and/or task groups with the approval of the Board.

Section 3. Terms and Duties

The composition, appointment and term of the chair, appointment and term of members, duties and quorum will be established by the Board at their discretion for each committee established under Section 1.

Section 4. Task Groups

Task groups shall have names and duties as determined by action of the Board and will remain in existence only as long as needed to complete the designated charge.

ARTICLE X. NATIONAL COUNCIL DELEGATES

Section 1. Election

- A. The delegates the Council is entitled to elect to the National Council Meeting of the Girl Scouts of the United States of America shall be elected by the members of the Council at a meeting held in the year of the regular meeting of the National Council.
- B. Delegates shall be citizens of the United States of America; shall be elected from the active members of the Girl Scout movement registered through the Council, eighteen (18) years of age or older; and shall serve for a term of three (3) years from the date of their election, or until their successors are elected.
- C. At least a majority of the delegates shall be volunteer members of the Council. In the case where there are only two (2) delegates, at least half shall be volunteer members of the Council.
- D. Alternates shall be elected at the same time and in the same manner as the delegates.

Section 2. Vacancies

The Board, or the chair in the absence of a meeting of the Board, shall fill delegate vacancies from the elected alternates. If no alternates are available to fill the vacancies, the Board, or the chair in the absence of a meeting of the Board, shall have the power to fill vacancies among the delegates until the next meeting of the Council.

ARTICLE XI. PARLIAMENTARY AUTHORITY

The rules contained in Robert's Rules of Order Newly Revised, in its most recent revision, shall be the parliamentary authority governing the meetings of the Council, Board, constituencies and all committees, subject to the laws of the State of Louisiana, and the Council articles of incorporation, these Bylaws and any special rules of order the Council may adopt.

ARTICLE XII INDEMNIFICATION

The council shall indemnify directors and officers against losses actually and reasonably incurred in connection with the defense of any action, suit, or proceeding relating to the performance of their duties to the extent permitted by law.

ARTICLE XIII. AMENDMENTS

These Bylaws may be amended by a two-thirds (2/3) vote of members of the Council present and voting at any duly called meeting of the Council, provided that the proposed amendment shall have been included in the notice of meeting.

The Board has the authority to amend the bylaws relative to technical changes brought about by GSUSA or governmental regulations. These amendments will be ratified by the Council at the next annual meeting.

**ARTICLES OF INCORPORATION
OF GIRL SCOUTS LOUISIANA EAST, INC.**

Adopted May 8, 2008

**ARTICLE I
NAME**

The name of this corporation is Girl Scouts Louisiana East, Inc.

**ARTICLE II
PURPOSE**

The purpose for which the corporation is formed is exclusively charitable and educational as contemplated by Section 501(C)(3) of the Internal Revenue Code of 1954. Any reference herein to any provision of such code shall be deemed to mean such provision as now or hereafter existing, amended, supplemented, or superseded as the case may be.

The specific and primary purpose for which this corporation is formed is to offer all girls residing within its jurisdiction, an opportunity to participate in the Girl Scout program in accordance with the purpose of the Girl Scout movement in the United States of America, and to that end to develop, manage and maintain Girl Scouting throughout the area of its jurisdiction in such a manner and subject to such limitations as prescribed by the Constitution, the Bylaws, and policies of Girl Scouts of the United States of America, and by the terms of the charter granted to this corporation of Girl Scouts of the United States of America.

**ARTICLE III
POWER**

In furtherance of its purpose, the corporation shall have the following powers:

1. To hire, lease, buy, inherit, or otherwise acquire and hold land, buildings, equipment, or other real or personal property for a Girl Scout office, camp, or similar purpose, and to build, construct, operate, and manage the said property

for the benefit of Girl Scouting; to rent, lease, mortgage, or sell all or any part of such real or personal property acquired by said corporation.

2. To have and to exercise all of the powers now and hereafter provided by the laws of the State of Louisiana in furtherance of the purposes hereinbefore expressed except that the corporation shall not have the power to carry on propaganda, or participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

ARTICLE IV **TERM**

This corporation shall have perpetual existence, provided that a charter from Girl Scouts of the United States of America is held by the corporation.

ARTICLE V **NON-PROFIT**

This corporation is a non-profit corporation and is organized on a non-stock basis.

ARTICLE VI **REGISTERED OFFICE AND AGENT**

The registered office of the corporation shall be at 841 S. Clearview Parkway in the City of Jefferson, Parish of Jefferson, State of Louisiana. The registered agents are the Chief Executive Officer Jacqueline K. Alexander and the General Counsel for the corporation Kenneth P. Carter.

ARTICLE VII **MEMBERSHIP**

The members of the corporation shall be registered members of the Girl Scout movement, 18 years of age or older. Membership of the corporation shall consist of:

- (a) Delegates elected by the service units as defined in the Bylaws and

(b) The members of the Board of Directors and the members of the board development committee, as provided for in the Bylaws, who are not otherwise members of the corporation all or whom shall be ex officio members of corporation. At least two-thirds of the members must be elected by the service units. All members shall hold membership only for the term to which they have been elected.

ARTICLE VIII **MEETING OF MEMBERSHIP**

There shall be at least one meeting of the corporate membership each year.

