



Minutes of the Executive Committee via Teleconference  
February 25, 2010

A meeting of the Executive Committee of the Board of Directors convened at 5:30 p.m. February 25, 2010, via teleconference, President Gary Schmidt, DTM, presiding. The other officers present were: Second Vice President Michael Notaro, DTM; Third Vice President John Lau, DTM; and Immediate Past President Jana Barnhill, DTM, AS. Executive Director Daniel Rex was also present. Senior Vice President Pat Johnson, DTM was not present for this call.

The Committee voted to extend the club officer training deadline (Policies and Procedures Section VI B 7) to March 15, 2010 for Districts in Regions 6 and 7 that were unable to meet the February 28, 2010 deadline due to cancellations and low attendance resulting from severe weather conditions. Extensions were granted to Districts 13, 18, 27, 31, 36, 38, 40, 45, 46, 53, 60, 61, 62, 83 and 86.

Sally Newell Cohen  
Secretary/Treasurer

Distribution: Board of Directors  
Nonprofit General Counsel  
Executive Director

# Section VI B 7

Toastmasters International  
***POLICIES AND PROCEDURES***

*Origin Date:* February 15, 1992

*Last Updated:* July 1, 2007

## **DISTRICT AND CLUB OFFICER TRAINING, EXECUTIVE COMMITTEE MEETINGS, COUNCIL MEETINGS, AND CONFERENCES**

### **DISTRICT AND CLUB OFFICER TRAINING**

Achievement of the Toastmasters International Mission requires that districts successfully train district and club officers. Whenever possible, districts should train district/club officers prior to the beginning of their term of office. All district-sponsored officer training shall incorporate the core content of the training programs for district and club officers which are distributed by Toastmasters International.

#### **Notice of Training**

District and club officer training sessions are valuable seminars in leadership. Districts should promote and market club officer and district officer training to encourage maximum attendance and participation at these sessions. Training events should be included as part of the district calendar and published in district communications, such as the district's newsletter and the district's web site.

#### **Frequency of Training and Attendance**

**District Officer Training.** It is recommended that initial training be held before the district year begins. If this is not possible, initial training must be held early in the district year, but no later than September 30. Initial area and division governor training must be a minimum of four hours. Area and division governors should be trained together in a central location. Geographically large districts may train area governors by division or group divisions together. One-to-one training should rarely occur. During the year, ongoing training of division and area governors should be conducted at district meetings, such as executive committee meetings.

**Club Officer Training.** Districts train club officers twice yearly. The first training of club officers must occur in June, July, or August. The second training of club officers must occur in December, January, or February.

Club officers should be invited and encouraged to attend. Toastmasters Leadership Institute is the recommended method of club officer training. If the district chooses this format, it must conform to the guidelines published by Toastmasters International. The terms "university" and/or "college" may not be used.

# Section VI B 7

## **Training Opportunities, Funding, and Recognition**

All district meetings and events should be used as training opportunities.

Using district funds for district/club officer training is appropriate and should be a top priority when developing a district budget. As part of district and club officer training, districts may include educational sessions on communication and leadership for non-officers. District funds shall not be used to subsidize separate sessions for non-officers. Administration of training should be kept as simple and as cost effective as possible.

Districts are encouraged to recognize individuals for participation in or completion of training. However, districts may not create any educational awards, including degrees or diplomas, nor may districts create awards or programs that certify individuals.

Districts may not conduct separate, additional training events such as personal development seminars which are unrelated either to: a) the training of club or district officers; or b) achievement of the club or district mission. Districts must not compete with private, for-profit enterprises which deliver training programs. Therefore, district-sponsored training shall be available only to Toastmasters and their spouses or guests. These events shall not be open to the general public nor be used as fund-raising events.

## **DISTRICT EXECUTIVE COMMITTEE MEETINGS**

The executive committee ensures that the district and its officers are working toward the achievement of the district mission. The executive committee has all the powers of the district council, except those reserved by the council itself. The committee: reviews and approves the District Success Plan; prepares the budget; oversees the financial operation of the district; recommends the assignment of clubs to areas/divisions, reviews recommendations/reports of district committees, including the audit committee; and assumes any other duties assigned by the district council.

## **Frequency of Meetings**

The executive committee should meet at least four times each year. It is recommended that all meetings be conducted in-person, face to face. If this is not always possible, at least 50 percent of the meetings must be conducted in-person, face to face. Remaining meetings may be conducted by various technology options (e.g., tele or videoconference, Web, etc.).

## **Notice of Meetings**

Executive committee meetings should be included as part of the district calendar distributed to all district officers and clubs at the beginning of the district year. Meeting dates should also be included in other district communications, such as newsletters.

# Section VI B 7

## **Who Attends**

The voting members of the committee are the district governor, lieutenant governor education and training, lieutenant governor marketing, immediate past district governor, secretary, treasurer, public relations officer, division governors, area governors. When invited by the district governor, those having business before the committee may attend. No others may attend.

## **Business that must be conducted at every meeting (unless noted):**

Reading of district mission

Roll call/certification of a quorum

Approval of district budget (First meeting of the year after receiving year-end account balances; executive committee members should be provided with copies of the budget at or before the meeting.)

Report of audit committee (year-end audit presented at executive committee meeting before first district council meeting; midyear audit presented at executive committee meeting before district council annual meeting; executive committee members should be provided with copies of the audits at or before the meetings.)

