

ACBL Board of Directors
Online meeting via Zoom Webinar
January 25, 2021
Special Meeting

The meeting was called to order by President Georgia Heth on Monday, January 25, 2010, at 1:05 p.m. CST.

Present: Leo Weniger #1, Gim Ong #2, Carlos Muñoz #3, Joann Glasson #4, Brian Ellis #5, Margot Hennings #6, Mike Kovacich #7, Georgia Heth #8, Jeff Overby #9, Ned Irving #10, AJ Stephani #11, Dennis Carman #12, Suzi Subeck #13, Deana Liddy #14, Warren Smith #15, Paul Cuneo #16, Cindy Shoemaker #17, David Johnson #18, Tim White #19, Laurie Rowe #20, Stu Goodgold #21, David Lodge #22, Kevin Lane #23, David Moss #24 and Carol Weinstein, 1st alternate #25.

Absent: Bob Bertoni

Also Present: Doug Couchman, Board of Governors Chair, Joe Jones, Executive Director, Peyton Dodson, Director of Finance, Linda Dunn, In-House Counsel, Greg Coles, Director of Bridge Services, Mary Stratton, Director of Marketing, Susie Cordell, Director of Information Technology, Stephanie Threlkeld, Marketing Manager, Sol Weinstein, Field Manager, Robb Gordon, National Recorder, and Kelley Trejo, Executive Secretary.

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Approval of Minutes

The January 13, 2021 Board meeting minutes (Attachment A) and the Executive Committee minutes of January 12 (Executive Session) and January 14, 2021 (Attachments B) are approved.

Carried Abstain: 21

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APPEALS & CHARGES COMMITTEE
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Stephani (C), Overby (VC)

Carman, Hennings, Liddy, Rowe, White

Staff: Gordon

As reported by Committee Chair

The committee Chair briefly discussed with the Board the status of the A&C Committee following the Board reorganization and how its affairs will be handled. The discussion will be ongoing. In addition, the committee reported its decisions in two matters.

Item 21S01-01: Report on Hearings

In the matter of Jack and Sheila Stein, following discussion the committee approved a Negotiated Resolution entered into by each party and ACBL management in which the Steins admitted a violation of CDR § 301(A)(2): Collusive Cheating: Other. They agreed to a suspension of 180 days followed by a 2.5-year period of probation and a forfeiture of all masterpoints® won from April 1 through July 31, 2020. They will be members not in good standing during the length of their probationary period.

In the matter of Samir Zeine, following discussion the committee upheld the OEOC decision finding him responsible for violating CDR 3.20: Cheating and Other Ethical Violations. The committee upheld the 18-month suspension followed by six months of probation discipline imposed by the OEOC for the violation as well as the OERC's removal of all masterpoints earned in Bridge Base Online sessions played with username "zak10." The committee commenced Mr. Zeine's suspension starting the date of his initial BBO suspension. He will be a member not in good standing during the length of his suspension and probation.

The committee's report is received and its decisions ratified.

Carried unanimously

FINANCE COMMITTEE	
Glasson (C), Lodge (VC) Bertoni, Ellis, Lane, Moss, Muñoz, Ong, Rowe	Staff: Dodson

As reported by Committee Chair

Item 21S01-05: 2021 Operating and Capital Budget

The 2021 operating budget is approved.

Carried unanimously

The 2021 capital budget is approved.

