



Meeting Minutes
2015-2016 Founder's District Council
Buena Park, California
November 7, 2015

The 2014-2015 Toastmasters Founder's District Council met on November 7, 2015 at 9.30 a.m. with District Director, Pan Kao, DTM presiding.

The District Council meeting was held at the Knott's Berry Farm Resort Hotel, 7675 Crescent Avenue, Buena Park, CA.

- Conference Chair, Linda Robinson, ACG, assembled the attendees at 9:24 a.m.
- Master of Ceremonies, John Barry, DTM, introduced Pan Kao, DTM, DD
- District Director, Pan Kao, DTM, welcomed all of the meeting attendees

DISTRICT COUNCIL

District Director, Pan Kao thanked all for representing their clubs and attending the Founder's District Business Meeting.

CREDENTIALS COMMITTEE REPORT

Administration Manager, Linda Denton, ACG reported that we have a quorum and may conduct District Business. The one-third ($\frac{1}{3}^{\text{rd}}$) required for the quorum is 219 votes.

- Correction to the number of votes required for a quorum on Page 8 of the Meeting Minutes

MEMBERS ELIGIBLE TO VOTE

District Director, Pan Kao read the rules for eligible voting members.

APPOINTMENT OF MINUTES APPROVAL COMMITTEE

District Director, Pan Kao announced the Minutes Approval Committee:

- Gayle Larkin, DTM - Chair
- Marguerite Bonnett, ACB, CL - Assistant
- Nancy Tyrone - Assistant
- Jean Tanquary, CC - Assistant

APPOINTMENT OF TIMER

District Director, Pan Kao announced the appointment of timer(s) with a correction to the agenda from Mary Berg, DTM.

- Francis Stein, DTM
- Edith Arson-Berg, DTM

ADOPTION OF BUSINESS MEETING AGENDA

District Director, Pan Kao, DTM announced one correction to the agenda. Linda Denton's credential corrected from DTM to ACG. The District Director called for a motion to adopt the Business Meeting Agenda. Without objection the Agenda was adopted as corrected.

ADOPTION OF BUSINESS MEETING GROUND RULES



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District Director, Pan Kao noted the business meeting ground rules were contained on Pages 3 and 4 of the business packet. The District Director then asked for any questions, hearing none, the District Director then called attention to Rule V (5), points D and G, W and stated that those who wish to speak must come up to one of the microphones, show their ballot, state their name, club name, and number before they speak. Without objection the ground rules were adopted.

ADOPTION OF CONSENT AGENDA

District Director, Pan Kao stated that on October 31, the Founder's District emailed the Consent Agenda and related business documents to all voting members. The Consent Agenda and related business documents are on Pages 5 -16 of your packets. Following receipt of the Consent Agenda the following three items were reported for correction to the April 25, 2015 Meeting Minutes:

- Page 2 Old Business – Michael Alexander correct Club number is 1302045 – Panda Toastmasters.
- Page 3 New Business – Election of District Officers – Nominations from the floor. Lori Shapiro, DTM, Division A, Club #3672902 nominated Vijay Chidambaram, CC, CL, Club #3672902.
- Page 10 District Alignment – report by Bob Hudack, DTM corrected to show Division A and C have shifted previously.

The District Director asked if there were any objections to adopting the Consent Agenda? Dennis Popp, ACB, ALB, Division F, Area F-3 Director, Club #9873, requested the budget be removed from the Consent Agenda due to a question. The District Director asked if anyone else wanted to remove any other items from the Consent Agenda? Without objection the Consent Agenda was adopted as amended.

Lou Ann Frederick, DTM, PDG, Club #335161, asked to clarify that the year-end report is to be approved by the consent agenda. The District Director responded, yes.

Dennis Popp, ACB, ALB, Area F-3 Director, Club 9873 had a question on a budget item listed under the marketing tab - incentive marketing. What is the \$8,000 expenditure? What did we buy for \$8,000 in August? The District Director answered that this was a budget to recognize the previous year performance for clubs, areas, divisions, and district committees. Not all of the money was spent. The District Director will check with the Finance Manager to determine the exact expenditures and publish this information on the Founder's District website.

Without further questions and hearing no objections, the district budget was approved as published with the action item to publish the exact expenditures of \$8,000.

