

# Girl Scouts of Michigan Shore to Shore Board of Directors Policy for the Designation of Regions, Election of Delegates and Appointments of Delegate and Regional Chairs

#### 1. Purpose of this Policy

The purpose of this policy is for the Board of Directors of Girl Scouts of Michigan Shore to Shore, hereinafter referred to as "Council", to set forth the method by which girl and adult members of GSUSA who are registered through the Council to participate in the governance of the Council. This is accomplished through the election and meeting of delegates consistent with the Council Bylaws and Policies.

#### 2. Establishment and Designation of Regions

The geographic jurisdiction of the Council is divided into six (6) Regions as determined by the Board of Directors. The Regions shall include the geographic areas and counties shown on the Regions Map. (Appendix A)

### 3. Regions

#### A. Members of the Regions

Members of the Region include adults and girls (between the ages of 14 and 18) who are members of GSUSA, registered with the Council, and living in the geographic regions.

#### B. Meeting of Regional Members

(1) Regional Meetings. A meeting of members within each Region shall be held at least once per year, preferably in the fall, prior to the Annual Meeting of the members of the corporation. This meeting will include the election of Girl Delegates, ratification of Adult Delegates elected through Service Units, and provide a forum to exchange information and communication between the Board of Directors and members

Members shall be given at least 10 days notice of the meeting personally, by mail or by electronic means. Notice shall consist of the date, time, location, and agenda or description of business to be conducted.

(2) Special Meetings. A special meeting of the members of each Region may be called by the Regional Chair or the Board of Directors or upon the written request of twenty (20%) percent of the members of the Region. No business shall be conducted at a special meeting except for the specific business for which the meeting was called. Members shall be given at least 10 days notice of the meeting personally, by mail or by electronic means. Notice shall consist of the date, time, location of the meeting, and agenda or description of business to be conducted.

- **(3) Participation by Telephone or Teleconference**. Participation in a Regional meeting may be in person or by telephone conference or other teleconference method provided that all participating members may hear one another.
- **(4) Regional Elections.** Girl Delegates shall be elected by a majority of the members of the Region present. Delegates and Alternate Delegates (elected through Service Units) will be announced and ratified by a majority of the members from the Region present.

#### 4. Delegates

#### A. Delegate Elections

Each service unit is entitled to one (1) delegate for every 200 registered girls or portion thereof calculated on the number of registered girls as of September 30<sup>th</sup> of the previous membership year. Each service unit shall elect a minimum of one (1) delegate in that service unit. This formula may be adjusted annually by the Board of Directors.

#### Example:

Service Unit A had 389 girls registered as of September 30<sup>th</sup> of the previous membership year. 2 Delegates are elected.

Service Unit B had 167 girls registered as of September 30<sup>th</sup> of the previous membership year. 1 Delegate is elected.

Service Unit C had 401 girls registered as of September 30<sup>th</sup> of the previous membership year. 3 Delegates are elected.

An election will be held prior to October 31<sup>st</sup>. If an elected delegate(s) and/or alternate delegate are in place during her/his term, an election is not necessary. The election result or confirmation of active delegate(s)/alternate will be reported to the Regional Chair.

To qualify and be elected to serve as a delegate a member must:

- (1) Be a GSUSA member registered with the Council prior to election and throughout the term of service or be a Lifetime Member active in the Council.
- (2) Be in good standing with the Council prior to election and throughout the term of service.

#### **B.** Alternate Regional Delegate Elections

At the time of the election for delegates, each Service Unit is entitled to elect one (1) alternate delegate for each delegate elected. The term of alternate delegates shall be the same as the delegate.

In the event that an elected delegate is unable to perform any duties during her/his term, which includes voting, an elected alternate delegate may serve as the delegate.

To qualify and be elected to serve as an alternate delegate a member must:

(1) Be a GSUSA member registered with the Council prior to election and throughout the

term of service or be a Lifetime Member active in the Council.

(2) Be in good standing with Girl Scouts of Michigan Shore prior to election and throughout the term of service.

#### C. Girl Delegate and Alternate Girl Delegate Elections

Each Region will elect two (2) girl delegates. Girls within each region can submit an application for nomination to be a delegate from that Region as an indication of willingness to serve. Girl delegates will be elected at Regional meetings.

Each region may elect two (2) alternate girl delegates. In the event that an elected girl delegate is unable to perform any duties during her term, the alternate may serve as the delegate.