ARTICLE IX **BOARD OF DIRECTORS**

This corporation shall be governed by a Board of not less than 15 Directors which shall exercise all the corporate powers and responsibilities of this corporation and shall have all the authority which this corporation may delegate to the Board of Directors under the law except as may be otherwise provided in the Bylaws or Articles of Incorporation.

ARTICLE X **ASSETS AND EARNINGS**

None of the assets or earnings of the corporation shall be paid or inure to or for the benefit of any of its members, Directors, officers, or other employees, or any other individual whether before, upon, or after dissolution or liquidation, except as reasonable compensation for services rendered, property transferred or as reimbursement for expenses incurred in conducting its affairs.

ARTICLE XI **DISSOLUTION**

In the event of the dissolution or final liquidation of the corporation after all liabilities and obligations of the corporation have been paid, satisfied, and discharged or adequate provision made therefore, all remaining property and assets

of the corporation shall be placed in trust with Girl Scouts of the United States of America for the benefit of Girl Scouting, pending future determination by Girl Scouts of the United States of America as to what disposition of such assets will best serve the interests of Girl Scouting for the territory over which the corporation had jurisdiction.

ARTICLE XII **AMENDMENTS**

These articles may be amended by a two-thirds vote of the members voting at the members meeting provided that the proposed amendments shall have been included in the notice of the meeting.

GIRL SCOUTS LOUISIANA EAST INC
STATEMENTS OF FINANCIAL POSITION
DECEMBER 31, 2010

GIRL SCOUTS LOUISIANA EAST, INC.
Statement of Financial Position
December 31, 2010

Assets

Cash and Cash Equivalents	\$	1,381,676
United Way Receivable		92,000
Accounts Receivable		2,214
Unconditional Promises to Give, Net		66,772
Investments		480,712
Investments, Restricted		28,737
Inventory		124,261
Prepaid Expenses		9,217
Land, Buildings and Equipment, Net		<u>2,390,271</u>

Total Assets \$ 4,575,860

Liabilities and Net Assets

Liabilities

Accounts Payable	\$	54,772
Due to Girl Scouts USA		4,468
Accrued Expenses and Other Liabilities		<u>30,017</u>

Total Liabilities 89,257

Net Assets

Unrestricted		4,296,061
Temporarily Restricted		161,805
Permanently Restricted		<u>28,737</u>

Total Net Assets 4,486,603

Total Liabilities and Net Assets \$ 4,575,860

GIRL SCOUTS LOUISIANA EAST, INC.
Statement of Activities
For the Year Ended December 31, 2010

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Public Support and Revenue				
Public Support				
Annual Giving	\$ 110,795	\$ 157,235	\$ -	\$ 268,030
United Way	-	208,732	-	208,732
Total Public Support	110,795	365,967	-	476,762
Revenue				
Sales of Cookies				
Gross Revenue	3,664,023	-	-	3,664,023
Cost of Cookies	(896,368)	-	-	(896,368)
Troop Bonuses	(498,151)	-	-	(498,151)
Net Sales of Cookies	2,269,504	-	-	2,269,504
Program Service Fees	353,832	-	-	353,832
Sales of Fall Products				
Gross Revenue	292,465	-	-	292,465
Cost of Product	(119,260)	-	-	(119,260)
Troop Bonuses	(52,628)	-	-	(52,628)
Net Sales of Fall Products	120,577	-	-	120,577
Sales of Uniforms and Insignias				
Gross Revenue	294,015	-	-	294,015
Cost of Goods Sold	(190,680)	-	-	(190,680)
Net Sales of Uniforms and Insignias	103,335	-	-	103,335
Other Revenue				
Investment Return, Net	49,336	-	-	49,336
Gifts In Kind	12,778	-	-	12,778
Miscellaneous Income	12,267	-	-	12,267
Total Other Revenue	74,381	-	-	74,381
Total Revenue	3,032,424	365,967	-	3,398,391
Net Assets Released from Restrictions	398,213	(398,213)	-	-
Total Public Support and Revenue	3,430,637	(32,246)	-	3,398,391
Expenses				
Program Services				
	2,749,754	-	-	2,749,754
Supporting Services				
Management and General	644,217	-	-	644,217
Fundraising	122,921	-	-	122,921
Total Supporting Services	767,138	-	-	767,138
Total Expenses	3,516,892	-	-	3,516,892
Decrease in Net Assets	(86,255)	(32,246)	-	(118,501)
Net Assets, Beginning of Year	4,382,316	194,051	28,737	4,605,104
Net Assets, End of Year	\$ 4,296,061	\$ 161,805	\$ 28,737	\$ 4,486,603

**GIRL SCOUTS LOUISIANA EAST, INC.
BOARD DEVELOPMENT COMMITTEE REPORT
CONTINUING**

BOARD OF DIRECTORS

TERM ENDING 2012

Jacquelyn Daniels—Chair
Linda Law Clark—1st Vice-Chair
Melinda Bourgeois—2nd Vice-Chair
Peggy Armstrong—Treasurer
Robyn Merrick—Secretary

