

2024 Annual Meeting Workbook

Saturday, April 27, 2024 10:00 AM – 3:00 PM Camp Bothin Fairfax, CA

Message from the Board President and Chief Executive Officer of Girl Scouts of Northern California

Dear Voting Members,

Last year, this body of council volunteers came together for the first in-person annual meeting since the onset of the COVID-19 pandemic. Since that time, we joined fellow Girl Scouts from across the country at the 2023 National Council Session and kicked off the strategic planning process for GSNorCal, truly charting a path for girls and gender-expansive youth into the future.

At this year's Annual Meeting, we will call upon the passion, wisdom, and commitment of this delegate body to provide guidance on the strategic priorities that will best serve girls today. Our purpose is clear: in every corner of our community, we are faced with challenges in need of a new generation of leaders ready to rise to the occasion. The Girl Scout program is unparalleled in its ability to foster leadership development across every sector, in every zip code.

Therefore, we will focus our time together on the important work of planning for the future and expanding our reach. The objectives of the 2024 Annual Meeting include:

- 1. Provide an update on the State of the Council, sharing the outcomes and financial position of GSNorCal.
- 2. Conduct the business of the council, electing leaders to our board of directors and collecting input on key business decisions.
- 3. Discuss the 2025-2027 strategic plan, providing input to the board on the needs and opportunities to foster girls' leadership at GSNorCal.

Our founder, Juliette Gordon Low, reminds us of the commitment we all share as we enter this Annual Meeting: "The work of today is the history of tomorrow, and we are its makers."

We are eager for the opportunity to join you again as we live up to this promise.

In partnership,

Sandy Shirai Board President

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Report of the Board Development Committee

Dear Voting Members,

As outlined in the bylaws of Girl Scouts of Northern California, the Board Development Committee (BDC) is pleased to submit the 2024 slate of nominees for each of the following:

- Officers, Board of Directors
- Board Directors-at-Large
- Board Development Committee Members

BDC members, listed on page 12, met monthly to identify, interview, and select candidates for the Board and the BDC. Each candidate has expressed interest in serving in a governance capacity and a willingness to serve on the board and/or BDC, if elected.

The BDC believes it is in the council's best interest to continue the momentum the board has established and recognizes the importance of having board members with diverse perspectives and experiences. The BDC also believes each candidate identified has the skills, background, passion, and connections to help move the organization into our upcoming strategic plan.

In developing the Directors-at-Large slate, the BDC considered a wide range of experiences and skills required to support and sustain a diverse, high-performing Board. We also focused on identifying people with a commitment to building girls of courage, confidence, and character as well as a commitment to focusing on Diversity, Equity, Inclusion and Belonging. For Director-at-Large positions, we identified three new candidates and invited five board members with expiring terms to serve an additional term. If elected, each candidate has agreed to serve a two-year term.

For Officer positions to the Board of Directors, we invited two board members serving as a Director-at-Large to assume an Officer position and invited three board officers with expiring terms to serve an additional term.

For Board Development Committee openings, we identified three new candidates and invited three members with an expiring term to continue their service. We are also responsible for naming two Girl Board Participants each year, who are appointed by the board. This role is a great opportunity for high school students, and we would like to see even more youth apply in the future. On behalf of the BDC, we are grateful for council staff support in presenting this slate.

Respectfully submitted,

Jana Barsten

Jana Barsten Board Development Committee Chair Welcome to the 2024 Annual Meeting of Girl Scouts of Northern California! Join us at Camp Bothin for the 17th Annual Meeting of Girl Scouts of Northern California! All members are invited to discuss the state of the council and offer input to the Board of Directors in crafting our next strategic plan. Voting members will also elect a slate of nominees to the board of directors.

Date & Time

Saturday, April 27, 2024 10:00 AM – 3:00 PM. Participants may begin arriving at 9:15 AM.

Location

Camp Bothin 3125 Sir Francis Drake Blvd. Fairfax, CA 94930

Registration

All participants in the Annual Meeting must register online by April 12, 2024. Participants must be 14 or older.

