

District Administrative Bylaws

A governing document of the districts of Toastmasters International, issued and modified from time to time by the Board of Directors.

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Article I: Authority, Applicability, and Designation

- a. **Authority** These District Administrative Bylaws ("administrative bylaws") are promulgated under the authority of [Article XII of the Bylaws of Toastmasters International](#), by its Board of Directors, relating to District administration.
- b. **Applicability** These administrative bylaws shall also apply to Provisional Districts to the extent provided in Policies adopted and modified by the Board of Directors of Toastmasters International. Unless otherwise specifically stated, all references to District officers or to District leadership bodies in such Policies and implementing Protocols shall apply to their equivalents in Provisional Districts.
- c. **District Designation** The District shall be identified by the designation assigned to it by the Board of Directors.

Article II: Purpose

The purpose of a District is to enhance the quality and performance of its Member Clubs, and extend the network of the Member Clubs of Toastmasters International within the boundaries of the District, thereby offering greater numbers of people the opportunity to benefit from the Toastmasters educational program. The District accomplishes this by:

1. Focusing on the District educational and membership goals.
2. Ensuring each club effectively serves its individual members by fulfilling the club mission.
3. Providing effective training and leadership-development opportunities for club officers and District leaders.
4. Managing Toastmasters International programs and activities within the District.
5. Acting as stewards of Toastmasters International's assets for the District.
6. Developing a close relationship between Member Clubs and Toastmasters International.
7. Promoting interest in, and extending the benefits of, individual membership in Toastmasters clubs.

8. Helping in the organization of new Toastmasters clubs.
9. Encouraging Member Clubs to undertake programs and projects that will result in greater community awareness of the Toastmasters programs and meet the needs of individual members.

Article III: Affiliation and Liability

- a. With Toastmasters Member Clubs All Member Clubs within the boundaries of the District, and all such clubs organized hereafter, shall be affiliated with the District. However, the District shall have no liability to any third party for any debt or obligation of any club, nor shall any club have any liability to any third party for any debt or obligation of the District or any other component part of Toastmasters International.
- b. With Toastmasters International The District is an integral part of Toastmasters International, a California nonprofit public benefit corporation, and, as an administrative unit of that corporation, its activities and affairs shall be managed, and its powers exercised, under the ultimate direction of the Board of Directors of Toastmasters International. The District is not an independent or autonomous legal entity. Because Toastmasters International is the exclusive owner of all the trade names, trademarks, service marks, emblems, insignia, and copyrights associated with the Toastmasters collective membership mark, no District has the authority to create a separate legal entity.
- c. Receivership In situations where the ability of a District to accomplish the District mission is in serious jeopardy, the Board of Directors of Toastmasters International may declare the District to be in full or partial receivership. Where the situation is urgent and immediate action is required, the Executive Committee of the Board of Directors may act under [Article V](#), Section 6, of the Bylaws of Toastmasters International to declare a District to be in full or partial receivership. Under a declaration of receivership, all or part of the provisions of these administrative bylaws may be suspended, modified, or augmented, which may include, as appropriate, provisions regarding the conduct of financial affairs, the filling of vacancies in District officer positions, and the operation of the District Council, the District Executive Committee, and other District committees. The declaration shall delegate authority over the District in receivership to the International President, International President-Elect, First or Second Vice President, an acting District Director, the Chief Executive Officer, or a combination of the foregoing, for the period of time specified on the declaration.

Article IV: Policy

The District shall not adopt any policy in conflict with any Policy of Toastmasters International, and its actions shall be consistent with the purposes and ideals of Toastmasters International. These administrative bylaws shall be deemed automatically modified and amended so that they shall at no time be in conflict or inconsistent with the [Articles of Incorporation](#), [Bylaws](#), or [Policies](#) established by the Board of Directors of Toastmasters International, as they now exist or

hereafter may be changed or amended.

Article V: Boundaries

The geographic boundaries of the District shall be as defined and approved by the Board of Directors. The District may also contain clubs that have no physical meeting location, subject to rules established by the Board of Directors.

The District Council of the District may recommend changes to such boundaries to the Toastmasters International Board of Directors for approval.