To qualify and be elected to serve as a girl delegate a member must:

- (1) Be between the ages of 14 and 18, and
- (2) Be a member of GSUSA registered through the Council prior to election and throughout the term of service

#### D. Terms of Delegate Service

As set forth in the Bylaws of the Council, Adult Delegates and Alternate Delegates will serve a term of two (2) years or until her/his successors are elected and assume office.

The term of service begins following the meeting at which Delegates, Alternate Delegates and Girl Delegates are elected or ratified.

#### E. Regional Chairs as Delegates

The appointed Regional Chairs shall serve as a delegate from her/his Region in addition to the total number of delegates through Service Unit and Regional elections.

#### 5. Duties of Delegates, Alternate Delegates, and Girl Delegates

All Delegates shall:

- Participate in delegate training and delegate meetings;
- Attend and participate in Regional meetings;
- Attend and participate in Council meeting (annual meeting);
- Report and communicate the business of the Corporation as conducted at Regional and Council meetings to local members;
- Assist in the collection of information and/or feedback from members for the benefit of the Board of Directors and any Board-designated committee, task group or group;
- Be aware of issues or trends that affect Girl Scouting;
- Operate within the policies and Bylaws of the Council.

#### 6. National Delegates

The selection and election of National Delegates is a process managed by the Board Development Committee.

#### 7. Regional Chairs

#### A. Appointment of Regional Chairs

A Regional Chair shall be appointed for each Region by the Chair of the Board of Directors subject to approval by the Board of Directors for a term of two (2) years.. Recommendations for Regional Chair appointments to the Chair of the Board of Directors may come from the Delegate Chair. No individual shall serve more than three (3) consecutive terms. There must be a lapse of one (1) year before eligible to serve in this position, unless s/he is appointed Delegate Chair.

#### **B. Duties of Regional Chairs**

The Regional Chairs shall:

- Assure compliance with the requirements of this policy and the Bylaws;
- Plan and convene a Regional meeting and any special meetings;
- Assure the appropriate numbers of qualified delegates are elected within the region;
- Facilitate the orientation of elected delegates;
- Record and report orientation and any additional required training and meetings to the Delegate Chair;
- Assist the Delegate Chair to develop and implement a reporting and communication plan;
- Be aware of issues or trends that affect Girl Scouting;
- Operate within the policies and Bylaws of the Council;
- Serve as a Delegate for her/his Region'
- Perform other duties that become necessary.

#### 8. Delegate Chair

#### A. Appointment of the Delegate Chair

The Delegate Chair shall be appointed by the Chair of the Board of Directors subject to the approval of the Board of Directors.

The Delegate Chair shall be appointed for a term of two (2) years. No individual shall serve more than three (3) consecutive terms. There must be a lapse of one (1) year before s/he can serve in this position again.

#### B. Duties of the Delegate Chair

The Delegate Chair shall:

 Assist to recruit Regional Chairs and recommend her/his appointment to Chair of the Board of Directors;

- Assist in and facilitate orientation for Regional Chairs and delegates;
- Develop method to record completed trainings of Delegates;
- Maintain duplicate copies of records of Delegate, Alternate Delegate, and Girl Delegate terms and additional documentation that may be required and assure that Council has original documents
- Facilitate and assist in the coordination of Regional meeting dates and providing notice to Delegate;
- Assist Regional Chairs to develop and implement a report and communication plan;
- Ensure that two-way communication between delegates, including membership feedback and the Board of Directors is maintained;
- Be aware of issues or trends that affect Girl Scouting;
- Operate within the policies and Bylaws of the Council;
- Serve as a Delegate of the Corporation, with one vote, and
- Perform other duties that become necessary.

#### 9. Resignation or Removal of Delegates, Regional Chairs, Delegate Chair

Any Delegate, Alternate Delegate, Girl Delegate, Regional Chair, or Delegate Chair may resign from a position. Resignation will be provided in writing via electronic means or postal service as follows:

**Delegates**: Provide resignation notice to Regional Chair, Delegate Chair, or Chair of the Board of Directors.

**Regional Chairs**: Provide resignation notice to Delegate Chair or Chair of the Board of Directors.

**Delegate Chair:** Provide resignation notice to the Chair of the Board of Directors.

A resignation shall be effective upon its receipt or upon a subsequent time specified in the notice of resignation.

Any Delegate, Alternate Delegate, Girl Delegate, Regional Chair, or Delegate Chair may be removed by the Chair of the Board of Directors. Removal may result from, among other things, inability or failure to meet the requirements of the position or inability or failure to comply with Council or GSUSA policies.