Carried unanimously

GOVERNANCE COMMITTEE	
Hennings (C), Kovacich (VC) Cuneo, Goodgold, Lodge, Overby, Shoemaker, Smith, Weniger	Staff: Dunn

As reported by Committee Chair

Item 21S1-02: Revision of Chapter I – Membership, I. Juniors, of the ACBL Codification

Codification Chapter I – Membership, I. Juniors, is revised as follows to comport with current North American Bridge Federation operations related to international teams and ACBL regulations regarding Junior Fund monies:

CHAPTER I – MEMBERSHIP

I. JUNIORS

Section 1 – Youth and Junior Division Membership Criteria

- 1.1 The ACBL defines the Junior Division using the following guidelines:
 - 1.1.1 A person under 26 years of age (“Junior”).
 - 1.1.2 An ACBL member in good standing.
 - 1.1.3 Special Events/Benefits for Juniors
 - 1.1.3.1 Junior Day at NABCs - during each NABC, one Saturday will be declared Junior Day. A light reception will be held for Juniors for the purpose of conducting business.
 - 1.1.3.2 January will be proclaimed Junior Month.
 - 1.1.3.3 Junior entry coupons will be available at NABCs for all Juniors who are ACBL members. (See also Codification Ch. VIII - NABCs, C. Finances, Section 3 – Entry Fees.)
 - 1.1.3.4 The ACBL shall dedicate a section of its website to Juniors. This section will be used to promote events and disseminate news of interest to Junior and Youth players.
- 1.2 The ACBL defines the **Youth Division** using the following guidelines:
 - 1.2.1 A person under 21 years of age (“Youth”).
 - 1.2.2 An ACBL member in good standing.
 - 1.2.3 Special Events/Benefits for Youth:
 - 1.2.3.1 Eligible for all Junior special events and benefits.

1.2.3.2 A Youth NABC held concurrently with the Summer NABC.

1.2.3.3 A class for local area Youth at each of the NABCs if the sponsoring organization has an interest in promoting Youth bridge in their city.

1.2.3.4 Other events created to further the interest of Youth in participating in ACBL events and games.

Section 2 – Junior Items Regarding NABCs

2.1 The first Saturday of each NABC shall be declared Junior Day.

2.1.1 At the Spring and Fall NABCs, a reception incorporating a Zip KO will be held for Juniors.

2.1.2 At the Summer NABC, a reception will be held where Juniors may meet ACBL officials and members of the Board of Directors and the Board of Governors.

2.2 At all NABCs, Junior entry coupons will be made available for Junior members in good standing for entry into events at NABCs.

2.2.1 Junior entry fees, including coupons for discounts, are as set forth in Codification Ch. VIII – NABCs, C. Finances, Section 3 – Entry Fees.

2.2.2 ACBL encourages all Districts, Units and bridge clubs to consider similar policies for its Regional and Sectional tournaments and club games.

Section 3 – Junior Fund Games

3.1 January is designated as Junior Fund (as defined below) Month.

3.2 As approved by the ACBL Board of Directors and the Board of Directors of the Canadian Bridge Federation, an all-inclusive North American Junior Fund (the “Junior Fund”) is established.

3.2.1 All funds derived from Junior Fund Games held in North America shall be held by the ACBL.

3.2.2 ACBL management shall indicate income and expenses for Junior/Youth activities as separate line items in the budget and financial statements.

3.2.3 Funds derived from Junior Fund Games will be used only to fund activities and programs limited to Junior players.

Section 4 – Junior Fund Monies

- 4.1 The USBF shall receive \$50,000 per year from the Junior Fund to support International Junior and Youth participation. These funds are earmarked to send teams to international competition. The funds are to be held as a restricted fund in the USBF for team travel, entries and uniform expense.
- 4.2 The CBF shall receive \$25,000 per year from the Junior Fund to support International Junior and Youth participation. These funds are earmarked to send teams to international competition. The funds are to be held as a restricted fund in the CBF for team travel, entries and uniform expense.
- 4.3 In accordance with regulations established by the ACBL Board of Directors, the Junior Fund shall be used to finance Junior programs and activities, promote the game of bridge to Juniors, and provide funds for Junior teams representing NBOs (as defined in Chapter VII) located in World Bridge Federation (WBF) Zone 2 in Junior/Youth World Championship events (as defined by the WBF).
- 4.4 Any person under the age of 19 receiving a subsidy must be a high school graduate, have received a high school equivalency certificate or be a student attending school and making orderly progress toward graduation.
- 4.5 All Juniors receiving a subsidy shall be held to the ACBL Youth Protection and Abuse Prevention Policy and Code of Conduct.
- 4.6 NBOs receiving subsidies from the Junior Fund must ensure that all members of their respective teams play sufficient boards to be eligible for medals won by the team unless there are extenuating circumstances.