Article VI: Area and Division Organization

The Member Clubs of a District shall be organized into Areas, the number and composition of which shall be determined by the District Council at its Annual Meeting, to become effective the following July 1. Each Area shall be under the direction of an Area Director acting under the District Director and District Council. The District shall further organize Areas together into Divisions under the supervision of Division Directors acting under the District Director and District Council. The number and composition of Divisions shall be determined by the District Council at its Annual Meeting, to become effective the following July 1.

Article VII: Officers

a. District Officers

The officers of the District shall be a District Director, a Program Quality Director, a Club Growth Director, a District Public Relations Manager, a District Administration Manager, a District Finance Manager, Division Directors, and Area Directors. In addition to these officers, the District may have such other officers as the District Council may provide, but Toastmasters International credit toward any educational award is limited to service as a District officer named in the preceding sentence.

b. Elective Officers

1. The elective officers of this District shall be the District Director, the Program Quality Director, the Club Growth Director, and Division Directors.

- a. Except for Division Directors, none of the previously stated District officers may be re-elected to the same office, in any District, for succeeding terms in which a full year has been served.

- b. Division Directors may be re-elected to succeed themselves for one (1) term.

2. The election of officers shall take place at the Annual Meeting of the District Council.

- a. The report of the District Leadership Committee shall be submitted in writing to all members of the District Council at least four (4) weeks prior to the Annual Meeting of the District Council.
- b. Nominations may also be made from the floor by any member of the District Council only if the floor candidate meets the requirements set forth in Article VII (e) of these administrative bylaws and has been evaluated by the District Leadership Committee for that specific role in that election cycle.
- c. All elections shall be by secret ballot, unless a secret ballot is dispensed with by unanimous vote. A majority of the votes cast is necessary for an election.
- d. The decision to enable the election or appointment of fully or partially remote District leaders by role is made by the District Council and remains in effect until changed by the council.
 - i. Changes to the decision to allow fully or partially remote leaders must be made prior to November 1 of the program year in which the elections or appointments will occur.

c. Other Officers

1. The other officers of this District shall be the District Public Relations Manager, the District Administration Manager, the District Finance Manager, and the Area Director for each Area.
 - a. These officers may be elected or appointed.
 - b. The decision to elect or appoint is made by the District Council and remains in effect until changed by the council.
 - c. The decision to elect or appoint fully or partially remote District leaders by role is made by the District Council and remains in effect until changed by the council.
 - d. Any changes to these decisions must be made prior to November 1 of the District program year in which the elections or appointments will occur.
2. Officers appointed by the District Director are subject to the approval of the District Executive Committee and the District Council by September 30.
3. The District Public Relations Manager, the District Administration Manager, and the District Finance Manager shall be eligible for re-election or re-appointment for one (1) succeeding term, regardless of District.
4. Area Directors are elected by the Area Councils or appointed by the District Director

considering the recommendation of the Area Councils.

5. Area Directors shall be eligible for re-election or re-appointment for one (1) succeeding term, regardless of District.

d. Qualifications

1. At the time of taking office:

- a. An elective officer must have been an active member of a Toastmasters club in good standing for 12 consecutive months within that past three (3) years, in the District in which the officer shall serve.
 - i. If the candidate's club is newly assigned to a District the individual's membership eligibility to serve as a District officer is valid in the new District.
- b. The District Director shall have served
 - i. at least six (6) consecutive months as a Club President and
 - ii. at least 12 consecutive months as a Program Quality Director, Club Growth Director, Division Director, or a combination of the preceding in the District in which they shall serve.
- c. The Program Quality Director and Club Growth Director shall have served
 - i. at least six (6) consecutive months as Club President and
 - ii. at least 12 consecutive months as a Program Quality Director, a Club Growth Director, a Division Director, an Area Director, or a combination of the preceding in the District in which they shall serve.
- d. The Division Directors shall have served at least six (6) consecutive months as members of a District Council. To the degree practicable, they will have served as a member of the District Council in the District in which they shall serve.
- e. To the degree practicable, the Area Directors shall have served as members of a District Council in the District in which they shall serve.
- f. All District officers must be active individual members of Member Clubs in good standing within the District where they are elected or appointed to serve and must be in good standing with Toastmasters International under [Article III](#), Section 8, of the Bylaws of Toastmasters International.

