

CHAPTER IV – BOARD PROCEDURES

D. COMMITTEES

The Board will utilize committees to help accomplish its work. The committees will assist by recommending policy, actions or alternatives for Board deliberations. There are five types of committees: Committees of the Board, Committees of the Corporation, Special Committees, Management Committees, and Other ACBL Bodies. At the end of every calendar year, each committee chair shall submit a committee report. This report will contain information on the process of the committee, progress made that year and thoughts of future undertakings.

Section 1 – Committees of the Board

The Board shall have Committees of the Board, which have the authority to act on behalf of and bind the Board as provided by Board resolution. Other Committees of the Board may be created by the Board to take action on behalf of the Board as provided by Board resolution.

The following are Committees of the Board named within the ACBL Bylaws:

1.1 Executive Committee

1.1.1 Purpose

1.1.1.1 The purpose of the Executive Committee is to transact business of a time-sensitive nature requiring immediate action between Board of Directors meetings. The Executive Committee is answerable to the Board of Directors and subject to its general direction. It will have additional powers as the Board may delegate to it from time to time.

1.1.1.2 When the committee determines that exigent circumstances exist, the committee may act for the Board on matters otherwise requiring two readings.

1.1.2 Composition

1.1.2.1 The committee comprises the President of the ACBL, the chair of the Board of Directors who are ex-officio members with full voting rights, and three elected members of the Board of Directors.

1.1.2.2 The President of the ACBL is the chair of the committee. In the absence of the President, the chair of the Board of Directors serves as chair of the committee.

1.1.3 Term of Office

1.1.3.1 Elected members serve a three-year term beginning January 1.

1.1.3.2 An elected representative is not eligible for election to an immediate successive term.

1.1.4 Election

1.1.4.1 Candidates will be nominated by each of the three zones: Eastern (Districts 1, 3, 4, 5, 6, 7, 9, 24, 25); Central (Districts 2, 8, 10, 11, 12, 13, 14, 15, 16) and Western (Districts 17, 18, 19, 20, 21, 22, 23), and the Board will elect from these nominees.

1.1.4.2 Each zone will nominate an alternate representative to serve on the committee when the primary committee member is unavailable. Alternates will be nominated and elected in the same manner as the primary committee member.

1.1.4.3 In case an elected zonal member of the Executive Committee resigns, or his term as District Director expires during his term as a member of the Executive Committee and he is not reelected to another term as District Director, the vacancy will be filled by the alternate zonal representative.

1.1.4.4 Directors from the affected zone will nominate a new alternate.-

1.1.4.5 Election of zonal representatives will be at the Fall meeting of the Board of Directors.

1.1.5 Meetings

1.1.5.1 Meetings may be called by the President or by a majority of the members of the committee. Meetings (and therefore voting) may be held only in person or by conference call where a quorum is/can be present.

1.1.5.2 A majority of the members of the committee will constitute a quorum.

1.1.5.3 Notice to all members and alternates of the committee should be delivered by email, telephone, first class mail, facsimile transmission, or in person at least 72 hours in advance, if possible. Meetings may be called on shorter notice at the discretion of the President or a majority of the committee. There will be a stated time limit for the committee member to respond to the notice. The notice

will include a statement of the purposes of the meeting, and the business transacted at such meeting will be limited to those stated purposes. Committee members will acknowledge receipt of notice as soon as possible.

- 1.1.6 Reporting: The minutes of the Executive Committee will be submitted to the Board of Directors within 14 days of the conclusion of the Executive Committee meeting.

1.2 Audit Committee

- 1.2.1 The Audit Committee provides independent oversight of internal controls within the ACBL, determines whether there are problems that should be reported to the Board, confers independently with the internal auditors and the independent accountants, reviews non-audit services to be performed by the independent accountants, and determines the fees for audit and non-audit services performed by the independent accountants, and recommends the appointment of outside auditors.