BOARD MEMBERS-AT-LARGE
CONTINUING

TERM ENDING 2012

Ann LeBlanc
Ethel Madden
Kizzy Payton
Margie Loud-Zeno

TERM ENDING 2013

Tressa Fuller
Trese Taquino-Hood
Lyndia Jones
Julie LeBlanc
Bradley McCoy

**GIRL SCOUTS LOUISIANA EAST, INC.
BOARD DEVELOPMENT COMMITTEE REPORT
TO BE ELECTED**

BOARD MEMBERS-AT-LARGE

TERM ENDING 2012

Patricia Day

TERM ENDING 2013

Carolyn Morris

TERM ENDING 2014

Angela Ashner-Cage

Kelly Dolese

Glenna Fallin

Veronica Osby

BOARD DEVELOPMENT COMMITTEE

TERM ENDING 2014

Angela Ashner-Cage, Chair

Mary Marix

GIRL SCOUTS LOUISIANA EAST, INC. BOARD DEVELOPMENT COMMITTEE REPORT OFFICERS

BOARD CHAIR

JACQUELYN S. DANIELS

Baton Rouge, Louisiana



Jackie is a grown up Mariner Girl Scout. She was elected Second Vice President in 2005 and served as President of the Girl Scout Council of Southeast Louisiana from September 1994 to April 1999. Prior service includes First Vice President, Council Delegate to the National Conventions in 1996 and 1993, 2008 and Third Vice President. Jackie was a member of the Council Realignment Committee and serves as Co-Chair of the CEO Search Committee and member of the CRC Governance and CRC Service Delivery Sub Committees. Jackie serves on the GSLE's Finance Management Committee. She is a member of the Juliette Gordon Low Heritage Society. Jackie is a Thanks Badge recipient. She chairs the Executive Committee and the Operations Review Committee, the Resource Development and Marketing Study Task Group, the Development Council, and the Annual Giving Leadership Gifts Team. She chaired the 1992 Council Self-Evaluation Task Group; served on the Girl Scouts' 80th Birthday Celebration Task Group; chaired the 1991 Phonathon Campaign; served on the Pluralism Committee; the Resource Review Task Group; and chaired Phase IV of the Program Development Task Group. Jackie served as Annual Giving Major for Sections C and D; is a former Service Unit Manager, Annual Giving Captain and Troop Organizer for Service Unit 652. A native of New Orleans, Jackie received a RN from Mercy Hospital School of Nursing. She retired as Youth minister of St. Andrew the Apostle Church in Algiers in 2000. Jackie is committed to youth...especially girls...and uses her Girl Scout background,. Especially her knowledge of the field, while serving on the board. Jackie is a member of the Aurora Plantation Garden Club. She enjoys traveling and spending time with her grandchildren. Jackie is a recipient of the Catholic Youth Organization Ray Mock Memorial Award, St. Elizabeth's Guild Volunteer Activist Award, Archdiocese of New Orleans Order of St. Louis, and the Hope Haven Center and Padua community Services Humanitarian Award.

GIRL SCOUTS LOUISIANA EAST, INC. BOARD DEVELOPMENT COMMITTEE REPORT OFFICERS

FIRST VICE-CHAIR

LINDA LAW CLARK

Baton Rouge, Louisiana



Linda is a Partner, Attorney with Decuir, Clark & Adams, L.L.P. She is a Lifetime Member of the Girl Scout Movement and has served as a Leader for Brownie, Junior and Cadette Girl Scout Troops, Director of Girl Scout Day Camps, Service Unit Manager, and Board Trainer. She was a Member of the Girl Scouts-Audubon Council's Board of Directors and is an "MGML" Donor. Linda served on the Girl Scout Camp Marydale Task Group and has coordinated or chaired numerous Audubon Council Special Events. Linda received the Thanks Badge - Audubon Girl Scout Council (1985) and the Appreciation Pin - Audubon Girl Scout Council (1980). She is very active in the community having served as Director at Large on the Wells College Alumnae Association Board; Director-at-Large - Board of Directors - Baton Rouge Bar Association; Louisiana State Bar Association: Member- Access to Justice Committee; Louisiana State Bar Foundation : Fellow, member on Education Committee ; BRBA Pro Bono Panel and Thirst for Justice Legal Services' program volunteer; Baton Rouge Women Attorneys Association; League of Women Voters, YWCA, University Presbyterian Church, Louisiana PTA, Phi Kappa Phi. Linda is a former education activist, former Chairman of East Rouge Commission on Excellence, Ford Foundation Dropout Prevention Collaborative, East Baton Rouge Parish Magnet Schools Review Committee, former member-Governor's Coalition of Leading Educational Organizations and Governor's Children First Committee; former Lobbyist for non-profit organizations for women's and children's needs. Linda has received numerous Awards and Honors: Baton Rouge Bar Octuple (800 hours Pro Bono Service) Century Club (2007) Baton Rouge Bar Association David Hamilton Pro Bono Award (2005), Louisiana State Bar Association David Hamilton Lifetime Achievement Award (2003), and many others.

