



Minutes of the 2019-2020 Board of Directors Teleconference July 29, 2020

The 2019-2020 Toastmasters International Board of Directors convened July 29, 2020, with International President Deepak Menon, DTM, presiding. The officers and directors present were: Richard E. Peck, DTM; Margaret Page, DTM; Matt Kinsey, DTM; Lark Doley, DTM; Sal Asad, DTM; Sudha Balajee, DTM; Joan T. Lewis, DTM; Anthony J. Longley, DTM; Larry Marik, DTM; TK O'Geary, DTM; Carol Prahinski, DTM; Mohamad A. Qayoom, DTM; Aletta Rochat, DTM; Naomi Takeuchi, DTM; David Templeman, DTM; Tuire Vuolasvirta, DTM; International Director Susan Zhou, DTM; and Chief Executive Officer Daniel Rex. Chief Digital and Information Officer Sam Farajian, Chief Financial Officer John Bond, Marketing Communications Director John Lurquin, Club Quality and Member Support Director Danielle Mitchell, District Growth and Support Director Jonathan Lam, Training Director Kate Wingrove, Secretary Angela Mennenga, Executive Services Manager Mona Shah, Records Management Administrator Kristen Kyriazis, Executive Services Coordinator Keith Shaller were also present. International Director Stefano McGhee was absent.

1. The Board reviewed and accepted the agenda as presented.
2. The Board received the report of the Policy Review Committee as presented by Second Vice President Kinsey and International Directors Takeuchi, Prahinski, Qayoom, and Lewis.

The Policy Review Committee was assigned the responsibility of reviewing policy recommendations received from a variety of sources to reduce the time spent in crafting and editing policy language during Board meetings.

Third-Party Gift Cards

To protect Toastmasters' nonprofit tax status, proposed amendments to Protocol 8.4: District Fiscal Management, Section 8: Other District Expenses (attached), were adopted by the joint authority of the International President and the Chief Executive Officer with the concurrence of the International President-Elect. The purchase and/or use of third-party gift cards, or other cash equivalents, are no longer acceptable as use for incentives.

Candidate Interview Scheduling

In an effort to assist District leaders schedule interviews with International Director candidates, Toastmasters International will provide a scheduling application that candidates may choose to use. World Headquarters staff will ensure that the application is provided by no later than April 22 for ILC-nominated candidates and within seven (7) days for non-ILC candidates. Candidates will be responsible for the configuration and maintenance of their individual calendars.

The Board adopted proposed amendments to Policy 9.1: International Campaigns and Elections (attached), effective September 1, 2020.



Online Motions

The committee presented a new set of procedures for conducting business online, as Robert's Rules is largely silent on how to address motions made in an online format. The Board directed the committee to continue to further develop and present at the August Board meeting.

Policy Violations Quick Reference Guide

The Board voted to introduce a new document to assist club and District leaders to properly address alleged policy violations in a confidential, efficient, and effective manner. The Policy Violations Quick Reference Guide would address frequent questions regarding alleged violations at the club, District, and international levels in an effort to assist leaders and members navigate the process and issues that may potentially arise during their Toastmasters journey. The guide will be released later this year. The International President and Chief Executive Officer with the concurrence of the International President-Elect adopted the Policy Violations Quick Reference Guide as a part of Protocol 3.0: Ethics and Conduct (attached).

The International President and Chief Executive Officer with the concurrence of the International President-Elect adopted the proposed amendments to Protocol 3.0: Ethics and Conduct (attached) creating a new section for addressing the violation structure for disciplinary matters involving Region Advisors.

The Board voted to adopt the proposed amendments to District Administrative Bylaws X (attached), and Policy 6.1: Accredited Speaker Program (attached) to replace the word "virtual" and its derivatives with "online" when referring to a meeting, effective September 1, 2020. Amendments to Protocol 3.0: Ethics and Conduct (attached) and Protocol 7.1: District Events (attached) were adopted by the International President and Chief Executive Officer with the concurrence of the International President-Elect.

Online Clubs and District Leader Qualifications

The committee will present this portion of the report during the August 2020 Board meeting.

The Board voted to adopt the Committee's report, as presented.

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

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" or "highly confidential."

A handwritten signature in black ink, reading "Angela Mennenga". The signature is written in a cursive style with a large initial 'A'.

Angela Mennenga



Secretary

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

District Fiscal Management

1. District Funds

A. District funds are to be used to support the District mission. District officers are required to use funds effectively according to the District Success Plan, as well as Toastmasters Policy and Protocol. Expenses shall be incurred according to the following priorities:

- I. Education and Training
- II. Marketing outside Toastmasters
- III. Club growth and club retention
- IV. Membership growth and membership retention
- V. District communication and public relations

While the above five categories are considered the highest priority, the following expense categories are also considered important to the District mission; however, the level of priority for the categories below is not strictly mandated and may be determined on an annual basis by the District:

- Recognition
- Travel and lodging
- Food and meals
- Speech contests conducted by the District
- Administration and District meetings

- B. District funds may be used for the International Convention and Mid-Year Training, but shall not be used for other events or meetings outside the District. District funds will not be used for membership payments, or club dues or fees. District funds may not be donated to any charitable fund, including the Ralph C. Smedley Memorial Fund®.
- C. Any noncompliance with regard to District fund usage may result in possible disciplinary actions and/or the withholding of District funds and reimbursements.

2. District Financial Records

- A. All District funds, bank statements, canceled checks, and other financial records are the property of the District and of Toastmasters International.
- B. Such funds and records are delivered to the new District Finance Manager or new District Director no later than July 1 of the new District program year under Article XII, Section (b) of the District Administrative Bylaws.
- C. The outgoing District Finance Manager and the outgoing District Director retain copies of any records necessary to complete the District year-end audit. Any funds, statements, or other financial documents received after July 1 are given immediately to the new District Finance Manager or new District Director.

3. District Reserve Account

- A. At the end of the program year, the District reserve account balance shall remain equal to or greater than 25% of that District's membership dues income for the prior year. This amount shall be referred to as the Required Retention. If the Required Retention is not met in a particular year, the deficit shall be included in the subsequent year's budget, or otherwise agreed upon with the Chief Executive Officer, to allow the District to regain compliance.
- B. If the District reserve exceeds 1.25 times the Required Retention at the end of the program year, 50% of that amount shall be reduced from the District reserve and reallocated to Toastmasters International for purposes related to the organization's mission.
- C. District reserve accounts are only available for funds requisitions or supply orders when the following requirements have been fulfilled:
 - I. A list of all elected and appointed District leaders (along with their signed Officer Agreement and Release Statements), the District signature form for withdrawal of District funds, a bank-provided list of authorized signers for all District accounts, a calendar of District events for the year, and the alignment of clubs into Areas and Divisions are received at World Headquarters by July 15.
 - II. The year-end audit for the preceding District year and financial records for January 1 through June 30 are received at World Headquarters by August 31.
 - III. The District budget is received at World Headquarters by September 30.
 - IV. The Profit and Loss Statement for the period of July 1 through September 30 is received at World Headquarters by October 31.
 - V. The mid-year audit and financial records for the period of July 1 through December 31 are received at World Headquarters by February 15.
 - VI. The Profit and Loss Statement for the period of July 1 through March 31 is received at World Headquarters by April 30.
 - VII. A list of assets must be signed by the Immediate Past District Director and current District Director and submitted to World Headquarters by August 31 of each year.
 - VIII. Account reconciliations must be completed in the online District accounting system within 30 days of each month end.

4. Financial Controls

- A. The financial duties of District officers and other financial controls are set forth in Articles III, VIII, IX, XI, and XII of the District Administrative Bylaws.
- B. The annual District Membership Dues Allocation shall be budgeted to equal the actual prior year's District Membership Dues Allocation, or an amount otherwise approved by the Chief Executive Officer.
- C. A budgeted loss, whereby budgeted expenses exceed budgeted revenues, is

not permitted.

- D. District checks must be signed by the District Director and District Finance Manager. Checks made payable to the District Director or District Finance Manager must be signed or approved in advance in writing by the Program Quality Director or Club Growth Director. Alternate signers are permissible only if approved by the Toastmasters International Executive Committee.
- E. If District account signers are cohabitants, spouses, children, grandchildren, siblings, and/or spouses of their children, grandchildren, and siblings, their signatures or approvals must always be countersigned or approved by another approved signer who is not one (1) of the above.
- F. The District Profit and Loss Statement must be provided at each District Executive Committee and District Council meeting.
- G. Within 30 days of the relevant month end, the District Finance Manager must submit the District Profit and Loss Statement, with narrative explanations:
 - monthly, to the District Director, Program Quality Director, and Club Growth Director; and
 - quarterly, to World Headquarters.

On receipt of these documents, the aforementioned directors shall review them for accuracy and discuss any variance. Concerns or questions should be raised directly with the District Finance Manager within 30 days of receipt or as soon as the director becomes aware.

- H. All District expenses must be supported by receipts or documentation and be allocated to a budget line item at the time the expense is incurred.
- I. All expense reimbursement claims must be approved by the District Director, apart from those submitted by the District Director. The District Director's reimbursement claims must be approved by the Program Quality Director or Club Growth Director.
- J. A single expenditure in excess of \$500 USD must be authorized in advance in writing by both the District Director and the Program Quality Director or Club Growth Director.
- K. Itemized point-of-sale receipts are required for all reimbursements. Credit card statements and bank statements are not receipts. When no receipt is available, a detailed explanation of the expenditure is required to be considered for reimbursement. Mileage reimbursements require documentation consisting of the travel date, distance, and travel purpose.
- L. Reimbursement requests must be made within 60 days of incurring the expense and by July 31 for expenses incurred in June. Districts must reimburse requestors within 30 days after receipt of an authorized reimbursement request.
- M. Commingling of District funds with funds in personal accounts, club accounts, or any other accounts is prohibited.
- N. All District bank accounts and funds are included in the District budget, including any accounts held at the Division, Area, and conference level.

5. District Budget

- A. The District Director, Program Quality Director, Club Growth Director, and District Finance Manager prepare the District budget between June 1 and August 31.
- B. Before signing, the District Finance Manager will send the proposed budget to WHQ for initial review. The District Director, Program Quality Director, Club Growth Director, and District Finance Manager must sign the reviewed District budget by September 30, certifying that they have participated in the preparation of the budget.
- C. Under Article XI, Section (a) of the District Administrative Bylaws, the District Executive Committee gives preliminary approval to the District budget. The District Director submits the budget to World Headquarters between September 1 and September 30.
- D. The District Director must distribute copies of the budget prior to the District Council meeting.
- E. By September 30, at the District Council meeting, the District Finance Manager or another member of the District Executive Committee presents the District budget for approval.
- F. A District's budget must align with the District Success Plan.
- G. District budget expenses shall be limited as follows:

Category of Expenses	Nature of Expenses	Limit (<i>% of District Membership Dues Allocation</i>)
Education and Training	Training club officers Training District, Division, and Area Directors Training club sponsors, mentors, and coaches Educational workshops	max. 15%
Marketing outside Toastmasters	Marketing the Toastmasters program outside the organization	min. 5%, max. 10% (may be exceeded with prior approval from the Chief Executive Officer)
Club Growth	Building new clubs Rebuilding clubs Membership growth Membership retention Club coaching	max. 15%
Public Relations	Internal and external communications Public relations within the District	max. 10%

Recognition	Acknowledge and honor District, Division, Area, club, and member achievement	max. 20%
Travel	Reimbursement of travel-related expenses incurred by members of the District Executive Committee, keynote speakers, and members in the course of their District-approved duties	max. 25% (may be exceeded with prior approval from the Chief Executive Officer)
Lodging	Reimbursement of lodging-related expenses incurred by members of the District Executive Committee, keynote speakers, and members in the course of their District-approved duties	max. 15%
Food and Meals	Any food items purchased, as approved by the District	max. 15%
Speech Contests	Expenses incurred in support of District-, Division-, and Area-level speech contests	max. 5%
Administration	Items related to the general upkeep of the District and facilitation of District officers' duties	max. 10%

The following items must necessarily break even or turn a profit (revenue earned must be equal to or greater than expenses incurred):

- Annual Conference
- District Store
- Fundraising

Any shortfall or deficit in these three items will be made up by the deduction of the loss from the following year's District Membership Dues Allocation, unless otherwise exempted by the Chief Executive Officer.

Districts may request a one-year increase in the maximum limit for the categories of travel and marketing outside Toastmasters. The Chief Executive Officer will only approve the request if it is determined that the increase is the best solution to support the District mission.

6. District Audit

- A. The Audit Committee's composition, functions, and deadlines are described in Article XI, Section (c) of the District Administrative Bylaws.
- B. Between July 1 and November 1, the District Director appoints a District Audit Committee prior to the mid-year audit.
- C. The mid-year audit accounts for all District financial transactions between July 1 and December 31. Between January 1 and January 31, the District Finance Manager provides documents and financial records for the mid-year audit

period to the District Audit Committee.

- D. The year-end audit accounts for all District financial transactions between July 1 and June 30. Between July 1 and August 15 of the new program year, the District Finance Manager provides documents and financial records for the year-end audit period to the District Audit Committee.
- E. The above-noted audit documents and financial records include:
 - I. The District Profit and Loss Statement, including all District income and expenses
 - II. All District bank statements and District reserve statements, including those held at the Division, Area, and conference levels
 - III. Statements of outstanding liabilities and obligations, accruals, and fixed assets
 - IV. Financial records and supporting documentation associated with District finances, including but not limited to cancelled checks, paid invoices, cash receipts, and disbursement journals.
- F. The District Audit Committee presents the mid-year audit report to the District Executive Committee by February 15. Once presented to the District Executive Committee, the mid-year audit report and financial records will be submitted by the District Audit Committee or District Finance Manager to World Headquarters by February 15. The District Audit Committee or the District Executive Committee then present the mid-year audit report at the District Council meeting, distributed four weeks prior to the meeting.
- G. The District Audit Committee presents the year-end audit report to the District Executive Committee by August 31. Once presented to the District Executive Committee, the year-end audit report and financial records will be submitted by the District Audit Committee or District Finance Manager to World Headquarters by August 31. By September 30, the District Audit Committee or District Executive Committee present the year-end audit report at the District Council meeting, distributed prior to the meeting.

7. Electronic Payments, Cash Advances, and Debit Cards

- A. Checks, debit cards, electronic funds transfers or similar forms of payment are used for District obligations.
- B. Debit cards may be used as a method of payment for District obligations. Only the District Director or District Finance Manager may use such cards. Payments made by the District Director must be authorized in advance in writing by the District Finance Manager and Program Quality Director or Club Growth Director. Payments made by the District Finance Manager must be authorized in advance in writing by the District Director and Program Quality Director or Club Growth Director.
- C. Where payment by check or debit card is not possible, electronic funds transfer or other similar forms of payments may be used. These types of transactions may only be conducted when approved in advance by the Chief Executive Officer.

- D. Cash advances for budgeted District expenses (limit \$100 USD) may be extended so that members need not spend personal funds on behalf of the District.

