

Minutes of the
2007-2008
Board of
Directors

The TELUS Convention Centre
Calgary, Alberta, Canada

August 11-13, 2008

TOASTMASTERS INTERNATIONAL
Rancho Santa Margarita, California

Minutes of the 2007-2008 Board of Directors
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The fifth and final meeting of the Board of Directors of Toastmasters International for the 2007-2008 administrative year convened at 8:30 a.m., August 11, 2008, President Chris Ford, DTM presiding. The other officers and directors present were: Uy, Barnhill, Schmidt, Johnson, Albert, Haynes, Holliday, Howard, Kelly, Murad, Nicholson, Proctor, Rich, Smith, Snyder, Southwick, Thompson, Tinker, Wagenknecht, Wan and Yen. Director Gary Mull was unavoidably absent. Acting Executive Director Daniel Rex, Secretary-Treasurer Nancy Langton and Nonprofit General Counsel Greg Colvin were also present.

It was moved, seconded and carried that the minutes of the February 13-16, 2008, Board meeting be approved in the form previously distributed to all Board members.

It was moved, seconded and carried that the minutes of the May 6, 2008, Board of Directors Teleconference Call be approved in the form previously distributed to all Board members.

It was moved, seconded and carried by the required two-thirds vote, that the minutes of the July 8, 2008, Executive Committee Teleconference Call be approved in the form distributed to all Board members.

It was moved, seconded and carried that the minutes of the August 13, 2008, Executive Committee meeting be approved in the form distributed to all Board members.

PRESIDENT'S REPORT

President Ford reported on his visits and activities since February 2008.

From Beijing to Boston, from Pittsburgh to Perth, and from Chandigarh to Calgary, Toastmasters around the world have shaped themselves and shaped their world! Numbers are always fascinating, and they provide one measure of how well our organization has performed, but more important is the human dimension. How successful has this year been for you personally? Have you had the opportunity to shape yourself as a Toastmaster, as a club or district leader, as an international director or officer? Have you found opportunities to shape your world?

Oh yes . . . the numbers! We exceeded the CC goal by 28%, doubled the AC goal, created a net of 33 clubs over and above goal, and exceeded our membership target by almost 3%. We now have approximately 235,000 active members in 11,746 clubs around the world. Forty-nine of our districts achieved Distinguished District status or better, and all of the remaining 30 districts achieved both educational goals, despite some challenges in the membership or club categories. 5,214 of our clubs, or 44%, achieved Distinguished Club status or better.

We approved the creation of three new districts this year: District 81 in the Caribbean, District 82 in India and Sri Lanka, and District 85 in China. Three districts – 46, 47 and 60 – have grown so large that they have split to form three new districts: 83, 84 and 86 respectively. The clubs and members of District 44 were redistributed to adjacent districts, the result of a carefully considered business decision.

A highlight for every president is the opportunity to travel extensively throughout the world of Toastmasters, to connect directly with our members and leaders, and also to reach beyond our organizational boundaries into the communities and corporations that represent our future growth. Carole and I traveled to Districts 11, 43, 40, 21, 33 and 61 last fall, and Districts 70, 51, 47, 23, 6 and 27 this spring, plus visits to Regions VI and VII in June. We were impressed with both the quality of the conferences we attended and the reputation that Toastmasters International enjoys in the communities and corporations we visited. Carole and I are indebted to our host districts for extending superb hospitality, and for providing us memories to last a lifetime.

There's a lot going on in Toastmasters International! From developments in our youth program, to creating alliances with corporations at the strategic level, to our governance reshaping initiative, to growth in our WHQ staff to support a growing international organization TI is a dynamic organization! Changes are often accompanied by controversy, and they will satisfy some members and dissatisfy others – both to varying degrees. Our interest in all our change initiatives is to balance the needs of the organization over the long haul with the needs of our members and leaders, both past and present, and the projected needs for the future of our organization. My commitment to you, on behalf of my colleagues, is to provide you with our carefully considered recommendations, keeping the greater good of Toastmasters International at the forefront, and then let you decide.

On behalf of Toastmasters everywhere, I extend my sincere appreciation to all members of World Headquarters for your caring and professional support for all our members; we could not do what we do without you! As you know, our Executive Director Donna Groh has moved on to other opportunities, and on your behalf I have thanked her for her seven years of dedicated service to TI.

The sun is about to set on my tenure as President, but it will soon rise on an eminently capable successor. Thank you all – members, leaders and staff – for an incredible experience as your leader. If in some small way I have helped you in shaping yourself, and your world is indeed in better shape, then it has all been worthwhile! Toastmasters International is in Great Shape!

ACTING EXECUTIVE DIRECTOR'S REPORT

Toastmasters International is recognized throughout the world as the undisputed expert in communication and leadership skills development.

This single statement reflects our strategic vision of the future. All major organizational efforts work to achieve that vision based on the following six strategic objectives:

1. Consistently achieve membership growth
2. Increase the recognition of Toastmasters International as expert in the fields of communication and leadership.
3. Become as well-known for leadership development as for communication development.
4. Provide programs that are adaptable for different generations and cultures, and for emerging technologies.
5. Achieve global market penetration.
6. Achieve excellence in the quality and consistency of programs, products, processes and services throughout the organization.

The primary highlights are:

- Forty-nine districts achieved Distinguished status or better, bringing Toastmasters to many thousands of new members through new and existing clubs. This is the second highest count ever.
- Total membership at March 31, 2008, reached 234,797. This is our highest count ever.
- Total clubs reached 11,746, with 968 new clubs.
- National-level publicity was achieved in the United States via inclusion in a Hilton Garden Inn television commercial, as well as mention in various prominent newspapers and magazines.
- More than 80 percent of clubs renewed online, validating our continuing investment in technology that enables a faster, smoother-running organization.
- A new youth program, created in response to demand in the marketplace, is now being tested.
- The corporate recognition program has grown in popularity and continues to draw attention to our relationship with organizations that support Toastmasters.

EXECUTIVE COMMITTEE REPORT

Senior Vice President Jana Barnhill reported for the Executive Committee, presenting items considered at its August 8-9, 2008 meeting:

1. The Committee discussed changes in the position of Executive Director of the organization and unanimously adopted the following resolutions:

a. WHEREAS Mr. Ford and Ms. Barnhill retained legal counsel and conducted negotiations with Ms. Groh regarding the terms of her separation in accordance with counsel's advice;

THEREFORE, BE IT RESOLVED that the separation agreement prepared by counsel for Toastmasters International is accepted and approved, and the proper officers of this corporation are hereby authorized and directed to sign it on behalf of Toastmasters International in final, so long as it is substantially in the form presented to this Board; and

FURTHER RESOLVED that if Ms. Groh does not agree to sign such agreement substantially in the form presented to this Committee, then the corporation may dispense with the agreement, based on the advice of counsel that the actions of the Executive Committee taken in compliance with the terms of Ms. Groh's 2001 employment agreement (in connection with her resignation) adequately protect the interests of Toastmasters International, even if she does not sign the separation agreement.

b. WHEREAS Mr. Ford and Ms. Barnhill proceeded at the direction of this Committee to ensure that the functions of Executive Director would be fulfilled without interruption;

THEREFORE, BE IT RESOLVED that the statement of terms offered by the International President to and accepted by Mr. Rex to serve temporarily as acting executive director, as presented to this Committee, is hereby approved.

2. The Committee discussed the need to appoint an Executive Director of Toastmasters International and fix compensation for his or her service and considered its recommendations to the Board of Directors. The Committee was inclined to seek a candidate from within senior management staff of TI, rather than conducting a prolonged and expensive external search or accepting external applications. The Committee believes that the best qualified candidate is Mr. Rex, the acting executive director, and proceeded to address the questions of salary level and other terms of employment.

The Committee unanimously decided to invite Mr. Rex to accept appointment to the position of Executive Director, and Mr. Rex accepted, subject to approval by a 2/3 vote of the entire Board, under the terms set forth in the following resolutions:

WHEREAS Mr. Rex, the corporation's deputy executive director, has been appointed acting executive director and has served in such capacity since the departure of the corporation's previous Executive Director;

WHEREAS this Committee has reviewed Mr. Rex's resume, made internal inquiries at World Headquarters, and finds no reason to believe that Mr. Rex would not be qualified to serve as Executive Director;

WHEREAS this Committee recommends appointing Mr. Rex as the corporation's new Executive Director, effective August 11, 2008, at an annual salary and under terms and conditions set forth in a form of employment letter agreement, together with exhibits, drafted by the corporation's legal counsel and presented to this Committee (the "Proposal");

WHEREAS this corporation's Bylaws, Article V, Sec. 6(b), authorizes this Committee to prepare the annual budget for the corporation and Article VI, Sec. 6 provides that the Executive Director shall serve under the supervision of this Committee, thus empowering this Committee to conduct the annual performance evaluation of the Executive Director, propose his or her level of compensation, and negotiate the terms of his or her employment, subject to the ultimate control of the Board;

WHEREAS for purposes of determining compliance with Section 4958 of the Internal Revenue Code ("IRC"), the resolutions set forth herein have been discussed and approved only by the disinterested members of this Executive Committee, the required vote for all actions of the Executive Committee being four (4) affirmative votes pursuant to Article V, Section 6 (c) of the Bylaws, and the actual vote being unanimous;

