Self-Perpetuating Board FAQs

What are the benefits to moving to a self-perpetuating board model?

Over the past several years, there has been an increase in service units struggling to find a volunteer to fill the service unit delegate role. As a result, some service units are not represented by a delegate. As of the beginning of membership year 2026, 13 out of 65 (20%) service units had no representation. As of 3/18/25, an additional 20 service units did not have a full complement of delegates. This ultimately puts the Annual Meeting, a required business meeting in which board members and proposals are voted upon, in jeopardy of not being completed, as a result of not having a quorum of delegates present. An Annual Meeting must be held as outlined in PA statute Title 15 of Corporate Powers, Duties, and Safeguards. Additionally, failure to hold an Annual Meeting jeopardizes our charter to remain a Girl Scout council.

Council staff researched other non-profits as well as other Girl Scout councils across the Movement with selfperpetuating boards in response to this trend. After gathering the research, GSHPA convened a focus group comprised of volunteers who were either service unit delegates or service unit leads, from throughout the footprint, to provide feedback on their experiences. Over the course of two sessions, participants felt engaging volunteers in small groups to discuss the most pressing issues would be most productive of their time and would open up better communication between the council and volunteers.

As a non-profit organization that relies heavily on volunteers to carry out its mission, it is important to utilize the time and talents of our volunteers in ways that will ultimately best serve our Girl Scouts. By shifting the responsibility of governance to our board of directors, this allows our volunteers to focus their efforts on the day-to-day operational aspects of troop and service unit leadership.

What is the difference between governance and operations?

Boards are charged with oversight, foresight, and insight. Examples of topics related to board governance are bylaws/bylaw amendments, financial oversight, and strategic planning. Operations revolve around the day to day tasks of running the council. Examples of topics related to operations are volunteer and girl programming, camp, cookies/fall product, girl recruitment/retention, etc. To maintain a clear delineation of volunteer responsibilities within our council, board members are not eligible to be operational volunteers (such as troop leaders, cookie moms, bank signers, etc.) and operational volunteers are not eligible to be board members.

It is also important to note, during the annual fall Governance Meeting, a meeting for delegates to connect directly with board members, all questions were operational in nature, further highlighting volunteers' investment in operations over governance.

Have you spoken with any of the councils who have made the transition away from service unit delegates? What has been their experience?

Yes, our staff has had the opportunity to engage with other councils and tap into their resources. Those councils previously had the same struggles we currently face in terms of delegate engagement. Since transitioning to a self-perpetuating board, their volunteers feel as though their time is better used and communication between the council and membership has improved. The idea of putting together focus groups to address pressing operational challenges was modeled, based on their feedback.

Are there other councils who use a self-perpetuating board governance structure?

Currently, there are 10 other councils throughout the movement that operate on a self-perpetuating board structure. There are additional councils who are considering this same structure change, based on feedback from their volunteers. The 10 councils that operate on a self-perpetuating board structure are:

- Girl Scout Council of Colonial Coast
- Girl Scouts of Alaska
- Girl Scouts of California's Central Coast
- Girl Scouts of Colorado

- Girl Scouts of Montana and Wyoming
- Girl Scouts of Northeast Kansas and Northwest Missouri, Inc.
- Girl Scouts of Southwest Texas

- Girl Scouts of the Green and White Mountains
- Girl Scouts, San Diego-Imperial Council, Inc.

• Girl Scouts of the Sierra Nevada

They represent the entire spectrum of councils large, medium, and small membership; large, medium, and small geography, as well as rural, suburban, and urban footprints. Council staff personally engaged with San Diego and reviewed the bylaws of councils using a self-perpetuating board structure.

What is a best practice for governance in other non-profits?

Most non-profit organizations, both locally and nationally, use a self-perpetuating board model. This assigns the governance of the organization to be the responsibility of their board of directors and allows volunteers to focus on day-to-day operations. Boards should always have some method of identifying and recruiting new board members with diverse skills, while also implementing term limits, and regularly reviewing the board's effectiveness. At GSHPA, the Board Development Committee is charged with these duties.

How would the voices of membership be affected?

