

**ACBL Board of Directors
Orlando, FL
November 21 – 24, 2010**

The meeting was called to order by President Richard DeMartino on Sunday, November 21 at 9 a.m.

Present: George Retek #1, Paul Janicki #2, Joan Gerard #3, Craig Robinson #4, Sharon Fairchild #5, Nadine Wood #6, Bob Heller #7, Georgia Heth #8, Shirley Seals #9, Bill Cook #10, Beth Reid #11, William Arlinghaus #12, Suzi Subeck #13, Sharon Anderson #14, Phyllis Harlan #15, Dan Morse #16, Jerry Fleming #17, Claire Jones #18, Donald Mamula #19, Jeffrey Taylor #20, Bruce Blakely #21, Ken Monzingo #22, Rand Pinsky #23, Al Levy #24, and Richard DeMartino #25.

Also

Present: Michael Kovacich, Chairman Board of Governors, Margot Hennings, District 6 Director Elect, Bonnie Bagley, District 17 Director Elect, Merlin Vilhauer, District 20 Director Elect, Peter Rank, League Counsel, Jay Baum, CEO, Dee Wallace, Jeff Johnston, Vicki Campbell, Patricia Glover, Jim Miller, Dana Norton, Chris Patrias, Carol Robertson, and Kelley McGuire, Secretary.

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Approval of Orlando Minutes

The Orlando, FL minutes are approved

Item 103-145: Executive Committee Minutes

The minutes of the executive committee meetings are received.

***MINUTES
EXECUTIVE COMMITTEE OF THE BOARD OF DIRECTORS
August 30, 2010***

The Executive Committee met August 30, 2010 at 10:40 a.m. CST, by conference call, to approve the following:

Present at the meeting were members of the Executive Committee: Richard DeMartino, President; Jerry Fleming, Chairman; Georgia Heth, Al Levy and Donald Mamula.

Also, present: Kelley McGuire, Secretary.

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Re: Appointments to the WBF High Level Players Commission

The ACBL Executive Committee, acting as the WBF Zone 2 Zonal Authority, designates Eric Kokish, Nick Nickell and Beth Palmer as the Zone 2 members of the WBF High Level Players' Commission (HLPC). It also designates Nicholas Gartaganis, Jill Meyers and Rose Meltzer as their respective alternates.

This designation shall be from September 1, 2010 through December 31, 2012.

There shall be no compensation, nor reimbursement of expenses from the ACBL for those designated to the HLPC.

Effective immediately.

Carried unanimously.

The meeting was adjourned at approximately 11:15 a.m. CST.

Item 103-146 Election of ACBL President

Bill Arlinghaus, Bill Cook, Craig Robinson, and Shirley Seals had previously declared their candidacies. There were no other declarations of candidacy. Nominations were closed. By secret ballot Craig Robinson was elected to the office of ACBL President for 2011.

Item 103-147: Certification of Elections

The following individuals are hereby certified as having been duly elected to the Board of Directors of the American Contract Bridge League for three-year term, January 1, 2011 through December 31, 2013.

Margot Hennings, District 6; Shirley Seals, District 9; Bill Cook, District 10; A. Beth Reid, District 11; William Arlinghaus, District 12; Bonnie Bagley, District 17; Merlin Vilhauer, District 20; Al Levy, District 24.

The following individuals are hereby certified as having been duly elected as First Alternates to the Board of Directors of the American Contract Bridge League for three-year term, January 1, 2011 through December 31, 2013.

Nick L'Ecuyer, District 1; Jan Assini, District 5; Michael Kovacich, District 7; Angie Clark, District 13; Marti Malcolm, District 15; Ken Scott, District 18; Stephen Hosch, District 19; William Schreiber, District 23; Mark Aquino, District 25.

The following individuals are hereby certified as having been duly elected as Second Alternates to the Board of Directors of the American Contract Bridge League for three-year term, January 1, 2011 through December 31, 2013.

Leo Weniger, District 1; Mary Paulone Carns, District 5; Barbara Heller, District 7; Phil Rea, District 15; Jerry Thorpe, District 19; Roger Clough, District 23.

Effective January 1, 2011

Carried unanimously.

Item 103-148: WBF Representative

Dan Morse had previously declared his candidacy. Joan Gerard was nominated from the floor. There were no other declarations of candidacy. Nominations were closed. By secret ballot Joan Gerard was elected as ACBL representative to the World Bridge Federation for a three-year term, January 1, 2011 through December 31, 2013.