All advances must have prior written approval from the District Director and District Finance Manager, or Program Quality Director or Club Growth Director and District Finance Manager if the advance is for the District Director. Receipts must be submitted to the District Finance Manager and the advance reconciled within five (5) business days.

8. Other District Expenses

Toastmasters International's nonprofit, tax-exempt status depends upon devoting the organization's resources to its educational and charitable mission. Districts periodically incur non-routine expenses that must be appropriately managed to preserve this status.

Expenses that are essentially personal gifts must provide no more than "incidental private benefit" and must have a reasonable relationship to activities that directly support the mission. Examples are tokens of appreciation, expressions of sympathy and modest incentives. These items are appropriate if they promote goodwill and a positive atmosphere for the delivery of the Toastmasters program, but must never be lavish or excessive. **Cash and cash equivalents, including but not limited to non-Toastmasters gift certificates, gift cards, or any other stored-value products, are not permitted.**

The following examples are representative of non-routine expenses, but are not all-inclusive.

Category	Examples
Tokens of Appreciation	<ul style="list-style-type: none">• Thank You cards• Flowers up to \$25 USD• Toastmasters gift certificates• Toastmasters products• Gifts up to \$25 USD
Expressions of Sympathy	<ul style="list-style-type: none">• Sympathy cards• Flowers up to \$25 USD
Incentives	<ul style="list-style-type: none">• Toastmasters products• Toastmasters gift certificates• Registration (i.e. Conference, TLI)

International Campaigns and Elections

1. Schedule

Date	Action
September 1	Call for candidate declarations.
October 1	Deadline for International Officer and Director candidates to declare intent.
October 15	Officer and Director Candidate Assessment conducted for declared candidates. Subsequent assessments shall be conducted for candidates sought by the ILC.
April 15	ILC announces International Officer and Director candidates by this date, when practicable. Floor candidates, who have completed the ILC evaluation process, for Officer or Director positions may declare intent after ILC results have been announced.
At least 60 days prior to Annual Business Meeting	ILC nominations are published in the <i>Toastmaster</i> magazine and on the Toastmasters International website.

2. International Leadership Committee

- A. The International Leadership Committee (ILC) is defined and described in Article VII, Section 3, nominations are governed by Article VIII, and elections are governed by Article IX, of the Bylaws of Toastmasters International.
- B. The ILC evaluates the organization’s internal leadership development program and provides recommendations for improvement to the Executive Committee.
- C. ILC members are appointed by the International President-Elect in February for a term of service beginning in August of the same year. International Officers and Directors may recommend appointees.
- D. Three (3) members of the ILC are Past International Presidents:
 - I. The Past International President whose term as International President was completed two (2) terms prior to the February appointment serves as chair for one (1) year.
 - II. The Past International President whose term as International President was completed the term prior to the February appointment serves as co-chair for one (1) year and chair the following year.
 - III. One (1) additional Past International President is appointed by the International President-Elect to serve as a committee member for one (1) year.
- E. Vacancies in offices held by Past International Presidents may be filled by any Past International President, except by the Immediate Past International President.
- F. One (1) member from each region serves a two-year term on the ILC. The committee member shall represent the geographic region for which they were appointed and

shall be considered unchanged notwithstanding any change of residence or boundary revision made during the two-year term. The member is a Past International Director or, if a Past International Director who is willing and able to serve cannot reasonably be found, a Past District Director from that region may serve.

- G. Subject to Executive Committee approval, the International President-Elect may remove a committee member (the Executive Committee may also remove a committee member), grant a committee member a leave of absence, and fill a vacancy.
- H. Region Advisors, District leaders (including the Immediate Past District Director), and campaign managers or other lead members of an International Officer or Director candidate campaign team do not serve on the committee.
- I. A committee member may not be a candidate for international office for one (1) year after leaving the ILC nor serve two (2) consecutive terms.
- J. Committee members may be reappointed only after a two-year absence from the committee, with the exception that a vacancy of one (1) year or less may be filled by a committee member whose full term expired within the prior two (2) years.
- K. The ILC nominates at least one (1) and no more than two (2) candidates for International President-Elect, First Vice President, and International President if there is no one to succeed to that position.
- L. The ILC nominates at least two (2) candidates for Second Vice President.
- M. The ILC nominates at least two (2) candidates for the open International Director positions with the exception that one (1) candidate may be nominated if another willing and able candidate cannot reasonably be found.
- N. The chair of the ILC has the following duties and responsibilities:
 - I. The chair schedules committee meetings; orients new committee members; develops and communicates meeting agendas and the meeting calendar; sets expectations for communication among committee members; and ensures that committee activities are carried out in a timely and appropriate way.
 - II. The chair organizes communication with candidates, ensures candidates are given full and fair consideration, and develops the timetable and expectations for candidate interviews.
 - III. The ILC Chair upholds leadership attributes and provides feedback to the Executive Committee, through the International President, regarding the ILC process and leadership development.
- O. ILC members are fair and open-minded.
 - I. Committee members with a conflict of interest, such as a business or personal relationship with a candidate that creates a reasonable doubt as to the ability of the committee member to be impartial, must declare to the chair or co-chair as

soon as the conflict is identified. They must also abstain from discussion and voting regarding that candidate in context of the Committee. In the event that the chair or co-chair has a conflict of interest, as specified above, the chair or co-chair must submit their resignation to the International President-Elect as soon as the conflict is identified.

- II. Their responsibilities are to actively participate in meetings, keep all committee discussions and information confidential, study candidate materials, review assessment results, conduct candidate interviews, review Policy violations by candidates, listen to reports from other committee members, make informed decisions, suggest or recruit qualified candidates until nominations are announced, and seek ways to improve leadership development.
- III. ILC members request reimbursement for telephone calls or other reasonable expenses within 30 days after the end of their term.
- P. International Officer and Director candidates may be self-declared candidates. The committee may receive names of qualified candidates or seek them out.
- Q. If a nominated candidate withdraws, the committee may nominate a replacement.

3. Candidate Assessment

- A. Each year the ILC Chair solicits feedback about International Officer and Director candidates from ILC members and Board Members.
- B. Each International Officer Director candidate'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 each November by a professional assessment firm.
 - I. All candidates must complete a self-assessment on or before a date determined by the ILC Chair. Candidates who do not comply with this requirement will not be evaluated by the ILC.
 - II. An assessment will be administered each time a candidate is considered for any role.
 - III. The results will be provided to the ILC and each respective candidate. Candidates must, before receiving the assessment results, sign a confidentiality form, agreeing in writing to keep them completely confidential.

Candidates may designate up to three (3) individuals to also receive their assessment results. Candidates may not share their results with these individuals directly. World Headquarters will provide any individual designated by a candidate with a confidentiality form. Once World Headquarters has received a signed form from the individual, the results will be provided to that individual directly.

- IV. Breaches of assessment confidentiality by anyone are subject to appropriate disciplinary action as a level-three campaign violation.

- V. The ILC Chair may discuss candidates and assessment results as appropriate with the chair of the Region Advisor Selection Committee and Chief Executive Officer.
- C. For Second Vice President candidates, the assessment tool is sent to:
 - I. International Officers who served while the candidate was an International Director
 - II. International Directors who served while the candidate was an International Director
 - III. The Region Advisor(s) from the same region who served while the candidate was an International Director
 - IV. The candidate
 - D. For First Vice President and International President-Elect candidates, the assessment tool is sent to:
 - I. International Officers who served while the candidate was an International Officer and International Director.
 - II. International Directors who served while the candidate was an International Officer and International Director.
 - III. The Region Advisor(s) from the same region who served while the candidate was an International Director.
 - IV. The candidate.
 - E. For International Director candidates, the assessment tool is sent to:
 - I. The Region Advisor, International Director, Program Quality Director (PQD), Club Growth Director (CGD), Immediate Past District Director (IPDD), District Finance Manager, District Administration Manager, District Public Relations Manager, and Division Directors who served while the candidate was District Director (DD).
 - II. The Region Advisor, the International Director, DD, CGD, IPDD, District Finance Manager, District Administration Manager, District Public Relations Manager, and Division Directors who served while the candidate was PQD.
 - III. The Region Advisor, the International Director, DD, PQD, IPDD, District Finance Manager, District Administration Manager, District Public Relations Manager, and Division Directors who served while the candidate was CGD.
 - IV. The District Directors, Program Quality Directors, and Club Growth Directors who served in the region while the candidate was a Region Advisor.
 - V. The current District Director, Program Quality Director, and Club Growth Director of the candidate's home district.

VI. The candidate.

4. Nominee Selection

- A. Candidate interviews follow the timing, quantity, and schedule determined by the chair. Interviews are based on consistent interview questions developed by the committee.
- B. Candidates must maintain confidentiality of all ILC interview questions and discussions until the release of the International Officer and Director ILC nominations on the Toastmasters International website.
- C. Committee members take into account assessment results, interviews, input from current and past leaders and other Toastmasters members, candidate materials during their selection process, and Policy violations by candidates.
- D. Each ILC member votes to nominate one (1) candidate for International President-Elect, First Vice President, and International President (if necessary) and two (2) different candidates for Second Vice President.
- E. If at least one-third of the committee members requests that a second or third candidate be nominated, each committee member may vote for as many candidates as are nominated.
- F. Committee member votes are confirmed in writing.
- G. To be nominated, a candidate must receive votes from at least a majority of the committee members.
- H. The chair participates in discussions about candidates and votes for each nomination.

5. Nomination Results

- A. Once the candidates have been selected for nomination, the chair or a co-chair notifies nominated candidates and confirms their acceptance of the nomination. Candidates must verify their acceptance in writing to the chair.
- B. Candidates may not run for, be elected to, or appointed to any District-level (including Area and Division) role or apply for, or be selected as, a Region Advisor after being nominated by the ILC.
- C. The chair or a co-chair notifies candidates who are not nominated and provides specific feedback related to the competencies required to be a nominated International Officer or Director. The chair or a co-chair may provide feedback to nominated candidates upon request.
- D. All other candidate interview information is confidential, and the entire deliberative process of the ILC is confidential. Breaches of ILC confidentiality by anyone are subject to appropriate disciplinary action.
- E. All documentation, files, and reports are kept by World Headquarters for five (5) years.

6. Announcement of Candidacy and Distribution of Campaign Materials

- A. International Officer and Director qualifications are defined in the Bylaws of Toastmasters International, Article IX, Section 2.
- B. Candidates may submit a Letter of Intent to World Headquarters confirming their intention to run for office, on or after September 1 of that election cycle. World Headquarters provides all Letters of Intent to the ILC Chair and Co-Chairs.
 - I. The ILC Chair and Co-Chairs review each Letter of Intent to evaluate potential conflicts of interest. The ILC, by a two-thirds vote of the Chair and Co-Chairs, may reject a Letter of Intent due to disclosed conflicts of interest. A conflict of interest is defined as an interest that might affect, or might reasonably appear to affect, the judgment or conduct of any potential International Officer or Director.
 - II. A Letter of Intent must be accepted by the ILC before a candidate may engage in public campaign activities.
 - III. By signing the Letter of Intent, the candidate acknowledges having read and understood the campaign policies and takes responsibility for the conduct of supporters. Furthermore, the candidate acknowledges that all actual, apparent, or potential conflicts of interest have been disclosed.
 - IV. A Letter of Intent, biographical information, and a photograph must be received at World Headquarters no later than October 1 for International Officer and Director candidates.
 - V. Once the ILC accepts a candidate's Letter of Intent, the candidate may not run for, apply to, be elected to, or appointed to any District-level (including Area and Division) role. Candidates serving in an elected or appointed District-level (including Area and Division) role must resign immediately. If candidates remove themselves from the ILC evaluation process, or are not nominated by the ILC and choose not to continue as a candidate, they are eligible to serve in a District-level (including Area and Division) role.
 - VI. After the ILC accepts a candidate's Letter of Intent, the candidate will be provided contact information of the Board, current and past Region Advisors, Past International Presidents, Past International Directors, Immediate Past District Directors, District Directors, Program Quality Directors, and Club Growth Directors. The contact information shall only be used for campaign purposes.
 - VII. Candidates must provide World Headquarters with a copy of or link to all distributed or published campaign materials upon or before delivery.
- C. Eligible candidates who have not been nominated by the ILC may run from the floor at the Annual Business Meeting as defined in the Bylaws of Toastmasters International, Article VIII, Section 3.
 - I. A Letter of Intent for the candidate must be on file with World Headquarters.
 - II. If a Letter of Intent for a floor candidate is on file, a competing nominated candidate shall be considered opposed.

7. International Candidate Campaigning

- A. Candidates for Second Vice President and International Director may only visit clubs, Districts, and District leaders within their declared home region.
- B. Candidates may produce, distribute, post, and make available for download educational and/or informational print, audio, video, and electronic materials, but may not play them at District conferences or at the International Convention. Only the candidate and the candidate's representatives may distribute such materials. Candidates may not produce or distribute any campaign items (such as, but not limited to, buttons, pins, USB drives, apparel, and gifts).
- C. A candidate may use Toastmasters trademarks on campaign materials and websites, only after the candidate's Letter of Intent and biographical information has been received by World Headquarters. Use of the trademarks on any other items requires the written permission of the Chief Executive Officer.
- D. Unsolicited subscriptions to information by or about a candidate are not permitted.
- E. District publications and websites that include information written by or about candidates must not be distributed beyond their regular distribution list. District publications and websites may not contain advertisements about candidates and may not contain articles or notices about candidates from outside the District.
- F. Candidates shall only send campaign messaging that articulates the candidate's qualifications, vision for the organization, and strategies to accomplish that vision. This messaging may be sent in writing or delivered verbally.
 - I. Campaign Messaging Recipients are current Board members, current and past Region Advisors, Past International Presidents, Past International Directors, Immediate Past District Directors, District Directors, Program Quality Directors, and Club Growth Directors. Candidates may not send campaign messaging to club officers and District leaders other than those specified here.
- G. Candidates may use a scheduling software provided by World Headquarters, or one of their own choosing.**
 - I. Candidates choosing to make use of the software provided by World Headquarters will receive access information and instructions:**
 - a. No later than April 22 for ILC nominated candidates, or**
 - b. Within seven (7) days after notice to Toastmasters International of an intent to run from the floor by candidates who were not nominated by the ILC.**
 - II. Candidates who are not using the software provided by World Headquarters must inform World Headquarters of the software they are using.**
 - III. Floor candidates must be identified as such in any scheduling software the candidate chooses to use.**

- IV. Candidates are responsible for managing the operation of their calendars, including, but not limited to:**
 - a. Setting up their schedule**
 - b. Providing Campaign Messaging Recipients with the link to the candidate's calendar**
 - c. Scheduling, cancelling, and/or rescheduling of appointments**

- V. The following types of communications are not considered campaign communications. These communications may contain links to a candidate's website and/or campaign social media profiles, but must not contain campaign materials or messages.**
 - a. Confirmation or cancellation of an appointment**
 - b. Confirmation of appointment details**
 - c. A reminder of an appointment**
 - d. Rescheduling an appointment**

G H. Candidates shall only use the following types of campaign communications:

- I. Physical Mailing: any tangible item that is sent by the candidate or on the candidate's behalf to a Campaign Messaging Recipient.
 - a. International Officer and Director candidates, for whom World Headquarters has a Letter of Intent on file, may send one (1) Physical Mailing after the ILC's nomination results have been posted on the Toastmasters International website.