- 1.2.2 The President nominates, and the Board approves, the chair and members at the beginning of his term. The committee will be comprised of three members of the Board of Directors who are not currently officers of the Board and who have not been officers during the current year and previous year.

(See Appendix 4-D1 for the *Audit Committee Charter* and attached *Audit Committee Checklist*)

1.3 National Appeals and Charges Committee

- 1.3.1 The National Appeals and Charges Committee reviews and hears disciplinary cases on behalf of the full Board. In addition to those responsibilities of hearing appeals and reviewing cases, the National Appeals and Charges Committee of the Board of Directors is responsible for any agenda items dealing with conduct, deportment and ethics and any regulations involving same.

- 1.3.2 The President nominates, and the Board approves, the chair and members at the beginning of his term. Membership is comprised of Board members.

- 1.3.3 Disciplinary Hearing - When a disciplinary hearing is held before the National Appeals and Charges Committee, the following rules will apply:

- 1.3.3.1 During Appeals and Charges Committee hearings, only those ACBL Board members who are members of the National Appeals and Charges Committee (and their advisor) may be present. Only members of the National Appeals and Charges Committee may ask questions of a witness.
- 1.3.3.2 All findings, conclusions and recommendations of the National Appeals and Charges Committee will be made by vote of only the members of the committee.
- 1.3.4 Rights of Members
 - 1.3.4.1 The Board of Directors delegates to and confers upon the National Appeals and Charges Committee the right and power to act in the Board's behalf in all matters referred to it under the Bylaws and regulations; provided, however, that in any case which the committee deems proper, it will refer the matter to the full Board for disposition.
 - 1.3.4.2 Adequate procedures and regulations are in effect to protect the rights and conveniences of members who are unable to personally appear before the committee. Specifically, without limitation, such procedures include:
 - a. The consideration of affidavits and other evidence.
 - b. The appointment of its special representatives to conduct fact-finding investigations.
 - c. The conduct of its own hearings at any time, and at any place, which seems appropriate.
 - 1.3.4.3 Adequate regulations and procedures are in effect at all playoffs and national championships, so that the ACBL can have hearings and make rulings on the spot at such tournaments. In no event would it be necessary to call a Board of Directors' meeting to consider any action in the case of infractions of rules, appeals of any kind whatsoever, including discipline felonies, as such decisions are rendered promptly on the spot and are considered final for purposes of the event involved.

1.3.5 Reports

- 1.3.5.1 In reporting to the National Appeals and Charges Committee on Tournament Committee proceedings involving a player, ACBL management will include a summary of prior reports and other pertinent matters concerning that player.
- 1.3.5.2 The National Appeals and Charges Committee will review all reports involving players and advise the Board when action of any kind is indicated.

1.3.6 Conflict of Interest

- 1.3.6.1 No District Director will serve on a committee hearing an election protest or an appeal from his/her own District involving a player from that District, nor will he/she be allowed to vote on such an appeal if said appeal comes before the ACBL Board of Directors.
- 1.3.6.2 All parties to the appeal may be present during a committee or ACBL Board hearing and allowed to speak.

- 1.3.7 Jurisdiction of Disputes: The National Appeals and Charges Committee will act for the ACBL Board of Directors on all matters involving discipline brought to the Board of Directors unless (a) the committee declines, in which case such matter will be heard and decided by the full Board, or (b) when the ACBL Board of Directors decides to act itself. All matters of a non-disciplinary nature will be decided by the Board.

Section 2 –Committees of the Corporation

- 2.1 A Committee of the Corporation is a body established by the Board of Directors to address a functional area for which there is a need for continuing evaluation. It will report the results of its deliberations to the Board of Directors at each regularly scheduled meeting of the Board of Directors.
- 2.2 The President appoints the chair and members at the beginning of his term. Membership is comprised of Board members.
- 2.3 Each of the committees will participate in planning and will recommend policies. Each committee may have subcommittees whose members need not be members of the committee.
- 2.4 The effectiveness of committees may be improved if reports to be made to the full Board (i.e., Executive Director, In-House counsel, and Treasurer) are heard before committee meetings commence, as these reports may impact on discussion.