WHEREAS IRC Section 4958 and the accompanying regulations describe how a Section 501(c)(3) organization may avoid an excess benefit transaction between the organization and a person who, at any time in the past five years, has been in a position to exercise substantial influence over the affairs of the corporation (a "disqualified person");

WHEREAS Mr. Rex, as a senior manager and the acting and prospective Executive Director of the corporation, is and will continue to be within the IRC definition of a disqualified person; and

WHEREAS Mr. Rex's proposed salary is based on research regarding executive director salaries, the most recent salary level of the prior executive director (the "Comparability Data"), and factors specific to Mr. Rex and the needs of the organization at this time;

NOW THEREFORE, in reliance upon the Comparability Data, this Executive Committee hereby makes the following determinations:

1. The Comparability Data is relevant for comparison and an appropriate basis for assessing the reasonableness of the Proposal;
2. Given the Comparability Data and the knowledge and expertise of its members, this Executive Committee has sufficient information to determine whether the Proposal will result in the payment of reasonable compensation;
3. The Proposal is reasonable and fair to the corporation, represents fair market value, and is not excessive with reference to compensation paid for comparable services for comparable organizations; and

RESOLVED that this Executive Committee approves the Proposal;

RESOLVED that this Executive Committee, by its actions and determinations, claims on behalf of the corporation all rights and protections afforded by the presumption of reasonableness under IRC Section 4958; and

RESOLVED that the officers of the corporation are hereby authorized and directed to take any steps they may deem necessary, convenient, or appropriate to carry out the foregoing resolutions, including but not limited to signing the employment letter agreement with Mr. Rex substantially in the form presented to this Committee, upon approval by the Board of Directors.

3. The Committee reviewed the proposed budget for fiscal year 2009 and recommended approval.
4. International President Chris Ford reported on his activities since the February 2008 meeting.
5. Acting Executive Director Daniel Rex provided a summary of the progress of Toastmasters International from July 1, 2007, through June 30, 2008.
6. The Committee reviewed and discussed the proposal to upgrade the association management software solution at World Headquarters to TIMSS Personify 7.1 and recommended approval for the upgrade not to exceed \$1.2 million. This funding will come from the Infrastructure Fund in the Toastmasters International Reserves.
7. The Committee reviewed Policies and Procedures VI D 12, "Toastmasters International Reserves," and recommended that this policy be amended as attached, effective August 12, 2008. The amendments include: an annual review of this policy will be conducted each November by the Executive Committee to ensure each fund is at a level sufficient to meet the anticipated needs of the organization; the funds will be listed in the policy in order of priority; an appraisal of the WHQ facility will be conducted at least every 10 years to ensure the Disaster Recovery Fund is adequately funded; the minimum amounts in each fund were adjusted accordingly, and a new fund was created, "Operating Reserve Fund," which identifies monies to be used for

operations, when needed. These monies are from member dues collected for the purpose of operations and have been placed in the Toastmasters International investment portfolio to take advantage of higher investment returns. The Committee further recommended that Organization Guide V 10 be amended by adding the annual review of the reserve policy each November in the Calendar section of this Guide.

8. The Committee reviewed a request from District 79 for consideration to reform the district into two districts, specifically Saudi Arabia being reformed into a separate district. The Committee requested that District 79 provide additional information, such as leadership potential; communications restrictions, if any, internally and externally (email, teleconferencing, etc.); feasibility of providing support from outside the country; potential growth; and clarification of segregation issues as it deals with gender/cultures/creeds. Upon receipt of this information, the Committee will discuss the issue to determine if District 79 should begin the reformation process.
9. The Committee discussed a request to add Poland to the boundaries of District 59 and recommended approval effective retroactive to July 1, 2008.
10. The Committee reviewed and approved the district signatories for bank accounts, as required by policy.
11. The Committee discussed increasing the mileage rate for reimbursement by the organization and recommended that the rate be changed, effective September 1, 2008, from \$.32 a mile to the business deduction standard mileage rate for federal income tax purposes set from time to time by the United States Internal Revenue Service,. The Committee further recommended that the following policies be amended as attached: Policies and Procedures, VI D 8, Expense Payments Available for each International Officer and Director of Toastmasters International; Policies and Procedures, VI D 9, Expense Payments Available for District Officers and Speech Contestants; and Policies and Procedures VI D 10, Expense Reimbursement for Employees of Toastmasters International.
12. The Committee reviewed and updated the orientation program for the Board of Directors.

Separate votes were taken on Items No. 1 and 2. It was moved and carried by the required two-thirds vote that the resolutions be adopted. Separate votes were also taken on Item Nos. 7 and 11, since both recommended changes to policy. It was moved and carried by the required two-thirds vote that the policy changes be adopted and the other recommendations and actions of the Executive Committee were also approved.

COMMITTEE OF THE WHOLE

The Board reviewed and unanimously approved the proposed budget for fiscal year ending December 31, 2009.

STRATEGIC PLANNING COMMITTEE

The Strategic Planning Committee met August 8-9, 2008 and discussed the governance reshaping project. The Committee reviewed a summary of decisions to date as well as a detailed financial analysis of the project overall and each of its components. The Committee recommended that the governance reshaping project proceed as follows:

The three committees of the Board should deliberate on the critical questions of governance reshaping that require re-examinations, including the number and term of directors, the region advisor concept, and the aspects of program services that include training, district visits, mentoring, counseling, and coaching.

In resolving these critical questions, the Committee recommended:

1. The pre-existing governance reshaping plan in its entirety would impose an unacceptably high cost on the organization.
2. The international portion of the plan should proceed on the basis of 14 regions. The Executive Committee and international officer positions would be restructured as previously planned. All candidates for officers and directors would be nominated through the International Leadership Committee rather than through the regions.
3. The district portion of the governance reshaping plan should be placed on hold, to be considered on its merits at a later stage.

It was moved and carried that the report of the Strategic Planning Committee be approved.

DISTRICT ADMINISTRATION COMMITTEE

The report of the District Administration Committee was presented by its Chairman, Senior Vice President Jana Barnhill, and covered the following:

1. The Committee reviewed the current district officer training model, as it relates to governance reshaping, and approved the following:
 - All district officers will be trained in August at the International Convention. Guidelines will be created to ensure districts are able to fund their officers' attendance.
 - World Headquarters (WHQ) will provide training electronically in June/July and will continue this form of training periodically throughout the year.
 - Mid-year training will continue face-to-face and will include WHQ staff.
2. The Committee reviewed the district council meeting survey results regarding the proposed change of going from two face-to-face district council meetings to one with the option of holding two meetings, one of which could be technology based. The Committee instructed WHQ to conduct a pilot study of districts conducting technology based council meetings in order to determine the feasibility of changing the minimum council meeting requirements.

It was moved and carried that the report of the District Administration Committee be accepted and the recommendations and actions of the Committee be approved.

MARKETING AND EDUCATION COMMITTEE

The report of the Marketing and Education Committee was presented by its Chairman, Second Vice President Gary Schmidt, and covered the following:

1. The Committee reviewed and discussed the region advisor role. The Committee recommended that there will be a single region advisor per region—the region advisor marketing. Additional region advisor positions such as RA education and training and RA leadership may be added at a future date. This RA marketing would have the same job description and selection criteria that the Board approved in the past.

The RA responsibilities would include:

- Serving as a trainer at the district officer training in August and January.
- One reimbursed visit to each district per year, if requested and approved by the International President.
- Serve as a mentor and coach to the district trios regarding marketing matters. Support would include conference calls and e-mail communication.

Other items that were approved regarding the region advisors:

- The RA would report to the International President through WHQ.
- The international director would serve as a mentor and liaison to district governors and lt. governors education and training in the area of leadership support and development.
- WHQ staff would continue to provide ongoing operational support to the district trios.
- This solution addresses the most immediate district level need, and has the potential to provide the greatest immediate return on investment and the greatest impact to club and district success.

It was moved and carried that the report of the Marketing and Education Committee be approved

GOVERNANCE AND POLICY COMMITTEE

The report of the Governance and Policy Committee was presented by its Chairman, Third Vice President Pat Johnson, and covered the following:

1. The Committee reviewed the policy on campaigning for international officer and international director candidates and recommended that changes to Policies and Procedures VI E 1, Procedural Rules for Campaigns by International Officer and International Director Candidates, be revised as attached, effective August 16, 2008. The Committee also recommended further changes to this policy, as attached, effective August 15, 2009, subject to the approval of the governance reshaping proposal by the delegates at the 2009 Annual Business Meeting.
2. As part of governance reshaping, the Committee recommended that there be 14 regions worldwide, each with one international director serving a two-year term. The Executive Committee will be composed of an International President, an International President-Elect (who would automatically advance to the position of International President after successfully completing the IPE term), First Vice President, Second Vice President and Immediate Past International President. The International Leadership Committee (ILC) will

nominate international officer and international director candidates and will be composed of three past international presidents (serving one-year terms) and one past international director or past district governor from each of the 14 regions. ILC members will serve two-year terms.

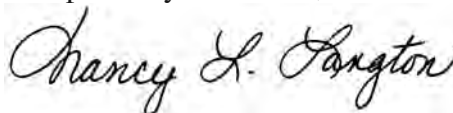
3. The Committee reviewed a proposed boundary change request between District 27 and District 66 and recommended no change.

Item No. 1 recommended changes to policy. A separate vote was taken and it was moved and carried by the required two-thirds vote that the policy changes be adopted and the other recommendations and actions of the Governance and Policy Committee were also approved.