- II. Electronic Mailing: any type of electronic message that is sent by the candidate or on the candidate's behalf to a Campaign Messaging Recipient.
 - a. International Officer and Director candidates, for whom World Headquarters has a Letter of Intent on file, may send one (1) Electronic Mailing after the ILC's nomination results have been posted on the Toastmasters International website.

- III. Voice/Video Conversation: any type of live communication that includes voice and/or video between a candidate or a candidate's representative and a Campaign Messaging Recipient. This shall occur only after the ILC's nomination results have been posted on the Toastmasters International website.
 - a. International Officer and Director candidates may conduct one (1) Voice/Video Conversation with each Campaign Messaging Recipient.
 - b. Candidates or their representatives may communicate with Campaign Messaging Recipients no more than two (2) times to set an appointment for a Voice/Video Conversation.

- c. No candidate for Second Vice President or International Director (nor their representatives) may initiate unsolicited communications to District Directors, Program Quality Directors, or Club Growth Directors outside the candidate's District during the month of June. Communications among campaign team members are permitted.
- IV. Presentation: any message delivered in person and/or by video by the candidate and/or a candidate's representative to a Campaign Messaging Recipient. A Presentation includes but is not limited to an educational session, keynote speech, or campaign speech.
 - a. International Officer candidates, or their representatives, shall not deliver a campaign speech at District events. Unopposed International Officer candidates may present an educational session and deliver a keynote speech. International Officer candidates may participate in other home District activities but may not serve in any District-level (including Area and Division) role.
 - b. International Director candidates, or their representatives, may deliver a presentation at District events (including Area and Division events) only within their region. Candidates shall receive equal opportunity, with allotted time defined by the District (Area and Division) Director. International Director candidates may participate in other home District activities but may not serve in any District-level (including Area and Division) role.
 - c. Communications by the District in connection with a candidate's presentation at a District conference and internal communications among campaign team members are not considered campaign communications.
- V. Electronic Campaign Places: any online location where a candidate creates a page or profile to self-promote for an International Officer or Director candidacy.
 - a. A Candidate Corner shall be included on the Toastmasters International website. Candidate information may include a photograph, profile, website address, email address, and telephone number for contact purposes. Candidate information will be placed on the Toastmasters International website Candidate Corner by November 1.
 - i. Information about International Officer and Director candidates who are sought by the ILC is placed on the website as soon as practicable after receipt of the information.
 - ii. Only nominated candidates as determined by the ILC remain on the Candidate Corner after the committee's report has been published on the Toastmasters International website.
 - iii. Floor candidates are not included in the Candidate Corner after the Committee's report has been published on the Toastmasters International website. Floor candidates have the same opportunities as nominated candidates with the exception of inclusion in the

Toastmaster magazine, the Candidate Corner on the Toastmasters International website and in the Candidate Brochure.

- b. A candidate's campaign website:
 - i. Must stand alone and have a unique URL each election cycle.
 - ii. A candidate may link or reference their website only on the website of the declared home club as stated on their Letter of Intent, the Candidate Corner on the Toastmasters International website, the candidate's campaign social media profiles, and in campaign communications made by the candidate.
 - iii. May include a blog with automatic notices and must have an opt-in/out option.
- c. A candidate's campaign social media profiles:
 - i. Are the only social media profiles the candidate may use to campaign.
 - ii. Must be separate from existing social media profiles that the candidate has.
 - iii. May contain reciprocal links to the candidate's other social media profiles and campaign website.
- d. Online and social media participation
 - i. Candidates are prohibited from participating in Toastmasters-related discussion groups on websites including social media sites using any profile.
 - ii. Candidates are prohibited from commenting on discussions or posts or from liking discussions or posts using their candidate campaign profiles.
- e. Candidates' campaign websites and campaign social media profiles must be removed within 10 days after:
 - i. The announcement by the ILC of nominated candidates if the candidate has not been nominated and has not informed Toastmasters International of an intent to run from the floor, or
 - ii. The Annual Business Meeting.

VI. Physical Campaign Places: any authorized location where a candidate's materials are displayed. Campaign materials may not be distributed at any other location. Candidates or their representatives are responsible for the delivery, set-up, and removal of materials.

- a. A Physical Campaign Place is provided to International Officer and Director candidates or their representatives at the Candidate Corner at the International Convention.
- b. Districts may provide a Physical Campaign Place to International Officer and Director candidates or their representatives at the Candidate Corner at District conferences and other District (including Area and Division) events.
- c. All International Officer and Director candidates or their representatives should be provided the same opportunity to participate in any Candidate Corner.
- d. No candidate or their representative may host a hospitality suite. A hospitality suite is defined as a location where refreshments are provided and attendance is open to any individual member.
 - i. A candidate may have a room for storing material and meeting with campaign team members, but the room may not be used for solicitation of votes.
 - ii. If at any event, there is a hospitality suite, no candidate or their representative, may give contributions or engage in political activities in the suite.

8. Campaign Team Members

- A. Candidates must provide a list of all campaign team members and those who provide services related to the candidate's campaign (paid or unpaid). Services include but are not limited to creating a website, verbal or written campaign coaching, and digital marketing. Individuals or companies that are providing services and wish to use the Toastmasters trademarks, must obtain prior written authorization from the Chief Executive Officer.
- B. Candidates are responsible for the acts and omissions of their campaign team members and those who provide services related to the candidate's campaign (paid or unpaid).
- C. Campaign team members and individuals who provide services to the candidate must follow the same rules as the candidate as defined in this policy, other governing documents, and the International Officer and Director Candidate Handbook (such as, but not limited to, not using personal social media profiles for campaigning, sending campaign communications at other times than permitted).
- D. Campaign team members and individuals who provide services to the candidate must sign and submit to World Headquarters an Acknowledgement of Campaign Responsibilities form prior to active service on the campaign team. Candidates must notify World Headquarters of any changes to their campaign team within 24 hours.

9. International Candidate Endorsements

- A. Photographs, audio, video, and electronic representations in all campaign material and displays, the candidate's website, and the candidate's campaign social media

profiles may be of the candidate only; no other persons are permitted. All quotes and testimonials in candidate campaign materials, displays, and on websites must have the written permission of those being quoted.

- B. District Directors, Program Quality Directors, Club Growth Directors, Region Advisors, and International Officers and Directors must not take any action to endorse or to officially support any International Officer or Director candidate, including with photographs or quotes, or by placing a candidate's name in nomination. They are permitted to complete the candidate assessment and respond to questions from the ILC.
- C. The spouse, partner, or any family member of any International Officer or Director may not take any action to endorse or to officially support other candidates, including with photographs or quotes, or by placing a candidate's name in nomination.

10. International Campaign Violations

- A. Candidates are responsible for ensuring campaign supporters are familiar with campaign Policies and understand that violation of Policy subjects candidates to ramifications:
 - I. A level-one violation is a correctable, minor infraction (for example: posting a photo of someone other than the candidate on the candidate's website)
 - a. The violation is investigated by the Chief Executive Officer. If the Chief Executive Officer cannot resolve the matter, it is turned over to the Executive Committee.
 - b. The candidate is educated and informed. When the matter is resolved, there are no further ramifications.
 - II. A level-two violation is one involving the election process or a continuing violation (for example: candidate makes a promise of future board action in exchange for votes)
 - a. The Executive Committee investigates a level-two violation or assigns the investigation to Chief Executive Officer.
 - b. An announcement of the violation is made prior to the election. This announcement occurs at an appropriate time and place as determined by the Executive Committee or on the Toastmasters International website. A letter of censure may be issued to the candidate by the Executive Committee.
 - III. A level-three violation is one of campaign ethics (for example: candidate actively promoting the violation of Toastmasters Bylaws, Policy or Protocol)
 - a. A level-three violation is investigated by the Executive Committee, which may delegate it to the Chief Executive Officer.
 - b. Ramifications may include any or all penalties for level-two violations, a request for the candidate to withdraw from the race, and, in the most

severe cases, removal from good standing or other disciplinary action which may disqualify the candidate.

- B. The Executive Committee's decisions are final. A candidate may not request that the Board modify or overturn the Executive Committee's decision, nor may the candidate contact Board Members for the purpose of appealing that decision.

11. International Candidate Showcase

- A. At the International Convention, a Candidate Showcase occurs before the Annual Business Meeting for presentations by all International Officer and Director candidates.
- B. Prior to the International Convention, the International President appoints International Directors to serve as chair and co-chair of the Candidate Showcase. Other International Directors are assigned as needed.
- C. Opposed International Officer and all International Director candidates are limited to a six-minute interview. Unopposed International Officer candidates are limited to a three-minute interview. District leaders and the Board of Directors submit questions to be asked.
- D. The presentation schedule, with the names of all nominated and known floor candidates for international office, is prepared by World Headquarters.
- E. There is no census or poll taken of the delegates at a Candidate Showcase.

12. International Proxies and Credentials

- A. Proxies are defined in Article X, Section 2 of the Bylaws of Toastmasters International.
- B. Annual Business Meeting proxies are available to Member Clubs no later than July 10.
- C. When amendments to the Bylaws are to be voted on, there is a method in the proxy process for a Member Club to indicate how it wishes its votes to be cast.
- D. A Credentials Chair and two (2) Co-Chairs are appointed by the International President:
 - I. The appointees are current or past Board Members.
 - II. A person may be reappointed as chair after a three-year interval.
 - III. Appointees are responsible for the operation of the Credentials process preceding the Annual Business Meeting.

13. Voting by Mail

- A. The circumstances for holding an election by mail vote are stated in Article IX, Section 4 of the Bylaws of Toastmasters International.

- B. The tentative process for conducting an election by mail vote is described in Protocol, and such Protocol shall be modified as needed and adopted as Policy by the Board of Directors at such time as a mail vote is held.

Protocol 3.0
Ethics and Conduct

1. Violation Reporting

- A. If an ethics or conduct violation arises, it is to be handled initially at the closest practical level to the incident.
- B. If the resolution of a violation is not satisfactory, the matter may be safely reported to the next level. Club-level matters not resolved at the club level are reported to World Headquarters.
- C. If the matter is not reported, the next level is not to be held responsible for the situation.
- D. The person receiving the report shall conduct a confidential investigation and shall initiate appropriate action to resolve the matter.
- E. Regardless of the level at which an incident occurs, if any person involved in the matter believes it was not resolved in accordance with the governing documents of Toastmasters International, or if the process is not feasible, such person may promptly report the situation to the Chief Executive Officer or to the International President if the Chief Executive Officer is charged with a violation.
- F. Any claim, threat of lawsuit, or lawsuit involving an ethics violation occurring outside the club level must be reported promptly to the Chief Executive Officer.
- G. In jurisdictions where laws are stricter than the Toastmasters International governing documents, members and clubs are required to observe the stricter standards.
- H. Suspected violations of criminal law, such as embezzlement, theft, assault, or trespass should be reported to the appropriate law enforcement authorities in the jurisdiction. Any such violation occurring outside the club level must be reported to World Headquarters.
- I. The *Policy Violations Quick Reference Guide* applies to all violations at the club, District, and international level. Modifications to the guide shall only be made through the administrative protocol review process. Exceptions are not permitted.**

2. Club Procedure to Discipline a Member

- A. Disciplinary actions conducted by a club relating to an individual member are addressed in Article II, Section 6 of the Club Constitution. Each club is responsible for handling its own disciplinary matters following Toastmasters Policy and Protocol. District leaders have no club-level authority and shall not be involved in club-level disciplinary matters. World Headquarters, at the request of club officers, provides counsel and direction in matters of process.
- B. The process set forth below in C through K applies if a club considers disciplining an individual member. This includes, but is not limited to, situations

in which the International President requests that the club initiate proceedings against a particular member.

- C. An individual member who wishes to express concern about any ethics and conduct or other violations involving a member of the Club Executive Committee or club may submit a complaint containing reasonably credible information to the Club President, who becomes the investigative officer. If the Club President is the charged member, has a conflict of interest, or is exhibiting undue bias, the next highest-ranking club officer replaces the Club President throughout the remainder of the proceedings. A conflict of interest occurs when the Club President has a business or personal relationship with the charged member. In such cases, the Club President must not participate in the investigation.
- D. If the investigative officer believes the member complaint to be reasonably credible, a confidential investigation must be completed within a reasonable time. The investigative officer discusses the findings from the investigation with the complaining member and the charged member (separately or together) in an effort to reach a mutually agreeable resolution. If a resolution is reached, the matter is closed.
- E. If a resolution is not reached, the investigative officer refers the matter to the Club Executive Committee. The Club Executive Committee determines, by a majority vote, whether:
 - I. Sufficient evidence of alleged violations exists
 - II. A disciplinary hearing takes place.
 - III. The disciplinary hearing is conducted by the Club Executive Committee or the club members.
- F. The following disciplinary actions are available to the club:
 - I. Request a public apology
 - II. Letter of censure
 - III. Suspension of up to 90 days
 - IV. Decline to renew membership
 - V. Terminate membership in the club
 - VI. Refer the matter to World Headquarters for further investigation
- G. A Notice of Hearing is required to conduct a disciplinary hearing. The Notice of Hearing shall include the following:
 - I. Location, date and time of the hearing
 - II. A list of the charges
 - III. The specific Policy or Protocol referring to the charges
 - IV. The potential disciplinary actions available to the club, as listed above

- H. This is the disciplinary hearing procedure when conducted by the Club Executive Committee.
 - I. The Club Executive Committee creates the Notice of Hearing and provides it to the charged member.
 - II. After receiving the Notice of Hearing, the charged member has 15 days to respond to the charges, either orally or in writing.
 - III. The Club Executive Committee distributes copies of the Notice of Hearing and any response from the charged member to all members of the Club Executive Committee no fewer than seven (7) days prior to the disciplinary hearing.
 - IV. After the 15-day response time, the Club Executive Committee holds the disciplinary hearing.
 - a. The chair of the disciplinary hearing shall be the Immediate Past Club President unless unable to do so, in which case the highest-ranking club officer who is present will serve as chair. The investigative officer may not chair the hearing.
 - b. The Club Executive Committee must have a quorum present (majority).
 - c. At the disciplinary hearing, the investigative officer will present the list of charges to the Club Executive Committee.
 - d. If the charged member requests, the charged member is given an opportunity to appear before the committee to address the charges.
 - e. Club Executive Committee members may ask clarifying questions of the investigative officer and charged member.
 - f. The charged member is excused for discussion and voting.
 - g. The Club Executive Committee, by majority vote, determines if the charges are substantiated.
 - h. If the charges are substantiated, the Club Executive Committee, by majority vote, determines the appropriate disciplinary action(s) to be taken.
 - i. In order to terminate membership, two-thirds of the Club Executive Committee present and voting must vote in favor of termination.
 - V. The charged member and club members are notified of the action taken.
 - VI. The charged member may appeal the Club Executive Committee's decision to the club within 15 days of the date of notice. Below is the procedure to hold an appeal hearing:
 - a. The Club Executive Committee sends notice of a special business meeting to all club members to conduct the appeal hearing, along with a copy of the original Notice of Hearing, no fewer than seven (7) days prior to the appeal hearing.