- 2.5 The chair of a Committee of the Corporation or his designee is responsible for presenting his committee's motions to the Board as a whole for consideration or vote. Other duties of chair continue to rest with the ACBL President or his designee.
- 2.6 The committee chair coordinates the activities of that committee and keeps the President and/or Executive Director informed of its progress toward achieving the purpose for which it was established.
- 2.7 Finance Committee
 - 2.7.1 The Finance committee examines all financial-related matters and determines whether proposed expenditures may be made within Board guidelines for liquidity and capital preservation. (It is ACBL management's function to allocate money according to policy set by the Board and objectives created under strategic planning).
 - 2.7.2 The President appoints the chair and members at the beginning of his term. Membership is comprised of Board members.
- 2.8 Executive Director Review Committee
 - 2.8.1 The term of office for each Executive Director Review Committee member will be from the end of the Spring Board of Directors meeting to the end of the Spring Board of Directors meeting of the following year.
 - 2.8.2 The President appoints the chair and members of the committee from among the members of the Board at the beginning of his term.
- 2.9 Laws Commission
 - 2.9.1 There will be an ACBL Laws Commission which will prepare the Laws under which both duplicate and rubber bridge games will be governed. These Laws may be reviewed and revised periodically by the Commission.
 - 2.9.2 The Commission will consist of a minimum of nine members and a maximum of 15 members. The Commission will elect the chair of the Laws Commission from among its members. The members will be appointed by the President of the ACBL with the approval of the Board of Directors and each will serve for a five-year term.
 - 2.9.3 The Commission members will be appointed and confirmed at the Spring NABC. The term of office will begin on the day following the end of the Spring NABC and will expire on the day following the end of the appropriate subsequent Spring NABC.

- 2.9.4 If a member of the Commission is unable to serve his entire term for any reason, the vacancy so created will be filled by the President at the next meeting of the Board of Directors and is subject to Board approval. The newly appointed members will serve the remainder of the unexpired term.
- 2.9.5 Members of the Laws Commission who are not members of the ACBL Board of Directors or employees of the ACBL will receive one two-session entry to an NABC+ event or lower, which is good for one year from date of receipt at the conclusion of their meetings at each NABC. Only those in attendance for all required meetings will be compensated.
- 2.9.6 Any member of the ACBL Laws Commission that has an unexcused absence as determined by the Commission chair for three consecutive meetings will be considered as resigned and the President will appoint someone to finish the remaining term.
- 2.9.7 The ACBL will send a representative from the ACBL Laws Commission to attend all meetings of the WBF Laws Committee held in conjunction with World Championships. In the years when the Drafting Committee is in session, but in any event no longer than four years.
 - 2.9.7.1 The representative will be selected by the ACBL Laws Commission.
 - 2.9.7.2 The ACBL will provide air fare actual ticket price using advance non-refundable ticketing reflecting the lowest direct service fare available for travel at reasonable times for the travel dates, per diem, and hotel room.

Section 3 – Special Committees

- 3.1 A special committee is a body established by the Board of Directors, the Executive Committee, or the President to address a special purpose. It will meet, exist and report as required by the provisions of the enabling legislation. Enabling legislation will include commencement and termination dates/events.
- 3.2 Meetings of special committees held other than at the site of an NABC must be authorized by the President.
- 3.3 The President appoints the chair and members of special committees.
- 3.4 National Tournament Committee
 - 3.4.1 Management will, upon review of the conditions of contest, determine if there is a need to convene the National Tournament Committee.

