

# **1<sup>st</sup> ANNUAL REPORT**

**OF THE  
BOARD NOMINATING AND DEVELOPMENT COMMITTEE  
OF  
GIRL SCOUTS OF CONNECTICUT, Inc.**

**INCLUDING THE REQUIRED  
SINGLE SLATE OF NOMINEES FOR:**

**OFFICERS OF THE CORPORATION,**

**MEMBERS-AT-LARGE  
OF THE BOARD OF DIRECTORS**

**AND**

**MEMBERS OF THE  
BOARD NOMINATING AND DEVELOPMENT COMMITTEE**

**SUBMITTED TO THE  
MEMBERSHIP OF THE CORPORATION  
OF  
GIRL SCOUTS OF CONNECTICUT  
FOR THE  
ANNUAL MEETING  
OF  
GIRL SCOUTS OF CONNECTICUT, Inc.  
OCTOBER 1, 2008**

**On behalf of and with the approval of the Board Nominating and Development  
Committee**

**Wilson H. Faude, Chair**

**Members:**

**Barbara DeBaptiste; Walter Harrison; Arthur Lathrop; Patricia Scussel; Marsha  
Tolliver; Suzanne Wakeen; Robert White.**

**September 16, 2008**

## **REPORT OF THE BOARD NOMINATING AND DEVELOPMENT COMMITTEE**

The Board Nominating and Development Committee of Girl Scouts of Connecticut has a singular and vital role in the shaping and growth of the new Council.

Girl Scouts of Connecticut's Bylaws (under Article II section 5) spell out the duties and responsibilities of the Board Nominating and Development Committee. These responsibilities include:

- a. Present to the membership at the Annual Meeting of the corporation a single slate of nominees for officers of the corporation, nominees for members-at-large of the Board of Directors, and nominees for members of the Board Nominating and Development Committee.
- b. Present candidates to the Board of Directors to fill any vacancies that occur on the Board of Directors and Board Nominating and Development Committee.
- c. Be responsible for the training of the members of the Board of Directors.
- d. Be responsible for evaluating the performance of the members of the Board of Directors.
- e. Perform such other duties as may be assigned by the Board of Directors.

“In a meeting of the corporation held prior to the regular meeting of the National Council of Girl Scouts of the United States of America, the committee shall, in addition, present a single slate of nominees for delegates to the National Council, and a single slate of nominees to fill vacancies among elected delegates should vacancies occur.”

The first formal task that the Board Nominating and Development Committee concerned itself with was preparing the slate of delegates and alternates to the National Council of Girl Scouts of America. Many very qualified individuals submitted their names for consideration. The Board Nominating and Development Committee gathered all of the submissions, and carefully reviewed and discussed each and every application. The committee thoughtfully decided that in nominating delegates to present to the corporation for consideration, those delegates should “be about the girls” with a strong preference to youth and “Mother-Daughter” teams. Additional consideration was given to insure full ethnic and geographic representation. The committee wanted the delegation from Connecticut to represent youth, and the full future of Girl Scouting in Connecticut. The slate of proposed delegates was unanimously approved by the members of the Board Nominating and Development Committee and then sent to the members of the corporation for consideration. The slate was formally presented at the special meeting of the members of the corporation of Girl Scouts of Connecticut held on April 30, 2008 at the Crowne Plaza in Cromwell, CT. It was duly approved by those members present.

## **REPORT OF THE BOARD NOMINATING AND DEVELOPMENT COMMITTEE**

The Board Nominating and Development Committee was formed for the purpose of selecting a slate of Officers and Members-at-Large that meets the requirements of our By-Laws and the goals of Girl Scouts of Connecticut Inc. In accomplishing this goal, the Board Nominating and Development Committee has prepared a slate of Officers and Members-at-Large that represents an outstanding group of people who provide the skills and attributes we strongly believe the organization will need to accomplish its goals going forward. The Committee plans to add at least two girls as provided for in the Bylaws (Article IV, section 2) “two (2) girl members, at least sixteen (16) years of age, to serve as consultants to the Board of Directors without privilege of vote.”

By far the largest and most time consuming task for the Board Nominating and Development Committee was the responsibility to present “to the membership at the Annual Meeting of the corporation a single slate of nominees for the officers of the corporation, nominees for members-at-large of the Board of Directors, and nominees for members of the Board Nominating and Development Committee.”

When Girl Scouts of Connecticut was formed from the five legacy Connecticut Girl Scout Councils, the Council Realignment Committee (CRC) nominated as officers to the Corporation, Members-at-Large of the Board of Directors, and the Board Nominating and Development Committee individuals, with a few exceptions, who had served on one of the councils’ boards. Many of the members have served for years and years. Loyalty and dedication of volunteers has been a mainstay to Girl Scouting in the state. The Nominating and Development Committee was painfully aware that new approaches, new ideas, new energy, and a new perspective were important for the health and growth of Girl Scouts of Connecticut. Just as the girls who are in Girl Scouts have changed over the years, so too it is healthy for new officers of the corporation and other elected representatives to now guide the organization.

In the merger documents the present Officers of the Corporation, Members-at-Large of the Board of Directors and members of the Board Nominating and Development Committee were all elected as “Interim.” The Board Nominating and Development Committee needed to properly understand what exactly was meant by “Interim”. One of the first tasks the Board Nominating and Development Committee undertook, with the benefit of the Girl Scouts USA (GSUSA), and outside legal counsel was clarification of the term “Interim”, in order to understand the full scope of the required work.

Outside legal counsel, with the concurrence of the GSUSA furnished the following opinion:

“all directors and officers elected at the April Special Meeting of the corporation (even those with specific terms longer than a year) need to be elected again at the fall Annual Meeting. The vote in April clearly was to extend the appointment of the Interim Officers and Members-at-Large of the Board until the Annual Meeting, at which time a single slate would be presented to elect the more permanent post-merger Officers and Members-at-Large.”

## **REPORT OF THE BOARD NOMINATING AND DEVELOPMENT COMMITTEE**

The job before the committee therefore was to evaluate all the officers and members-at-large of the Board of Directors.