- b. The chair of the appeal hearing shall be the Immediate Past President unless unable to do so, in which case the highest-ranking club officer who is present will serve as chair. The investigative officer may not chair the hearing.
 - c. The club must have a quorum present (majority).
 - d. At the appeal hearing, the investigative officer will present the list of charges to the club members.
 - e. If the charged member requests, the charged member will be given the opportunity to address the charges.
 - f. Members of the club may ask clarifying questions of the investigative officer and the charged member.
 - g. The charged member is excused for discussion and voting.
 - h. A majority of members present and voting is required to overturn the Club Executive Committee's decision.
- I. Below is the disciplinary hearing procedure when conducted by the club members.
- I. The Club Executive Committee creates the Notice of Hearing and provides it to the charged member.
 - II. After receiving the Notice of Hearing, the charged member has 15 days to respond to the charges, either orally or in writing.
 - III. The Club Executive Committee distributes copies of the Notice of Hearing, and any response from the charged member, to all members of the club no fewer than seven (7) days prior to the disciplinary hearing.
 - IV. After the 15-day response time, the club members hold a disciplinary hearing.
 - a. The chair of the disciplinary hearing shall be the Immediate Past Club President unless unable to do so, in which case the highest-ranking club officer who is present will serve as chair. The investigative officer may not chair the hearing.
 - b. The club must have a quorum present (majority).
 - c. At the disciplinary hearing, the investigative officer will present the list of charges to the club members.
 - d. If the charged member requests, the charged member is given an opportunity to appear before the club to address the charges.
 - e. Members of the club may ask clarifying questions of the investigative officer and the charged member.

- f. The charged member is excused for discussion and voting.
 - g. The club members, by majority vote, determine if the charges are substantiated.
 - h. If the charges are substantiated, the club members, by majority vote, determine the appropriate disciplinary action(s) to be taken.
 - i. In order to terminate membership in the club, two-thirds of the club members present and voting must vote in favor of termination.
- V. The charged member and club members are notified of the action taken.
 - VI. There is no appeal of a decision made by the club members.
- J. When an individual is removed from membership in a club, the Club President must notify World Headquarters within seven (7) days. If the Club President is the member removed, the next highest-ranking officer is responsible for notifying World Headquarters.
 - K. If a member's appeal of a terminated club membership is successful, the Club President must notify World Headquarters within seven (7) days.

3. District Procedure to Discipline a Member

- A. Resignation or removal of a District officer is addressed in Article VII, Section(g) of the District Administrative Bylaws.
- B. An individual member who wishes to express concern about any ethics and conduct or other violation involving a member of the District Executive Committee, other appointed District leader, or an individual Toastmasters member participating in District activities, may submit a complaint to the District Director. If the District Director is the charged member, the next highest-ranking District officer replaces the District Director throughout the remainder of the proceedings.
- C. The District Director completes a confidential investigation within seven (7) days. The District Director discusses the findings from the investigation with the complaining member (complainant) and the charged member (separately or together) in an effort to reach a mutually agreeable resolution. If a resolution is reached, the matter is closed.
- D. If a resolution is not reached, the District Director or the next highest-ranking District officer replacing the District Director appoints a District Disciplinary Committee and informs World Headquarters. World Headquarters provides counsel and direction in matters of process.
- E. The District Disciplinary Committee has five (5) members: the Immediate Past District Director (chair), a Past District Director (co-chair), and three (3) DEC members, selected for their impartiality. If the Immediate Past District Director (IPDD) is involved in the complaint, a Past District Director chairs the committee and the IPDD is excused. Where there is no IPDD or insufficient PDDs, the District Director may invite other past District leaders to serve on the committee.

- F. The committee receives copies of the original complaint, the charged member's response and the results of the District Director's confidential investigation and carries out further investigations at its discretion.
- G. If the committee determines that sufficient evidence of alleged violations exists, charges are developed, and the member is notified that a hearing will take place. The hearing may be in person or by teleconference. All discussion and materials are subject to confidentiality.
- H. A Notice of Hearing is required to conduct a disciplinary hearing. The Notice of Hearing shall include the following:
 - I. Date, time and location, including in-person address or teleconference information
 - II. A list of the charges
 - III. The specific Policy or Protocol referring to the charges
- I. The charged member's club shall have the opportunity to participate as follows:
 - I. The charged member's club shall be entitled to the same written notice as the charged member, including any modified notice.
 - II. The charged member's club may choose to appear at the hearing or make a statement as a witness to the committee at its own cost only to present testimony within the limits stated below.
- J. After receiving the Notice of Hearing, the charged member has 15 days to respond to the charges, either orally or in writing.
- K. After the 15-day response time, the committee holds the disciplinary hearing.
- L. The complainant and the charged member have the opportunity to participate in the hearing. The committee determines the time limit for discussions, as well as the amount of and the manner in which evidence is received, whether in person or in writing.
- M. The charged member provides any written, physical, or other evidence (other than oral testimony) to the committee no later than 48 hours prior to the hearing.
- N. The hearing is a closed hearing. The only people permitted in attendance are the District Disciplinary Committee members, the complainant, the charged member, and witnesses. Witnesses may be suggested by the complainant, the charged member and the committee. If witnesses are in attendance, they speak only to the charges and evidence presented.
- O. At the hearing, the co-chairs:
 - I. Confirm that a quorum is present.
 - II. Indicate the hearing is not a court of law, and that the disciplinary process is being followed as outlined in Toastmasters' governing documents.

- III. Advise participants that recording of the hearing is prohibited.
- IV. State that all discussion is limited to the charges and evidence presented.
- V. Present findings from the investigation. The findings may contain sensitive and confidential information. The committee may keep the source of information confidential.
- VI. Provide the charged member with a predetermined amount of time to speak and respond to the charges.
- VII. Provide any witnesses who are speaking a predetermined amount of time to speak.
- VIII. Excuse all parties present except the committee to discuss the charges, evidence and response of the charged member.
 - a. The committee discusses, and determines, by majority vote, whether the charges were substantiated.
 - b. If the charges are substantiated, the committee discusses disciplinary action and determines, by majority vote, the proposed disciplinary action.
- IX. Disciplinary actions may include one (1) or more of the following:
 - a. Private written censure of the member by the District Executive Committee
 - b. Public written censure of the member by the District Executive Committee
 - c. Suspension from participation in District activities – not to exceed 18 months
 - d. Suspension or removal from District office
 - e. Suspension from eligibility to be elected or appointed to District office – not to exceed 18 months
 - f. Request that the Board of Directors conduct a disciplinary hearing to consider removing the individual from good standing with Toastmasters International.
- X. The committee makes a motion setting out the proposed disciplinary action to the District Executive Committee. The District Executive Committee may ask clarifying questions, and proceed to vote on the proposed disciplinary action. Voting may take place in person or in a virtual meeting, following the voting procedures outlined in Protocol 7.1: District Events.
- XI. Removal from office requires a two-thirds vote of the entire District Executive Committee. Other disciplinary action must be approved by a majority vote of those present and voting.

- P. The charged member and World Headquarters are notified in writing within 24 hours of any disciplinary action.
- Q. The disciplinary process and the outcome must be kept confidential, except in the following circumstances. The District Director or next highest-ranking District officer replacing the District Director communicates the information, after consultation with World Headquarters.
 - I. If the charged member or the complainant has made the matter public
 - II. If club officers or District leaders should be notified in order to minimize potential harm to other members
 - III. In other appropriate situations, when the best interest of Toastmasters International may require discreet communications to others
- R. If the District Executive Committee approves disciplinary action, the charged member may appeal to the Board of Directors within 15 days.
- S. The Board of Directors may, on its own initiative, review the District Executive Committee's decision and reach a different conclusion in the best interests of Toastmasters International, its Member Clubs and individual members.

4. Procedure to Discipline Accredited Speakers, World Champions of Public Speaking, and Region Advisors

- A. An individual member who wishes to express concern about any ethics and conduct or other violation involving an Accredited Speaker, World Champion of Public Speaking, or Region Advisor, may submit a written complaint containing reasonably credible information to World Headquarters. If the complaint is deemed to be reasonably credible, a disciplinary review following the steps in this protocol may be conducted.
- B. Violations include, but are not limited to, harassment; discrimination; illegal, dishonest, or unethical behavior described in the Policy 3.0: Ethics and Conduct; failure to uphold Toastmasters International's Bylaws, Policies or Protocols.
- C. Disciplinary actions may include, but are not limited to:
 - A warning or reprimand
 - A requirement to acknowledge the infraction or violation
 - A requirement to correct the infraction
 - A commitment to non-recurrence
 - An apology to affected parties
 - Provision of financial restitution to persons affected or to the organization for costs of the disciplinary process
 - Suspension of title for a specific time or permanently
 - Removal from good standing with Toastmasters International for a specific time or permanently
- D. Disciplinary review and action are based on the severity of the potential violation:
 - I. A level-one violation is a minor infraction (for example: inappropriate or disrespectful behavior with individual Toastmasters members or staff.

Inappropriate or disrespectful behavior at Toastmasters events.)

- a. The International President reviews the information, conducts an investigation and consults with the Executive Committee and others as needed, and engages in disciplinary communication (orally and/or in writing) to the Accredited Speaker, World Champion of Public Speaking, or Region Advisor.
 - b. If correctable, the individual acknowledges the infraction and corrects it.
 - c. If not correctable, the individual acknowledges the infraction and commits in writing to non-recurrence.
 - d. The International President informs the Board of Directors.
- II. A level-two violation is a severe violation (for example: excessive, inappropriate, or disrespectful behavior at a Toastmasters event, or relating to World Headquarters; consistently missing or being unprepared for Toastmasters-related speaking engagements; promoting the violation of Toastmasters Bylaws, Policies or Protocol; deliberately misusing the Accredited Speaker, World Champion of Public Speaking, or Region Advisor title, embarrassing the organization, tarnishing the reputation of the program).
- a. The International President reviews the information, conducts an investigation and consults with the Board of Directors and others as needed.
 - b. The Board of Directors determines the appropriate disciplinary measure, up to and including a hearing to consider revocation of the Accredited Speaker, World Champion of Public Speaking, or Region Advisor.
 - c. The Board may assign the matter to the Disciplinary Committee. The Disciplinary Committee and the Board of Directors must follow all required disciplinary processes.
 - d. If the Board decides to proceed with the Disciplinary Committee's recommendation, appropriate procedures are followed.
 - e. There is no appeal of the Board's decision.

5. Recognition Program Violations

- A. The Chief Executive Officer is authorized to delay, deny, or withdraw the granting of any recognition award, or the acceptance at World Headquarters of any documentation in support of any such award, if it appears that there were misrepresentations by or on behalf of the individual, club, Area, Division, or District seeking the award.
 - I. The final decision to deny or withdraw an award is the responsibility of and must be confirmed by the International President.
 - II. There is no right of appeal beyond the International President.

- B. If there are misrepresentations in the submission of a club's renewals, charter fees, or membership applications, that club shall be suspended from all performance results for the remainder of the program year.
 - I. The District Director, Program Quality Director, and Club Growth Director shall be immediately notified of the action and provided the reasons for suspension.
 - II. If all three (3) officers, or a majority of the officers and the Immediate Past District Director, or a majority of the District Executive Committee, certify in writing that, in their judgment, there was no misrepresentation, then the club can be reinstated to the performance results.
 - III. Clubs suspended from a District's year-end performance results must be reinstated before July 15 in order to receive credit for recognition as a Distinguished Club, Distinguished Area, Distinguished Division, and Distinguished District.
- C. Districts shall not create, administer, or promote any recognition programs which compete with official Toastmasters International recognition programs.

Protocol 3.0
Ethics and Conduct

1. Violation Reporting

- A. If an ethics or conduct violation arises, it is to be handled initially at the closest practical level to the incident.
- B. If the resolution of a violation is not satisfactory, the matter may be safely reported to the next level. Club-level matters not resolved at the club level are reported to World Headquarters.
- C. If the matter is not reported, the next level is not to be held responsible for the situation.
- D. The person receiving the report shall conduct a confidential investigation and shall initiate appropriate action to resolve the matter.
- E. Regardless of the level at which an incident occurs, if any person involved in the matter believes it was not resolved in accordance with the governing documents of Toastmasters International, or if the process is not feasible, such person may promptly report the situation to the Chief Executive Officer or to the International President if the Chief Executive Officer is charged with a violation.
- F. Any claim, threat of lawsuit, or lawsuit involving an ethics violation occurring outside the club level must be reported promptly to the Chief Executive Officer.
- G. In jurisdictions where laws are stricter than the Toastmasters International governing documents, members and clubs are required to observe the stricter standards.
- H. Suspected violations of criminal law, such as embezzlement, theft, assault, or trespass should be reported to the appropriate law enforcement authorities in the jurisdiction. Any such violation occurring outside the club level must be reported to World Headquarters.

2. Club Procedure to Discipline a Member

- A. Disciplinary actions conducted by a club relating to an individual member are addressed in Article II, Section 6 of the Club Constitution. Each club is responsible for handling its own disciplinary matters following Toastmasters Policy and Protocol. District leaders have no club-level authority and shall not be involved in club-level disciplinary matters. World Headquarters, at the request of club officers, provides counsel and direction in matters of process.
- B. The process set forth below in C through K applies if a club considers disciplining an individual member. This includes, but is not limited to, situations in which the International President requests that the club initiate proceedings against a particular member.
- C. An individual member who wishes to express concern about any ethics and conduct or other violations involving a member of the Club Executive Committee or club may submit a complaint containing reasonably credible information to the

Club President, who becomes the investigative officer. If the Club President is the charged member, has a conflict of interest, or is exhibiting undue bias, the next highest-ranking club officer replaces the Club President throughout the remainder of the proceedings. A conflict of interest occurs when the Club President has a business or personal relationship with the charged member. In such cases, the Club President must not participate in the investigation.

- D. If the investigative officer believes the member complaint to be reasonably credible, a confidential investigation must be completed within a reasonable time. The investigative officer discusses the findings from the investigation with the complaining member and the charged member (separately or together) in an effort to reach a mutually agreeable resolution. If a resolution is reached, the matter is closed.
- E. If a resolution is not reached, the investigative officer refers the matter to the Club Executive Committee. The Club Executive Committee determines, by a majority vote, whether:
 - I. Sufficient evidence of alleged violations exists
 - II. A disciplinary hearing takes place.
 - III. The disciplinary hearing is conducted by the Club Executive Committee or the club members.
- F. The following disciplinary actions are available to the club:
 - I. Request a public apology
 - II. Letter of censure
 - III. Suspension of up to 90 days
 - IV. Decline to renew membership
 - V. Terminate membership in the club
 - VI. Refer the matter to World Headquarters for further investigation
- G. A Notice of Hearing is required to conduct a disciplinary hearing. The Notice of Hearing shall include the following:
 - I. Location, date and time of the hearing
 - II. A list of the charges
 - III. The specific Policy or Protocol referring to the charges
 - IV. The potential disciplinary actions available to the club, as listed above
- H. This is the disciplinary hearing procedure when conducted by the Club Executive Committee.
 - I. The Club Executive Committee creates the Notice of Hearing and provides it to the charged member.