- 3.4.2 The chair of the Board Bridge Committee will be the chair of the National Tournament Committee.
 - 3.4.3 The National Tournament Committee will have a minimum of five Board members. If there are fewer than five Board members at the tournament site who can serve on the committee, a conference call will be used to include enough additional Board members to meet the five Board-member requirement. Members of the Bridge and Tournament Committees of the Board of Directors will be the first ones called for this duty.
- 3.5 International Committee
- 3.5.1 The Presidents of the WBF Zone 2 National Bridge Organizations shall be members of the "International Committee" or any successor committee whose functional area is participation in international bridge organizations and events. They may, individually or collectively, propose motions to the Board of Directors concerning international bridge or other issues that impact their NBOs. Their participation shall be limited to committee activities. Expenses attributable their participation on the committee shall not be paid nor reimbursed by the ACBL.
- 3.6 Bylaws Committee
- 3.6.1 The purpose of this committee is to review the ACBL Bylaws as needed and suggest appropriate revisions.
 - 3.6.2 The committee will consist of seven people appointed as follows: four members of the Board of Directors (one of whom will be the chair) to be selected by the President; one member to be selected by the Board of Governors; and two members to be selected by the ACBL Executive Director. The Presidential appointments of four Board of Directors members to the ACBL Bylaws Committee are restricted to Board members and do not require Board approval.

Section 4 – Management Committees

- 4.1 A management committee is a body established by the Executive Director to accomplish functions assigned to the ACBL staff by appropriate authorities.

Section 5 – Other ACBL Bodies

Other ACBL bodies are non-Board committees established by the Board of Directors to accomplish goals and objectives deemed appropriate. These entities operate in accordance with, and under the provisions of, the enabling legislation.

5.1 NABC Tournament Conduct Committee (Effective January 1, 2020)

The process for forming an NABC Tournament Conduct Committee will be as follows:

5.1.1 ACBL management will create a roster of committee members from:

- a. A list of names approved by the ACBL President that has been submitted by ACBL management;
- b. The membership of the ACBL Ethical Oversight Committee; and
- c. The membership at large, if needed.

5.1.2 When the committee is to hear a charge or charges relating only to conduct (not including an ethical violation), ACBL management will select the committee from available members in categories a. through c. immediately above.

5.1.3 When the committee is to hear a charge which includes an ethical violation, the ACBL Ethical Oversight Committee chair will select the committee from available members of the ACBL Ethical Oversight Committee and/or, if needed, from the membership at large.

5.1.4 The committee members serving on a case will be compensated. The guideline for the amount of the compensation is the value of a two-session entry to an NABC+ event for each day the committee meets.

5.2 ACBL Disciplinary Committee

The committee will hear cases regarding matters specified in the ACBL Code of Disciplinary Regulations (CDR) or other original cases when so instructed by the ACBL Board of Directors.

5.2.1 The committee will consist of 12 members appointed by the President for three-year terms.

5.2.2 Should there be a need for this committee to hear a case per the CDR, ACBL management will notify the committee chair. The chair will seat a committee of five or seven members from among the membership of the ACBL Disciplinary Committee to hear the case.

- 5.2.3 The President, after consultation with the current chair, appoints the ACBL Disciplinary Committee members. The President shall appoint four members per year. Appointments are subject to Board approval.
- 5.2.4 The committee elects the chair for a one-year term from among its members.
- 5.2.5 The ACBL Disciplinary Committee members will be appointed and confirmed at the Spring NABC. The term of office will begin on the day following the end of the Spring NABC and will expire on the day following the end of the appropriate subsequent Spring NABC.
- 5.2.6 If a member of the committee is unable to serve his entire term for any reason, the vacancy so created will be filled by the President at the next meeting of the Board of Directors, subject to Board approval. The newly appointed member will serve the remainder of the unexpired term.
- 5.2.7 The chair of the ACBL Disciplinary Committee and all members serving on a case will be compensated. The guideline for the amount of the compensation is the value of a two-session entry to an NABC+ event for each day the committee meets.