GIRL SCOUTS LOUISIANA EAST, INC. BOARD DEVELOPMENT COMMITTEE REPORT OFFICERS

SECOND VICE –CHAIR

MELINDA L. BOURGEOIS

Metairie, Louisiana



Melinda received a BS in Hotel Administration from the University of Nevada in Las Vegas. She is President of Travel Central Vacations in Metairie, Louisiana. She was elected Second Vice Chair of Girl Scouts Louisiana East, Inc. in April 2009. By virtue of her office she serves as Chair of the Core Delegate Committee and is a member of the Executive Committee. Melinda says, "When I was a child it was always school, church and Girl Scouts. I just assumed everyone was in it. I am a grown-up Girl Scout (Lifetime Member) who went through all levels, participating in a Wider Opportunity (now called Destinations) to Thailand; served as a camp counselor at Camp Whispering Pines; served four years on the Girl Scout Council of Southeast Louisiana's Council Nominating Committee including being its chair; was a National Council Delegated to the National Convention in Long Beach, California in 2002; was a Cadette Girl Scout leader in college; and was a leader for my granddaughter's troop for six years. I would like to serve on the Girl Scouts Louisiana East's Board because I feel my experience in Girl Scouting is tremendous and I think the need for adult recruitment and involvement is crucial." Melinda is Co-Founder of Jefferson Dollars for Scholars and is a past Chairperson of its Board. She is a member of the Chamber of Commerce and served as Education Committee Chair (East Jefferson), East Jefferson Council, Executive Committee Chair, Vice-Chair of Membership & Marketing, and Small Business Council Executive Committee. She served on the Jefferson Chamber of Commerce's Board and founded the "tour De Jefferson" and serves as its Chair. She served as a board member of the Jefferson Parish Economic Development Council, Jefferson Community School, South Beverly Knoll Civic Association, and the Jefferson Convention & Visitors' Bureau. Melinda was named a YWCA Role Model in 1997 and a Small Business Champion in 2001. She received the Chamber of Commerce Chairman's Award in 1997. She serves on several travel advisory board as well.

GIRL SCOUTS LOUISIANA EAST, INC. BOARD DEVELOPMENT COMMITTEE REPORT OFFICERS

TREASURER

PEGGY T. ARMSTRONG

New Orleans, Louisiana



Peggy is a Member/C.P.A. of Giacobbe and Armstrong, L.L.C. She attended the University of Tulsa, Oklahoma, the University of Texas at Arlington, and received a BS from the University of New Orleans. She was elected Second Vice Chair of Girl Scouts Louisiana East, Inc. in March 2008. Upon the resignation of the Treasurer, Peggy was appointed to that position by the Board. She is chair of the Finance Management Committee, is a member of the Executive Committee and a checks and securities signatory. Peggy served on the Council Realignment Committee and chaired the Council Realignment Committee's Transition Nominating Committee. Prior to that time she had served as Second Vice President for two years and Treasurer for four years of the Legacy Council, Girl Scout of Southeast Louisiana. She chaired the Finance policies Review Task Group and served on the 2002 Council Performance Assessment Task Group. Peggy says, "Girls need the guidance that Girl Scouts can provide. So many young women do not have role models to pattern themselves after and Girl Scouts can furnish a positive role model for them. I would like to be a member of an organization that can make such a positive impact on young girls' lives and hope that in some way I can help to make this organization available for more young girls." Peggy is a member of the Vieux Carre Property Owners, Residents and Associates, a nonprofit organization devoted to preserving the French Quarter. She is also Treasurer of the World Affairs Council of New Orleans, Peggy enjoys walking and does so most every day. She also enjoys reading and spending time with her four grandchildren.

GIRL SCOUTS LOUISIANA EAST, INC. BOARD DEVELOPMENT COMMITTEE REPORT OFFICERS

SECRETARY

ROBYN MERRICK

Baton Rouge, Louisiana



Robyn is the Director Public Affairs at Southern University. She received both an MP A and a Bachelor of Science in Business from Southern University and A&M College. She says: "Having been a Girl Scout in my younger years, and realizing all of the valuable skills I learned it would be wonderful to complete the process by giving back to an organization that gave much to me during my developmental years. I am very concerned about the holistic development of young women in these rapidly changing times. So often, due to a variety of reasons, many things are lost in the day-to-day lives of young women, and the Girl Scouts not only fill the gap, but also provide endless opportunities to grow beyond perceived limitations. I have offered my input and resources in recent years to the Girl Scouts and look forward to working in any area that the new Council needs assistance, and more specifically towards enhancing diversity and leadership training for the membership" She served as chair of the Council Realignment Committee's Fund Development Sub-Committee. Robyn is very active in the community: Greater New Guide Learning Academy; Board of Directors, The National Conference for Community and Justice; Leadership Baton Rouge; National Association of College and University Business Officers; Council on University Relations and Development; Admissions and Allocations Committee Arts Council of GBR; Delta Sigma Theta; The Council for Advancement and Support of Education; LA Tobacco Prevention and Cessation Steering Committee; Forum 35; YWCA; Women's Council of GBR; and Louisiana Public Broadcasting.