- II. After receiving the Notice of Hearing, the charged member has 15 days to respond to the charges, either orally or in writing.
- III. The Club Executive Committee distributes copies of the Notice of Hearing and any response from the charged member to all members of the Club Executive Committee no fewer than seven (7) days prior to the disciplinary hearing.
- IV. After the 15-day response time, the Club Executive Committee holds the disciplinary hearing.
 - a. The chair of the disciplinary hearing shall be the Immediate Past Club President unless unable to do so, in which case the highest-ranking club officer who is present will serve as chair. The investigative officer may not chair the hearing.
 - b. The Club Executive Committee must have a quorum present (majority).
 - c. At the disciplinary hearing, the investigative officer will present the list of charges to the Club Executive Committee.
 - d. If the charged member requests, the charged member is given an opportunity to appear before the committee to address the charges.
 - e. Club Executive Committee members may ask clarifying questions of the investigative officer and charged member.
 - f. The charged member is excused for discussion and voting.
 - g. The Club Executive Committee, by majority vote, determines if the charges are substantiated.
 - h. If the charges are substantiated, the Club Executive Committee, by majority vote, determines the appropriate disciplinary action(s) to be taken.
 - i. In order to terminate membership, two-thirds of the Club Executive Committee present and voting must vote in favor of termination.
- V. The charged member and club members are notified of the action taken.
- VI. The charged member may appeal the Club Executive Committee's decision to the club within 15 days of the date of notice. Below is the procedure to hold an appeal hearing:
 - a. The Club Executive Committee sends notice of a special business meeting to all club members to conduct the appeal hearing, along with a copy of the original Notice of Hearing, no fewer than seven (7) days prior to the appeal hearing.
 - b. The chair of the appeal hearing shall be the Immediate Past President unless unable to do so, in which case the highest-ranking club officer who is present will serve as chair. The investigative officer may not chair the hearing.

- c. The club must have a quorum present (majority).
 - d. At the appeal hearing, the investigative officer will present the list of charges to the club members.
 - e. If the charged member requests, the charged member will be given the opportunity to address the charges.
 - f. Members of the club may ask clarifying questions of the investigative officer and the charged member.
 - g. The charged member is excused for discussion and voting.
 - h. A majority of members present and voting is required to overturn the Club Executive Committee's decision.
- I. Below is the disciplinary hearing procedure when conducted by the club members.
- I. The Club Executive Committee creates the Notice of Hearing and provides it to the charged member.
 - II. After receiving the Notice of Hearing, the charged member has 15 days to respond to the charges, either orally or in writing.
 - III. The Club Executive Committee distributes copies of the Notice of Hearing, and any response from the charged member, to all members of the club no fewer than seven (7) days prior to the disciplinary hearing.
 - IV. After the 15-day response time, the club members hold a disciplinary hearing.
 - a. The chair of the disciplinary hearing shall be the Immediate Past Club President unless unable to do so, in which case the highest-ranking club officer who is present will serve as chair. The investigative officer may not chair the hearing.
 - b. The club must have a quorum present (majority).
 - c. At the disciplinary hearing, the investigative officer will present the list of charges to the club members.
 - d. If the charged member requests, the charged member is given an opportunity to appear before the club to address the charges.
 - e. Members of the club may ask clarifying questions of the investigative officer and the charged member.
 - f. The charged member is excused for discussion and voting.
 - g. The club members, by majority vote, determine if the charges are substantiated.

- h. If the charges are substantiated, the club members, by majority vote, determine the appropriate disciplinary action(s) to be taken.
 - i. In order to terminate membership in the club, two-thirds of the club members present and voting must vote in favor of termination.
 - V. The charged member and club members are notified of the action taken.
 - VI. There is no appeal of a decision made by the club members.
- J. When an individual is removed from membership in a club, the Club President must notify World Headquarters within seven (7) days. If the Club President is the member removed, the next highest-ranking officer is responsible for notifying World Headquarters.
- K. If a member's appeal of a terminated club membership is successful, the Club President must notify World Headquarters within seven (7) days.

3. District Procedure to Discipline a Member

- A. Resignation or removal of a District officer is addressed in Article VII, Section(g) of the District Administrative Bylaws.
- B. An individual member who wishes to express concern about any ethics and conduct or other violation involving a member of the District Executive Committee, other appointed District leader, or an individual Toastmasters member participating in District activities, may submit a complaint to the District Director. If the District Director is the charged member, the next highest-ranking District officer replaces the District Director throughout the remainder of the proceedings.
- C. The District Director completes a confidential investigation within seven (7) days. The District Director discusses the findings from the investigation with the complaining member (complainant) and the charged member (separately or together) in an effort to reach a mutually agreeable resolution. If a resolution is reached, the matter is closed.
- D. If a resolution is not reached, the District Director or the next highest-ranking District officer replacing the District Director appoints a District Disciplinary Committee and informs World Headquarters. World Headquarters provides counsel and direction in matters of process.
- E. The District Disciplinary Committee has five (5) members: the Immediate Past District Director (chair), a Past District Director (co-chair), and three (3) DEC members, selected for their impartiality. If the Immediate Past District Director (IPDD) is involved in the complaint, a Past District Director chairs the committee and the IPDD is excused. Where there is no IPDD or insufficient PDDs, the District Director may invite other past District leaders to serve on the committee.
- F. The committee receives copies of the original complaint, the charged member's response and the results of the District Director's confidential investigation and carries out further investigations at its discretion.
- G. If the committee determines that sufficient evidence of alleged violations exists, charges are developed, and the member is notified that a hearing will take

place. The hearing may be in person or by teleconference. All discussion and materials are subject to confidentiality.

- H. A Notice of Hearing is required to conduct a disciplinary hearing. The Notice of Hearing shall include the following:
 - I. Date, time and location, including in-person address or teleconference information
 - II. A list of the charges
 - III. The specific Policy or Protocol referring to the charges
- I. The charged member's club shall have the opportunity to participate as follows:
 - I. The charged member's club shall be entitled to the same written notice as the charged member, including any modified notice.
 - II. The charged member's club may choose to appear at the hearing or make a statement as a witness to the committee at its own cost only to present testimony within the limits stated below.
- J. After receiving the Notice of Hearing, the charged member has 15 days to respond to the charges, either orally or in writing.
- K. After the 15-day response time, the committee holds the disciplinary hearing.
- L. The complainant and the charged member have the opportunity to participate in the hearing. The committee determines the time limit for discussions, as well as the amount of and the manner in which evidence is received, whether in person or in writing.
- M. The charged member provides any written, physical, or other evidence (other than oral testimony) to the committee no later than 48 hours prior to the hearing.
- N. The hearing is a closed hearing. The only people permitted in attendance are the District Disciplinary Committee members, the complainant, the charged member, and witnesses. Witnesses may be suggested by the complainant, the charged member and the committee. If witnesses are in attendance, they speak only to the charges and evidence presented.
- O. At the hearing, the co-chairs:
 - I. Confirm that a quorum is present.
 - II. Indicate the hearing is not a court of law, and that the disciplinary process is being followed as outlined in Toastmasters' governing documents.
 - III. Advise participants that recording of the hearing is prohibited.
 - IV. State that all discussion is limited to the charges and evidence presented.

- V. Present findings from the investigation. The findings may contain sensitive and confidential information. The committee may keep the source of information confidential.
- VI. Provide the charged member with a predetermined amount of time to speak and respond to the charges.
- VII. Provide any witnesses who are speaking a predetermined amount of time to speak.
- VIII. Excuse all parties present except the committee to discuss the charges, evidence and response of the charged member.
 - a. The committee discusses, and determines, by majority vote, whether the charges were substantiated.
 - b. If the charges are substantiated, the committee discusses disciplinary action and determines, by majority vote, the proposed disciplinary action.
- IX. Disciplinary actions may include one (1) or more of the following:
 - a. Private written censure of the member by the District Executive Committee
 - b. Public written censure of the member by the District Executive Committee
 - c. Suspension from participation in District activities – not to exceed 18 months
 - d. Suspension or removal from District office
 - e. Suspension from eligibility to be elected or appointed to District office – not to exceed 18 months
 - f. Request that the Board of Directors conduct a disciplinary hearing to consider removing the individual from good standing with Toastmasters International.
- X. The committee makes a motion setting out the proposed disciplinary action to the District Executive Committee. The District Executive Committee may ask clarifying questions, and proceed to vote on the proposed disciplinary action. Voting may take place in person or in a virtual meeting, following the voting procedures outlined in Protocol 7.1: District Events.
- XI. Removal from office requires a two-thirds vote of the entire District Executive Committee. Other disciplinary action must be approved by a majority vote of those present and voting.
- P. The charged member and World Headquarters are notified in writing within 24 hours of any disciplinary action.
- Q. The disciplinary process and the outcome must be kept confidential, except in the following circumstances. The District Director or next highest-ranking District

officer replacing the District Director communicates the information, after consultation with World Headquarters.

- I. If the charged member or the complainant has made the matter public
 - II. If club officers or District leaders should be notified in order to minimize potential harm to other members
 - III. In other appropriate situations, when the best interest of Toastmasters International may require discreet communications to others
- R. If the District Executive Committee approves disciplinary action, the charged member may appeal to the Board of Directors within 15 days.
- S. The Board of Directors may, on its own initiative, review the District Executive Committee's decision and reach a different conclusion in the best interests of Toastmasters International, its Member Clubs and individual members.

4. Procedure to Discipline Accredited Speakers, and World Champions of Public Speaking, and Region Advisors

- A. An individual member who wishes to express concern about any ethics and conduct or other violation involving an Accredited Speaker, or World Champion of Public Speaking, or Region Advisor, may submit a written complaint containing reasonably credible information to World Headquarters. If the complaint is deemed to be reasonably credible, a disciplinary review following the steps in this protocol may be conducted.
- B. Violations include, but are not limited to, harassment; discrimination; illegal, dishonest, or unethical behavior described in the Policy 3.0: Ethics and Conduct; failure to uphold Toastmasters International's Bylaws, Policies or Protocols.
- C. Disciplinary actions may include, but are not limited to:
- A warning or reprimand
 - A requirement to acknowledge the infraction or violation
 - A requirement to correct the infraction
 - A commitment to non-recurrence
 - An apology to affected parties
 - Provision of financial restitution to persons affected or to the organization for costs of the disciplinary process
 - Suspension of title for a specific time or permanently
 - Removal from good standing with Toastmasters International for a specific time or permanently
- D. Disciplinary review and action are based on the severity of the potential violation:
- I. A level-one violation is a minor infraction (for example: inappropriate or disrespectful behavior with individual Toastmasters members or staff. Inappropriate or disrespectful behavior at Toastmasters events.)
 - a. The International President reviews the information, conducts an investigation and consults with the Executive Committee and others as needed, and engages in disciplinary communication (orally and/or in

writing) to the Accredited Speaker; **or** World Champion of Public Speaking; ~~or Region Advisor.~~

- b. If correctable, the individual acknowledges the infraction and corrects it.
 - c. If not correctable, the individual acknowledges the infraction and commits in writing to non-recurrence.
 - d. The International President informs the Board of Directors.
- II. A level-two violation is a severe violation (for example: excessive, inappropriate, or disrespectful behavior at a Toastmasters event, or relating to World Headquarters; consistently missing or being unprepared for Toastmasters-related speaking engagements; promoting the violation of Toastmasters Bylaws, Policies or Protocol; deliberately misusing the Accredited Speaker; **or** World Champion of Public Speaking; ~~or Region Advisor~~ title, embarrassing the organization, tarnishing the reputation of the program).
- a. The International President reviews the information, conducts an investigation and consults with the Board of Directors and others as needed.
 - b. The Board of Directors determines the appropriate disciplinary measure, up to and including a hearing to consider revocation of the Accredited Speaker; **or** World Champion of Public Speaking; ~~or Region Advisor.~~
 - c. The Board may assign the matter to the Disciplinary Committee. The Disciplinary Committee and the Board of Directors must follow all required disciplinary processes.
 - d. If the Board decides to proceed with the Disciplinary Committee's recommendation, appropriate procedures are followed.
 - e. There is no appeal of the Board's decision.

5. Procedure to Discipline Region Advisors

- A. All Region Advisors' actions and communications are to be ethical and consistent with Toastmasters International's Bylaws, Policies, Protocols, mission, vision, and core values.**
- B. Region Advisors do not support, aid, facilitate, invite, or condone anyone or anything that interferes with or is detrimental to the programs, proceedings, or affairs of Toastmasters International.**
- C. Violations include, but are not limited to, a breach of confidentiality; harassment; discrimination; illegal, dishonest, or unethical behavior; failure to uphold Toastmasters International's Bylaws, Policies or Protocols; and undermining a decision of the Board.**
- D. Disciplinary measures include, but are not limited to, a warning; a reprimand; correction of the infraction; commitment to non-recurrence; acknowledgement of the infraction or violation; apology to affected parties; private or public censure from the International President;**

removal from the role of Region Advisor; and removal from good standing.