The Board Nominating and Development Committee set about to seek qualified individuals who had an interest in Girl Scouting and had the interest and time to commit to Girl Scouts of Connecticut. It is absolutely amazing how many leaders in this state were in the Girl Scouts, had mothers' who ran troops or whose daughters were in Girl Scouts. The committee members talked to many, many individuals. A list of names has been collected. This process is an ongoing one, with the intention that there should always be names under consideration and review for the future. New names can be added at any time and the Board Nominating and Development Committee welcomes any and all suggestions.

In developing the proposed slate of officers of the corporation and the members-at-large for the Board of Directors there were specific criteria that had to be considered. The slate of Nominees needed to represent all the regions of the state. There was the need to secure individuals who were committed to Girl Scouting and had the skill sets necessary to fulfill the board's fiduciary responsibility.

A number of documents and instructional aids were instrumental in guiding the committee's deliberations. These included from Board Source "Twelve Principles of Governance That Power Exceptional Boards", from GSUSA "Key Council Board Functions and Key Council Board Roles", and the evaluation form that was used by members of the committee in considering all "Interim" Officers and Members-at-Large as well as prospective new candidates for consideration. Copies of these documents are included with this report.

It is the unanimous recommendation of the Board Nominating and Development Committee to submit the following single slate of nominees for Officers of the Corporation, nominees for Members-at-Large of the Board of Directors, and nominees for the Board Nominating and Development Committee to the voting members of the Corporation of Girl Scouts of Connecticut, Inc. Biographical information on the candidates is included at the end of this report, in alphabetical order.

**REPORT OF THE BOARD NOMINATING AND DEVELOPMENT COMMITTEE**

**SINGLE SLATE OF NOMINEES FOR  
OFFICERS OF THE CORPORATION**

President	Teresa C. Younger	2010
1st Vice President	Meg Sakellarides	2010
2nd Vice President	Vanessa Roberts	2011
3rd Vice President	Adrienne Farrar Houël	2009
Secretary	Rama Sudhakar	2009
Treasurer	Naomi Kleinman	2011

**REPORT OF THE BOARD NOMINATING AND DEVELOPMENT COMMITTEE**

**MEMBERS-AT-LARGE  
OF THE  
BOARD OF DIRECTORS**

Class Of 2009

Sue Barrett  
Marianne Downie  
Diana Ingraham  
Margaret Jerrell  
Edward Lewis  
Marsha Tolliver

Class Of 2010

Tim Barron  
Ann Glover  
Art Lathrop  
Elsa Nuñez  
Kimberly Robinson  
Cindy Terzian

Class Of 2011

Kyle Ballou  
Gail Brathwaite  
Kate Conway  
Walter Harrison  
Janet Peckinpaugh  
Leonard Vignola

**REPORT OF THE BOARD NOMINATING AND DEVELOPMENT COMMITTEE**

**BOARD NOMINATING AND DEVELOPMENT COMMITTEE**

From The Board

Walter Harrison	2011
Elsa Nuñez	2010
Janet Peckinpaugh	2011
Marsha Tolliver	2009

Non-Board

Barbara DeBaptiste	2010
Karen Hoffman	2009
Wilson H. Faude	2010
Patricia Scussel	2009
Suzanne Wakeen	2011

## PROFILE OF GSOFACT SLATES

OF THE **29** NOMINEES:

**1** is a Gold Scout

**22** are women, **6** are men

**7** are African American

**19** are White (non-Hispanic)

**1** is Hispanic

**1** is Asian American

**1** is American Indian

**1** has served as president of one or more Girl Scout councils

**15** served on GSOFACT's interim board or nominating/development committee

**16** have served on one or more council boards of directors

**15** were girl members

**3** are attorneys

**2** are sitting University Presidents

**2** have earned Ph.D.s

**2** have been appointed to state or federal legislative or executive positions

**24** are specialists in banking, finance, communications, technology, or strategic planning

**10** have top level experience in fund development

**6** have distinguished backgrounds in marketing

**4** are experts in human resources

**15** serve on one or more boards of other national non-for-profits or corporations

## Biographical Summaries

**Kyle Ballou** - is Administrative Director for Community and Government Relations at Yale-New Haven Hospital. Her responsibilities include developing the Hospital legislative strategies on the federal and state levels and supporting the Hospital's commitment to serving its community. As a graduate of Mount Holyoke College, she earned her Juris Doctorate from the University of Connecticut School of Law. She is a member of the Connecticut and the American Bar Association. Ballou serves on many Boards including: Hill Development Corporation, Tweed-New Haven Airport (Vice Chair), Greater New Haven Chamber of Commerce, the Connecticut Mental Health Center and the Delta Foundation of Greater New Haven. She resides in Hamden with her husband, Dr. Keith Johns and her two sons, Keith and Kevin.

**Sue Barrett** - is Director of the Aetna Television Network at the Aetna. She is actively involved in communications for Aetna's mergers and acquisitions. Sue has her B.A. degree from Simmons College. Sue is a former Girl Scout leader and enjoyed being a Girl Scout herself. She is a member-at-large on the interim board for GSOFC and served many years on Legacy Valley Board.

**Tim Barron** - is the President and Chief Executive Officer of Rogerscasey, responsible for the strategic direction and management of the firm. He oversees new business development, institutional consulting, investment research and manager research as well as all operational aspects of the firm. Tim graduated with a B.A. in Philosophy from Emory University. He received a M.B.A. in Finance from Georgia State University. During his career he has been involved in a number of charitable organizations including: the Red Cross, the American Women's Financial Education Foundation, and the Girl Scouts of SWCT. He currently serves on the Investment Committee of GSOFC. He and his wife, Eloise, have three children, two girls and a boy.

**Gail E.D. Brathwaite** - Gail Brathwaite is currently the Executive Vice President and Chief Operating Officer of NewAlliance Bank. Gail joined NewAlliance Bank in March of 2002 as the Executive Vice President and Chief Operating Officer. Her areas of responsibilities include Human Resources, Information Technology, Deposit Operations, General Operations, Purchasing and Loan Servicing. Some of her accomplishments while at NewAlliance Bank include the bank's recent IPO, to convert from a Mutual Savings Bank, the simultaneous acquisition of Savings Bank of Manchester and Tolland Bank on April 1, 2004, the acquisition of Trust Company of Connecticut on July 1, 2005, the acquisition of Cornerstone Bank on January 1, 2006, and the acquisition of Westbank on January 2, 2007.