2. A member may only be a candidate for elective office in one (1) District at any given time.

3. A member may only serve in one (1) position within any District Executive Committee, as specified in [Article XI](#) (a), at any given time.
4. A member may not be a candidate for District positions elected by the District Council while actively competing in a current Toastmasters speech contest cycle.

e. Nominations from the Floor

1. Nominations made by the District Leadership Committee shall be effective when officially announced by the District Leadership Committee Chair or District Director.
2. Additional nominations of qualified and eligible candidates may also be made from the floor at the Annual Meeting of the District Council with the consent of the person(s) nominated.
 - a. To be eligible as a floor candidate, a candidate for District Director, Program Quality Director, Club Growth Director, or Division Director must have completed the District Leadership Committee's evaluation process in the same election cycle in which the candidate stands for election at the Annual Meeting of the District Council for that specific role.
 - b. All eligible floor candidates must declare their intent to run to the District Director at least seven (7) days prior to the elections.
 - c. Floor candidates who have not completed the District Leadership Committee's evaluation process may only be nominated during the Annual Meeting of the District Council if the District Leadership Committee report is invalid or for any position that is incomplete. The individual must meet all other qualifications.
 - d. Floor nominations for roles other than the District Director, Program Quality Director, Club Growth Director, or Division Director may occur even when that individual has not completed the District Leadership Committee's evaluation process, provided the individual meets all other qualifications.
3. A candidate nominated by the District Leadership Committee who is not elected to the nominated office may be nominated from the floor for a maximum of one (1) additional office at the Annual Meeting of the District Council.

A candidate who is not nominated by the District Leadership Committee may stand as a floor candidate for a maximum of two (2) District officer roles at the Annual Meeting of the District Council.

4. If there is no candidate(s) elected for District Director, Program Quality Director, Club Growth Director, or Division Director, the position(s) will be considered vacant and will be filled according to Article VII (g) of these administrative bylaws.

f. Term of Office The terms of all District officers shall commence at midnight on July 1 and end on the following June 30, 11:59 p.m.

g. Vacancies

1. A vacancy in any elective office shall be filled by the District Executive Committee based upon the recommendation of the District Director, or upon recommendation of the highest elected District officer if the vacancy is in the office of District Director.
 - a. Individual members who fill vacant roles shall meet all qualifications for the role as defined in Article VII, Section (d), of these administrative bylaws.
 - b. Such appointment shall become effective immediately and will run until the next succeeding District Council meeting. At that District Council meeting, the appointment shall be confirmed or another individual member elected to the office.
2. If the office of Immediate Past District Director is vacated for any reason, it shall stay vacant for the remainder of the term.

h. Resignation or Removal

1. Any officer may resign at any time.
 - a. The resignation must be in writing.
 - b. The resignation will be effective on delivery to the District Administration Manager or the District Director, unless the resignation provides for a later effective date.
2. Any member of the District Executive Committee may be removed from office by a two-thirds vote of the District Executive Committee. The member being considered for removal, the member requesting the removal, and any members of the committee who have been recused due to a conflict of interest, as determined by a majority of the District Executive Committee, are not counted towards determining the outcome of the vote.

The member must be given the opportunity to make a statement of up to 10 minutes to the District Executive Committee prior to the vote. The District Director may extend the time as needed.

3. Any officer may be removed from office by the District Director, unless the officer was elected by the District Council. Removal of the officer shall become effective immediately.
4. The members of the District Executive Committee are responsible to the

Toastmasters International Board of Directors. They may be removed at any time by that Board if it finds it to be in the best interests of Toastmasters International, its Member Clubs, and their individual members.

5. Replacement officers shall be appointed by the District Director. The appointment of replacement officers is subject to ratification by the District Executive Committee.
- i. Compensation No District, Division, or Area officer shall receive a salary or other compensation except a return for expenses incurred for the benefit of the organization and only to the extent provided for in the adopted District budget.