E. Disciplinary action for a violation is based on the severity of the offense:

- I. A level-one violation is a minor infraction (for example: inappropriate or disrespectful behavior at a meeting, or relating to the World Headquarters staff; consistently missing or being unprepared)**
 - a. The International President investigates a level-one violation and consults with the Chief Executive Officer.**
 - b. The International President engages in disciplinary communication (oral and/or written) to the Region Advisor.**
 - c. If correctable, the Region Advisor acknowledges the infraction and corrects it.**
 - d. If not correctable, the Region Advisor acknowledges the infraction and commits to non-recurrence.**
 - e. The International President advises the Executive Committee of the situation.**
 - f. The Region Advisor may make a single appeal to the Executive Committee only (not to the Board) within 10 days of the disciplinary communication.**
- II. A level-two violation is a medium violation (for example: an inadvertent breach of confidentiality; commits, promotes, or ignores a violation of Toastmasters Bylaws, Policy or Protocol)**
 - a. The International President investigates a level-two violation and consults with the Chief Executive Officer.**
 - b. The International President and Chief Executive Officer consult with the Executive Committee.**
 - c. The International President determines, in consultation with the Executive Committee, appropriate disciplinary measures; the Executive Committee reports that matter to the Board.**
 - d. The Executive Committee may assign the matter to the Disciplinary Committee. The Disciplinary Committee and the Board of Directors must follow all required disciplinary processes.**
 - e. The International President engages in a disciplinary communication (oral and written) to the Region Advisor.**
 - f. The Region Advisor commits to non-recurrence.**
 - g. The Region Advisor may make a single appeal to the Executive Committee only (not to the Board) within 10 days of the written disciplinary communication.**

- III. A level-three violation is a severe violation (for example: excessive inappropriate or disrespectful behavior at a meeting, or relating to the World Headquarters staff; promoting the violation of Toastmasters Bylaws, Policy or Protocol)**
- a. The International President investigates a level-three violation and consults with the Chief Executive Officer.**
 - b. The International President and Chief Executive Officer consult with the Executive Committee.**
 - c. The International President determines, in consultation with the Executive Committee, appropriate disciplinary measures, up to and including a hearing to consider removal of the Region Advisor's good standing with Toastmasters International.**
 - d. The Executive Committee may assign the matter to the Disciplinary Committee. The Disciplinary Committee and the Board of Directors must follow all required disciplinary processes.**
 - e. If the Executive Committee recommends a hearing to consider removal of the Region Advisor's good standing, the International President presents the situation and the Executive Committee's recommendation to the Board.**
 - f. If the Board decides to proceed with a hearing to consider removal of the Region Advisor's good standing, appropriate procedures are followed.**
 - g. If the Board decides not to proceed with a hearing to consider removal of the Region Advisor's good standing, the International President engages in disciplinary communication (oral and written) to the Region Advisor, including appropriate disciplinary measures, as decided by the Board.**
 - h. There is no appeal against the Board's decision.**

5 6. Recognition Program Violations

- A. The Chief Executive Officer is authorized to delay, deny, or withdraw the granting of any recognition award, or the acceptance at World Headquarters of any documentation in support of any such award, if it appears that there were misrepresentations by or on behalf of the individual, club, Area, Division, or District seeking the award.**
 - I. The final decision to deny or withdraw an award is the responsibility of and must be confirmed by the International President.**
 - II. There is no right of appeal beyond the International President.**
- B. If there are misrepresentations in the submission of a club's renewals, charter fees, or membership applications, that club shall be suspended from all performance results for the remainder of the program year.**

- I. The District Director, Program Quality Director, and Club Growth Director shall be immediately notified of the action and provided the reasons for suspension.
 - II. If all three (3) officers, or a majority of the officers and the Immediate Past District Director, or a majority of the District Executive Committee, certify in writing that, in their judgment, there was no misrepresentation, then the club can be reinstated to the performance results.
 - III. Clubs suspended from a District's year-end performance results must be reinstated before July 15 in order to receive credit for recognition as a Distinguished Club, Distinguished Area, Distinguished Division, and Distinguished District.
- C. Districts shall not create, administer, or promote any recognition programs which compete with official Toastmasters International recognition programs.

District Administrative Bylaws

Article X: Council Meetings, Quorum, Proxies, and Voting

(a) Regular Meetings

The District Council shall hold at least two (2) meetings during each year, with the exact number and schedule of meetings to be fixed by the District Council. One meeting shall be called the “annual meeting,” and shall be held in person between March 15 and June 1. Additional meetings are conducted **virtually online**. Notice of any meeting shall be sent in writing to all District Council members at least four (4) weeks prior to the date of such meeting.

(b) Special Meetings

Special meetings of the District Council may be called by the International President, the District Director, a majority of the District Executive Committee, or not less than one-fourth of the members of the District Council. Notice thereof shall be sent in writing to all District Council members at least two (2) weeks prior to the date of such meeting, and shall set forth the purpose for which such meeting is called, but any business otherwise valid may be transacted at the meeting.

(c) Quorum

One-third of the Club Presidents and Vice Presidents Education from Member Clubs in the District, or proxies as authorized by subparagraph (d) hereof, shall constitute a quorum for all District Council meetings. In the event that any business is transacted at any District Council meeting at which a quorum is not present, the action shall be deemed as valid as if a quorum were present if it thereafter is expressly approved in writing, personally, by mail, fax, email, electronic transmission or other reasonable means, by the affirmative vote of a majority of the Member Clubs in the District on the basis of two (2) votes per club.

(d) Proxies

Either the Club President or Vice President Education of any Member Club may designate, in writing, any active individual member of the club to act as a proxyholder for them at any District Council meeting that is held in-person. In the event one of those officers is not in attendance at the meeting and has not designated, in writing, an active individual member of the club to act as their proxyholder at such meeting, the officer or proxyholder in attendance shall be deemed to hold the proxy of the other and may therefore cast two (2) votes at such meeting. The intent of this provision is to assure that every club will be represented by two (2) votes. No other proxies shall be valid at a District Council meeting. A written proxy, to be valid at a District Council meeting, must contain all the elements set forth in Toastmasters International Policy and must be delivered personally, by mail, by fax, by email, by electronic transmission, or by other reasonable means to the club member who will hold the proxy. The proxyholder must present the proxy in paper form (i.e., print out an email) to the credentials desk. If the proxy does not bear a handwritten signature, it must have the typed name of the club officer(s) giving the proxy or some other indication that the club officer(s) authorized the proxy to be given. A proxy that complies with these requirements shall be treated as valid so long as the credentials desk has no reason to believe that the proxy was not authorized. A proxyholder cannot transfer or assign a proxy to someone else. A valid proxy delivered to the proxyholder is revoked only

if the club officer who gave the proxy takes one of the following subsequent actions: destroys the proxy, cancels the proxy in writing, issues another proxy authorized at a later date, or actually attends the District Council meeting.

(e) Voting

When the voting process is conducted in person, each member of the District Council attending the council meeting, or that member's proxyholder as authorized by subparagraph (d) hereof, is entitled to one (1) vote. Any active individual member who carries the proxies of both the Club President and Vice President Education from a Member Club is entitled to two (2) votes; and any such individual member who is also entitled to a vote as a member of the District Executive Committee is entitled to three (3) votes.

When the voting process is conducted ~~virtually~~ **online**, no proxies will be permitted. Each District Council member must cast their own vote. District Executive Committee members are entitled to one (1) vote and may cast up to two (2) additional votes as a Club President or Vice President Education. All other members of the District Council shall be limited to a maximum of two (2) votes.

Accredited Speaker Program

1. Eligibility

- A. Active members of a club in good standing, who meet all requirements outlined here, are eligible to apply for the Accredited Speaker Program.
 - I. Have completed all levels in a single path in the Toastmasters Pathways learning experience, or have earned Advanced Communicator Bronze or Advanced Toastmaster Bronze
 - II. Have presented a minimum of 25 eligible speaking engagements to non-Toastmasters audiences within the past three (3) years (from the date of application)
 - a. 15 of the 25 speaking engagements must have been paid engagements.
 - i. Travel or expense reimbursements, gifts, donations, or per diems qualify for a maximum of seven (7) of the 15 paid speaking engagements.
 - ii. At least eight (8) of the 15 paid speaking engagements must have been speeches or presentations for which the speaker was directly compensated a pre-arranged fee.
 - b. The speaker must be the principal author/owner of a substantial portion of the content used. Content owned by an outside source and used as the major portion of a presentation does not qualify.
 - i. These speaking engagements must not have been presented as part of the speaker's regular employment, unless self-employed.
- B. International Officers or Directors, candidates for International Officer or Director, Region Advisors and applicants for Region Advisor are not eligible to apply to the Accredited Speaker Program.

2. Application Process

- A. World Headquarters accepts Accredited Speaker Program applications between January 1 and February 1 each year.
 - I. Applications submitted after February 1 and before January 1 are not considered.
- B. Those who meet eligibility requirements and submit a complete application as outlined here are eligible to become candidates for the Accredited Speaker designation.
 - I. A completed Accredited Speaker Application Form (the official Accredited Speaker Application Form must be used)

- a. Must include a list of 25 eligible speaking engagements, as outlined in Section 1.A.II
- II. A link to a video presentation that is 20 to 60 minutes in length, spoken in English, and recorded before a live, non-Toastmasters audience
- III. Five (5) recommendations from five (5) different clients for paid speaking engagements
- IV. A Level 1 application fee of \$100 USD
 - a. This fee is non-refundable and non-transferable.
- V. Links to any applicable websites dedicated to the applicant's professional speaking career
 - a. Applicants cannot be denied from the program solely because they do not have a professional website.
- C. In February, World Headquarters reviews all eligible applications to ensure they are complete and meet outlined requirements.
- D. If an application is incomplete or missing information, or the video does not meet outlined requirements, the applicant will be notified and permitted seven (7) days to correct the error.
- E. If the applicant does not, or is unable to, correct the error within seven (7) days, they will not be considered for Level 1 that year and must re-submit a complete application during a new application cycle if they would like to re-apply.
 - I. Their \$100 USD application fee will not be refunded or applied to a future application.

3. Accredited Speaker Program Process

- A. The Accredited Speaker Program consists of Level 1 and Level 2.
- B. Eligible applicants who submit a completed application in January advance to Level 1.
- C. Level 1 of the Accredited Speaker Program follows the below progression.
 - I. Complete applications submitted to World Headquarters are shared with Level 1 judges.
 - a. Level 1 judges are Accredited Speaker Program Council members, as selected by the council chairs, with approval of the First Vice President.
 - II. The Accredited Speaker Program Council members (Level 1 judges) thoroughly review all elements of each application.
 - a. All components of the application may be taken into consideration when determining whether to give the applicant a passing score.
 - b. When viewing applicant videos, council members use the Accredited Speaker Program Judge's Guide and Ballot to score the video presentation and provide the applicant with written feedback.

- III. After reviewing all the application materials and using the Judge's Guide and Ballot to score the video presentation, council members provide the applicant with a final score out of 100.
 - a. 80 or above is a passing score.
 - IV. To advance to Level 2, candidates must receive a passing score from four (4) out of five (5) council members (Level 1 judges).
 - a. All applicants who receive a passing score from four (4) out of five (5) judges will advance to Level 2.
 - b. All applicants who do not receive a passing score from four (4) out of five (5) judges will not advance to Level 2 and must re-submit a complete application during a new application cycle if they would like to apply again.
 - i. Their \$100 USD application fee will not be refunded or applied to a future application.
- D. Level 2 of the Accredited Speaker Program follows the below progression:
- I. All applicants who advance become Level 2 candidates and are invited to give a live presentation during the Accredited Speaker Program at the Toastmasters International Convention in front of a panel of judges.
 - a. Candidates who accept the invitation to present at the Accredited Speaker Program must submit a Level 2 application fee of \$150 USD.
 - i. This fee is nonrefundable and nontransferable.
 - b. Candidates who are unable to accept the invitation to present at the Accredited Speaker Program the same year they passed Level 1 may present at Level 2 any year within three (3) years of their original application.
 - i. Candidates participating in Level 2 in a different year than when they passed Level 1 must inform World Headquarters of their intent by May 1 of the year they plan to participate.
 - ii. Upon informing World Headquarters, these candidates will be required to pay the \$150 USD Level 2 application fee.
 - II. Based on the number of Level 2 candidates in a given year, World Headquarters may conduct the Accredited Speaker Program in multiple groups during the International Convention.
 - a. Each group will have its own panel of judges.
 - III. Level 2 judges are Accredited Speaker Program Council members, as selected by council chairs, with the approval of the First Vice President.
 - IV. Council members are provided with each candidate's basic information and context regarding area of expertise as submitted at Level 1.
 - a. Additional application information, including candidate video submissions, list of speaking engagements, recommendation forms,

and details regarding education and awards will not be provided to Level 2 judges.

- V. Council members (Level 2 judges) use the [Accredited Speaker Program Judge's Guide and Ballot](#) to score candidates' live presentations and provide written feedback during the Accredited Speaker Program.
- VI. Following the live presentations, council members (Level 2 judges) assign each candidate a score out of 100.
 - a. 80 or above is a passing score.
- VII. For a candidate to receive the Accredited Speaker designation, they must receive a passing score from four (4) out of five (5) council members (Level 2 judges).
- VIII. Council chairs serve as chief judges for the Accredited Speaker Program and review results to determine which candidates received the designation. They inform all candidates of results before they are announced.
 - a. All Level 2 candidates who receive a passing score from four (4) out of five (5) judges receive the Accredited Speaker designation.
 - b. Level 2 candidates who do not receive a passing score from four (4) out of five (5) judges do not receive the Accredited Speaker designation.
 - i. Candidates who present at Level 2 but do not receive the designation may reapply beginning at Level 2 and present again at the International Convention (must be within three [3] years of the original attempt).
 - ii. Returning candidates must inform World Headquarters of their intent by May 1 of the year they plan to participate.
 - iii. Candidates who return at Level 2 must pay the \$150 USD Level 2 application fee each time they return.
 - iv. The number of times a candidate may return and attempt beginning at Level 2 is twice. Following this, the candidate must re-apply at Level 1 with a complete application.

4. Accredited Speakers

- A. Accredited Speaker applicants and Accredited Speakers agree to adhere to all Toastmasters International governing documents, including [Policy 3.0: Ethics and Conduct](#), [Protocol 3.0: Ethics and Conduct](#), and this policy.
- B. Accredited Speakers must not damage the Toastmasters International or Accredited Speaker brands in any way.
 - I. When presenting at Toastmasters events or about Toastmasters, Accredited Speakers must use materials in presentations that accurately reflect the Accredited Speaker Program and the Toastmasters International brand.
- C. All Accredited Speakers are encouraged to use the Accredited Speaker logo

and must abide by the guidelines regarding its authorized and unauthorized uses.

- I. Authorized uses of the Accredited Speaker logo
 - a. Professional websites (must include a link to the Toastmasters International Accredited Speaker page)
 - b. Presentation slides
 - c. Speaker one-sheets
 - d. Social media accounts (e.g., Facebook, LinkedIn)
 - e. Email signatures
 - f. Stationery
 - g. The back of business cards

- II. Unauthorized uses of the Accredited Speaker logo
 - a. The front of business cards
 - b. Logos or visual representations for a club, Area, Division, or District, including those that specifically support members who strive to achieve the Accredited Speaker designation
 - i. Only Toastmasters International World Headquarters and Accredited Speakers are authorized to use the Accredited Speaker logo.

 - c. On articles such as trophies, ribbons, banners, certificates, clothing, or other items, except with specific, written approval and authorization from the Chief Executive Officer.

5. Accredited Speaker Program Council

- A. The Accredited Speaker Program Council works in conjunction with World Headquarters to oversee the Accredited Speaker Program, judge each level of the program, provide onboarding and support to new Accredited Speakers, report any known violations of conduct regarding an Accredited Speaker to World Headquarters, and suggest potential program improvements to World Headquarters.

- B. The Accredited Speaker Program Council consists of two (2) council chairs and a minimum of five (5) council members for each level of the Accredited Speaker Program.
 - I. Council chairs must be appointed by the First Vice President, subject to ratification by the Executive Committee.

 - II. Council members must be appointed by the council chairs with the approval of the First Vice President, subject to ratification by the Executive Committee.
 - a. For Level 1, five (5) council members are appointed for every 15 applicants each year.

 - b. For Level 2, an additional five (5) council members are appointed for each Accredited Speaker Program segment that will be held at the International Convention.

- C. Council chairs must be Accredited Speakers who are active Toastmasters members of clubs in good standing.