Item No. 2 of the Executive Committee was “temporarily restricted” until the Board Briefing. All items contained in the Minutes of this meeting shall be “unrestricted” upon distribution of the minutes by World Headquarters, not to include any confidential personnel documents. The results of the Board meeting described in the Board Briefing, written and orally presented in open session on August 13, 2008, are “unrestricted.”

The meeting was adjourned at 11:00 a.m., on August 13, 2008.

Respectfully submitted,



Nancy Langton
Secretary-Treasurer

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

VI D12

Toastmasters International

POLICIES AND PROCEDURES

Origin Date: February 21, 2002

Last Updated: August 12, 2008

TOASTMASTERS INTERNATIONAL RESERVES

Reserves, or “net assets”, are important in the operation of a business for the stability and flexibility they can provide. Adequate reserve levels will sustain the organization through potential economic downturns as well as provide adequate funding for expected major expenditures.

In order to ensure its financial viability, Toastmasters International shall seek to maintain in unrestricted reserves the following designated funds in order of priority. The fund balance will be evaluated annually in November in order to adjust each fund to a level sufficient to meet the anticipated needs. The World Headquarters building and contents shall be appraised at least every 10 years to ensure that the facility is adequately insured and that sufficient funds are designated in the appropriate fund .

Disaster Recovery Fund

The purpose of the Disaster Recovery Fund is to provide adequate funds to enable the organization to reestablish operations following a disaster, either natural or man-made. Specifically, Toastmasters International does not purchase earthquake and flood insurance for the World Headquarters, which is located in Southern California, an area known to have periodic earthquake and flood activity. \$6.5 million will be designated towards this fund. Additional designations to maintain that level of fund balance will be made as necessary.

Sustaining Fund

The purpose of the Sustaining Fund is to enable Toastmasters International to withstand the impact of economic downturns, both internally and/or externally generated. Reserves not designated in the funds named above shall be part of the sustaining fund. At a minimum, Toastmasters International shall seek to maintain an amount equal to six (6) months, or 50%, of annual operating expenses. \$7.5 million is designated towards this fund.

Infrastructure Fund

The purpose of the Infrastructure Fund is to set aside funds, on a disciplined basis that will provide for major technology and facility needs. \$3 million will be designated towards this fund.

Operating Reserve Fund

The purpose of the Operating Reserve Fund is to identify monies to be used for operations, when needed. These monies are from member dues collected for the purpose of operations, and have been placed in the Toastmasters International portfolio to take advantage of higher investment returns. A minimum of \$1 million will be designated towards this fund.

Ralph C. Smedley Memorial Fund

The purpose of the Smedley Fund is to provide restricted funds that will be used solely for educational purposes. Refer to Policies and Procedures VI D 2.

Reference: Policies and Procedures VI D 2

VI D8

Toastmasters International

POLICIES AND PROCEDURES

Origin Date: August 12, 1958

Last Updated: ~~February 20, 2004~~ **September 1, 2008**

Audited: ~~February 23, 2007~~

SCHEDULE OF EXPENSE PAYMENTS AVAILABLE FOR EACH INTERNATIONAL OFFICER AND DIRECTOR OF TOASTMASTERS INTERNATIONAL

Air/Ground Travel

Each officer and director is entitled to receive coach class or lower discount rate round-trip air fare between commercial airports nearest his or her home and destination when traveling on official Toastmasters International business. If travel is made by automobile, reimbursement for mileage will be made at ~~a rate of \$.32 per mile~~ **the current business deduction mileage rate for federal income tax purposes set from time to time by the United States Internal Revenue Service** (not to exceed the cost of coach class air fare). The President and spouse are entitled to receive coach class or lower discount rate round-trip air fare. However, when traveling more than three time zones, air fare may be reimbursed for business or first class.

Whenever a meeting of the Board of Directors and/or Executive Committee is held at the principal office of the corporation, the term "air fare to destination," as used in this schedule, is deemed to include public transportation between Los Angeles International Airport, Orange County Airport, or other airports within the immediate vicinity of the Board meeting site and the meeting hotel.

There are no provisions for reimbursement of taxi fares, car rentals, or shuttle/bus service at other meetings (Convention, district visits, regional conferences, midyear meetings, etc.). Whenever possible, officers and directors should arrange for transportation to and from the airport with the host district.

Per Diem

Each officer and director is entitled to receive a per diem allowance for expenses while away from home on official business of Toastmasters International. **Unless otherwise limited in sections below**, the allowances will be:

- For the days he or she is required to be in attendance at the meeting;
- Plus one (1) day of travel to it;
- And one (1) day of travel returning from it.

~~unless otherwise limited.~~

In lieu of the above described per diem allowance, the President may be reimbursed for reasonable, actual expenses incurred in the interests of Toastmasters International. The Executive Director will be responsible for the selection of suitable accommodations for the President, or for the reimbursement of an amount equal to the cost of those accommodations, if the President wishes to select other or costlier accommodations.

The per diem allowance for attendance at the February Board of Directors Meeting, the November Committee Meeting, the regional conferences, and the International Convention is \$30 per day. The organization will provide one (1) hotel room (single or double, including room tax) at the meeting/convention rate for those days when attendance is required. Room charges and tax for required days will be paid directly to the hotel by World Headquarters. In the case of the Regional Conference lodging, those expenses will be borne by each Region. Incidental expenses and any additional night(s) lodging are the responsibility of the officer or director and must be paid when checking out.

The per diem allowance for attendance at approved/reimbursable district visits and midyear meetings is \$100 per day.

District Visits

It is the policy of Toastmasters International that each district located within a region will receive one (1) reimbursed visit each district year, at the district's fall or spring conference, from either a director or from the International President (or his or her representative).

The directors shall prepare a schedule of visits to districts, including those districts scheduled to be visited by the International President. After the schedule is prepared, it shall be forwarded to the International President for approval.

Reimbursement for each visit shall be:

- Round-trip air fare (coach class or discount) or ~~\$.32 per mile (not to exceed round-trip air fare)~~ **mileage**
- Two (2) days per diem @ \$100 per day (for lodging, meals, and incidentals)

~~Reimbursement shall be made upon receipt of a completed reimbursement form, a copy of the airline ticket (if applicable), and a completed district visitation report.~~

Additional unreimbursed district visits by directors may be approved by the International President.

Marketing Opportunities

If the host district has arranged for a minimum of five (5) marketing visits to be made by a director/officer during a district visit, the director/officer shall be entitled to one (1) additional day's per diem of \$100.

~~The request for an additional day's per diem must be sent to World Headquarters in advance, subject to final approval by the International President. Request forms are included in the district visitation packets mailed to district governors receiving reimbursable visits.~~

Documentation of sufficient corporate visits shall be provided to World Headquarters to qualify for the additional reimbursement.

Regional Conference Planning Meeting

The regional conference planning meeting shall take place during the reimbursable district visit. When scheduling visits, the conference chairman should be assigned to visit the host district during the April/May Conference. If the International President is scheduled to make an official visit to the host district that year, the conference chairman shall be entitled to reimbursement of expenses for an additional visit. The reimbursement for this additional visit shall be for travel and a maximum of two (2) days per diem @ \$100 per day.

Since the midyear meeting is usually held in the same facility as the regional conference, the regional conference planning meeting ~~may~~ **should** take place during the midyear meeting.

Midyear Meeting

Subject to the approval of the International President as part of the district visitation schedule, International Directors are eligible to be reimbursed for one (1) official midyear meeting to be held between November 15 and January 31, as follows:

- Round-trip air fare (coach or discount) or ~~\$.32 per mile (not to exceed round-trip air fare)~~ **mileage**
- Two (2) days per diem @ \$100 per day

Regional Conferences

For the regional conferences, each officer and director in attendance on an official basis is entitled to receive the following:

- Round-trip air fare (coach or discount) or ~~\$.32 per mile (not to exceed round-trip air fare)~~ **mileage**
- Four (4) days per diem @ \$30 per day
- Registrations and conference meals for officers/directors and spouses
- One (1) hotel room (single or double, including room tax) for three (3) nights

Registrations, conference meals, and hotel rooms shall be included in the regional conference expenses. Regional conference planners are encouraged to arrange complimentary sleeping rooms when making arrangement with the host hotel.

November Executive Committee Meeting

Each officer in attendance is eligible for reimbursement for the following:

- Round-trip air fare (coach or discount) or ~~\$.32 per mile (not to exceed round-trip air fare)~~ **mileage**

- Public transportation to and from conference hotel and Los Angeles or other local airport (if applicable)
- Four (4) days per diem @ \$30 per day

Hotel accommodations for three (3) nights, including room tax, shall be paid by Toastmasters International. Incidental expenses and additional night(s) lodging are the responsibility of the officer.

~~A requisition form for the travel and per diem allowances shall be furnished to each officer prior to arrival for the meeting. All requisition forms shall be completed and returned to the Executive Director, or other World Headquarters staff, along with a copy of the airline ticket if applicable, before leaving the site of the meeting.~~

February Board of Directors Meeting

Each officer in attendance is eligible for reimbursement for the following:

- Round-trip air fare (coach or discount) or ~~\$.32 per mile (not to exceed round trip air fare)~~ mileage
- Public transportation to and from the conference hotel and Los Angeles or other local airport (if applicable)
- Seven (7) days per diem @ \$30 per day

Hotel accommodations for six (6) nights, including room tax, shall be paid by Toastmasters International. Incidental expenses and additional night(s) lodging are the responsibility of the officer.