Item 103-149 401K Trustee

Dan Morse was elected as a 401k Trustee for a four-year term January 1, 2011 through December 31, 2014.

Item 103-150: Executive Committee Western Zone and Alternate

The Western Zone reported the election of Rand Pinsky as its representative on the Executive Committee for a three-year term, January 1, 2011 through December 31, 2013.

The Western Zone reported the election of Bruce Blakely as its alternate representative on the Executive Committee for a three-year term, January 1, 2011 through December 31, 2013.

Approved unanimously.

Item 103-151: Aileen Osofsky ACBL Goodwill Committee Chair

Bonnie Bagley, Rose Meltzer, Roger Smith and J. Willard Williams had previously declared their candidacies. Rose Meltzer, having withdrawn her candidacy, was nominated from the floor. There were no other declarations. Nominations were closed. By secret ballot Rose Meltzer was elected as chair to serve the unexpired term of Aileen Osofsky through December 2012.

Item 103-152: Goodwill Member of the Year

is appointed as the 2011 Goodwill Member of the Year.
(To be announced at the Spring 2010 Goodwill meeting).

Item 103-153: Volunteer Member of the Year

Carl Sharp, District 13 is appointed as the 2010 Volunteer Member of the Year.

Item 103-154: Honorary Member of the Year

Larry Cohen, District 9 is appointed as the 2011 Honorary Member of the Year.

Item 103-155: Ratification of Audit Firm

The firm of Watkins Uiberall, Certified Public Accountants is approved as the audit firm of the ACBL for the 2011 year.

Carried. Nay: 1

ACBL CEO Report

The report of CEO Jay Baum is received. (Attachment A)

League Counsel Report

The report of League Counsel Peter Rank on the status of litigation is received. (Attachment B)

Item 103-156: Education Status Report

The education status report is received. (See CEO report)

Item 103-157: Election of ACBL Treasurer

Bill Cook was elected to fulfill the unexpired term of Craig Robinson, from December 31, 2010 through March 31, 2011.

Carried unanimously.

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The Board went into Executive Session at 10:06 a.m. No actions were reported.

Upon conclusion of the Executive session, the Board of Directors recessed and reconvened in open session on Tuesday, November 23, 2010 at 9 a.m.

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The meeting was called to order by President Richard DeMartino on Tuesday, November 23, at 9 a.m.

Present: Same as Sunday, November 21

Also Present: Same as Sunday, November 21

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2015 Spring New Orleans

Management's recommendation for the site of the 2015 Spring NABC at the Marriott and Sheraton hotels in New Orleans, LA March 12 – 22 is approved.

Effective immediately.

Carried. Nay 22.

2015 Summer Chicago

Management's recommendation for the site of the 2015 Summer NABC at the Hilton hotel in Chicago, IL August 6 – 16 is approved.

Effective immediately.

Carried. Nay 1, 5, 12, 16, 17, 19. Abstain: 8, 14.

2016 Summer Washington

Management's recommendation for the site of the 2016 Summer NABC at the Marriott Wardman Park hotel in Washington, DC July 21 - 31 is approved.

Effective immediately.

Carried unanimously.

2018 Fall San Francisco, CA

Management's recommendation for the site of the 2018 Fall NABC at the either the Hilton or Marriott hotels in San Francisco, CA November 22 – December 2 is approved.

Effective immediately.

Carried. Abstain: 11, 12, 17, 19.

Conditions of Contest

Wood (C)

Arlinghaus, Blakely, Gerard, Heller, Janicki, Jones, Levy, Monzingo

Pinsky, Retek, Robinson, Seals, Taylor

Staff: Patrias

Committee Report by Chairman

Item 103-45: National Pair Events

All National Pair Events shall be scored across the field as approved by the Board of Directors for the Platinum Pairs.

Motion failed: Aye: 17, 19

Item 103-46: NABC Swiss Qualification

When there is a tie for the last qualifying position(s) of an NABC+ Swiss event, all teams tied will qualify to continue in the event. If this results in an odd number of teams, one additional team will be selected, using the current tie - breaking rules if necessary.

Effective Immediately

Carried: Nay: 4

Item 103-48: Stop Cards

Stop cards may not be used after the first round of a non-competitive auction.