Section 5 – Youth North American Bridge Championship

- 5.1 The Youth NABC shall be held concurrently with the Summer NABC at a location within the NABC designated playing areas.

Section 6 – Canadian Junior ACBL Members

- 6.1 ACBL will invoice Canadian Junior members for CBF fees. The CBF shall determine the amount of these fees.

Effective immediately
 Carried unanimously

Item 21S1-03: Revision of Chapter VII – International Bridge of the ACBL Codification

Codification Chapter VII – International Bridge is revised as follows to comport with current North American Bridge Federation operations related to international teams and ACBL regulations regarding Junior Fund monies:

CHAPTER VII – INTERNATIONAL BRIDGE

A. Zone 2 National Bridge Organizations (NBOs)

Section 1 – Zone 2 International Regulations

1. The authority for selecting and subsidizing bridge players who represent the United States, Canada and Mexico in international bridge competition rests with the North American Bridge Federation (NABF) and its NBOs the United States Bridge Federation (USBF), the Canadian Bridge Federation (CBF) and the Federación Mexicana de Bridge (FMB), respectively.
- 1.2 The Bermuda Bridge Federation (BBF) while maintaining ACBL affiliation as Unit 198 in District 2, competes internationally through WBF Zone 5 based on prior ACBL approval to do so.
- 1.3 The Virgin Islands Bridge Federation, while maintaining an ACBL affiliation through District 9, competes internationally through WBF Zone 5 based on prior ACBL approval to do so.

Section 2 – NBO Events

- 2.1 The BBF, CBF, FMB and the USBF may each hold an annual ACBL-sanctioned National Championship to determine the national representatives in each of the following categories:
 - a. Open team
 - b. Women’s team
 - c. Senior team
 - d. Mixed team
 - e. Open pairs
 - f. Women’s pairs
 - g. Junior teams
- 2.1.1 The National finals shall be Regional-rated (Regional-rated red and gold points unless otherwise indicated in the ACBL Masterpoint Plan). Qualification events, if any, shall be Sectional-rated (black points).
- 2.1.2 Sanction fees shall be determined by the ACBL, except that such fees are waived for Junior Trials.
- 2.1.3 If the National finals of any of the championships listed above are not held concurrently with an ACBL Regional or Sectional tournament, each NBO may conduct ACBL-sanctioned Sectional-rated black point events concurrently with the National finals.
- 2.1.4 Each National Federation is responsible for applying for the sanction through, and reporting the results to, the ACBL.

- 2.1.5 The championship may be flighted by ACBL masterpoints.
- 2.1.6 Masterpoint awards are determined by the ACBL Board of Directors, upon recommendation by the ACBL Masterpoint Committee.

B. WBF REPRESENTATIVE AND NABF BOARD MEMBERS

Section 1 – Policy Regarding WBF Representative and NABF Board Members

- 1.1 The ACBL nominee to serve as representative of Zone 2 to the WBF and the two ACBL appointees to the board of the NABF need not be members of the Board of Directors.
- 1.2 A written report shall be provided within 60 days of the conclusion of an NABF or WBF meeting to the ACBL Board of Directors from the ACBL Zone 2 representative to the WBF and the ACBL appointees to the NABF board. This report shall include but not be limited to the following information:
 - a. Any actions by the WBF or the NABF regarding world or Zone 2 bridge that have transpired since the last meeting of the ACBL Board.
 - b. The agenda or any actions expected to come before the WBF or NABF prior to the next meeting of the ACBL Board.
 - c. Financial information such as budgets, operating statements and balance sheets, including explanations of unusual expenses.
 - d. The assignments that the ACBL representative or appointees have in the WBF or the NABF, respectively.
 - e. Any compensation, reimbursement or benefits from the WBF or the NABF to any ACBL Board of Directors member.