Each director in attendance is eligible for reimbursement for the following:

- Round-trip air fare (coach or discount) or ~~\$.32 per mile (not to exceed round trip air fare)~~ **mileage**
- Public transportation to and from conference hotel and Los Angeles or other local airport (if applicable)
- Five (5) days per diem @ \$30 per day

Hotel accommodations for four (4) nights, including room tax, shall be paid by Toastmasters International. Incidental expenses and additional night(s) lodging are the responsibility of the Director.

~~A requisition form for the travel and per diem allowances shall be furnished to each officer and director prior to arrival for the meeting. All requisition forms shall be completed and returned to the Executive Director, or other World Headquarters staff, along with a copy of the airline ticket if applicable, before leaving the site of the meeting.~~

International Convention

Each officer and director is entitled to:

- Round-trip air fare (coach or discount) or ~~\$.32 per mile (not to exceed round-trip air fare)~~ **mileage**
- Per diem allowance of \$30 per day for the days he or she is required to be in attendance at the Convention, plus one (1) day of travel to it and one (1) day of travel returning from it (except for the special limitations below concerning newly elected officers and directors)
- Hotel accommodations for the nights he or she must be in attendance (including room tax) paid by Toastmasters International. Incidental expenses and additional night(s) lodging are the responsibility of the officer

As to any outgoing officer or director whose term expires and whose successor has been installed, the \$30 per diem allowance and hotel allowance for attendance at the convention will be the same as for carry-over directors. He or she will be allowed the return portion of the travel allowance.

As to any newly elected officer or director, the per diem allowance of \$30 will include only the day or days he or she is in attendance at the Board meeting following the Convention, plus the day or days, if any, between his or her installation and the Board meeting, plus one day to return home. In addition, he or she will be reimbursed for a hotel room (single or double, including room tax) at the meeting/convention rate for those days, between his or her installation and the Board meeting. He or she is also entitled to receive a travel allowance equal to the return portion of a coach or discount round-trip air fare to the airport nearest his or her home or **mileage** ~~\$.32 per mile~~ for the return portion of the trip (whichever is less).

Other than the outgoing President, incoming President, and the immediate past president, each officer, director, and past international president in attendance at the convention shall receive the following at no charge:

- One (1) complimentary convention registration
- One (1) complimentary President's Dinner Dance ticket

The incoming officers and directors shall receive one (1) complimentary President's Dinner Dance ticket.

The President in attendance shall receive a complimentary hotel suite (1-2 bedrooms), two (2) complimentary convention registrations, and two (2) complimentary tickets to each of the official Toastmasters International meal functions and speech contests. In addition, the President shall be entitled to entertainment costs in his or her hotel suite and actual expenses whenever possible.

The immediate past president shall be entitled to two (2) complimentary convention registrations and two (2) complimentary President's Dinner Dance tickets.

The incoming President shall receive a complimentary hotel suite (1-2 bedrooms), two (2) complimentary convention registrations, and two (2) complimentary tickets to each of the official Toastmasters International meal functions and speech contests.

The outgoing President may present a statement of the expenses incurred by himself or herself by reason of his or her attendance at the Convention, and the Board shall authorize reimbursement of such expenses subject to its power to approve or disapprove of any item thereof.

~~A requisition form for the travel and per diem allowances shall be furnished to each officer and director prior to arrival for the meeting and to newly elected officers/directors at the orientation meeting. All requisition forms shall be completed and returned to the Executive Director, or other World Headquarters staff, along with a copy of the airline ticket if applicable, before leaving the site of the meeting.~~

Other Reimbursable Items

Each officer and director shall be entitled to reasonable reimbursement for communications, postage, and stationery expenses incurred in connection with the conduct of the duties of the Toastmasters International office.

Reimbursement Procedure

Reimbursement is made only upon presentation to World Headquarters of an itemized list of expenditures, accompanied by receipts, and subject to the approval of the **Executive Director or Secretary-Treasurer, according to policy, the International President or the Executive Committee.**

Requests for reimbursement should be submitted monthly or immediately following each meeting. All reimbursement requests should be received at World Headquarters by June 30. Reimbursements received after July 30, except for Convention expenses, may not be reimbursed.

In order to assure effective and cost effective management of expenses, World Headquarters shall create appropriate procedures for reimbursement and/or direct payment of expenses and may designate a preferred travel agent for booking authorized travel.

~~Officers and directors may have their travel agents bill World Headquarters directly for reimbursable travel expenses.~~

Residency Requirements for Reimbursements

In the event an International Director moves out of the region from which he or she was nominated during the term of office, reimbursement for travel to official district visits, the International Convention, or for any other travel or official Toastmasters business, will be calculated either from the director's residence at the time of election or the director's current residence, whichever is less. Any additional costs will be at the director's expense.

Reimbursable Limits for Officers

~~The limit of reimbursable expenses for any International Officer who is a member of the Executive Committee shall not exceed an amount equal to the average of the previous three (3) years budgeted for that office plus the budgeted inflation factor.~~

Miscellaneous

For the purpose of this Schedule, the words “Officers and Directors of Toastmasters International” refer only to International Officers and directors, or those who are elected at an Annual Business Meeting and Convention, or those who are appointed to fill a vacancy on the Board of Directors.

A copy of this schedule shall be given to each director candidate as part of the portfolio of minutes, agenda, and other documents which he or she receives.

Reference: Policies and Procedures VI G 1
 Policies and Procedures VI D 9
 Policies and Procedures VI A 10

VI D9

Toastmasters International

POLICIES AND PROCEDURES

Origin Date: August 12, 1958

Last Updated: ~~September 1, 2006~~ **September 1, 2008**

Audited: ~~February 23, 2007~~

EXPENSE PAYMENTS AVAILABLE FOR DISTRICT OFFICERS AND SPEECH CONTESTANTS

Travel expenses and other allowances, as described below, are furnished by Toastmasters International to district officers who attend the training described in this policy and such other sessions as the Board of Directors may designate at the Annual Convention, and to contestants who participate in regional and International Speech Contests. Failure to attend any part of any session, seminar or special meeting at which particular officers are scheduled to be present, can be reason for non-payment of a part or all of an expense payment. In the event a district officer moves outside the geographic boundaries of the district from which he or she is elected, reimbursement shall be based on either the residence of the officer at the time of election or the officer's current residence, whichever is less.

Reimbursement of travel expenses is based on full participation and attendance. If an officer attends only part of an event, World Headquarters will reimburse that officer proportionally.

A. REGIONAL CONFERENCES AND DISTRICT OFFICERS TRAVEL EXPENSES FOR DISTRICTS WITHIN REGIONS

Toastmasters International shall reimburse the travel expenses of the district governor-elect, the Lt. governor education and training-elect, and the Lt. governor marketing-elect to the regional conference ~~held within the 1955 continental limits of the United States and Canada~~ as follows:

1. Air, Bus or Train - Full reimbursement, round-trip at the lowest rate (coach, or discount if applicable) between the commercial airports or passenger terminals nearest the regional conference site and the home of each officer-elect;
2. Car – **At the business deduction standard mileage rate for federal income tax purposes set from time to time by the United States Internal Revenue Service** ~~On the basis of reimbursement at 32 cents per mile~~ by the most direct route. **Mileage reimbursement shall not exceed** the lowest airfare rate (coach, or discount if applicable);
3. Any other mode of transportation - Actual costs incurred not exceeding the lowest airfare rate (coach, or discount if applicable).

The district governor-elect shall certify the attendance of these officers at the regional conference to World Headquarters before any officer receives a travel allowance reimbursement.

For those regional conferences held outside the 1955 continental limits of the United States and Canada, full reimbursement will be made provided that the rotation in years of such conference sites does not exceed the total number of districts within the region. Otherwise, reimbursement will be made based on the following, and subject to, these conditions:

1. A vote must be taken at the regional conference prior to the meeting held outside the 1955 continental limits confirming the selection as the site of the regional conference; and
2. If the vote is affirmative, each eligible district officer and speech contestant in the region attending the conference will receive the lowest rate (coach, or discount if applicable) round-trip air travel ticket between the commercial airports nearest the regional conference site and the home of each eligible district officer and speech contestant **NOT TO EXCEED** the equivalent of the highest average reimbursement paid to any regional conference participant the previous year. The eligible district officers and speech contestant from the host district will be eligible for travel expense reimbursement.

District officers voting at the previous year's Regional conference must be informed that, for some, the highest average reimbursement paid in that year may not cover their full air travel fare to the regional conference held outside the 1955 continental limits the next year.

B. ANNUAL CONVENTION AND DISTRICT OFFICERS TRAVEL EXPENSES AND OTHER ALLOWANCES FOR DISTRICTS WITHIN REGIONS

1. Travel Expenses - Toastmasters International shall reimburse the travel expenses of the district governor traveling from a district within the United States or Canada to the Convention as follows:
 - (a) Air, Bus or Train - Full reimbursement, round-trip at the lowest rate (coach, or discount if applicable) between the commercial airports or passenger terminals nearest the Convention site and the home of each officer;
 - (b) Car - **At the current business deduction standard mileage rate for federal income tax purposes set from time to time by the United States Internal Revenue Service** ~~On the basis of reimbursement at 32 cents per mile~~ by the most direct route. **Mileage reimbursement shall not exceed** ~~ing~~ the lowest airfare rate (coach, or discount if applicable);
 - (c) Any other mode of transportation - Actual costs incurred not exceeding the lowest airfare rate (coach, or discount if applicable).

