



**Minutes of the 2012-2013 Board of Directors Teleconference
May 15, 2013**

The 2012-2013 Toastmasters International Board of Directors convened on May 15, 2013, with International President John Lau, DTM, presiding. The other officers and directors present were: George Yen, DTM; Mohammed Murad, DTM; Jim Kokocki, DTM; Michael Notaro, IPIP, DTM; Balraj Arunasalam, DTM; Mike Barsul, DTM; Joseph Gomez, DTM; Don Griffith, DTM; Patricia Hannan, DTM; Wendy Harding, DTM; Kristina Kihlberg, DTM; Viki Kinsman, DTM; Andrew Little, DTM; Lori Lococo, DTM; David McCallister, DTM; James Sultan, DTM; and George Thomas, DTM. Executive Director Daniel Rex and Secretary/Treasurer Sally Newell Cohen were also present. Board member Mike Helm, DTM was absent.

The report of the Executive Committee was presented by International President-Elect Yen and covered the following item considered during its May 14, 2013 teleconference:

The 2012–2013 Executive Committee convened at 6 p.m. on May 14, 2013, with International President John Lau, DTM, presiding. The other officers present were: International President-Elect George Yen, DTM; First Vice President Mohammed Murad, DTM; Second Vice President Jim Kokocki, DTM; and Immediate Past President Michael Notaro, DTM. Executive Director Daniel Rex and Secretary/Treasurer Sally Newell Cohen were also present.

In accordance with the California Nonprofit Integrity Act (NIA) of 2004, the Committee reviewed and discussed the 2012 audit. The Committee then voted to accept the minutes of the April 22, 2013 Audit Committee teleconference meeting (attached).

The Board voted to accept and approve the recommendations and actions in the report.

International President Lau adjourned the meeting at 7:09 p.m. PDT, May 15, 2013.

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

Sally Newell Cohen
Secretary/Treasurer

Distribution: Board of Directors
Nonprofit General Counsel
Executive Director



**Minutes of the 2012–2013 Audit Committee Teleconference Meeting
April 22, 2013**

The 2012–2013 Audit Committee met at 5 p.m. on April 22, 2013, with Audit Committee Chair John Noonan, DTM, presiding. Also present were Co-Chair Johnny Uy, DTM, PIP; Executive Director Daniel Rex; Secretary/Treasurer Sally Newell Cohen; Controller John Bond; and SingerLewak representatives Kathy Lawson and Rob Schlener.

Each year, a firm selected by the Audit Committee audits the organization's financial statements. The Committee reviewed and discussed the draft 2012 Audited Financial statements and the related SAS 114 letter prepared by SingerLewak.

In accordance with the California Nonprofit Integrity Act (NIA) of 2004, the Committee reviewed and ratified the financial audit by unanimous verbal consent on April 22, 2013.

Sally Newell-Cohen
Secretary/Treasurer

Distribution: Board of Directors
Nonprofit General Counsel
Executive Director