- D. Council members must be, in order of preference:
 - I. Accredited Speakers who are active Toastmasters members of clubs in good standing
 - II. World Champions of Public Speaking
 - III. Past International Presidents
 - IV. Past International Directors
 - V. Past educational or keynote speakers at the International Convention.
- E. Council chairs and council members must conduct themselves in accordance with [Policy 3.0: Ethics and Conduct](#) and [Protocol 3.0: Ethics and Conduct](#), and maintain confidentiality about the Accredited Speaker Program Council's work.

6. Council Chair Responsibilities

- A. The responsibilities of the Accredited Speaker Program Council chairs include:
 - I. Inviting council members to serve at both Level 1 and Level 2, with the approval of the First Vice President
 - II. Conducting a judges' orientation during both Level 1 and Level 2 of the Accredited Speaker Program
 - a. Council chairs must be physically present for the Accredited Speaker Program at the International Convention; no travel allowances will be provided by World Headquarters.
 - III. Conducting ~~virtual~~ **online** orientation(s) for new Accredited Speakers, using materials and resources provided or approved by World Headquarters
 - a. Council chairs must coordinate with World Headquarters to determine the timing for the orientation.
 - b. Council chairs may request assistance from council members in the orientation and support of new Accredited Speakers.
 - IV. Supporting all new and existing Accredited Speakers
 - a. Be available and willing to answer questions about use of the logo, use of the Accredited Speaker title, speaking at District conferences, representing the Accredited Speaker Program, and adhering to [Policy 3.0](#).
 - b. Connect Accredited Speakers with World Headquarters for questions that are outside of the council chairs' purview or expertise.
 - V. Reporting any known violations of conduct regarding an Accredited Speaker to World Headquarters
 - VI. Serving as Chief Judge for both Levels 1 and 2 of the Accredited Speaker Program

- VII. Providing feedback on their experience to World Headquarters, including proposed rule changes

7. Council Member Responsibilities

- A. For Level 1, the responsibilities of Accredited Speaker Program Council members include:
 - I. Judging Level 1 of the Accredited Speaker Program using the [Accredited Speaker Program Judge's Guide and Ballot](#)
 - II. Providing program feedback to World Headquarters, including proposed rule changes
 - III. Assisting council chairs in the orientation for new Accredited Speakers, upon request
 - IV. Reporting any known violations of conduct involving an Accredited Speaker to World Headquarters
- B. For Level 2, the responsibilities of Accredited Speaker Program Council members include:
 - I. Judging Level 2 of the Accredited Speaker Program at the International Convention using the [Accredited Speaker Program Judge's Guide and Ballot](#)
 - a. Level 2 Accredited Speaker Program Council members will each be provided with two (2) complimentary tickets to the Accredited Speaker Program at the Toastmasters International Convention.
 - b. Accredited Speaker Program Council members are responsible for all other costs incurred for attending the International Convention, including travel, lodging, and event registration.
 - II. Providing program feedback to World Headquarters, including proposed rule changes
 - III. Assisting council chairs in the orientation for new Accredited Speakers, upon request
 - IV. Reporting any known violations of conduct involving an Accredited Speaker to World Headquarters

Protocol 3.0
Ethics and Conduct

1. Violation Reporting

- A. If an ethics or conduct violation arises, it is to be handled initially at the closest practical level to the incident.
- B. If the resolution of a violation is not satisfactory, the matter may be safely reported to the next level. Club-level matters not resolved at the club level are reported to World Headquarters.
- C. If the matter is not reported, the next level is not to be held responsible for the situation.
- D. The person receiving the report shall conduct a confidential investigation and shall initiate appropriate action to resolve the matter.
- E. Regardless of the level at which an incident occurs, if any person involved in the matter believes it was not resolved in accordance with the governing documents of Toastmasters International, or if the process is not feasible, such person may promptly report the situation to the Chief Executive Officer or to the International President if the Chief Executive Officer is charged with a violation.
- F. Any claim, threat of lawsuit, or lawsuit involving an ethics violation occurring outside the club level must be reported promptly to the Chief Executive Officer.
- G. In jurisdictions where laws are stricter than the Toastmasters International governing documents, members and clubs are required to observe the stricter standards.
- H. Suspected violations of criminal law, such as embezzlement, theft, assault, or trespass should be reported to the appropriate law enforcement authorities in the jurisdiction. Any such violation occurring outside the club level must be reported to World Headquarters.

2. Club Procedure to Discipline a Member

- A. Disciplinary actions conducted by a club relating to an individual member are addressed in [Article II](#), Section 6 of the Club Constitution. Each club is responsible for handling its own disciplinary matters following Toastmasters Policy and Protocol. District leaders have no club-level authority and shall not be involved in club-level disciplinary matters. World Headquarters, at the request of club officers, provides counsel and direction in matters of process.
- B. The process set forth below in C through K applies if a club considers disciplining an individual member. This includes, but is not limited to, situations in which the International President requests that the club initiate proceedings against a particular member.
- C. An individual member who wishes to express concern about any ethics and conduct or other violations involving a member of the Club Executive Committee or club may submit a complaint containing reasonably credible information to the

Club President, who becomes the investigative officer. If the Club President is the charged member, has a conflict of interest, or is exhibiting undue bias, the next highest-ranking club officer replaces the Club President throughout the remainder of the proceedings. A conflict of interest occurs when the Club President has a business or personal relationship with the charged member. In such cases, the Club President must not participate in the investigation.

- D. If the investigative officer believes the member complaint to be reasonably credible, a confidential investigation must be completed within a reasonable time. The investigative officer discusses the findings from the investigation with the complaining member and the charged member (separately or together) in an effort to reach a mutually agreeable resolution. If a resolution is reached, the matter is closed.
- E. If a resolution is not reached, the investigative officer refers the matter to the Club Executive Committee. The Club Executive Committee determines, by a majority vote, whether:
 - I. Sufficient evidence of alleged violations exists
 - II. A disciplinary hearing takes place.
 - III. The disciplinary hearing is conducted by the Club Executive Committee or the club members.
- F. The following disciplinary actions are available to the club:
 - I. Request a public apology
 - II. Letter of censure
 - III. Suspension of up to 90 days
 - IV. Decline to renew membership
 - V. Terminate membership in the club
 - VI. Refer the matter to World Headquarters for further investigation
- G. A Notice of Hearing is required to conduct a disciplinary hearing. The Notice of Hearing shall include the following:
 - I. Location, date and time of the hearing
 - II. A list of the charges
 - III. The specific Policy or Protocol referring to the charges
 - IV. The potential disciplinary actions available to the club, as listed above
- H. This is the disciplinary hearing procedure when conducted by the Club Executive Committee.
 - I. The Club Executive Committee creates the Notice of Hearing and provides it to the charged member.

- II. After receiving the Notice of Hearing, the charged member has 15 days to respond to the charges, either orally or in writing.
- III. The Club Executive Committee distributes copies of the Notice of Hearing and any response from the charged member to all members of the Club Executive Committee no fewer than seven (7) days prior to the disciplinary hearing.
- IV. After the 15-day response time, the Club Executive Committee holds the disciplinary hearing.
 - a. The chair of the disciplinary hearing shall be the Immediate Past Club President unless unable to do so, in which case the highest-ranking club officer who is present will serve as chair. The investigative officer may not chair the hearing.
 - b. The Club Executive Committee must have a quorum present (majority).
 - c. At the disciplinary hearing, the investigative officer will present the list of charges to the Club Executive Committee.
 - d. If the charged member requests, the charged member is given an opportunity to appear before the committee to address the charges.
 - e. Club Executive Committee members may ask clarifying questions of the investigative officer and charged member.
 - f. The charged member is excused for discussion and voting.
 - g. The Club Executive Committee, by majority vote, determines if the charges are substantiated.
 - h. If the charges are substantiated, the Club Executive Committee, by majority vote, determines the appropriate disciplinary action(s) to be taken.
 - i. In order to terminate membership, two-thirds of the Club Executive Committee present and voting must vote in favor of termination.
- V. The charged member and club members are notified of the action taken.
- VI. The charged member may appeal the Club Executive Committee's decision to the club within 15 days of the date of notice. Below is the procedure to hold an appeal hearing:
 - a. The Club Executive Committee sends notice of a special business meeting to all club members to conduct the appeal hearing, along with a copy of the original Notice of Hearing, no fewer than seven (7) days prior to the appeal hearing.
 - b. The chair of the appeal hearing shall be the Immediate Past President unless unable to do so, in which case the highest-ranking club officer who is present will serve as chair. The investigative officer may not chair the hearing.

- c. The club must have a quorum present (majority).
 - d. At the appeal hearing, the investigative officer will present the list of charges to the club members.
 - e. If the charged member requests, the charged member will be given the opportunity to address the charges.
 - f. Members of the club may ask clarifying questions of the investigative officer and the charged member.
 - g. The charged member is excused for discussion and voting.
 - h. A majority of members present and voting is required to overturn the Club Executive Committee's decision.
- I. Below is the disciplinary hearing procedure when conducted by the club members.
- I. The Club Executive Committee creates the Notice of Hearing and provides it to the charged member.
 - II. After receiving the Notice of Hearing, the charged member has 15 days to respond to the charges, either orally or in writing.
 - III. The Club Executive Committee distributes copies of the Notice of Hearing, and any response from the charged member, to all members of the club no fewer than seven (7) days prior to the disciplinary hearing.
 - IV. After the 15-day response time, the club members hold a disciplinary hearing.
 - a. The chair of the disciplinary hearing shall be the Immediate Past Club President unless unable to do so, in which case the highest-ranking club officer who is present will serve as chair. The investigative officer may not chair the hearing.
 - b. The club must have a quorum present (majority).
 - c. At the disciplinary hearing, the investigative officer will present the list of charges to the club members.
 - d. If the charged member requests, the charged member is given an opportunity to appear before the club to address the charges.
 - e. Members of the club may ask clarifying questions of the investigative officer and the charged member.
 - f. The charged member is excused for discussion and voting.
 - g. The club members, by majority vote, determine if the charges are substantiated.

- h. If the charges are substantiated, the club members, by majority vote, determine the appropriate disciplinary action(s) to be taken.
 - i. In order to terminate membership in the club, two-thirds of the club members present and voting must vote in favor of termination.
 - V. The charged member and club members are notified of the action taken.
 - VI. There is no appeal of a decision made by the club members.
- J. When an individual is removed from membership in a club, the Club President must notify World Headquarters within seven (7) days. If the Club President is the member removed, the next highest-ranking officer is responsible for notifying World Headquarters.
- K. If a member's appeal of a terminated club membership is successful, the Club President must notify World Headquarters within seven (7) days.

3. District Procedure to Discipline a Member

- A. Resignation or removal of a District officer is addressed in [Article VII](#), Section(g) of the District Administrative Bylaws.
- B. An individual member who wishes to express concern about any ethics and conduct or other violation involving a member of the District Executive Committee, other appointed District leader, or an individual Toastmasters member participating in District activities, may submit a complaint to the District Director. If the District Director is the charged member, the next highest-ranking District officer replaces the District Director throughout the remainder of the proceedings.
- C. The District Director completes a confidential investigation within seven (7) days. The District Director discusses the findings from the investigation with the complaining member (complainant) and the charged member (separately or together) in an effort to reach a mutually agreeable resolution. If a resolution is reached, the matter is closed.
- D. If a resolution is not reached, the District Director or the next highest-ranking District officer replacing the District Director appoints a District Disciplinary Committee and informs World Headquarters. World Headquarters provides counsel and direction in matters of process.
- E. The District Disciplinary Committee has five (5) members: the Immediate Past District Director (chair), a Past District Director (co-chair), and three (3) DEC members, selected for their impartiality. If the Immediate Past District Director (IPDD) is involved in the complaint, a Past District Director chairs the committee and the IPDD is excused. Where there is no IPDD or insufficient PDDs, the District Director may invite other past District leaders to serve on the committee.
- F. The committee receives copies of the original complaint, the charged member's response and the results of the District Director's confidential investigation and carries out further investigations at its discretion.
- G. If the committee determines that sufficient evidence of alleged violations exists, charges are developed, and the member is notified that a hearing will take

place. The hearing may be in person or by teleconference. All discussion and materials are subject to confidentiality.

- H. A Notice of Hearing is required to conduct a disciplinary hearing. The Notice of Hearing shall include the following:
 - I. Date, time and location, including in-person address or teleconference information
 - II. A list of the charges
 - III. The specific Policy or Protocol referring to the charges
- I. The charged member's club shall have the opportunity to participate as follows:
 - I. The charged member's club shall be entitled to the same written notice as the charged member, including any modified notice.
 - II. The charged member's club may choose to appear at the hearing or make a statement as a witness to the committee at its own cost only to present testimony within the limits stated below.
- J. After receiving the Notice of Hearing, the charged member has 15 days to respond to the charges, either orally or in writing.
- K. After the 15-day response time, the committee holds the disciplinary hearing.
- L. The complainant and the charged member have the opportunity to participate in the hearing. The committee determines the time limit for discussions, as well as the amount of and the manner in which evidence is received, whether in person or in writing.
- M. The charged member provides any written, physical, or other evidence (other than oral testimony) to the committee no later than 48 hours prior to the hearing.
- N. The hearing is a closed hearing. The only people permitted in attendance are the District Disciplinary Committee members, the complainant, the charged member, and witnesses. Witnesses may be suggested by the complainant, the charged member and the committee. If witnesses are in attendance, they speak only to the charges and evidence presented.
- O. At the hearing, the co-chairs:
 - I. Confirm that a quorum is present.
 - II. Indicate the hearing is not a court of law, and that the disciplinary process is being followed as outlined in Toastmasters' governing documents.
 - III. Advise participants that recording of the hearing is prohibited.
 - IV. State that all discussion is limited to the charges and evidence presented.

- V. Present findings from the investigation. The findings may contain sensitive and confidential information. The committee may keep the source of information confidential.
- VI. Provide the charged member with a predetermined amount of time to speak and respond to the charges.
- VII. Provide any witnesses who are speaking a predetermined amount of time to speak.
- VIII. Excuse all parties present except the committee to discuss the charges, evidence and response of the charged member.
 - a. The committee discusses, and determines, by majority vote, whether the charges were substantiated.
 - b. If the charges are substantiated, the committee discusses disciplinary action and determines, by majority vote, the proposed disciplinary action.
- IX. Disciplinary actions may include one (1) or more of the following:
 - a. Private written censure of the member by the District Executive Committee
 - b. Public written censure of the member by the District Executive Committee
 - c. Suspension from participation in District activities – not to exceed 18 months
 - d. Suspension or removal from District office
 - e. Suspension from eligibility to be elected or appointed to District office – not to exceed 18 months
 - f. Request that the Board of Directors conduct a disciplinary hearing to consider removing the individual from good standing with Toastmasters International.
- I. X. The committee makes a motion setting out the proposed disciplinary action to the District Executive Committee. The District Executive Committee may ask clarifying questions, and proceed to vote on the proposed disciplinary action. Voting may take place in person or in ~~a virtual~~ **an online** meeting, following the voting procedures outlined in [Protocol 7.1: District Events](#).
- XI. Removal from office requires a two-thirds vote of the entire District Executive Committee. Other disciplinary action must be approved by a majority vote of those present and voting.
- P. The charged member and World Headquarters are notified in writing within 24 hours of any disciplinary action.

