



Minutes of the 2018-2019 Board of Directors Meeting April 24, 2019

The 2018-2019 Toastmasters International Board of Directors convened April 24, 2019, with International President Lark Doley, DTM, presiding. The officers and directors present were: Deepak Menon, DTM; Richard E. Peck, DTM; Margaret Page, DTM; Balraj Arunasalam, DTM; Don Bittick, DTM; Reginald Darnell Ford, DTM; Joan Lewis, DTM; Anthony J. Longley, DTM; Larry Marik, DTM; Morag Mathieson, DTM; Mary Morrison, DTM; Carol Prahinski, DTM; Radhi Spear, DTM; David Templeman, DTM; Tracy Thomason, DTM; Tuire Vuolasvirta, DTM; Derek Wong, DTM; and Susan Zhou, DTM. Chief Financial Officer John Bond, Chief Information and Digital Officer Sam Farajian, Chief Member Engagement and Support Officer Darci Maenpa, Marketing and Communications Director Bill Nissim, Secretary-Treasurer Angela Mennenga and Executive Services Manager Mona Shah were also present. Chief Executive Officer Daniel Rex was absent.

BOARD OF DIRECTORS

1. The Board reviewed and unanimously voted to accept the agenda as presented.
2. The Board accepted the minutes from the April 16, 2019 Executive Committee Teleconference.

The 2018-2019 Executive Committee convened on April 16, 2019, with International President Lark Doley, DTM, presiding. The other officers present were: International President-Elect Deepak Menon, DTM; First Vice President Richard E. Peck, DTM; Second Vice President Margaret Page, DTM; and Chief Executive Officer Daniel Rex. Training and Development Manager Kate Rynerson-Wingrove, Secretary-Treasurer Angela Mennenga and Executive Services Manager Mona Shah were also present. Immediate Past International President Balraj Arunasalam, DTM was absent.

1. The Committee received an update on the organizational performance.
2. The Committee received an update on the following Board committees: District Leader Success Plans Committee, Club Leadership Roles and Responsibilities Committee, and District Fiscal Effectiveness Committee.
3. The Committee considered changes to Protocol 7.1: District Events, related to Club Officer Training. The Committee did not reach a consensus and asked World Headquarters to present another draft at a future date.
4. The Committee reviewed an informational document related to updating the Speechcraft program. The Committee acknowledged the planning and thinking of World Headquarters while developing the plan and beginning its execution.

BOARD OF DIRECTORS

3. RESTRICTED



4. In accordance with the California Nonprofit Integrity Act (NIA) of 2004, the Board reviewed and discussed the 2018 audit. The Board was satisfied that the financial affairs of the corporation were in order and voted to adopt the Audit Committee's recommendations as presented in the April 12, 2019, minutes (attached).

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

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."

A handwritten signature in black ink, reading "Angela Mennenga". The signature is written in a cursive, flowing style.

Angela Mennenga
Acting Secretary-Treasurer

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



**Minutes of the 2018–2019 Audit Committee Teleconference Meeting
April 12, 2019**

The 2018–2019 Audit Committee met at 2 p.m. Mountain Time on April 12, 2019, with Audit Committee Chair Tim Keck, DTM, PIP presiding. Also present were Co-Chair Jana Barnhill, DTM, PIP; Chief Financial Officer John Bond; Controller Margaret Yamamoto; and Squar Milner Audit Partner Allen Goh, Audit Manager Erik Peterson, and Audit Senior Kevin Rhode.

Each year, an independent auditing firm selected by Toastmasters International, audits the organization's financial statements. The Committee reviewed and discussed the draft 2018 audited financial statements and the related Management Report prepared by Squar Milner.

In accordance with the California Nonprofit Integrity Act (NIA) of 2004, the Committee conferred with Squar Milner, satisfied itself that the financial affairs of Toastmasters International were in order, and determined to accept the financial audit by unanimous consent during the meeting on April 12, 2019.

Angela Mennenga
Acting Secretary-Treasurer

Distribution: Board of Directors
Nonprofit General Counsel
Chief Executive Officer
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