Registration Fee

At GSNorCal, we believe that cost should not be a barrier to participation. Therefore, participants may attend at no cost. In order to cover out-of-pocket costs, payment options are available for those with financial means to contribute to the operating costs of the council:

- \$20.00: Covers the cost of one participant at the Annual Meeting, including meals and supplies.
- o \$30.00: Covers the cost of one overnight participant on Friday, April 26 and Saturday, April 27, including meals, accommodations, and supplies.
- \$40.00: Covers the cost of one participant and another sister Girl Scout for the Annual Meeting, including meals and supplies.

Directions to Camp Bothin

- Take the Sir Francis Drake Boulevard exit (or 3rd Street exit) off of Highway 101 and continue about 10 miles through the town of Fairfax. The camp entrance is about 1.5 miles past the town of Fairfax.
- o Turn left at the "Henry Bothin Youth Center" sign and reduce speed to 10 MPH.

Questions?

Please contact Heather Radebaugh at hradebaugh@gsnorcal.org with questions or assistance regarding the 2024 Annual Meeting.

2024 Annual Meeting Agenda

Approved by the Board of Directors in March 2024.

Meeting Overview

Date: Saturday, April 27, 2024 Time: 10:00 AM – 3:00 PM Location: Camp Bothin

Annual Meeting Goals

- 1. Discuss the State of the Council
- 2. Election of the Presented Board Slate
- 3. Provide input to the Board of Directors on the 2025-2027 Strategic Plan
- 4. Discuss Additional Council Business
- 5. Recognize the Contributions of Volunteer Board Members

Meeting Agenda

The times outlined in the agenda should be considered a draft. They are included for planning purposes only.

Time	Topic		
9:15 AM 45 Minutes	Arrival and Registration Event check-in available at the Bothin Dining Hall.		
10:00 AM 30 Minutes	Welcome and Call to Order by the Board President Flag Ceremony, Credential Report, Goals and Procedures.		
10:30 AM 60 Minutes	State of the Council presented by the CEO State of the Council Presentation, Strategic Planning Overview.		
11:30 AM 30 Minutes	Presentation of the Board Slate Celebration of Outgoing Board Members. Presentation and Nomination of the Slate.		
12:00 PM 75 Minutes	Lunch and Discussion: 2025-2027 GSNorCal Strategic Plan Input for the forthcoming strategic plan. Meal will be provided.		
1:15 PM 75 Minutes	Additional Council Business Input for council business decisions.		
2:30 PM 15 Minutes	Election Results and Installation of the Board Share results of the voting processes. Installation of incoming Board of Directors.		
2:45 PM 15 Minutes	Moving Forward Together: Closing of the 2024 Annual Meeting Closing remarks presented by the Council Board Chair and CEO.		
3:00 PM	Adjournment		

Rules Governing Debate

STANDING RULES

A motion at the beginning of the meeting will call for the adoption of the following Standing Rules for the council's Annual Meeting.

- 1. All discussions must be relevant to the subject that is immediately before the council.
- 2. No person may speak for more than two minutes at any one time.
- 3. No person may speak more than twice on the same motion.
- 4. Only voting members of the council may speak on questions requiring official action by the council.

In addition to the Standing Rules above, the following apply:

- Voting Members of the council, as defined in our bylaws, are Service Unit Delegates,
 Delegates-at-Large, National Delegates, members of the Board of Directors, Girl
 Board Participants, and members of the Board Development Committee.
- No Voting Member has more than one vote.
- According to our bylaws Article XIII, any proposed amendments to the bylaws must be included in the notice of the Annual Meeting which is this booklet. Therefore, no motions to amend the bylaws may be made from the floor.
- Delegates may be informed by the members they represent but not instructed about how to vote. All delegates are expected to come prepared to participate, listen, and learn, and to vote and make recommendations in the best interests of the council.
- o All other rules and procedures for the Annual Council Meeting will be in accordance with Robert's Rules of Order, Newly Revised, 12th edition.

Board Slate Biographies

These individuals have been nominated by the Board Development Committee to serve as Board Officers, Board Directors-At-Large, and Board Development Committee members. Voting Members should review these bios before casting their vote at the Annual Meeting. Bios for all current Board and Board Development Committee members are available online in the GSNorCal Help Center.