GSHPA realizes that our volunteers are heavily invested in council operations that have a direct effect on the girl experience. By holding volunteer focus groups centered around identifiable challenges, members will have more of an opportunity to provide feedback on operational matters. For example, there could be focus groups concerning camps, cookies, highest awards, etc. These focus groups could happen at specific times of the year, aligning with the specific topics. Council wide surveys could also be utilized to assist focus group members in gaining broader insights from our membership.

Would the process for selecting board candidates change under a self-perpetuating governance structure?

No, this process would remain the same as it is now. The Board Development Committee is responsible for identifying gaps in terms of subject matter expertise and representation throughout the footprint, then identifying qualified candidates. Although the ultimate responsibility for identifying prospective board members falls to the Board Development Committee, they are not the only people who can propose candidates for consideration. Prospective candidates may also be recommended for consideration by any member of the public. Candidates, once proposed, are then interviewed by the Board Development Committee Chair, or another member of the Board Development Committee assigned by the Chair, who reports back the committee. Once a candidate is approved by the Board Development Committee, then the candidate is added to the election slate and put forth for a vote during the Annual Meeting. The change under a self-perpetuating board model would be the Board of Directors would be the voting members.

It is important to note that currently, our Board of Directors are already considered delegates and do have voting power during the Annual Meeting. Also, when there is a vacancy on the board between Annual Meetings, the board has the authority to vote in a candidate, using the same process as outlined above, in collaboration with the Board Development Committee.

Will our membership still have the power to put forth governance related proposals for the Annual Meeting?

Yes! The proposal to move to a self-perpetuating board model ultimately comes down to bylaw changes in which language directly related to Service Unit Delegates would be removed. The bylaws would remain the same in regards to membership having the ability to submit a proposal.

Have you considered holding Annual Meetings in person; would more people be willing to serve this way?

There are many views among delegates about the relative value of in-person versus online meetings. These views often divide generationally and geographically with those delegates with young families and those delegates who would have to travel great distances favoring online meetings, and those who live closer and without young families preferring in-person meetings. While nothing can replace the connections formed from in person meetings, covering a 30-county footprint presents challenges in terms of time and travel to volunteers who are already

spending hours each week leading or assisting with troops. There are also costs to council associated with staff time/travel as well as meeting supplies by bringing delegates together in person, resources we feel can best be dedicated to girls.

What would be the time commitment to serve on a focus group?

The anticipated time commitment per focus group would be about 10 hours or less, depending upon each specific challenge.

How many people would be on each focus group?

To keep all focus group volunteers engaged, each group would have up to ten people, with representation offered to members throughout the GSHPA footprint.

What would be the process for applying for a focus group?

Focus group applicants would be able to apply through an electronic form. Information collected will be name, contact information, service unit number, as well as providing assurances that applicants fit the following qualifications:

- At least 20 years old
- Current membership, all necessary background checks up to date, and in good financial standing
- Having served at least 2 years as an active volunteer for Girl Scouts
- Familiar with the subject matter

The goal would be to engage different volunteers for each focus group to promote broader perspectives and fresh ideas.

Could there be a volunteer focus group for older Girl Scouts?

The voices of older Girl Scouts are presented both from a national and council perspective to every council through the Girl Scout Voices Count survey. Council staff review those statistics as well as the individual comments of every GSHPA Girl Scout to identify concerns and trends. If volunteers believed there was a need for additional ways to hear the voices of older Girl Scouts, a focus group could be formed. That said, it is important for our organization to remain within state laws concerning minors volunteering and helping to make decisions that would have a direct effect on the council.

How could volunteers bring forth concerns specifically concerning governance issues?

While the volunteer focus groups were conceived as a way for membership to bring forth ideas and work together to create solutions to identifiable challenges, there certainly could also be a governance focus group to raise any governance issue that the leadership could present to the board of directors for consideration.

How would this affect National Delegates?

The membership based national delegate system is outlined in the GSUSA Blue Book (bylaws), with GSUSA having no known intention of changing this structure. GSHPA will continue to send National Delegates to represent our council. As always, membership is asked to encourage those they feel would be excellent representatives to the council, at the national level, to apply. GSHPA will continue to solicit future applicants for consideration by the Board Development Committee; these internal processes would not change. Future recommended slates would then be voted upon by the Board of Directors.

Who should I reach out to if I have more questions or concerns?

Please feel free to reach out to Member Services at 717-233-1656 or <u>memberservices@gshpa.org</u>, who will connect you with the appropriate Regional Manager.