NEW BUSINESS

Proposal #1 – Founder's District Reformation (Split)

District Director, Pan Kao, directed the members to pages 29-38 in their package for the Proposal #1 and additional information. Pan Kao, DTM, explained that at the October 22, 2015 DEC meeting Proposal #1 was put to an email vote. The DEC members approved and recommended adoption of this Proposal. During the presentation there will be no questions. Alfred Herzing, DTM, PIP, Summary of Founder's District Split Proposal - 8 to 10 minutes.



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Alfred Herzing, DTM, PIP

- (All of the slides on are on the Founder's District Website)
- I'm excited because today we have a chance to make history and that doesn't happen very often. We have the opportunity to create a new district!
- Our District Mission is: "We build new clubs and support all clubs in achieving excellent results." This issue was brought up last year (at Spring Conference), and was tabled for review.
- Jeanne Cassidy, DTM, led the study. Well done.
- Why Split?
- There are 230 clubs and 8 divisions. (We currently have 8 divisions and are proposing that we move to 10 divisions.)
- There are too many direct reports to be efficient or effective for part-time volunteer leaders. We are not too big geographically. It's about the number of clubs.
- It's supposed to be a part-time job. The workload is daunting for officers at the District level.
- Many people in the new district are excited about being "District 100" or the "Century District."
- Options:
 - Do we have to split now? No. If we say **no** today, we will probably lose the District 100 (Century District designation) opportunity.
 - Ignoring problems does not make them go away.
 - In the past, I said the Board of Directors could not make the decision to split a district without consent of the voting body of the district. I was incorrect. The Board of Directors could take action.... As a matter of integrity, I'm clarifying my past statement. I prefer to see that the voting body participates in making this decision.
- Having smaller districts will improve Distinguished Performance. A lower workload will motivate more leaders to step up.
- I know leaving Founder's District has an emotional attachment for some. But we need to weigh sentiment vs. progress.
- Questions on why we need to split.
 - Could we "give" Territory away? Yes. But,
 - Our District Council Must Approve
 - Other District Councils must approve and that is very "bulky."
- Concerns raised:
 - Distinguished District Performance
 - Low membership clubs
 - Budget
 - Leaders
 - Support
 - I don't want to leave Founder's District - emotional attachment
- Allocation of Funds - (2017) will be determined by a ratio of clubs...formula.
- Committee looked at 5 proposals / No perfect plan with Ball Road as dividing line....
- This one seems to be the fairest distribution of clubs by strength.
- Per TI policy, the division balance must be equal.
- Benefits of splitting
 - Easier workload for top district leaders



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- More district leadership opportunities
- Additional candidates for International Director
- Additional speech contests
- Easier to get LACE and other conference venues because of smaller size
- Facts:
 - November 7, 2015, proposal presented for vote
 - April 30, 2017, implementation if passed.

MOTION - Alfred Herzing, DTM, PDG, PIP moved that the voting body approve proposal v51 to split Founder's District at Ball Road effective July 1, 2017.

- Question by Ede Ferrari D'Angelo, DTM, Club #3836. Why is there no second to the motion?
- Answered by Louie Joseph, DTM Parliamentarian, Committee work does not require a motion or second to vote.

District Director, Pan Kao stated there would be ten minutes allowed for discussion on the Proposal starting at 9:54 AM. Pro vote line up at the microphone at left and opposed line up at the microphone on the right.

Discussion:

- PRO: Norm Cook, PDG, Club# 6245: How did the committee go about looking at future growth trends? Clear that they looked at present trends.
 - Alfred Herzing, DTM, PDG, PIP - Our mission is to build one new club per area for growth each year. As we do that, we will build both districts.
- Opposed: Edward Smith, DTM, Club #4842 - I am not against split; but where do we draw the line. Just to say its Ball road is too simple. What about clubs south of Ball road even though they have a Ball address? It would make travel easier, especially at night. The County line would be a better boundary.
 - Alfred Herzing, DTM, PDG, PIP – “your actual numbers may vary” . . . that’s supposed to be a joke. I, too, like the simplicity of using the county line as the dividing line but TI wouldn’t allow it. TI policy states that each reformed district have 100 clubs in it. This is the boundary that provides those numbers. The county line would put about 60 clubs in the northern district and TI will not allow that.
- PRO: Ede Ferrari D'Angelo, DTM, Club #3836: I’ve been in Founder’s District since 1987. I’ve been watching the committee carefully. I was concerned about losing my connection with Founders District but I have changed my mind. This is not about me... it’s about how we best serve our members. I am for the reformation. It is the best thing we can do.
- Opposed: Celly Adamo, DTM, Club # 2495 - against split.... There is strength in numbers. Founder’s District has a great number of votes. Splitting the money could cause problems. Especially when considering the budget - i.e.: we spent an outrageous amount of money (\$22,000) going to Kuala Lumpur. In a smaller district, we can’t do that. We need to