Board Officers

2024-2026 Term

Sandy Shirai, President

After 31 years, Sandy retired from Deloitte LLP in September 2020. Prior to retiring, Sandy was the Vice Chairman, Global Technology, Media and Telecommunications leader. Previously, Sandy was the leader of Consulting's US region and served on the Consulting Executive Committee and reported to the CEO. Sandy was also elected to the Deloitte LLP Board of Directors and served as Chairman of the Strategic Investments Committee, and was a member of the Governance, Partner Earnings, Risk, and Finance Committees. Sandy was named in the top 25 consultants by Consulting Magazine and was recognized in SF Business Times Most Influential Women for several years. She earned her BA in Computer Science at U.C. Berkeley, with Highest Honors, and a member of Phi Beta Kappa. She earned her MBA at Stanford, Arjay Scholar (top 10%). Sandy was a Girl Scout troop leader for eleven years.

Neeracha Taychakhoonavudh, First Vice President

Neeracha is Head of Global Customer Experience at Asana, where she leads all post sales functions and customer experience design. Prior to this, she was EVP of Global Success & Strategy at Salesforce, focused on creating exceptional customer experiences by accelerating adoption, engagement, and growth for customers of all sizes. Her 13-year Salesforce career includes roles in Industries and Alliances. Before joining Salesforce in 2009, she built her career in high tech at Oracle and at smaller startups. She was born in Bangkok, Thailand and has lived on three continents. She holds B.A. and M.B.A. degrees from Stanford. On the philanthropy front, she was a director on the Stanford Business School Alumni Board and was Vice Chair of the Hands On Bay Area board. She currently serves on the board of Safe & Sound, a San Francisco organization focused on the prevention of child abuse and building healthy families. Neeracha lives in San Francisco and has been an adult volunteer for the Girl Scouts for 17+ years and managed cookie sales for 10 years for two troops.

Eunice Kim, Third Vice President

Eunice Kim is the General Counsel of Securonix, Inc., a next generation security analytics and operations management platform provider for the modern era of big data and advanced cyber threats. Prior to Securonix, she served as the General Counsel of Access TeleCare, one of the largest national providers of acute care telemedicine technology and solutions to hospitals and health systems. Prior to joining Access TeleCare in September 2020, Eunice served as the Vice President, Legal at Symantec Corporation, the world's leading cybersecurity company. She led the corporate and employment legal functions and numerous acquisitions and divestitures. Prior to Symantec Corporation, Eunice served as an associate at Coudert Brothers LLP and Burns & Levinson LLP, advising clients in various industries. Eunice holds a Juris Doctor degree from Boston College Law School in Newton, MA and a B.A. from Smith College in English and biochemistry. Eunice was a Brownie and served as the cookie leader for her daughter's troop for several years.

Ginger Bryant, Treasurer

Ginger is the managing partner, CFO and COO of Sares Regis Group of Northern California, a Bay Area real estate developer with a long history creating timeless multi-family communities and providing services to some of the region's most respected property owners. She received a BSBA and MA from the University of Missouri-Columbia and was a CPA. Ginger is an active member of CREW (Commercial Real Estate Women) Network, an industry leader in research and programs focused on creating diversity in Commercial Real Estate, serving in various leadership roles since 1992. She served for 10 years on the board of Alta Housing, a Bay Area non-profit affordable housing owner/developer. Ginger is the current chair of the Finance Committee and serves on the Property Task Group for Girl Scouts of Northern California. She is passionate about empowering women and girls to succeed. Ginger lives in San Leandro.

Gretchen Hoff Varner, Secretary

Gretchen Hoff Varner, a partner at the law firm of Covington & Burling LLP, represents a wide range of companies in high-stakes insurance coverage litigation and arbitration and has recovered hundreds of millions of dollars from insurers, She is a noted trial lawyer who has successfully arbitrated or tried multiple insurance cases. Chambers USA ranks Gretchen as one of the leading insurance policyholder attorneys in California. Gretchen's pro bono work refects her commitment to public service; she led the Covington trial teams that overturned New York City's racially discriminatory stop-and-frisk policy after a three-month trial in the Southern District of New York; challenged unconstitutional conditions for mentally ill prisoners in a Mississippi private prison; and worked with the NAACP to challenge the schools-to-prison pipeline in Atlanta schools. She is a member of the American Law Institute and the American College of Coverage Counsel, the past Chair of the Insurance Section of the San Francisco Bar Association, and a frequent speaker to industry groups and at conferences. Gretchen graduated from Harvard University and received her J.D. from Yale Law School. She is deeply involved in her hometown of Alameda, where she served as the president of the Parent Teacher Association Council of the City of Alameda, as a member of the Police Reform and Racial Equity Steering Committee, and as the chair of the Measure E campaign to fund public schools. Gretchen is a proud leader of her daughter's Cadette troop.

