



Minutes of the 2024-2025 Board of Directors Meeting

August 16-18, 2025

The 2024-2025 Toastmasters International Board of Directors met on August 16-18, 2025, with International President, Radhi Spear, DTM presiding. The other officers and directors present were: Aletta Rochat, DTM; Stefano McGhee, DTM; Gauri Seshadri, DTM; Morag Mathieson, DTM; Pawas Chandra, DTM; Farzana Chohan, DTM; Francesco Fedele, DTM; Viola Lee, DTM; Mark Lucas, DTM; Sondra Nunez, DTM; Dana Richard, DTM; Violetta Rios, DTM; Srinivas Saineni, DTM; Sujit Sukumaran, DTM; Elisa Tay, DTM; Jenilee Taylor, DTM; Monique Tonna, DTM; and Frank Tsurro, DTM; and Chief Executive Officer Daniel Rex. Chief Operations and Information Officer Heidi Hollenbeck, Chief Financial Officer Jonathan Lam, Chief Marketing and Development Officer John Lurquin, Marketing and Communications Director Diana Passow, Board Support Director Mona Shah, Education Programs and Training Director Kate Wingrove, Executive Assistant to the Chief Executive Officer Amber Villa, and Secretary Kristen Kyriazis were also present. No Board Members were absent.

1. The agenda was adopted.
2. The International President presented a report about how she takes pride in Smedley's vision – that the idea of one man has helped millions around the world to grow.
3. The Board received an update on how the organization performed in the 2024-2025 program year in relation to the organizational goals in the 2024 Strategic Plan. They discussed how the organization can improve results for the 2025-2026 program year and the idea of one thing each Board Member can do to deliver on the Strategic Plan.
4. **HIGHLY CONFIDENTIAL**
5. The Board participated in an exercise where they examined the campaign and election processes for the Board of Directors through three lenses – the Member Clubs, the District Directors, and the international candidates. They discussed the positive and negative aspects of the current process and how it can be improved.
6. The Board received the report (attached) of the August 13, 2025, Strategic Planning Committee meeting as presented by Immediate Past International President Morag Mathieson. The Board accepted the Committee's report as presented in items #1 and 2. Item #3 was discussed subsequently.

The Board adopted item #3.

7. Scenario Planning provides background discussion and potential alternatives to follow that helps prepare the Board in advance for the considered circumstances. From April to June 2025 the Board participated in several sessions of scenario planning. The Board discussed the outcome of these sessions and reflected on how the process can be improved in the future.
8. The Board conducted its annual review of minutes classified as Restricted and Highly Confidential, in accordance with Policy 11.9: Secretary and Treasurer. The Board determined no changes to classification are needed at this time. The Board also decided to update the process to only include the minutes from the last three Board terms, with a focus on any decisions that are still pending implementation.
9. The Board received an update from the Chief Executive Officer on the status of the organization. He shared information about some upcoming projects which will be part of his report at the Board Briefing.
10. The Board shared their experience with the Refocused Region Advisor program so far and provided feedback for future improvements.
11. The Board received the report (attached) of the August 13-14, 2025, Executive Committee meeting as presented by International President-Elect Aletta Rochat. The Board adopted the Committee's recommendations as presented in items #1, 3, 4, 5, 6, 7, 10, 11, 13, 15, 17, and 18. The remaining items were discussed subsequently.

The Board adopted item #2. In July 2025, based on recommendations from Joint Realignment Committee Group 1, the Board approved the attached new boundaries, effective July 1, 2026. The approved new boundaries from Joint Realignment Committee Group 2 are also attached.

For item #8, the Board discussed the consequences of waiting long periods before increasing membership dues. They considered an annual inflation-adjusted increase that would support better budgeting and offer smaller increases than has historically occurred. No change in dues was adopted. The Board did adopt an increase to the new member fee, including the accompanying amendments to Policy 8.0.

The Board considered the Committee's recommendation regarding a statement about Toastmasters club meeting formats, as recorded in item #9. The Board voted to amend the presented statement further, and approved the following:

Members coming together in one location create a strong community and develop high-value communication and leadership skills. We know the Toastmasters experience functions at its best in person.

