



Minutes of the 2015-2016 Board of Directors Teleconference September 24, 2015

The 2015-2016 Toastmasters International Board of Directors convened on September 24, 2015, with International President Jim Kokocki DTM, presiding. The other officers and directors present were: Mike Storkey, DTM; Balraj Arunasalam, DTM; Lark Doley, DTM; Mohammed Murad, IPIP, DTM; Crystal Allbritton, DTM; Steven Chen, DTM; Russell L. Drake, DTM; Teresa S. Dukes, DTM; Ede Ferrari-D'Angelo, DTM; Magnus Jansson, DTM; Ross Mackay, DTM; Patrick Oei, DTM; Margaret Page, DTM; Gloria Shishido, DTM; Charlie Starrett, DTM; Dennis E. Wooldridge, DTM. Chief Executive Officer Daniel Rex, Chief Operations Officer Sally Newell Cohen and Secretary/Treasurer Jennifer Quinn were also present. Nagaraja Rao, DTM and Joan Watson, DTM were absent.

BOARD OF DIRECTORS

The report of the Executive Committee was presented by International President-Elect Mike Storkey, DTM.

EXECUTIVE COMMITTEE

The 2015-2016 Executive Committee convened on September 22, 2015, with International President, Jim Kokocki, DTM presiding. The other officers present were: International President-Elect Mike Storkey, DTM; First Vice President Balraj Arunasalam, DTM; Second Vice President Lark Doley, DTM; Immediate Past International President Mohammed Murad, DTM. Chief Executive Officer Daniel Rex, Chief Operations Officer Sally Newell Cohen and Secretary/Treasurer Jennifer Quinn were also present. No Executive Committee members were absent.

1. The Committee reviewed and discussed the annual Conflict of Interest Policy: Acknowledgment and Financial Interest Disclosure Statements submitted by international officers, directors and key employees as required by Policy 11.11: Board of Directors Conflict of Interest. No conflicts of interest were identified.
2. The Committee reviewed and approved the signers on district accounts as submitted by each district on the District Signature Form for Withdrawal of District Funds retroactive to July 1, 2015. The signers are authorized to spend district funds through June 30, 2016 for the following districts:

District 1	District 19	District 37	District 57	District 82
District 2	District 20	District 38	District 58	District 83
District 3	District 21	District 39	District 60	District 84
District 4	District 22	District 40	District 61	District 85
District 5	District 23	District 42	District 62	District 86
District 6	District 24	District 43	District 63	District 90
District 7	District 25	District 44	District 64	District 91



District 8	District 26	District 46	District 65	District 92
District 9	District 27	District 47	District 66	District 93
District 10	District 28	District 48	District 68	District 96
District 11	District 29	District 49	District 70	District 98
District 12	District 30	District 50	District 72	
District 13	District 31	District 51	District 74	
District 14	District 32	District 52	District 75	
District 15	District 33	District 53	District 76	
District 16	District 35	District 54	District 80	
District 17	District 36	District 55	District 81	

Signature forms are pending from the following districts:

District F	District 73
District 18	District 77
District 34	District 78
District 41	District 79
District 45	District 87
District 56	District 89
District 59	District 94
District 67	District 95
District 69	District 97
District 71	

3. The Committee reviewed a reformation proposal and plan from District 30. The District anticipates presenting a final reformation request to the Board in February 2016.
4. The International President, in consultation with the Executive Committee, assigned Board members to participate in committee work between October 2015 and January 2016. Three committees will convene: Leadership Development and Training Committee, Developing Markets Committee and Region Advisor Selection Committee. The membership, purpose and presiding officer of each committee was determined by the International President in accordance with Policy 11.4, Section 3.C.

The Board voted to accept and approve the recommendations and actions in this report.

BOARD OF DIRECTORS

1. In accordance with the California Nonprofit Integrity Act (NIA) of 2004, the Board reviewed and discussed the Audit Committee's recommendation of Squar Milner to perform auditing and tax preparation services for the 2015 fiscal year. The Board voted to accept the Committee's recommendation (attached).



2. Immediate Past International President and Chair of the Advisory Committee of Past Presidents (ACPP), Mohammed Murad, DTM, presented the ACPP's August 13, 2015 meeting minutes. The Board acknowledges receipt and is taking under consideration the minutes of the Advisory Committee of Past Presidents meeting held on August 13, 2015.
3. The Board discussed the establishment of a working group comprised of Board members and Past International Presidents. The working group will be formed and focus on clarifying the activities and advisory role of the ACPP and its relationship to the Board of Directors.

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".

Jennifer Quinn
Secretary/Treasurer

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



**2015–2016 Audit Committee Meeting
August 11, 2015**

The 2015-2016 Audit Committee met at 2 p.m. Pacific Time on August 11, 2015, with Audit Committee Chair Gary Schmidt, DTM, PIP presiding. Also present were Co-Chair Ted Corcoran, DTM, PIP and Controller John Bond.

In accordance with the California Nonprofit Integrity Act (NIA) of 2004, each year, an independent auditing firm is selected to audit the organization's financial statements. The Audit Committee selected Squar Milner to audit the organization's financial statements for 2015, and recommended that selection to the Board of Directors. The Controller negotiated Squar Milner's compensation for the audit on behalf of the Board. Non-auditing services to be performed will be the preparation of tax returns for 2015; the firm and its individual auditors shall adhere to the standards for auditor independence set forth in the latest revision of the Government Auditing Standards, issued by the Comptroller General of the United States (the Yellow Book).

A handwritten signature in black ink, appearing to read "Jennifer Quinn", is located to the right of the main text. The signature is fluid and cursive.

Jennifer Quinn
Secretary/Treasurer

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