Prior to joining NewAlliance Bank, Gail was Senior Vice President, Director of Branch Administration, Compliance and Loss Control for the Consumer Financial Services Division of the Dime Savings Bank of New York. Gail is a twenty-nine year veteran of the banking industry with particular expertise in Retail Banking, Mortgage Banking,

Human Resources, Information Technology and Mergers & Acquisitions. She is a strong leader, a problem solver and an innovator with an enormous passion for the banking industry. She credits her success and work ethic to her mother who encouraged and empowered her to pursue her ambitions. She is a former member of the SBC Board of Advisors and former trustee of the Long Wharf Theatre. She is a member of the Unisys Financial Services Board of Advisors. She is a former Girl Scout.

**Kate Conway** - is Senior Vice President & CFO of Personal Insurance, for Travelers Insurance and leads Catastrophe Strategy for the enterprise. As PI CFO, Kate is responsible for all financial aspects of the division including financial and management reporting, expense management, business process & planning, and management information. In addition, she works closely with the leadership team on key strategic and business issues. Kate chaired GSOFACT's 2008 Woman of Merit Dinner, and was a Girl Scout troop leader. She is the President of My Sister's Place, which is dedicated to making a difference in the lives of homeless women and their children. Kate has a bachelor's degree in Economics & Accounting from College of the Holy Cross, is a Certified Public Accountant and is a NASD registered Principal. Kate and her husband Kevin have two children.

**Barbara DeBaptiste** - was first appointed to the Permanent Commission on the Status of Women in 1995 by the President Pro Tempore of the Senate M. Adela Eads and reappointed to the PCSW July 2000, 2005 by the Speakers of the House Moira Lyons, James Amann. Ms. DeBaptiste served on the Public Information/Talent Bank Committee for the PCSW and also serves as Chair of the Advisory Council in the 5<sup>th</sup> Congressional District. As a past Chair, she initiated a collaboration between PCSW and the Girl Scout Council of CT to sponsor a "Girls Involved in Government Program". Barbara also served as an at large Board member of the National Association of Commissions for Women (NACW). Ms. DeBaptiste is a Trustee for the Long Wharf Theater, and a member of its Committee on Directors. She founded the Connecticut Council for Black Student Professionals and the Political Awareness Program. She is a past National President of the National Coalition of 100 Black Women and is a founding member, as well as the State President of the coalition's Connecticut Chapters. She was recently honored as a lifetime member of the Coalition and received the Legacy of Leadership Award. She has served as a board member for Board of Homeland Ministries, and was the first African American to serve as moderator for the Connecticut Conference of the United Church of Christ. She serves as a member of the Secretary of the State Citizenship Fund Board. She has been involved in Rotary International and has served as Assistant District Governor for District 7980 and was selected as a facilitator for the Northeast Multi-District Presidents-Elect Training Seminar in Nashua, New Hampshire. She currently serves as immediate past president of the National Women's Hall of Fame, Seneca Falls, NY and President of the Global round table organization. Barbara is a member of the GSOFACT Nominating/Development Committee and served on the Interim Legacy Trails Board.

**Marianne M. Downie** - is Assistant Vice President and Senior Counsel at The Hartford Insurance Company. She holds a B.A. degree from Dartmouth College, a J.D. from the University of Connecticut, School of Law. She was a First Class Scout, a former Gold Award Committee member, a former troop leader, and is a lifetime member of the Girl Scouts of the USA. She is a member-at-large on GSOFCCT's Interim Board and serves on the Executive Committee. She previously served on Legacy Valley Board. She also serves as Co-President of the Dartmouth Alumni Club of Hartford, CT. Marianne is a resident of West Hartford

**Adrienne Farrar Houël** - is President of the Warrenton Network, Inc., a Partner with the Sable Group Inc., management consulting firms, and Executive Director of Fairfield County Housing Partnership, Inc. Adrienne has over 25 years of global senior management experience, developing numerous international projects. She co-founded two real estate development firms in Europe and served 2 years as financial director of the Paris subsidiary of Kaufman Broad, a residential and commercial real estate firm. Adrienne has supervised operations, staff, and strategic marketing for international companies in Russia, the Ukraine, and Ireland. Her skills include Internet marketing and development, managing start up firms and product lines, and diversity management. She is a graduate of Harvard Business School with a Master's degree in Business Administration. She has a Bachelor's degree in history and political science from Antioch College. Adrienne is fluent in French and can communicate in Russian. She serves as a Commissioner for the Permanent Commission on the Status of Women, and Trustee for the CT Trust for Historical Preservation. She has assisted Girl Scouts in the development of strategies to more effectively serve Hispanic/Latino communities. She is 3<sup>rd</sup> Vice Chair of GSOFCCT's interim Board of Directors and serves on the Executive Committee. She previously served on Legacy CT Trails Council Board and Nominating Committee. Adrienne is a resident of Bridgeport.

**Wilson Faude** - is Chair of the Nominating Committee for the Girl Scouts of Connecticut and an ex-officio member of the Board of Directors. He has been a nonprofit executive for over 30 years; curator of the Mark Twain House, Executive Association for Visual and Performing Arts at the University of Hartford, and Executive Director of the Old State House, where he helped raise over 15 million dollars. He is listed in Who's Who in America, was Civitan Man of the Year, received the Thomas Hooker Award for community service, Merit Award for Public Service, PRSA of America, and the Distinguished Advocate for the Arts Award by the State of Connecticut. Bill is a published author of 9 histories and numerous articles. He has been a member of several boards, including CT Historical Commission, CT Commission on the Arts, Hartford Proud and Beautiful, Riverfest, Hartford Hospital Board of Corporators, Harriet Beecher Stowe Center, U.S. Constitution Bicentennial Commission of CT, Connecticut Valley Girl Scouts. He has been a reader since 1986 for the Talking Books Program for the CT Volunteer Services for the Blind and Handicapped. Bill is a resident of West Hartford.