The Committee recommends that the motion be referred to the Competitions and Conventions Committee.

Deferred to the Spring meeting in Louisville, KY.

Deferral carried unanimously.

Item 103-49: Slow Play Regulations

A. Slow Play Regulations

Slow play, especially habitual slow play, is a violation of law and subject to penalty. Law 81C1 instructs the director of his duty to ensure that slow play not disrupt the game. Law 90A and Law 90B2 specifically provide for procedural penalties to be given in cases of undue slow play, and Law 91A empowers the director at his discretion to make such penalties disciplinary and therefore not subject to being overruled by an appeal committee (same as with zero-tolerance penalties). Further, Law 12C2 permits the director to award an artificial adjusted score when slow play prevents a board from being played.

The preceding paragraph applies to all events. The following paragraph addresses pair type movements specifically but applies conceptually to all events as well.

When a pair has fallen behind it is incumbent on them to make up the time lost as quickly as possible whether at fault or not. All players are expected to make a concerted effort to catch up when they have fallen behind, regardless of the reason for their lateness. In the absence of compelling evidence to the contrary, the director should presume that a pair finishing a round late by more than two or three minutes on more than one occasion during a session is responsible for the lateness. There is a strong expectation that the director will penalize such a pair. The size of a penalty will tend to increase for subsequent instances of slow play and for chronic or egregious slow play. While warnings typically will be given before a penalty is assessed, failure to do so in no way limits the director's authority to issue a penalty.

An appeal of an action taken by a TD with regard to time may be taken to the Director in Charge of the tournament, and no further.

This regulation is not intended to override specific event conditions regarding slow play.

B. Slow Play Appendices for NABC+ KO Events

Appendix E (VS) and Appendix E (S&W) are replaced with the following:

The tournament director is charged with the responsibility to ensure that each KO match segment finishes within the allotted time. While a time monitor may be employed, the lack of a monitor in no way limits the TD's authority to apply one or more of the remedies listed below. Discretion is expected, in that the TD may choose to ignore an occasional minor late finish.

Players are expected to be aware, in a general sense, of time used and remaining in a segment in which they are playing regardless of whether a clock is in use or a time announcement has been made. An excuse of “no announcement” or “no clock immediately visible” will not be considered persuasive.

The TD may remove one or more boards from a segment. According to Laws 12 and 86 the TD may award either no score (when neither team is more at fault than the other), an assigned score (when a result already exists at one table which the TD wishes to preserve), or, an artificial score in IMPs. Every effort should be made to remove boards before they can be played at either table but not having done so does not preclude removing one or more later.

In consultation with the Director in Charge of the tournament, the TD may require that a particular pair not play in a specified segment, not play against a specified pair, or, not play together as a pair. The foregoing is expected to be applied only due to egregious circumstances or to unduly repetitious offenders.

The foregoing is intended to make clear the intent that the TD is expected and empowered to take action as deemed necessary to ensure the timely finish of KO segments (and matches).

An appeal of an action taken by a TD with regard to time may be taken to the Director in Charge of the tournament, and no further.

Effective immediately.

Carried unanimously.

Tournaments

Arlinghaus (C)

Blakely, Gerard, Heller, Janicki, Jones, Levy, Monzingo

Pinsky, Retek, Robinson, Seals, Taylor, Wood
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Staff: Patrias

Committee Report by Chairman

Item 103-131: Non-Senior Pair Championship

There shall be established a non-senior pair championship to run at one of our NABCs. It would be limited to players under the age of 55 and would consist of the same number of sessions as the NABC+ Senior Pairs.

Motion failed. Aye: 7, 17, 19, 21

Item 103-133: Overall Awards Invitational Clubs

Overall awards shall be established for invitational clubs that participate in ACBL-wide games that have overall awards for open games, including charity and international fund games, the ACBL-wide Senior Pairs and, if it does not do so already, for the Instant Matchpoint game.

Effective as soon as can be implemented by Management.

Carried. Nay: 4, 21, 22.

Item 103-134: Grant Baze Senior Knockout Teams Trophy

The sterling silver trophy purchased to honor the Grant Baze Senior Knockout Teams is accepted.

This trophy will be maintained at the ACBL Headquarters.

Carried unanimously.

