

Board Member Protocol

I, _____ understand that as an elected member of the ACBL Board of Directors, I have a legal and moral responsibility to ensure that the organization does the best work possible in pursuit of its goals. I believe in the purpose and mission of the organization, and I will act responsibly and prudently as its steward.

As part of my responsibilities as a board member:

2. I will represent the ACBL's work and values to the bridge community, and act as a spokesperson.
3. I will attend the board meetings, committee meetings and special events.
4. I will adhere to the Board Member Standards of Conduct

If I don't fulfill these commitments to ACBL, I will expect the board president to call me and discuss my responsibilities with me.

In turn, ACBL will be responsible to me in several ways:

5. I will be sent, without request, frequent financial statements and updates of ACBL activities that relate to my board member and legal responsibilities.
6. Opportunities will be offered to me to discuss with the CEO and board president ACBL's programs, goals, activities, and status.
7. ACBL will help me perform my duties by keeping me informed about issues in bridge and bridge administration.
8. Board members and staff will respond in a straightforward fashion to questions that I have that I feel are necessary to carry out my fiscal, legal and moral responsibilities to ACBL.
9. If ACBL does not fulfill its commitment to me, I can call on the board president and CEO to discuss these responsibilities.

Signed _____

Date _____
ACBL President

Signed _____

Date _____
Member, Board of Directors

Board of Director's Job Description

DIRECTOR

DESCRIPTION:

A three-year elected position. It is the duty of an elected Director to be informed about the American Contract Bridge League's mission and purpose and to exercise independent judgment. Regular attendance at meetings of the board of directors is required to remain informed. Directors should take an active interest in the affairs of ACBL. Directors are encouraged to participate in a leadership role or as an active participant on permanent, standing or special committees.

QUALITIES/SKILLS:

- An ACBL member in good standing
- Is comfortable working in a fast-paced environment where demands for excellence and expectations are high
- Knows how to get things done
- Can work effectively as part of the ACBL Board of Directors' team
- Communication skills: oral, written and listening
- Completion oriented
- Acts in a professional and ethical manner

RESPONSIBILITIES:

- Acts as chair, co-chair, or committee member
- Attends Board meetings
- Active participant at Board meetings
- Completes action items assigned by the President
- Performs other duties as required
- Maintain active internet access
- Attend your district and units board meetings (or get copies of the minutes)

IT'S UP TO YOU . . .

What you make of your new position - how much you enjoy it - how successful you are, these things are up to you.

As a membership organization, the ACBL has a primary goal. That goal is to provide the best possible environment to promote the bridge-related interests of our members and to promote and sustain the game of bridge. Your job is to act as an official representative to ensure that our members receive the kind of courteous and professional service they expect and deserve.

**SKILLS ASSESSMENT
ACBL Board of Directors**

To correctly match your interests, abilities, and experience with the tasks best suited for you, please complete this survey. Rate yourself. 5 = High, 1 = Low

Name _____	District _____					Date _____
<u>AREA OF EXPERTISE</u>	<u>5</u>	<u>4</u>	<u>3</u>	<u>2</u>	<u>1</u>	
Finance						
Budgets	<input type="checkbox"/>					
Cost Analysis	<input type="checkbox"/>					
Marketing						
Public Relations	<input type="checkbox"/>					
Member Recruitment	<input type="checkbox"/>					
Human Resources						
Hiring	<input type="checkbox"/>					
Training	<input type="checkbox"/>					
Bridge Administration						
Unit Affairs	<input type="checkbox"/>					
District Affairs	<input type="checkbox"/>					
Club Management	<input type="checkbox"/>					
Tournament Coordination	<input type="checkbox"/>					
Bridge Education						
Teacher	<input type="checkbox"/>					
Administrator	<input type="checkbox"/>					
<u>Skills / Strengths</u>						
Crisis Management	<input type="checkbox"/>					
Adaptability/Flexibility	<input type="checkbox"/>					
Envisioning	<input type="checkbox"/>					
Team Building	<input type="checkbox"/>					
Long Range Planning	<input type="checkbox"/>					
Internet Experience	<input type="checkbox"/>					
<u>C & E Experience</u>						
Locally	<input type="checkbox"/>					
Sectionals	<input type="checkbox"/>					
Regionals	<input type="checkbox"/>					
<u>Internet Experience</u>						
Play	<input type="checkbox"/>					
Teach	<input type="checkbox"/>					