Section 2 – Election of the Nominee for Zone 2 Representative and Two NABF Board Appointees

- 2.1 One person shall be nominated to the NABF for the Zone 2 Representative to the WBF Executive Council position that has been allotted to the ACBL. If only one candidate is presented to the ACBL Board of Directors for nomination, that person shall be deemed the nominee to the NABF as the ACBL allotted Zone 2 Representative. If more than one candidate is presented for nomination, the ACBL Board will nominate one person to the NABF using an election procedure as follows:
 - a. Each member of the ACBL Board casts one vote. The candidate receiving the highest number of votes shall be nominated to the NABF board to be the ACBL-allotted Zone 2 Representative.
 - b. If two candidates appear on the initial ballot and are tied, the person shall be chosen by coin flip.
 - c. If three or more candidates appear on the initial ballot and two or more candidates are tied for the highest number of votes, all of the remaining candidates will be eliminated,

and another vote shall be taken. If the candidates remain tied on the second ballot, the person shall be chosen by coin flip.

- 2.2 Two NABF board members shall be appointed by the ACBL Board of Directors using an election procedure. The election procedure shall be as follows:
- a. Each member of the ACBL Board casts one vote. The two candidates receiving the highest number of votes shall be appointed to the NABF board (and if only two candidates are initially presented to the ACBL Board of Directors, those two persons shall be deemed the appointees).
 - b. If three or more candidates appear on the initial ballot and two or more candidates are tied for the highest or second highest number of votes, the remaining candidates shall be eliminated (or elected, if that candidate received the highest number of votes), and another vote is taken. If the candidates remain tied on the second ballot, the person shall be chosen by coin flip.

C. INTERNATIONAL FUND

Section 1 – International Fund Games

- 1.1 The ACBL shall be solely responsible for establishing sanction fees for International Fund Games sanctioned by the ACBL.
- 1.2 Three ACBL-wide International Fund Games will be held, one in each of January, July and December.

Section 2 – International Fund Monies

- 2.1 All International Fund monies collected from ACBL-sanctioned events conducted by the ACBL in the United States for the specific purpose of subsidizing United States athletes in international bridge competition will be forwarded to and retained by the USBF to be distributed at its discretion.
- 2.2 International Funds collected in Canada and Mexico shall be sent to the respective NBOs to be disbursed at their discretion.
- 2.3 All NABC+ event entry fees will include a \$1.50 surcharge per player per session for the International Fund.
- 2.4 International Fund monies collected at NABCs shall be apportioned to the appropriate International Fund in proportion equal to that country's percentage of ACBL membership.
- 2.5 The ACBL has agreed to make the following contributions to the NBOs to support international bridge:

	<u>USBF</u>	<u>CBF</u>	<u>FMB</u>
2018	100,000	16,000	250
2019	80,000	14,000	200
2020	60,000	12,000	150
2021 and thereafter	40,000	10,000	100

Section 3 – Miscellaneous

3.1 Dues to or donations for the USBF, CBF, FMB, BBF, and Virgin Islands Bridge Federation may be placed on the ACBL membership and renewal form.

Effective immediately
Carried unanimously

Item 21S1-04: Deletion of Chapter I – Membership, J. ACBL Bridge Federations, of the ACBL Codification

Codification Chapter I – Membership, J. ACBL Bridge Federations, is eliminated in its entirety.

