

**ACBL Board of Directors**  
**Spring Online meeting via Zoom Webinar**  
**March 10 - 12, 2021**

The meeting was called to order by President Georgia Heth on Wednesday March 10 at 11:05 a.m. CST.

Present: Leo Weniger #1, Flo Belford #2, Brett Kunin, First Alternate #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, John Jones, First Alternate #23, David Moss #24 and Bob Bertoni #25.

Absent: Carlos Muñoz #3 (joined afternoon session), Kevin Lane #23

Also Present: Larry Sealy, First Alternate #10, 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 December 16, 2020 regular Board meeting minutes and the January 25, 2021 special Board meeting minutes were approved. The Executive Committee minutes of February 11, 2021 (Executive Session) were approved in executive session.

Carried unanimously

**Approval of Non-Agenda Items**

Item NA211-13: Campaigning for Regional Director and Item NA211-14: Revision of Codification Chapter III – Administration, D. Elections were approved as non-agenda items by majority vote and assigned to the Governance Committee.

### **Election of Treasurer**

Joann Glasson was elected as ACBL Treasurer for a one-year term from May 1, 2021 through April 30, 2022.

Effective May 1, 2021  
Carried unanimously

### **Online Ethical Oversight Committee Appointment**

Mark Perlmutter was appointed to the Online Ethical Oversight Committee to fill the remaining three-year term of Fred Pollack. The term runs to the end of the Summer 2023 NABC.

Phil Clayton was appointed to the Online Ethical Oversight Committee to fill the remaining three-year term of Adam Parish. The term runs to the end of the Summer 2021 NABC.

Effective immediately  
Carried

### **Item 211-07: Competitions & Conventions Committee Appointment**

Doug Doub, David Grainger, Jeff Ford and Jeff Goldsmith were appointed to the Competitions & Conventions Committee for a one-year term from March 10, 2021 through the end of the Spring 2022 NABC.

Effective immediately  
Carried

Danny Sprung was appointed for a three-year term from March 10, 2021 through the end of the Spring 2024 NABC.

Effective immediately  
Carried

### **Item 211-08: Hall of Fame Committee Appointments**

David Berkowitz and Paul Lewis were appointed to the Hall of Fame Committee for a three-year term from March 10, 2021 through the end of the Spring 2024 NABC.

Effective immediately  
Carried

**Item 211-09: ACBL Disciplinary Committee Appointment**

Craig Allen, Mitch Dunitz, Jeff Miller and Gary Cohler were appointed to the ACBL Disciplinary Committee for a three-year term from March 10, 2021 through the end of the Spring 2024 NABC.

Effective immediately  
Carried

**Item 211-10: ACBL Laws Commission Appointment**

Peter Boyd, Howard Weinstein, and AJ Stephani were appointed to the ACBL Laws Commission for a five-year term from March 10, 2021 through the end of the Spring 2026 NABC.

Effective immediately  
Carried

**Item 211-11: Ethical Oversight Committee Appointment**

Peter Boyd, Bart Bramley, Leslie Davis, Brian Platnick and Karen Walker were appointed to the Ethical Oversight Committee for a three-year term from March 10, 2021 through the end of the Spring 2024 NABC.

Effective immediately  
Carried

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**ACBL Management Report**

The report of Executive Director Joe Jones was received. (Attachment A)

**Litigation Report**

The status of litigation was unchanged since the November 2020 Board meeting. (Attachment B)

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**FINANCE COMMITTEE**

Glasson (C), Lodge (VC)

Bertoni, Ellis, Lane, Moss, Muñoz, Ong, Rowe

Staff: Dodson

As reported by Committee Chair

Treasurer Glasson gave a verbal report on the 2020 and current ACBL finances, including December 2020 financial statements, Regional tournaments, membership trends and the return to face-to-face play. (Attachment C)

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

As reported by Committee Chair

**Item 211-04: Remove ACBL Educational Foundation Bylaws from the ACBL Codification**

The reference to the ACBL Educational Foundation Bylaws was removed from Section 1 of Codification Chapter V – Charity, Foundations and Special Funds, A. Administration and Policy Regarding Charity.

Effective April 1, 2021  
Carried

**Item 211-13: Campaigning for Regional Director**

Subsection 5.5.8 of Codification Part 1 – Governance and Policy, Chapter IV – Board Procedures, A: Administration, Section 5 – ACBL Board of Directors Behavioral Code were amended to add the following:

- 5.5 Offenses for which Board members may be referred to the Board Oversight Committee include, but are not limited to:
  - 5.5.1 Inappropriate communication with any ACBL employee by telephone, mail, email or in person. Inappropriate communication includes, but is not limited to, condescending, rude or insulting remarks, and requests for significant amounts of information without going through the appropriate committee chairman.
  - 5.5.2 Sexually explicit remarks or behavior toward any employee.
  - 5.5.3 Condescending, rude or insulting remarks made to another Board member or to the chair of the Board of Governors in a Board meeting or by phone, mail, or email.
  - 5.5.4 Conduct that would embarrass or damage the credibility of the ACBL or the Board of Directors.
  - 5.5.5 Discussing any personnel matter, other than in a private conversation, in any forum except an executive session of the Board of Directors.