**Ann Glover** - is chief marketing officer for ING's Americas operations. Glover, who is based in ING's Windsor, Conn. office, will oversee all corporate marketing activities for ING Americas, including advertising, brand development, sponsorships, diversity and cause marketing, creative services, market research and regulatory communications. Glover joins ING after seven years with The Hartford Financial Services Group, Inc. She most recently served as the company's group senior vice president of corporate relations and chief marketing officer since 2002. Prior to The Hartford, Glover spent 13 years in key marketing leadership roles for the Pepsi-Cola Company. Glover, who speaks French and Swedish, holds a Bachelor of Arts (BA) in Biology from St. Michael's College in Vermont and a Master's of Business Administration (MBA) from Northeastern University in Massachusetts. She is a Board member of the Greater Hartford YMCA. She is a dedicated Girl Scout with a daughter who is actively involved in Scouting. Ann lives in Simsbury, Conn. with her husband Philip and their two children.

**Walter Harrison** - is an American scholar of American Literature and Culture, and serves as the President of the University of Hartford where he is celebrating his tenth year in this leadership position. Harrison graduated from Trinity College in 1968 and earned a masters degree from the University of Michigan in 1969. He subsequently served as a captain in the United States Air Force before earning his doctorate from the University of California-Davis. He began his career as an educator, teaching English and American Studies at Johannes Gutenberg University of Mainz in Mainz, Germany, Iowa State University and Colorado College. Harrison continues to educate in the field of English, teaching one course per year at the University of Hartford where, in addition to being the university's president, he holds the rank of resident professor. Harrison serves on the board of numerous organizations including the CT Science Museum, the National Collegiate Athletic Association's Committee on Academic Performance to name a few. He currently serves as President of the Board of the Hartford Stage and serves on GSOFACT's interim Nominating and Development committee.

**Karen Hoffman** - serves on the interim board of GSOFACT as a member-at-large and she served on the legacy Connecticut Trails Council Board of Directors. She has served as a National Delegate 2002-2005 and is an alternate National Delegate for GSOFACT. She has been a Troop Leader, Council Trainer and has held several service unit positions including Service Unit Manager. Karen was awarded the Thanks Badge in 2000 and the Thanks Badge II in 2007. She retired from Ford Financial in May 2007 where she was on the audit team. Her background is in finance and management. She is married and has two daughters and resides in Cheshire.

**Diana Ingraham** - holds an Associates degree in Human Services from Quinebaug Valley Community College and a Bachelor of Arts degree in Sociology and Applied Relations from Eastern Connecticut University. She works as the recording secretary for the Economic Development Commission, Village Advisory Board and Zoning Board of Appeals, as well as being the Democratic Registrar of Voters, for the Town of Voluntown. Diana is a lifetime member of Girl Scouting and a Gold Award Mother. She has served as Service unit Manager, Area Trainer Manager, Trainer and Troop Leader. She was active with Meals-on-Wheels for seven years and currently volunteers in the visitor and membership office at the Mystic Aquarium and Institute for Exploration, the Editorial Advisory Board of the Norwich Bulletin, as secretary for Democratic Town Committee and has served over eighteen years on the Voluntown Board of Education which she currently chairs. She is a member-at-large on GSOFACT's Interim Board and previously served on Legacy Trails Board. In her spare time, she crochets blankets for Project Linus. Diana resides in Voluntown with her husband of forty years, Jared, has two daughters and two grandchildren.

**Margaret (Peggy) Jerrell** - currently serves as Board Chair of the interim board of GSOFACT and is a National Delegate for GSOFACT. She has served in various operational roles ranging from Troop Leader to Gold Award Committee to Service Unit Chair and has served in governance roles as Board Chair, member of the nominating committee and as a National Delegate of legacy council Connecticut Trails. She is a recipient of the Thanks Badge II, the highest adult recognition in Girl Scouting. She has been recognized by the Association of Volunteer Administrators and the National Women's Hall of Fame. Peggy also has held leadership positions with Bridges, a mental health agency serving Milford, Orange, and West Haven, as a member of the board and current Assistant Treasurer. She has served as a leader in her church, with the local food pantry and with Special Olympics. As a business professional, Peggy has more than twenty five years experience in human resources in banking, education, healthcare, and social services. She is currently the Benefits & Compensation Administrator at Gaylord Hospital. She is a member of the Connecticut Healthcare Human Resources Association, is a Certified Compensation Professional and a graduate of the Women's Campaign School at Yale University. Peggy is married, has three children, six grandchildren, and is a resident of West Haven.

**Naomi Kleinman** - is Vice President and Chief of Staff to Dona Young, CEO/President for The Phoenix Companies, Inc. Ms. Kleinman joined Phoenix in 1996 as an assistant vice president and was promoted to second vice president in 1998. She was named vice president in 2001. Prior to joining Phoenix, she worked at Connecticut Mutual in positions of increasing responsibility in investments and corporate finance. Ms. Kleinman has an A.B. from Dartmouth College as well as an M.B.A. in Management Science from the Wharton School, University of Pennsylvania. Ms. Kleinman is on the endowment committee of Emanuel Synagogue. She is a former Girl Scout and her daughters have been active Girl Scouts.

**Arthur Lathrop** - comes to us with experience in banking, after a career in international and commercial banking, President and CEO of eight bank subsidiaries, and in politics, as elected mayor of the city of Norwich from 2001-2005. He has served on the Norwich Zoning Board of Appeals, the Norwich Charter Revision Commission, and as a board member of the Connecticut Trust for Historic Preservation and the Connecticut Resource Recovery Authority. He was also president of the Norwich Heritage Trust, a local preservation group. Art's published works include *Victorian Norwich* and *Twentieth-Century Norwich*. He is a member-at-large on GSOFACT's Interim Board and the Nominating/Development Committee. He received the Community Revitalization Leader Award from the Eastern Connecticut Chamber of Commerce and the Harland Griswold Award for Historic Preservation granted jointly by the Connecticut Trust and State of Connecticut. Art is a member of the Connecticut and Illinois Bars and resides with his wife, Ann, in Norwich.