Effective immediately
Carried unanimously

BYLAW COMMITTEE	
Stephani (C), Weniger (VC) Goodgold, Johnson, MacPherson	Staff: Dunn
As reported by Committee Chair	

Item 21S1-06: Board of Governors Requested Bylaws Amendment

In accordance with discussions with the ACBL Board of Governors on January 17, 2021, the ACBL Bylaws shall be amended as follows:

ARTICLE IX
BOARD OF GOVERNORS

- 9.1 **Purposes.** The purposes of the Board of Governors are:
- 9.1.1 To act as a forum for the expression of opinion by the membership.
 - 9.1.2 To identify the needs and concerns of the membership.
 - 9.1.3 To act as a liaison between members and both the Board of Directors and ACBL management to ensure the needs and concerns of the membership are addressed.
 - 9.1.4 To improve communication and coordination among Districts and Units.

9.2 **Duties.** To further these purposes, the Board of Governors shall:

9.2.1 Establish the following standing committees:

- i) Club and teacher support, growth, and development;
- ii) Membership growth and retention;
- iii) General matters relating to the play of bridge.

9.2.2 At the request of the Board of Directors and/or ACBL management, lead or participate in other committees as needed.

9.2.3 Establish such other committees as are necessary to address the interests of the membership.

9.2.4 Propose resolutions for consideration (and, if necessary, reconsideration) by the Board of Directors reflecting the needs and concerns of the membership.

9.2.5 Report important issues from Board of Governors meetings to District and Unit members.

9.2.6 Perform such other duties as may be specified elsewhere in these Bylaws or as may be assigned by the Board of Directors or ACBL management.

9.3 **Membership.** The following shall make up the membership of the Board of Governors.

9.3.1 Effective January 1, 2024, there shall be three Representatives from each District who shall be elected for a term of three (3) years.

9.3.2 All persons who were members of the Board of Governors as of January 1, 2021 by virtue of their former status as First or Second Alternate Director to the Board of Directors shall remain members of the Board of Governors until one year following the date on which their terms would otherwise expire or until they resign or are deemed to have resigned. If a member referred to in this provision resigns or is deemed to have resigned before January 1, 2024, he or she will not be replaced on the Board of Governors. No further elections shall take place for these positions.

9.3.3 All persons who were members of the Board of Governors as of January 1, 2021 by virtue of their former position of President of the Board of Directors shall maintain their membership (subject to subsection 9.7.3). If, by virtue of subsection 9.7.3 such member is deemed to have resigned, he or she will not be replaced on the Board of Governors.

9.3.4 All past Chairs of the Board of Governors shall also be members (subject to subsection 9.7.3). If, by virtue of subsection 9.7.3, such member is deemed to have resigned he or she will not be replaced on the Board of Governors.

- 9.3.5 All other members of the Board of Governors as of June 1, 2021 shall maintain their membership on the Board of Governors until their terms expire (subject to subsection 9.7.3). If a member's term extends beyond January 1, 2024, his or her membership shall be counted in the three Representatives referred to in subsection 9.3.1. If a member referred to in this provision is deemed to have resigned in accordance with subsection 9.7.3 at any time that member will be replaced in accordance with subsection 9.3.7.
- 9.3.6 Each Representative must:
- i) be a member in good standing of the ACBL; and
 - ii) be a member of a Unit located within the District which he or she represents and must remain a member of a Unit located with the District during their term.
- 9.3.7 If a vacancy referred to in subsection 9.3.5 occurs in any District, the President of the District shall be immediately notified and the District shall appoint a replacement member for the duration of the term of the member.
- 9.3.8 No member of the Board of Directors shall have a voice or vote on the Board of Governors.
- 9.4 **Officers.** The following shall be the officers to be selected from the membership of the Board of Governors:
- 9.4.1 Chair, who shall be responsible to Chair all meetings, make appointments to committees, attend all regular and special meetings of the Board of Directors with voice but without vote and with the same compensation and reimbursement of expenses as a member of the Board of Directors, and perform such other duties as the position requires.
- 9.4.2 Vice-Chair, who shall be responsible to assist the Chair in the execution of duties, to perform the duties of Chair should the Chair be unable for any reason and to perform such other duties as the Chair requires.
- 9.4.3 Secretary, who shall be appointed by the Chair and approved by the Board of Governors. The Secretary shall be responsible to give timely notice of all meetings, take minutes of all meetings, monitor attendance at all meetings, distribute all correspondence to the membership of the Board of Governors and to perform such other duties as the Chair requires.
- 9.5 **Officer Elections and Term of Office.** At its Fall meeting in even numbered years, the Board of Governors shall elect one of its members as Chair and one as Vice-Chair. The term of office shall be two years commencing on January 1 of the year following the election. The Chair may be elected to no more than two consecutive terms.