YOUR PREFERENCES

Here is a list of committees. Please mark all appropriate boxes to indicate your preferences for service. (5 = High, 1 = Low)

Name	District				
	<u>5</u>	<u>4</u>	<u>3</u>	<u>2</u>	<u>1</u>
ABA Coordination	<input type="checkbox"/>				
Appeals & Charges	<input type="checkbox"/>				
Audit	<input type="checkbox"/>				
Bridge	<input type="checkbox"/>				
Bylaws	<input type="checkbox"/>				
CEO Review	<input type="checkbox"/>				
Clubs	<input type="checkbox"/>				
Competition & Conventions	<input type="checkbox"/>				
Conditions of Contest	<input type="checkbox"/>				
Education	<input type="checkbox"/>				
Finance	<input type="checkbox"/>				
Governance	<input type="checkbox"/>				
International Events	<input type="checkbox"/>				
Juniors	<input type="checkbox"/>				
Marketing	<input type="checkbox"/>				
Member Service	<input type="checkbox"/>				
Minutes Review	<input type="checkbox"/>				
NABC Appeals	<input type="checkbox"/>				
NABC Tournament	<input type="checkbox"/>				
Special Events	<input type="checkbox"/>				
Tournament Regulation	<input type="checkbox"/>				

Anything else you would like to share: _____

Board Member Standards of Conduct

Participation/Contribution in BOD & Committee Meetings

- Thoroughly familiarize yourself with the agenda and all prepared material prior to the Board meeting to ensure that you are able to contribute effectively to the discussion of all issues.
- Be willing and prepared to give the time necessary to be an active participant in the Board meeting and on those committees to which you are assigned. When scheduling meetings with Board members and staff, make every effort to accommodate their personal and work schedules.
- Be willing to change the way in which we conduct business and suggest changes that will make us more efficient and ACBL a better organization. Be prepared to make difficult decisions when necessary.
- Adhere to the agreed-upon guidelines regarding how the Board will govern and conduct itself.

Interaction with Other Board Members

- Show consideration and respect to your fellow Board members. This applies not only to Board meetings, but also to bridge tournaments and all communications between meetings, including e-mail correspondence. It is appropriate to debate issues but to attack other Board members is unacceptable behavior.
- Always strive to do what is best for bridge, the ACBL and the organizations you represent, not what may be best for you personally. Avoid taking actions that may be perceived by others as self-serving.
- Do not publicly criticize other Board members. This behavior is detrimental to the BOD as it damages the credibility of the Board.
- Agree to disagree on issues; understand that healthy disagreement often leads to better decisions. Keep the attitude that holding different views is both natural and healthy to an effective group.
- Leave your ego and personal agendas at home.
- Strive to communicate honestly and succinctly. Avoid pontificating or repeating yourself.

Interaction with the CEO & Management

- Always be considerate of the ACBL staff, treating them with courtesy and respect at all times. Do not publicly criticize or make disparaging remarks about ACBL Staff.

- Report problems with employees' performance to the CEO or, when necessary, in executive session. Also bring any serious performance issues to the attention of the head of the CEO Review Committee, particularly if they involve the CEO or one of the managers reporting directly to the CEO.
- Report problems with tournament directors' performance to the ACBL Chief TD and/or the CEO.

Committees

- All Board members should strive not to undermine the work done by our Committees. Their work deserves the utmost of respect, even when we disagree with the recommendations.