**Ed Lewis** - joined CIGNA Corporation in March of 1987 and has thirty-one years of investment management experience within the financial services industry, including twenty-one years with CIGNA. He is currently responsible for investments in all mezzanine and equity buyout funds, direct and co-investment deals, and represents CIGNA on 24 different fund advisory boards. Previously, Ed had management responsibility for an investment unit focusing on manufacturing, financial institutions, media / telecommunications, transportation, integrated oil & gas, and service company transactions. Prior to joining CIGNA, Ed held various lending and management positions with Continental Illinois National Bank of Chicago (now known as Bank of America), including being selected by senior management for a two-year assignment as a manager in the Bank's credit training program. During this assignment, Ed co-led an advanced credit analysis workshop in Singapore for experienced credit analysts located in the Pacific Rim. Ed is a mezzanine advisory panel member of Atlantic Conferences, Inc. and a frequent speaker at industry conferences. His educational background includes a B.S. degree in Accounting and Economics from Fordham University and an MBA in Finance and Money & Financial Markets from Columbia University's Graduate School of Business. Ed is on the board of several non-profit organizations including, the Wadsworth Atheneum Museum of Art and Cedar Hill Cemetery. He is the immediate past Chairman of both the Corporate Board of Connecticut Children's Medical Center and the Board of Connecticut Children's Medical Center Foundation. He is an investor and advisory board member of Ironbridge Mezzanine Fund, L.P., an SBIC Fund focused on providing investment capital to minority and women-owned companies in the New England and Mid-Atlantic states. Ed currently chairs GSOFACT's investment committee.

**Elsa Nuñez** - commenced her term as the sixth president of Eastern Connecticut State University (Eastern), Willimantic, CT on August 4, 2006. She comes to Eastern with over 20 years of experience as an administrator and faculty member. Prior to joining the Eastern community, Dr. Nuñez served as the Vice Chancellor for Academic and Student Affairs at the University of Maine System from 2003 to 2006. Before her time at Maine, Dr. Nuñez served as Provost and Vice President for Academic Affairs at Lesley University. From 1993 to 1997 Dr. Nuñez was University Dean for Academic Affairs and Vice Chancellor for Student Affairs at the City University of New York. She served

as Associate Dean of Faculty at the College of Staten Island of The City University of New York from 1986 to 1992. She has received several fellowships in her career. Among them are: American Council on Education Fellow in Academic Administration at The College of Staten Island and Hispanic Leadership fellow in Academic Administration for the New Jersey Department of Higher Education. She was selected as one of three Outstanding Woman of the Year by Governor Thomas Kean for the State of New Jersey in 1987. Dr. Nuñez received her B.A. from Montclair State College, an M.A. from Fairleigh Dickinson University and a doctorate in Linguistics from Rutgers University. Dr. Nuñez is the author of Pursuing Diversity (1992) and has published articles in the areas of language acquisition, diversity, Hispanics in higher education, cultural differences in education, and retention. Dr. Nuñez was born and raised in Puerto Rico, is married to Richard Freeland. They have two children, Maria, an anesthesiologist in Miami, Florida, and Antony, a college counselor for the Hartford Consortium of Higher Education who lives in Manchester, CT.

**Janet Peckinpaugh** - is a thirty-year veteran of television and radio news. She has extensive experience in all aspects of broadcast journalism. Janet most recently was a news anchor for NBC's Owned and Operated station in CT, WVIT-TV. She has also reported and anchored for the ABC and CBS affiliates in Connecticut. Her award-winning work frequently took her out in the field to cover major news stories. Janet has interviewed Presidents Jimmy Carter, Ronald Reagan, George Bush and Bill Clinton. She began her television career in Richmond, VA. Before that she was a public affairs radio reporter covering politics at the White House and on Capitol Hill. Having now retired from television news, Janet is applying her knowledge, skills and experience to help companies and individuals promote and strengthen their image through Peckinpaugh Media Group. PMG is a full service, multi-media production company with versatile staff that includes award winning writers, producers, and marketing specialists. Janet is also a public speaker, voice and on-air talent and corporate media-trainer. PMG's clients include the CT Department of Consumer Protection, Permanent Commission on the Status of Women, Hartford Parking Authority, Hear Again, The Donaldson Group, ENT Associates, National Media Connection, Blue Fox Enterprises and Nippon Cargo Airlines. PMG is currently in production with CPTV on a 30-minute motivational show. The working title is "180° with Janet Peckinpaugh."

**Vanessa Roberts** - is a Business Litigation attorney with experience in complex commercial litigation, trust and probate litigation, an appellate advocacy. She represents corporations and individuals in the state and federal courts, in arbitrations and mediations, during every stage of the civil pretrial process, and at the appellate court levels. Ms. Roberts' commercial litigation experience includes representation of financial institutions, government agencies, and technology and telecommunications companies. Her experience with trust and probate litigation includes will contests, disputed accountings, fiduciary claims, and challenges to private and charitable trusts in the Probate and Superior Courts. Immediately prior to joining McCarter & English's Hartford office, Ms. Roberts was a Trial Attorney with the United States Department of Justice, Civil Division, in Washington, D.C. Since 2007, Ms. Roberts has served as the President of the George W. Crawford Black Bar Association, the Connecticut affiliate of

the National Bar Association. She is also a *pro bono* advocate with Lawyers for Children America, representing abused and neglected children in civil proceedings in Juvenile Court. In addition, Ms. Roberts volunteers as an instructor and mentor in the Peer Mediation Program at Fox Middle School and tutors at Barnard Brown Elementary School both in Hartford. Ms. Roberts has received a number of professional honors. She is a 2008 recipient of the Connecticut Supreme Court's Law Day Award and the New Haven Public School Foundation's Alumni Legacy Award. In 2007, she was selected as a *40 Under Forty* award recipient by the Hartford Business Journal. The award honors 40 young professionals annually in the Greater Hartford area who have demonstrated skill and talent in their fields and made significant contributions to their communities.

