



**Minutes of the 2016-2017 Board of Directors Teleconference  
September 28, 2016**

The 2016-2017 Toastmasters International Board of Directors convened on September 28, 2016, with International President Mike Storkey, DTM, presiding. The other officers and directors present were: Balraj Arunasalam, DTM; Lark Doley, DTM; Deepak Menon, DTM; Jim Kokocki, DTM; Steven Chen, DTM; Russell L. Drake, DTM; Teresa S. Dukes, DTM; David Fisher, DTM; Magnus Jansson, DTM; Vera Johnson, DTM; Matt Kinsey, DTM; Jim Kohli, DTM; Monique Levesque-Pharoah, DTM; David McCallister, DTM; Michael Osur, DTM; Margaret Page, DTM; Nagaraja Rao, DTM; Elisa Tay, DTM. Chief Executive Officer Daniel Rex, Chief Operations Officer Sally Newell Cohen and Secretary/Treasurer Jennifer Quinn were also present. No directors were absent.

1. The Board of Directors reviewed and unanimously voted to accept the agenda for the teleconference.
2. The Board was briefed on the results of the September 20, 2016 Executive Committee teleconference including:
  - a. Review of the annual Conflict of Interest Policy: Acknowledgment and Financial Interest Disclosure Statements submitted by international officers, directors and key employees as required by Policy 11.11: Board of Directors Conflict of Interest. No conflicts of interest were identified.
  - b. Approval of the signers on district accounts as submitted by each district on the District Signature Form for Withdrawal of District Funds. The following signature forms from the following districts were approved:

Districts F-1	District 76
Districts 3-5	District 78
Districts 7-16	Districts 82-84
Districts 19-20	District 86
Districts 22-33	Districts 90-92
Districts 35-40	Districts 94-96
Districts 42-66	District 99
District 68	Districts 101-102
District 70-74	



Signature forms are pending from the following districts:

District 2	District 79
District 6	District 80
District 17	District 81
District 18	District 85
District 21	District 87
District 34	District 88
District 41	District 89
District 67	District 93
District 69	District 97
District 75	District 98
District 77	

- c. The International President, in consultation with the Executive Committee, assigned Board members to participate in committee work between October 2016 and January 2017. Three committees will convene: Board Committee Recommendation Alignment and Prioritization, Region Advisor Selection Committee and Disciplinary Committee. The membership, purpose and presiding officer of each committee was determined by the International President in accordance with Policy 11.4, Section 3.C.
3. The Board reviewed and accepted the minutes of the Board meeting held on August 15-16, 2016 and the August 20, 2016 Annual Business Meeting.
4. The Board discussed and modified Policy 10.0: Region Advisors (attached). The policy was modified for several reasons:
  - a. The resignation of the first-year director (who served on the committee last year) created a situation that would result in a policy violation: there would have been no second-year, continuing member on the committee, and
  - b. Adding Past International Directors as potential committee members provides for more opportunity when selecting committee members and different perspectives during the Region Advisor selection process.

## 5. Restricted



6. The Board reviewed and discussed the International Leadership Committee's June 2016 report and considered several modifications to policy. The Board requested that World Headquarters continue to review and draft additional changes to Policy 9.1 International Campaigns and Elections and present them to the Board at a future meeting.

There being no further business, the teleconference was adjourned at 7:30 p.m. Pacific Time.

Pursuant to Policy 11.3, items contained in the minutes of this meeting were classified as "unrestricted" upon distribution of the minutes by World Headquarters, not to include any matters marked "restricted."

Jennifer Quinn  
Secretary/Treasurer

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

Policy 10.0  
**Region Advisors**

**1. Region Advisor (RA) Selection Committee**

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

**2. Selection**

- A. Each year, one RA per region will be appointed by the Board of Directors, after considering applicants recommended by the RA Selection Committee.
- B. Individuals who apply for or who are selected to be Region Advisors are paid members who have served 12 months as Immediate Past District Director (IPDD) and who have served 12 months in two of the following three roles: District Director (DD), Program Quality Director (PQD) or Club Growth Director (CGD).
- C. Applicant Assessment
- I. Each RA applicant's competencies will be assessed by leaders who served with them in previous Toastmasters roles. The assessment will be administered each November by a professional assessment firm. The results will be provided to the RA Selection Committee and to each respective applicant. Applicants must, before receiving the assessment results, agree in writing to keep them completely confidential.
  - II. The RA Selection Committee Chair may discuss applicants and assessment results as appropriate with the International Leadership Committee Chair and Chief Executive Officer.
  - III. The assessment tool is sent to:

- a. The international director, region advisor (if there was a region advisor), PQD, CGD, IPDD, district finance manager and division directors who served while the applicant was DD.
- b. The international director, region advisor (if there was a region advisor), DD, CGD and IPDD who served while the applicant was PQD.
- c. The international director, region advisor (if there was a region advisor), DD, PQD, IPDD and public relations manager who served while the applicant was CGD.
- d. The applicant.

### **3. Position**

- A. RAs support district leaders in their efforts to fulfill the district mission. Specifically, the RA:
  - I. Provides marketing support and expertise that expands the districts' capacity to grow clubs and grow membership.
  - II. Leverages their experience and success as a Toastmasters leader to help the district directors, program quality directors, and club growth directors develop as leaders, identify future leaders and create a succession plan.
  - III. Coaches the district leaders to achievement by assessing each District Success Plan and mentoring to optimize individual performance.
  - IV. Establishes a trusting relationship through frequent and consistent communication.
- B. RAs report to the International President through World Headquarters.
- C. RA vacancies are filled by the International President, with ratification by the Executive Committee, to complete the remainder of the term. The International President may grant a temporary leave of absence in appropriate circumstances.

### **4. Term of Service**

- A. The RA term lasts for 15 months: April 1 through June 30 of the following year. RAs must apply for each term and may serve no more than two consecutive terms. There is no limit on nonconsecutive terms.
- B. An RA may not campaign for, be elected to, or be appointed to any district office or role while serving as an RA.
- C. An RA may not be, or campaign on behalf of, an international officer or director candidate while serving as an RA. An RA may not stand for election at the Annual Business Meeting in the same year in which their RA term ends.

- D. An RA may resign in writing to the Chief Executive Officer or the International President.
- E. An RA may be removed from service at any time, with or without cause, by the Executive Committee.