



**Minutes of the Toastmasters International Annual Business Meeting
Washington, D.C.
August 20, 2016**

The meeting was called to order by International President Jim Kokocki, DTM, at 12:30 p.m. on Saturday, August 20, 2016.

Chair Kokocki announced the following appointments:

- Timers – Matt Branstetter, DTM, Club 3265 and Brian Goldfedder, ACG, ALB, Club 610346
- Credentials Committee Chair – Past International Director Ron Kirchgessner, DTM
- Credentials Committee Vice Chairs – Past International President Gary Schmidt, DTM and Past International Director Kristina Kihlberg, DTM
- Supervising Director – International Director Gloria Shishido, DTM
- Parliamentarian – Patti Titus, DTM, Registered Parliamentarian

Credentials Committee Chair Kirchgessner reported as follows: A total of 22,464 ballots were accredited, representing 11,144 of the 16,482 eligible clubs, with two votes each, and 176 of the 316 eligible delegates at large, each with one vote. The Chair declared a quorum to be present.

Parliamentarian Titus explained the procedural rules prescribed by the Board of Directors for the election of three officers for the 2016–2017 term and seven directors for the 2016–2018 term. Titus also provided directions for delegates on the casting of ballots.

Past International President, George Yen, DTM, Co-Chair of the 2014–2015 International Leadership Committee, presented the Committee’s report on behalf of Chair John Lau who was absent from the meeting.

The following are the results of the officer and director elections:

Candidate	Office	Ballot 1	Ballot 2	Ballot 3	Ballot 4	Ballot 5
Balraj Arunasalam, DTM	International President-Elect (uncontested)	1				
Lark Doley, DTM	First Vice President (uncontested)	1				
Karen Blake, DTM	Second Vice President	5,177	5,744	7,328	6,341	9,065



Sharon Anita Hill, DTM	Second Vice President	960	638	571		
Andrew Little, DTM	Second Vice President	118				
Khaled Matlagaitu, DTM	Second Vice President	499	175			
Deepak Menon, DTM	Second Vice President	6,114	5,584	8,194	7,406	10,174
Richard Peck, DTM	Second Vice President	5,484	4,842	5,214	4,493	
Tod Henry, DTM	International Director Region 2	6,423				
Jim Kohli, DTM	International Director Region 2	12,601				
Monique Levesque-Pharoah, DTM	International Director Region 4	16,651				
Stephen Shaner, DTM	International Director Region 4	3,784				
Avis Brodie, DTM	International Director Region 6 (nominated by the ILC; withdrew prior to election)	0				
Norma Domey, DTM	International Director Region 6	5,130				
Vera Johnson, DTM	International Director Region 6	13,452				
Shirley Daley, DTM	International Director Region 8	620				
Matthew Kinsey, DTM	International Director Region 8	16,958				
Charles Lawler, DTM	International Director Region 8	2,493				
Robert Shambrook, DTM	International Director Region 8	500				



Michael Osur, DTM	International Director Region 10	9,368				
Charley Patton, DTM	International Director Region 10	7,720				
Marlow Wilkerson, DTM	International Director Region 10	1,549				
Tracy Green, DTM	International Director Region 12	2,278				
David Fisher, DTM	International Director Region 12	10,215				
Denis McCord, DTM	International Director Region 12	386				
Mark Richards, DTM	International Director Region 12	5,826				
Mohamad Ariff, DTM	International Director Region 14	4,792				
Elisa Tay, DTM	International Director Region 14	15,805				

For the two uncontested offices it was moved, seconded and unanimously approved that a secret ballot be dispensed with and a single ballot cast.

Chair Kokocki announced that Arunasalam, Doley and Menon had been elected International President-Elect, First Vice President and Second Vice President, respectively, for 2016–2017.



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

- Enabling the organization to strategically place World Headquarters in a location that includes access to a growing, diverse and talented workforce while not being restricted to an extremely high-cost environment. Toastmasters International would remain legally domiciled in California (Proposal A).
- Formally recognizing the Audit Committee as a standing committee of the Board of Directors and defining that its processes are governed in accordance with the California Nonprofit Integrity Act of 2004 (Proposal B).

Chair Kokocki called upon International President-Elect Mike Storkey, DTM, to present and explain the rationale for the Board's recommendation. Storkey then moved for adoption of Proposal A, the Bylaw amendments. Chair Kokocki opened the floor for discussion on Proposal A: Amendments to the Bylaws of Toastmasters International. There were speakers "for" the Proposal; there were no speakers "against" the Proposal.

After an opportunity for discussion, a vote was taken. The results were: 18,577 "for" and 833 "against". Chair Kokocki announced that the Bylaw amendments had been adopted by more than the required two-thirds vote of the votes cast in person or by proxy.

Chair Kokocki then called upon First Vice President Balraj Arunasalam, DTM, to present and explain the rationale for the Board's recommendation. Arunasalam then moved for adoption of Proposal B, the Bylaw amendments. Chair Kokocki opened the floor for discussion on Proposal B: Amendments to the Bylaws of Toastmasters International. There were speakers "for" the Proposal; there were no speakers "against" the Proposal.

After an opportunity for discussion, a vote was taken. The results were: 20,914 "for" and 374 "against". Chair Kokocki announced that the Bylaw amendments had been adopted by more than the required two-thirds vote of the votes cast in person or by proxy.

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 2016 Annual Business Meeting (32,964 votes), the 1% minimum requirement for any such proposal to be submitted for consideration at the 2017 Annual Business Meeting is 329.64, representing 164.82 clubs or 329.64 delegates at large, or any combination of those two voting memberships.

Chair Kokocki also announced the following candidates elected as international director for the term of 2016–2018: Kohli, Levesque-Pharoah, Johnson, Kinsey, Osur, Fisher and Tay.



There being no further business to come before the 85th Annual Business Meeting, it was adjourned at approximately 5:15 p.m.

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, appearing to be 'Jennifer Quinn', is centered on the page.

Jennifer Quinn
Secretary/Treasurer

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