Article VIII: Duties of Officers

a. In General

1. The District officers shall have such duties, obligations, and responsibilities as may be set forth in Policies prescribed by the Board of Directors or in the [Articles of Incorporation](#), [Bylaws of Toastmasters International](#), in these administrative bylaws, or in standing rules or procedures adopted by the District Council of the District.
2. The authority delegated by the Toastmasters International Board of Directors to District officers to act as stewards of Toastmasters International's resources in the District is always subject to the ultimate direction of the Board.
3. The District officers shall coordinate their efforts in carrying out the District mission.
4. All District officers shall uphold and promote the purposes of Toastmasters International in the District and shall abide by the Toastmasters International governing documents.

b. District Director

1. The District Director shall be responsible to the Board of Directors in the exercise of the powers and duties of the office of District Director. The District Director shall report to and take direction from the District Council in matters pertaining to District organization, programs, and procedures.
2. As the representative of Toastmasters International, the District Director, personally and through the Program Quality Director and Club Growth Director, shall carry out the programs approved by the Board of Directors and the District Council.
3. The District Director's responsibilities include, but are not limited to:
 - a. Administering and overseeing the day-to-day operations of the District.
 - b. Chairing all meetings of the District Executive Committee and the District

Council.

- c. Filling such appointive offices as are provided for in these administrative bylaws, subject to the approval of the District Executive Committee and confirmation by the District Council.
- d. Authorizing withdrawals of District funds, in the manner and to the extent provided in [Article XII](#) of these administrative bylaws and approving all withdrawals chargeable to the District on the books of Toastmasters International.
- e. Providing each Member Club in the District and World Headquarters copies of the adopted budget, the report of the Audit Committee, and such other reports as the Board of Directors may require.
- f. Furnishing World Headquarters with such information as the Board of Directors may require for the District to be eligible to withdraw funds of Toastmasters International for District activities and operations.
- g. Submitting to the Board of Directors, by the published deadlines, any reports that may be required by the Board of Directors.

c. Program Quality Director

1. The Program Quality Director is the second-ranking member of the District Executive Committee, and chairs that body and the District Council in the absence of the District Director.
2. The Program Quality Director is responsible for all aspects of education and training within the District. These responsibilities include, but are not limited to:
 - a. Assisting the Member Clubs, Areas, and Divisions of the District in using the educational programs and materials of Toastmasters International.
 - b. Promoting and supporting club quality and member retention.
 - c. Supporting all members in achieving education awards and recognizing those achievements.
 - d. Ensuring club and District officers are properly trained to fulfill their roles and responsibilities.
 - e. Planning, organizing, and directing all aspects of the District conference.
 - f. Supervising and coordinating District-wide speech contests.
3. The Program Quality Director shall perform such other duties as may be prescribed

by the District Director or District Council.

4. The Program Quality Director shall attend District Executive Committee and District Council meetings.

d. Club Growth Director

1. The Club Growth Director is the third-ranking member of the District Executive Committee and chairs that body and the District Council in the absence of the District Director and Program Quality Director.
2. The Club Growth Director's responsibilities include, but are not limited to:
 - a. Developing, directing, and coordinating an overall marketing plan for building new Member Clubs.
 - b. Overseeing District-wide efforts that result in an increase in membership.
 - c. Overseeing efforts that result in club retention in the District.
 - d. Recruiting and training District marketing teams.
 - e. Developing, directing, and coordinating recognition programs for membership-building.
3. The Club Growth Director shall perform such other duties as may be prescribed by the District Director or District Council.
4. The Club Growth Director shall attend District Executive Committee and District Council meetings.

e. District Public Relations Manager

1. The District Public Relations Manager serves under the direction of the District Director.
2. The District Public Relations Manager's responsibilities include, but are not limited to:
 - a. Creating and executing a public relations plan to increase public awareness of the opportunities available for personal development in the Toastmasters International education program.
 - b. Developing and administering a communication plan to keep members aware of Toastmasters activities throughout the District.
 - c. Promoting and ensuring proper use of the Toastmasters brand throughout the

District in compliance with the brand standards.