It shall also reimburse travel expenses to the Convention of the Lt. governor education and training, or the Lt. governor marketing if the former cannot attend, traveling from a district within the United States or Canada, equal to one-half of the entitlement as computed above. The district governor shall certify attendance of these officers at the Convention to World Headquarters before any officer receives a travel allowance reimbursement.

2. Per Diem - Toastmasters International shall provide to each district governor a \$30.00 expense allowance for each day he or she attends the convention and the sessions designated by the Board of Directors. The designated sessions are the candidates corner, the candidates showcase, the Annual Business Meeting, the district governors luncheon and, if applicable, the International President's

visit meeting. **District governors are also encouraged to attend the Board Briefing and educational sessions dealing with district activities such as the Distinguished District Program panel if available.** The total per diem allowance shall not exceed \$120.00 for each district governor.

3. Registration and Banquet - Each district governor in attendance at the Convention shall receive the Convention registration and a ticket to the President's Dinner Dance, without charge.

C. TRAINING AND EXPENSE PAYMENTS FOR DISTRICT OFFICERS FROM DISTRICTS NOT ASSIGNED TO REGIONS, **PROVISIONAL DISTRICTS AND TERRITORIAL COUNCILS**

1. Training

- (a) Training of district officers from districts (~~including provisional districts~~) not assigned to regions **and provisional districts**. Training of district officers from these districts shall be an official function of Toastmasters International. Appropriate training sessions shall be presented for and limited to only district governors, Lt. governors education and training, and Lt. governors marketing. Training will be conducted in August prior to the beginning of the International Convention. The President, Immediate Past President, or one of the vice presidents together with the two international directors from districts not assigned to regions, and a member of the World Headquarters staff are to be present as resource persons at this training.
- (b) Territorial Council officers are encouraged to attend training, **although Toastmasters International does not provide reimbursement for travel or expenses.**
- (c) The Board of Directors will determine the substance of training sessions and the techniques applied in their presentation. In general, each session will present a concept of training oriented to the Toastmasters program and slanted to the interest level of the group. World Headquarters will coordinate the development and presentation of training.

2. Travel Expenses

- (a) Districts not assigned to regions **and provisional districts**. Toastmasters International shall reimburse the travel expenses of the district governor, the Lt. governor education and training and the Lt. governor marketing to the training session as follows:
 - (1) Air - Full reimbursement, round trip at the lowest rate (coach, or discount, if applicable) between the commercial airports nearest the International Convention site and the home of each officer.
 - (2) Car - **At the current business deduction standard mileage rate for federal income tax purposes set from time to time by the United States Internal Revenue Service by the most direct route. Mileage reimbursement shall not exceed the lowest airfare rate (coach, or discount if applicable).** ~~On the basis of reimbursement at 32 cents per mile by the most direct route not exceeding the lowest airfare rate (coach, or discount, if applicable).~~
 - (3) Any other mode of transportation - Actual costs incurred not exceeding the lowest airfare rate (coach, or discount, if applicable).

- ~~(b) Provisional Districts. Toastmasters International shall reimburse the travel expenses of the district governor, one half travel expense of the Lt. governor education and training, and one half of the Lt. governor marketing to the training session as follows:~~
- ~~(1) Air - Reimbursement, round trip at the lowest rate (coach airfare, or discount fare, if applicable) between the commercial airports nearest the International Convention site and the home of each officer.~~
 - ~~(2) Car – On the basis of reimbursement at 32 cents per mile by the most direct route not exceeding the lowest airfare rate (coach, or discount, if applicable).~~
 - ~~(3) Any other mode of transportation - Actual costs incurred not exceeding the lowest airfare rate (coach, or discount, if applicable).~~
- (b) Territorial Councils. Toastmasters International does not provide reimbursement for travel or expenses.
3. Per Diem - Toastmasters International shall provide each district governor a \$30.00 expense allowance for each day he or she attends the convention and the sessions designated by the Board of Directors. The designated sessions are the candidates corner, the candidates showcase, the Annual Business Meeting, the district governors luncheon and, if applicable, the International President's visit meeting. District governors are also encouraged to attend the Board Briefing and educational sessions dealing with district activities such as the Distinguished District Program panel if available. The total per diem allowance shall not exceed \$120.00 for each district governor.
 4. Registration and Banquet - Each district governor in attendance at the International Convention shall receive a Convention registration and a ticket to the President's Dinner Dance without charge.
 - ~~5. Reimbursement will be made by World Headquarters as soon as practicable upon receipt of a completed form, signed by the district governor and supported by ticket receipt(s) for air travel. No claim for travel expense reimbursement will be recognized by World Headquarters if postmarked later than September 30.~~

D. SPEECH CONTESTANTS' TRAVEL EXPENSES

Toastmasters International shall pay the travel expenses of each contestant who participates in the International Speech Contest at a regional conference or at the International Convention. The travel allowance shall be computed in the manner and subject to the same restrictions provided in paragraphs A, B (1) and E for travel expenses of the district governor, and shall be paid to the contestant as soon as practical after the close of the speech contest for which he or she is entitled to such travel allowance.

E. MISCELLANEOUS

1. **In order to assure effective and cost effective management of expenses, World Headquarters shall create appropriate procedures for reimbursement and/or direct payment of expenses and may designate a preferred travel agent for booking authorized travel.**

2. A person riding with another person receiving reimbursement is not entitled to reimbursement.
- ~~2. Reimbursement will be made by World Headquarters as soon as practicable on receipt of a completed form supported by ticket receipt(s) for air, bus or train travel, or mileage details for car travel.~~
3. No claim for travel expense reimbursement will be recognized by World Headquarters if postmarked later than July 31 for the regional conference, and September 30 for the Annual Convention.

VI D10

Toastmasters International

POLICIES AND PROCEDURES

Origin Date: February 14, 1959

Last Updated: ~~August 23, 2000~~ **September 1, 2008**

Audited: ~~February 23, 2007~~

EXPENSE REIMBURSEMENT FOR EMPLOYEES OF TOASTMASTERS INTERNATIONAL

Employees of Toastmasters International, including the Executive Director, shall be entitled to reimbursement for meal, travel, living and incidental expenses incurred by them in connection with the conduct of their duties in the following manner and on the following basis:

1. Travel on official business in the employee's automobile shall be reimbursed at ~~a rate of \$.32 per mile~~ **the current business deduction standard mileage rate for federal income tax purposes set forth time to time by the United States Internal Revenue Service**, but there shall be no reimbursement for such travel between an employee's residence and World Headquarters.
2. The employee shall be reimbursed for meal expenses of himself/herself and guests, if such expenses involve Toastmasters International business.
3. Travel, other than in the employee's automobile, on official business away from World Headquarters shall be reimbursed on the basis of actual cost, up to a maximum of coach class air travel cost, except that the Executive Director shall be reimbursed up to a maximum of first class air travel cost.
4. Living expenses while on travel status shall be reimbursed on the basis of actual cost.
5. All expense accounts for which reimbursement is requested, including ~~automobile~~ mileage, shall be on a detailed accounting basis, including the general nature of the business, the place where conducted, and the names of guests. ~~They shall show a listing of expenses under the headings of travel, food, accommodations, communication and incidentals where more than one of these categories is involved.~~
6. All expense accounts, including those of the Executive Director, shall be in writing and shall be approved and signed by the Director of Operations and Administration or the Controller. They shall be available for inspection at all times, and the expense account of the Executive Director, which shall be reviewed by the Senior Vice President (who shall report his/her findings to the Executive Committee) in accordance with Organization Guide V 4 of this manual.

Reference: Organization Guide V 4

VI E1

Additions in Bold; deletions struck out

Toastmasters International

POLICIES AND PROCEDURES

Origin Date: August 16, 1994

Last Updated: ~~August 18, 2007~~ **August 16, 2008**

PROCEDURAL RULES FOR CAMPAIGNS BY INTERNATIONAL OFFICER AND INTERNATIONAL DIRECTOR CANDIDATES

The intent of these procedural rules is:

- a) to provide the organization and its members with information and knowledge sufficient to enable them to choose those leaders which are in the best interest of Toastmasters International (TI) and its members;
- b) to provide for a fair and open election process, giving candidates a reasonably equal and fair opportunity to make members aware of their strengths, experience and qualifications;
- c) to provide for a fair and ethical campaign process that brings credit to the organization;
- d) to provide for a minimum of disruptions to the clubs and districts in achieving their goals and objectives;
and
- e) to provide qualified Toastmasters the opportunity to run for higher office at a minimum of cost.

I. CAMPAIGNS WITHIN DISTRICTS

A. District Travel

Candidates for Third Vice President and international director shall only visit clubs, districts, and district officers within their declared home region. In the case of candidates from districts not assigned to regions, they shall not visit any clubs, districts, or district officers in the regions.

~~B. District Display of Campaign Literature/Materials~~

~~Campaign literature/materials may be distributed by international officer or director candidates, or their representatives. Each shall be allowed to display literature/materials only in the candidates' corner, however audio/video presentations may not be played. The district governor shall ensure that a proper area is provided.~~

~~Campaign materials may not be handed out at educational sessions, meal functions or the district hospitality suite.~~

B. District Campaign Speeches

Candidates for international director within the region, or their representatives, shall be allowed to speak at the conference. Only candidates for international director from districts not assigned to regions shall be allowed to speak at conferences of districts not assigned to regions. Such campaign speeches should be

given at an appropriate time, place, and length as identified by the district governor, provided that all candidates are given the same opportunity and are properly notified.