At the Bridge Table

- When playing bridge, behave in a manner that is beyond reproach. Strictly adhere to the ACBL's zero tolerance policy. Act in a professional and ethical manner at all times.
- Do not expect or accept any special treatment from the directing staff.

Motions

- When submitting a motion, be diligent in following the BOD guidelines for motions. Include the date, your name, the effective date, cost/savings data and as much background material and detail (including the reason/rationale) as is necessary to ensure that the motion is fully understood by Management and fellow Board members.
- If you are a Committee Chair or President, do not approve a motion unless it satisfies all of the above requirements. Accepting poorly worded or unsupported motions often result in Board members and Management having to expend extra effort to evaluate the motion. The burden of preparing good motions should rest with the motion-maker(s).
- Motions should be submitted on time for inclusion in the journal. When this isn't done, the motion-maker(s) should not request that the item be treated as an emergency/non-agenda item unless the motion is critical or time sensitive.

Confidentiality

- Do not discuss confidential issues outside of the Board meeting except with Board members.

Evaluation and Oversight of BOD Performance

- A good Board needs to have a process in place to evaluate its performance in fulfilling its responsibilities. Each Board member should make it a high priority to ensure that we implement appropriate actions to assess our performance on a regular basis.

- There will be an oversight committee of the Board, appointed by the President, whose duties will include addressing issues of conduct by Board members. The members of this committee will be appointed for three year staggered terms and must be duly elected Board of Director Representatives and not be an officer of the ACBL Board.

WELCOMING PAMPHLET

FOR NEW MEMBERS

OF THE

BOARD OF DIRECTORS

OF THE

**AMERICAN CONTRACT
BRIDGE LEAGUE**

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INTRODUCTION

Welcome to the ACBL Board of Directors. As a new District Director you probably have many questions. We hope this pamphlet will help answer most of them.

GENERAL INFORMATION

You will receive:

- Board Member Job Description
- Board Member Standards of Conduct
- Board Member Skills Assessment form
- Board Member Agreement
- Your personal access code to the ACBL 800 number and a telephone list of the ACBL Board and Memphis staff. This number will allow calls to ACBL headquarters in Memphis.
- Letterhead stationery and business cards.
- A synopsis of the Directors & Officers liability insurance policy, which covers all Board Members for claims arising from alleged wrongful acts.
- A badge showing your directorship and district. Badges are worn at all social functions and when playing bridge at NABCs.

WEB BOARD

The Internet has a web site devoted to the ACBL Board of Directors. There you will be able to find any motions approved for the agenda for the upcoming meeting with discussion and comments from other Board members and staff.

You will receive your sign in name and password from the ACBL Webmaster.

MEMPHIS ORIENTATION

You will be invited to come to the ACBL headquarters in Memphis, Tennessee, sometime in the first few months of your first term of office. You will be given a tour of the headquarters building and the ACBL warehouse.

You will be given the opportunity to meet the Memphis staff and ask any questions you may have. Each department contributes to a packet containing materials relevant to the departments and a description of the department's function and a list of current employees.

BOARD MEETINGS

Board meetings are currently scheduled immediately before each NABC. Meetings are generally three or four days and start on Monday or Tuesday morning with a short general meeting and approval of non-agenda items. Committee meetings are held for the remainder of Monday and Tuesday or for the remainder of Tuesday and part of Wednesday..

Wednesday and Thursday the Board convenes in general session to consider Agenda items from the committees.

At various times the committee meetings and general sessions are interrupted for executive sessions, emergency matters, outside presentations, and for the Board to hold meetings for the Charity Foundation and/or Educational Foundation.

Attire at Board Meetings is casual unless otherwise specifically indicated.

THE JOURNAL

The Journal serves as the origination point of Agenda items for each Board meeting and as a means of communication between Board members. This Journal also includes background material on items to appear on the Agenda. Items are placed in the Journal by Board members, the Board of Governors or by Management.