3. The District Public Relations Manager shall perform such other duties as may be prescribed by the District Director or District Council.
4. The District Public Relations Manager shall attend District Executive Committee and District Council meetings.

f. District Administration Manager

1. The District Administration Manager serves under the direction of the District Director.
2. The District Administration Manager's responsibilities include, but are not limited to:
 - a. Having custody of all records and documents of the District.
 - b. Keeping and distributing the minutes of the meetings of the District Council and District Executive Committee.
 - c. Maintaining custody of all District correspondence.
 - d. Transmitting all minutes and records to their successor.
3. The District Administration Manager shall perform such other duties as may be prescribed by the District Director or District Council.
4. The District Administration Manager shall attend District Executive Committee and District Council meetings.

g. District Finance Manager

1. The District Finance Manager serves under the direction of the District Director.
2. The District Finance Manager's responsibilities include, but are not limited to:
 - a. Helping District leaders in developing a budget to carry out the District mission.
 - b. Having charge of all funds and other property of the District and transmitting the accounts and all undistributed funds to their successor.
 - c. Disbursing all funds upon order of the District Director, in compliance with the Toastmasters International governing documents.
 - d. Ensuring District financial information is recorded and submitted by the published deadlines.

3. The District Finance Manager shall perform such other duties as may be prescribed by the District Director or District Council.
4. The District Finance Manager shall attend District Executive Committee and District Council meetings.

h. Division Directors

1. The Division Directors shall represent the District Director within their Divisions.
2. The Division Director's responsibilities include, but are not limited to:
 - a. Providing counsel, information, and service to the Area Directors within the Division.
 - b. Coordinating the Division's activities and events.
 - c. Chairing the Division Council and holding regular Division Council meetings.
3. The Division Director shall perform such other duties as may be prescribed by the District Director and District Council.
4. The Division Director shall attend District Executive Committee and District Council meetings.

i. Area Directors

1. The Area Directors shall represent the District Director and the Division Director to all the clubs in their Areas and are responsible for ensuring that each club achieves its mission and fulfills its responsibilities to its members.
2. The Area Director's responsibilities include, but are not limited to:
 - a. Coordinating and promoting District events with the Members Clubs within the Area.
 - b. Encouraging club quality through club visits.
 - c. Chairing the Area Council and holding regular Area Council meetings.
3. The Area Director shall perform such other duties as may be prescribed by the District Director and District Council.
4. The Area Director shall attend District Executive Committee and District Council meetings.

Article IX: District Council

- a. **Composition** The District Council shall consist of the District Executive Committee, as defined in [Article XI\(a\)](#) of these administrative bylaws, and the representatives from each Member Club in good standing in the District, who are the Club President and Vice President Education. Each Member Club is entitled to two (2) votes, and the club can determine whether the Club President or Vice President Education, holding two (2) votes, or both representatives, with one (1) vote each, will act as voting members of the District Council. These shall be the only voting members of the District Council. References made in these administrative bylaws to “members of the District Council” shall mean only voting members.
- b. **Authority** The District Council shall serve as the administrative governing body of the District, operating with powers delegated to the District Council by the Toastmasters International Board of Directors and subject at all times to the ultimate direction of the Board of Directors and the [Articles of Incorporation](#), [Bylaws](#), [Policies](#), and decisions of Toastmasters International, and these administrative bylaws. The District Council shall conduct all business of the District, shall assume responsibility for the payment, with District funds, of all debts incurred in the conduct of authorized District activities, and shall not assess or impose any financial obligation on any Member Club or any individual member of a club. Members of the District Council in attendance at the annual District conference are required to attend the Annual Meeting of the District Council.

Article X: Council Meetings, Quorum, and Voting

- a. **Regular Meetings** The District Council shall hold at least two (2) meetings during each program year, with the exact number and schedule of meetings to be fixed by the District Council. The first meeting must take place no later than September 30 to approve the District budget and confirm the appointment of District leaders. One meeting shall be the Annual Meeting, and shall be held between March 15 and June 1. Notice of any meeting shall be sent in writing to all District Council members at least four (4) weeks prior to the date of such meeting.

Each program year the District Executive Committee determines whether the Annual Meeting of the District Council, in which the elections take place, is conducted online or hybrid. All other meetings of the District Council are conducted online.

- b. **Special Meetings** Special meetings of the District Council may be called by the International President, the District Director, a majority of the District Executive Committee, or not less than one-fourth of the members of the District Council. Notice thereof shall be sent in writing to all District Council members at least two (2) weeks prior to the date of such meeting. The notice shall include the reason the meeting is being called. Any other valid business may be transacted at the meeting.
- c. **Quorum**

On the basis of two (2) votes per club, one-third of the Member Clubs in good standing in

the District shall constitute a quorum for all District Council meetings. The continued presence of a quorum is presumed unless the chair declares otherwise.