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concentrate on development of Founder's District. This is just a statement.

- PRO: Quinetta Boyce, ACB, Club #192, President- in favor of split. Several DTM's in my club are providing support. Bring leadership back to us at the club level. The split gives more opportunities for growth for members. As a competitor, I love more opportunities for competition. I'm voting yes.
- Opposed: Ursula Bell, ACG, ALB, Club #1456, President - it makes sense, however, I am against the split; Alfred makes a wonderful presentation. I am in four clubs, three in the "new" district and they are without strong leadership at this time. What will happen to them? Division H cannot carry a whole district.
- PRO: Karen Baumgartner, ACG, ALB, Area H-2 Director, Club # 1010248 - In favor of split.

District Director, Pan Kao, called time at 10:05 AM and requested the members go directly into voting even though more speakers are in line. Members were instructed to use Ballot #1 and write **Yes** or **No**. Jeanne Cassidy, DTM clarified: YES = in favor of split and NO = against split. The required vote will be a simple majority of ballots/votes collected.

Pan Kao, DTM, DD declared Proposal #1 – District Reformation approved! There were 217 votes, 2 invalid, 192 YES and 12 NO.

Proposal #2 - District Club Alignment Report

Pan Kao, DTM, District Director stated that there would be no questions allowed during the presentation. Bob Hudack, DTM, PDG, Summary of Proposal #2 - 6-8 minutes.

Bob Hudack, DTM, PDG

- Realignment is about workload.
- Changing from the current 8 divisions to 10 divisions and realigning is important so that District 100 will know exactly which clubs they are going to get.
- A division with 30 or more clubs is difficult to manage. Realignment will make managing clubs more effective. 10 divisions = 23 clubs per division.
- The middle of the district (divisions along the split line Ball Road) will see the most drastic changes. The north district will have Divisions D, B, E and H. The south district will have I, C, J, A, F and G.
- <https://goo.gl/rBH3AW>

MOTION: Bob Hudack, DTM, to approve the district change from 8 to 10 divisions for 2016-2017 year.

District Director, Pan Kao stated there would be 1.5-minute time limit for each speaker and to line up in front of the Pro and Con microphones as before.

- PRO: Jack Mercica, DTM, Area H-3 Director: After the split of Founder's District will you be changing the designation of letters for the Divisions?



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- Response - Bob Hudack, Division designations are fluid... it’s possible that things will change. They may keep their letters or choose to rename.
- Opposed: Chris Collins, ACB, CL, Club #2, Why isn’t it equal? I’m against having 4 divisions in the north and 6 in the south. It should be 5 and 5.
- PRO: Lee Lance, CC, ALB, President, Club#1 Smedley, the alignment change seems like a no brainer. Yup! Alignments get fixed every year. I’m for it.
- PRO: Karen Baumgartner, ACG, ALB, Club 10248, Area Director H-2, all of us are volunteer leaders; this change allows for more leadership opportunities. Yes, I am in favor of 10 Divisions.
- PRO: Richard Snyder, DTM, PID, Area D-2 Director; It does make sense to do a 6/4 split. Because the 5 and 5 doesn’t make sense by the numbers.
- David Moore, ACS, ALB, Division F Director - objection - What is the motion?
 - Response - The above motion was restated.

Proposal: Approved that Founder’s District increase to 10 divisions from 8 divisions.
Votes were cast by a show of hands to save time.

