



Minutes of the Toastmasters International Annual Business Meeting August 28, 2020

The meeting was called to order by International President Deepak Menon, DTM, at 12 p.m. GMT on Friday, August 28, 2020.

Chair Menon announced the following appointments:

- Credentials Committee Chair – Past International President Gary Schmidt, DTM
- Credentials Committee Vice Chairs – Past International President Jim Kokocki, DTM and Past International Director Jim Kohli, DTM
- Supervising Director – International Director Carol Prahinski, DTM
- Parliamentarian – Dan Jackson, DTM, Registered Parliamentarian

Credentials Committee Chair Schmidt reported as follows: A total of 22,768 ballots were accredited, representing 11,266 of the 16,365 eligible clubs, with two votes each, and 236 of the 331 eligible delegates at large, each with one vote. The Chair declared a quorum to be present.

Registered Parliamentarian Jackson explained the procedural rules prescribed by the Board of Directors for the election of three officers for the 2020–2021 term and seven directors for the 2020–2022 term. Jackson also provided directions for delegates on the casting of ballots.

Past International President, Michael Notaro, DTM, Chair of the 2019–2020 International Leadership Committee, presented the Committee's report.

International Officer and Director Elections

International President Menon explained that, due to the global pandemic, the Board of Directors had, on April 22, 2020, decided that the Annual Business Meeting would be conducted virtually, with up to 24 hours available for voting, and that all elections with three or more candidates would be conducted using preferential voting if necessary. All of this information had previously been provided to all clubs and delegates at large.

Time was provided for candidates to declare from the floor for each office, and two-minute candidate speeches were broadcast to the delegates.

Subsequent to the 24-hour voting period, International President Menon announced the following results of the officer and director elections:



Candidate	Office	Ballot 1	Preferential Voting
Margaret Page, DTM	International President-Elect (uncontested)	1	
Matt Kinsey, DTM	First Vice President (uncontested)	1	
Donald F. Bittick, DTM	Second Vice President	4,117	
Morag Mathieson, DTM	Second Vice President	10,497	13,052
Radhi Spear, DTM	Second Vice President	6,764	7,243
Tod Henry, DTM	International Director Region 2	5,126	
Karen Marie Lucas, DTM	International Director Region 2	16,227	
Robert Christeson, DTM	International Director Region 4	6,222	
Harold Osmundson, DTM	International Director Region 4	8,690	11,906
Linda M. Rhea, DTM	International Director Region 4	6,252	8,097
Avis C. Brodie, DTM	International Director Region 6	2,506	
Melissa L. McGavick, DTM	International Director Region 6	18,796	
Shirley E. Daley, DTM	International Director Region 8	4,412	
Roy Ganga, DTM	International Director Region 8	13,616	
Rebecca Ann McGilton, DTM	International Director Region 8	3,207	
Elizabeth Nostedt, DTM	International Director Region 10	10,190	13,438
Patricia O'Reilly, DTM	International Director Region 10	5,994	6,947
Pedro Casillas (from the floor)	International Director Region 10	4,645	
Lesley Storkey, DTM	International Director Region 12	13,425	
Jan Vecchio, DTM	International Director Region 12	7,787	
Dorothy Isa C. Du, DTM	International Director Region 14	12,041	
Liva Wan, DTM	International Director Region 14	9,165	

The two uncontested officer positions received a single ballot cast by the Secretary.

Chair Menon announced that Page, Kinsey, and Mathieson were elected International President-Elect, First Vice President, and Second Vice President, respectively, for the term of 2020–2021.



Chair Menon also announced the following candidates elected as International Director for the term of 2020-2022: Lucas, Osmundson, McGavick, Ganga, Nostedt, Storkey, and Du.

Proposals

Chair Menon referred to the letter to all club presidents notifying them of Proposals A and B: Amendments to the Bylaws of Toastmasters International and Club Constitution for Clubs of Toastmasters International. Notice of the proposed amendments was properly mailed to the voting membership at least 60 days prior to the meeting, with the Board of Directors' recommendation that they be adopted.

Chair Menon invited International President-Elect Peck to present Proposal A which would increase the maximum percentage (from 15% to 20%) of Toastmasters Member Clubs that could compose one (1) region. If approved, the size of the Board would remain the same. However, instead of one (1) International Director serving each of 14 regions, two (2) International Directors would serve each of seven (7) regions. The International Directors would serve staggered two-year terms per region to promote continuity of knowledge on the Board of Directors for each region. In addition, the International Leadership Committee (ILC) will potentially have a larger pool of candidates per region to evaluate. If adopted, this new structure would be in place starting July 1, 2021. If the membership votes to adopt this proposal, the governing documents would be amended as appropriate.

Chair Menon invited First Vice President Page to present Proposal B which would amend the Bylaws of Toastmasters International. When conducting a disciplinary hearing, it is important that the Board, or the International Disciplinary Committee when authorized by the Board, have sufficient time to conduct effective due diligence when reviewing information provided by the charged member. The amount of information provided by a charged member can vary greatly. In order to ensure there is enough time to review all materials before the hearing, the Board proposes that the Bylaws of Toastmasters International, Article III, Section 13.d, be amended to require that information from the charged member be submitted 96 hours before the hearing.

Subsequent to the 24-hour voting period, International President Menon announced the following results for the vote on the Proposals:

- For Proposal A the voting results were: Yes, 10,678; No, 10,321. Menon announced that the proposal was not adopted.
- For Proposal B the voting results were: Yes, 19,964; No, 737. Menon announced that the proposal was adopted.

The Bylaws of Toastmasters International authorizes the submission of proposed Bylaws amendments by "at least one percent (1%) of all the votes held by the voting membership" (Article XIV, Section 1.(b).(2)). Based on the total number of clubs eligible to vote at the 2020 Annual Business Meeting (32,730 votes), the 1% minimum requirement for any such proposal to be submitted for consideration at the 2021 Annual Business Meeting is 327.3, representing 163.65 clubs or 327.3 delegates at large, or any combination of those two voting memberships.



Pursuant to Policy 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".

A handwritten signature in black ink, which appears to read "Angela Mennenga". The signature is fluid and cursive, written in a professional style.

Angela Mennenga
Secretary

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