Item 103-135: Masterpoint Formula

Item 073-181 Changes to Masterpoint Formula, is amended to read as follows:

.....

Replace all Unit or District Charity Games with one class of Fund or Foundation games. There will be a maximum of 4/year per Unit and 4/year per District. The fee structure will be the same as special Fund or Foundation games at clubs. Any of the four allotted sessions may be held as a Junior Fund game, Charity game, Educational Foundation game or International Fund game, except February is reserved for Junior Fund games, April is reserved for Charity games and September is reserved for International Fund games.

Effective immediately.

Carried unanimously.

Item 103-136: Unit /District Fund/Foundation Games

Unit Fund/Foundation Games (maximum of four per year) shall be discontinued.

Motion failed. Aye: 4, 7.

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The Board went into Executive Session at 11:30 a.m. No actions were reported.

Upon conclusion of the Executive session, the Board of Directors recessed and reconvened in open session on Tuesday, November 23, 2010 at 1:30 p.m.

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Technology Committee

Arlinghaus, S. (C) Arlinghaus, B. (VC)

Janicki, Jones, Monzingo, Taylor

Staff: Campbell, V.

Committee Report by Chairman

An oral report was given and a summary thereof is attached hereto.
(Attachment C)

Juniors

Janicki (C)

Gerard, Heller, Heth, Wood

Staff: Campbell, V.

Committee Report by Chairman

Item 103-90: Policy for Issuing Stipends to Bridge Teachers in Schools

No one shall be denied the teacher stipend from the School Bridge Class program based solely on the receipt of payment from another source; however, the amount received from the School Bridge Class program when added to compensation from other sources shall not exceed US\$500.

Effective March 1, 2011.

Carried. Nay: 5, 8, 9, 11, 14, 15, 17, 19, 20, 22.

Appeals & Charges

Gerard (C), Pinsky (VC)

Blakely, Fairchild, Heller, Heth, Mamula, Morse, Subeck, Wood

Staff: Miller

Committee Report by Chairman

Item 103-01: Report on Hearings

The Committee reviewed the one year suspension by District 23 of Victor Chernoff #J471497 and upheld the findings and discipline.

The report was accepted.

Item 103-03: Request for Review of Expulsion

The committee discussed the request of Massimo Lanzarotti for the Appeals and Charges Committee to consider him being readmitted to ACBL membership under CDR 9.5.1.

The committee accepted Mr. Lanzarotti's request and set the review for the Spring 2011 meeting of the Appeals and Charges Committee.

The report was accepted.

Item 103-02: CDR Regulations Appendix A, Chapter VI

The ACBL Code of Disciplinary Regulations Appendix A, Chapter VI. A be amended as follows

A. NOTIFICATION OF DISCIPLINE

When the disciplinary body imposes sanctions to be effective immediately, it is mandatory that such disciplinary body shall immediately notify the disciplined party of the sanction in writing, stating its effective date. The disciplined party or parties and the complainant shall also be told of the right to appeal and the disciplined party's right to request a stay of discipline pending the outcome of an appeal. The official Notice of Discipline and the official Notice of Appeal and Stay Rights will be sent by the ACBL Disciplinary Coordinator when hearing documents are received from the hearing committee chairman. The 30-day period during which an appeal may be filed will start from the date on which the ACBL Disciplinary Coordinator's official notices are mailed.

Effective January 1, 2011.

Carried unanimously.

Recorder Committee	
Gerard (C) Retek, Wood	Staff: Miller, Rank

Committee Report by Chairman

An oral report was given and a summary thereof is attached hereto.
(Attachment D)

Governance	
Cook (C), Seals (VC) Fairchild, Harlan, Heller, Monzingo, Reid, Retek	Staff: Miller

Committee Report by Chairman

Item 103-65: League Counsel Job Description

Job Summary

As general counsel of the American Contract Bridge League, the League Counsel provides business, corporate and non-profit legal services to the Board of Directors, Chief Executive Officer and management of a [number of members] member organization which supports the game of duplicate bridge and sanctions competitive bridge tournaments throughout North America. The League Counsel shall not be required to be located at the administrative office of the ACBL.