GIRL SCOUTS LOUISIANA EAST, INC. BOARD DEVELOPMENT COMMITTEE REPORT

BOARD OF DIRECTORS—MEMBER-AT-LARGE

TERM ENDING 2012

ANN LEBLANC

Norco, Louisiana

Ann is Director of Radiology, River Parishes Hospital in LaPlace. She is a graduate of Charity Hospital School of Radiologic Technology. Ann has been a Girl Scout Leader for Brownie, Junior, Cadette and Senior Girl Scout troops; served as a program instructor and health supervisor for Tejas Girl Scout Council in Dallas; and served as a member of the CRC Properties Sub-Committee. Ann says, "I have been involved in the Girl Scout movement since 1954. At that time I was seven years old and a very bubbly Brownie Girl Scout. I looked up to my leaders and enjoyed my fellow troop members. Some of us stayed involved in Girl Scouting through high school. During that time I learned skills that helped to develop and instill the qualities that make for not only a contributing member of our society, but also leaders. During my adult years I have been active in Girl Scout troops for all of my daughters. Two of them were members until high school graduation. One of them received the Girl Scout Gold Award, the other the Girl Scout Silver Award. My third daughter's interests changed and she discontinued Girl Scouting after 8th grade. As I look around, I have touched the lives of girls, now adults, that are nurses, physical therapists, dieticians, teachers (one having a PhD in math), another a vice president in her company, all of whom are functional contributing members of society. The most important thing is to be committed and focused with an open mind. To be willing to look for and accept change in our program, making sure to bring the program back to girls and adults serving the area. Making the transition realignment of the two councils is the single most important thing facing all new members of the Board. They should be able to work together efficiently to make this transition as smooth as possible and to the best interest of both councils. We need to develop the existing properties and also to develop more opportunities to reflect the changing needs of girls in our community." Ann is a team member of St. John Parish's Relay for Life. She is active in S1. John Theatre having just starred in *Steel Magnolias*. She is a high school teacher for Sacred Heart Church, and a Breast Self-Exam Volunteer Instructor for the American Cancer Society.

GIRL SCOUTS LOUISIANA EAST, INC. BOARD DEVELOPMENT COMMITTEE REPORT

BOARD OF DIRECTORS—MEMBER-AT-LARGE

TERM ENDING 2012

ETHEL U. MADDEN

Metairie, Louisiana

Ethel is the Director for the Medical Library for Ochsner Clinic Foundation. Her career has spanned library science after graduating from LSU in Masters of Library and Information Science in December of 1989. She holds many awards for this distinguished career including Medical Library Association recipient 2007 Award for Excellence and Achievement in Hospital Librarianship award and Our Lady of Holy Cross College Alumnae of the Year 1996. She has consulted for numerous medical library projects from 1990-2006. As Director of Outreach Programs for the Ochsner library, Ethel is never happy with the "status quo." She engaged the "Girls Scout Science Discover Day" for three years which inspired over 250 girls from the New Orleans and Baton Rouge area. Her passion for youth shows by her dedication and responsibility for the STAR Summer High school program, Internships, Medical Explorers and more. She participated in Girl Scouting from Brownies through Cadets as a girl and now participates with her own two daughters.

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KIZZY A. PAYTON

Baton Rouge, Louisiana

Kizzy is Public Relations and Marketing Director for Louisiana Community and Technical College Systems. This includes experience in communications for media crisis management, strategic communications, development and project management. She graduated from Southern University in Baton Rouge in May 2002 in Master of Arts in Mass Communications. Her work included governmental and legislative relations concerning development of statewide advocacy campaigns and policy development. Some of her volunteer work includes the East Baton Rouge Library Board of Control as a Board Member and as a Board Member for the Capital Area Division for the March of Dimes. She is also a member of the Junior League of Baton Rouge. She served in Girl Scouting during her youth for six years.

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MARGIE LOUD-ZENO

Harvey, Louisiana

Margie, a retired administrator of Jefferson Parish Public Schools, also worked as Manager of Development and Training, Dryades Savings Bank. She received a BS from Southern University and a MEd from Loyola University in New Orleans. Margie was elected President of the Girl Scout Council of Southeast Louisiana at the April 26, 2003 Annual Meeting. She is a recipient of the Thanks Badge. Margie also served as Second Vice President for four years. She is a member of the Every Girl, Everywhere Multi-Year Funding Society. She served as Co-Chair of the Council Realignment Committee and also served as a member of the CRC CEO Search Sub-Committee. She was a Delegate to the 2005 National Council Session in Atlanta, Georgia. She served as a Co-Chairman of the 2002 Council Performance Assessment Task Group. Margie is chair of the Executive Committee, the Operations Review Committee, and a member of the Every Girl, Everywhere Planning Team. Prior to her election as Second Vice President, Margie also served as a Member-at-Large and member of the Council Nominating Committee. Margie says, "Authors and theologians have verbalized that women are the glue that binds families, communities and nations. Operating under that thesis, I try to teach and model for girls and young women those skills that exemplify Christian values and principles of American government. The Girl Scout organization has a history of providing activities that instill these principles in girls. I am honored to assist in promoting these activities and leading the effort to make Girl Scouting available to every girl in southeast Louisiana." Margie is a past-President of the Kiwanis of West Jefferson; a member of the Jefferson Alliance of Black School Educators; and Alpha Kappa Sorority She coordinates the After School Tutorial Program, teaches Sunday School and the Women's Ministry at Saint Joseph Baptist Church. Margie's avocational interests include support systems for children, reading/literacy programs, self-esteem programs and community improvement.

