



Minutes of the 2023-2024 Board of Directors Videoconference

February 29, 2024

The 2023-2024 Toastmasters International Board of Directors met on February 29, 2024, with International President, Morag Mathieson, DTM presiding. The other officers and directors present were: Radhi Spear, DTM; Aletta Rochat, DTM; Stefano McGhee, DTM; Matt Kinsey, DTM; Anwasha Banerjee, DTM; Pawas Chandra, DTM; Farzana Chohan, DTM; Kimberly Dueck, DTM; Dawn Frail, DTM; Jean Gamester, DTM; Helen He, DTM; Benjamin McCormick, DTM; Kimberly Myers, DTM; Sondra Nunez, DTM; Jesse Oakley III, DTM; Dana Richard, DTM; Violetta Rios, DTM; Frank Tsuru, DTM; and Chief Executive Officer Daniel Rex. Chief Financial Officer John Bond, Chief Operations and Information Officer Heidi Hollenbeck, Chief Marketing and Development Officer John Lurquin, Member Support Director Danielle Mitchell, Board Support Director Mona Shah, Education Programs and Training Director Kate Wingrove, Education Development Manager Jessie Lester, Executive Assistant to the Chief Executive Officer Amber Villa, and Secretary Kristen Kyriazis were also present. No Board Members were absent.

1. The agenda was adopted as presented.
2. The Board received the report (attached) of the February 12, 2024, Executive Committee videoconference as presented by International President-Elect Spear. The Board adopted the Committee's recommendations as presented in items #1, 2, 4, and 6. The remaining items were considered separately by the Board.

The Board adopted item #3.

The Board voted to refer item #5 back to World Headquarters to incorporate the feedback from Board Members and present updated proposed changes at a later date.

3. The Board received an update on the organization's performance.
4. The Board reviewed and discussed a Smedley Fund subsidy application from an additional Member Club in Palestine requesting dues assistance considering the continuing economic challenges and political unrest. The Board considered the negative circumstances affecting the club, which are outside of the club's control, and the impact those circumstances have on the club's and the individual members' ability to continue their Toastmasters journey; the Board did not discuss the events or actions which led to those circumstances. The Board approved a disbursement for dues assistance to reinstate two individual members through the end of the current renewal period and for dues assistance for the April to September 2024 renewal period for the unpaid individual members of the club.

5. The Board received an update on the new learning management system (LMS).

As there was no other business on the agenda, the meeting was adjourned.

Pursuant to Protocol 11.3: Board of Directors Confidentiality, 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.”



Kristen Kyriazis
Secretary

Distribution: Board of Directors
Nonprofit General Counsel
Chief Executive Officer
Past International Presidents
Past International Directors



Minutes of the 2023-2024 Executive Committee Videoconference

February 12, 2024

The 2023-2024 Toastmasters International Executive Committee met on February 12, 2024, with International President Morag Mathieson, DTM, presiding. The other officers present were: International President-Elect Radhi Spear, DTM; First Vice President Aletta Rochat, DTM; Second Vice President Stefano McGhee, DTM; Immediate Past International President Matt Kinsey, DTM; and Chief Executive Officer Daniel Rex. District Growth and Support Director Jonathan Lam, Board Support Director Mona Shah, Education Programs and Training Director Kate Wingrove, Education Development Manager Jessie Lester, Executive Assistant to the Chief Executive Officer Amber Villa, and Secretary Kristen Kyriazis were also present. No Committee Members were absent.

1. The agenda was adopted.
2. The Committee received an update on the organization's performance.
3. The Committee reviewed and discussed a Smedley Fund subsidy application from a Member Club in Palestine requesting dues assistance considering the continuing economic challenges and political unrest. The Committee considered the negative circumstances affecting the club, which are outside of the club's control, and the impact those circumstances have on the club's and the individual members' ability to continue their Toastmasters journey; the Committee did not discuss the events or actions which led to those circumstances. The Committee recommends that the Board approve a disbursement for dues assistance for the April to September 2024 renewal period for the unpaid individual members of the club.
4. **HIGHLY CONFIDENTIAL**
5. In December 2023, the Board instructed World Headquarters to draft amendments to the *Speech Contest Rulebook*, and associated documents as necessary, supporting the addition of a new contest type, the Online Speech Contest. World Headquarters was also instructed to draft a proposal relating to the International Speech Contest Region Quarterfinals, considering the upcoming region realignment. The Committee reviewed and discussed the proposed amendments. The Committee recommends the Board adopt the amendments to Policy 6.0: Speech Contests, relating to the inclusion of the Online Speech Contest, effective beginning with the 2024-2025 contest cycle.
The International President and the Chief Executive Officer, with the concurrence of the International President-Elect, adopted amendments to the following, effective for the 2024-2025 contest cycle:
Speech Contest Rulebook, International Speech Contest Judge's Guide and Ballot, International

Speech Contest Tiebreaking Judge's Guide and Ballot, Speaker's Certification of Eligibility and Originality, and Judge's Certification of Eligibility and Code of Ethics. The amendments relating to the Online Speech Contest are contingent upon the adoption of the amendment to Policy 6.0 by the Board of Directors.

6. The Committee received an update from the chairs of the following: District Structure Committee, Recognition Committee, and Region Advisor Selection Committee.

As there was no other business on the agenda, the meeting was adjourned.

Pursuant to Protocol 11.3: Board of Directors Confidentiality, 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" or "highly confidential."



Kristen Kyriazis
Secretary

Distribution: Board of Directors
Nonprofit General Counsel
Chief Executive Officer
Past International Presidents
Past International Directors