

PROPOSAL 2

CONSTITUTIONAL AMENDMENTS: NATIONAL COUNCIL SIZE, FORMULA, SPECIAL SESSION

PART 2A: NATIONAL COUNCIL SIZE

To amend Article IV, The National Council, Section 4, by substitution as follows:

| Current Wording | Proposed Amendment | If Adopted, Will Read |
|---|---|---|
| <p>Article IV—The National Council</p> <p>4. The membership of the National Council shall consist of delegates elected by Girl Scout councils who are registered through such local councils; delegates from USA Girl Scouts Overseas, who are selected by a committee appointed by the National Board of Directors; members of the National Board of Directors and National Nominating Committee; Past Presidents of Girl Scouts of the United States of America; and such other persons as may be elected by the National Council; provided that the number of delegates from local councils and USA Girl Scouts Overseas shall not at any time exceed two thousand, and that at least four-fifths of the entire membership shall at all times consist of delegates from local councils and USA Girl Scouts Overseas.</p> | <p>Article IV—The National Council</p> <p>4. The membership of the National Council shall consist of:</p> <ul style="list-style-type: none"> a. delegates elected by Girl Scout councils who are registered through such councils; b. delegates from USA Girl Scouts Overseas; c. members of the National Board of Directors; d. members of the National Board Development Committee; e. Past Presidents of Girl Scouts of the United States of America; and f. such other persons as may be elected by the National Council. <p>The total membership of the National Council shall not exceed 1,000, and at least four-fifths of the entire membership shall consist of delegates from councils and from USA Girl Scouts Overseas.</p> | <p>Article IV—The National Council</p> <p>4. The membership of the National Council shall consist of:</p> <ul style="list-style-type: none"> a. delegates elected by Girl Scout councils who are registered through such councils; b. delegates from USA Girl Scouts Overseas; c. members of the National Board of Directors; d. members of the National Board Development Committee; e. Past Presidents of Girl Scouts of the United States of America; and f. such other persons as may be elected by the National Council. <p>The total membership of the National Council shall not exceed 1,000, and at least four-fifths of the entire membership shall consist of delegates from councils and from USA Girl Scouts Overseas.</p> |

Submitted by: National Board of Directors of Girl Scouts of the USA

Background: Background: The democratic process has been studied extensively since the early 1990s, with input from two national task groups (the National Task Group for Maximizing the Effectiveness of Future National Council Sessions and the National Task Group on the Study of the Democratic Process). Additional input was obtained from delegates attending the 2002 and

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2005 conventions, as well as from surveys. These sources revealed a common theme: a smaller National Council membership will enhance governance processes in Girl Scouting.

Building on those findings, the Gap Team on Governance & Organizational Structure surveyed council board chairs and CEOs in 2005 regarding governance in Girl Scouting. Again, respondents noted the cumbersome nature and sluggishness of the governance process. The Gap Team also recommended a reduction in size of the National Council to promote flexibility and agility in governance.

In September 2007, the National Board Constitutional Revision Task Group developed a council survey, which included a question regarding the ideal size of the National Council. Respondents supported a reduced National Council with an “ideal” range of 750 to 1,000 members.

| Size of National Council (membership) | Percentage Support of Survey Respondents* |
|--|--|
| 2,000 or more | 13.4% |
| 1,500 to 2,000 | 6.1% |
| 1,000 to 1,500 | 1.5% |
| 750 to 1,000 | 44.2% |
| 500 to 750 | 9.5% |
| 500 or less | 25.3% |

*Survey tally of 1,441 individual survey respondents.

Rationale: A reduced National Council will promote more flexible practices and a more agile organization. For these reasons, surveys of council constituencies have long supported a smaller National Council membership.

A decrease in the size of the National Council is consistent with council realignment. Nationally, the number of Girl Scout councils will decrease from over 300 to approximately 109.

Note: Twelve councils also submitted group survey results (representing 552 individuals), and the results mirrored individual survey results.

Reference: *Blue Book of Basic Documents 2006*, p. 6, Article IV, Section 4.

PROPOSAL 2B

PART 2B: FORMULA

To amend Article IV, The National Council, Section 5, by substitution as follows:

| Current Wording | Proposed Amendment | If Adopted, Will Read |
|--|---|---|
| <p>Article IV—The National Council</p> <p>5. Each local council to which a charter has been issued and remains in force shall be entitled to one delegate, and in addition, one further delegate for each eighteen hundred girls under its jurisdiction who are members registered with Girl Scouts of the United States of America as of September 30 of the year preceding the regular session of the National Council; USA Girl Scouts Overseas collectively shall be entitled to the number of delegates according to the same formula prescribed for local councils. The prescribed figure of eighteen hundred girls shall be adjusted up or down by three hundred or multiples thereof when necessary to keep the total number of local council and USA Girl Scouts Overseas delegates as close as possible to two thousand but not in excess of two thousand.</p> | <p>Article IV—The National Council</p> <p>5. Each council to which a charter has been issued and remains in force shall be entitled to the following delegates based on the number of girls under its jurisdiction who are members of the Girl Scouts of the United States of America as of September 30 of the year preceding the regular session of the National Council:</p> <ul style="list-style-type: none"> a. two (2) delegates; b. one (1) additional delegate for up to 5,000 girls; c. one (1) additional delegate for every 5,000 girls thereafter. <p>USA Girl Scouts Overseas collectively shall be entitled to the number of delegates according to the same formula prescribed for councils.</p> <p>The prescribed figure of 5,000 girls may be adjusted when necessary to keep the total membership of the National Council no larger than 1,000.</p> | <p>Article IV—The National Council</p> <p>5. Each council to which a charter has been issued and remains in force shall be entitled to the following delegates based on the number of girls under its jurisdiction who are members of the Girl Scouts of the United States of America as of September 30 of the year preceding the regular session of the National Council:</p> <ul style="list-style-type: none"> a. two (2) delegates; b. one (1) additional delegate for up to 5,000 girls; c. one (1) additional delegate for every 5,000 girls thereafter. <p>USA Girl Scouts Overseas collectively shall be entitled to the number of delegates according to the same formula prescribed for councils.</p> <p>The prescribed figure of 5,000 girls may be adjusted when necessary to keep the total membership of the National Council no larger than 1,000.</p> |

Submitted by: National Board of Directors of Girl Scouts of the USA

Background: Survey results from the National Board Constitutional Revision survey conducted in the fall of 2007 showed that respondents supported an “**equal base and proportional**” formula, which would allow additional delegates based on girl membership.