**Kim Robinson** - received a B.S. degree in Accounting from Arizona State University in May of 1996 and her Certified Public Accountant certificate in 1998. She began her career with Heinfeld, Meech & Co., P.C. in 2001 following three years with the Arizona Auditor General's Office and two years with Deloitte & Touche, LLP. Kim has participated in audits/financial statement preparation for a wide variety of entities, including nonprofit organizations, cities, towns, counties, school districts, grant school, and charter schools. As an active professional, Kim is a member of the American Institute of Certified Public Accountants (AICPA), the Arizona Society of Certified Public Accountants (ASCPA) and the American Society of Women Accountants (ASWA). She has also spoken professionally on various accounting and compliance related issues at conferences and workshops. As a partner at Heinfeld, Meech & Co., P.C., Kim always has direct contact with numerous not-for-profit boards including presenting formal audit reports at year end. She has the experience needed to understand all financial aspects that the Board may encounter including audit issues, understanding audit reports, analyzing monthly financial statements, understanding technical pronouncements that may affect not-for-profits and more. Kim is a former Girl Scout.

**Meg Sakellarides** - is Chief Financial Officer of Connecticut Public Broadcasting, Inc, the parent company of Connecticut Public Television (CPTV) and WNPR/Connecticut Public Radio and has over twenty years of financial management and business experience, specifically with for-profit financial services organizations and non-profit educational institutions. A 1986 Magna cum laude graduate of the University of Connecticut with a B.S. degree in Accounting, Ms. Sakellarides is a Certified Public Accountant (CPA) in the State of Connecticut and a member of the American Institute of Certified Public Accountants (AICPA). Ms. Sakellarides, in her role as Chief Financial Officer, is responsible for all financial, administrative, legal, human resources, IT, and broadcast operations decisions for the Company. Ms. Sakellarides is very active in the Hartford community and is currently a Board member of several non-profit organizations, including the Connecticut Women's Council, and the Aurora Women and Girls Foundation. She is a member-at-large on GSOFC's Interim Board and serves on and Chair's the Audit Committee. Ms. Sakellarides is active in the local arts community, youth sports, and currently resides in Tolland with her husband, Scott, and their two children.

**Patricia Scussel** - is the executive director of the Greater New Haven Leadership Center. She also serves as the staff liaison on the Chamber's Not-for-Profit Resource Council. Patti has served as co-chair of New Haven's All-America City committee since Dec. 2000, entering the All-America City competition in 2002 and 2003. She currently serves on several boards and committees in the region, including as treasurer of the Association of Volunteer Administrators of Greater New Haven, secretary for the New Haven Network for Public Education, Literacy Volunteers for Greater New Haven, and the Business Advisory Council for Marrakech Inc. Patti is involved with a lot of educational initiatives in the region. She is a member of the Grants Review Committee for The Community Foundation for Greater New Haven's Community Fund for Women and Girls, and has served as a volunteer member of the United Way of Greater New Haven's Community Investment Process since 2002. Patti is a member of GSOFACT's interim Nominating and Development Committee.

Patti received her undergraduate degree in Communications from Albertus Magnus College and has several credits towards a Masters in Education at the University of New Haven. She graduated from the Executive MBA program at UNH in May 2005. She is a 2001 recipient of *New Haven Business Times'* annual "Forty under 40" award, 2005 recipient of the magazine's "Twenty Noteworthy Women" award, and one of the guest speakers for the magazine's 2003 Awards breakfast. In September, 2004 she was named a "Rising Star" by *Business New Haven*. Patti resides in East Haven.

**Rama Sudhakar** - is the Vice President for Marketing and Communications at Fairfield University. She was previously Director of Communications at Trinity College and her extensive career experience includes her work with the Hartford Courant and with her own marketing agency. She has a Masters Degree from Central Michigan University and a Bachelors Degree in English from University of Bombay, India, as well as a postgraduate degree in Education. She has served as a volunteer for Connectikids mentoring kids in reading, on the Hartford Courant's Diversity Council, and providing marketing support for the United Way. Rama was a Girl Guide in Bombay, India and participated as a girl in the World "Jamboree". She is a member-at-large on GSOFACT's Interim Board and previously served on Legacy Trails Board. Rama is a resident of Cheshire.

**Cindy Terzian** - is often described as a dynamic Marketing, Communications & Organizational Leader. She is a results-oriented marketing professional with extensive experience in business-to-business marketing, internal and external communications and sales of service-based solutions. Valued by her clients and colleagues for her strategic approach and multi-faceted thinking, she actively solves client needs related to unique "standout" brand development, and in formulating marketing and communications strategies, programs and tactics for execution. Cindy's unique strength which is the driving force behind the work that she provides to clients is her ability to think as a marketing and communications leader while maintaining a focus on the direct impact on the top and bottom-line financial goals sought-after by her clients. This focus originates from her decade of experience in performing direct sales, and then leading the sales and marketing efforts for Xerox Corporation in the NY region. Here, she was accountable for

an annual P & L of over \$50 million. Her almost 25 years of experience enables Cindy to rapidly identify opportunities and creatively devise strategies to achieve the desired results. Very experienced with all aspects of integrated marketing, communications and branding strategies and techniques, Cindy is a highly focused and effective communicator at all organizational levels. Cindy has been involved in Girl Scouts as a volunteer and former Girl Scout.

**Marsha Tolliver** - is the Community Involvement Liaison of Hartford Hospital. In this role, she coordinates community outreach, offering health screenings and education to residents in the community, social agencies and employees of local companies. In addition, Marsha is involved in the decision-making process and coordination of activity surrounding the hospital's sponsorship of fund raising events. She is also responsible for tracking, recording and reporting all hospital activity recognized as community benefit. Marsha currently serves on the boards of the Connecticut Women's Hall of Fame, Urban League of Greater Hartford, and the advisory board of the Connecticut Forum. She is also the President of the Urban League's Guild, a fund raising auxiliary of the league. Previously, Marsha served on advisory boards of the United Way, Connecticut Association of Human Services and the National Conference for Community & Justice. She serves as a member of GSOFACT's Interim Board, and on the Nominating & Development Committee. Marsha is president and owner of TaVon Management, specializing in entertainment management, promotion and performance bookings. She has two adult children, and resides in Bloomfield.

