



**Minutes of the 2019-2020 Board of Directors Meeting
Denver, Colorado, United States
August 25-26, 2019**

The 2019-2020 Toastmasters International Board of Directors met on August 25-26, 2019, with International President Deepak Menon, DTM, presiding. The other officers and directors present were: Richard E. Peck, DTM; Margaret Page, DTM; Matt Kinsey, DTM; Lark Doley, DTM; Sudha Balajee, DTM; John Lesko, DTM; Joan Lewis, DTM; Anthony Longley, DTM; Larry J. Marik, DTM; Stefano McGhee, DTM; TK O'Geary, DTM; Carol Prahinski, DTM; Mohamad A. Qayoom, DTM; Aletta Rochat, DTM; Naomi Takeuchi, DTM; David Templeman, DTM; Tuire Vuolasvirta, DTM; Susan Zhou, DTM; and Chief Executive Officer Daniel Rex. Chief Financial Officer John Bond, Chief Information Officer Sam Farajian, Chief Member Engagement and Support Officer Darci Maenpa, Secretary Angela Mennenga, and Executive Services Manager Mona Shah were also present. No Board members were absent.

BOARD OF DIRECTORS

1. The Board reviewed and accepted the agenda as presented.
2. Pursuant to Article VI: Officers, Section 7 and 8, and Policy 11.9: Secretary-Treasurer, the Board appointed Angela Mennenga to serve as Secretary and John Bond to serve as Treasurer of the corporation for the 2019-2020 program year.
3. An orientation session for the 2019-2020 Board of Directors was conducted and included topics such as:
 - a. The Board's role, responsibilities and expectations
 - b. District visit purpose and responsibilities
 - c. Individual board member mentoring and development
 - d. An overview of other committees and their roles

The sessions were facilitated by members of the Executive Committee and the Chief Executive Officer of Tecker International, Paul Meyer.

4. **HIGHLY CONFIDENTIAL**
5. The Board discussed a proposed modification to Policy 10.0: Region Advisors (attached) that would allow no fewer than eight (8) members to serve on the Region Advisor (RA) Selection Committee. The Board adopted the proposed modification, effective immediately.

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 fluid and cursive, with the first letter of each word being capitalized and prominent.

Angela Mennenga
Secretary

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

Region Advisors

1. Region Advisor (RA) Selection Committee

- A. The RA Selection Committee is composed of:
 - I. One (1) International Officer, who serves as chair, appointed by the International President.
 - II. At least two (2) International Directors appointed by the International President. Each member will serve a two-year term when practicable. For each year, one (1) member will be a first-year International Director and one (1) will be a second-year International Director.
 - III. No **fewer more** than eight (8) members representing a combination of past RAs or Past International Directors appointed by the International President-Elect with the approval of the Executive Committee. Potential committee members may either self-identify or be identified by the International President-Elect.
 - a. District leader evaluations of each RAs service are used when selecting past RAs to serve on the committee.
 - b. Past RAs serving on the RA Selection Committee are required to follow the confidentiality standards of the Board of Directors.

2. Selection

- A. Each year, the Board of Directors appoints RAs after considering applicants recommended by the RA Selection Committee.
 - I. The Committee recommends one (1) RA for regions with eight (8) or fewer Districts.
 - II. The Committee recommends two (2) RAs for regions with nine (9) or more Districts. The Committee recommends District assignments to RAs.
 - III. The Committee may recommend the appointment of an additional RA for any region in order to meet region-specific needs and further the interests of Toastmasters International.
- B. Individuals who apply for or who are selected to be RAs are paid members who have served 12 months as Immediate Past District Director (IPDD), 12 months as District Director (DD) and who have served 12 months in one (1) of the following two (2) roles: Program Quality Director (PQD) or Club Growth Director (CGD).
- C. Individuals for whom an International Officer or Director Letter of Intent is on file at World Headquarters may not apply for or be selected as an RA.

D. Applicant Assessment

- I. Each RA applicant's competencies will be assessed by leaders whose dues are paid and who served with them in previous Toastmasters roles. The assessment will be administered by a professional assessment firm after the application process has closed. The results will be provided to the RA Selection Committee and to each respective applicant. Applicants must, before receiving the assessment results, agree in writing to keep them completely confidential.
- II. The RA Selection Committee Chair may discuss applicants and assessment results as appropriate with the Board of Directors, International Leadership Committee Chair and Chief Executive Officer.
- III. The assessment tool is sent to:
 - a. The International Director, RA, PQD, CGD, IPDD, District Finance Manager, District Administration Manager, District Public Relations Manager, Division Directors, and Area Directors who served while the applicant was DD.
 - b. The International Director, RA, DD, CGD, IPDD, District Finance Manager, District Administration Manager, District Public Relations Manager, Division Directors, and Area Directors who served while the applicant was PQD.
 - c. The International Director, RA, DD, PQD, IPDD, District Finance Manager, District Administration Manager, District Public Relations Manager, Division Directors, and Area Directors who served while the applicant was CGD.
 - d. The DD, PQD, CGD and public relations managers of districts the applicant served as an RA.
 - e. The international officers and directors who served while the applicant was international officer and/or director.
 - f. The current DD, PQD, and CGD of the applicant's home district.
 - g. The applicant.

3. Position

- A. RAs support District leaders in their efforts to fulfill the District mission. Specifically, the RA:
 - I. Provides marketing support and expertise that expands the Districts' capacity to grow clubs and grow membership.
 - II. Leverages their experience and success as a Toastmasters leader to help the District Directors, Program Quality Directors, and Club Growth Directors develop as leaders, identify future leaders and create a

succession plan.

- III. Coaches the District leaders to achievement by assessing each District Success Plan and mentoring to optimize individual performance.
 - IV. Establishes a trusting relationship through frequent and consistent communication.
- B. RAs report to the International President through World Headquarters. RAs provide monthly reporting to the International President using a format provided by World Headquarters.
 - C. RA vacancies are filled by the International President, with ratification by the Executive Committee, to complete the remainder of the term. The International President may grant a temporary leave of absence in appropriate circumstances.

4. Term of Service

- A. The RA term lasts for 15 months: April 1 through June 30 of the following year. RAs must apply for each term and may serve no more than two (2) consecutive terms. There is no limit on nonconsecutive terms.
- B. An RA may not campaign for, be elected to, or be appointed to any District office or role while serving as an RA.
- C. An RA may not be, or campaign on behalf of, an International Officer or Director candidate while serving as an RA. An RA may not stand for election at the Annual Business Meeting in the same year in which their RA term ends.
- D. An RA may resign in writing to the Chief Executive Officer or the International President.
- E. An RA may be removed from service at any time, with or without cause, by the Executive Committee.