Duties and Responsibilities

1. Attend Board of Directors and Board of Governors meetings up to 21 days per year and act as legal advisor and parliamentarian to Board of Directors and its committees; make litigation status reports to Board.
2. Attend Board of Governors meetings; make litigation status reports to Board of Governors.
3. Act as legal counsel to Board Appeals and Charges Committee.
4. Provide legal advice to the Board, its President and all Board members on corporate, nonprofit, business and governmental matters.
5. Act as general legal counsel to the Chief Executive Officer (and other management staff as directed by the CEO) on day to day operations, including administrative, corporate, nonprofit, business and governmental matters; draft and/or review all ACBL contracts.
6. Oversee all ACBL litigation, including co-ordination with ACBL insurance carriers and litigation counsel.
7. Advise management on player disciplinary issues, complaints, charges and appeals; provide response to Unit, District and member questions; provide legal review and advice on the Code of Disciplinary Regulations.
8. Review and approve all legal expenses and report to the CEO thereon.
9. Perform tasks which are supportive in nature to the essential functions of the job, but which may be altered or re-designed depending upon individual circumstances.

Supervision

The League Counsel is appointed by the Board of Directors and is ultimately responsible to the Board. Day to day supervision of the League Counsel is the responsibility of the Chief Executive Officer.

Education Requirements

Graduation from an accredited law school with a *Juris Doctorate* or equivalent degree; member in good standing of the Bar in the United States.

Experience and Skill Requirements

1. Extensive knowledge of the game of duplicate bridge.
2. Extensive experience in general legal practice, including business law, contracts, litigation and not-for-profit corporations.

Time Requirements

It is expected that the League Counsel shall provide a monthly computation of hours worked which shall total not less than 480 hours per year.

Compensation

The fixed annual compensation for the position of League Counsel shall be from \$_____ to \$_____ per year, depending on experience, payable monthly, plus reasonable administrative costs not to exceed \$_____ per year (not including approved travel expenses).

Effective immediately

Carried: Nay: 19

Item 103-66: Board Chairman Responsibilities

Chapter 4 – Board Procedures A. Administration

081-22 and 082-24 is amended to read as follows:

- 5.6 There will be an oversight committee of the Board whose duties will include addressing issues of conduct by the Board members.

The Board Oversight Committee will consist of three members; the Chairman of the Board as the committee chairman with the two most

immediate past presidents currently on the Board not holding any other Board officer position.

Effective immediately.

Carried unanimously.

Item 103-67: Vote by Units

The vote by units in District-wide election will be kept confidential.

Motion failed: Aye: 8, 14, 16, 22.

**Item 103-68: WBF Representatives Reimbursement Policy
and Hosting a WBF Special Meeting**

- A. No expenses will be paid by the ACBL to the ACBL's WBF representatives for attending the annual WBF Executive meeting.
- B. The ACBL will host, when held in Zone 2 during an NABC, a WBF Management Committee or Officers Meeting. No more than one such meeting shall be hosted per year.
- C. ACBL shall provide up to 50 room nights including one junior suite for up to five nights; light refreshments during the meeting; up to four lunches for ten people during the meetings; and appropriate meeting space for up to four days.

Effective January 1, 2011.

Carried: Abstain: 1, 3, 8, 16, 24.

Item 103-71: Board Procedures - Withdrawals

Section 3.6 of Item 072-28 is amended to read as follows:

3.6 Motions from Board members may be withdrawn by the maker(s) at any time prior to presentation to the full Board. Motions may be withdrawn after presentation to the full Board with the consent of a majority of the Board.

Effective immediately.

Carried unanimously.

Marketing

Anderson (C), Harlan (VC)

Cook, Fairchild, Heth, Mamula, Morse, Reid, Subeck

Staff: Campbell, V.

Committee Report by Chairman

An oral report was given and a summary thereof is attached hereto.
(See CEO report)

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The meeting was called to order by President Richard DeMartino on Wednesday,
November 24, at 9 a.m.

Present: Same as Tuesday, November 23

Also Present: Same as Tuesday, November 23 except that Director-Elect
Vilhauer was not present.

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Finance

Robinson (C) Reid (VC)

Anderson, Cook, Harlan, Levy, Retek, Seals

Staff: Wallace, Glover

Committee Report by Chairman

Item 103-55: Tournament Director Per Diem in Canada

Item 033-120 is rescinded.

**Note: Management to determine Canadian Per Diem rate for Tournament
Directors.**

Effective immediately.

Carried unanimously.

Item 103-56: 2011 Budget

The 2011 budget projecting income over expenses of \$140,880 is received.