Board Directors-at-Large

2024-2026 Term

Tina Amber

Tina retired from Macy's where she managed regional operations for 25 years. She served for six years as the chair of Girl Scouts of Northern California's Board Development Committee. She continues to serve as chair of the Council's Property Committee, as a Council Facilitator, and on the council's Adult Recognitions Committee. As a member of the former Girl Scouts of San Francisco Bay Area Council she served as a member of the nominating committee, the governance task group, recognition committee and the strategic planning committee. Other volunteer positions in Girl Scouts have included chair of the Crossroads Service Unit and Service Unit Cookie Chair. She led two Girl Scout troops, taking girls from middle school through high school. For the past 24 summers she has volunteered at Two Sentinels Girl Scout resident camp and has led young women on backpacking trips. She has been active with many community organizations and boards in the East Bay. She is the mother of six young women, two of whom are Gold Award Girl Scouts. Tina is a lifetime member of GSUSA. She is a graduate of UC Berkeley with a degree in biology and the University of Oregon with a degree in public administration.

Jaime Barclay

Jaime Barclay has 20 years of experience working on environmental, social and governance initiatives at Bay Area tech companies. Most recently, Jaime is the head of social impact and public policy at SurveyMonkey. She is responsible for designing and implementing initiatives in educational equity, workforce development, and environmental justice by amplifying the voices of historically marginalized populations. Prior to working in corporate America, Jaime was a teacher in Chicago Public Schools and continues to be active in her own children's school, holding numerous board positions with the PTA. Jaime is a former Girl Scout and current treasurer of her daughter's Daisy troop. She lives with her three perfect children, adoring husband and loyal dog, Molly.

Claudia Barria Heith

Claudia is deputy general counsel for a robotic process automation software company headquartered in London. She has worked in software (both on the business side and on the legal side) since she moved to the Bay Area in 2000. Claudia had had two daughters in Girl Scouts and was a long-time troop leader for a troop at Saint Charles in San Carlos. She was grateful for the support of her co-leader, and their Girl Scouts earned enough in cookie money that the whole troop went on a three-day trip to San Diego, with the troop covering, flights, hotels, meals and surfing lessons for all the girls!

Sandy Jacobs

A skilled tax professional for more than 30 years, Sandy Jacobs brings deep financial acumen and strategic vision to the organization. She provides a valuable and deeply experienced business perspective. Sandy is currently a Principal at KPMG where she leads the Bay Area US Indirect Tax Practice and serves in a national role as the State and Local tax industry lead. She previously held leadership roles at Best Buy Co. and PwC, providing global tax and accounting services to multinational companies. An experienced non-for-profit board member, Sandy is on the American Heart Association's Go Red for Women® executive leadership team, the University of Denver Daniels College of Business Executive Advisory Board and has served on the boards of The Saint Paul Chamber Orchestra and the Courage Kenny Rehabilitation Institute. She currently serves on the Girl Scouts of Northern California Finance Committee, a position she has held since 2014.

Sumi Jagannathan

Sumi is a Partner at experienced in the Mergers and Acquisitions practice. She has over 18 years of experience in deal advisory and due diligence, with a focus in technology strategy and digital transformations. She is the also a lead sponsor of 'Women in Technology', a central hub dedicated to representing the interests of women practitioners in Technology. Sumi is a strong advocate of women empowerment and community building, values which were instilled in her as a Girl Scout of 8 years growing up in India. She firmly believes in Oscar Wilde's 'Be yourself, everyone else is taken'. Sumi holds an M.S degree from the University of Cincinnati (Electrical Engineering) and a second M.S from the University of Southern California (Engineering Management). In her spare time, she enjoys experimenting in the kitchen, skiing and reading (her all-time favorite is Lord of the Rings). She lives with her husband in Miraloma Park, San Francisco.