**Leonard Vignola** - is a founding partner of Beacon Partners, which was established originally in 1976 to provide hands-on assistance to under performing companies. Mr. Vignola's early clients included Remington Shaver through assistance given to Mr. Victor Kiam, in its acquisition and subsequent turnaround. His assignments with Beacon Partners have included numerous functional challenges. He has served as COO of an optical lens-forming equipment manufacturer; CFO of an environmental remediation corporation; and CEO of a computer peripheral company. He has led or participated in assignments ranging from Chapter 11 reorganizations and divestitures to startups of new ventures. Previously, Mr. Vignola was founding partner and officer of Patricof & Co., and an officer of Marwit Capital (an SBIC). He was founder and president of a lottery ticket vending machine company, and is former director of internal operations analysis for PepsiCo and its operating companies. Mr. Vignola is a graduate of Northwestern University and holds an MBA from Case Western Reserve. Len is founder of the Connecticut chapter of the Turnaround Management Association and of the Connecticut Venture Group and has served as past president of both organizations. He is also active in numerous other professional and civic activities. He currently is Chairman of the Board for the Stamford Theater Works, a small professional theater located in Stamford, Connecticut.

**Suzanne Wakeen** - is a Vice President at People's United Bank in the Commercial Real Estate Finance Department in Bridgeport. As a loan officer, she is responsible for underwriting loans, originating new business and maintaining asset quality. She has been in commercial real estate finance for seventeen years. Prior to People's, Suzanne was at Merrill Lynch Hubbard, Chemical Bank and Connecticut Bank & Trust. Suzanne has a BA degree in Economics from the University of Connecticut. She lives in Wilton and has four children, all who have been involved in Scouting; two Girl Scouts and two Boy Scouts. Suzanne has been a volunteer in many local non-profit organizations.

**Teresa Younger** - Teresa Younger is a life long Girl Scout who earned both her Silver and Gold Awards as a youth. Her early Girl Scout experiences included serving as a National Delegate in Detroit, MI and in two Wider Opportunities activities. Most recently she was appointed Fairfield County Regional Chair and elected as a National Delegate for GSO of CT. Teresa is the Executive Director of the Connecticut General Assembly's Permanent Commission on the Status of Women, the State's leading force for women's equality. Teresa has a diverse array of policy and management experiences from corporate philanthropy to youth development. She currently sits on the boards of the National Association of Commissions for Women and the Universal Health Care Foundation, serves on the AED New Voices National Advisory Board and the American Camp Association Public Policy Committee. She was most recently identified by the Hartford Business Journal as one of the "8 Remarkable Women in Business" and has continually been recognized for her commitment to civil rights and civil liberties. Teresa has a bachelor's degree from the University of North Dakota.

**GIRL SCOUTS OF CONNECTICUT  
SLATE FOR OCTOBER 1, 2008**

**OFFICERS:**

President	Teresa Younger	2-year term
1 <sup>st</sup> Vice President	Meg Sakellarides	2-year term
2 <sup>nd</sup> Vice President	Vanessa Roberts	3-year term
3 <sup>rd</sup> Vice President	Adrienne Farrar Houël	1-year term
Secretary	Rama Sudhakar	1-year term
Treasurer	Naomi Kleinman	3-year term

**MEMBERS-AT-LARGE FOR A ONE YEAR TERM:**

Sue Barrett  
Marianne M. Downie  
Diana Ingraham  
Margaret Jerrell  
Ed Lewis  
Marsha Tolliver

**MEMBERS-AT-LARGE FOR A TWO YEAR TERM:**

Tim Barron  
Ann Glover  
Arthur Lathrop  
Elsa Nuñez  
Kimberly Robinson  
Cindy Terzian

**MEMBERS-AT-LARGE FOR A THREE YEAR TERM:**

Kyle Ballou  
Gail Brathwaite  
Kate Conway  
Walter Harrison  
Janet Peckinpaugh  
Leonard Vignola

**NOMINATING/DEVELOPMENT COMMITTEE:**

**From the Board**

Walter Harrison	2011
Elsa Nuñez	2010
Janet Peckinpaugh	2011
Marsha Tolliver	2009

**Non-Board**

Barbara DeBaptiste	2010
Karen Hoffman	2009
Wilson H. Faude	2010
Patricia Scussel	2009
Suzanne Wakeen	2011

**This Page Intentionally Left Blank**

## **Attachments:**

- **Twelve Principles of Good Governance That Power Exceptional Boards – Board Source**
- **Key Council Board Functions and Key Council Board Roles – GSUSA**
- **Girl Scouts of Connecticut Evaluation form for Nominees**

## **The Source: Twelve Principles of Governance That Power Exceptional Boards**

Exceptional boards add significant value to their organizations, making a discernible difference in their advance on mission. Good governance requires the board to balance its role as an oversight body with its role as a force supporting the organization. The difference between *responsible* and *exceptional* boards lies in thoughtfulness and intentionality, action and engagement, knowledge and communication. The following twelve principles offer **chief executives** a description of an empowered board that is a strategic asset to be leveraged. They provide **board members** with a vision of what is possible and a way to add lasting value to the organization they lead.

### **CONSTRUCTIVE PARTNERSHIP<sup>1</sup>**

Exceptional boards govern in constructive partnership with the chief executive, recognizing that the effectiveness of the board and chief executive are interdependent. They build this partnership through trust, candor, respect, and honest communication.

### **MISSION DRIVEN<sup>2</sup>**

Exceptional boards shape and uphold the mission, articulate a compelling vision, and ensure the congruence between decisions and core values. They treat questions of mission, vision, and core values not as exercises to be done once, but as statements of crucial importance to be drilled down and folded into deliberations.

### **STRATEGIC THINKING<sup>3</sup>**

Exceptional boards allocate time to what matters most and continuously engage in strategic thinking to hone the organization's direction. They not only align agendas and goals with strategic priorities, but also use them for assessing the chief executive, driving meeting agendas, and shaping board recruitment.

### **CULTURE OF INQUIRY<sup>4</sup>**

Exceptional boards institutionalize a culture of inquiry, mutual respect, and constructive debate that leads to sound and shared decision making. They seek more information, question assumptions, and challenge conclusions so that they may advocate for solutions based on analysis.

### **INDEPENDENT-MINDEDNESS<sup>5</sup>**

Exceptional boards are independent-minded. They apply rigorous conflict-of-interest procedures, and their board members put the interests of the organization above all else when making decisions. They do not allow their votes to be unduly influenced by loyalty to the chief executive or by seniority, position, or reputation of fellow board members, staff, or donors.

