



Minutes of the 2012–2013 Board of Directors Teleconference November 14, 2012

BOARD OF DIRECTORS

The 2012–2013 Board of Directors convened at 6 p.m. on November 14, 2012, with International President John Lau, DTM, presiding. The other officers and directors present were: First Vice President Mohammed Murad, DTM; Second Vice President Jim Kokocki, DTM; Immediate Past International President Michael Notaro, DTM; Executive Director Daniel Rex; Balraj Arunasalam, DTM; Mike Barsul, DTM; Don Griffith, DTM; Joseph Gomez, DTM; Pat Hannan, DTM; Mike Helm, DTM; Kristina Kihlberg, DTM; Viki Kinsman, DTM; Andrew Little, DTM; Lori Lococo, DTM; David McCallister, DTM; James Sultan, DTM and George Thomas, DTM. Secretary/Treasurer Sally Newell Cohen was also present. International President-Elect George Yen, DTM and Wendy Harding, DTM were absent.

The report of the Executive Committee was presented by First Vice President Murad and covered the following items considered during its November 12–13, 2012, meeting:

The 2012-2013 Toastmasters International Executive Committee met on November 12–13, 2012, with International President John Lau, DTM, presiding. The other officers present were: International President-Elect George Yen, DTM; First Vice President Mohammed Murad, DTM; Second Vice President Jim Kokocki, DTM; Immediate Past International President Michael Notaro, DTM and Executive Director Daniel Rex. Secretary/Treasurer Sally Newell Cohen was also present.

1. The Committee reviewed the organization's performance through October to assess the outlook for the remainder of the year. It also reviewed the districts' progress in the new District Recognition Program, which affirms the organization's emphasis on consistent club quality, measured by the Distinguished Club performance, as well as club and membership growth. The Committee will continue to monitor results over the next few months and at the February Executive Committee meeting. The Committee urges Districts to increase their support of clubs in reaching distinguished club status.
2. The Committee was briefed on the results of two activities conducted in support of the 2010 Strategic Plan Objective 1: Growth and Retention. Professionally facilitated focus groups with current and lapsed members were conducted in Dallas, Dubai, Los Angeles, Miami, Shanghai, St. Louis, Toronto and Vancouver to gain an understanding of why members join and why they stay. In addition, research was conducted focusing on the member experience in China and Japan. The findings of both projects will be used to develop new club support topics, methods and tools throughout 2013.



3. The Strategic Planning Committee continued its review and exploration of Toastmasters International's mission, vision and values, and how effectively each articulates Toastmasters' core purpose, culture and desired future. The committee acknowledges the need to update these statements while reaffirming the organization's strengths and legacy. It will continue its discussion and development in February.
4. Protocol 3.0: Ethics and Conduct, a formal system for district-level disciplinary review, empowers district leaders to appropriately resolve disputes that are related to district-level activities. The Committee reviewed the revisions made to the draft protocol during its initial review in August 2012 and finalized the process, which will soon be communicated to district leaders.
5. Policy 6.0: Speech Contests dictates that a district may hold a maximum of four speech contests each year. To recognize the growth of non-English language clubs around the world, the Committee reviewed and accepted modifications to the policy that allow districts to conduct up to four non-English contests each year in addition to four English contests.
6. In August 2011, Toastmasters launched its refreshed brand. Since that time, districts have transitioned to the new brand yet only approximately 35 percent of clubs have rebranded. The Committee discussed strategies to encourage transition across all clubs, so that the organization projects a consistent brand image and strengthens awareness of Toastmasters International around the world.
7. In accordance with the California Nonprofit Integrity Act of 2004, the Committee reviewed a compensation analysis for Toastmasters International's controller. After review, the Committee determined that the controller's salary is just and reasonable.
8. The Committee reviewed the 2011 IRS Form 990, the organization's annual United States federal tax return for the 2011 year.
9. The Committee evaluated the organization's progress in achieving the strategies set forth in the 2010 Strategic Plan. It reviewed the tactics that have been completed and prioritized the work-in-progress and the plan topics that are yet to be completed. The committee will continue its review and oversight of the plan's execution in February.



10. In August, the Club Quality and the Area Governor Role board committees presented their findings and recommendations. The Board directed World Headquarters staff to develop a feasibility study and implementation plan for each to provide to the Board. The Committee reviewed the proposed project plans and directed staff to proceed as planned and provide an update to the Board in February.
11. The Committee recognizes the critical role mentoring plays in individual success and membership retention. The Committee asked the World Headquarters staff to develop a formal mentoring model that offers members the opportunity to achieve educational goals and fulfill leadership roles.
12. In the 2010 Strategic Plan, Renew Focus on Leadership is a specific strategy that supports Objective 2: Education Programs. The Committee was briefed on the progress of the project, including research and analysis conducted to date, detailed development tactics and a project plan outline.

The Board voted to accept and approve the recommendations and actions 1–4 and 6–12.

Separately, the Board voted by the required two-thirds to approve item 5, the Executive Committee's recommendation to modify Policy 6.0: Speech Contests (attached).

International President Lau adjourned the meeting at 7 p.m., November 14, 2012.

Pursuant to Policy 11.3, items contained in the minutes of this meeting were classified as "unrestricted" upon distribution of the minutes by World Headquarters, not to include any matters marked "restricted."

Sally Newell Cohen
Secretary/Treasurer

Distribution: Board of Directors
Nonprofit General Counsel
Executive Director

Speech Contests

1. Toastmasters International recognizes and supports the following official speech contests: International, Evaluation, Humorous, Table Topics, Tall Tales, and **Taped recorded speech contests (only for members of undistricted clubs or of clubs in provisional districts). No other contest types, showcases, etc., shall be conducted by districts.**
2. ~~Speech contest competitors must meet all eligibility requirements as outlined in the *Speech Contest Rulebook*.~~
3. ~~A. Districts **must** conduct the International Speech Contest. **The International Speech Contest shall only be conducted in English.** and may conduct up to three additional official speech contests in **English each year.**~~
 - ~~A. **All speech contests must be one of the official contest types and be conducted according to the *Speech Contest Rulebook*.**~~
 - ~~B. Districts may conduct up to three additional **four official non-English** speech contests each year.~~
 - ~~C. Districts may also conduct up to four a non-English speech contests each year. **that follows the rules of the International Speech Contest. Such contests:**~~
 - ~~I. **Each of these contests is conducted in a language selected by the district governor and approved by the district executive committee.**~~
 - ~~II. **A non-English contest may be conducted using the rules of the International Speech Contest. Such a contest shall be titled using the name of the language. For example: Chinese Speech Contest.**~~
 - ~~III. **Non-English contests shall not continue beyond the district level.**~~
 - ~~I. **May be in a language selected by the district governor and approved by the district executive committee.**~~
 - ~~II. **Shall not continue beyond the district level.**~~
 - ~~III. **Shall not be referred to as the International Speech Contest.**~~
 - ~~D. **Districts may conduct up to four official non-English speech contests each year.**~~
42. Contests must originate at the club level and proceed through the area, division, and district levels respectively; only contests following this progression are permitted at each level. **All clubs are eligible to advance contestants to the area level in all contests regardless of the contest language or the primary language of the club.**
53. Toastmasters International pays the travel expenses of each contestant who participates in the International Speech Contest at the semifinal level at the International Convention. The travel allowance is computed in the same manner and subject to the same restrictions as that of district leaders.
64. The *Speech Contest Rulebook* is protocol and applies to all official Toastmasters speech contests. Modifications to rules ~~are~~ **shall be** made through the administrative protocol review process. Exceptions are not permitted.