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TRESSA S. FULLER

Prairieville, Louisiana

Tressa graduated from Southern A&M University with a BA in 1993. She has extensive professional work over her career in Human Resources Management with emphasis on bringing people of diverse backgrounds together for a common goal. She presents at training seminars, motivational and career counseling. She was both a Brownie and a Junior Girl Scout. Her daughter is currently a Cadet Girl Scout. Tressa has been involved with her daughters' troop since she was a Brownie Girl Scout at Our Lady of Mercy. Tressa has enjoyed camping at Camp Marydale, baking cookies for Bishop Muench and distributing gifts for children, and countless other adventures and service to Girl Scouting and the community.

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TRESE TAQUINO-HOOD

Abita Springs, Louisiana

Trese graduated Summa cum Laude in June 2009 from Phoenix University with a Masters of Business Administration. She has a Bachelor of Arts from Southeastern Louisiana University in August 1999. She is currently working for St Tammany Association for Retarded Citizens, where Trese is the DSP (Direct Service Provider) for her handicapped brother. She was a delegate for Southeast Louisiana Girl Scouts in 2008 and has served as a Troop Leader since 2007. Trese would like to continue her involvement with the Girl Scouts, since the message that Girl Scouting sends is one that she learned from her troop leader Buddy Anderson, she continues to practice in her adult life. Trese is excited to pass these learned Girl Scout behaviors on to her daughter.

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LYNDIA M. G. JONES

New Orleans, Louisiana

Lyndia is a grown-up Girl Scout. She received a BS from St. Leo College in St. Leo, Florida and a MD from the Medical College of Wisconsin. She has served as a Member-at-Large of the Girl Scout Council of Southeast Louisiana since her election at the 2004 Annual Meeting. Lyndia said, "I am an anesthesiologist currently working for myself. I grew up in the Caribbean and have lived in several states since moving to the United States. I was very involved with Girl Scouting growing up and am honored to be asked to renew that relationship. I believe that being involved with Girl Scouting helps to develop a strong sense of self, leadership and ability to work with others, values that are necessary throughout life and that are especially important to develop in young girls." Lyndia was involved with the Big Brother/Big Sister organization for six years. She is fluent in Spanish and a French student. She enjoys music-playing the piano and flute and enjoys listening to everything, dance and reading.

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JULIE Z. LEBLANC

New Orleans, Louisiana

Julie is currently the Senior Project Manager as Civil Engineer for the US Army Corps of Engineers and has worked for the Corps of Engineers since 1991. Currently this involves the management of \$1.4 billion for hurricane protection in Plaquemines Parish, Louisiana. She is a registered Professional Engineer in both Civil and Environmental Engineering. She has had an active adult experience with the Girls Scout and has volunteered as a troop leader, service unit manager, day camp director (Camp Fun, New Orleans East, Gentilly), and Council photographer for 19 years. She served as a troop leader for her two daughters from Daisy, Brownie, Junior and Cadette levels. Julie has served in many capacities for Girl Scouting sharing her time, money and talents.

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BRADLEY MCCOY

New Orleans, Louisiana

Bradley holds a Bachelor of Science in Finance from Louisiana State University, Baton Rouge since 2007. With a concentration in real estate, he also holds certificates for Louisiana Real Estate License, Mississippi Real Estate License and Certified Commercial Investment Member (CCIM) candidate. Bradley is a graduate of Leadership Development Series 2008 and a Leadership Development Series Team Leader for 2009. Other affiliations with New Orleans Metropolitan Association of Realtors (NOMARR) and National Association of Realtors (NAR) are to his credit.

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PATRICIA (TRICIA) DAY

Baton Rouge, Louisiana

Patricia is a lifelong resident of Baton Rouge. She graduated from LSU with a Masters in Special Education and later specialized in Dyslexia. She retired as an Educational Therapist from the McMains Children's Development Center in 2002 after a 25-year career as a special educator. She was a Girl Scout for ten years, a Girl Scout leader for ten years (1985-1995), and also served as a Service Unit Chairman establishing and advising troops for several years during this time. Most recently, Patricia was a leader for a Daisy Girl Scout Troops in 2004-2005. She says, "This will be my third year to participate in the Habitat for Humanity Women Build, which is a home built by women in our community. I volunteer to work one day a week from start to finish and also help raise funds for this project. I look forward to serving on the board of directors of the new combined Baton Rouge / New Orleans council."

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CAROLYN K. MORRIS

Baton Rouge, Louisiana

Carolyn is a resident of Baton Rouge, Louisiana and a graduate of LSU. She has an extensive background in sales, marketing and management, most notably with Macy's and Godchaux/ Maison Blanche. Carolyn has also worked for many non-profit agencies all in the Baton Rouge area. Some of these include: American Red Cross, Playmakers of Baton Rouge, Montessori School of Baton Rouge, YWCA, the Arthritis Foundation and Girl Scouts of America. Her involvement in scouting has been varied including: a 12 year Girl Scout, a leader at several levels and a professional scout. Baton Rouge community involvement includes: Relay for life where she has been Team Development Chair for Baton Rouge, Friends of the Louisiana State Museum Second Vice-Chair and St. Elizabeth Foundation where she is currently employed.

Carolyn is married to Robert JJ (Buddy) Morris and has five adult children and three grandchildren.