9.6 **Voting Privileges.** Each Board of Governors member shall have one vote. No proxy voting is permitted.

9.7 **Meetings.**

9.7.1 The Board of Governors shall hold three regular meetings annually in conjunction with the North American Bridge Championships. Regular meetings may be held in person as well as electronically. A member will also be deemed to have attended a meeting if that person participates in the meeting in a manner that allows for contemporaneous communication. Notice of regular meetings shall be given by the Secretary at least thirty (30) days prior to the meeting.

Special meetings may be called by the Chair of the Board of Governors. Notice of the date, time, method, and agenda of special meetings shall be given to each member of the Board of Governors at least thirty (30) days prior the meeting. Business transacted at special meetings shall be noted on the agenda furnished with the meeting notice. Special meetings may be held in person or electronically, but meetings held in person may also be attended electronically.

9.7.2 A quorum at a meeting of the Board of Governors shall consist of thirty (30) members of the Board of Governors representing a majority of ACBL Districts.

9.7.3 Any member who fails to attend two thirds of all meetings available electronically in a calendar year shall be deemed to have resigned and shall not be eligible to serve as a member of the Board of Governors until the next regularly scheduled election. The Chair may grant an exception in the event of extenuating circumstances.

Effective upon ratification pending second reading

Carried Nay: 9, 13, 21, 23, 25

Item 21S1-07: Requested Name Change Amendment

In accordance with the request of the ACBL Board of Governors expected to be made on January 17, 2021, all references to “Board of Governors” in the ACBL Bylaws, Codification, Handbook, website and all other sources be changed to “Board of Representatives” and all references to “Representatives” to the “Board of Governors” in the ACBL Bylaws, Codification, Handbook, website and all other sources be changed to “members” of the “Board of Representatives,” except where a reference to the prior Board of Governors is needed (e.g., “All persons who were members of the Board of Governors as of January 1, 2021”)

Effective upon ratification pending second reading

Carried Nay: 25

BRIDGE COMMITTEE

Carman (C), Smith (VC)

Kovacich, Johnson, Moss, Ong, Rowe, Weniger, White

Staff: Weinstein

As reported by Committee Chair

Item: 21S1-08: Payment of Grass Roots Funds to Districts if NAP final is online

Chapter XI – Special Events, C – North American Pairs, subsection 3.2.6, is amended by adding the following at the end of the current subsection 3.2.6.

These prizes are meant to be contributed to the expenses incurred in attending the finals at an NABC. If the finals are held online, no prizes will be awarded to any player, but the amount that would have been awarded to players from each district will be added to the next distribution to that district from the Grassroots Fund.

The provisions of subsection 3.2.7 would remain in effect and there would be no entry fee charged.

Effective with the 21/22 NAP

Motion to withdraw carried Nay: 1, 12

Item 21S1-09: CoC Appendix O Section 9 Changes

The Codification Chapter XIV Conditions of Contest, Appendix O – Online Play, subsection 9 is amended as follows:

9. Convention Cards: Partnerships are strongly encouraged in all events to have a convention card that includes the players' real names. At the Sponsor's option, this may be required. Pairs without a card will be at a disadvantage in misinformation rulings. If the system loads a default card for pairs without a convention card, then you should not assume that your opponents are playing those methods.

Effective March 1, 2021

Carried unanimously

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The Board of Directors convened into executive session at 5:12 p.m. CST.

The Board adjourned sine die at 5:38 p.m. CST.