5.3 Competition and Conventions Committee

- 5.3.1 The purpose of the Competition and Conventions Committee is to review conventions and the convention charts, the alert procedure, the convention card and conditions of contest plus any other competitive aspects of bridge play, such as timing and procedures. The committee will meet at each NABC and conduct work as needed between tournaments. A report of each meeting will be distributed to the Board of Directors as soon as practicable.
- 5.3.2 The Competition and Conventions Committee will consist of 11 members, of which eight (8) shall be appointed by the President in consultation with the Competition and Conventions Committee chair.—Appointments are subject to Board approval. The term of office for each member will be as follows: four expert players shall be appointed to staggered three-year terms with two appointments made in 2015 and every third year thereafter, and four additional positions shall be appointed to one-year terms.

In addition, the chairs of the ACBL Board's Bridge Committee and Tournament Committee shall be voting ex-officio members of the Competition and Conventions Committee. If there is no Board Bridge Committee or Tournament Committee, the President shall designate this position from sitting ACBL Board members. ACBL management shall designate an ACBL Tournament Director to serve as a voting member.

- 5.3.3 The committee will elect the chair of the ACBL Competition and Conventions Committee from among its members for a one-year term, rotating at least every three years.
 - 5.3.4 The Competition and Conventions Committee members will be appointed and confirmed by the Board at the Spring NABC. The term of office will begin on the day following the end of the Spring NABC and will expire on the day following the end of the appropriate subsequent Spring NABC.
 - 5.3.5 If a member of the committee is unable to serve his entire term for any reason, the vacancy so created will be filled by the President at the next meeting of the Board of Directors, subject to Board approval. The newly appointed member will serve the remainder of the unexpired term.
 - 5.3.6 Members of the Competition and Conventions Committee who are not members of the ACBL Board of Directors or employees of the ACBL will receive one two-session entry per meeting to an NABC+ event or lower. It is good for one year from date of receipt. Only those in attendance for all required meetings will be compensated.
 - 5.3.7 Any member of the Competition and Conventions Committee that has an unexcused absence, as determined by the committee chair, for three consecutive meetings will be considered as resigned, and the President will appoint someone to finish the remaining term.
 - 5.3.8 The Board of Governors will appoint three members to attend the Competitions and Conventions Committee meetings as non-voting members. These representatives will receive the same compensation as the voting members of the committee.
- 5.4 Ethical Oversight Committee
- 5.4.1 The committee will be a disciplinary body of the ACBL whose responsibilities will include, but not be limited to, adjudicating cases of alleged cheating by use of signals or other unauthorized information.
 - 5.4.2 The Ethical Oversight Committee will consist of 15 members. Five members will be appointed each year for staggered three-year terms by the ACBL President.
 - 5.4.3 The President, after consultation with the current chair, appoints Ethical Oversight Committee members. Appointments are subject to Board approval.

- 5.4.4 The committee elects the Ethical Oversight chair from among its members. The chair may not serve more than three consecutive one-year terms.
 - 5.4.5 The Ethical Oversight Committee members will be appointed and confirmed at the Spring NABC. The term of office will begin on the day following the end of the Spring NABC and will expire on the day following the end of the appropriate subsequent Spring NABC.
 - 5.4.6 If a member of the committee is unable to serve his entire term for any reason, the vacancy so created will be filled by the President at the next meeting of the Board of Directors, subject to Board approval. The newly appointed member will serve the remainder of the unexpired term.
 - 5.4.7 During their tenure in office, members may not be dismissed except for grossly inappropriate behavior. If the President of the ACBL or the chair of the Ethical Oversight Committee calls together the members of the committee, they may, by majority vote, remove a member of the committee.
 - 5.4.8 The chair of the Ethical Oversight Committee will be reimbursed for expenses incurred in connection with official committee business. Any extraordinary committee member expenses must be pre-approved by the ACBL President or his designee.
 - 5.4.9 The chair of the Ethical Oversight Committee and all members serving on a case will be compensated. The guideline for the amount of the compensation is the value of a two-session entry to an NABC+ event for each day the committee meets.
- 5.5 Hall of Fame Committee
- 5.5.1 The Hall of Fame Committee will be a nine-member committee with staggered three-year terms, with one member from Canada, Mexico, or Bermuda. A committee member may only serve two consecutive terms but may be reappointed after a one-year hiatus.
 - 5.5.2 The President, after consultation with the current chair, appoints Hall of Fame Committee members. Appointments are subject to Board approval.
 - 5.5.3 The committee will elect the chair from among its members for a one-year term.
 - 5.5.4 The Hall of Fame Committee members will be appointed and confirmed at the Spring NABC. The term of office will begin on the day following the end

of the Spring NABC and will expire on the day following the end of the appropriate subsequent Spring NABC.