Hand vote:

Pink	13x3 = 39 yes	3x3 = 9 no
Yellow	54x2 =108 yes	3x2 = 6 no
Green	37 yes	2 no
	184 Yes	17 No

Pan Kao, DTM, DD declared the Proposal #2 - Realignment to form 10 divisions Approved!

ADOPTION OF DISTRICT AUDIT REPORT

Jeffrey Chess, DTM, PDG stated a report wasn’t required since it is part of the Consent Agenda.

BUSINESS REPORTS

District Budget Report – Alex Ruiz, DTM, Finance Manager

District Director, Pan Kao, stated that Alex Ruiz, DTM, Finance Manager is not available and we will skip this report for now.

Public Relations Officer Report – Jill Briscoe, DTM

- Founder’s District is now using Instagram to post pictures on the website and members can post any pictures from today’s Conference to Facebook, Instagram, and Twitter.
- Instagram is automatically posted to Twitter; noted Patricia Fripp, DTM, follows Founder’s District on Twitter.



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- Dan Cossack, DTM is working on Founder's District TV.

Club Growth Director Report - Dan Cossack, DTM

- Club growth goal is the same each year, simple goal: add one new club in each area of the district = 46 new clubs every year.
- By providing great training at the division levels this is an achievable goal. Every Area Director needs to be providing leads to their division directors.
- Several new clubs have started including Wells Fargo and EMC with more clubs showing potential.
- Visited several clubs with Mike Storkey, DTM Toastmasters International President-Elect who shared his knowledge on club growth.

Program Quality Director Report - Siri Payakapan, DTM

- We are on track in supporting all clubs in achieving excellence and have trained many club officers thanks to the LACE team.
- We have 75.8% of club officers trained. This is the highest percentage since June 2011. We must do better in January.
- Clubs with trained officers can lead members in achieving excellence. We must improve overall quality. Go back to your clubs and create awareness. Ask members to attend more of our district functions.

District Director Report - Pan Kao, DTM

- These categories are used to evaluate success of a district: 1) membership payment; 2) number of new clubs; 3) number of clubs that are distinguished or better. We are making progress and are above last year's numbers.
- We need to do better. In the world we rank 36th in membership payment and 53rd for number of active clubs.
- We need to show the world we are the Founder's District.
- Recognition to:
 - Michelle Bender, DTM, Division B Director - all 34 clubs have paid dues.
 - David Moore, DTM, Division F Director has already chartered 3 new clubs; Leads the district!
 - Marie Noelle Palermo, ACB, ALB, Division G Director - 1 new club chartered and 2 more ready to charter.

POINT OF ORDER: Alfred Herzing, DTM, PIP approached the District Director, Pan Kao, DTM to make a correction on the quorum. The correct number for today's quorum is 144 delegates (1/3 of the club officers) and not as reported earlier by Linda Denton, Administration Manager. Today we have 188 voting delegates. The 219 mentioned earlier included District Officers, who are not counted as part of the quorum.



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ACTION ITEMS

- Consent Agenda Action Item – District Director, Pan Kao stated that the Finance Manager will take an action item and publish on the Founder’s District website how much money has been spent from the District Budget under Marketing August budget of \$8,000.00.

ANNOUNCEMENTS

District Director, Pan Kao announced:

- There is no new business.
- The Spring Business meeting will be held on Saturday, April 25, 2016 at Knott’s Berry Farm Resort Hotel.

CONCLUSION

District Director, Pan Kao, DTM adjourned the District Council Business meeting at 10:42 a.m. on November 7, 2015.

Submitted by:

Linda Denton

Linda Denton, ACG, ALB
2015-2016 Founder’s District Administration Manager

Distribution: District Officers, District Chairs, Club Officers

Approved by:

Gayle Larkin

January 13, 2016

Gayle Larkin, DTM, Minutes Approval Committee Chair

Date

Marguerite Bonnett

January 13, 2016

Marguerite Bonnett, ACB, CL, Minutes Approval Committee Member

Date

Nancy Tyrone

January 13, 2016

Nancy Tyrone, Minutes Approval Committee Member

Date

Jean Tanquary

January 13, 2016

Jean Tanquary, CC, Minutes Approval Committee Member

Date

Linda Denton, ACG, District Administration Manager

Louie Joseph, DTM, Parliamentarian