Clubs that meet in a hybrid or online format similarly offer opportunities to practice online communication and leadership skills, necessary and valuable in today's world.

The Board adopted item #12.

The Board adopted item #14.

The Board adopted item #16.

The Board adopted item #19.

12. RESTRICTED

13. The Board reviewed the results of the Board Self-Assessment and reflected on their year serving on the Board.
14. The Board received and adopted the minutes (attached) of the August 7, 2025, Audit Committee meeting, including engaging Eide Bailly and HLB Atrede as the 2025 auditors for Toastmasters International and Toastmasters International Singapore Limited, respectively.
15. The Board separated into two groups for an open discussion session. The first-year International Directors shared what they wish they knew when joining the Board, to help inform future orientation agendas and mentoring conversations. The second-year International Directors considered knowledge transfer with the incoming Board Members and how to best support them as they start their term of service.
16. The Board conducted a blue sky session to discuss ideas of strategic importance that the Board Members believed could impact the organization in a positive way.
17. The International Directors presented on the status of their regions. They shared a summary of District performance, the status of leadership in the region, and the opportunities they see for this program year.

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

Pursuant to Protocol 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.”



Kristen Kyriazis
Secretary

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



Minutes of the 2024-2025 Strategic Planning Committee Meeting

August 13, 2025

The 2024-2025 Strategic Planning Committee met on August 13, 2025, with Immediate Past International President Morag Mathieson, DTM, presiding. The other officers present were: International President Radhi Spear, DTM; International President-Elect Aletta Rochat, DTM; First Vice President Stefano McGhee, DTM; Second Vice President Gauri Seshadri, DTM; and Chief Executive Officer Daniel Rex. Chief Operations and Information Officer Heidi Hollenbeck, Chief Financial Officer Jonathan Lam, Chief Marketing and Development Officer John Lurquin, Board Support Director Mona Shah, Executive Assistant to the Chief Executive Officer Amber Villa, and Secretary Kristen Kyriazis were also present. No Committee members were absent.

1. The Committee reviewed the 2024 Strategic Plan and the progress that has been made since its introduction in August 2024. They discussed what has been done in support of the strategic plan and what other communication channels can be used to promote and support the plan. They considered which categories are relevant to measuring the success of the organization as a whole and agreed to keep the same categories. Reviewing the data for the last program year, the Committee updated the 2025-2026 annual goals:

Category	2024-2025 Goal	2025-2026 Goal	Measurement
Distinguished Clubs	3%	3%	Percentage of Distinguished clubs compared to previous year
Membership Payments	3%	3%	Total membership payments compared to previous year
Renewal Rate	2%	> 0%	Percentage of members renewing compared to previous year
Member Satisfaction	52	> 50	Net Promoter Score survey
Net Club Growth	3%	3%	Total paid clubs compared to previous year
Pathways Level Completions	5%	5%	Total level completions compared to previous year

2. HIGHLY CONFIDENTIAL

3. The Committee considered the elements of the processes for the election of the Board, both those driven by the organization and those driven by the individual candidates. They reflected on their experiences with the campaign and election processes. They ideated what the optimal processes would look like, then evaluated which ideas could be implemented for the upcoming election cycle. The

Committee recommends that the Board adopt amendments to Policy 9.1: International Campaigns and Elections (attached), effective September 1, 2025.

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

Pursuant to Protocol 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.”



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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 Assessments begin 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. Written notification indicating intent to run from the floor must be submitted to the International President no later than July May 1.
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. The third Past International President is appointed as a second co-chair 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. 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, a committee member who served a full term more than two (2) years ago, or by an individual who has never served on the committee.

If the individual filling the one (1) year or less vacancy has not served on the committee previously, that individual is eligible to serve a full two-year term immediately following the one year or less time of service.

- I. Region Advisors, members of any District Executive Committee, campaign managers, or members of an International Officer or Director candidate campaign team do not serve on the committee.
- J. 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.
- K. Committee members may be reappointed only after a two-year absence from the committee.
- L. The ILC nominates at least one (1) and not more than two (2) candidates for each of the offices of International President-Elect, First Vice President, and International President if there is no International President-Elect to succeed to that office.
- M. The ILC nominates at least two (2) candidates for the office of Second Vice President.
- N. 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 no other willing and able candidate can reasonably be found.
 - I. An individual is considered willing and able if they are prepared to serve and possess the attributes and competencies to perform successfully on the Board of Directors. The attributes and competencies are published on the Toastmasters International website.
- O. 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.
- P. ILC members are fair and open-minded.
- I. Committee members with a potential conflict of interest, such as a business or personal relationship with a candidate that could create a reasonable doubt as to the ability of the committee member to be impartial, must declare it to the chair or co-chair as soon as the potential conflict is identified. The chair and co-chairs review the potential conflict of interest and determine, by a two-thirds vote, if it constitutes an actual conflict of interest. If a conflict is determined to exist, the committee member may be asked to abstain from discussion and voting regarding that candidate in context of the Committee or to resign from the committee.
- In the event that the chair or co-chair has a potential conflict of interest, as specified above, the chair or co-chair must declare it to the International President-Elect as soon as the potential conflict is identified. The International President-Elect, in consultation with the Executive Committee, reviews the potential conflict of interest and determines if it constitutes an actual conflict of interest. If a conflict of interest is determined to exist, the chair or co-chair is asked to resign.
- 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. During their term of service on the ILC, committee members shall not serve as Region Advisors, members of any District Executive Committee, campaign managers, or members of an International Officer or Director candidate campaign team.
 - IV. ILC members may request reimbursement for telephone calls or other reasonable expenses within 30 days after the end of their term.
- Q. International Officer and Director candidates may be self-declared candidates. The committee may receive names of qualified candidates or seek them out.
- R. 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 and 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 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, International President, International President-Elect, 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(s), International Director, Program Quality Director(s) (PQD), Club Growth Director(s) (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(s), the International Director, DD, CGD(s), 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(s), the International Director, DD, PQD(s), IPDD, District Finance Manager, District Administration Manager, District Public Relations Manager, and Division Directors who served while the candidate was CGD.
 - IV. The DDs, PQDs, and CGDs who served in the region while the candidate was a Region Advisor.
 - V. The current DD, PQD(s), and CGD(s) 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. Candidate interviews will be conducted using video conferencing. A candidate must have the capability to participate fully (audio and video) in the interview to be evaluated by the ILC. Interviews will be recorded for ILC internal use. Recordings will be deleted upon the release of the International Officer and Director ILC nominations on the Toastmasters International website.
- C. 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.
- D. Committee members, when evaluating a candidate's attributes and competencies relating to service on the Board of Directors and determining which candidates to nominate, take into account: assessment results, interviews, input from current and past leaders and other Toastmasters members, each candidate's Toastmasters membership and leadership history,

each candidate's Toastmasters education award and recognition history, candidate materials during their selection process, and Policy violations by candidates.

- E. 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.
- F. 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.
- G. Committee member votes are anonymous and confirmed in writing.
- H. To be nominated, a candidate must receive votes from at least a majority of the committee members.
 - I. In the case of a tie, the chair will allow additional time for discussion about the candidate. Another vote takes place after such additional discussion. If the vote again results in a tie, the candidate shall be nominated.
- I. 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, provides specific feedback related to the competencies required to effectively serve as an International Officer or Director, 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 effectively serve as an International Officer or Director.
- 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. 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.
 - II. 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 likelihood of any potential International Officer or Director remaining impartial and making a decision in the best interests of Toastmasters International.
 - III. **Once a Letter of Intent must be accepted by the ILC the candidate must abide by all campaign policies before a candidate may engage in public campaign activities.**
 - 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, and 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.

- III. Written notification indicating intent to run from the floor must be submitted to the International President no later than ~~July~~**May** 1.

7. International Candidate Campaigning

- A. Candidates for Second Vice President and International Director may only visit clubs, ~~Districts~~, and District ~~events leaders~~ within their declared home ~~District-region~~. In addition, candidates may continue to attend any meetings of clubs in which they are a paid member as of September 1 of the election cycle.

- B. Candidates and the candidates' **campaign team members** ~~representatives, at District conferences or at the International Convention~~, may:-

~~I. Produce, distribute, post, and make available for download educational and/or informational audio, video, and electronic materials, but may not play them at District conferences or at the International Convention.~~

~~II. Only distribute business cards (per the branded business cards description on the Brand Portal) as the sole print item.~~

~~III. Not produce or distribute any other campaign materials items (such as, but not limited to, educational materials, business cards, buttons, pins, USB drives, apparel, and gifts).~~

- ~~C. A candidate may use Toastmasters trademarks on campaign materials and websites, 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. C.~~ Unsolicited subscriptions to information by or about a candidate are not permitted.

- ~~E. D.~~ District publications, social media, and websites that include information written by or about candidates must not be distributed beyond their regular distribution list. District publications, social media, and websites must not contain advertisements about candidates and must not contain articles or notices about candidates from outside the District. District publications, social media, and websites may link to the list of candidate biographies on the Toastmasters International website.

- ~~F. E.~~ Candidates shall only **contact current and past Board Members for the purpose of educating and preparing themselves for the role of a Board Member** 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 must 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 the Toastmasters International President 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 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~~~~

F. Candidates must not send any campaign communications. A campaign communication is any type of message that is sent by the candidate or on the candidate's behalf, including, but not limited to, electronic mailings and voice/video conversations.

- ~~H. Candidates shall only use the following types of campaign communications:-
 - ~~I. 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.~~~~~~

- ~~II. 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.~~
- ~~i. Communication initiated by a Campaign Messaging Recipient is considered a solicited communication. Candidates may respond to a solicited communication at any time in the election cycle.~~
- d-I. Communications among campaign team members are permitted.

G. International Director and Second Vice President candidates must not make presentations at any District (including Area and Division) events.

- ~~III. Presentations includes but are is not limited to an educational session, keynote speech, or panel discussion delivered on-site, online, or in a hybrid format at a District (including Area and Division) event by the candidate and/or a candidate's representative.~~
- ~~a. International Officer and Director candidates are not permitted to deliver campaign speeches at any District (including Area and Division) event.~~
- b-I. **International Officer and Directors candidates International Director and Second Vice President candidates** may participate in other home District activities without delivering presentations, but must not serve in any District-level (including Area and Division) role.
- ~~c. Unopposed International Officer candidates may deliver a presentation at District (including Area and Division) events.~~
- ~~d. International Officer candidates who are opposed must not deliver presentations at District (including Area and Division) events.~~
- ~~e. International Director candidates, or their representatives, may deliver a presentation at District (including Area and Division) events only within their declared home region at the invitation of the District Director and only if all candidates running for the same office are given equal opportunity to do so.~~

~~f. Communications by the District in connection with a candidate's presentation at a District (including Area and Division) event and internal communications among campaign team members are not considered campaign communications.~~

~~IV. 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-H. A Candidate Corner shall be included on the Toastmasters International website. Information about nominated candidates may include a photograph, **and** profile, ~~and website address for contact purposes~~. Candidate information will be placed on the Toastmasters International website Candidate Corner by ~~November~~ **May** 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-I.~~ Floor candidates are **not included in-listed on** 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.~~

I. Candidates must not create campaign websites.

~~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, and in campaign communications made by the candidate.~~

~~iii. May include a blog with automatic notices and must have an opt-in/out option.~~

~~iv. Campaign content should only be posted on the candidate's campaign website.~~

~~e-J.~~ A candidate's personal social media profiles may contain a single post per platform announcing their candidacy, which may include **a link to the Candidate Corner on the Toastmasters International website** ~~the link to the candidate's campaign website.~~

~~d-K.~~ Online and social media participation

- ~~i-I.~~ Candidates are prohibited from participating in Toastmasters-related discussion groups on websites including social media sites using any profile.
- ~~ii-II.~~ Candidates are prohibited from creating campaign social media profiles.
- ~~e.~~ ~~Candidates' campaign websites 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.~~
- ~~V.~~ ~~Physical Campaign Places: any authorized location where a candidate or their representative(s) are located. Physical campaign materials, other than business cards (per the branded business cards description on the Brand Portal), must not be distributed.~~
 - ~~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.~~ ~~All International Officer and Director candidates or their representatives should be provided an equitable opportunity to participate in the Candidate Corner at the International Convention. Candidates who are not onsite must provide their own technical hardware and designate an onsite representative to facilitate their online participation.~~
- ~~e-J.~~ A candidate or their representative must not 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 must not be used for solicitation of votes.~~
- ~~ii-I.~~ 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 (paid or unpaid) related to the candidate's campaign. 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 (paid or unpaid) related to the candidate's campaign.

- 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, and on the candidate's website, 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.~~ A. 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.~~ B. 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 comment on a Toastmasters-related discussion group** ~~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 this election cycle, and, in the most severe cases, removal from good standing with Toastmasters International 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, t~~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-D.~~ 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.



Minutes of the 2024-2025 Executive Committee Meeting

August 13-14, 2025

The 2024-2025 Toastmasters International Executive Committee met on August 13-14, 2025, with International President Radhi Spear, DTM, presiding. The other officers present were: International President-Elect Aletta Rochat, DTM; First Vice President Stefano McGhee, DTM; Second Vice President Gauri Seshadri, DTM; Immediate Past International President Morag Mathieson, DTM; and Chief Executive Officer Daniel Rex. Chief Operations and Information Officer Heidi Hollenbeck, Chief Financial Officer Jonathan Lam, Chief Marketing and Development Officer John Lurquin, Marketing and Communications Director Diana Passow, Board Support Director Mona Shah, Education Programs and Training Director Kate Wingrove, Education Development Manager Jessie Powers, Region Advisor Program Supervisor Katie Welsh, Executive Assistant to the Chief Executive Officer Amber Villa, and Secretary Kristen Kyriazis were also present. No Committee members were absent.

1. The agenda was adopted.
2. The Committee reviewed and considered the proposed new boundaries for Districts from Joint Realignment Group 2. The Committee recommends the Board approve the proposed new boundaries, as presented, effective July 1, 2026.
3. The Committee received an update on the status of the World Headquarters building in Englewood, Colorado, United States.
4. The Committee discussed the organization's current financial position and capacity for future initiatives and offered guidance on prioritization. This will provide focus for the development process for the 2026 Toastmasters International Budget.
5. The International President presented a report of her experiences and observations. She provided perspective on how impressive the organization's 100-year history is – so few companies reach this milestone. During her visits to Districts, she witnessed the enthusiasm of the members and how the organization continues to be a force for good in the world.
6. The Committee participated in an exercise to reflect on successes and challenges of the year for all levels of the organization.
7. Chief Executive Officer Daniel Rex provided an update on the status of the organization. He highlighted which metrics illustrate positive change and which identify areas for further work.

8. The Committee continued its discussion on the concept of an annual dues increase model. They considered the best methodology for informing adjustments of the dues, as well as when any annual increases should take effect. The Committee recommends that the Board adopt the annual dues increase model, including amendments to Policy 8.0: Dues and Fees, effective upon publication of these minutes.

The Committee also discussed the new member fee and recommends that the Board increase the new member fee to \$25 USD, effective October 1, 2025, including accompanying amendments to Policy 8.0 (attached).
9. The Committee considered the shift in the proportion of club meetings being held in an onsite, online, or hybrid format. They shared their experiences with each of the meeting formats in their own clubs and clubs they visited while traveling as International Officers, revealing the obstacles and successes they observed. The Committee recommends that the Board adopt a statement about Toastmasters club meeting formats.
10. The Committee received an update on the Refocused Region Advisor Program. They discussed the next steps and how to ensure that the International Directors, Region Advisors, and District leaders are prepared to leverage their partnership for success.
11. The Committee reviewed and discussed the potential for committees in the period of September 2025 through March 2026. The Committee recommends the Board approve the following committee: Region Advisor Selection Committee. A Board Presentations Working Group will also be established.
12. The Committee reviewed proposed new boundaries for Regions 1-7, taking into account the approved new District boundaries effective July 1, 2026. Several of the new boundaries cross the existing region boundaries, necessitating realignment. The Committee recommends that the Board approve the realigned region boundaries for Regions 1-7, as presented, effective July 1, 2026.
13. The Committee reviewed the results of the Board Self-Assessment. This will be discussed by the entire Board.
14. The Committee reviewed two Smedley Fund subsidy applications requesting dues support. A short description of the requests and recommendations of the Committee are listed below:
 - a. The first request is from a Member Club in Asheville, North Carolina, United States. The Committee recommends that the Board approve a disbursement from the Smedley Fund for dues assistance for the October 2025 to March 2026 renewal period for an unpaid member of the club, as requested.
 - b. The second request is from a Member Club in Flin Flon, Manitoba, Canada. The Committee recommends that the Board deny the request for dues assistance as the individual members are already paid.
15. The Committee recommends that the Board of Directors maintain the use of the phrase “invalid votes” for the Annual Business Meeting, effective immediately.

16. The Committee reviewed future-focused decisions, pending implementation, made by past Boards during the pandemic to determine if the decisions still reflect the best interests of the organization. The following outlines the Committee's recommendations to the Board:

- The Committee recommends that the Board of Directors rescind the approved recommendations of the Club Leadership Roles and Responsibilities Committee.

- **RESTRICTED**

17. The Committee considered potential enhancements to the Pathways Learning Experience which would incorporate required meeting roles and presentations from the *Successful Club Series*, *Better Speaker Series*, and *Leadership Excellence Series* into current paths. The Committee recommends that the Board approve these enhancements as presented. They also reviewed a proposal to introduce Vintage Paths which will incorporate content from past education program manuals. The Committee recommends that the Board approve the continued development and implementation of the Vintage Paths as presented.

18. The Committee discussed the need for a District Realignment Program for the Districts in Regions 8-

14. The Committee recommends that the Board establish a committee to develop a plan to realign the Districts in Regions 8-14.

19. **HIGHLY CONFIDENTIAL**

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

Pursuant to Protocol 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."



Kristen Kyriazis
Secretary

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

Dues and Fees

1. Membership dues payments are governed by Article IV, Section 2 of the Bylaws of Toastmasters International.
2. The annual dues amount for members of all clubs is \$120 USD, payable as \$60 USD semiannually in April and October.
3. A member who joins a club at a time other than in April and October pays prorated dues according to the following table, payable in USD:

Join Month	Districted Clubs
May or November	\$50.00
June or December	\$40.00
July or January	\$30.00
August or February	\$20.00
September or March	\$10.00

4. The names of the members for whom dues are paid are submitted with the dues payments to Toastmasters International.
5. The new member fee for each new member, including charter members of new clubs, is ~~\$20~~ **\$25** USD.
6. Past International Presidents receive lifetime membership in all clubs to which they belong. All Toastmasters International dues are waived.
7. The charter application fee for a new club is \$125 USD. New clubs pay dues six (6) months or more in advance to align with the April or October dues cycle. This may result in the need to submit prorated membership dues for the subsequent dues renewal period.
8. The certification fee for a Gavel Club is \$125 USD. The annual renewal fee for a Gavel Club is \$125 USD, payable each November and prorated for groups requesting certification after November.
9. Club charter fees and membership dues and fees are paid by that club or an appropriate sponsoring agency, company, or group and not from District funds, or a District leader's personal funds, except when that District leader is also a President, Vice President, or Treasurer of that club. Club charter fees may be paid by another club, however membership dues and fees may not.
10. The Board of Directors reviews the dues, fees, and submission processes annually. In the event a dues increase is implemented, the Board of Directors will determine both the effective date for which renewal period the increase will take effect and when the change goes into effect.
11. In the event of a natural disaster or other extenuating circumstance affecting one (1) or more clubs' ability to pay membership dues, the Chief Executive Officer, after consultation with the International President, may postpone or reduce the membership dues for the affected clubs or take other appropriate measures. It is the responsibility of the affected clubs to contact World Headquarters for consideration.



District Boundaries

Effective July 1, 2026

District 204

The boundaries of this District shall contain:

- In the state of California, United States:
 - The counties of San Benito, Santa Cruz, and Monterey
 - All of Santa Clara County, **except for** the city limits of Palo Alto, Los Altos, and Stanford

District 205

The boundaries of this District shall contain:

- In the state of California, United States:
 - The counties of Del Norte, Humboldt, Lake, Marin, Mendocino, San Francisco, San Mateo, and Sonoma
 - The portion of Alameda and Contra Costa counties that lie **west of the western border** of the following ZIP codes: 94553, 94563, 94556, 94568, 94588, and 94586
 - The portion of Santa Clara County that **includes** the city limits of Palo Alto, Los Altos, and Stanford

District 206

The boundaries of this District shall contain:

- In the state of California, United States:
 - The counties of Alpine, Amador, Butte, Calaveras, Colusa, El Dorado, Fresno, Glenn, Lassen, Madera, Mariposa, Merced, Modoc, Mono, Napa, Nevada, Placer, Plumas, Sacramento, San Joaquin, Shasta, Sierra, Siskiyou, Solano, Stanislaus, Sutter, Trinity, Tuolumne, Yolo, and Yuba
 - The portion of Alameda and Contra Costa counties that lie **east of the western border** of the following ZIP codes: 94553, 94563, 94556, 94568, 94588, and 94586
- In the state of Nevada, United States:
 - The counties of Carson City, Churchill, Douglas, Eureka, Humboldt, Lander, Lyon, Pershing, Storey, and Washoe
 - The portion of Esmeralda, Mineral, and Nye counties **north** of U.S. Highway 6

District 207

The boundaries of this District shall contain:

- In the state of Idaho, United States:
 - The portion of the state **south of the northern border** of the following counties: Adams, Valley, and Lemhi
- In the state of Nevada, United States:
 - The counties of Elko and White Pine
- In the state of Oregon, United States:
 - All counties **except for** Baker, Grant, Morrow, Umatilla, Union, and Wallowa
- In the state of Utah, United States:
 - The portion of the state **west of** Green River, Colorado River, and Lake Powell **except for**:
 - The city of Green River
 - The counties of Washington, Kane, Iron, and Garfield
- In the state of Washington, United States:
 - The counties of Clark, Cowlitz, Skamania, and Wahkiakum
 - The portion of Klickitat County **west** of the Klickitat River
- In the state of Wyoming, United States:
 - The counties of Lincoln, Sublette, Sweetwater, Uinta, and Teton



District Boundaries

Effective July 1, 2026

Founder's District

The boundaries of this District shall contain:

- In the state of California, United States:
 - The counties of Imperial, Orange, and San Diego

District 201

The boundaries of this District shall contain:

- In the state of California, United States:
 - The portion of Los Angeles County **south of the following line (from west to east):**
 - Starting at Sequit Point on the Pacific Ocean, follow Mullholland Highway and then Mullholland Drive until it reaches the 101 Freeway
 - Then follow the **northern border** of the following cities and municipalities until the border of Orange County is reached: Griffith Park, Silver Lake, Elysian Valley, Cypress Park, Mt. Washington, Highland Park, El Sereno, East Los Angeles, Montebello, Whittier Narrows, South El Monte, Pico Rivera, and Whittier.

District 202

The boundaries of this District shall contain:

- In the state of California, United States:
 - The counties of San Luis Obispo, Santa Barbara, and Ventura
 - The portion of Los Angeles County **north of the following line (from west to east):**
 - Starting at Sequit Point on the Pacific Ocean, follow Mullholland Highway and then Mullholland Drive until it meets the **southern border** of the following cities and municipalities: Universal City, Burbank, Glendale, Atwater Village, Glassell Park, Eagle Rock, Pasadena, South Pasadena, Alhambra (western border), Monterey Park, South San Gabriel, Rosemead, El Monte and City of Industry
 - Then follow the **northern border** of Pico Rivera and Whittier (**excluding** Pico Rivera and Whittier) until the border of Orange County is reached