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KELLY DOLESE

Baton Rouge, Louisiana

Kelly grew up on the west bank of New Orleans in Harvey, LA. Graduated from Archbishop Blenk High School and was a member of the national and mathematics honor society. She received a Bachelor of Science degree in Finance and a Master of Business Administration with a Finance concentration from the University of New Orleans. After receiving her MBA, she transitioned to Baton Rouge in the fall of 2000 to pursue a career with Capital One Bank (Hibernia National Bank at the time) in the credit analysis training program, and has advanced to her current role as Managing Underwriter, Director and Senior Vice President, in the commercial loans line of business. Kelly enjoys home improvement projects, reading, and spending time with family and friends. She is a volunteer with Junior Achievement and Boys & Girls Club in Baton Rouge, and recently became a member of the Risk Management Association.

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GLENNA FALLIN

Baton Rouge, Louisiana

Glenna is a contracts manager with Louisiana Family Recovery Corps. She received a BA from Centenary College, a MLS from Louisiana State University, and a JD from Paul M. Hebert Law Center. She has served as a co-leader and leader of troops with Girl Scouts-Audubon Council, Inc. for eleven years. Glenna says, "My daughter and I are the women we are because of being Girl Scouts. So important is it to me that I became a Lifetime Member. My expertise is corporate administration since I have now been in that field about ten years. Experience plus legal training have given me the skill set that is needed in this realignment. I want this process to work and work efficiently so that other girls will receive the training that will make them better leaders, better mothers, and better citizens of the world." Glenna's areas of work are Bylaws, Mineral/Land Management, Parliamentary law, Personnel Policies, Properties, Risk and Insurance and Strategic Planning. She was a Boy Scout leader; a member of Our Lady of the Lake's Auxiliary, President of the Altrusa Club, a member of Chi Omega Alumnae and a Regent Member of the Plaquemines Louisiana D.A.R. Glenna also enjoys working with children in church activities; genealogy research; nonprofit volunteer projects; political campaign volunteer; and needlepoint

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VERONICA OSBY

New Orleans, Louisiana

Veronica is a Property & Procurement Clerk, with the United States Probation Office, Eastern District of Louisiana. She received a BS in Management and completed Paralegal Studies at the University of New Orleans. Veronica has served as a Member-at-Large on the Girl Scout Council of Southeast Louisiana's Board of Directors for four years. She is a member of the Council Realignment Committee's Transition Nominating Committee. Veronica says, "The Girl Scouts' organization has been dedicated to the preparation of young girls as future leaders for 96 years. This organization is constantly providing its members with the necessary skills and tools needed to maintain a successful lifestyle. Therefore, as an advocate for children and a public servant, I strongly believe in the philosophy of the organization and welcome the opportunity to serve. It is a privilege to serve on the Board and help meet the daily challenges and needs facing young girls in the region and society. My primary focus as a member of the Girl Scout Council would be to work diligently with the current leadership and provide support for existing programs and fund-raising campaigns to further the mission of building girls of character, commitment and confidence." Veronica is a religious education instructor at St. Joan of Arc Catholic Church; Co-chair, Audit Committee, of Delta Sigma Theta Sorority, Inc., New Orleans Alumnae Chapter; Secretary Judicial & Justice Federal Credit Union, New Orleans. She brings expertise in advocacy, community contacts, education (adult and children), legislative issues, properties and strategic planning to the Board.

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ANGELA ASHNER-CAGE

New Orleans, Louisiana

Angela graduated from Nicholls State University with Management & Human Resources focus graduating in December of 2000. She currently is working as Human Resources Manager for Sodexo – Campus Services of New Orleans. Her career has consisted of positions equaling her passion in human resources management, consulting, training, and employee law. She is currently a member of the Society of Human Resource Management.

BOARD DEVELOPMENT COMMITTEE

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ANGELA ASHNER-CAGE, Chair

New Orleans, Louisiana

SEE BIO ABOVE

GIRL SCOUTS LOUISIANA EAST, INC. BOARD DEVELOPMENT COMMITTEE REPORT

BOARD DEVELOPMENT COMMITTEE

TERM ENDING 2014

MARY L. MARIX

New Orleans, Louisiana

Mary is a grown-up Girl Scout. She is Reference Librarian for the L.S.U. Health Sciences Center. She received a BA from Louisiana State University and an MLS in Library Service from Rutgers University, New Brunswick, NJ. Mary is a leader, Trainer Apprentice, member of the Adult Recognitions Committee, and Coordinator of the *Still Growing Strong* Alumnae Group of the Girl Scout Council of Southeast Louisiana. Mary served as a Teller for the National Council Session in Atlanta in 2005. She says, "As a Baton Rouge native whose girl years in Girl Scouting were in the Girl Scouts-Audubon Council, but who has lived in New Orleans for over 30 years, I believe I can offer a unique perspective to the Board as the realignment proceeds. I was drawn back into Girl Scouting through the Alumnae Group and would like to see this group of former Girl Scouts further explored for what we can give to the Movement besides money." Mary has been an avid Louisiana and Girl Scout history buff since childhood. She is a licensed tour guide for the City of New Orleans.