International director candidates from outside the region or international officer candidates, or their representatives, shall not be allowed to deliver a campaign speech.

C. District Educational Presentations

~~Only~~ Candidates for international director ~~from the region containing the district from which they were nominated or from which they are seeking nomination may be allowed~~ **are not allowed** to give educational presentations at district conferences or other district sponsored events ~~within that region~~ **outside of their home region**. There is no obligation to allow any candidate to appear on the program, and the opportunity is given at the discretion of the district governor; however; all declared candidates for the same office must be given equal opportunity and be featured in any associated written materials. These presentations must conform to the needs of the district.

Opposed international officer candidates shall not give an educational presentation.

D. Home District Activities

International officer and director candidates, whether opposed or unopposed, may participate in any activities within their home district other than the district nominating committee (as specified in Policies and Procedures VI E 8).

~~F. District Hospitality Suites~~

~~A hospitality suite is defined as a room where refreshments are provided and attendance is open to any Toastmaster. The definition of hospitality suite shall apply at all levels of Toastmasters International.~~

~~No candidate for international officer or director, or their representatives, may host a hospitality suite. The only hospitality suite permitted shall be one provided and operated by the district, with no contributions from any candidate or campaign committee. The provision of a hospitality suite shall, however, be at the discretion of the district governor.~~

E. District Publications/**Web sites**

Any declared candidate's home district publication/**Web site** that includes information written by or about that international officer or director candidate shall not be distributed beyond its regular distribution list.

International officer or director candidates from outside the district cannot submit articles or notices to be published in district publications/**Web sites**.

International officer or director candidates, or their representatives, may not place advertisements in any district conference program or other district publication.

II. CAMPAIGNS WITHIN REGIONS

A. Region Travel

International officer candidates may attend only one regional conference per weekend. Third Vice President candidates may attend only the regional conference in their declared home region.

International director candidates may attend only their declared home regional conference. Third Vice President candidates and international director candidates from outside a region shall not attend any regional conference.

~~B. Region Display of Campaign Literature/Materials~~

~~Campaign literature/materials may be distributed by international officer or director candidates, or their representatives, from both inside and outside the region. Each shall be allowed to display literature/materials only in the candidates' corner; however, audio/video presentations may not be played. The conference chair (second year director) shall ensure that a proper area is provided.~~

~~Campaign materials may not be handed out at educational sessions, meal functions or the region hospitality suite.~~

B. Region Campaign Speeches

International officer candidates or their representatives shall be allowed to speak at the regional business meeting. The speaking order will be alphabetically by the candidates' last name. Each speaker will be allowed to speak for a maximum of two minutes.

~~International director candidates from the region may be allowed an opportunity to deliver a campaign speech prior to the business meeting. The time limits and placement in the program shall be determined by the conference chairman (second year director).~~

International director candidates from the region shall be allowed to speak at the regional business meeting. The speaking order will be alphabetically by candidates' last name. Each speaker will be allowed a maximum of two minutes.

International director candidates from outside the region, or their representatives, shall not be allowed to deliver a campaign speech.

C Region Educational Presentations

International director candidates from a district within the region shall have equal opportunity to appear on the educational program, provided that such presentations conform to the needs of the region.

Opposed international officer candidates shall not give an educational presentation.

~~E. Region Hospitality Suite~~

~~A hospitality suite is defined as a room where refreshments are provided and attendance is open to any Toastmaster. The definition of hospitality suite shall apply at all levels of Toastmasters International.~~

~~No candidate for international officer or director, or their representatives, may host a hospitality suite. The only hospitality suite permitted shall be one provided and operated by the regional conference committee with no contributions from any candidate. The provision of a hospitality suite shall, however, be at the discretion of the conference chairman (second year director).~~

D. Showcases at Regional Conferences

Candidate showcases are optional, but, if held, all candidates shall be given an equal opportunity to speak. If held, showcases shall be coordinated by the international directors from the region. Showcases may only be held for the purpose of interviewing candidates, not to instruct the district governors how to cast votes.

~~III. CAMPAIGNING AT INTERNATIONAL CONVENTIONS~~

~~A. Display of Campaign Literature/Materials at International Conventions~~

~~Campaign literature/materials may be distributed by international officer and director candidates, or their representatives. Each candidate shall be allowed to display literature/materials only in the candidates' corner; however, audio/video presentations may not be played. The World Headquarters staff shall ensure that a proper area is provided.~~

~~Campaign materials may not be handed out at educational sessions, meal functions or in the hotel registration line or the Toastmasters International convention registration line.~~

~~B. Hospitality Suites at International Conventions~~

~~A hospitality suite is defined as a room where refreshments are provided and attendance is open to any toastmaster. The definition of hospitality suite shall apply at all levels of Toastmasters International.~~

~~No candidate for international officer or director, or their representatives, may host a hospitality suite. No political activities shall be allowed in any hospitality suites. A candidate may have a room for storage of material and a place to meet with their campaign workers, but the room may not be used for solicitation of votes.~~

~~III IV. CAMPAIGN COMMUNICATIONS~~

A. Visits to Clubs, Districts, and District Officers

Candidates for Third Vice President and international director may only visit clubs, districts, and district officers within their declared home region. In the case of districts not assigned to regions, they shall not visit any clubs, districts, or district officers in regions.

B. Audio and Video Materials

International officer and director candidates may produce and **physically** distribute audio, video, and/or electronic materials, but may not play them at district and regional conferences, or at the International Convention. **Only the candidate and his/her representatives may distribute such materials, and only in person, not by mail, e-mail, or any other means of delivery. Electronic materials can be accessible only from a candidate's Web site. Accessibility from peer to peer networks, such as You Tube, MySpace and Google, is not permitted.**

C. Campaign Mailings

Campaign mailings are defined as any card (holiday, birthday, thank you, etc), letter, fax, note, or electronic media, which include e-zines and e-mail, unsolicited by the recipient for the purpose of promoting any candidate or the name recognition of any individual. However, communications in connection with a candidate's presentation at a district conference or the regional conference and internal communications among campaign team members are excluded from the definition of campaign mailings. Subscriptions to information by or about a candidate, including **but not limited to** on-line newsletters, **blogs** or e-zines, whether solicited or unsolicited, are not permitted.

Campaign mailings, by or on behalf of candidates for Third Vice President, are limited to two mailings between the International Convention prior to the election and December 31, and three campaign mailings between January 1 and the International Convention at which the election will take place.

In order not to distract districts from focusing on becoming distinguished, candidates for international director and Third Vice President may not make any campaign mailings bearing a June postmark.

Campaign mailings, by or on behalf of candidates for international director, are limited to a maximum of three mailings. The first two mailings are limited to the time period between the International Convention prior to the election and May 31. For these mailings, candidates within regions are limited to mailings within their home region. Candidates from districts not assigned to regions are limited to mailings to districts not assigned to regions. The third mailing is limited to the time period between July 1 and the International Convention at which the election will take place. There are no geographic restrictions to this third mailing.

World Headquarters will periodically provide nominees with contact information for the Board of Directors, past international presidents, past international directors and top three district officers to be used during their campaign.

D. Phone Calls

In order not to distract districts from focusing on becoming distinguished, candidates for Third Vice President or international director, or any person on their behalf, may not place any unsolicited phone calls to district governors, Lt. governors education and training, and Lt. governors marketing, outside their own district, during the month of June. However, phone calls in connection with a candidate's presentation at the regional conference, or other official business of Toastmasters, and among campaign team members are permitted.

E. Web Sites

A candidate may have a Web site to promote their candidacy. **The Web site must be stand alone and must have its own URL.** Candidates' Web sites may be linked or referenced only on the candidate's home club ~~and~~ **Web site, their home district Web site, the candidates' corner on the TI Web site, and in campaign mailings made by the candidates.** **A blog can be included on a candidate's Web site, but no subscriptions to the blog or automatic notices are allowed.** Web sites of both successful and unsuccessful candidates must be closed down immediately following the election.

A candidates' corner shall be included on the TI Web site. Candidate information provided may include a photograph, profile, and either a Web site address, an e-mail address, or telephone number for contact purposes.

All candidates will be placed on the TI Web site candidates' corner in January. Only nominated candidates as determined by the TI Nominating Committee, regional business meetings, and, in the case of international director candidates not assigned to regions, nominated by their respective districts, will remain in the candidates' corner after the qualifying event has taken place. Floor candidates will not be included in the candidates' corner after the qualifying event has taken place.

Only nominated candidates, as outlined in the preceding paragraph, will appear in the TI Candidates' Brochure. Floor candidates will not appear in the brochure.

Regional Web sites may reference the TI candidates' corner Web site.

F. Use of Trademarks

Candidates may use the Toastmasters trademarks, including the logo and the names "Toastmasters" and "Toastmasters International," on campaign materials, brochures and Web sites, only after they have submitted their Letter of Intent to World Headquarters. A Letter of Intent may be submitted anytime after the close of the Annual Business Meeting. Use of the trademarks on any other items must have the written permission of the Executive Director.