5.5.5 If a member of the committee is unable to serve his entire term for any reason, the vacancy so created will be filled by the President at the next meeting of the Board of Directors, subject to Board approval. The newly appointed member will serve the remainder of the unexpired term.

5.5.6 Any member of the Hall of Fame Committee that has an unexcused absence as determined by the committee chair for three consecutive meetings will be considered as resigned and the President will appoint someone to finish the remaining term.

See Appendix 4-D2 *Hall of Fame Operating Procedures*

5.6 ACBL 401k Trustees

5.6.1 401k Trustees will consist of two persons elected at Fall Board meetings for four-year terms, which start January 1 following the election. The ACBL Executive Director, or his designee, will serve as a 401k Trustee.

5.6.2 401k Trustees will be elected to staggered terms.

5.7 NABC Seeding Committee

At the beginning of each calendar year, the chair of the Seeding Committee will be appointed by the President. The Executive Committee will approve the appointment before the beginning of the Spring NABC.

5.8 Anti-Cheating Commission

The Anti-Cheating Commission shall address the issue of collusive cheating and/or other serious ethical violations as follows:

5.8.1 The purpose of the Anti-Cheating Commission shall be to deter, detect and, at the discretion of ACBL management, assist in the prosecution of collusive cheating or other serious ethical violations.

5.8.2 The ACBL National Recorder may submit evidence or player memos to the Anti-Cheating Commission for evaluation or recommendation. The National Recorder will regularly provide any relevant player memos regarding ethical violations or other serious ethical violations or other evidence to the Anti-Cheating Commission. The Anti-Cheating Commission may utilize additional experts as needed. The committee shall provide a copy of any

evidence that it develops (or receives from experts) to the ACBL National Recorder.

- 5.8.3 The Anti-Cheating Commission is charged with evaluating player memos and any other relevant evidence of unethical conduct in conjunction with the Office of National Recorder. As needed, the committee may investigate, utilizing any tools it has available, with or without the National Recorder, any situation where collusive cheating or other serious ethical violation is suspected. Among other things, the committee is tasked with developing investigatory protocols and statistical models to examine past practices that may uncover illegal methods of partnership communication.
- 5.8.4 The Anti-Cheating Commission may investigate any situation where collusive cheating or other serious ethical violation is or may be reasonably suspected. The investigative team assembled by the Anti-Cheating Commission may engage experts in any field to assist the investigation. The committee must notify the ACBL National Recorder in writing prior to commencing any formal investigation. Any expenditure must be approved by the ACBL National Recorder.
- 5.8.5 All Anti-Cheating Commission opinions will be provided to the ACBL National Recorder in writing. Based upon its recommendation, the National Recorder (or a designee) may take a complaint to ACBL management alleging collusive cheating or other serious ethical violations against any one or more ACBL members (or non-member participating in an ACBL sanctioned event). Decisions regarding filing formal complaints against specific players shall be at the sole discretion of the ACBL as provided in the CDR.
- 5.8.6 The Anti-Cheating Commission shall consist of at least five (5) members but no more than nine (9) members. All members will be appointed by the ACBL Executive Director, in consultation with the then Anti-Cheating Commission chair, and should be bridge players of the highest caliber with a long history of success in NABC+ events who are above ethical reproach. At least two of the members must be located outside North America. The National Recorder shall be an *ex officio* non-voting member of the committee and shall not be counted in assessing the five-member requirement.
- 5.8.7 Each member shall serve in staggered three-year terms, except that during the first year of appointments the ACBL Executive Director may assign members to a term of fewer than three (3) years to allow for such staggered terms.
- 5.8.8 The activities of the Anti-Cheating Commission are highly confidential. Accordingly, each member must sign a non-disclosure agreement with the ACBL prior to beginning service on the committee.