- 5.5.6 Breaching the confidentiality of any ACBL business discussion designated as confidential.
- 5.5.7 Failing to comply with the requirements of Codification Chapter IV – Board Procedures, A. Administration, Section 8 – Conflict of Interest Policy below.
- 5.5.8 Actively engaging in a campaign for a Unit, District, or ACBL elected position in Districts other than their own. A current member of the Board who is a candidate for Regional Director may campaign in all Districts within that Region.

Effective immediate  
 Carried            Nay: 23

**Item 211-14: Revision of Chapter III—Administration, D. Elections, of the ACBL Codification**

Section 1 – Declaration of Candidacy, Section 2 – Electors, Section 9 – Return of Ballots, Section 13 – Nullification of Election for District Director, and Section 14 – Protests of Codification Part 1, Chapter III—Administration, D. Elections, were revised as follows to reflect the election of Regional Directors:

**Section 1 – Declaration of Candidacy**

- 1.1 In order to declare candidacy, campaign for or serve as Regional Director or Board of Governors Representative, a member of the ACBL must be in good standing, a member of a Unit in the Region or District he or she seeks to represent, and at least 18 years of age. The candidate must notify the Director of Elections of their intent to run no later than May 31 of the election year.
- 1.6 If there is no opposition, qualified candidates will be deemed elected on June 1.
  - 1.6.1 With opposition, an election will be required. Candidates who wish to include a biographical summary with election materials must submit such a summary to the Director of Elections within ten (10) business days following June 1.
    - 1.6.1.1 The biographical summary may not exceed 150 words.
    - 1.6.1.2 The biographical summary is the creation of the candidate. ACBL disavows responsibility for content or accuracy of the information contained therein.
  - 1.6.2 Regional Director candidates may request, free of charge, one list or one set of labels of the Unit Board members within the Districts comprising their Regions so that they may campaign on their own behalf. Board of Governors candidates may request, free of charge, one list or one set of labels of the Unit Board members within their District so that they may campaign on their own behalf. These lists may contain street addresses or email addresses or both at the request of the candidate.

1.6.2.1 Such request will not be fulfilled until 30 business days following June 1, allowing the Units time to confirm that the Unit Board members on record are accurate for the upcoming election.

1.6.3 No candidate for a position on the Board of Directors may publicly comment on an election for an ACBL position occurring outside the District(s) comprising their Region. No candidate for a position on the Board of Governors [Representatives] may publicly comment on an election for an ACBL position occurring outside their own District. Public comment includes but is not limited to postings on social media sites, statements made at Unit or District Board meetings, mass-produced written correspondence, and other forms of campaigning.

## **Section 2 – Electors**

2.1 Regional Directors and Board of Governors Representatives shall be elected by Unit boards under the authority of the ACBL Director of Elections.

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## **Section 9 – Return of Ballots**

9.1 Ballots are not opened until counting commences for each contested position. Before the results are formally released, the Director of Elections will make every effort to verbally communicate the outcome to all candidates.

9.1.1 Regional Director ballots will be counted on the first business day following September 15, followed by an audit of the initial count.

9.1.2 Board of Governors ballots will be counted on the first business day following September 15, followed by an audit of the initial count.

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## **Section 11 – Elections for Regional Director**

11.1 In the event one candidate does not receive a majority of votes using the Unit Board Member Voting Power, a run-off election will be held between the two candidates receiving the highest votes using the Unit Board Member Voting Power in the Districts.

11.1.1 Upon disposition of any protest that will require a new election, the Director of Elections will commence an email election.

11.1.2 Only those persons eligible to vote in the initial election are eligible to vote in the run-off election.

11.1.2.1 The ballots must be returned to the Director of Elections within 30 business days following the emailing of same.

11.1.3 During the period of a run-off or new election, the incumbent Regional Director will continue in office until his/her successor is certified by the ACBL Board of Directors. Through 2023, a run-off election would necessitate the District Director remaining in office until the successor is certified.

11.2 If there are no declared candidates in an election year for the position of Regional Director, the position will be declared vacant at the conclusion of the incumbent's term by the Director of Elections.

11.2.1 Such vacancies shall be filled in accordance with the ACBL Bylaws.

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### **Section 13 – Nullification of Election for Regional Director**

13.1 The death or ineligibility to run as a candidate for Regional Director, opposed or unopposed, during the period of time from June 1 to the close of business on September 15, will cause a new election to take place.

13.1.1 The new election will commence under the direction of the Director of Elections.

13.1.1.1 The Director of Elections will set new dates for the Region's election in order to allow the appropriate amount of time for candidates to file and campaign.