Amy Love

Amy D. Love is a Harvard MBA graduate and Silicon Valley veteran with an extensive career that includes exiting PicScout successfully, holding public company Chief Marketing Officer (CMO) positions at Violin Memory and NetApp (Fortune 500), and contributing to startups like SambaNova and Pavilion Data Systems. Today, she leads Sculpt Growth, a Marketing Services Collective, and publishes the "Discovering AI: Profession, Daily Life, and Parenting" newsletter. Amy also provides executive coaching to selected emerging leaders. Previously, as CEO of the Forum for Women Entrepreneurs and Executives, Amy turned around the organization's financial health and membership through expanded corporate sponsorship and impact. While there, she also co-created the "Entrepreneurship from the Perspective of Women" class at Stanford's Graduate School of Business. Amy is known for her commitment to equality, including being the plaintiff at age nine in a Civil Rights Legislation case that allowed girls to play on boys' competitive sports teams. Her roles have included Chief Operating Officer of MentorNet, supporting women in STEM, and Founder and CEO of REAL SPORTS magazine, The Authority in Women's Sports. Her early career began at Procter & Gamble, followed by a consultancy role at Booz Allen & Hamilton after earning her MBA, Amy holds two BBA degrees in Management and Marketing from Texas Tech University, where she was student body president, Amy, following in her mother's footsteps, is actively involved in the Girl Scouts as a troop leader for her daughter and classmates, progressing with them from Daisies to soon-to-be Cadettes. Amy also serves on the advisory board for Texas Tech's RAWLS College of Business, Her commitment has extended to serving on boards such as the San Jose Sports Authority, San Jose Sports Hall of Fame, University of San Francisco's advisory board, and privately-held for-profit company boards.

Peg McAllister

Peg McAllister is Senior Vice President in the San Francisco Bay Area region of LHH, a global human resources consulting firm. In this position, Peg consults with corporate clients for Career & Executive Transitions, Internal Career Development and Redeployment, providing customized talent mobility solutions. Peg has more than 25 years of experience in the Northern California market in leading and creating Workforce solutions. She has extensive experience in building national strategic business relationships with Fortune 100 companies and developing strong, high performance service teams. Peg holds an MBA from California Lutheran University. Her professional development includes coursework in career and leadership development, teamwork and change management. She has received multiple LHH Presidents' Awards for Outstanding Performance and Team Excellence. Peg is an Executive Board Member of the Bay Area Council and participates in Gender Equity initiatives. She also serves on the board of the Girl Scouts of Northern California, as a Camp CEO mentor, and a Christ Care Leader at Trinity Lutheran Church. She is often called upon by media and the community to comment on women in leadership, gender equity, employment, talent mobility, employee engagement and leadership and workforce trends. She is an avid skier, hiker, and enjoys backpacking and swimming.

Tracy Teale

Tracy is an audit stockholder with Aprio LLP where she has over 29 years of experience in public accounting and 10 years in private industry accounting. She provides audit and tax services to not-for-profit organizations throughout the West Coast, assisting clients with process improvement, development of internal control efficiencies and management reporting. She is the West Coast lead for the Not-for-Proft Practice Group and is passionate about helping not for-profit organizations succeed and fulfil their mission by providing quality accounting and consulting services that address their unique needs. She holds a BA Degree in Economics, University of California, Santa Cruz, a BS Degree in Mechanical Engineering, University of California Berkeley and both an MBA in Operations Management and Masters in Taxation, Golden Gate University. Tracy is the President of the Contra Costa Child Care Council, past president and VP of Scholarships of the Financial Women's Association of San Francisco, and treasurer of the Sparkle Foundation. She resides in Clayton where her family is active in 4H, horses and camping. Tracy is the Chair of the Audit Committee for Girl Scouts of Northern California.

Board Development Committee

2024-2026 Term

Iana Barsten

Jana has served as a member of the Board of Directors for Girl Scouts of Northern California since 2019, where she also serves as the Chair of the Board Development Committee. Jana is a retired partner of KPMG, where she served as the Global Audit Sector Leader for KPMG's technology practice. Jana also serves on the boards of the Housing Trust Silicon Valley, Robert Half and Ziff Davis. Girl Scouts has always been a passion for Jana – growing up, she was a Girl Scout and later in life was the troop leader for her two (now grown) daughters' troop. Jana also previously served on the Board of Directors for the Girl Scouts of Santa Clara County. Her Board service for the Santa Clara County council culminated with the merger of the councils that created the Girl Scouts of Northern California. In her spare time, Jana enjoys hiking and camping with her husband, snow skiing, and traveling.