- Q. The disciplinary process and the outcome must be kept confidential, except in the following circumstances. The District Director or next highest-ranking District officer replacing the District Director communicates the information, after consultation with World Headquarters.
- I. If the charged member or the complainant has made the matter public
 - II. If club officers or District leaders should be notified in order to minimize potential harm to other members
 - III. In other appropriate situations, when the best interest of Toastmasters International may require discreet communications to others
- R. If the District Executive Committee approves disciplinary action, the charged member may appeal to the Board of Directors within 15 days.
- S. The Board of Directors may, on its own initiative, review the District Executive Committee's decision and reach a different conclusion in the best interests of Toastmasters International, its Member Clubs and individual members.

4. Procedure to Discipline Accredited Speakers, World Champions of Public Speaking, and Region Advisors

- A. An individual member who wishes to express concern about any ethics and conduct or other violation involving an Accredited Speaker, World Champion of Public Speaking, or Region Advisor, may submit a written complaint containing reasonably credible information to World Headquarters. If the complaint is deemed to be reasonably credible, a disciplinary review following the steps in this protocol may be conducted.
- B. Violations include, but are not limited to, harassment; discrimination; illegal, dishonest, or unethical behavior described in the [Policy 3.0: Ethics and Conduct](#); failure to uphold Toastmasters International's Bylaws, Policies or Protocols.
- C. Disciplinary actions may include, but are not limited to:
- A warning or reprimand
 - A requirement to acknowledge the infraction or violation
 - A requirement to correct the infraction
 - A commitment to non-recurrence
 - An apology to affected parties
 - Provision of financial restitution to persons affected or to the organization for costs of the disciplinary process
 - Suspension of title for a specific time or permanently
 - Removal from good standing with Toastmasters International for a specific time or permanently
- D. Disciplinary review and action are based on the severity of the potential violation:
- I. A level-one violation is a minor infraction (for example: inappropriate or disrespectful behavior with individual Toastmasters members or staff. Inappropriate or disrespectful behavior at Toastmasters events.)

- a. The International President reviews the information, conducts an investigation and consults with the Executive Committee and others as needed, and engages in disciplinary communication (orally and/or in writing) to the Accredited Speaker, World Champion of Public Speaking, or Region Advisor.
 - b. If correctable, the individual acknowledges the infraction and corrects it.
 - c. If not correctable, the individual acknowledges the infraction and commits in writing to non-recurrence.
 - d. The International President informs the Board of Directors.
- II. A level-two violation is a severe violation (for example: excessive, inappropriate, or disrespectful behavior at a Toastmasters event, or relating to World Headquarters; consistently missing or being unprepared for Toastmasters-related speaking engagements; promoting the violation of Toastmasters Bylaws, Policies or Protocol; deliberately misusing the Accredited Speaker, World Champion of Public Speaking, or Region Advisor title, embarrassing the organization, tarnishing the reputation of the program).
- a. The International President reviews the information, conducts an investigation and consults with the Board of Directors and others as needed.
 - b. The Board of Directors determines the appropriate disciplinary measure, up to and including a hearing to consider revocation of the Accredited Speaker, World Champion of Public Speaking, or Region Advisor.
 - c. The Board may assign the matter to the Disciplinary Committee. The Disciplinary Committee and the Board of Directors must follow all required disciplinary processes.
 - d. If the Board decides to proceed with the Disciplinary Committee's recommendation, appropriate procedures are followed.
 - e. There is no appeal of the Board's decision.

5. Recognition Program Violations

- A. The Chief Executive Officer is authorized to delay, deny, or withdraw the granting of any recognition award, or the acceptance at World Headquarters of any documentation in support of any such award, if it appears that there were misrepresentations by or on behalf of the individual, club, Area, Division, or District seeking the award.
 - I. The final decision to deny or withdraw an award is the responsibility of and must be confirmed by the International President.
 - II. There is no right of appeal beyond the International President.
- B. If there are misrepresentations in the submission of a club's renewals, charter fees, or membership applications, that club shall be suspended from all performance results for the remainder of the program year.

- I. The District Director, Program Quality Director, and Club Growth Director shall be immediately notified of the action and provided the reasons for suspension.
 - II. If all three (3) officers, or a majority of the officers and the Immediate Past District Director, or a majority of the District Executive Committee, certify in writing that, in their judgment, there was no misrepresentation, then the club can be reinstated to the performance results.
 - III. Clubs suspended from a District's year-end performance results must be reinstated before July 15 in order to receive credit for recognition as a Distinguished Club, Distinguished Area, Distinguished Division, and Distinguished District.
- C. Districts shall not create, administer, or promote any recognition programs which compete with official Toastmasters International recognition programs.

District Events

1. District Events

- A. All District events, including but not limited to District conferences, club officer training, District leader training and District Council meetings, must not be held jointly with any other District.

2. Training

- A. All District-sponsored officer training incorporates the core content of the training programs for District leaders and club officers provided by Toastmasters International.
- B. Training events are included as part of the District calendar and published in District communications, including District newsletters and websites.
- C. If unable to attend training in their home District, a club officer may get credit for training in another District. An attending club officer is responsible for notifying both Districts.

3. Area and Division Director Training

- A. It is recommended that initial Area and Division Director training be held before the program year begins. If this is not possible, training must occur no later than September 30.
- B. The mandatory minimum duration of initial Area and Division Director training is four (4) hours.
- C. Area and Division Directors should be trained together in a central location; however, geographically large Districts may train Area Directors by Division or by Divisions grouped together. Further, at the discretion of the District Director, training may be conducted online through use of live audio and video conferencing tools utilizing an online platform if:
 - I. The cost of travel to attend training is higher than half the cost of semi-annual dues.
 - II. The distance for two (2) or more Area or Division Directors to meet in a central location is greater than 60 miles/100 kilometers.
 - III. Travel time to a central location is greater than two (2) hours round trip.
 - IV. Travel conditions place the safety of the Area and Division Directors at risk.
- D. Additional training for Division and Area Directors shall be conducted throughout the year. Such training must focus on topics that support the achievement of the District and club mission:

- I. Supporting all clubs in achieving excellence
 - II. Effective club visits
 - III. Techniques for creating new club opportunities and building new clubs
 - IV. Success plan status review
 - V. Individual leadership development topics such as time management, conflict resolution, delegation and leadership opportunities
 - VI. Conducting effective Area and Division Council meetings to reinforce club support
 - VII. Succession planning
- E. Such additional training of Division and Area Directors may include other elected and appointed District leaders and is conducted at Division or District meetings.

4. Club Officer Training

- A. Districts train club officers a minimum of twice yearly: between June 1 and August 31 and between November 1 and February 28 (or February 29 in leap years).
- B. The Toastmasters Leadership Institute (TLI) is the recommended method of club officer training. If the District chooses this format, it must conform to the guidelines published by Toastmasters International. The terms “university” and “college” shall not be used.
- C. All District events are training opportunities. As part of District leader and club officer training, Districts may include educational sessions on communication and leadership for all members. District funds shall not be used to subsidize separate sessions for non-officers.
- D. Districts do not create any educational awards, including degrees, diplomas, or certifications.
- E. Districts only conduct training sessions focused on the training of club officers or District leaders and the achievement of the club or District mission.
- F. Districts do not compete with for-profit enterprises that deliver training programs. District-sponsored training is available only to members and their guests. These events are not open to the general public nor used as fundraising events.

5. District Executive Committee Meetings

- A. The District Executive Committee ensures that District leaders work to achieve the District mission.
- B. The composition and duties of the District Executive Committee are defined and described in [Article XI](#), Section (a) of the District Administrative Bylaws.

- C. The District Executive Committee reviews and approves the District Success Plan; approves the budget and oversees the financial operation of the District; recommends the assignment of clubs to Areas and Divisions; reviews recommendations and reports of District committees, including those of the Audit Committee; and performs any duties assigned by the District Council.
- D. The District Executive Committee meets at least four (4) times each year. One (1) meeting shall be conducted in-person. Additional meetings are conducted in-person or **virtually online**.
- E. **Virtual Online** meetings occur as recommended by the District Director and agreed upon by a majority of the committee. Any agenda item that requires the District Executive Committee to vote must adhere to the following process:
 - I. Notice of the electronic vote is posted to the District website four (4) weeks in advance of the vote opening.
 - II. The District posts the proposed agenda item at least 14 days in advance of the vote.
- F. District Executive Committee meeting information is included in the District calendar and in other District communications.
- G. Only those who have business before the District Executive Committee and have been invited by the District Director attend District Executive Committee meetings.
- H. Any training at District Executive Committee meetings focuses on achieving the District mission.
- I. At District Executive Committee meetings, unless noted, the following business is conducted:
 - I. The District mission is reviewed.
 - II. Roll call is taken, and a quorum is certified.
 - III. The District budget is prepared prior to the budget submittal deadline; copies of the budget are provided at or before the meeting.
 - IV. The Audit Committee's report is presented to the District Executive Committee prior to each District Council meeting; copies of the audit are provided at or before the meeting. The Audit Committee is governed by [Article XI](#), Section (c) of the District Administrative Bylaws.
 - V. The Profit and Loss Statement is presented; copies of the report are provided at or before the meeting.
 - VI. At the meeting prior to the District Council's annual meeting, the alignment of clubs into Areas and Divisions is recommended.

- VII. The District Director's recommendations to fill any vacancies in office are approved.
- VIII. The District Director, Program Quality Director, Club Growth Director, Division Directors, and Area Directors report on the District Success Plan and Distinguished program progress.

6. District Council Meetings

- A. The District Council is defined and described [Article XII](#), Section 3(c) of the Bylaws of Toastmasters International and in [Article IX of the District Administrative Bylaws](#).
- B. District Council meetings are governed by [Article XII](#), Section 3(c) of the Bylaws of Toastmasters International and by [Article X of the District Administrative Bylaws](#).
- C. The District Council's annual meeting in which the elections take place is conducted in person. Other meetings of the District Council, including special meetings, are conducted **virtually online**.
- D. **Virtual Online** meetings occur as recommended by the District Director and agreed upon by a majority of the District Executive Committee. Any agenda item that requires the District Council to vote must adhere to the following process:
 - I. Notice of the electronic vote is posted to the District website four (4) weeks in advance of the vote opening.
 - II. The District posts the proposed agenda item at least 14 days in advance of the vote.
 - III. The District posts the proposed budget at least 14 days in advance of the vote.
 - IV. The District posts information about proposed appointees at least 14 days in advance of the vote.
- E. District committee chairs and others, whose participation the council requires, may attend. Members, who are not voting members of the council or their proxyholders, may attend the meeting but do not participate in council deliberations.
- F. At District Council meetings, unless noted, the following business is conducted:
 - I. The District mission is reviewed.
 - II. The Credentials Committee report is presented.
 - III. The Audit Committee report is presented.

- IV. The District budget is adopted at the first District Council meeting.
- V. The Profit and Loss Statement is presented.
- VI. Appointed officers are confirmed at the first District Council meeting.
- VII. The District Executive Committee's action to fill any vacancies in District office is confirmed.
- VIII. The assignment of clubs to Areas and Divisions for the following year is adopted at the District Council annual meeting.
- IX. The District Leadership Committee report is presented at the District council annual meeting.
- X. Nominations from the floor are taken, and election of District officers is conducted at the District Council annual meeting.
- XI. The District Director, Program Quality Director, Club Growth Director, Immediate Past District Director, and District Public Relations Manager report on progress toward District goals.

7. Division Council Meetings

- A. The Division Council manages Division activities; facilitates the achievement of club, Area, Division, and District goals; and helps with administrative activities, such as Division contests, meetings, and training.
- B. The Division Council meets at least twice each year. Meetings are conducted in-person when practicable. The Division Director notifies attendees at least four (4) weeks before each meeting.
- C. Council members are the Division Director, Assistant Division Director Program Quality, Assistant Division Director Club Growth, and Area Directors within the Division.
- D. Unless noted, the following business is conducted at Division Council meetings:
 - I. Area Success Plan and progress in the Distinguished Area Program are presented.
 - II. Club Success Plan and progress in the Distinguished Club Program are presented.
 - III. The club officer training attendance report is presented.
 - IV. Plans for Division events, such as training and speech contests, are made.

8. Area Council Meetings

- A. The Area Council manages Area activities and supports each club in the Area in fulfilling the club mission.
- B. The Area Council meets at least twice each year. Meetings are conducted in-person when practicable. The Area Director notifies attendees at least four (4) weeks before each meeting.
- C. Council members include the Area Director, Assistant Area Director Program Quality, Assistant Area Director Club Growth, Area Secretary, Club Presidents within the Area, Club Vice Presidents Education within the Area, and Club Vice Presidents Membership within the Area.
- D. Unless noted, the following business is conducted at Area Council meetings:
 - I. Club Success Plan and progress in the Distinguished Club Program are presented.
 - II. Club officer training attendance reports are presented.
 - III. Plans for Area events, such as training and speech contests, are made.
 - IV. In accordance with the District Council's decision to elect or appoint Area Directors as specified in the [District Administrative Bylaws, Article VII](#), Section C, evaluate and assess Area Director candidates in order to either:
 - a. Provide one (1) or more appointment recommendations to the District Director no later than a date recommended by the District Director and approved by the District Executive Committee. That date will be announced in the District's annual call for nominations. The recommendations are subject to alignment changes by the District Council, or
 - b. Elect the following year's Area Director and provide the results of the election to the District Director no later than a date recommended by the District Director and approved by the District Executive Committee. That date will be announced in the District's annual call for nominations. The elections are subject to alignment changes by the District Council.

9. Annual District Conferences

- A. The purpose of the annual District conference is to provide communication and leadership training opportunities toward achieving the club and District missions and to hold the in-person District Council meeting. The annual conference is established in [Article XII](#), Section 4 of the Bylaws of Toastmasters International and further defined in [Article X](#), Section (a) of the District Administrative Bylaws.
- B. District conference information is included in the District calendar and in other District communications.

- C. The following events occur at the annual District conference:
 - I. The in-person District Council meeting. Voting members or their proxyholders are required to attend the annual District Council meeting.
 - II. The International Speech Contest and any other District-level speech contests. These District-level contests may only take place at this event.
 - III. Educational sessions that focus on achieving the club and District missions.

10. District Leader Training

- A. District Directors, Program Quality Directors, and Club Growth Directors have training opportunities from World Headquarters: ongoing e-learning sessions, August District Leader Training at the International Convention, and Mid-year District Leader Training.
- B. The Chief Executive Officer establishes the training schedules, determines and coordinates training sites, assigns Districts, and develops and implements training programs.
- C. Region Advisors attend the in-person trainings and may participate as trainers. International Directors may also attend and participate as trainers, as needed.