- 5.8.9 The Anti-Cheating Commission shall elect a chair from among its members by a simple majority vote. The chair may not serve more than three (3) consecutive one-year terms as chair.
- 5.8.10 Anti-Cheating Commission members will be appointed and confirmed at the Spring NABC. Their term of office will begin one day following the end of the Spring NABC and will expire on the day following the appropriate subsequent Spring NABC.
- 5.8.11 Members of the Anti-Cheating Commission may be removed without cause by the ACBL Executive Director. In addition, the ACBL Executive Director and the Anti-Cheating Commission chair may call a meeting of the Anti-Cheating Commission and, by majority vote, remove a member of the Commission.
- 5.8.12 If a member of the Commission is unable to serve his entire term for any reason, the ACBL Commission may choose to fill the vacancy. The newly appointed member will serve the remainder of the unexpired term.
- 5.8.13 The members of the Anti-Cheating Commission will be compensated in the value of a two-session entry into a NABC+ event for each day the Commission meets at a NABC.

(See also Codification Ch. I – Membership, F. Discipline and ACBL Code of Disciplinary Regulations, Section 6 – Anti-Cheating Commission)

5.9 Masterpoint Committee

- 5.9.1 The purpose of the Masterpoint Committee is to review the allocation of masterpoint awards and make policy-based recommendations to the Board of Directors. The Masterpoint Committee reviews the allocation of masterpoints and makes recommendations to ensure: (a) overall consistency in masterpoint awards, (b) an appropriate balance in awards between types of events, (c) appropriate award levels among finishers within an event, and (d) clarity of requirements and formulas for those organizations responsible for calculating masterpoints.
- 5.9.2 The Masterpoint Committee will consist of a minimum of seven (7) members, three of whom shall be appointed at-large by the Board President upon consultation with the Chair of the Board of Governors, two of whom shall be members of the Board of Directors as set forth in subsection 5.9.4 below and two of whom shall be ACBL employees appointed by the Executive Director. Two of the members are members of the Board of Directors. Three of the members are appointed by the ACBL President. Two members are ACBL employees.

- 5.9.3 The three at-large appointees of the Chair of the Board of Governors shall be neither ACBL employees nor members of the Board of Directors. The Chair of the Board of Governors shall make recommendations for the three at-large appointees, and the ACBL President shall choose from among these recommendations.
- 5.9.4 The ACBL President and the Chair of the Bridge Committee shall be voting *ex-officio* members of the Masterpoint Committee. If either or both of these voting *ex-officio* members prefers not to be on the Masterpoint Committee, then the ACBL President may delegate the duties to a replacement from among the Board of Directors. In addition, any member of the Board of Directors may elect to become a member of the Masterpoint Committee by so notifying the ACBL President. ACBL management shall annually appoint two members to the Masterpoint committee.
- 5.9.5 The term of office for the three at-large members shall be staggered three-year terms.
- 5.9.6 The Chair of the Masterpoint Committee shall be annually selected from among the committee members.
- 5.9.7 The Masterpoint Committee members will be appointed and confirmed at the Spring NABC. The term of office will begin on the day following the end of the Spring NABC and will expire on the day following the end of the appropriate subsequent Spring NABC.
- 5.9.8 If a member of the committee is unable to serve his entire term for any reason, the vacancy so created will be filled by the ACBL President at the next meeting of the Board of Directors, subject to Board approval. The newly appointed member will serve the remainder of the unexpired term.
- 5.9.9 Members of the Masterpoint Committee who are not members of the ACBL Board of Directors or employees of the ACBL will receive one two-session entry per meeting to an NABC+ event or lower. It is good for one year from date of receipt. Only those in attendance for all required meetings will be compensated.
- 5.9.10 Any member of the Masterpoint Committee that has an unexcused absence, as determined by the committee Chair, for three consecutive meetings will be considered as having resigned and the ACBL President will appoint someone to finish out the remaining term.
- 5.9.11 Recommendations of the committee that require incorporation into systems that compute masterpoints are due by April 15 so that they may be reviewed and voted on in the Summer Board meeting.