TD Session Fees are to be increased 4% effective 04-01-11.

National, Associate National Directors	\$167.40 increased to \$174.10
Tournament Director	\$153.00 increased to \$159.10

Associate Tournament Director \$124.80 increased to \$129.80
Local Tournament Director \$99.70 increased to \$103.70

Carried unanimously.

Succession Planning

Anderson (C)
Cook, Fairchild, Gerard, Levy, Reid, Robinson, Seals
Committee Report by Chairman

Item 103-163: ACBL Succession Plan Framework

The ACBL Board of Directors adopts the following Succession Planning Framework:

This **CEO Succession Planning Framework** is prepared for the ACBL's Board of Directors in the event that the CEO position becomes vacant. There are several possible scenarios for why the CEO position may be vacant. These include:

- Retirement of incumbent CEO
- Resignation of the incumbent CEO
- Immediate vacancy due, for example, to the death of the incumbent CEO
- Termination of the CEO

This CEO Succession Planning Framework suggests a course of action for the ACBL Board in the event of a vacancy in the CEO position.

Retirement or Resignation

Absent a contract, the incumbent CEO is expected to give a minimum of twelve months notice of her or his intent to retire or resign from the position. The written notice to resign or retire should be given to the ACBL President, in person, and by mail to all other Directors of the Board. When possible and appropriate, the incumbent should be expected to be a part of the transition team to assist with the orientation of the new CEO.

Immediate Vacancy

The ACBL Board of Directors will be responsible for appointing an interim CEO who will serve in the position until a new CEO is hired. The ACBL Board of Directors will review the current CEO job description and strategic direction of the ACBL to determine if any changes in the job description or skills and competencies of the CEO are necessary. A CEO task force appointed by and headed by the ACBL President will forward recommendations to the Board of Directors for approval.

CEO Search Committee

When it becomes known that the ACBL will need to hire a new CEO, the ACBL President will appoint a 5-7 member **Search Committee**. The committee will consist of 3-5 board members and additional 1-2 at-large members who will be responsible for interviewing and selecting a new CEO. The ACBL President or designee will be the chair of the committee. The ACBL President may use outside organizations, paid consultants or contractors, as needed, to assist with the search process. The Executive Committee will develop an executive search budget. The League Counsel shall act as legal advisor to the Search Committee.

Responsibilities of the Search Committee:

- Approve a timeline for the recruitment and selection process.
- Approve recruitment materials and information.
- Inform ACBL's constituency of the position opening and selection process.
- Approve an advertising plan for the position in appropriate media.
- Contact key community contacts by letter or phone.
- Post an announcement on the ACBL website to members explaining the selection process.
- Coordinate mailing of information to interested applicants.
- Determine an overall interview and selection process.
- Determine a process for screening applications and resumes.
 - Receive and screen applicant applications and resumes.
- Develop a format for the interviews, including interview questions.
- Arrange and conduct first round interviews with candidates.
- Conduct reference checks of selected candidates.
- Conduct second round interviews as needed.
- Recommend a candidate for approval to the ACBL Board of Directors.
- Communicate the hiring decision by letter to all candidates.
- Recommend terms of the employment to the Board. League Counsel drafts the Agreement with direction from the Search Committee Chair.

Conflict of Interest

Members of the ACBL Board of Directors and members of the CEO Search Committee are not eligible for the position of CEO. A former ACBL Board member who wants to apply for the CEO position must have left the board at least one year prior to applying. (Conflict of Interest Policy, motion 043-55) ACBL staff and members who want to apply for the CEO position may not serve on the Search Committee.

CEO Transition Team

In a planned transition, the incumbent CEO and ACBL Board of Directors are responsible for preparing the organization for a smooth transition. That preparation must include the transfer of organizational knowledge to appropriate board and management team members. Such knowledge would include but is not limited to key constituents, collaborative relationships, existing Contracts, Memorandums of Understanding and other relevant history.

The CEO is responsible for developing and maintaining a CEO Transition Plan. The transition plan will include a list of things that an interim or new CEO would need to know or have access to and a list of the staff that are primary or backups for critical organizational tasks. .