G. Announcement of Candidacy and Distribution of Campaign Materials

Candidates may announce their intention to run for International office after the close of the Annual Business Meeting **by submitting a Letter of Intent.** However, campaign materials may not be distributed until the close of the convention, i.e., after the President's Dinner Dance is adjourned.

A Letter of Intent must be on file with World Headquarters before a candidate can distribute material or use the Toastmasters trademarks or participate as a candidate in other activities, such as district conference presentations, regional conference presentations and the International Convention.

A Letter of Intent, biographical data and a photograph must be received at World Headquarters by November 30 in order for international officer candidates to be included in the International Officer Candidate survey and for international officer and director candidates to be included in the candidates' corner when it becomes active on the TI Web site in January. Candidates who submit their Letter of Intent and other candidate information after November 30 will be placed on the TI Web site as soon as practical after receipt.

H. Floor Candidates

Candidates who have not been endorsed by a majority vote of their district council or been nominated at a qualifying event are still eligible to run from the floor at the regional conference and/or ~~International Convention~~ **the Annual Business Meeting**. A nomination from the floor of a qualified candidate may be made by an accredited delegate, with the consent of the person nominated. A Letter of Intent must be on file with World Headquarters for the candidate.

So that delegates will have a chance to know all candidates, floor candidates will have the same exposure as nominated candidates with the exception of inclusion in the candidates' corner of the TI Web site and the Candidates' Brochure.

I. Photographs/Endorsements

Photographs in all campaign material, literature, displays and on Web sites are limited only to the candidate. No other photographs are allowed. All quotes and testimonials appearing in candidate campaign materials, literature, displays and on Web sites must have the written permission of those being quoted. Other than in support of a nominee who has received an endorsement by the district, no district governor, Lt. governor education & training, or Lt. governor marketing shall take any action to endorse (including photographs, quotes, or placing a candidate's name in nomination) or to officially support any international officer or director candidate. Current international officers and directors shall **likewise** not endorse **or officially support** any candidate. **They are permitted to respond to confidential surveys conducted by TI such as the IOCS and questions from the TI Nominating Committee.**

J. Display of Campaign Literature/Materials

Campaign literature/materials may be distributed by international officer and international director candidates, or their representatives, at district conferences, regional conferences and the International Convention. Each shall be allowed to display literature/materials only in the candidates' corner, however, audio/video presentations may not be played.

The following people are responsible for ensuring that a proper area for the candidates' corner is provided: the district governor at district conferences; the host district chairman at regional conferences; and the World Headquarter staff at the International Convention. Candidates or their representatives are responsible for the delivery set-up and removal of materials.

Campaign materials may not be handed out at hotel registration lines or conference/convention registration lines, at educational sessions, meal functions or hospitality suites.

K. Hospitality Suites

A hospitality suite is defined as a room where refreshments are provide and attendance is open to any Toastmaster. The definition of hospitality suite shall apply at all levels of Toastmasters International.

No candidate for international officer or director, or their representatives, may host a hospitality suite.

A candidate may have a room for storage of material and a place to meet with their campaign workers, but the room may not be used for solicitation of votes.

If a district or region hosts a hospitality suite, there shall be no contributions from any candidate. No political activities shall be allowed in these suites.

IV. VIOLATION OF CAMPAIGN POLICIES

Candidates are responsible for ensuring their campaign workers and their supporters are familiar with the campaign policies of the organization and understand that violation of policy will subject candidates to the following actions:

Level One – Minor Violation – Minor Infraction. Correctable

- **Investigation by staff.**
- **If staff cannot resolve, the matter is turned over to the Executive Committee.**
- **The candidate is educated and informed. When matter is resolved, there are no further ramifications.**

Level Two – Medium Violation – Election Processes or Continuing Violation.

- **Investigation by Executive Committee (could be assigned to staff by Executive Committee).**
- **If investigation results indicate medium violation, an announcement of the violation will be made prior to the election (at an appropriate time and place as determined by the Executive Committee) or on the TI Web site and/or a letter of censure may be issued to the candidate by the Executive Committee.**

Level Three – Severe Violation – Campaign Ethics

- **Investigation by Executive Committee (initial investigation could be assigned to staff).**
- **If investigation results indicate severe violation, ramifications could include and or all the penalties for medium violations, a request for the candidate to withdraw from the race and, in the most severe case, removal from good standing or other disciplinary process as prescribed by Art III, Sec 13, of the TI Bylaws, which would disqualify the candidate from continuing to run for office.**

Candidates must treat the Executive Committee’s decisions as final. A candidate may not request that the Board modify or overturn the Executive Committee’s decision, nor may the candidate contact Board members for the purpose of appealing that decision.

Reference: Policies and Procedures VI E 8
~~Policies and Procedures VI F 2~~

VI E 1

Toastmasters International

POLICIES AND PROCEDURES

Origin Date: August 16, 1994

Last Updated: ~~August 12, 2008~~ (effective date is subject to approval by delegates of the governance reshaping proposals – one day after Annual Business Meeting, e.g., August 15, 2009))

PROCEDURAL RULES FOR CAMPAIGNS BY INTERNATIONAL OFFICER AND INTERNATIONAL DIRECTOR CANDIDATES

The intent of these procedural rules is:

- a) to provide the organization and its members with information and knowledge sufficient to enable them to choose those leaders which are in the best interest of Toastmasters International and its members;
- b) to provide for a fair and open election process, giving candidates a reasonably equal and fair opportunity to make members aware of their strengths, experience and qualifications;
- c) to provide for a fair and ethical campaign process that brings credit to the organization;
- d) to provide for a minimum of disruptions to the clubs and districts in achieving their goals and objectives;
and
- e) to provide qualified Toastmasters the opportunity to run for higher office at a minimum of cost.

General Note: Once final decisions have been made on officer titles, changes will be made throughout the policy to reflect the changes. Regional references will also be removed if regional conferences change focus.

I. CAMPAIGNS WITHIN DISTRICTS

B. District Travel

Candidates for Third Vice President and international director shall only visit clubs, districts, and district officers within their declared home region. ~~In the case of candidates from districts not assigned to regions, they shall not visit any clubs, districts, or district officers in the regions.~~

B. District Campaign Speeches

Candidates for international director within the region, or their representatives, shall be allowed to speak at the conference. ~~Only candidates for international director from districts not assigned to regions shall be allowed to speak at conferences of districts not assigned to regions.~~ Such campaign speeches should be given at an appropriate time, place, and length as identified by the district governor, provided that all candidates are given the same opportunity and are properly notified.

International director candidates from outside the region or international officer candidates, or their representatives, shall not be allowed to deliver a campaign speech.

C. District Educational Presentations

Candidates for international director are not allowed to give educational presentations at district conferences or other district sponsored events outside of their home region. There is no obligation to allow any candidate to appear on the program, and the opportunity is given at the discretion of the district governor; however; all declared candidates for the same office must be given equal opportunity and be featured in any associated written materials. These presentations must conform to the needs of the district.

Opposed international officer candidates shall not give an educational presentation.

D. Home District Activities

International officer and director candidates, whether opposed or unopposed, may participate in any activities within their home district other than the district nominating committee (as specified in Policies and Procedures VI E 8).

E. District Publications/Web Sites

Any declared candidate's home district publication/Web site that includes information written by or about that international officer or director candidate shall not be distributed beyond its regular distribution list.

International officer or director candidates from outside the district cannot submit articles or notices to be published in district publications/Web sites.

International officer or director candidates, or their representatives, may not place advertisements in any district conference program or other district publication.

II. CAMPAIGNS WITHIN REGIONS *Note: Depending on decision of the Board and the future of Regionals, this section may be removed, as well as all references to Regionals throughout policy.*

A. Region Travel

International officer candidates may attend only one regional conference per weekend. Third Vice President **and international director** candidates may attend only the regional conference in their declared home region.

~~International director candidates may attend only their declared home regional conference. Third Vice President candidates and international director candidates from outside a region shall not attend any regional conference.~~

B. Region Campaign Speeches

International officer candidates or their representatives shall be allowed to speak at the regional business meeting. The speaking order will be alphabetically by the candidates' last name. Each speaker will be allowed to speak for a maximum of two minutes.

International director candidates from the region shall be allowed to speak at the regional business meeting. The speaking order will be alphabetically by candidates' last name. Each speaker will be allowed a maximum of two minutes.

International director candidates from outside the region, or their representatives, shall not be allowed to deliver a campaign speech.

C. Region Educational Presentations

International director candidates from a district within the region shall have equal opportunity to appear on the educational program, provided that such presentations conform to the needs of the region.

Opposed international officer candidates shall not give an educational presentation.

D. Showcases at Regional Conferences

Candidate showcases are optional, but, if held, all candidates shall be given an equal opportunity to speak. If held, showcases shall be coordinated by the international directors from the region. Showcases may only be held for the purpose of interviewing candidates, not to instruct the district governors how to cast votes.

III. CAMPAIGN COMMUNICATIONS

A. Visits to Clubs, Districts, and District Officers

Candidates for Third Vice President and international director may only visit clubs, districts, and district officers within their declared home region. ~~In the case of districts not assigned to regions, they shall not visit any clubs, districts or district officers in regions.~~

B. Audio and Video Materials

International officer and director candidates may produce and physically distribute audio, video, and/or electronic materials, but may not play them at district and regional conferences, or at the International Convention. Only the candidate and his/her representatives may distribute such materials, and only in person, not by mail, email, or any other means of delivery. Electronic materials can be accessible only from a candidate's Web site. Accessibility from peer to peer networks, such as You Tube, MySpace and Google, is not permitted.

