

TOASTMASTERS INTERNATIONAL
Rancho Santa Margarita, California

Minutes of the 74th Annual Convention Business Meeting
Westin Harbour Castle, Toronto, Ontario, Canada
August 24-26, 2005

The 74th Annual Convention and Business Meeting of Toastmasters International convened at 7:00 p.m., Wednesday, August 24, 2005, International President Jon Greiner, DTM, presiding. International Director Gary Schmidt, DTM, gave the invocation. Following the traditional Parade of Flags, the presentation of the United States flag and the Canadian flag, and the playing of the National Anthems of the United States and Canada, the Board of Directors and Executive Director were introduced, followed by the 2005-2006 international officer and director candidates. District Governor John Rich, DTM, welcomed all Toastmasters and their guests on behalf of District 60.

President Greiner gave a report on his presidential travel and visits, including progress of Toastmasters International during the past year and projections concerning the organization's future.

Anthony "AB" Bourke and Paul "Pitch" Molnar of "Afterburner" delivered the keynote address entitled "Organizing a Team For Flawless Execution."

The meeting recessed at 9:15 p.m. until 8:00 a.m., Friday, August 26.

* * * * *

The meeting was called back to order by President and Convention Chairman Greiner at 8:00 a.m. on Friday, August 26, 2005. Immediate Past International President Ted Corcoran, DTM, gave the invocation.

Chairman Greiner announced that the minutes of the 73rd Annual Business Meeting held in Reno, Nevada, August 18-20, 2004, were approved by unanimous electronic ballot by the Board of Directors in the form in which they were distributed.

Chairman Greiner announced the following appointments: Past International Director Herb Nowlin, DTM, Parliamentarian; Past International Director Jim Kokocki, DTM, Chairman, and Past International Directors Art Nieto, DTM, and Cindy Pavella, DTM, Co-Chairmen of the Credentials Committee; International Director Phil Taylor, DTM, Chairman and Past International Director Frank Hirt, DTM, Co-Chairman, of Ballot Counters and Tellers; and Gurinder Garcha, ATMS, from Club 750925-56, and Dennis Augustine, from Club 1744-60, Timers.

ABM-2005

Credentials Committee Chairman Kokocki reported as follows: a total of 12,652 ballots were accredited, representing 6,248 of the 10,557 eligible clubs, with two votes each, and 156 of the 281 eligible delegates at large were present, each with one vote. The Chairman declared a quorum to be present.

Parliamentarian Nowlin explained the procedural rules prescribed by the Board of Directors: for the election of four officers for the 2005-2006 term and of nine directors for the 2005-2007 term and three proposals for amendments to the Bylaws of Toastmasters International. Nowlin also provided directions for delegates on the casting of ballots.

Past International President Alfred Herzing, DTM, Chairman of the 2004-2005 Nominating Committee, presented the report of the Nominating Committee. The following officer candidates were nominated: Dilip Abayasekara, DTM, of Camp Hill, Pennsylvania, for President; Johnny Uy, DTM, of Cebu City, Philippines, for Senior Vice President; Chris Ford, DTM, from Ottawa, Ontario, Canada, for Second Vice President; and two candidates for Third Vice President, in alphabetical order, Jana Barnhill, DTM, of Lubbock, Texas, and Floy Westermeier, DTM, from Glenwood, Iowa. There being no further nominations from the floor for any of the four offices, the chairman declared the nominations for all offices closed. It was moved and seconded that a secret ballot be dispensed with for each of the three uncontested offices, and that the secretary be instructed to cast a single ballot for candidate Abayasekara for President, a single ballot for candidate Uy for Senior Vice President, and a single ballot for candidate Ford for Second Vice President. The motion carried, and Chairman Greiner announced that Abayasekara, Uy and Ford had been elected President, Senior Vice President, and Second Vice President, respectively, for the 2005-2006 term.

Speeches of two minutes each were made by the two candidates for Third Vice President. The counters reported balloting for the office of Third Vice President was: 8,646 for Barnhill and 3,914 for Westermeier. Chairman Greiner announced that Barnhill had been elected Third Vice President for the 2005-2006 term.

Chairman Greiner announced the names of 13 candidates for the Board of Directors nominated from and by the eight regions and two candidates nominated from and by two of the districts not assigned to regions. Margaret Wan, DTM, from St. Petersburg, Florida, was nominated from the floor as an additional candidate for international director from Region VIII. Robert O'Donnell, DTM, from Granada Hills, California, was nominated from the floor as an additional candidate for international director from Region II. There being no further director nominations from the floor, the chairman declared the nominations for directors closed.