Management will notify you of the last date that Agenda items can be submitted, placed in the Journal, and considered by committees and the Board without the Board's accepting them as Non-Agenda/emergency items (see AGENDA, page 2). Items must be received by Management at least 30 days before commencement of the meeting in order to be included in that meeting's Journal. Some Appeals and Charges matters and some Finance items do not receive Journal discussion before action is taken.

The committee chairman is responsible for approving any item submitted before it can be placed in the journal or on the agenda. He or she may suggest changes to your motion. Occasionally he or she may ask you to withdraw your motion because it is inappropriate or is not needed.

MOTIONS

Items should be submitted with the date, your name, a subject heading (title), the motion, effective date, effective cost/saving, and your discussion or backup material. If you need assistance with the heading and/or wording of the motion or motion title, contact the Committee Chairman or Management staff person assigned to this subject matter. Material is not edited but will be retyped to format if necessary. Management (and occasionally other Board members)

may add information and/or comments. All items are subject to approval by the Committee chair and the ACBL President.

When the Agenda is prepared, each item is assigned a number, which follows the item through committee, approval, or non-approval by the Board and into the final Minutes of the meeting. The first two digits are the last two digits of the year; the next digit tells you it is the 1st, 2nd, or 3rd meeting of the year; and the item number follows the hyphen.

If you are making a motion on a subject that already has been addressed by the Board, please indicate past references if available. Management staff will assist in any necessary research.

AGENDA

The Agenda for the meetings is determined by items submitted in advance for the Journal by Board members, by Management or the Board of Governors.

Occasionally there is a desire to place on the Agenda an item that was not submitted for the Journal in a timely manner. This is done the first morning by request of a Board member and requires a two-thirds vote of Board members present representing a quorum to place Non-Agenda/emergency items on the Agenda. The President assigns Journal/Agenda items to committee. Sometimes an item is referred to more than one committee; especially when finance and budgeting will be impacted. A notice of meeting times and places will be provided with your Agenda.

REFERENCE MATERIALS

As you start out, you will want to know Board actions and policies in many areas. In addition to the Journal and Agenda, the following reference materials are available via the Internet.

Minutes of the Board of Directors: Minutes of the Board of Directors for the year previous to your going on the Board.

A Codification of Board Actions: This document contains the up-to-date Board regulations and is available on the ACBL web site.

Bylaws: A complete copy of the ACBL Bylaws is provided on the Internet.

ACBL Handbook: A complete copy of the ACBL Handbook of Rules and Regulations is provided on the Internet.

Other Available Material:

Past Board Minutes: On request, Management will send you copies of Minutes of any meetings held in the past or information on a particular subject.

Other Minutes and Management Reports: Board of Governors Minutes, Annual Membership Meeting Minutes, Charity Foundation Trustees and Membership Meeting Minutes, Educational Foundation Trustees and Membership Meeting Minutes, Executive Committee Minutes, and Management Reports are sent as issued. Information from past meetings will be provided on request. Financial reports and other special reports are sent to Board members periodically.

Robert's Rules of Order: Unless the Board adopts Special Rules, Board proceedings are conducted as prescribed by Robert's Rules of Order Newly Revised.

A Motion to Reconsider must be offered by a person who previously voted on the prevailing side and such votes must receive a two-thirds vote of Board members present representing a quorum. (Special Rule)

It takes a two thirds vote of Board Members present representing a quorum to amend Bylaw Special Rules. (Special Rule)

Committees: There are standing, permanent, special, and management committees. Board members serve on more than one committee. The president assigns each Board member to serve on committees; where possible those requested by the member.

Some committees are scheduled for a half-day, others for longer. Each committee will be assigned a chairperson and assistant chairperson by the president. Management will assign a staff member of Management to work with each committee. A Board member who submits an agenda item is customarily asked to participate in committee discussion for that item.