C. Campaign Mailings

Campaign mailings are defined as any card (holiday, birthday, thank you, etc), letter, fax, note, or electronic media, which include e-zines and e-mail, unsolicited by the recipient for the purpose of promoting any candidate or the name recognition of any individual. However, communications in connection with a candidate's presentation at a district conference or the regional conference and internal communications among campaign team members are excluded from the definition of campaign mailings. Subscriptions to information by or about a candidate, including but not limited to on-line newsletters, blogs or e-zines, whether solicited or unsolicited, are not permitted.

Each candidate shall be limited to two mailings. Starting October 1, survey recipient contact information will be provided to international officer and director candidates upon receipt of a Letter of Intent.

The international officer candidates' first mailing is limited to one mailing to survey recipients between October 1 and November 1. The international director candidates' first mailing is limited to one mailing to survey recipients between October 1 and December 1.

The second mailing from international officer and director candidates shall be limited to the time period between July and the International Convention at which the election will take place. There are no recipient restrictions to the second mailing. In order not to distract districts from focusing on becoming distinguished, candidates for international director and Third Vice President may not make any campaign mailings bearing a June postmark.

~~Campaign mailings, by or on behalf of candidates for Third Vice President, are limited to two mailings between the International Convention prior to the election and December 31, and three campaign mailings between January 1 and the International Convention at which the election will take place.~~

~~Campaign mailings, by or on behalf of candidates for international director, are limited to a maximum of three mailings. The first two mailings are limited to the time period between the International Convention prior to the election and May 31. For these mailings, candidates within regions are limited to mailings within their home region. Candidates from districts not assigned to regions are limited to mailings to districts not assigned to regions. The third mailing is limited to the time period between July 1 and the International Convention at which the election will take place. There are no geographic restrictions to this third mailing.~~

World Headquarters will periodically provide nominees with contact information for the Board of Directors, past international presidents, past international directors and top three district officers to be used during their campaign.

D. Phone Calls

In order not to distract districts from focusing on becoming distinguished, candidates for Third Vice President or international director, or any person on their behalf, may not place any unsolicited phone calls to district governors, Lt. governors education and training, and Lt. governors marketing, outside their own district, during the month of June. However, phone calls in connection with a candidate's presentation at the regional conference, or other official business of Toastmasters, and among campaign team members are permitted.

F. Web Sites

A candidate may have a Web site to promote their candidacy. The Web site must be stand-alone and must have its own URL. Candidates' Web sites may be linked or referenced only on the candidate's home club Web site, their home district Web site, the candidates' corner on the TI Web site, and in campaign mailings made by the candidates. A blog can be included on a candidate's Web site, but no subscriptions to the blog or automatic notices are allowed. Web sites of both successful and unsuccessful candidates must be closed down immediately following the election.

A candidates' corner shall be included on the Toastmasters International Web site. Candidate information provided may include a photograph, profile, and either a Web site address, an e-mail address, or telephone number for contact purposes.

Information about officer and director candidates **who have submitted their Letter of Intent and biographical information** will be placed on the TI Web site candidates' corner **by November 1. Candidates who submit their materials after that date will be placed on the Web site as soon as practical after receipt of the information.** ~~in January. Only nominated candidates as determined by the Toastmasters International Nominating Committee, regional business meetings, and, in the case of international director candidates not assigned to regions, nominated by their respective districts, International Leadership Committee will remain in the candidates' corner after the Committee's report has been announced (no later than February 15 for officer candidates and no later than April 15 for director candidates). Floor candidates will not be included in the candidates' corner after the qualifying event Committee's report has been announced. has taken place.~~

Only nominated candidates, as outlined in the preceding paragraph, will appear in the TI Candidates' Brochure. Floor candidates will not appear in the brochure.

Regional Web sites may reference the Toastmasters International candidates' corner Web site.

F. Use of Trademarks

Candidates may use the Toastmasters trademarks, including the logo and the names "Toastmasters" and "Toastmasters International," on campaign materials, brochures and Web sites, only after they have submitted their Letter of Intent to World Headquarters. Use of the trademarks on any other items must have the written permission of the Executive Director.

G. Announcement of Candidacy and Distribution of Campaign Materials

Candidates may announce their intention to run for International ~~office~~ **officer or director** after the close of the Annual Business Meeting by submitting a Letter of Intent. However, campaign materials may not be distributed until the close of the convention, i.e., after the President's Dinner Dance is adjourned.

A Letter of Intent must be on file with World Headquarters before a candidate can distribute material or use the Toastmasters trademarks or participate as a candidate in other activities, such as district conference presentations, regional conference presentations and the International Convention. **Signing the Letter of Intent signifies that the candidate has read and understands the campaign policies and is responsible for the conduct of his or her supporters. The candidate will abide by the decision of the Executive Committee on any disciplinary action taken if policy violations occur, with the understanding that there is no right of appeal.**

A Letter of Intent, biographical data and a photograph must be received at World Headquarters by ~~November 30~~ **October 1** in order for international officer candidates to be included in the International Officer Candidate Survey, **for international director candidates to be included in the International Director Candidate Survey and** for international officer and director candidates to be included in the candidates' corner on the TI Web site. **Candidates who submit their materials after that date will be**

placed on the Web site as soon as practical after receipt of the information. ~~in January.~~ Candidates who submit their Letter of Intent and other candidate information after October 1 will be placed on the TI Web site as soon as practical after receipt.

I. Floor Candidates

Candidates who have not been nominated by ~~a majority vote of their district council or been nominated at a qualifying event~~ **the International Leadership Committee** are still eligible to run from the floor at the ~~regional conference and/or International Convention~~ Annual Business Meeting. A nomination from the floor of a qualified candidate may be made by an accredited delegate, with the consent of the person nominated. A Letter of Intent must be on file with World Headquarters for the candidate.

So that delegates will have a chance to know all candidates, floor candidates will have the same exposure as nominated candidates with the exception of inclusion in the candidates' corner of the TI Web site and the Candidates' Brochure.

I. Photographs/Endorsements

Photographs in all campaign material, literature, displays and on Web sites are limited only to the candidate. No other photographs are allowed. All quotes and testimonials appearing in candidate campaign materials, literature, displays and on Web sites must have the written permission of those being quoted. ~~Other than in support of a nominee who has received an endorsement by the district,~~ No district governor, Lt. governor education and training, Lt. governor marketing **or region advisor** shall take any action to endorse (including photographs, quotes, or placing a candidate's name in nomination) or to officially support any international officer or director candidate. Current international officers and directors likewise shall not endorse or officially support any candidate. They are permitted to respond to confidential surveys conducted by TI such as the International Officer Candidate Survey and questions from the ~~TI Nominating Committee~~ **International Leadership Committee**.

J. Display of Campaign Literature/Materials

Campaign literature/materials may be distributed by international officer and international director candidates, or their representatives, at district conferences, regional conferences and the International Convention. Each shall be allowed to display literature/materials only in the candidates' corner, however, audio/video presentations may not be played.

The following people are responsible for ensuring that a proper area for the candidates' corner is provided: the district governor at district conferences; the host district chairman at regional conferences; and the World Headquarter staff at the International Convention. Candidates or their representatives are responsible for the delivery, set-up and removal of materials. Candidates or their representatives are responsible for the delivery set-up and removal of materials.

Campaign materials may not be handed out at hotel registration lines or conference/convention registration lines, at educational sessions, meal functions or hospitality suites.

K. Hospitality Suites

A hospitality suite is defined as a room where refreshments are provided and attendance is open to any Toastmaster. The definition of hospitality suite shall apply at all levels of Toastmasters International.

No candidate for international officer or director, or their representatives, may host a hospitality suite.

A candidate may have a room for storage of material and a place to meet with their campaign workers, but the room may not be used for solicitation of votes.

If a district or region hosts a hospitality suite, there shall be no contributions from any candidate. No political activities shall be allowed in these suites.

IV. VIOLATION OF CAMPAIGN POLICIES

Candidates are responsible for ensuring their campaign workers and their supporters are familiar with the campaign policies of the organization and understand that violation of policy will subject candidates to the following actions:

Level One – Minor Violation – Minor Infraction. Correctable

- Investigation by staff.
- If staff cannot resolve, the matter is turned over to the Executive Committee.
- The candidate is educated and informed. When matter is resolved, there are no further ramifications.

Level Two – Medium Violation – Election Processes or Continuing Violation.

- Investigation by Executive Committee (could be assigned to staff by Executive Committee).
- If investigation results indicate medium violation, an announcement of the violation will be made prior to the election (at an appropriate time and place as determined by the Executive Committee) or on the TI Web site and/or a letter of censure may be issued to the candidate by the Executive Committee.

Level Three – Severe Violation – Campaign Ethics

- Investigation by Executive Committee (initial investigation could be assigned to staff).
- If investigation results indicate severe violation, ramifications could include and or all the penalties for medium violations, a request for the candidate to withdraw from the race and, in the most severe case, removal from good standing or other disciplinary process as prescribed by Article III, Sec 13 of the TI Bylaws, which would disqualify the candidate from continuing to run for office.

Candidates must treat the Executive Committee's decisions as final. A candidate may not request that the Board modify or overturn the Executive Committee's decision, nor may the candidate contact Board members for the purpose of appealing that decision.

Reference: Policies and Procedures VI F 2
Policies and Procedures VI E 8