A Transition Plan should include the following:

1. List of key staff and their roles
2. List of key contracts pending
3. List of emergency contacts and telephone numbers
4. List of key community, business and government contacts and their contact information.
5. Bank contacts and investment account information
6. Copy of the current Bank Check Signatory Forms and a blank ones for the transition
7. List of people and organizations to contact regarding the appointment of a new CEO

Adopted by ACBL Board of Directors on November 24, 2010.

Effective immediately.

Carried unanimously.

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The ACBL Board of Directors adjourned its meeting and reconvened as the ACBL Charity Foundation.

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Charity Foundation Membership Meeting

The membership meeting of the Charity Foundation convened.

The meeting was called to order by President Georgia Heth.

The Treasurer's report was received. (See Charity Fdn minutes)

Edwin C. Glickman, Dewitt Hudson, Lorine Lorino, and James Summer had declared their candidacies for Trustee. Bonnie Bagley was nominated from the floor. By secret ballot Bonnie Bagley was elected to serve a four-year term, January 1, 2011 through December 31, 2014.

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The ACBL Charity Foundation meeting was adjourned and the ACBL Board of Directors reconvened as the ACBL Educational Foundation.

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Educational Foundation Membership Meeting

The membership meeting of the Educational Foundation convened.

The meeting was called to order by Linda Mamula, Vice-President.

The Treasurer's report was received. (See Educational Fdn minutes)

Sharon Anderson declared her candidacy for Trustee. There being no other declarations or nominations. Sharon Anderson was elected to serve a three-year term January 1, 2011 – December 31, 2013.

Mike Bandler, Howard Engle, Barbara Heller, Ann Hinchliffe, Elizabeth Hudson, Mary Lattan-Shaw and Jerry Thorpe declared their candidacies for Trustees. By secret ballot Mike Bandler and Barbara Heller were elected to serve three-year terms, January 1, 2011 through December 31, 2013.

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The Educational Foundation meeting was adjourned and the ACBL Board of Directors reconvened.

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Bylaws Committee

Mamula, D. (C)

Heth, Jones, Pinsky, Mamula, L. (BoG)

Staff: Miller

Item 103-120 ACBL President / Chairman Qualifications

The ACBL Bylaws are amended to read as follows:

ACBL Officers.

- 6.1.1 **President.** The Board of Directors shall elect from among its members a President of the ACBL to serve for the following calendar year or until a successor is elected. The President may **not** serve his term of office if he is not re-elected to the Board of Directors. ~~The President shall be entitled to vote provided the President is a Director.~~
- 6.1.2 **Chairman.** The Chairman of the Board of Directors shall be the immediate past President of the ACBL if he is the elected director from his district. If the immediate past President of the ACBL is not the elected director from his district, the most recent past President serving as an elected director shall be the chairman. The Chairman shall serve for a period of one (1) year beginning at the expiration of his term of office as President or until his successor shall take office. ~~The Chairman may not serve his term of office if he is not reelected to the Board of Directors. The Chairman shall be entitled to vote provided the Chairman is an elected Director.~~

Carried unanimously.

Item 103-121: Unit Voting Power

The ACBL Bylaws are amended to read as follows:

- 8.2.1.2 When there are more than three (3) units in a district, the maximum number of votes which may be allocated to any unit in a district shall be one (1) fewer than the total number of votes allocated to all the other units in the district.
- 8.2.1.23 Each Unit board member shall be entitled to vote the Unit Voting Power in his unit divided by the number of board members in such unit and voting in person or by mail (Unit Board Member Voting Power).

Motion failed (two-thirds required for passage) Aye: 1, 10, 21.

Item 103-122: Resident Requirements for District Wide Election

The ACBL Bylaws are amended to read as follows:

ELECTION PROCEDURES

8.1 **Electors.** District Directors, First Alternate Directors, Second Alternate Directors, and Representatives to the Board of Governors shall be elected by the Unit Boards of each District under the authority of the Director of Elections of ACBL.

8.2 **Residency Requirement.** Candidates for district-wide elected office including candidates for the ACBL Board of Directors, First and Second Alternates and Board of Governors members shall be residents of the district they seek to represent at the time of election or reelection to their office. Any disputed determination of residency shall be made by a majority vote of the Board of Directors in accordance with the Rules and Regulations established by the Board Directors. Their decision shall be final and conclusive.

Motion failed (two-thirds required for passage):

Nay: 1, 3, 6, 13, 14, 18, 21, 24, 25.