### **ETHOS OF TRANSPARENCY<sup>6</sup>**

Exceptional boards promote an ethos of transparency by ensuring that donors, stakeholders, and interested members of the public have access to appropriate and accurate information regarding finances, operations, and results. They also extend transparency internally, ensuring that every board member has equal access to relevant materials when making decisions.

### **COMPLIANCE WITH INTEGRITY<sup>7</sup>**

Exceptional boards promote strong ethical values and disciplined compliance by establishing appropriate mechanisms for active oversight. They use these mechanisms, such as independent audits, to ensure accountability and sufficient controls; to deepen their understanding of the organization; and to reduce the risk of waste, fraud, and abuse.

### **SUSTAINING RESOURCES<sup>8</sup>**

Exceptional boards link bold visions and ambitious plans to financial support, expertise, and networks of influence. Linking budgeting to strategic planning, they approve activities that can be realistically financed with existing or attainable resources, while ensuring that the organization has the infrastructure and internal capacity it needs.

### **RESULTS-ORIENTED<sup>9</sup>**

Exceptional boards are results-oriented. They measure the organization's progress towards mission and evaluate the performance of major programs and services. They gauge efficiency, effectiveness, and impact, while simultaneously assessing the quality of service delivery, integrating benchmarks against peers, and calculating return on investment.

### **INTENTIONAL BOARD PRACTICES<sup>10</sup>**

Exceptional boards purposefully structure themselves to fulfill essential governance duties and to support organizational priorities. Making governance intentional, not incidental, exceptional boards invest in structures and practices that can be thoughtfully adapted to changing circumstances.

### **CONTINUOUS LEARNING<sup>11</sup>**

Exceptional boards embrace the qualities of a continuous learning organization, evaluating their own performance and assessing the value they add to the organization. They embed learning opportunities into routine governance work and in activities outside of the boardroom.

### **REVITALIZATION<sup>12</sup>**

Exceptional boards energize themselves through planned turnover, thoughtful recruitment, and inclusiveness. They see the correlation between mission, strategy, and board composition, and they understand the importance of fresh perspectives and the risks of closed groups. They revitalize themselves through diversity of experience and through continuous recruitment.

*Excerpted from The Source: Twelve Principles of Governance That Power Exceptional Boards. Washington, DC: BoardSource 2005. For more information or to order a copy of the complete book, please visit [www.boardsource.org](http://www.boardsource.org) or call 800-883-6262.*

## Key Council Board Functions

### Strategic

- Mission, strategy driven
- Strategic thinking
- Partners with CEO
- Aligns goals, priorities
- Core capability (looking internally)
- Positioning (looking externally)
- Shapes board recruitment with Board Development Committee
- Defines success
- Future focus
- Resource/fund development
- Works in partnership with CEO
  - Assess CEO against goals and strategic priorities

### Policy Development/Oversight

- Stewardship of assets
- Legal/ethical integrity
- Interests of organization above personal interests
- Links strategy with financial support
- Ensures infrastructure and internal organizational capacity

### Knowledge/Generative

- Reflective learning
- Robust dialogue, debate
- Culture of mutual respect
- Uses relevant information to make quality decisions
- Questions assumptions

### Culture of Trust

- Promotes trust and transparency with donors, constituents, members
- Provides opportunities for members to give voice
- Seeks input before major policy decisions are made

## Key Council Board Roles

### Board of Directors

- Advance the mission
- Oversight body
- Partnership with CEO

#### Board Composition

- Strategic diversity
- Connection to mission/strategy
- High profile
- Optimal size 15-25

#### Board Committees

- Few standing committees
- Use of ad hoc committees
- Time-limited

### Board Chair

- Provides leadership to the board
- Works in partnership with the CEO
- Ensures that work of the board is being accomplished

### Board Development Committee (formerly known as the nominating committee)

- Works in partnership with Board to recruit and orient new board
- Board Development Chair is a member of the Board
- Assesses board performance with Executive Committee
- Work with board leadership to assign board members to committees
- Assures Board education with Executive Committee
- CEO ex-officio member (without vote)
- Accountable to corporate membership

### CEO

- Partners with board
- Provides support to board's work
- Ex officio member of the board (with or without vote)

**Girl Scouts of Connecticut  
Evaluation form for Board and Nominating/Development Committee Nominations**

Please indicate on a scale of 1-4 how well the nominee meets the criteria.

- 1 – Nominee has no experience, or has not demonstrated principles
- 2 – Nominee has some experience, or has somewhat demonstrated principles
- 3 – Nominee has extensive experience, or exemplified the principles
- N/A – Not applicable

<b>QUALIFICATIONS/EXPERIENCE</b>	<b>1</b>	<b>2</b>	<b>3</b>	<b>N/A</b>
<b>Experience with policy and governance</b>				
<b>Knowledge and Commitment of Girl Scouts and/or girl issues</b>				
<b>Experience with strategic development</b>				
<b>High profile and ability to open doors</b>				
<b>Commitment to fund development and personal giving</b>				
<b>Ability to partner effectively with the CEO</b>				
<b>Experience in an organization that services a diverse geographic or statewide area</b>				
<b>Experience in a senior role in complex large organization</b>				
<b>Experience with fiscal oversight of an organization with a large &gt; \$15 million</b>				

<b>DEMONSTRATED TWELVE PRINCIPLES OF GOVERNANCE *</b>	<b>1</b>	<b>2</b>	<b>3</b>	<b>N/A</b>
<b>Constructive Partnership</b>				
<b>Mission Driven</b>				
<b>Strategic Thinking</b>				
<b>Culture of Inquiry</b>				
<b>Independent-Mindedness</b>				
<b>Ethos of Transparency</b>				
<b>Compliance with Integrity</b>				
<b>Sustaining Resources</b>				
<b>Results-Oriented</b>				
<b>Intentional Board Practices</b>				
<b>Continuous Learning</b>				
<b>Revitalization</b>				

\* Refer to the Twelve Principles of Governance That Power Exceptional Boards detailed by Board Source

**Please indicate yes or no:**

Represents an underrepresented geographical area	YES	NO
Represents an underrepresented racial/ethnic group	YES	NO
Should be nominated selected as a Board Member/Nominating Development Committee	YES	NO

Additional Comments: