



District Director
Helen Dotson, DTM

Program Quality Director
Spencer VanRoekel, DTM

Club Growth Director
Faith Cooper, DTM, DL4, VC1

Administration Manager
Cindy Pavella, DTM, PID, PRA

Finance Manager
Amy Moored, CPA, DTM

Public Relations Manager
Karen MacLean

Immediate Past District Director
Karen Newhouse, DTM

Division C Director
Whitney Mitchell, CC, ALB

Division E Director
Isabella Muscott, DTM

Division N Director
Sienna Mavima, DTM

Division S Director
Bhanu Singh, ACB, ALS

Division W Director
Laura St. Louis, ACS, ALS
=====

Admin Support Team

Webmaster
Bryan Garfoot, DTM

District Leadership Committee Chair
Karen Newhouse, DTM

Pathways Lead Guide
Lori Haynes, ACS, ALB

Audit Committee Chair
Mary Lawrence, ACB, ALB

District Parliamentarian
Bhanu Singh, ACB, ALS

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District 62

Toastmasters International
2018 - Celebrating 60 Years

Minutes of the District 62 Council Meeting (Virtual) October 23, 2018

The meeting was called to order by District Director Helen Dotson, DTM at 7:04 p.m.

Helen read the District of the Mission which is:

*We build new clubs
and support all
clubs in achieving
excellence.*

Helen welcomed all members to the first Virtual Meeting of the District Council.

She reviewed the member composition of the District Council, how District Council members at a Virtual Meeting cannot give their proxy to vote to another member, and the Standing Rules of the Meeting.

Parliamentarian at this meeting is Bhanu Singh, ACB, ALS. The District Administration Manager, Cindy Pavella, DTM, PID, PRA will take minutes. There is no designated timer.

Instructions on Voting Process/Quorum Review. Cindy Pavella stated the Toastmasters International website showed as of October 23, 2018 there were 70 paid clubs in District 62, each club is entitled to 2 votes.

Area 2 Director
Chet Zelasko, ACS

Area 3 Director
Andrew McCullough, ACS

Area 4 Director
Al Hight, ACG, CL

Area 5 Director
Crow Demortier, VC4

Area 6 Director
Darlene Smith, CC, ALB

Area 7 Director
Joshua Gillespie, CC, ALB

Area 8 Director
Marcia Marques, DTM

Area 9 Director
Stefan Jenssen, ACB

Area 10 Director
Debra Loader, CC, MS1, ALB

Area 11 Director
Lavon Compton, ACS, ALB, EC1

Area 12 Director
Nathan Hickman, CC

Area 13 Director
Diane Sinclair, CC, ALB

Area 14 Director
Victor Marques

Area 15 Director
Mark Li, ACB, CL

Area 16 Director
Roy Sims, ACS, ALB

Area 17 Director

Area 18 Director
Anna Donahue, CC, CL

Area 19 Director
Barb Sheren, CL

Area 20 Director
Ron Jacobs, ACB, CL

Area 21 Director
Lori Haynes, ACS, ALB

Area 22 Director

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Minutes of the District 62 Council Meeting (Virtual) continued October 23, 2018

Instructions on Voting Process/Quorum Review (continued). An invitation to participate in the freeconferencecall.com virtual meeting and the electronic voting through *Election Runner* was sent to 70 club presidents and 66 club vice-presidents of education listed on the Toastmasters International club officer report of October 20, 2018, and to 32 eligible district officers. The total number of invited attendees is 168 and the total available votes is 172.

A quorum of club officers is 1/3 of 140 (70 clubs x 2 votes) or 47. Due to the nature of the *Election Runner* program, it is not feasible to determine if a quorum exists until after results of the voting are posted. Further, *Election Runner* is set-up so that each unique attendee (club or district officer) is entitled to one vote. Cindy will conduct an audit of *Election Runner* voting to making adjustments as needed for clubs which are represented by one club officer. We will proceed with the Meeting as if a quorum existed. In the event it is determined a quorum was not present, the District will follow the process as outlined in the District Administrative By-Laws, Article X, Section C: The action (taken at the Council Meeting) shall be deemed as valid as if a quorum were present if it thereafter is expressly approved in writing, personally, by mail, fax, e-mail, 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.

Cindy explained that an *Election Runner* ballot was emailed to all District Council members of record as described above. This ballot covered several of the Agenda items, rather than submitting and voting on each Agenda item. A separate ballot was sent to the members to cast their vote for adoption of the District Budget. Cindy instructed members and answered questions about how to view the ballot and not to cast their ballot until instructed to do so.

Note: Please see the **Official Quorum Report and Electronic Voting Results** (Attachment #1) which was provided on October 25, 2018 to District Council members and posted to the District 62 website. This report indicated a Quorum of club presidents and vice-presidents of education was present.

Adoption of the Agenda: The Agenda was emailed to the District Council members and posted to the District 62 website. It was mentioned that Area 9 Director Stefan Jenssen, ACB is not listed, and Mark Li, Area 15 Director reported that his credentials need to be updated (ACB, CL). Curlada Eure-Harris, president of club #4783156 Lansing Lucidas moved to accept the agenda as presented with the two corrections; Diane Sinclair, Area 13 Director and member #7307 Eloquents seconded the motion. There was no discussion.

Minutes of April 28, 2018 District Council Meeting: Minutes of the April 28, 2018 meeting were emailed to the District Council members and posted to the District 62 website. See Exhibit #1. Lynn Bradley-Horan, president of club #3442 North Kent Community Club reported that the club name was misspelled on page 5 when she nominated Laura St. Louis – it shows North Ken instead of North Kent. Faith Cooper, Club Growth Director and member #5799 C Division Advanced Speakers moved to accept the minutes as amended. Margaret Sieh, vice-president of education #7403 Toast of the Town seconded the motion. There was no discussion.

Confirmation of Appointed District Officers (2018-19): In accordance with District 62 by-laws, all non-elected District Executive Committee members are appointed by the District Director. The appointed positions are the Public Relations Manager, Administration Manager, Finance Manager, and Area Director for each area.

Helen stated the following District Officers have been appointed, trained, have accepted the responsibilities of their office and carried out those responsibilities to date: Administration Manager, Cindy Pavella; Finance Manager, Amy Moored; Public

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Relations Manager, Karen MacLean, Area 2 Director, Chet Zelasko; Area 3 Director, Andrew McCullough; Area 4, Director Al Hight; Area 5 Director, Crow Demortier; Area 6 Director, Darlene Smith; Area 7 Director, Joshua Gillespie; Area 8 Director, Marcia Marques; Area 9 Director Stefan Jenssen; Area10 Director, Debra Loader; Area 11 Director, Lavon Compton; Area 12 Director, Nathan Hickman; Area 13 Director, Diane Sinclair; Area 14 Director, Victor Marques; Area 15 Director, Mark Li; Area 16 Director, Roy Sims; Area 18 Director, Anna Donahue; Area 19 Director, Barb Sheren; Area 20 Director, Ron Jacobs; Area 21 Director, Lori Haynes.

Adam Bush was appointed Area 9 Director, however, at this time he is ineligible due to unpaid member dues. Kendra Nichols was appointed Area 22 Director but is not submitted for confirmation due to not fulfilling her responsibilities.

Andrew McCullough, vice-president of education club #639 Capital City Toastmasters moved to confirm the appointments of the district officers as read (not including Area 9 and Area 22 directors). Greg Knepley, vice president of education club #1142257 Insights Toastmasters of Brighton seconded the motion. There was no discussion.

2017-18 Year End Audit Report: Each year, in compliance with District 62 by-laws, the District Director shall appoint an Audit Committee which shall conduct an interim mid-year audit and an end of fiscal year (June 30) audit.

Past District Governor Lisa Waalkes, DTM, 2017-18 Audit Committee Chairman reviewed the narrative report of the Committee which was emailed to District Council members and posted on the District 62 website. See Exhibit #2. This report covers the district year July 1, 2017 – June 30, 2018 (Karen Newhouse, District Director and Stephanie Cantin, District Finance Manager). Lisa commended Stephanie Cantin on the clean and clear records, and successful implementation of new financial record-keeping methods required by Toastmasters International including the Concur system. There are no financial reporting or operating concerns or recommendations other than to encourage this year’s leadership team to fine tune the marketing and promotion of the Incentive Program as not enough members are redeeming the incentives they have earned.

Karen MacLean, District Public Relations Manager and member of Club #2399 Midland Toastmasters moved to accept the Year End Audit Report as presented. No second is required as this is a committee report. There was no discussion.

District Director Helen Dotson instructed members to cast their vote (Aye or Nay) on these action items: Adoption of Agenda, Approval of April 28, 2018 District Council Meeting Minutes, Confirmation of Appointed 2018-2019 District Officers, Acceptance of the 2017-2018 Year End Audit Report.

Note: Please see the **Official Quorum Report and Electronic Voting Results** (Attachment #1) which was provided on October 25, 2018 to District Council members and posted to the District 62 website. This report indicated: 84 votes were cast comprised of **57** club officers and 27 district officers. 100% of votes cast were ayes.

2018-19 District Budget: In accordance with District 62 By-Laws, the District Executive Committee shall prepare a budget in the form prescribed by Toastmasters International covering estimated receipts and expenditures for the ensuing year and submitted to World Headquarters by September 30. District Finance Manager, Amy Moored prepared the budget, it was reviewed and approved as amended by the District Executive Committee at its September 5, 2018 meeting. The Budget was published and posted on the District 62 website. See Exhibit #3. Upon District Council approval, the Budget will be submitted to Toastmasters International World Headquarters. Amy Moored reviewed the District budget.

	2018-2019 Budget	2017-2018 Actual	Variance
Total District Revenue	\$48,531	\$44,887	\$3,644
Total District Expenses	\$71,039	\$42,038	\$29,001
Total Net Income	(\$22,508)	\$2,849	(\$25,357)

General overview of budget categories:

- Spring District Conference: \$12,500 revenue - \$13,450 expense = \$(950). Planned to break even or small loss.

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- TLI - Toastmasters Leadership Institute (club officer training) – no revenues are collected; purpose of the TLI is to support clubs in achieving excellence
- District Store: \$3,414 Revenue - \$2,619 Store Expense = \$795. Try to Break-Even; but do expect to sell down inventory of printed materials
- Marketing Expense: \$10,270 Build new clubs and support clubs not at charter strength. Membership building incentives: Successful club coaches, sponsors and mentors; “Net 5” for clubs who have a net growth of 5 members and a club building challenge
- Communication and Public Relations: \$6,199 to maintain/enhance district website, increase/continue use of District-supported Meet-Up Groups, printing for brochures and business cards
- Education & Training Expense: \$5,909 for incoming district leader training, Hall of Fame Awards & Lunch, Incentives (Super 7, Terrific 10, Pathways, Area/Division Directors)
- Speech Contests: \$3,891; \$35 for each Area and \$60 for each Division; trophies, medallions and forms costs; costs for Video-Taping the International Speech Contest at the District level (new requirement from World Headquarters in lieu of all district speech champions from around the world attending the Convention in August to compete at Semi-Finals)
- Administration: \$2,338 for ACH and bank fees, District Executive Committee meeting expenses (½ are virtual and ½ are in person)
- Travel Expense: \$19,286 for Mileage Reimbursement (35 cents/mile); keynote speaker travel; Trio (District Director, Program Quality Director, and Club Growth Director) travel for mid-year and annual training at Convention in August)
- Other Expenses: \$1,636 for Toastmasters International additional fee to recover expenses WHQ has in providing district-specific services such as infrastructure/computer system, and Trio officer training.

Questions posed by Members:

- Curlada Eure-Harris, club president #4783156 Lansing Lucidas – explain the \$2,000 expense for the District Bookstore. Answer: Cost is to replenish inventory; items are priced to recover the cost. District tries not to make a profit,
- Ron Musich, club president #6180, West Michigan Advanced Toastmasters; Based on the numbers presented on the Spring Conference (\$8,500 last year to \$12,500 this year), is there a 50% increase projected in attendance? Answer: The Budget was based on 100 attendees at \$125 each. Ron asked if the District could drop the cost of conference in order to attract more attendees (and reduce excess cash flow instead of increasing expenses). Answer: The Incentive payments can be used to offset conference expense to the member. Helen said this will be taken under consideration in conference planning.

After a point of order was raised by Carol Prahinski, club president #1031019 East Advanced Sensational Toastmasters and confirmed by the Parliamentarian, Deb Bendall, vice president of education #3517350 Curwood Toastmasters moved to end the discussion and vote. Dennis Jacobs, vice-president of education # 1323949 Greater Davison Area Toastmasters moved to approve the 20158-19 Budget as presented. Karen MacLean, District Public Relations Manager and member of Club #2399 Midland Toastmasters seconded the motion.

District Director Helen Dotson instructed members to cast their vote (Aye or Nay) on the second Ballot emailed to Council members on Adoption of the Budget.

Note: Please see the **Official Quorum Report and Electronic Voting Results** (Attachment #1) which was provided on October 25, 2018 to District Council members and posted to the District 62 website. This report indicated: 79 votes were cast comprised of **54** club officers and 25 district officers. 100% of votes cast were ayes.

Current Profit & Loss Financial Report: Finance Manager Amy Moored just recently received the end of month reporting; the report is due at Toastmasters International on October 31, 2018. Amy proposed that the Quarterly Report for July-September be posted to the District 62 website when it is completed. The Parliamentarian stated a motion was needed as this was an Agenda item, even if a non-action (votable) item. Andrew McCullough, Area 3 Director and vice-president of education club #639 Capital City Toastmasters moved that this agenda item be postponed until after the Report is posted to the District website. No second is needed.

Club Growth Director Report: Faith Cooper reported new club prospects:

- the VA Hospital in Saginaw,
- Herman Miller in Zeeland (paperwork to be submitted),
- United Federal Credit Union kickoff in January,
- November 8 Kick off meeting at Pfizer, and

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- Charlotte club is meeting,
Club coaches have been assigned to some struggling clubs; other clubs need coaches.

Program Quality Director Report: Spencer VanRoekel reported:

- 310 club officers (out of 617 – 88 clubs x 7 officers) were trained at the main TLI (Toastmasters Leadership Institute aka club officer training) session in Grand Rapids and make-up sessions in divisions during June - August, 2018.
- The winter TLI will be held on January 5, 2019 at the Seidman Center in Grand Rapids in conjunction with the 2017-18 Hall of Fame ceremonies, which Karen Newhouse is chairing.
- The District 62 Spring Conference is tentatively scheduled for April 26-28, 2019 at the Kellogg Center in East Lansing; conference chairpersons are Division W Director Laura St. Louis and Area 18 Director Anna Donahue.
- 21 Incentives have been emailed to clubs and individuals (6 for Super 7, 1 for October 10, 14 Area/Division Directors).

District Director Report: Helen reported that this is a learning and growing year for all of us.

- We are still working to integrate Pathways and nearing our one year anniversary with the program.
- We have been working with clubs that have not submitted their October dues payments.
- We are learning more about the Toastmasters International branding expectations and policies which WHQ is heavily enforcing policies to achieve consistent branding around the globe. Public Relations Manager Karen MacLean trained the District Executive Committee on the branding expectation at the October 13 Executive Committee meeting. Branding and awareness is a key priority; club officers will receive training at the upcoming winter TLI's.
- We are learning from last year's Incentive Program and are working to make further improvements to encourage higher percentage of redemption.
- We continue to see advantages to the Concur expense reimbursement process. Year End Audit results reflect the use of this program.
- Each and every one of us is growing as leaders and communicators.
- We have a strong relationship with Region 6 Advisor, Jeff Sobel.
- We are excited about plans for a Mid-Year Hall of Fame celebration tied to a main TLI event to highlight last year's accomplishments of our district and further celebrate our 60th Anniversary Year. This will be a great way for us to encourage and highlight our members' accomplishments from the PAST Toastmaster district year 2017-18 and build on learnings from last year as we continue to transition to an annual district conference in the spring.

New Business: District Director Helen Dotson reported that she consulted with Stephanie Cantin (2017-18 District Finance Manager) regarding final submission of the 2018-19 Year End Audit narrative report and financial forms that were to be submitted to Toastmasters International World Headquarters as part of the year end submission. Cantin confirmed this documentation was not finalized for submission to Toastmasters International World Headquarters and will work to resolve this immediately. The final submission will be reviewed by the District Executive Committee (district officers) at their November 7, 2018 meeting and a report provided to the District Council at the Annual Business Meeting at the Spring 2019 District Conference.

Announcements: Helen Dotson made the following announcements:

District Leadership Committee: In accordance with District By-Laws the District Director shall appoint a District Leadership Committee Chairman and Committee whose function is to seek candidates, review applications/credentials, and place in nomination candidates for the elective District Officers. Immediate Past District Director, Karen Newhouse DTM has been appointed as the District Leadership Committee Chairman. The Committee shall be composed of one representative from each division and will seek qualified officer candidates for the 2019-2020 district year. The Committee shall submit its report in writing to all District Council members at least two (2) weeks prior to the Annual Business Meeting at the Spring District Conference.

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District Realignment Committee: In accordance with District By-Laws the member Clubs of this District shall be organized into Areas, the number and composition of which shall be determined by the District Council at its Annual Meeting in the spring, to be effective the following July 1. The District may further organize Areas into Divisions. Any such division of the District into Divisions shall be determined by the District Council at its Annual Meeting in the spring, to be effective the following July 1. Helen stated a chairman has not yet been selected. The Committee shall be composed of one representative from each division and will examine the current status and make recommendations for club/area/division alignment. Helen is seeking committee members. The Committee will present its initial findings and recommendations to the District Executive Committee at its March 2019 meeting.

Audit Committee: In accordance with District By-Laws the District Director shall appoint an Audit Committee consisting of at least three (3) individual members who are not members of the District Executive Committee. District Leadership Committee Chairman and Committee. Mary Lawrence has been appointed Chairperson of the 2018-19 Audit Committee. Helen is looking for qualified members to join this important committee.

Time and Place of 2019 Spring District Council Meeting: Helen announced that the District 62 Spring Conference will be held the weekend of April 26-28, 2019 in Lansing, Michigan. The target location is the Kellogg Hotel & Conference Center at Michigan State University in East Lansing. The Spring District Council Meeting (aka Annual Business Meeting) will be held on Saturday, April 27, time to be determined.

Adjourn. With thanks to all for conducting business in an orderly, courteous and efficient manner during our first virtual District Council meeting with electronic voting (and thanks for patience and support as we worked through the logistics). There being no other business, Joshua Gillespie, Area 7 Director and member Club #639 The Capital City moved to adjourn the meeting, seconded by Faith Cooper, Club Growth Director and member #5799 C Division Advanced Speakers.

Meeting adjourned at 8:51 p.m.

Respectfully submitted by,

Cindy Pavella, DTM, PID,PRA
District 62 Administration Manager

Attachments:

#1 Official Quorum Report and Electronic Voting Results

Exhibits (posted to District 62 website)

#1 Minutes of April 28, 2018 District Council Meeting

#2 2017-18 Year End Audit Report

#3 2018-19 District Budget

District 62 Mission: We build new clubs and support all clubs in achieving excellence.



District 62

Toastmasters International
2018 - Celebrating 60 Years

October 23, 2018 7 - 9 p.m.
Virtual Council Meeting
Official Quorum Report and
Electronic Voting Results

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Program Quality Director
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A quorum is 1/3 of club presidents and vice-presidents of education (140) or **47**.

Ballot 1 (agenda, 2018 spring council minutes, district officer appointments, 2017-18 Year End Audit report): 84 votes were cast comprised of **57** club officers and 27 district officers. 100% of votes cast were ayes.

Ballot 2 (budget): 79 votes were cast comprised of **54** club officers and 25 district officers. 100% of votes cast were ayes.

A quorum of officers was present and voting at this meeting.

Note: All votes had a weight of one. The Administration Manager conducted an adjustment audit following the close of voting.

On the first ballot, 11 clubs were represented by their president and vice-president of education. 35 clubs were represented by one officer so an additional 35 votes would be added to 84 or 119 total votes.

On the second ballot, 11 clubs were represented by their president and vice-president of education. 32 clubs were represented by one officer so an additional 32 votes would be added to 79 or 111 total votes.

Respectfully submitted by Cindy Pavella
Cindy Pavella, DTM District 62 Administration
Manager on October 25, 2018

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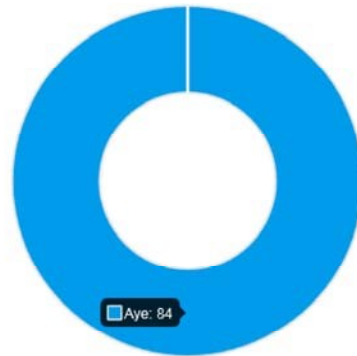
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District 62 Council Meeting Completed

Results

Ballot 1 Approve Agenda; Ballot 2 Approve Minutes; Ballot 3 Appointed Officers; Ballot 4 Year End Audit

Option	Votes	
Aye	100%	(84)
Nay	0%	(0)



budget Completed

Results

Ballot 2 2018- 19; Budget

Option	Votes	
Aye	100%	(79)
Nay	0%	(0)