Treasurer's report (executive committee members should be provided with copies of the report at or before the meeting.)

Alignment of clubs into areas/divisions (must be completed and approved at an executive committee meeting before district council's annual meeting.)

Approval of district governor recommendations to fill vacancies in office (if any)

District governor, lieutenant governors, division governors, and area governors report on progress in the District High Performance Plan and Distinguished Programs.

Training should be conducted which focuses on club extension, club rescue, membership building in clubs, and educational achievements.

## **DISTRICT COUNCIL MEETINGS**

The district council is the governing body of the district, subject to the general supervision of the Board of Directors. It conducts all the business of the district.

## **Frequency of Meetings**

The district council is required to hold at least two meetings each year. The first required meeting must be held after the International Convention, but no later than December 1. The second

## Section VI B 7

required meeting is the district council annual meeting and must be held between March 15 and June 1. All meetings must be conducted in-person, face to face.

### **Notice of Meetings**

A minimum notice of four weeks is required. However, districts should include the dates of the district council meetings and district conferences in the first mailings to clubs and in all mailings to club and district officers during the year.

### **Who Attends**

Voting members of the district council are the district executive committee and the club president and vice president education of each club. The club president or the vice president education may designate any member of the club to act as proxy. No other proxies are allowed. Committee chairmen and others whose participation the council requires may attend. Toastmasters attending the district conference and who are not voting members of the council or their proxies may attend but not participate in council deliberations.

### **Business that must be conducted at every meeting (unless noted):**

Reading of district mission

Credentials committee report

Report of audit committee (year-end audit presented at first district council meeting; midyear audit presented at district council annual meeting; copies of audits must be given to council members at or before the district council meeting.)

Adopt district budget (first district council meeting; A copy of the budget must be given to council members at or before the district council meeting.)

Treasurer's report (a copy of the report must be given to council members at or before the district council meeting).

Confirmation of appointed officers (first district council meeting)

Confirmation of executive committee action to fill vacancies in district office (if any)

Adoption of assignment of clubs to areas/divisions for following year (district council annual meeting)

Report of nominating committee (Report also must be mailed to members of district council at least two weeks before the district council annual meeting.)

Nominations from the floor and election of district officers (district council annual meeting)

# Section VI B 7

Report of district officers on progress toward district goals (district governor, lieutenant governors, immediate past district governor, public relations officer)

## **DIVISION COUNCIL MEETINGS**

The division council is the advisory group for the division. The council facilitates in club, area, division and district goal achievement and helps with administrative activities, such as division contests, meetings and training.

### **Frequency of Meetings**

The division council should meet at least twice each year.

It is recommended that all meetings be conducted in-person, face to face. If this is not always possible, at least 50 percent of the meetings must be conducted in-person, face to face. Remaining meetings may be conducted by various technology options (e.g., tele or videoconference, Web, etc.).

### **Notice of Meetings**

The division governor should notify clubs at least four weeks before each meeting.

### **Who Attends**

Council members include: division governor, assistant division governor education and training, assistant division governor marketing and area governors of the division.

### **Business that must be conducted at every meeting (unless noted)**

Area plans, goals and progress in the Distinguished Division & Area Program and the need for district/area assistance.

Club plans, goals and progress in the Distinguished Club Program and the need for district/division/area assistance.

Attendance at club officer training.

Planning for division speech contests.

## **AREA COUNCIL MEETINGS**

The area council is the management group for the area. The council helps each club in the area provide a positive and supportive learning environment in which every member has the opportunity to develop communication and leadership skills.

# Section VI B 7

## **Frequency of Meetings**

The area council should meet at least twice each year.

It is recommended that all meetings be conducted in-person, face to face. If this is not always possible, at least 50 percent of the meetings must be conducted in-person, face to face. Remaining meetings may be conducted by various technology options (e.g., tele or videoconference, Web, ect.).

## **Notice of Meetings**

The area governor should notify clubs at least four weeks before each meeting.

## **Who Attends**

Council members include: area governor, assistant area governor education and training, assistant area governor marketing, area secretary, and presidents, vice presidents education and vice presidents members from each club in the area.

## **Business that must be conducted at every meeting (unless noted)**

Club plans, goals and progress in the Distinguished Club Program and the need for district/division/area assistance

Attendance at club officer training

Planning for inter-club events (e.g., training, speech contests, etc.)

## **DISTRICT CONFERENCES**

The purpose of a district conference is to provide educational training and leadership opportunities to all district Toastmasters, thereby achieving the district mission.

## **Frequency of Meetings**

Districts may have only two district conferences each year, in conjunction with the required district council meetings.

## **Notice**

Announcement of district conference dates should include notice of the district council meeting. A minimum notice of four weeks notice is required for district council meetings. However, districts should include the dates of the district council meetings and district conferences in the first mailings to clubs and in all mailings during the year.

# Section VI B 7

## Who Attends

All Toastmasters should be invited to attend.

## Events that must occur at every District Conference (unless noted):

District Council Meeting

International Speech Contest (at the conference held in conjunction with the district council annual meeting). Districts may conduct no more than four speech contests each year and one of these must be the International Speech Contest.

Educational sessions include topics directly related to club and district success (e.g., quality club programming, membership building, club building, etc.)