

# Section V 10

Toastmasters International  
**ORGANIZATION GUIDES**

*Last Updated:* August 11, 2008

## **EXECUTIVE COMMITTEE**

DURATION OF  
EXISTENCE:

The duration of existence of this Committee shall be indefinite.

CHAIRMAN:

International President. In the absence of the International President, the Senior Vice President serves as Chairman.

COMPOSITION:

International President, the three (3) Vice Presidents, the Immediate Past International President and the Executive Director who shall be an ex officio member without voting rights (Article V, Sec. 6, of the Bylaws of Toastmasters International).

TERM OF OFFICE:

Members serve a one-year term which ends at the conclusion of the International Convention.

STAFF  
COMMITTEE

LIAISON:

Executive Director

HOW NAMED  
AND

ESTABLISHED:

As stated in the Bylaws of Toastmasters International.

STRATEGIC  
PURPOSE:

To coordinate the activities of the Board of Directors; to provide financial oversight including the preparation and submission of a recommended budget and review of budget variances and auditors' reports; to conduct strategic planning; to provide oversight of organizational policy and operations; and to transact business of an urgent nature requiring immediate action, subject to the limitations on powers of Committees of the Board stated in Section 5212 of the California Corporations Code, between Board of Directors meetings. The Executive Committee is answerable to the Board of Directors and subject to its general direction. It will have additional powers as the Board may delegate to it from time to time.

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## FUNCTIONS:

1. To review the proposed annual budget and submit a final budget document to the Board, to review financial reports and recommendations concerning major expenditures and presidential travel.
2. To review operations and policies that are to be executed by the Executive Director. The Executive Committee exercises such controls over the performance and position of the Executive Director as are stipulated by Organization Guide V 5 of the Manual of Management Operations, and in accordance with the Bylaws.
3. To serve as the organization's Strategic Planning Committee, as outlined in Organization Guide V 11.
4. The Board of Directors reserves unto itself from the Executive Committee all powers and authority except: (a) authority essential to the performance of duties imposed upon the Executive Committee by the Bylaws or assigned to it by the Board; (b) those processes essentially delegated to the Committee by the Board; (c) such authority as is necessary in the conduct of the ordinary business operations of the Corporation while the Board is not in session.

**MEETINGS:** The Committee meets in November, before the Board of Directors meeting in February, and before the first Board of Directors Meeting in August at the International Convention.

Other meetings may be called by the President or any other voting members of the Committee by giving notice thereof to all members of the Committee either:

- (a) by meeting notices to all members given personally, by telephone (including a voice messaging system) by facsimile transmission, or by other electronic transmission such as e-mail, at least 10 days notice of the date, time and place of the meeting. The notice shall include a statement of the purposes of the meeting, but the business transacted at such meeting shall not be limited by such statement; or
- (b) by 72 hours' notice given personally, by telephone (including a voice messaging system) by facsimile transmission, or by other electronic transmission such as e-mail. The notice shall state the matter or matters to be considered, but the business transacted at the meeting shall not be limited by such statement.

**REPORTING:** All transactions and decisions are to be reported at the next meeting of the Board with minutes of all Executive Committee meetings provided to all Board members within thirty (30) days after each meeting.

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CALENDAR: The following shall be reviewed by the Committee at the intervals indicated.

- Proposed Budget for the ensuing fiscal year: Annually in August.
- Executive Director Performance Appraisal: Annually.
- District formation and re-formation: Every three years beginning in February 2000.
- Review of member dues at least every three years beginning February 2009.
- Review of Toastmasters International Reserves policy. Annually in November.

Reference: Organization Guide V 5  
Organization Guide V 11