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Question: How shall the council delegate formula be determined for representation?

| | Support |
|---|---------|
| Equal representation | 36% |
| Equal base and proportional, based on membership | 57% |
| Unsure | 7% |

Rationale: The formula is consistent with survey support for a reduced National Council membership not exceeding 1,000 members and with support for a formula with an equal base and proportional component, based on girl membership.

Note: The proposed formula is as follows:

- a base of two delegates per council;
- an additional delegate for a girl membership up to 5,000 girls; and
- one additional delegate for every additional 5,000 girl members.

In the past, the smallest councils were allowed two delegates. Under realignment and this proposal, the smallest council will now be allowed three delegates.

Adjustment of the membership figure to keep the total membership no larger than 1,000 would be made by GSUSA's Membership Credentials Department.

Councils will have the option to utilize girl members as voting delegates and/or visitors. Girl members who are visitors will be able to participate in the Girl Scout National Leadership Institute (formerly known as the Girl Congress).

Reference: *Blue Book of Basic Documents 2006*, p. 6, Article IV, Section 5

PROPOSAL 2C

PART 2C: SPECIAL SESSION

To Amend Article V, Sessions of the National Council, Section 3, by substitution as follows:

| Current Wording | Proposed Amendment | If Adopted, Will Read |
|---|--|---|
| <p>Article V– Sessions of the National Council</p> <p>3. Special sessions of the National Council shall be called by the President at any time upon written request of 20 members of the National Board of Directors or of 20 percent of the membership of the National Council, of which number one-tenth shall represent each of at least three geographical areas of the country as defined in the Bylaws. The purpose of such session shall be limited to the legitimate business of the National Council and shall be stated with the request. No other business shall be transacted expect that for which the session has been called. Notice of a special session, stating the time, place, and purpose therefore, shall be mailed not less than 30 days before the session to each local council, to each delegate from USA Girl Scouts Overseas, to each member of the National Board of Directors and National Nominating Committee, and to each member elected by the National Council entitled to vote at such session.</p> | <p>Article V– Sessions of the National Council</p> <p>3. Special sessions of the National Council shall be called by the President upon written request of a majority of the members of the National Board of Directors or twenty percent (20%) of the membership of the National Council, which shall represent at least twenty-five percent (25%) percent of the councils chartered by GSUSA. The purpose of the session shall be stated in the written request.</p> <p>The purpose of the special session shall be limited to legitimate business of the National Council, and no other business shall be transacted except that for which the session has been specifically called.</p> <p>Notice of the special session, stating the time, place, and specific purpose, shall be mailed not less than 30 days before the session to each council, each delegate from USA Girl Scouts Overseas, each member of the National Board of Directors and the National Board Development Committee, each Past President, and each member elected by the National Council entitled to vote at such session.</p> | <p>Article V– Sessions of the National Council</p> <p>3. Special sessions of the National Council shall be called by the President upon written request of a majority of the members of the National Board of Directors or twenty percent (20%) of the membership of the National Council, which shall represent at least twenty-five percent (25%) percent of the councils chartered by GSUSA. The purpose of the session shall be stated in the written request.</p> <p>The purpose of the special session shall be limited to legitimate business of the National Council, and no other business shall be transacted except that for which the session has been specifically called.</p> <p>Notice of the special session, stating the time, place, and specific purpose, shall be mailed not less than 30 days before the session to each council, each delegate from USA Girl Scouts Overseas, each member of the National Board of Directors and the National Board Development Committee, each Past President, and each member elected by the National Council entitled to vote at such session.</p> |

Submitted by: National Board of Directors of Girl Scouts of the USA

PROPOSAL 2C (CONT.)

The major change involves determination of support either by councils or by the National Board for how a special session is called.

Current procedure for calling a special National Council Session:

- "...20 members of the Board of Directors or of 20 percent of the membership of the National Council, of which number one-tenth shall represent each of at least three geographical areas of the country as defined in the Bylaws." (Article V, Sessions of the National Council, Section 3)

Proposed procedure for calling a special National Council Session:

- "...a majority of the members of the National Board of Directors or 20 percent of the membership of the National Council, which shall represent at least 25 percent of the chartered councils of GSUSA. The purpose of the session shall be stated in the written request."

Rationale:

- With a national network of approximately 109 Girl Scout councils, consideration of councils as apportioned to one of six geographical areas is outdated. Reference to geographical areas should be eliminated.
- Twenty-seven Girl Scout councils* and 16 members of the National Board** are appropriate indicators of support for calling a special session of the National Council.
 - *25 percent of 109 councils = **27 Girl Scout councils.**
 - **With the election in 2008, the number of officers and members of National Board, including the Chair of the National Nominating Committee, is 30. A majority of 30 is 16.

Reference: *Blue Book of Basic Documents 2006*, p. 7, Article V, Section 3.

Recommendation: The National Board recommends adoption of Proposal 2.