5.9.12 The initial work requested of the Masterpoint Committee is a report no longer than three pages summarizing in a non-technical way the status and major issues of the Masterpoint Committee. The ACBL President and Chair of the Bridge Committee may jointly agree to change all or any part of the initial work request.

5.9.13 Motions passed by this committee potentially require two readings of the Board of Directors.

5.9.14 Any motion within the scope of the Masterpoint Committee's work should be submitted through the Masterpoint Committee. That is, the standard process is that the Masterpoint Committee reviews all motions within its scope prior to a vote by the full Board of Directors.

5.10 Online Ethical Oversight Committee (Effective May 28, 2020)

5.10.1 The Online Ethical Oversight Committee shall consist of fifteen members. Five members shall be appointed each year for staggered three-year terms by the ACBL President.

During their tenure in office, members may not be dismissed except for grossly inappropriate behavior. If the President of the ACBL or the Chairman of the Online Ethical Oversight Committee call together the members of the Committee, they may, by majority vote, remove a member of the Committee.

5.10.2 The President appoints Online Ethical Oversight Committee members. Appointments are subject to Board approval.

5.10.3 The Committee elects the Online Ethical Oversight Chairman from among its members, however, for the first year, the President will select the Chairman. The Chairman may not serve more than 3 consecutive one-year terms.

5.10.4 The Online Ethical Oversight Committee members shall initially be appointed by the President in three classes and confirmed at the next Board of Directors meeting. Starting in 2021, they will be appointed and confirmed at the Summer NABC. The term of office will begin when confirmed and starting in 2021 on the day following the end of the Summer NABC and will expire on the day following the end of the appropriate subsequent Summer NABC.

The Online Ethical Oversight Committee will consist of 15 members. Five members will be appointed each year for staggered three-year terms by the ACBL President.

5.10.5 If a member of the committee is unable to serve his entire term for any reason, the vacancy so created shall be filled by the President at the next meeting of the Board of Directors, subject to board approval. The newly appointed member shall serve the remainder of the unexpired term.

5.10.6 The Online Ethical Oversight Committee shall be allowed to use the members of the Ethical Oversight Committee to supplement as needed the number of people available to serve on hearing panels. Members of the Ethical Oversight Committee so used who are not also members of the Online Ethical Oversight Committee shall be limited to one per hearing panel and shall not serve as the chair of a hearing panel.

Section 6 – Establishing New Committees

6.1 A committee may be proposed to the Board of Directors for consideration:

6.1.1 By the Board of Governors;

6.1.2 By a member, members or committee of the Board of Directors; and/or

6.1.3 By ACBL management.

6.2 On an emergency basis, a new committee may be established by the Executive Committee on the recommendation of the President.

Section 7 – Management of Committees

7.1 ACBL management will maintain a record of currently active committees. An updated notebook, Committees and Special Appointments, which includes all Committees of the Board, Committees of the Corporation, Special Committees, Management Committees, and Other ACBL Bodies appointed by the ACBL President or ACBL management (when the committee is to work with the Board of Directors) will be maintained. Any reimbursements and/or compensation will be included.

7.2 The Executive Director will provide the required staff support to committees as approved by the President.

- 7..3 The Executive Director appoints employees of ACBL as staff liaison or as members to committees, subject to the provisions of the enabling legislation under which the committee is established. The staff liaison provides assistance to that committee, coordinates input to that committee from other staff elements, and keeps the Executive Director informed of the workload placed on other staff elements and the committee's progress toward achieving the purpose for which the committee was established.