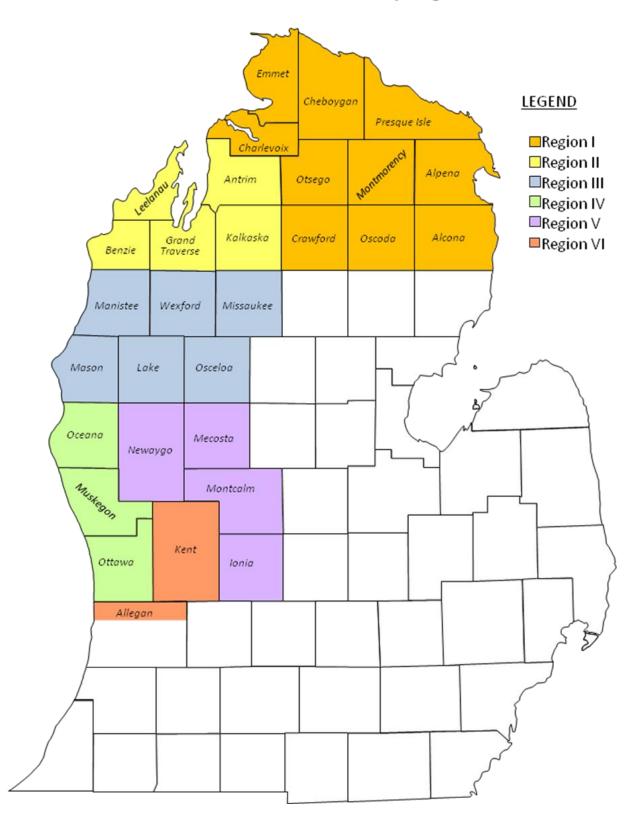
Respectfully submitted by the Governance and Bylaws Task Group members:

Verna George, Chair Judy Thomson Bonnie Vance Mursalata Muhammad

Approved by the GSMISTS Board of Directors, September 28, 2013

## **APPENDIX A: REGIONAL MAP**

# **GSMISTS Council Area by Region**



#### **GLOSSARY OF TERMS**

**Alternate Delegate:** An Alternate Delegate is a member who has been elected through her/his Service Unit. This person is prepared to serve as a Delegate if the elected Delegate cannot continue her/his duties during their term. In addition, the Alternate Delegate may vote at the GSMISTS Annual Meeting if the elected Delegate is unable to be present. The Alternate Delegate shall be able to perform all the duties as specified in this document.

Annual Meeting: This is a yearly meeting of the members of the corporation

**Board of Directors:** The ultimate governing body of the Council which is comprised of the elected voting members -- Board Chair, Officers, members at large and the Chair of the Board Development Committee; and the Chief Executive Officer (CEO), an *ex officio* non-voting officer.

**By-Law**: A blueprint or the rules of how the corporation functions.

**Council:** The Council includes all girls and adults registered with GSUSA and living in the boundaries of said Council

**Delegate:** A Delegate is a member who has been elected through her/his Service Unit. The Delegate is entitled to a vote at the GSMISTS Annual Meeting and shall be able to perform all the duties as specified in this document.

**Delegate Chair:** Is an appointed leader of the delegates and the regions. S/he shall be able to perform all of the duties as specified in this document.

**Girl Delegate:** A Girl Delegate is a registered girl between the ages of 14 and 18 who has been elected by the members present at their Regional Meeting. To be eligible for election, a girl must submit an application of nomination to their Regional Chair.

**GSMISTS:** Girl Scouts of Michigan Shore to Shore, referred to as the Council.

GSUSA: Girl Scouts of the United States of America

Member: A member is a registered member of Girl Scouts of the USA through GSMISTS.

**Members of the Corporation:** A group made up of elected Delegates, elected Girl Delegates, the Regional Chairs, the Delegate Chair, the Board of Directors, and the members of the Board Development Committee.

**National Council Delegates:** Delegates elected from this Council for a term of three years to attend the meetings of the National Council Session of GSUSA. This Session meets every three years.

**Region:** A Region is a designated area within the GSMISTS Council jurisdiction, made up of a number of counties previously determined and approved by the Board of Directors. GSMISTS presently has six (6) regions.

**Regional Chair:** An appointed leader of the governance regional members. S/he insures that delegates are elected and serves as a means in two-way communication between the regional members and the Board of Directors. S/he shall be able to perform all of the duties as specified in this document.

**Regional Meeting:** This is a meeting of the members within each region. It is held at least once a year, preferably in the fall prior to the annual meeting.

**Service Unit:** These are operational geographic subdivisions in the regional areas.