Directions to Girl Scouts Louisiana East, Inc.'s Corporate Headquarters:

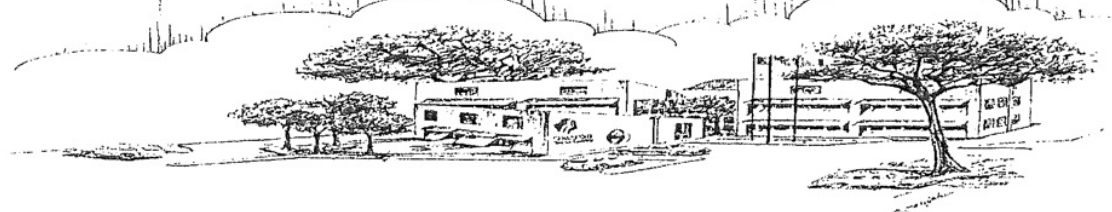
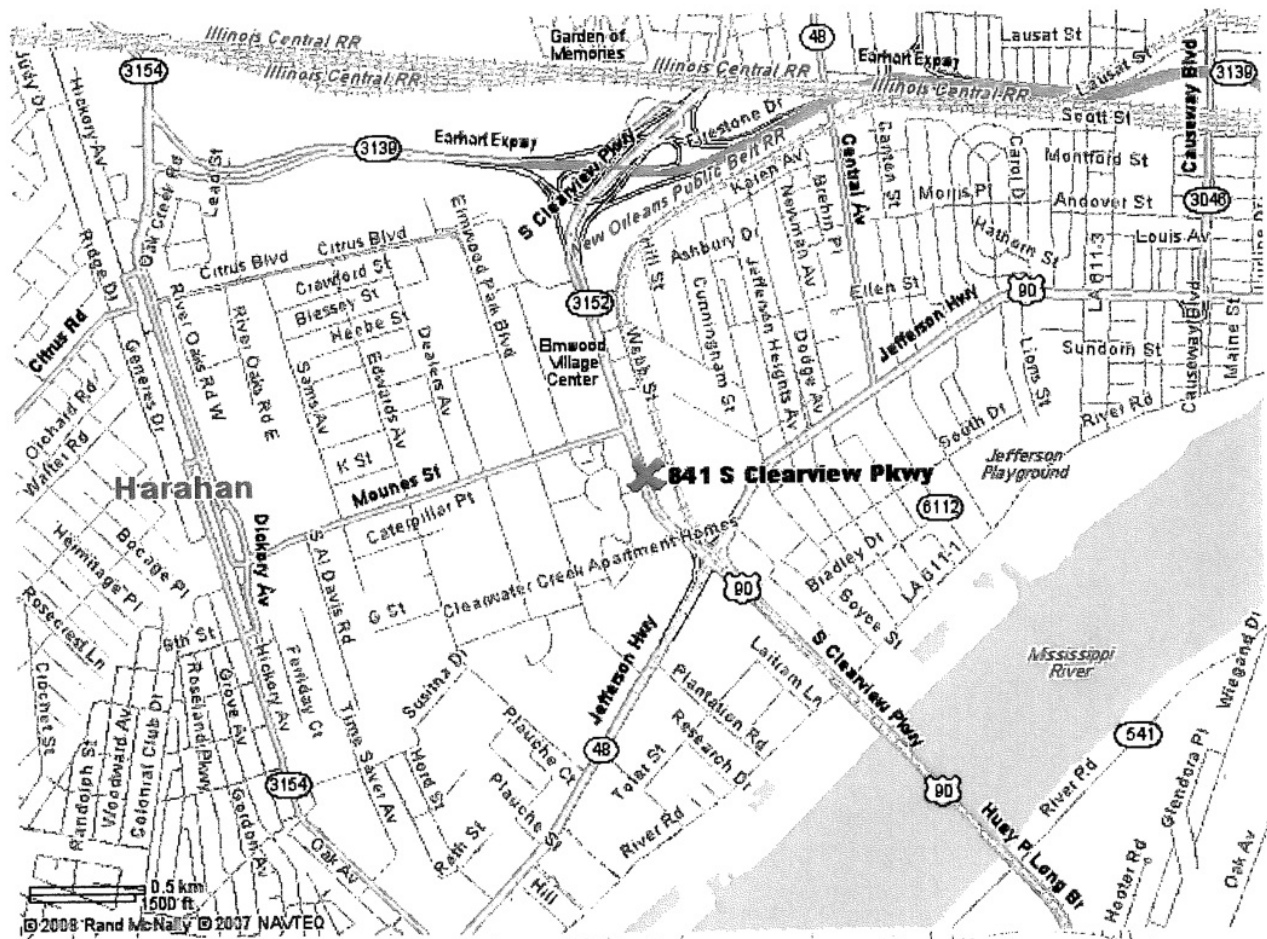
From I-10

Take the CLEARVIEW PKWY SOUTH exit, EXIT 226, toward HUEY LONG BRIDGE

Merge onto CLEARVIEW PKWY/LA-3152 S.

Pass through eight traffic signals (the last one being at MOUNES ST.

Enter the extreme left lane, take the first U-TURN. You can drive directly into parking lot from the U-TURN lane. The Corporate Headquarters building is located between ARBY'S and FEDEX-KINKOS.



Girl Scouts Louisiana East, Inc. Corporate Headquarters
841 S. Clearview Pkwy., Jefferson, LA 70121-3119
504-733-8220, www.gsle.org