In the event that any business is transacted at any District Council meeting at which a quorum is not present, the action shall be deemed as valid as if a quorum were present if it thereafter is expressly approved by 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.

d. Voting

When the voting process is conducted only the Club President and/or Vice President Education of any Member Club may vote on behalf of the club as its representative. Either club officer may carry the club's two (2) votes or each of these club officers may carry one (1) vote, as determined by the club membership. The representative from any Member Club in good standing is entitled to a maximum of two (2) votes.

District Executive Committee members are entitled to one (1) vote and may cast up to two (2) additional votes as a representative of a Member Club, for a maximum of three (3) votes.

District Council members must cast their own votes; no proxies are permitted.

Article XI: Committees

a. District Executive Committee

1. The District Executive Committee consists of the District Director, Program Quality Director, Club Growth Director, District Public Relations Manager, District Administration Manager, District Finance Manager, Division Directors, Area Directors, and Immediate Past District Director.
2. The committee shall have all functions and powers of the District Council except such powers as may be reserved by the District Council to itself. At all times, the committee is subject to the general direction and approval of the District Council.
3. A majority of the District Executive Committee shall constitute a quorum.
4. The committee shall review the report of the Alignment Committee and recommend the alignment of clubs in the District into Areas and Divisions for approval at the Annual Meeting of the District Council.
5. The committee shall prepare a budget in the form prescribed by Toastmasters International, covering estimated receipts and expenditures for the ensuing year.

- a. The proposed budget shall be submitted to the District Council for approval in

order to submit the approved budget to World Headquarters by September 30.

- b. This proposed budget shall be acted upon by the District Council at its first meeting.

6. The District Executive Committee shall have such other duties as are delegated to it by the District Council.

b. District Leadership Committee

1. The District Director shall appoint the District Leadership Committee Chair no later than November 1. The remaining committee members shall be appointed no later than December 1.
2. In addition to the District Leadership Committee Chair, the committee shall consist of no fewer than five (5) members with equal representation of all Divisions in the District. No committee member may represent more than one (1) Division.
3. The committee shall operate under the procedural rules adopted by the Toastmasters International Board of Directors for the selection of candidates for the elective District offices.
4. The committee's results shall be reported in writing to the District Director no fewer than six (6) weeks before the Annual Meeting of the District Council.
5. The District Director shall submit the District Leadership Committee report to the members of the District Council at least four (4) weeks prior to the Annual Meeting of the District Council.

c. Audit Committee

1. Each year 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.
2. The reports of this committee shall contain information in the format required by Toastmasters International.
3. The committee shall submit an interim mid-year audit report no later than February 15.
4. The committee shall complete a year-end audit report for the fiscal year ending June 30.
5. The outgoing and incoming District Directors are jointly responsible for submitting this report to the Member Clubs and to World Headquarters by August 31.

d. Alignment Committee

1. Each year, the District must review, and amend, if needed, the alignment of clubs, Areas, and Divisions within its boundaries. The District Director shall appoint an Alignment Committee chair and committee members no later than January 1.
 - a. The members of the Alignment Committee are the Division Directors. At the discretion of the Division Director, they may select another member from the Division to serve on the committee with approval from the District Director. If no Division Director is serving, the District Director will appoint a member from the Division to serve as a replacement member.
 - b. Each Division must be equally represented on the Alignment Committee. Committee members cannot represent more than one (1) Division.
 - c. The chair of the Alignment Committee shall have served previously as a Division Director, Club Growth Director, Program Quality Director, or District Director.
 - d. Candidates for District office for the following program year may serve on the committee.
 - e. Once the committee has been appointed, they shall serve through July 15 of the following program year.
 2. The Alignment Committee prepares an alignment proposal and provides the proposal to the District Executive Committee for review.
 3. The District Council reviews and approves a proposed alignment, including the number of Divisions and assignment of clubs into Areas, at its Annual Meeting.
 4. Once the District Council approves the proposed alignment only the District Executive Committee may amend the alignment of clubs into Areas, upon recommendation of the Alignment Committee. Any amendments must be approved by the District Executive Committee by a two-thirds vote. The number of Divisions must not be amended.
 5. The District alignment must be submitted to World Headquarters no later than July 15.
- e. Other Committees Other committees may be appointed as advised by the District Director or the District Council. Such committees may include, among others, the following special committees: District Program Quality, District Club Growth, District Public Relations, Youth Leadership Program, Speechcraft, Administrative Policies, Awards, Speakers Bureau, District Newsletter, Past District Directors, and Club Coach Coordinating Committee.