There being only one candidate for director from Regions I, III, IV and VI, it was moved and seconded that a secret ballot be dispensed with for the election of the directors from those regions, and that the secretary be instructed to cast a single ballot for Michael Notaro, DTM, of Alameda, California, as a director from Region I; for Ralph Wallace, DTM, of Albuquerque, New Mexico, as a director from Region III; for Cliff Heinsch, DTM, of Brooklyn Park, Minnesota, as a director from Region IV; and for Tammy Miller, DTM, of State College, Pennsylvania, as a director from Region VI. Chairman Greiner announced the motion carried

and Notaro, Wallace, Heinsch, and Miller were elected directors for a two-year term ending in August 2007.

Speeches for the five contested directorships were made by the candidates. Results of the balloting for the five contested directorships were:

| | | |
|--|-----------------------|-------|
| Region II: | Mercedes Balli, DTM , | 1,440 |
| | Ann Hastings, DTM | 7,880 |
| | Robert O'Donnell, DTM | 3,276 |
| Region VIII: | James Fair, DTM | 6,623 |
| | Margaret Wan, DTM | 5,911 |
| Region VII: | Val Albert, DTM | 5,604 |
| | Chris Emond, DTM | 6,873 |
| Region V: | Charles Albright, DTM | 9,240 |
| | Carole Breckner, DTM | 3,173 |
| Districts Not Assigned to Regions: | John Lau, DTM | 8,172 |
| | Elizabeth Wilson, DTM | 4,413 |

President Greiner announced the following candidates elected as director for the term 2005-2007: Ann Hastings, DTM, from Santa Monica, California, as director from Region II; James Fair, DTM, from Athens, Georgia, as director from Region VIII; Chris Emond, DTM, from Rockville, Maryland, as director from Region VII; Charles Albright, DTM, from Chattanooga, Tennessee, as director from Region V; and John Lau, DTM, from Kuching, Malaysia, as director from districts not assigned to regions.

Chairman Greiner referred to his March 31, 2005, letter to all club presidents notifying them of the proposed amendment to Article IV, Section 2(a) of the Bylaws of Toastmasters International, concerning a dues increase from \$36.00 per year to \$54.00 per year, payable \$27.00 per person semiannually, to become effective October 1, 2005, which the Board had recommended be adopted. He called upon Third Vice President Chris Ford who, on behalf of the Governance and Policy Committee, moved adoption of the amendment and explained the reasons for the Board's action and recommendation. After an opportunity for discussion was given, a vote was taken. The results were: 9,735 "for" and 2,819 "against". Chairman Greiner announced that the amendment had been adopted by 77%, more than the required two-thirds vote.

Chairman Greiner again referred to his March 31, 2005, letter to the club presidents notifying them of the proposed amendments to the Bylaws of Toastmasters International as follows: changes to Article V, Section 3(b), Article V, Section 3(d), Article V, Section 3(f), Article V, Section 3(g), Article V, Section 5, and the addition of Article XIII, Section 9, to become effective August 26, 2005, which would allow Toastmasters International to use email and other

modern technologies to give official notices and take official action at the Board of Directors level, which the Board had recommended be adopted. He called upon Third Vice President Chris Ford who, on behalf of the Governance and Policy Committee, moved adoption of the amendments and explained the reasons for the Board's action and recommendation. After an opportunity for further discussion was given, a voice vote was taken and the Chairman announced that the amendments had been adopted by more than the required two-thirds vote.

Chairman Greiner again referred to his March 31, 2005, letter to the club presidents notifying them of the proposed amendments to the Bylaws of Toastmasters International as follows: changes to Article III, Section 4, Article III, Section 4(a), Article III, Section 8, and the addition of Article III, Section 13, to become effective August 26, 2005, which places the organization's disciplinary proceedings into the bylaws and satisfies the California nonprofit law, under which all Toastmasters clubs operate no matter where domiciled, and which the Board had recommended be adopted. He called upon Third Vice President Chris Ford who, on behalf of the Governance and Policy Committee, moved adoption of the amendments and explained the reasons for the Board's action and recommendation. After an opportunity for further discussion was given, a voice vote was taken and the Chairman announced that the amendments had been adopted by more than the required two-thirds vote.

The Bylaws of Toastmasters International authorizes the submission of proposed Bylaws amendments by "at least one percent (1%) of all the votes held by the voting membership" (Article XIV, Section 1(b)(2)). Based on the total number of clubs eligible to vote at the 2005 Annual Business Meeting (21,114 votes), the 1% minimum requirement for any such proposal to be submitted for consideration at the 2006 Annual Business Meeting is 211, representing 106 clubs or 211 delegates at large, or any combination of those two voting memberships.

President Greiner announced that the 75th Toastmasters International Convention and Annual Business Meeting will be held at the Hilton Washington, in Washington, DC, USA, on August 25, 2006.

There being no further business to come before the 73rd Annual Business Meeting, it was adjourned sine die at 11:25 a.m.



Nancy L. Langton
Secretary-Treasurer

Distribution: Board of Directors
Past International Presidents
Past International Directors
District Governors
World Headquarters Staff
Nonprofit General Counsel