Jaime Barclay
See bio provided above.

Sandy Jacobs
See bio provided above.

Eunice Kim See bio provided above.

Shoba Krishnan

Shoba Krishnan is Professor and Chair of the Department of Electrical and Computer Engineering at Santa Clara University, Santa Clara, California. Her research interests include Analog and Mixed-Signal Integrated Circuit design. She received her Bachelor of Technology from Jawaharlal Nehru Technological University in India and her M.S. and Ph.D. in Electrical Engineering from Michigan State University. She has a strong interest in engineering education and has several ongoing community-based activities to increase the participation of underrepresented groups in engineering. She is actively involved in outreach programs to engage school youth in age-appropriate STEM (science, technology, engineering, mathematics) concepts. She was named "Woman of the Year" by California's 25th Assembly District, in 2013 for her dedication to students both inside and outside the classroom as well as her work on community projects and STEM education. She was also commended for her role in motivating young women and other marginalized communities to pursue science as a profession. She is an active Girl Scout volunteer and lives in Fremont.

Lisa Violet

Lisa is an independent director and C-suite executive. Presently Lisa is a non-executive director of Ford Credit Bank (in formation) and member of its Audit, Risk and Compensation committees. Lisa was the general manager executive, SVP Strategic Partnerships, at Varo Bank, N.A., the first all-digital, nationally chartered consumer techbank in the U.S., where she was also its inaugural Chief Auditor. Prior to Varo, Lisa held leadership roles in the banking and technology sectors, amassing 22 years of experience including Chief Risk Officer of FHLBank San Francisco from 2017 to 2019, CAE at the global technology company Hitachi Data Systems (now Hitachi Vantara) from 2014 to 2017, and several senior positions at Wells Fargo, MUFG Union Bank, and Scotia Capital. Lisa is a Chartered Accountant who began her career at PricewaterhouseCoopers and holds a B.A. from the University of Waterloo. Lisa serves on non-profit boards where she is currently a Board member of Girl Scouts of Northern California. She has served on the boards of Bentley School, San Francisco Girls School, Family Builders by Adoption, the Institute of Internal Auditors, and the Canadian Council for the Americas.

2024 BOARD TERMS

Newly Nominated Members (Term 2024-2026)	Members Nominated to Renew (Term 2024-2026)	Members Continuing Term (Term 2023-2025)	Outgoing Members (Term Expires 2024)
Board Officers Eunice Kim (3rd Vice President) Gretchen Hoff Varner (Secretary)	Board Officers Sandy Shirai (President) Neeracha Taychakhoonavudh (1st Vice President) Ginger Bryant (Treasurer)	Board Officers Jana Barsten (2 nd Vice President)	Board Officers Lisa Violet Karen Derr Gilbert
Board Directors-At-Large Jaime Barclay Claudia Barria Heith Sandy Jacobs	Board Directors-At-Large Tina Amber Sumi Jagannathan Amy Love Peg McAllister Tracy Teale	Board Directors-At-Large Pat Gillette Paula Green Fonz Morris Sarahi Espinoza Salamanca Sonya Simril	Board Directors-At-Large Ellen Bermingham Lorena Chavez Ellen Richey Trisha Siegel
Board Development Committee Jamie Barclay Sandy Jacobs Lisa Violet	Board Development Committee Jana Barsten (Chair) Eunice Kim Shoba Krishnan	Board Development Committee Sumi Jagannathan	Board Development Committee Angie Ty Dolorez Dumas
Girl Board Participants (appointed by Board) Reese Furhman Saisha Pal	Girl Board Participants (appointed by Board)	Girl Board Participants (appointed by Board)	Girl Board Participants (appointed by Board) Tessa DeLay Karlina Meyer

SPECIAL THANKS to our current and outgoing members of the **Board of Directors** and **Board Development Committee**, **Girl Board Participants**, **Esther A. Heller**, **PRP**, Council Appointed Parliamentarian, and all of our volunteer and staff helpers.