- The portion of Los Angeles County **west of the following line (from south to north)**:
 - Starting from the border of Orange County and Whittier, follow Highway 57 **north** until it meets the **western border** of the following cities: Diamond Bar, Pomona, and San Dimas (excludes Diamond Bar, Pomona, and San Dimas)
 - Continue to follow the **western borders** of the above cities until the Los Angeles County border
- The portion of Los Angeles County **south of the following line (from east to west)**:
 - Starting where the Los Angeles County border meets Big Pines Highway, follow Big Pines Highway **northwest** until the **northern border** of the Angeles National Forest is reached
 - Then follow the **northern border** of Acton (**including** Acton) and the **southern border** of the following cities and municipalities: Palmdale, Green Valley, Elizabeth Lake, and Lake Hughes (**excluding** Palmdale, Green Valley, Elizabeth Lake, and Lake Hughes)
 - The line continues **northwest** on Pine Canyon Road, then Old Ridge Route Road and Highway 138 until Quail Lake
 - The line turns **north** to meet the Los Angeles County border (**including** Gorman)

District 203

The boundaries of this District shall contain:

- In the state of California, United States:
 - The counties of Kings, Tulare, Inyo, Kern, San Bernardino, and Riverside
 - The portion of Los Angeles County **east of the western border** of the following cities: San Dimas, Pomona, Diamond Bar, to include the entirety of San Dimas, Pomona, Diamond Bar, La Verne, and Claremont; and an unincorporated area **south** of Diamond Bar and **east** of Highway 57, until the border of Orange County is reached
 - The portion of Los Angeles County **north of the following line (from west to east)**:
 - Starting where Highway 138 meets Quail Lake and follow Old Ridge Route Road and then Pine Canyon Road **southeast**
 - Continue along the **southern border** of the following cities and municipalities: Lake Hughes, Elizabeth Lake, Green Valley, Palmdale; and the **northern borders** of Acton (**excluding** Acton) and the Angeles National Forest
 - Follow Big Pines Highway **southeast** from where it meets the Angeles National Forest until the Los Angeles County border

- In the state of Nevada, United States:
 - The portion of the state **south** of U.S. Highway 6 in Mineral, Esmeralda, and Nye counties
 - And the portion of the state **south of the northern border** of Lincoln County
- In the state of Utah, United States:
 - The counties of Iron, Garfield, Washington, and Kane



2025-2026 Audit Committee Teleconference

August 7, 2025

The 2025-2026 Audit Committee met on August 7, 2025, with Audit Committee Chair George Yen, DTM, PIP, presiding. Also present were Co-Chair Jon Greiner, DTM, PIP, Chief Financial Officer Jonathan Lam, and Controller Wally Kaczor.

1. The Audit Committee reviewed and discussed their role and responsibilities, as defined in the California Nonprofit Integrity Act (NIA) of 2004, the Bylaws of Toastmasters International, Policy 8.8, and Policy 11.4.
2. In accordance with the California Nonprofit Integrity Act (NIA) of 2004, each year, an independent auditing firm is selected to audit the organization's financial statements. Chief Executive Officer Daniel Rex recommended to the Audit Committee that Toastmasters International engage the public accounting and auditing firm Eide Bailly as the auditor of the organization's financial statements for 2025. The CEO also recommended to the Audit Committee that Toastmasters International appoint the public accounting and auditing firm HLB Atrede as the auditor of the financial statements of Toastmasters International Singapore Limited for 2025.

The Audit Committee concurs with the Chief Executive Officer's recommendation and recommends to the Board that the organization retain the professional services of Eide Bailly and HLB Atrede for Toastmasters International and Toastmasters International Singapore Limited, respectively, as the 2025 auditors and tax preparers.

3. The Audit Committee authorized Chief Financial Officer Jonathan Lam to sign the engagement letters for the services of the audit firms listed in item #2 for the 2025 year.

Pursuant to Protocol 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."


Kristen Kyriazis
Secretary

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