13.1.1.2 The same Unit Board members will be called upon to vote in the new election.

13.1.2 If the new election is still in progress when the term of office expires, the incumbent Regional Director will continue in office until his/her successor is certified by the ACBL Board of Directors. Through 2023, a run-off election would necessitate the District Director remaining in office until the successor is certified.

13.1.3 If the incumbent does not remain in office until a successor is chosen, an expedited election will be held in accordance with the succession procedures in the ACBL Bylaws.

13.2 The resignation of a candidate for Regional Director in a two-candidate race will cause the remaining candidate to be declared elected.

13.3 The resignation of a candidate for Regional Director in a three+ candidate race will cause only the preparation and dissemination of new balloting materials.

13.3.1 The same Unit Board members will be called upon to vote in the new election.

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**Section 14 – Protests**

- 14.1 A protest to a candidacy or an election is under the authority of the ACBL Board of Directors and will be heard by the Election Protest Committee.
- 14.2 For elections occurring in 2021, the Election Protest Committee is composed of the three District Directors, all in the first year of their current term, who are most senior in length of service on the ACBL Board of Directors. For elections occurring in 2022 or thereafter, the Election Protest Committee is composed of the three Regional Directors, all in the first year of their current term, who are most senior in length of service (whether as a District Director or a Regional Director) on the ACBL Board of Directors.
  - 14.2.1 No member of the Election Protest Committee may serve on the Appeals and Charges Committee for the purpose of the election appeal.

Effective immediately  
Carried

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The Board discussed the treatment of saved emails of Board members who were leaving the Board. Following discussion, balancing the need for access to historical information with the privacy needs of email users, the Board determined that the ACBL Information Technology Dept. would archive the email of departing Board members and block access to such email by incoming Board members using the same email address.

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<b>BYLAWS COMMITTEE</b>	
Stephani (C), Weniger (VC) Goodgold, Johnson, MacPherson	Staff: Dunn
As reported by Committee Chair	

The Board temporarily suspended its rules to vote in favor of declaring void Item 211-03: Board of Governors Requested Name Change in order to await formal approval of the motion by the Board of Governors.

Carried unanimously

The second vote on Item 211-02: Bylaws Amendment Regarding Board of Governors was not considered because thirty days had not passed since notice of such amendment had been published in the Bridge Bulletin. The Board will consider the matter at a special meeting during April 2021.



**APPEALS & CHARGES COMMITTEE**

Stephani (C), Overby (VC)  
Carman, Hennings, Liddy, Rowe, White

Staff: Gordon

As reported by Committee Chair

**Item 211-01: Report on Hearings**

In the matter of Nina Gottlieb and Burton Goodman, the committee approved a Negotiated Resolution entered into by the parties and ACBL management in which Gottlieb and Goodman admitted a violation of CDR § 301(A)(2), Collusive Cheating: Other. Following an allocution in front of the committee, they each agreed to a Suspension of 180 days, beginning February 1, 2021 followed by a Probation of two years and a forfeiture of all masterpoints® won in November and December 2020. They will not be ACBL members in good standing during the length of their probationary periods.

The report of the Appeals & Charges Committee Chair was ratified by the Board.

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The meeting was called to order by President Georgia Heth on Thursday, March 11 at 11:06 a.m. CST.

Present: Same as Wednesday, with Carlos Muñoz in attendance.

Also Present: Same as Wednesday

**AUDIT COMMITTEE**

Muñoz (C), Ellis  
Smith

Staff: Dodson

As reported by Committee Chair

The Audit Committee Chair reported on the recent meeting of the Audit Committee during which the committee had reviewed and approved the 2020 audit and reviewed the Board members’ conflict of interest statements, among other matters. The report of Audit Committee Chair was received.

**STRATEGIC COMMITTEE**

Cuneo (C), Bertoni (VC)  
Belford, Goodgold, Lane, Irving, Shoemaker, White

Staff: Jones

As reported by Committee Chair

The Strategic Committee Chair reported on recent meetings of the Strategic Committee with ACBL management during which they discussed virtual bridge clubs following the return to face-to-face bridge, the current status of pooling virtual bridge clubs during the pandemic as well as the expected status of such pooling once the pandemic ends and clubs reopen. The committee plans to continue

its discussions with ACBL management. The report of the Strategic Committee Chair was received. (Attachment D)

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**Item 211-12: Executive Committee Alternate (Western)**

David Johnson was appointed as the Executive Committee alternate member for the Western Zone to fulfil the remaining term of David Lodge, which term will expire December 31, 2022.

Effective immediately

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The meeting was called to order by President Georgia Heth on Friday, March 12 at 11:03 a.m. CST.

Present: Same as Thursday

Also Present: Board of Governors Chair, Joe Jones, Executive Director, Linda Dunn, In-House Counsel, Greg Coles, Director of Bridge Services, Mary Stratton, Director of Marketing.

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The Board of Directors convened into executive session at 11:05: a.m. CST.

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The Board adjourned sine die at 2:21 p.m. CST.