Regionals / Sectionals at Sea

Subeck (C)

Blakely, Fleming, Levy, Monzingo, Reid, Wood

Committee Report by Chairman

Item 103-161: Regionals at Sea

The ACBL and only the ACBL shall be permitted to sponsor Regionals at Sea (“RAS”). Beginning in 2012, the ACBL may sponsor up to three RAS per year.

Each of these three RAS should depart from a different geographic “area.” Areas are defined as East Coast (Atlantic other than Florida), West Coast (Pacific) and Gulf Coast (Gulf of Mexico plus the entire Florida coast).

Except as specified in this motion, RAS must conform to the same rules and regulations as land-based Regionals.

No RAS may be conducted concurrently with any portion of a land-based Regional tournament held either within 200 miles of or within the same District

as such RAS' port of embarkation or debarkation absent written consent of the District Director/s from the affected District/s.

RAS are limited to a maximum of 21 bridge "tournament" sessions awarding red or gold masterpoints per cruise. The tournament schedule will be determined by the tournament manager subject to the approval of the ACBL staff.

RAS will pay 80% of the standard land-based Regional masterpoint awards.

The ACBL will assume the risk of profit or loss in conducting RAS. The ACBL may, at its sole discretion, outsource any or all services necessary for the conducting of RAS. All such services shall be compensated on a fee basis. The ACBL may, however, structure such fee-based arrangements in any way it considers most effective.

As sponsor, the ACBL may hire an independent operator on a fixed fee or fee per player basis (with or without a minimum/maximum) subject to the following requirements:

- a. Sponsor (ACBL) must retain financial responsibility for standard bridge related tournament invoice items;
- b. Outside agencies, retained for RAS support, may not be owned or operated by officers, directors or employees of the ACBL, its Districts or Units, or NBO's ("Restricted Individuals");
- c. All RAS tournament contracts, including those with ship lines, travel agents and bridge personalities, must be reviewed and approved by League Counsel prior to execution.

An ACBL approved tournament chairman or manager from the port or neighboring district ("Port District" including both port of embarkation and port of debarkation) may be hired to preside over the RAS and handle all bridge operations and tournament staffing. Staff includes ACBL directors, caddies, partnership, and appeals. If the ACBL is unable to hire such an individual from the specified port District/s, it may hire from outside that area.

Effective Date: January 1, 2011

Carried. Nay: 12.

Item 103-162: Sectionals at Sea

All Sectionals at Sea (SAS) shall be subject to the following regulations:
An application for sanction should be submitted to the ACBL at least three months in advance. (Send request to tournaments@acbl.org)

- A. The application will contain the following information:

1. Ship's name and Cruise Line, departure/arrival dates, and ports. Plus the Sponsor or Unit/District name, address and email.
2. A schedule of all ACBL events with scheduled lectures.
 - a. The schedule must meet the criteria as for a land-based Sectional.
 - b. The schedule and any advertising must be approved by ACBL.
3. A list of directors who will be operating the games.
 - a. Directors must be approved by ACBL.
 - b. ACBL may require the director(s) to take a certification test.

B. Masterpoint awards will be:

1. 80% of Open Sectional if an active tournament director is requested and assigned.
2. 65% of Open Sectional (non-championship) if an active ACBL tournament director is not utilized.

C. There should be adequate playing space for all sessions scheduled and expected attendance.

D. The SAS bridge package may be purchased in advance or on board, albeit at different prices, subject to available playing space and staffing.

E. A Sectional at Sea sanction fee of \$10.00/table is payable to the ACBL.

F. If an active tournament director is assigned, the tournament director per-session fee will also be payable to the ACBL. There will be no sectional surcharge. The sponsor will be responsible for the director(s) transportation costs.

G. Sectionals at Sea will be subject to the same general conflict rules as land-based Sectionals. Currently, no SAS may depart from a port within 25 miles of a concurrent land-based Sectional or Regional.

Effective immediately.

Carried. Nay: 1, 3, 9, 17, 19. Abstain: 20.

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It was moved by Nadine Wood and carried unanimously that the Board expresses its thanks to District 09 and its units, District Director Shirley Seals and Tournament Co-chairs Jayne Thomas and Muriel Altus and all of the other chairpersons and numerous volunteers. The Board also thanks the Marriott World Center for its fine cooperation.

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There being no further business, the Board adjourned *sine die* at 2:30 p.m.