Article XII: Finances and Records

- a. **Finances** The conduct of the District's financial affairs shall be subject to Policies established by the Toastmasters International Board of Directors. Payments of District expenses shall be made only for expense items benefitting the District and consistent with the purposes and Policies of Toastmasters International. Toastmasters International will transfer funds to the District upon presentation of a requisition which sets forth the purpose of the withdrawal and which is signed by the District Director and either the District Administration Manager or District Finance Manager. All disbursements of District funds shall be in accordance with the District budget, unless otherwise approved by the Board of Directors.
- b. **Records** The outgoing District officers shall transfer to the incoming officers, in good order, the complete records of their respective offices by the beginning of the program year (July 1).

Article XIII: Rules of Order

Robert's Rules of Order Newly Revised shall be the final authority on parliamentary procedure insofar as Robert's Rules do not conflict with any provision of these administrative bylaws, the [Articles of Incorporation](#), [Bylaws of Toastmasters International](#), Policies set by the Toastmasters International Board of Directors, or applicable law. If the District is located in a jurisdiction where Robert's Rules are not a recognized authority on parliamentary procedure, the District may use the recognized authority in the jurisdiction where the District is located in place of Robert's Rules.

Article XIV: Political Activity

The District shall not take any official position on any issue of local, state, or national public policy, or otherwise engage in any legislative lobbying. The District shall not participate or intervene in any way in any campaign of any person for any public office.

Article XV: Legal Action

The District shall not file any lawsuit as a party plaintiff, hire legal counsel, file any response to any lawsuit, respond to any subpoena, or take any other legal action without the prior written approval of the Chief Executive Officer of Toastmasters International. In the event the District is served with any summons, complaint, subpoena, injunction, or other form of legal process, the District officer receiving the legal process shall notify World Headquarters within 24 hours of such service.

Article XVI: Governing Law

The District shall be governed by, and these administrative bylaws shall be construed in accordance with, the laws of the State of California, where Toastmasters International is incorporated, regardless of where the District is located.

Article XVII: Amendments and Other Rules

- a. Amendments to these administrative bylaws shall be made only by the Toastmasters International Board of Directors. The Chief Executive Officer of Toastmasters International shall notify the following of any amendment adopted by the Board of Directors: all Member Clubs and the District Director, the Program Quality Director, the Club Growth Director, the Immediate Past District Director, the District Public Relations Manager, the District Administration Manager, the District Finance Manager, the Division Directors, and Area Directors of each District.
- b. The District Council of the District may propose an amendment to these administrative bylaws to the Toastmasters International Board of Directors or Executive Committee, provided that the District Council shall have given written notice of such proposal at least 30 days in advance of the District Council's action to all Member Clubs affiliated with the District, and shall thereafter give 45 days' written notice to the Board. The Toastmasters International Board of Directors or Executive Committee, whichever is the next to meet after submission of a proposed amendment, shall consider the proposal at its next meeting. No proposed amendment shall become effective without the approval of the Board of Directors or Executive Committee.
- c. Procedures and standing rules applicable only to the District may be adopted by the Toastmasters International Board of Directors, or by the District Council of the District. Such procedures and rules must be submitted promptly to World Headquarters to be kept on file, and must not be in conflict with any provision of these administrative bylaws, the [Articles of Incorporation](#), [Bylaws of Toastmasters International](#), Policies adopted by the Board of Directors, or applicable law. The Board reserves the right to review, disapprove, or modify any such procedure or standing rule. In addition, the Board may test the feasibility of potential amendments to these administrative bylaws by allowing alterations, at specific times and locations, that may conflict with existing provisions of these administrative bylaws.