Only committee members may vote on matters before a Board committee. The President and Chairman of the Board (if they are elected Board members) are voting members of all committees.

Committees consider agenda items and other reports and make recommendations to the Board. Committees accept or reject reports. The committee recommends that the Board adopt as modified, take no action, or defer an item indefinitely or to a definite date.

Voting: Committee votes and Board votes on agenda items require a simple majority to pass unless there are Special Rules to the contrary. Each Board member's vote on full Board actions will be recorded and published except for elections or executive session votes on personnel or sensitive items.

Goodwill and Charity Committee Appointments: In the fall of each year, Management will send you directions for the appointment of Goodwill and Charity committee members. Goodwill and Charity

Committee appointments are for life. Members of the Board of Directors comprise the membership of the ACBL Charity Foundation. A Charity pin will be sent to you.

Members of the Board of Directors are permanent members of the ACBL Goodwill Committee. If you are not currently a member of the Goodwill Committee, a pin will be furnished.

Board Compensation: You are authorized travel for yourself and spouse or significant other (one per year) at the rate of 30-day advance Supersaver airfare plus airport transfers and tips, or mileage paid per IRS guidelines. Mileage is authorized for a spouse or significant other only if they are traveling separately.

At NABCs the ACBL Meeting Planner arranges for room accommodations for you and your spouse or significant other at the host hotel. Reimbursement for your hotel room expense begins the night prior to your first official meeting through the Saturday night prior to the Board of Governors meeting or the day of your departure, whichever occurs first. Reimbursement of hotel room expense beyond the day of the last Board meeting (usually Thursday) shall be contingent upon your attendance at the Board of Governors meeting which is held the first Sunday morning. Hotel room reimbursement is dependent upon staying in the host hotel.

Per diem will begin one day prior to your first official meeting and end with the day of the Board of Governors meeting, or your departure, whichever is first. All Board of Directors will receive a per diem based upon the current IRS allowable daily rate. Should breakfast, lunch or dinner be provided by ACBL the appropriate deduction will be made; 25% Breakfast, 25% Lunch and 50% Dinner.

Board members will receive complimentary entry fees for all events at an NABC except for the Educational foundation game.

Board members receive an expense reimbursement of \$750 three times per year to reflect travel to district and unit events, phone calls, mailing and other miscellaneous expenses connected with the office of District Director. If expenses are incurred while working on a board committee these are reimbursed separately.

For each of the three yearly Board meetings, Management will send a \$500 advance, or less if requested. Management will send a reminder to individuals who have not submitted an expense voucher by the 14th calendar day following the board meeting. If a properly prepared voucher is not submitted to Memphis by the 21st calendar day following the board meeting, then an advance will not be sent for the next board meeting. It will be the individual's responsibility to insure that their voucher is received by the deadline.

Between Board Meetings, any ACBL business contact by a Board member with ACBL Legal Counsel must be pre-approved by the ACBL CEO or President..

Social Functions: Social functions often are scheduled during the Board meetings. The President may have a dinner at one or more of the NABCs during his/her term and sometimes the local unit or district hosts a social function. One such function is the ACBL dinner for the host district and unit officers and volunteers, at which time you will have an opportunity to meet district and unit volunteers. You will receive notification or invitations to these events. Your spouse or guest is included.

The host organization schedules activities during some mornings/afternoons of the Board meetings for spouses or significant others. A schedule of available activities is provided prior to the Board meetings.

There are other functions to which Board members are invited, but attendance is optional. These include, but are not limited to, the Goodwill Committee meeting, reception for Juniors, and other receptions or parties that may be held such as Novice Party, Workers Party, etc.

President's Suite: The President's suite is usually open to Board members and their spouses/guests between the afternoon and evening sessions and after the evening session. During the tournament Board members may invite a few of their constituents to the suite after an evening session, unless the President is entertaining a special group or the suite is not "open. The President issues a list of special parties, but Board members and spouses/guests are always invited.